

**In the Matter of
*The Securities Act, 1988***

and

**In the Matter of
Relative Resources Ltd.,
Dwight Campbell, and
Sean Kirkpatrick**

Order

(Pursuant to Sections 134, 135.1 and 135.3 of *The Securities Act, 1988* (the Act))

WHEREAS Sean Kirkpatrick (Kirkpatrick), Dwight Campbell (Campbell) and the Director of the Securities Division (the Director) of Financial and Consumer Affairs Authority of Saskatchewan (the Authority) have entered into a settlement agreement dated May 15, 2015 (the Settlement Agreement), the original of which is attached hereto as Appendix "A";

AND WHEREAS an application has been received by the Authority from staff of the Authority for an order that:

1. Pursuant to clause 134(1)(a) of the Act, all of the exemptions in Saskatchewan securities laws do not apply to Kirkpatrick and Campbell for a period of two years from the date hereof;
2. Pursuant to clause 134(1)(d) of the Act, Kirkpatrick and Campbell shall cease trading in any securities or exchange contracts in Saskatchewan, except that each of Kirkpatrick and Campbell are permitted to trade in or purchase securities through a registrant (who has first been given a copy of this Order) in one personal account, one tax-free savings account, any registered retirement savings plans, any registered education savings plans, and any locked in retirement accounts, for the benefit of one or more of himself, his spouse and his dependent children;
3. Pursuant to clause 134(1)(d.1) of the Act, Kirkpatrick and Campbell shall cease acquiring securities for and on behalf of residents of Saskatchewan for a period of two years from the date hereof;
4. Pursuant to clauses 134(1)(h)(i) and 134(1)(h)(ii) of the Act, Kirkpatrick shall resign any position that he holds as director or officer of any issuer, registrant or

investment fund manager and is prohibited, for a period of two years from the date hereof, from becoming or acting as a director or officer of any issuer, registrant or investment fund manager;

5. Pursuant to clauses 134(1)(h)(i) and 134(1)(h)(ii) of the Act, Campbell shall resign any position that he holds as director or officer of any issuer, registrant or investment fund manager and is prohibited, for a period of two years from the date hereof, from becoming or acting as a director or officer of any issuer, except that this Order does not preclude him from acting as a director or officer (or both) of any issuer that is wholly owned by Campbell or his immediate family;
6. Pursuant to clause 134(1)(h)(iii) of the Act, Kirkpatrick and Campbell shall not be employed by any issuer, registrant or investment fund manager in any capacity that would allow them to trade or advise in securities for a period of two years from the date hereof;
7. Pursuant to clause 134(1)(h.1) of the Act, Kirkpatrick and Campbell are prohibited from becoming or acting as a registrant, an investment fund manager or a promoter for a period of two years from the date hereof; and
8. Pursuant to section 135.1 of the Act, each of Kirkpatrick and Campbell shall pay an administrative penalty to the Authority, in the amount of \$15,000.00.

AND WHEREAS, pursuant to section 135.3 of the Act, proceedings may be disposed by an agreement approved by the Authority, without the necessity of a hearing;

AND WHEREAS the Authority has approved the Settlement Agreement;

AND WHEREAS Kirkpatrick and Campbell have waived their rights to a hearing in this matter as well as their rights to any appeal with respect to this matter, and have consented to the issuance of this Order;

AND WHEREAS the Authority is of the opinion that it is in the public interest to make this Order;

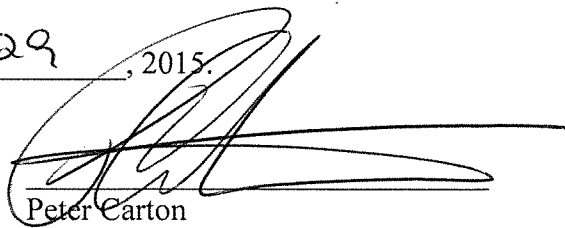
NOW THEREFORE IT IS HEREBY ORDERED THAT:

