



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

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**IN THE MATTER OF
MOAG COPPER GOLD RESOURCES INC.,
GARY BROWN and BRADLEY JONES**

M. Cecilia Williams, Commissioner and Chair of the Panel
Timothy Moseley, Vice-Chair
Mary Anne De Monte-Whelan, Commissioner

File No. 2018-41

December 14, 2020

ORDER

(Subsection 127(1) and Section 127.1 of the
Securities Act, RSO 1990, c S.5)

WHEREAS on July 15, 2020, the Ontario Securities Commission (the **Commission**) held a hearing by videoconference to consider the sanctions and costs that the Commission should impose on MOAG Copper Gold Resources Inc. (**MOAG**), Gary Brown (**Brown**) and Bradley Jones (**Jones**) as a result of the findings in the Commission's Reasons and Decision on the merits, issued on January 15, 2020;

ON READING the materials filed by Staff of the Commission (**Staff**) and Jones, and on hearing the submissions of the representatives for Staff, for Jones and for MOAG, no one participating on behalf of Brown;

IT IS ORDERED THAT:

1. pursuant to paragraph 2 of subsection 127(1) of the *Securities Act*, RSO 1990, c S.5 (the **Act**), trading in any securities of MOAG shall cease permanently;
2. Against Brown:
 - a. pursuant to paragraph 2 of subsection 127(1) of the Act, trading in any securities or derivatives by Brown shall cease permanently;
 - b. pursuant to paragraph 2.1 of subsection 127(1) of the Act, Brown is prohibited permanently from acquiring any securities;
 - c. pursuant to paragraph 3 of subsection 127(1) of the Act, the exemptions contained in Ontario securities law shall not apply to Brown permanently;
 - d. pursuant to paragraphs 7 and 8.1 of subsection 127(1) of the Act, Brown shall immediately resign from any positions he holds as a director or officer of any issuer or registrant;

- e. pursuant to paragraphs 8 and 8.2 of subsection 127(1) of the Act, Brown is prohibited permanently from becoming or acting as a director or officer of any issuer or registrant;
- f. pursuant to paragraph 8.5 of subsection 127(1) of the Act, Brown is permanently prohibited from becoming or acting as a registrant or promoter;
- g. pursuant to paragraph 9 of subsection 127(1) of the Act, Brown shall pay an administrative penalty of C\$200,000, which amount shall be designated for allocation or use by the Commission in accordance with subclause 3.4(2)(b)(i) or (ii) of the Act;
- h. pursuant to paragraph 10 of subsection 127(1) of the Act, Brown shall be required, jointly and severally with Jones, to disgorge to the Commission the sum of US\$610,000, which amount shall be designated for allocation or use by the Commission in accordance with subclause 3.4(2)(b)(i) or (ii) of the Act;
- i. pursuant to section 127.1 of the Act, Brown shall pay costs of C\$30,000 to the Commission; and

3. Against Jones:

- a. pursuant to paragraph 2 of subsection 127(1) of the Act, trading in any securities or derivatives by Jones shall cease permanently;
- b. pursuant to paragraph 2.1 of subsection 127(1) of the Act, Jones is prohibited permanently from acquiring any securities;
- c. pursuant to paragraph 3 of subsection 127(1) of the Act, the exemptions contained in Ontario securities law shall not apply to Jones permanently;
- d. pursuant to paragraphs 7 and 8.1 of subsection 127(1) of the Act, Jones shall immediately resign from any positions he holds as a director or officer of any issuer or registrant;
- e. pursuant to paragraphs 8 and 8.2 of subsection 127(1) of the Act, Jones is prohibited permanently from becoming or acting as a director or officer of any issuer or registrant;
- f. pursuant to paragraph 8.5 of subsection 127(1) of the Act, Jones is permanently prohibited from becoming or acting as a registrant or promoter;
- g. pursuant to paragraph 9 of subsection 127(1) of the Act, Jones shall pay an administrative penalty of C\$400,000, which amount shall be designated for allocation or use by the Commission in accordance with subclause 3.4(2)(b)(i) or (ii) of the Act;
- h. pursuant to paragraph 10 of subsection 127(1) of the Act, Jones shall be required to disgorge to the Commission:
 - i. jointly and severally with Brown, the sum of US\$610,000, and
 - ii. the sum of US\$2,968,187,

which amounts shall be designated for allocation or use by the Commission in accordance with subclause 3.4(2)(b)(i) or (ii) of the Act; and

- i. pursuant to section 127.1 of the Act, Jones shall pay costs of C\$70,000 to the Commission.

"M. Cecilia Williams"

M. Cecilia Williams

"Timothy Moseley"

Timothy Moseley

"Mary Anne De Monte-Whelan"

Mary Anne De Monte-Whelan