

IN THE MATTER OF
The Securities Act, 1988, S.S. 1988, c. S-42.2

AND

BELLRINGER RESOURCES LTD.

TEMPORARY ORDER

Subsection 134(1)

WHEREAS it has been represented to the Saskatchewan Securities Commission (the "Commission") by the staff of the Commission that:

1. Bellringer Resources Ltd. ("Bellringer") has engaged in the trading (the "Trades") of securities in the Province of Saskatchewan within the meaning of *The Securities Act, 1988, S.S. 1988, c. S-42.2* (the "Act");
2. Bellringer is a corporation incorporated pursuant to the laws of the Province of Alberta on January 5, 1988 and is not a reporting issuer within the meaning of the Act;
3. Bellringer is a reporting issuer in the Province of Alberta;
4. Bellringer offered 2,200,000 8% Series 1 Cumulative Convertible Redeemable Preferred shares at \$1.00 per share pursuant to clause 81(1)(s) of the Act and an Order ("the March, 1993 Order") issued by the Commission on March 24, 1993;
5. On March 22, 1994, the Commission issued an Order pursuant to Section 160 of the Act which extended the offering period to May 31, 1994. As a condition of extending the offering period, an amended offering memorandum and a notice of rights of rescission were to be approved by the Commission and distributed to the appropriate parties. Amendments to the offering memorandum were provided to the Commission but changes were requested and a final amended offering memorandum reflecting the requested changes was never received by the Commission from Bellringer. In addition, the Commission did not receive for approval, in a form satisfactory to the staff of the Commission, the notice of the rights of rescission from Bellringer.

6. Bellringer has not filed "Form 20" reports for the distribution as required by subsection 81(4) of the Act;
7. Bellringer has not filed completed Form LP52-B, Declaration by Investors Under the Qualified Investor Exemption or Form LP52-C, Certificate of Adviser Under the Qualified Investor Exemption as required by clause 81(1)(s) of the Act;
8. Repeated requests to Bellringer by staff of the Commission to make the necessary filings has failed to produce any results;

AND WHEREAS the Commission is of the opinion that it is in the public interest to make this Order;

AND WHEREAS the Commission is of the opinion that the length of time required for a hearing could be prejudicial to the public interest;

THE COMMISSION HEREBY ORDERS pursuant to subsection 134(1) of the Act that Bellringer cease trading in securities forthwith up to and including the 11th day of September, 1996.

AND TAKE NOTICE THAT:

1. This Order may be extended for such period as the Commission considers necessary where satisfactory information has not been provided to the Commission on or before the 11th day of September, 1996;
2. The Commission will, at the request of any person or company named in this Order, grant a hearing before the Commission with respect to the within matter, such hearing to be held at such time and place as the Commission shall determine;
3. The purpose of such hearing will be to consider whether it is in the public interest that a permanent cease trade order pursuant to subsection 134(1) of the Act be made with respect to Bellringer by reason of the breaches of the act herein before described and by reason of failing to provide the Commission with satisfactory information on or before the date of the hearing or any extension thereof by the Commission;

4. Any party to these proceedings may be represented by counsel of their choice at any such hearing before the Commission; and
5. Upon failure of any party to attend any such hearing at the time and place set therefore, the hearing may proceed in the absence of such party and such party is not entitled to any further notice of the proceeding therein.

DATED at the City of Regina in the Province of Saskatchewan, this 27th day of August, 1996.

"Marcel de la Gorgendiere"

Marcel de la Gorgendiere, Q.C.
Chairman