

**IN THE MATTER OF THE *SECURITIES ACT*,  
R.S.O. 1990, c. S.5, as amended**

**- and -**

**IN THE MATTER OF  
PHILIP SERVICES CORP.,  
ALLEN FRACASSI, PHILIP FRACASSI,  
MARVIN BOUGHTON, GRAHAM HOEY,  
ROBERT WAXMAN  
AND JOHN WOODCROFT**

**AMENDED  
NOTICE OF HEARING  
(Sections 127(1) and 127.1)**

**WHEREAS** a Notice of Hearing was issued and Statement of Allegations were delivered on August 30, 2000, pursuant to sections 127(1) and 127.1 of the *Securities Act*, R.S.O. 1990 c.S.5, as amended (the “Act”), in respect of Philip Services Corp., Allen Fracassi, Philip Fracassi, Marvin Boughton, Graham Hoey, Colin Soule, Robert Waxman and John Woodcroft;

**AND WHEREAS** the Statement of Allegations was amended on October 12, 2005;

**AND WHEREAS** by order of the Ontario Securities Commission (the “Commission”) dated November 25, 2005, the Commission approved a proposed Settlement Agreement with Colin Soule;

**TAKE NOTICE** that the Commission will hold a hearing pursuant to sections 127(1) and 127.1 of the Act at the offices of the Commission, on the 17<sup>th</sup> Floor, Large Hearing Room , 20 Queen St. West, Toronto, Ontario commencing on Monday, February 6, 2006 at 10:00 a.m. or as soon thereafter as the hearing can be held:

**TO CONSIDER** whether, pursuant to sections 127(1) and 127.1 of the Act, it is in the public interest for the Commission to make an order that:



**TO: ALLEN FRACASSI**  
c/o Joseph Groia and Robert Brush  
Groia & Company Professional Corporation  
The Sterling Tower  
1000-372 Bay St.  
Toronto, ON M5H 2W9

**TO: PHILIP FRACASSI**  
c/o Joseph Groia and Robert Brush  
Groia & Company Professional Corporation  
The Sterling Tower  
1000-372 Bay St.  
Toronto, ON M5H 2W9

**TO: MARVIN BOUGHTON**  
c/o Joseph Groia and Robert Brush  
Groia & Company Professional Corporation  
The Sterling Tower  
1000-372 Bay St.  
Toronto, ON M5H 2W9

**TO: GRAHAM HOEY**  
c/o Joseph Groia and Robert Brush  
Groia & Company Professional Corporation  
The Sterling Tower  
1000-372 Bay St.  
Toronto, ON M5H 2W9

**TO: ROBERT WAXMAN**  
c/o Alan Lenczner  
Lenczner Slaght Royce Smith Griffin  
130 Adelaide Street West  
Suite 2600  
Toronto, ON M5H 3P5

**TO: JOHN WOODCROFT**  
c/o Joseph Groia and Robert Brush  
Groia & Company Professional Corporation  
The Sterling Tower  
1000-372 Bay St.  
Toronto, ON M5H 2W9