1. Pursuant to clause 134(1)(a) of the Act, all of the exemptions in Saskatchewan securities laws do not apply to Kirkpatrick and Campbell for a period of two years from the date hereof;
2. Pursuant to clause 134(1)(d) of the Act, Kirkpatrick and Campbell shall cease trading in any securities or exchange contracts in Saskatchewan, except that each of Kirkpatrick and Campbell are permitted to trade in or purchase securities through a registrant (who has first been given a copy of this Order) in one personal account, one tax-free savings account, any registered retirement savings plans, any registered education savings plans, and any locked in retirement accounts, for the benefit of one or more of himself, his spouse and his dependent

children;

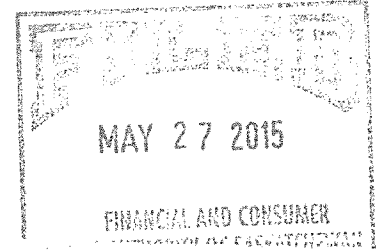
3. Pursuant to clause 134(1)(d.1) of the Act, Kirkpatrick and Campbell shall cease acquiring securities for and on behalf of residents of Saskatchewan for a period of two years from the date hereof;
4. Pursuant to clauses 134(1)(h)(i) and 134(1)(h)(ii) of the Act, Kirkpatrick shall resign any position that he holds as director or officer of any issuer, registrant or investment fund manager and is prohibited, for a period of two years from the date hereof, from becoming or acting as a director or officer of any issuer, registrant or investment fund manager;
5. Pursuant to clauses 134(1)(h)(i) and 134(1)(h)(ii) of the Act, Campbell shall resign any position that he holds as director or officer of any issuer, registrant or investment fund manager and is prohibited, for a period of two years from the date hereof, from becoming or acting as a director or officer of any issuer, except that this Order does not preclude him from acting as a director or officer (or both) of any issuer that is wholly owned by Campbell or his immediate family;
6. Pursuant to clause 134(1)(h)(iii) of the Act, Kirkpatrick and Campbell shall not be employed by any issuer, registrant or investment fund manager in any capacity that would allow them to trade or advise in securities for a period of two years from the date hereof;
7. Pursuant to clause 134(1)(h.1) of the Act, Kirkpatrick and Campbell are prohibited from becoming or acting as a registrant, an investment fund manager or a promoter for a period of two years from the date hereof; and
8. Pursuant to section 135.1 of the Act, each of Kirkpatrick and Campbell shall pay an administrative penalty to the Authority, in the amount of \$15,000.00.

DATED at Regina, Saskatchewan on May 29, 2015.



Peter Carton

Chairperson of the Hearing Panel
Financial and Consumer Affairs Authority
of Saskatchewan



**In the Matter of
*The Securities Act, 1988***

and

**In the Matter of
Relative Resources Ltd.,
Dwight Campbell, and
Sean Kirkpatrick**

SETTLEMENT AGREEMENT

WHEREAS the Director of the Securities Division (the Director) of Financial and Consumer Affairs Authority of Saskatchewan (the Authority) issued a Statement of Allegations of Staff of the Authority, dated May 1, 2014 (the Statement of Allegations), with the Authority, in which it was alleged that Sean Kirkpatrick (Kirkpatrick), Dwight Campbell (Campbell) and another engaged in specified activities that were contrary to the public interest and in contravention of *The Securities Act, 1988* (the Act);

AND WHEREAS Kirkpatrick, Campbell and the Director desire to dispose of the allegations against Kirkpatrick and Campbell, as contained in the Statement of Allegations, by way of agreement, as permitted by section 135.3 of the Act;

AND WHEREAS Kirkpatrick, Campbell and the Director acknowledge that this Settlement Agreement is subject to the approval of the Authority and, if approved by the Authority, will be published on the Authority's website;

