

**IN THE MATTER OF  
*THE SECURITIES ACT, 1988, S.S. 1988, c. S-42.2***

**AND  
IN THE MATTER OF  
  
THRESHOLD CAPITAL CORPORATION  
DAVID HENGSTLER**

**TEMPORARY ORDER  
(Section 134)**

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

1. Threshold Capital Corporation ("Threshold") and David Hengstler ("Hengstler") have engaged in the trading (the "Trades") of securities of Integridrive Incorporated ("Integridrive") in the province of Saskatchewan within the meaning of *The Securities Act, 1988, S.S. 1988, c. S-42.2* (the "Act");
2. Hengstler is an officer and director of Threshold;
3. The registration requirements of section 27 of the Act have not been met with respect to the Trades;
4. An offering memorandum has been utilized but no such offering memorandum has been filed by the issuer with the Commission as required by subsection 81(3) of the Act; and
5. No rulings or orders have been issued by the Commission in respect of the Trades;

**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 would be prejudicial to the public interest;

**THE COMMISSION HEREBY ORDERS**

1. Pursuant to clause 134(1)(d) of the Act, that trading in all securities of or by Threshold and Hengstler cease forthwith up to and including the July 3, 1996; and
2. Pursuant to subsection 134(1)(a) of the Act, that the exemptions contained in sections 38, 39, 39.1, 81, 82 and 102 of the Act and the exemptions contained in *The Securities Regulations*, R.R.S., c. S-42.2 Reg 1, which provide for exemptions from the requirements of sections 27, 58, 71 or 104 to 109 of the Act, shall not apply forthwith up to and including the July 3, 1996, with respect to any trade in securities of or by Threshold and Hengstler;

**AND TAKE NOTICE THAT:**

1. This Order may be extended for such period as the Commission considers necessary where sufficient information is not provided to the Commission or before the July 3, 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 clause 134(1)(d) of the Act and a permanent prohibition of statutory exemptions pursuant to clause 134(1)(a) of the Act be made with respect to Threshold and Hengstler 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 proceedings therein.

Dated at the City of Regina, in the Province of Saskatchewan, this 18th day of June, 1996.

*"Rand Flynn"*

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Rand Flynn

Commission Member

Saskatchewan Securities Commission

