



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

22nd Floor
20 Queen Street West
Toronto ON M5H 3S8

22e étage
20, rue queen ouest
Toronto ON M5H 3S8

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

- and -

**IN THE MATTER OF
GREENSTAR AGRICULTURAL CORPORATION AND LIANYUN GUAN**

**ORDER
(Sections 127 and 127.1 of the *Securities Act*)**

WHEREAS:

1. On March 12, 2015, the Ontario Securities Commission (the “**Commission**”) issued a Notice of Hearing pursuant to sections 127 and 127.1 of the *Securities Act*, R.S.O. 1990, c. S.5, as amended (the “**Act**”), in relation to the Statement of Allegations, dated March 11, 2015, filed by Staff of the Commission with respect to GreenStar Agricultural Corporation (“**GreenStar**”) and Lianyun Guan (“**Guan**” and, together with GreenStar, the “**Respondents**”);
2. Following the hearing on the merits, which was conducted in writing, the Commission issued its Reasons and Decision on September 18, 2015 (the “**Merits Decision**”);
3. The Commission determined that the Respondents had not complied with Ontario securities law and had acted contrary to the public interest, as described in the Merits Decision;
4. The hearing with respect to the sanctions and costs to be imposed in this matter was conducted in writing;
5. On January 28, 2016, the Commission released its Reasons and Decision on Sanctions and Costs in this matter; and
6. The Commission is of the opinion that it is in the public interest to issue this Order.

IT IS HEREBY ORDERED that:

1. Pursuant to paragraph 2 of subsection 127(1) of the Act, trading in any securities of GreenStar shall permanently cease;
2. Pursuant to paragraph 2 of subsection 127(1) of the Act, trading in any securities by GreenStar shall permanently cease;
3. Pursuant to paragraph 2.1 of subsection 127(1) of the Act, the acquisition of any securities by GreenStar is prohibited permanently;
4. Pursuant to paragraph 3 of subsection 127(1) of the Act, any exemptions contained in Ontario securities law do not apply to GreenStar permanently;
5. Pursuant to paragraph 2 of subsection 127(1) of the Act, the trading of any securities by Guan is prohibited permanently;
6. Pursuant to paragraph 2.1 of subsection 127(1) of the Act, the acquisition of any securities by Guan is prohibited permanently;
7. Pursuant to paragraph 3 of subsection 127(1) of the Act, any exemptions contained in Ontario securities law do not apply to Guan permanently;
8. Pursuant to paragraph 7 of subsection 127(1) of the Act, Guan shall resign all positions that he may hold as a director or officer of an issuer;
9. Pursuant to paragraphs 8, 8.2 and 8.4 of subsection 127(1) of the Act, Guan is prohibited permanently from becoming or acting as a director or officer of any issuer, registrant, and investment fund manager;
10. Pursuant to paragraph 8.5 of subsection 127(1) of the Act, Guan is prohibited permanently from becoming or acting as a registrant, as an investment fund manager and as a promoter; and
11. Pursuant to section 127.1 of the Act, Guan shall pay the investigation and hearing costs incurred in this matter in the amount of \$129,845.66.

DATED at Toronto this 28th day of January, 2016.

“Christopher Portner”

Christopher Portner