NOW THEREFORE, in consideration of the mutual promises and covenants set forth herein, Kirkpatrick, Campbell and the Director hereby agree as follows:

1. The following facts are hereby admitted by Kirkpatrick and Campbell:
 - a) Kirkpatrick is an individual, resident in [REDACTED]
 - b) Campbell is an individual, resident in [REDACTED]
 - c) At all material times, Kirkpatrick and Campbell were officers and directors of, and acted as agents for, Relative Resources Ltd. (RRL), a business corporation incorporated pursuant to the laws of the Province of Manitoba,

First Investors

- d) From in or around August 2008 to in or around September 2009, Kirkpatrick and Campbell traded in securities in Saskatchewan, the details of which include, but are not limited to, the following:
 - i. From in or around August 2008 to in or around September 2009, with Campbell's knowledge and consent, Kirkpatrick caused RRL to enter into Joint Venture Agreements (the First Agreements) with approximately 6 persons or companies resident in Saskatchewan (collectively, the First Investors). In exchange for certain working interests in various specified lands, the First Investors paid RRL a total sum of \$575,000,
- e) On or about March 30, 2011, RRL filed a Form 45-106F1 *Report of Exempt Distribution* (RRL's Filing). With Campbell's knowledge and consent, Kirkpatrick certified, on RRL's behalf, that the statements made in RRL's Filing were true,
- f) RRL's Filing stated that the above-mentioned trades engaged in with the First Investors were exempt from the registration and prospectus requirements under the Act, pursuant exemptions contained in National Instrument 45-106 *Prospectus and Registration Exemptions* (NI 45-106),
- g) Notwithstanding the fact that each of the First Investors signed certificates representing they met the requirements of the exemptions claimed in RRL's Filing, none of the First Investors met the requirements of the exemptions claimed in RRL's Filing,
- h) No other exemptions from the registration or prospectus requirements in relation to the trades with the First Investors were claimed in RRL's Filing, and no other report pursuant to section 6.1 of NI 45-106 claiming any exemption for the trades with the First Investors was filed by any of the Respondents,
- i) The First Agreements were securities that had not previously been issued, and as such, when Kirkpatrick and Campbell traded in these securities with the First Investors, they made distributions,
- j) No preliminary prospectus relating to the distributions of the First Agreements was filed, and no receipts were issued for the same. No prospectus relating to the distributions of the First Agreements was filed and no receipts were issued for the same. Therefore, Kirkpatrick and Campbell contravened subsection 58(1) of the Act,
- k) Neither Kirkpatrick nor Campbell has ever been registered as a "dealer", pursuant to the Act. As such, when Kirkpatrick and Campbell traded in securities in Saskatchewan with the First Investors, as set out in clause (c), above, they did so while not registered to do so, contrary to clause 27(1)(a) of the Act, as was applicable at the relevant time,

