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Notice of Hearing

Kevin Boyle, Brian Boyle, Jason Boyle

And

**741426 Alberta Ltd., Boyle International Inc., Boyle Can Holdings Inc., and
542121 British Columbia Ltd.**

Section 161 of the *Securities Act*, RSBC 1996, c. 418

¶ 1 A hearing will be held (the Hearing) to give Kevin Boyle, Brian Boyle, and Jason Boyle (the Individual Respondents) and 741426 Alberta Ltd., Boyle International Inc., Boyle Can Holdings Inc. and 542121 British Columbia Ltd. (the Corporate Respondents) (collectively the Respondents) an opportunity to be heard before the British Columbia Securities Commission (the Commission) considers whether it is in the public interest to make the following orders:

1. under section 161(1)(c) of the of the *Securities Act*, RSBC 1996, c. 418 (the Act), that any or all of the exemptions described in sections 44 to 47, 74, 75, 98 or 99 of the Act do not apply to the Respondents;
2. under section 161(1)(b) of the Act, that the Respondents cease trading in any securities or exchange contracts;
3. under section 161(1)(b) of the Act, that the Respondents be prohibited from purchasing any securities or exchange contracts;
4. under section 161(1)(d) of the Act, that the Individual Respondents resign any position they hold as a director or officer of an issuer;
5. under section 161(1)(d) of the Act, that the Individual Respondents are prohibited from becoming or acting as a director or officer of any issuer;
6. under section 161(1)(d) of the Act that the Respondents are prohibited from engaging in investor relations activities;
7. under section 174 of the Act, that the Respondents pay the prescribed fees or charges of or related to the hearing; and
8. any other orders that may be appropriate in the circumstances.

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- ¶ 2 The Commission will be asked to consider the following facts and allegations in making its determination:
1. On February 19, 1998, the Alberta Securities Commission imposed an Interim Cease Trade Order on the Individual Respondents, Boyle International Inc., and 542121 British Columbia Ltd., which was extended until after a hearing was held and a decision was given or the Interim Cease Trade Order was varied or revoked.
 2. On August 31, 2001, the Alberta Provincial Court found that the Individual Respondents breached the *Alberta Securities Act*, S.A. 1981, c.S-6.1 (the Alberta Securities Act) in relation to their activities with companies, including Boyle International Inc., 542121 British Columbia Ltd. and Boyle Can Holdings Inc., of which one or more of the Individual Respondents was a director and of which all of the Individual Respondents were de facto directors. The breaches of the Alberta Securities Act included:
 - (a) trading by the Individual Respondents in a security without being registered, in breach of section 54(1) of the Alberta Securities Act;
 - (b) trading by the Individual Respondents in a security without filing a preliminary prospectus and a prospectus, in breach of section 81(1) of the Alberta Securities Act; and
 - (c) representations by the Individual Respondents that the security would be listed on an exchange with the intention of effecting a trade in a security, in breach of section 70(3)(b)(i) of the Alberta Securities Act.
 3. The Alberta Provincial Court ordered a sentencing hearing.
 4. Warrants for the Arrest of each of the Individual Respondents were issued in Alberta because they failed to attend court (the Warrants).
 5. On October 23, 2001, the execution of the Warrants in British Columbia was authorized under section 156 of the Act.
 6. On August 29, 2002, the Alberta Provincial Court sentenced the Individual Respondents, in their absence, as follows:
 - (a) Kevin Boyle
 - (i) incarceration for 30 months; and

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(ii) under s. 194(7) of the Alberta Securities Act, for a period of 25 years from August 29, 2002, Kevin Boyle:

- (A) is cease traded in all securities;
- (B) must resign any and all positions he holds as a director or officer of any issuer;
- (C) is prohibited from becoming or acting as a director or officer of any issuer; and
- (D) cannot rely on any or all of the exemptions contained in the Alberta Securities Act.

(b) Brian Boyle

(i) incarceration for 26 months; and

(ii) under s. 194(7) of the Alberta Securities Act, for a period of 25 years from August 29, 2002, Brian Boyle:

- (A) is cease traded in all securities;
- (B) must resign any and all positions he holds as a director or officer of any issuer;
- (C) is prohibited from becoming or acting as a director or officer of any issuer; and
- (D) cannot rely on any or all of the exemptions contained in the Alberta Securities Act.

(c) Jason Boyle

(i) incarceration for 6 months; and

(ii) under s. 194(7) of the Alberta Securities Act, for a period of 15 years from August 29, 2002, Jason Boyle:

- (A) is cease traded in all securities;

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- (B) must resign any and all positions he holds as a director or officer of any issuer;
 - (C) is prohibited from becoming or acting as a director or officer of any issuer; and
 - (D) cannot rely on any or all of the exemptions contained in the Alberta Securities Act.
7. Warrants of Committal were issued for each of the Individual Respondents. As at the date of this Notice of Hearing, the whereabouts of the Individual Respondents is unknown and it appears they have not surrendered themselves to appropriate law enforcement authorities.
8. One or more of the Individual Respondents are directors or de facto directors of the Corporate Respondents.
9. The Individual Respondents and/or 741426 Alberta Ltd. and Boyle International Inc. raised money from investors in British Columbia for investments in securities of or through 741426 Alberta Ltd. and Boyle International Inc.
10. Other connections to British Columbia include:
- (a) The principal address of Boyle Can Holdings Inc. was Suite 305- 938 Howe Street, Vancouver, British Columbia; and
 - (b) 542121 British Columbia Ltd. is a non-reporting issuer in British Columbia.
11. On the basis of the decisions of the Alberta Provincial Court, the regulatory history of the Individual Respondents, and the Respondents' connections to British Columbia, the continued participation of the Respondents in the capital markets of British Columbia is contrary to the public interest.
- ¶ 3 The Respondents may be represented by counsel at the Hearing, and may make representations and lead evidence. The Respondents are requested to advise the Commission of their intention to attend the Hearing by informing the Commission Secretary at PO Box 10142, Pacific Centre, 701 West Georgia Street, Vancouver, BC V7Y 1L2 phone: (604) 899-6500; email: commsec@bcsc.bc.ca.
- ¶ 4 The Respondents or their counsel are required to attend at the 12th Floor Hearing Room, 701 West Georgia Street, Vancouver, British Columbia, on Wednesday,

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February 12, 2003 at 9:30 am if they wish to be heard before the Commission sets a date for the Hearing.

¶ 5 Determinations may be made in this matter if the Respondents, or their counsel, do not appear at the Hearing.

¶ 6 January 14, 2003

¶ 7 Stephen J. Wilson

¶ 8 Executive Director