

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

AND

PETER JAMES WILKINS

**AGREEMENT AND UNDERTAKING**

The following Agreement and Undertaking has been reached between Peter James Wilkins ("Wilkins") and the Director of the Saskatchewan Securities Commission (the "Director");

Facts

As a basis for a three year cessation in all trading of securities and commodity futures contracts and removal of exemptions pursuant to *The Securities Act, 1988*, S.S. 1988, c. S-42.2 (the "Act") as provided in the form of an Order of the Commission in substantially the form set out in Schedule "A" (the "Order"), Wilkins acknowledges and agrees as follows that:

1. Between August 1994 and September 1994, Wilkins traded in securities of Canra Processors Inc. ("Canra") in Saskatchewan *not* knowing that he was not registered pursuant to the Act and knowing that the securities were not being offered pursuant to a prospectus for which a receipt had been received from the Saskatchewan Securities Commission ("Commission");
2. On August 17, 1994, Wilkins did trade in the securities of Canra with the individual named in Appendix "1";
3. On September 3, 1994, Wilkins did trade in the securities of Canra with the individual named in Appendix "1";
4. A total of \$60,000 was received by Wilkins from the individual named in Appendix "1";

5. Wilkins traded in the securities of Canra in purported reliance upon an exemption from the registration and prospectus requirement of the Act which exemption was not in fact available to him in the circumstances of such trades;
6. During the relevant time periods, Wilkins was not registered pursuant to section 27 of the Act to trade in securities or act as an adviser, nor had Canra filed a prospectus or received a receipt for a prospectus with respect to its securities as required pursuant to section 58 of the Act; and
7. By the activities described in the preceding paragraphs Wilkins breached the provisions of sections 27 and 58 of the Act.

#### Wilkins' Undertakings

Wilkins hereby undertakes, agrees and consents, effective the date of the execution of the Agreement and Undertaking as follows:

1. To cease trading for a period of three years from the issuance of the Order, in any and all securities and commodity futures contracts in the Province of Saskatchewan or with any resident of the Province of Saskatchewan by any means including, through any company, limited partnership, association, joint venture or other entity of which Wilkins is or may be a director, officer, promoter or control person as defined by the Act;
2. That the exemptions contained in the following provisions of the Act do not apply to Wilkins for a period of three years:
  - (a) Sections 38, 39, 81, 82 and 102 of the Act;
  - (b) The Regulations providing for exemptions from Sections 27, 58 and 71 of the Act; and
  - (c) Any decision providing for exemptions from Sections 27, 58, 71 or 104 to 109 of the Act; and
3. To the issuance of the Order, to the Agreement and Undertaking, and to hereby waive any right to a hearing and/or appeal with respect to this matter.

Director's Agreement

The Director hereby agrees and confirms, effective the date of the execution of the Agreement and Undertaking as follows:

1. The Agreement and Undertaking and the Order are the only sanctions to be imposed upon Wilkins pursuant to the Act with respect to the matters referred to in the Agreement and Undertaking, provided however, that nothing herein shall prohibit the Director from considering and dealing with any new matter or complaint brought to the Director's attention in respect of Wilkins; and
2. The Director and the other staff of the Commission are not aware of any matter or complaint in respect of Wilkins other than those referred to in the Agreement and Undertaking.

IN WITNESS WHEREOF Wilkins and the Director have executed the Agreement and Undertaking on this        day of October, 1995

SIGNED, SEALED                    )  
AND DELIVERED                    )  
in the presence of:                )  
    )  
"D. Hrytzak"                            )

"Peter James Wilkins"  
Peter James Wilkins

Dated November 30, 1995

SIGNED, SEALED                    )  
AND DELIVERED                    )  
in the presence of:                )  
    )  
"Gladys Savage"                        )

"Barbara L. Shourounis"  
Barbara L. Shourounis, Director

**APPENDIX 1**

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

AND

PETER JAMES WILKINS

Investor in Canra Processors Inc:

Tornyi, Erika, of Ste. Marthe Sue Le Lac, Quebec