Later Investors

- l) From in or around 2010 to in or around 2012, Kirkpatrick and Campbell traded in securities in Saskatchewan, the details of which include, but are not limited to, the following:
 - i. From in or around 2010 to in or around 2012, with Campbell's knowledge and consent, Kirkpatrick caused RRL to enter into Joint Venture Agreements (the Later Agreements) with approximately fifteen persons or companies (three of whom were also in the First Investors group [Namely, Investor 1, Investor 2 and Investor 3], and twelve of whom, [including Investor 10, Investor 11, Investor 13, Investor 17 and Investor 18] were not included in the First Investors group) (collectively, the Later Investors). In exchange for certain working interests in various specified lands, the Later Investors paid RRL a total sum of \$762,500;
- m) RRL's Filing stated that the above-mentioned trades engaged in with Investor 1, Investor 10 and Investor 11 were exempt from the prospectus requirement under the Act, pursuant to the accredited investor exemption contained in section 2.3 of NI 45-106,
- n) Notwithstanding the fact that each of Investor 1, Investor 10 and Investor 11 signed certificates representing they met the requirements of the exemptions claimed in RRL's Filing, none of Investor 1, Investor 10 or Investor 11 met the requirements of the exemptions claimed in RRL's Filing,
- o) RRL's Filing admitted that there was no exemption available for the trade engaged in with Investor 13. RRL later returned Investor 13's funds,
- p) The trades engaged in with Investor 2, Investor 3, Investor 17 and Investor 18, referred to above, are not included in RRL's Filing,
- q) No other exemptions from the prospectus requirement in relation to the trades with Investor 1, Investor 10, Investor 11, Investor 13, Investor 17 or Investor 18 were claimed in RRL's Filing, and no other report pursuant to section 6.1 of NI 45-106 claiming any exemption for the trades with these investors was filed by any of the Respondents,
- r) The Later Agreements were securities that had not previously been issued, and as such, when Kirkpatrick and Campbell traded in these securities with the Later Investors, they made distributions,
- s) No preliminary prospectus relating to the distributions of the Later Agreements was filed, and no receipts were issued for the same. No prospectus relating to the distributions of the Later Agreements was filed and no receipts were issued for the same. Therefore, Kirkpatrick and Campbell contravened subsection 58(1) of the Act,

Untrue Statements

- t) In certifying the statements in RRL's Filing as true on behalf of RRL, Kirkpatrick provided information in a record required to be filed pursuant to the Act or the regulations that, in a material respect and at the time and in light of the circumstances, were false and misleading, contrary to clause 55.13(1)(c) of the Act, and
 - u) In consenting to the filing of RRL's Filing and the certification of its truth by Kirkpatrick, Campbell provided information in a record required to be filed pursuant to the Act or the regulations that, in a material respect and at the time and in light of the circumstances, were false and misleading, contrary to clause 55.13(1)(c) of the Act.
2. Kirkpatrick and Campbell represent to the Director that:
- a) The breaches of the Act by each were not intentional. Kirkpatrick and Campbell relied on the representations made by investors as to the applicability of the exemptions available. Kirkpatrick and Campbell admit that given the circumstances under which the representations were received, they ought not to have relied on those representations without further explanation to the investors as to the meaning and applicability of the exemptions, or some due diligence as to the actual applicability of the exemptions; and
 - b) Kirkpatrick and Campbell had no intention of deliberately breaching the Act or acting contrary to the public interest, and their actions in this regard arose from lack of sufficient knowledge of the requirements of the Act. Kirkpatrick and Campbell agree that ignorance of the law is no defence, and enter into this settlement on that basis.
3. Kirkpatrick and Campbell hereby waive their right to a hearing in these matters as well as their right to any appeal with respect to these matters, except for any hearing (or subsequent appeal) seeking an order for financial compensation pursuant section 135.6 of the Act.
4. Kirkpatrick and Campbell hereby agree that all of the facts set out in paragraphs 1 and 2, above, are true, and that there are no material facts relating to these matters that are not set out in said paragraphs.
5. Kirkpatrick, Campbell and the Director hereby consent to the issuance of an order by the Authority, in substantially the form attached hereto as Appendix "A", ordering that:
- a) Pursuant to clause 134(1)(a) of the Act, all of the exemptions in Saskatchewan securities laws do not apply to Kirkpatrick and Campbell for a period of two years from the date hereof;
 - b) Pursuant to clause 134(1)(d) of the Act, Kirkpatrick and Campbell shall cease trading in any securities or exchange contracts in Saskatchewan, except that each

of Kirkpatrick and Campbell are permitted to trade in or purchase securities through a registrant (who has first been given a copy of this Order) in one personal account, one tax-free savings account, any registered retirement savings plans, any registered education savings plans, and any locked in retirement accounts, for the benefit of one or more of himself, his spouse and his dependent children;

