



Ontario  
Securities  
Commission

Commission des  
valeurs mobilières  
de l'Ontario

P.O. Box 55, 19<sup>th</sup> Floor  
20 Queen Street West  
Toronto ON M5H 3S8

CP 55, 19e étage  
20, rue queen ouest  
Toronto ON M5H 3S8

---

**IN THE MATTER OF THE *SECURITIES ACT*,  
R.S.O. 1990, c. S.5 AS AMENDED**

**- and -**

**IN THE MATTER OF LYNDZ PHARMACEUTICALS INC.,  
JAMES MARKETING LTD.,  
MICHAEL EATCH and RICKEY MCKENZIE**

**NOTICE OF HEARING  
(ss. 127 and 127.1 of the Securities Act)**

**TAKE NOTICE** that the Ontario Securities Commission (the "Commission") will hold a hearing pursuant to sections 127 and 127.1 of the Securities Act, R.S.O., c.S.5., as amended (the "Act") at the offices of the Commission, 20 Queen Street West, Toronto, Ontario, 17th Floor, beginning at 9:30 am on September 24, 2009;

**TO CONSIDER** whether, in the opinion of the Commission, it is in the public interest for the Commission to make one or more of the following orders against Lyndz Pharmaceuticals Inc. ("Lyndz"):

- (a) to make an order pursuant to section 127(1) clause 2 of the Act that trading in securities by and of the Respondent Lyndz cease permanently or for such period as specified by the Commission;
- (b) to make an order pursuant to subsection 127(1) clause 3 of the Act that any exemptions in Ontario securities law do not apply to the Respondent Lyndz permanently or for such period as specified by the Commission;
- (c) to make an order pursuant to section 127(1) clause 9 of the Act requiring the Respondent Lyndz to pay an administrative penalty of not more than \$1 million for each failure to comply with Ontario securities law;
- (d) to make an order pursuant to section 127(1) clause 10 of the Act requiring the Respondent Lyndz to disgorge to the Commission any amounts obtained as a result of the non-compliance;
- (e) to make an order pursuant to section 127.1 of the Act that the Respondent Lyndz pay the costs of Staff's investigation and the costs of, or related to, this proceeding, incurred by or on behalf of the Commission; and
- (f) to make such other order or orders as the Commission considers appropriate.

**AND TO CONSIDER** whether, in the opinion of the Commission, it is in the public interest for the Commission to make one or more of the following orders against James Marketing Ltd. (“James Marketing”):

- (a) to make an order pursuant to section 127(1) clause 2 of the Act that trading in securities by and of the Respondent James Marketing cease permanently or for such period as specified by the Commission;
- (b) to make an order pursuant to subsection 127(1) clause 3 of the Act that any exemptions in Ontario securities law do not apply to the Respondent James Marketing permanently or for such period as specified by the Commission;
- (c) to make an order pursuant to section 127(1) clause 9 of the Act requiring the Respondent James Marketing to pay an administrative penalty of not more than \$1 million for each failure to comply with Ontario securities law;
- (d) to make an order pursuant to section 127(1) clause 10 of the Act requiring the Respondent James Marketing to disgorge to the Commission any amounts obtained as a result of the non-compliance;
- (e) to make an order pursuant to section 127.1 of the Act that the Respondent James Marketing pay the costs of Staff's investigation and the costs of, or related to, this proceeding, incurred by or on behalf of the Commission; and
- (f) to make such other order or orders as the Commission considers appropriate.

**AND TO CONSIDER** whether, in the opinion of the Commission, it is in the public interest for the Commission to make one or more of the following orders against Michael Eatch (“Eatch”):

- (a) to make an order pursuant to section 127(1) clause 2 of the Act that trading in securities by the Respondent Eatch cease permanently or for such period as specified by the Commission;
- (b) to make an order pursuant to section 127(1) clause 2.1 of the Act that acquisition of securities by the Respondent Eatch be prohibited permanently or for such period as is specified by the Commission;
- (c) to make an order pursuant to subsection 127(1) clause 3 of the Act that any exemptions in Ontario securities law do not apply to the Respondent Eatch permanently or for such period as specified by the Commission;
- (d) to make an order pursuant to subsection 127(1) clause 6 of the Act that the Respondent Eatch be reprimanded by the Commission;
- (e) to make an order pursuant to section 127(1) clause 7 of the Act that the Respondent Eatch resign any position that the Respondent holds as a director or officer of an issuer;

