

IN THE MATTER OF: THE SECURITIES ACT

-and-

**IN THE MATTER OF: JOHN FRIESEN also known as
JOHN "THRASHER" FRIESEN
and FUTRONICS INC.**

AMENDED
NOTICE OF HEARING

TAKE NOTICE that The Manitoba Securities Commission (the "Commission") will hold a public hearing (the "Hearing") at its offices at Room 500-400 St. Mary Avenue, Winnipeg, Manitoba on Wednesday, the 15th day of June, 2011 commencing at 9:30 o'clock in the forenoon or so soon thereafter as the Hearing can be held, and from day to day thereafter until the Hearing is concluded, to consider:

1. whether or not it is in the public interest to order that the cease trade Order No. 3665 dated February 20, 2002 issued pursuant to section 148 of The Securities Act (the "Act") against the Respondent Futronics Inc. ("Futronics") be extended for such period of time as the Commission considers necessary;
2. whether or not it is in the public interest to order that the denial of exemptions Order No. 3665 dated February 20, 2002 issued pursuant to section 19(5) of the Act against the Respondent John Friesen also known as John "Thrasher" Friesen ("Friesen") be extended for such period of time as the Commission considers necessary;
3. whether or not it is in the public interest to order, pursuant to section 148 of the Act, that Friesen be cease traded;
4. whether or not, pursuant to section 148.2 of the Act, that Futronics be ordered to pay compensation for financial loss;
5. whether or not it is in the public interest to order that the respondents or either of them pay the costs of and incidental to the hearing;

6. such further and other matters and the making of such further and other orders as the Commission may deem appropriate.

BY REASON OF THE FOLLOWING ALLEGATIONS:

1. The Commission issued Order No. 3665 dated February 20, 2002 pursuant to sections 148 and 19(5) of the Act (the "Order") ordering that securities of Futronics be cease traded forthwith and that Friesen be denied the exemptions under the Act forthwith;
2. The Order was issued without notice to either of the Respondents on the basis that the holding of a hearing would cause a delay which would be prejudicial to the public interest;
3. The Order unless extended by further order of the Commission will expire on March 7th, 2002;
4. Commission staff are in the process of continuing to gather further evidence related to this matter, which evidence cannot be obtained by March 7th, 2002;
5. As a result of an appearance before the Commission on June 25, 2003, Order No. 4197 was issued on June 27, 2003, extending a cease trade order against Futronics and a denial of exemptions order against Friesen for an indefinite period and adjourning the hearing to a date to be determined;
6. On June 27, 2003, charges were laid against Futronics and Friesen in the Provincial Court of Manitoba ("Court") for offences under the Act.
7. On April 17th, 2007, Futronics plead guilty to 36 offences under the Act, being 18 offences of trading without registration and 18 offences of trading without prospectus;
8. On April 17, 2007, Friesen plead guilty to three offences under the Act, one each of trading without registration, trading without prospectus, and authorizing, permitting, or acquiescing in the offences of Futronics as a director or officer;
9. On October 27, 2010, Futronics and Friesen were sentenced. The Court proceedings have been concluded;

10. The offences to which Futronics and Friesen plead guilty included offences involving an investor in respect of which the Director, Legal and Enforcement of the Commission ("Director") has received an application for a claim for compensation for financial loss;
11. Pursuant to the order of June 27, 2003, the hearing before the Commission has remained adjourned to a date to be determined;
12. Staff of the Commission now seek to proceed with the hearing matter before the Commission;
13. The Director requests the Commission order financial loss compensation against Futronics in an amount as may be determined at or prior to hearing.

AND FURTHER TAKE NOTICE that a person or company attending or submitting evidence at the Hearing may be represented by counsel of its choice.

AND FURTHER TAKE NOTICE that any party to the proceedings may, at the Hearing, call witnesses and submit such evidence relevant to the Hearing as it may wish and, for that purpose, it may obtain from the Director of the Commission at Room 500 - 400 St. Mary, Winnipeg, Manitoba, a form or forms of summons to compel the attendance of witnesses.

AND FURTHER TAKE NOTICE that upon failure of any party to attend at the time and place aforesaid, the Hearing may proceed in that party's absence and the Commission may make or give any decision or order as though that party were present.

DATED at Winnipeg, Manitoba this 2nd day of May, 2011.


Director, Legal and Enforcement

**TO: JOHN FRIESEN also known as
JOHN "THRASHER" FRIESEN**

AND TO: FUTRONICS INC.