- c) Pursuant to clause 134(1)(d.1) of the Act, Kirkpatrick and Campbell shall cease acquiring securities for and on behalf of residents of Saskatchewan for a period of two years from the date hereof;
 - d) Pursuant to clauses 134(1)(h)(i) and 134(1)(h)(ii) of the Act, Kirkpatrick shall resign any position that he holds as director or officer of any issuer, registrant or investment fund manager and is prohibited, for a period of two years from the date hereof, from becoming or acting as a director or officer of any issuer, registrant or investment fund manager;
 - e) Pursuant to clauses 134(1)(h)(i) and 134(1)(h)(ii) of the Act, Campbell shall resign any position that he holds as director or officer of any issuer, registrant or investment fund manager and is prohibited, for a period of two years from the date hereof, from becoming or acting as a director or officer of any issuer, except that this Order does not preclude him from acting as a director or officer (or both) of any issuer that is wholly owned by Campbell or his immediate family;
 - f) Pursuant to clause 134(1)(h)(iii) of the Act, Kirkpatrick and Campbell shall not be employed by any issuer, registrant or investment fund manager in any capacity that would allow them to trade or advise in securities for a period of two years from the date hereof;
 - g) Pursuant to clause 134(1)(h.1) of the Act, Kirkpatrick and Campbell are prohibited from becoming or acting as a registrant, an investment fund manager or a promoter for a period of two years from the date hereof; and
 - h) Pursuant to section 135.1 of the Act, each of Kirkpatrick and Campbell shall pay an administrative penalty to the Authority, in the amount of \$15,000.00.
6. Based upon the facts contained herein, the Director hereby agrees that the sanctions set out in paragraph 5, above, are the only sanctions the Director will seek to have the Authority impose upon Kirkpatrick and Campbell with respect to the matters set out in paragraph 1 herein and the Statement of Allegations, provided that nothing shall prohibit the Director from considering or dealing with any matter not set out herein, the Statement of Allegations or any new complaint brought to the Director's attention against Kirkpatrick or Campbell.
7. Nothing in this Settlement Agreement shall prohibit any claimant from applying for financial compensation, pursuant to section 135.6 of the Act, nor shall it prohibit the Director from requesting that the Authority make an order that a claimant be paid compensation for financial loss. Any order made by the Authority against Kirkpatrick and/or Campbell in relation to financial compensation for financial loss will be made

after a hearing on notice to Kirkpatrick and/or Campbell.

8. The terms of this Settlement Agreement shall be treated as confidential by Kirkpatrick, Campbell and the Director, and may not be disclosed to any person except with the consent of Kirkpatrick, Campbell and the Director, or as required by law, until such time as it is signed by all parties and approved by the Authority.
9. Each of Kirkpatrick and Campbell hereby affirms that he has read and understood the terms of this Settlement Agreement, and is signing it voluntarily.
10. Each of Kirkpatrick and Campbell are aware that this Settlement Agreement may be considered by any provincial or territorial securities regulatory authority in Canada as grounds for requesting an order containing any or all of the sanctions set out in clauses 5 (a) – (g), above.
11. This Settlement Agreement may be signed in one or more counterparts and shall together constitute a binding agreement.
12. A facsimile copy of any signature shall be as effective as an original signature.
13. This Settlement Agreement shall be governed by and construed in accordance with the laws of the province of Saskatchewan.
14. Each of Kirkpatrick and Campbell hereby acknowledges that he has been given a reasonable opportunity to obtain independent legal advice with respect to this Settlement Agreement, and that either:
 - a) he has obtained such independent legal advice and is satisfied with the same, prior to executing this Settlement Agreement; or
 - b) he has willingly chosen not to obtain such advice prior to executing this Settlement Agreement.

15. This Settlement Agreement, and any referenced appendices or amendments hereto constitutes the entire agreement between Kirkpatrick, Campbell and the Director in connection with the matters set out in paragraph 1 herein.

IN WITNESS WHEREOF

Sean Kirkpatrick has executed this Settlement Agreement at _____, _____, this _____ day of _____, 2015.

