



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

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20 Queen Street West
Toronto ON M5H 3S8

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20, rue queen ouest
Toronto ON M5H 3S8

**IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1990, CHAPTER S.5, AS AMENDED (THE "ACT")**

AND

**IN THE MATTER OF
B&A FERTILIZERS LIMITED
TEMPORARY ORDER
(Subsection 127(7))**

WHEREAS B&A Fertilizers Limited (the "Reporting Issuer") is a reporting issuer in Ontario;

AND WHEREAS the Reporting Issuer failed to file the following continuous disclosure materials as required by Ontario securities law (collectively, the "Default"):

- a) audited annual financial statements for the year ended December 31, 2013;
- b) management's discussion and analysis relating to the audited annual financial statements for the year ended December 31, 2013;
- c) certification of the foregoing filings as required by National Instrument 52-109 *Certification of Disclosure in Issuers' Annual and Interim Filings*;

AND WHEREAS on May 7, 2014, the Director issued a Temporary Cease Trade Order (the "TCTO") pursuant to paragraph 2 of subsection 127(1) and subsection 127(5) of the Act that, effective immediately, all trading in the securities of the Reporting Issuer, whether direct or indirect, shall cease for a period of 15 days from the date of the TCTO;

AND WHEREAS on May 7, 2014, the Director issued a Notice of Temporary Order and Hearing (the "NTOH");

AND WHEREAS the NTOH gave written notice that, if the Default continues, a hearing will be held pursuant to section 127 of the Act (the "Hearing") to consider whether an order should be made under paragraph 2 of subsection 127(1) of the Act that all trading in the securities of the Reporting Issuer, whether direct or indirect, cease permanently or for such period as is specified in the order by reason of the continued Default;

AND WHEREAS on May 20, 2014, the Reporting Issuer requested the Hearing be adjourned until June 9, 2014;

AND WHEREAS the Commission considers it to be in the public interest to make this order;

IT IS HEREBY ORDERED that:

1. the Hearing be adjourned until June 9, 2014 at 9:00 a.m.;
2. the TCTO be extended until June 9, 2014 and that effective immediately, all trading in the securities of the Reporting Issuer, whether direct or indirect, shall cease until June 9, 2014.

DATED at Toronto this 21st day of May, 2014.

“James E. A. Turner”

James E. A. Turner