- (f) to make an order pursuant to section 127(1) clause 8 of the Act that the Respondent Eatch be prohibited from becoming or acting as an officer or director of any issuer permanently or for such period as specified by the Commission;
- (g) to make an order pursuant to section 127(1) clause 8.2 that the Respondent Eatch be prohibited from becoming or acting as a director or officer of a registrant;
- (h) to make an order pursuant to section 127(1) clause 8.4 that the Respondent Eatch be prohibited from becoming or acting as a director or officer of an investment fund manager;
- (i) to make an order pursuant to section 127(1) clause 8.5 that the Respondent Eatch be prohibited from becoming or acting as a registrant, as an investment fund manager or as a promoter;
- (j) to make an order pursuant to section 127(1) clause 9 of the Act requiring the Respondent Eatch to pay an administrative penalty of not more than \$1 million for each failure to comply with Ontario securities law;
- (k) to make an order pursuant to section 127(1) clause 10 of the Act requiring the Respondent Eatch to disgorge to the Commission any amounts obtained as a result of the non-compliance;
- (l) to make an order pursuant to section 127.1 of the Act that the Respondent Eatch pay the costs of Staff's investigation and the costs of, or related to, this proceeding, incurred by or on behalf of the Commission; and
- (m) to make such other order or orders as the Commission considers appropriate.

**AND TO CONSIDER** whether, in the opinion of the Commission, it is in the public interest for the Commission to make one or more of the following orders against Rickey McKenzie ("McKenzie"):

- (a) to make an order pursuant to section 127(1) clause 2 of the Act that trading in securities by the Respondent McKenzie cease permanently or for such period as specified by the Commission;
- (b) to make an order pursuant to section 127(1) clause 2.1 of the Act that acquisition of securities by the Respondent McKenzie be prohibited permanently or for such period as is specified by the Commission;
- (c) to make an order pursuant to subsection 127(1) clause 3 of the Act that any exemptions in Ontario securities law do not apply to the Respondent McKenzie permanently or for such period as specified by the Commission;
- (d) to make an order pursuant to subsection 127(1) clause 6 of the Act that the Respondent McKenzie be reprimanded by the Commission;
- (e) to make an order pursuant to section 127(1) clause 7 of the Act that the Respondent McKenzie resign any position that the Respondent holds as a director or officer of an issuer;

- (f) to make an order pursuant to section 127(1) clause 8 of the Act that the Respondent McKenzie be prohibited from becoming or acting as an officer or director of any issuer permanently or for such period as specified by the Commission;
- (g) to make an order pursuant to section 127(1) clause 8.2 that the Respondent McKenzie be prohibited from becoming or acting as a director or officer of a registrant;
- (h) to make an order pursuant to section 127(1) clause 8.4 that the Respondent McKenzie be prohibited from becoming or acting as a director or officer of an investment fund manager;
- (i) to make an order pursuant to section 127(1) clause 8.5 that the Respondent McKenzie be prohibited from becoming or acting as a registrant, as an investment fund manager or as a promoter;
- (j) to make an order pursuant to section 127(1) clause 9 of the Act requiring the Respondent McKenzie to pay an administrative penalty of not more than \$1 million for each failure to comply with Ontario securities law;
- (k) to make an order pursuant to section 127(1) clause 10 of the Act requiring the Respondent McKenzie to disgorge to the Commission any amounts obtained as a result of the non-compliance;
- (l) to make an order pursuant to section 127.1 of the Act that the Respondent McKenzie pay the costs of Staff's investigation and the costs of, or related to, this proceeding, incurred by or on behalf of the Commission; and
- (m) to make such other order or orders as the Commission considers appropriate.

**BY REASON OF** the allegations set out in the Statement of Allegations of Staff, dated September 23, 2009, and such additional allegations as counsel may advise and the Commission may permit.

**AND TAKE FUTURE NOTICE THAT** any party to the proceedings may be represented by counsel at the hearing;

**AND TAKE FURTHER NOTICE THAT**, upon failure of any party to attend at the time and place aforesaid, the hearing may proceed in the absence of that party and such party is not entitled to any further notice of the proceeding.

**DATED** at Toronto this 23<sup>rd</sup> day of September, 2009.

*"Daisy Aranha"*

---

*per:* John Stevenson  
Secretary to the Commission