SIGNED in the presence of: _____)
_____)
_____)
_____)

Name: _____ Sean Kirkpatrick

IN WITNESS WHEREOF

Dwight Campbell has executed this Settlement Agreement at _____, _____, this _____ day of _____, 2015.

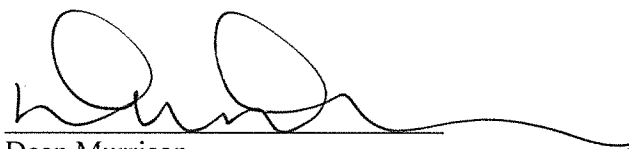
SIGNED in the presence of: _____)
_____)
_____)
_____)

Name: _____ Dwight Campbell

The Director, has executed this Settlement Agreement at Regina, Saskatchewan, this *15th* day of *May*, 2014.

SIGNED in the presence of: _____)
_____)
_____)
_____)

Name: *Dallas Smith*



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

15. This Settlement Agreement, and any referenced appendices or amendments hereto constitutes the entire agreement between Kirkpatrick, Campbell and the Director in connection with the matters set out in paragraph 1 herein.

IN WITNESS WHEREOF

Sean Kirkpatrick has executed this Settlement Agreement at _____, this 10 day of April, 2015.

SIGNED in the presence of: _____)

Rita Wiinke)

Name: _____)

Sean Kirkpatrick)

Sean Kirkpatrick

IN WITNESS WHEREOF

Dwight Campbell has executed this Settlement Agreement at _____, this _____ day of _____, 2015.

SIGNED in the presence of: _____)

Name: _____)

Dwight Campbell

The Director, has executed this Settlement Agreement at Regina, Saskatchewan, this _____ day of _____, 2014.

SIGNED in the presence of: _____)

Name: _____)

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

15. This Settlement Agreement, and any referenced appendices or amendments hereto constitutes the entire agreement between Kirkpatrick, Campbell and the Director in connection with the matters set out in paragraph 1 herein.

IN WITNESS WHEREOF

Sean Kirkpatrick has executed this Settlement Agreement at _____, this _____ day of _____, 2015.

SIGNED in the presence of: _____)
_____)
_____)
_____)

Name: _____ Sean Kirkpatrick

IN WITNESS WHEREOF

Dwight Campbell has executed this Settlement Agreement at _____, this _____ day of _____, 2015.

SIGNED in the presence of: _____)
_____)
_____)
_____)

Paul M. Saedye
Name: _____

D. D. Campbell
Dwight Campbell

The Director, has executed this Settlement Agreement at Regina, Saskatchewan, this _____ day of _____, 2014.

SIGNED in the presence of: _____)
_____)
_____)
_____)

Name: _____ Dean Murrison
Director,
Securities Division
Financial and Consumer Affairs Authority
of Saskatchewan

**In the Matter of
*The Securities Act, 1988***

and

**In the Matter of
Relative Resources Ltd.,
Dwight Campbell, and
Sean Kirkpatrick**

Order

(Pursuant to Section 135.1 of *The Securities Act, 1988* (the Act))

WHEREAS Sean Kirkpatrick (Kirkpatrick), Dwight Campbell (Campbell) and the Director of the Securities Division (the Director) of Financial and Consumer Affairs Authority of Saskatchewan (the Authority) have entered into a settlement agreement _____, 2015 (the Settlement Agreement), the original of which is attached hereto as Appendix “A”;

AND WHEREAS an application has been received by the Authority from staff of the Authority for an order that:

