

2010 BCSECCOM 214

**Icahn Partners LP, Icahn Master Fund LP,
Icahn Partners Master Fund II LP,
Icahn Master Fund Partners III LP, High River Limited Partnership,
Icahn Fund S.àRL and Daazi Holding B.V.
(collectively, the “Icahn Group”)**

and

Lions Gate Entertainment Corp.

Securities Act, RSBC 1996, c. 418

Panel	Brent W. Aitken Kenneth G. Hanna Shelley C. Williams	Vice Chair Commissioner Commissioner
Date of application	March 24, 2010	
Date of hearing	April 26 and 27, 2010	
Date of decision	April 27, 2010	
Appearing		
Mark Gelowitz Allan Coleman Robert Anderson, Q.C.	For the Icahn Group	
Jessica Kimmel Jonathan Lampe Geoff Plant, Q.C. Patricia Taylor	For Lions Gate Entertainment Corp.	
Shawn McColm Leslie Rose Gordon R. Smith	For the Executive Director	

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Decision

- ¶ 1 The Icahn Group has made an offer to acquire all of the common shares of Lions Gate Entertainment Corp. On March 24, 2010 the Icahn group applied for an order cease-trading a shareholder rights plan adopted by the Lions Gate Board of Directors on March 11, 2010.
- ¶ 2 We heard the application yesterday and today.
- ¶ 3 We grant the application. Accordingly, we order, under section 161(1)(b) of the *Securities Act*, RSBC 1996, c. 418, that all persons cease trading any securities issued, or to be issued, under, or in connection with, the Lions Gate shareholder rights plan, including, without limitation, any rights issued under that plan and any common shares of Lions Gate to be issued upon the exercise of those rights.
- ¶ 4 Our reasons will follow.
- ¶ 5 April 27, 2010

For the Commission

Brent W. Aitken
Vice Chair

Kenneth G. Hanna
Commissioner

Shelley C. Williams
Commissioner