



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

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**FILE NO.: 2019-23**

**IN THE MATTER OF  
COINLAUNCH CORP.**

D. Grant Vingoe, Vice-Chair and Chair of the Panel  
M. Cecilia Williams, Commissioner  
Raymond Kindiak, Commissioner

July 24, 2019

**ORDER**

(Sections 127 and 127.1 of the *Securities Act*, RSO 1990, c S.5)

WHEREAS on July 24, 2019, the Ontario Securities Commission held a hearing at the offices of the Commission, located at 20 Queen Street West, 17th Floor, Toronto, Ontario, to consider the Application made jointly by CoinLaunch Corp. (**CoinLaunch**) and Staff of the Commission (**Staff**) for approval of a settlement agreement dated July 19, 2019 (the **Settlement Agreement**);

ON READING the Joint Application for a Settlement Hearing, including the Statement of Allegations dated July 22, 2019, and the Settlement Agreement, and on hearing the submissions of the representatives for CoinLaunch and Staff, and considering the undertaking of Reuven Cohen attached as Annex I to this Order and the Consent of the parties to an Order in substantially this form;

IT IS ORDERED THAT:

1. the Settlement Agreement is approved;
2. CoinLaunch is prohibited from trading in any securities or derivatives for 5 years, pursuant to paragraph 2 of s. 127(1) of the *Securities Act*, RSO 1990, c S.5 (the **Act**);
3. CoinLaunch is prohibited from acquiring any securities for 5 years, pursuant to paragraph 2.1 of s. 127(1) of the Act;
4. CoinLaunch pay an administrative penalty in the amount of \$30,000, pursuant to paragraph 9 of subsection 127(1) of the Act, which amount is designated for allocation or use by the Commission in accordance with s. 3.4(2)(b) of the Act;
5. CoinLaunch disgorge to the Commission the amount of \$12,233.06, pursuant to paragraph 10 of subsection 127(1) of the Act, which amount is designated for allocation or use by the Commission in accordance with s. 3.4(2)(b) of the Act; and

6. CoinLaunch pay costs in the amount of \$10,000, pursuant to s. 127.1 of the Act.

<i>"M. Cecilia Williams"</i>	<i>"D. Grant Vingoe"</i>	<i>"Raymond Kindiak"</i>
_____	_____	_____
M. Cecilia Williams	D. Grant Vingoe	Raymond Kindiak

**ANNEX I**

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**IN THE MATTER OF  
COINLAUNCH CORP.**

**UNDERTAKING TO THE ONTARIO SECURITIES COMMISSION**

1. This undertaking is given in connection with the settlement agreement dated **[date]** (the "**Settlement Agreement**") between CoinLaunch Corp. ("**CoinLaunch**") and Staff ("**Staff**") of the Ontario Securities Commission ("the **Commission**"). All terms shall have the same meanings in this undertaking as in the Settlement Agreement.

2. Reuven Cohen undertakes to the Commission to:

- (a) not become or act as a director or officer of any company which engages in or holds itself out as engaging in the business of trading in securities without applicable registration under Ontario securities law or an exemption from such registration requirement; and
- (b) ensure that all references to the private keys in respect of all BCZERO and ECOREAL tokens received by CoinLaunch as compensation are deleted and thereby rendered inaccessible such that those tokens may not be accessed or transferred in the future.

DATED at Las Vegas this 18 day of July, 2019.

*"Brenda Cohen"*

Witness: Brenda Cohen

*"Reuven Cohen"*

**REUVEN COHEN**