



Ontario
Securities
Commission
3S8

Commission des
valeurs mobilières
de l'Ontario

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FILE NO.: 2018-40

**IN THE MATTER OF
NATURAL BEE WORKS APIARIES INC., RINALDO LANDUCCI and
TAWLIA CHICKALO**

D. Grant Vingoe, Vice-Chair and Chair of the Panel

September 25, 2019

ORDER

(Subsection 127(1) and Section 127.1 of the
Securities Act, RSO 1990, c S.5)

WHEREAS on August 6, 2019, the Ontario Securities Commission (the **Commission**) held a hearing at 20 Queen Street West, 17th Floor, Toronto, Ontario, to consider the sanctions and costs that the Commission should impose on Rinaldo Landucci (**Mr. Landucci**), Tawlia Chickalo (**Ms. Chickalo**) and Natural Bee Works Apiaries Inc. (**NBW**) (collectively, the **Respondents**) as a result of the findings in the Commission's Reasons and Decision on the merits, issued on July 3, 2019;

ON READING the materials of Staff of the Commission (**Staff**) and the Respondents, and on hearing the submissions of Staff appearing in person, Ms. Chickalo appearing on her own behalf by video conference, and Mr. Landucci, appearing on his own behalf and on behalf of NBW by video conference;

IT IS ORDERED THAT:

1. pursuant to paragraph 2 of s. 127(1) of the Act, trading in any securities or derivatives by Mr. Landucci and Ms. Chickalo shall cease permanently, with the exception that they may each trade securities or derivatives:
 - (a) in a registered retirement savings plan, registered retirement income fund, and/or tax-free savings account (as defined in the *Income Tax Act* (Canada)) at a registered dealer in each their own name of which he or she has the sole beneficial interest;
 - (b) in respect of holdings in each such account described in paragraph 1(a), he or she does not own legally or beneficially more than five percent of the outstanding securities of the class or series of the class in question; and
 - (c) that he or she carries out exclusively through a registered dealer (which dealer must be given a copy of this Order) and through accounts opened in his or her name only;
2. pursuant to paragraph 2 of s. 127(1) of the Act, trading in any securities or

derivatives by NBW shall cease permanently;

3. pursuant to paragraph 2.1 of s. 127(1) of the Act, the acquisition of any securities by Mr. Landucci and Ms. Chickalo shall cease permanently, with the exception that they may each acquire securities:
 - (a) in a registered retirement savings plan, registered retirement income fund, and/or tax-free savings account (as defined in the *Income Tax Act* (Canada)) at a registered dealer in each their own name of which he or she has the sole beneficial interest;
 - (b) in respect of holdings in each such account described in paragraph 3(a), he or she does not own legally or beneficially more than five percent of the outstanding securities of the class or series of the class in question; and
 - (c) that he or she carries out exclusively through a registered dealer (which dealer must be given a copy of this Order) and through accounts opened in his or her name only;
4. pursuant to paragraph 2.1 of s. 127(1) of the Act, the acquisition of any securities by NBW shall cease permanently;
5. pursuant to paragraph 3 of s. 127(1) of the Act, any exemptions contained in Ontario securities law do not apply to Mr. Landucci, Ms. Chickalo and NBW permanently;
6. pursuant to paragraph 6 of s. 127(1) of the Act, Mr. Landucci and Ms. Chickalo are reprimanded;
7. pursuant to paragraphs 7 and 8.1 of s. 127(1) of the Act, Mr. Landucci and Ms. Chickalo resign any positions that they hold as directors or officers of an issuer or registrant;
8. pursuant to paragraphs 8 and 8.2 of s. 127(1) of the Act, Mr. Landucci and Ms. Chickalo are prohibited permanently from becoming or acting as directors or officers of any issuer or registrant;
9. pursuant to paragraph 8.5 of s. 127(1) of the Act, Mr. Landucci, Ms. Chickalo and NBW are prohibited permanently from becoming or acting as a registrant or as a promoter;
10. pursuant to paragraph 9 of s. 127(1) of the Act, the Respondents shall pay an administrative penalty of \$650,000 to the Commission, as follows:
 - (a) Mr. Landucci and NBW, jointly and severally, shall pay an administrative penalty of \$500,000; and
 - (b) Ms. Chickalo shall pay an administrative penalty of \$150,000;
11. pursuant to paragraph 10 of s. 127(1) of the Act, the Respondents shall disgorge \$267,203 to the Commission, as follows:
 - (a) Mr. Landucci and NBW, jointly and severally, shall disgorge to the Commission \$234,922; and
 - (b) Ms. Chickalo shall disgorge to the Commission \$32,281;
12. each of the payments in paragraphs 10 and 11 is designated for allocation or use by the Commission in accordance with s. 3.4(2)(b) of the Act; and
13. pursuant to s. 127.1 of the Act, the Respondents shall pay costs of \$267,806.59 to the Commission as follows:
 - (a) Mr. Landucci and NBW, jointly and severally, shall pay \$187,464.61 for the

costs of the investigation and hearing; and

(b) Ms. Chickalo shall pay \$80,341.98 for the costs of the investigation and hearing.

"D. Grant Vingo"

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