

IN THE MATTER OF

The Securities Act, 1988, SS 1988-89, c S-42.2

AND

IN THE MATTER OF

HTC Pureenergy Inc. (the Reporting Issuer)

AND

IN THE MATTER OF

Lionel Kambeitz AND Jacelyn Case (the Respondents)

MANAGEMENT CEASE TRADE ORDER
(Subsection 134.1(1))

WHEREAS the Reporting Issuer has filed an application (the Application) under National Policy 12-203 – *Cease Trade Orders for Continuous Disclosure Defaults* (NP 12-203) for a management cease trade order (MCTO) under subsection 134.1 of *The Securities Act, 1988, SS 1988-89, c S-42.2* (the Act).

AND WHEREAS the Reporting Issuer is a reporting issuer under the Act.

AND WHEREAS the Respondents are, or were, at some time since the end of the period covered by the last financial statements filed by the Reporting Issuer in accordance with Saskatchewan Securities laws, directors, officers, or insiders of the Reporting Issuer, and during that time had, or may have had, access to material information with respect to the Reporting Issuer that has not been generally disclosed.

AND WHEREAS the Reporting Issuer failed to file the following continuous disclosure materials as required by Saskatchewan securities laws (the Default).

1. audited annual financial statements for the year ended December 31, 2021, as required by Part 4 of National Instrument 51-102 Continuous Disclosure Obligations (NI 51-102);

2. a Form 51-102F1 *Management's Discussion and Analysis* relating to the audited annual financial statements for the year ended December 31, 2021, as required by Part 5 of NI 51-102; and
 3. the certificates of the Chief Executive Officer and the Chief Financial Officer of the Reporting Issuer, as required pursuant to Part 3 of National Instrument 52-109 Certification of Disclosure in Issuer's Annual and Interim Filings
- (collectively, the Required Records).

AND WHEREAS the Default continues as of the date of this order.

AND WHEREAS the Reporting Issuer is unable to file the Required Records until such time as the TSX Venture Exchange (the TSXV), the stock exchange on which the Reporting Issuer's common shares are trading, approves a disposition of certain assets for which TSXV approval is required and is still outstanding.

AND WHEREAS the Reporting Issuer expects to file the Required Records upon receiving the necessary approval from the TSXV, or upon delisting its common shares from the TSXV and relisting on the Canadian Securities Exchange, if sooner.

AND WHEREAS the Reporting Issuer anticipates filing the Required Records within 30-45 days from the date this Order is signed, and in any event no later than 90 days following the date on which the Required Records ought to be filed.

AND WHEREAS the Reporting Issuer has confirmed that it has implemented a blackout period during which none of its directors, officers or employees may trade in the Reporting Issuer's securities, which blackout period shall expire only once the Required Records have been filed.

AND WHEREAS the Respondents have consented to the Director making this order.

AND WHEREAS the Director is of the opinion that it is in the public interest to make this order.

NOW THEREFORE IT IS ORDERED under paragraph 134.1(2)(b) of the Act, that, effective immediately, all trading in the securities of the Reporting Issuer, whether direct or indirect, by the Respondents shall cease until the Reporting Issuer files the Required Records or further order of the Director.

DATED at the City of Regina, in the Province of Saskatchewan, on May 19, 2022.



Dean Murrison
Executive Director, Securities Division
Financial and Consumer Affairs Authority
of Saskatchewan