1. Pursuant to clause 134(1)(a) of the Act, all of the exemptions in Saskatchewan securities laws do not apply to Kirkpatrick and Campbell for a period of two years from the date hereof;
2. Pursuant to clause 134(1)(d) of the Act, Kirkpatrick and Campbell shall cease trading in any securities or exchange contracts in Saskatchewan, except that each of Kirkpatrick and Campbell are permitted to trade in or purchase securities through a registrant (who has first been given a copy of this Order) in one personal account, one tax-free savings account, any registered retirement savings plans, any registered education savings plans, and any locked in retirement accounts, for the benefit of one or more of himself, his spouse and his dependent children;
3. Pursuant to clause 134(1)(d.1) of the Act, Kirkpatrick and Campbell shall cease acquiring securities for and on behalf of residents of Saskatchewan for a period of two years from the date hereof;

4. Pursuant to clauses 134(1)(h)(i) and 134(1)(h)(ii) of the Act, Kirkpatrick shall resign any position that he holds as director or officer of any issuer, registrant or investment fund manager and is prohibited, for a period of two years from the date hereof, from becoming or acting as a director or officer of any issuer, registrant or investment fund manager;
5. Pursuant to clauses 134(1)(h)(i) and 134(1)(h)(ii) of the Act, Campbell shall resign any position that he holds as director or officer of any issuer, registrant or investment fund manager and is prohibited, for a period of two years from the date hereof, from becoming or acting as a director or officer of any issuer, except that this Order does not preclude him from acting as a director or officer (or both) of any issuer that is wholly owned by Campbell or his immediate family;
6. Pursuant to clause 134(1)(h)(iii) of the Act, Kirkpatrick and Campbell shall not be employed by any issuer, registrant or investment fund manager in any capacity that would allow them to trade or advise in securities for a period of two years from the date hereof;
7. Pursuant to clause 134(1)(h.1) of the Act, Kirkpatrick and Campbell are prohibited from becoming or acting as a registrant, an investment fund manager or a promoter for a period of two years from the date hereof; and
8. Pursuant to section 135.1 of the Act, each of Kirkpatrick and Campbell shall pay an administrative penalty to the Authority, in the amount of \$15,000.00.

AND WHEREAS, pursuant to section 135.3 of the Act, proceedings may be disposed by an agreement approved by the Authority, without the necessity of a hearing;

AND WHEREAS the Authority has approved the Settlement Agreement;

AND WHEREAS Kirkpatrick and Campbell have waived their rights to a hearing in this matter as well as their rights to any appeal with respect to this matter, and have consented to the issuance of this Order;

AND WHEREAS the Authority is of the opinion that it is in the public interest to make this Order;

NOW THEREFORE IT IS HEREBY ORDERED THAT:

1. Pursuant to clause 134(1)(a) of the Act, all of the exemptions in Saskatchewan securities laws do not apply to Kirkpatrick and Campbell for a period of two years from the date hereof;
2. Pursuant to clause 134(1)(d) of the Act, Kirkpatrick and Campbell shall cease trading in any securities or exchange contracts in Saskatchewan, except that each of Kirkpatrick and Campbell are permitted to trade in or purchase securities through a registrant (who has first been given a copy of this Order) in one personal account, one tax-free savings account, any registered retirement savings plans, any registered education savings plans, and any locked in retirement

accounts, for the benefit of one or more of himself, his spouse and his dependent children;

3. Pursuant to clause 134(1)(d.1) of the Act, Kirkpatrick and Campbell shall cease acquiring securities for and on behalf of residents of Saskatchewan for a period of two years from the date hereof;
4. Pursuant to clauses 134(1)(h)(i) and 134(1)(h)(ii) of the Act, Kirkpatrick shall resign any position that he holds as director or officer of any issuer, registrant or investment fund manager and is prohibited, for a period of two years from the date hereof, from becoming or acting as a director or officer of any issuer, registrant or investment fund manager;
5. Pursuant to clauses 134(1)(h)(i) and 134(1)(h)(ii) of the Act, Campbell shall resign any position that he holds as director or officer of any issuer, registrant or investment fund manager and is prohibited, for a period of two years from the date hereof, from becoming or acting as a director or officer of any issuer, except that this Order does not preclude him from acting as a director or officer (or both) of any issuer that is wholly owned by Campbell or his immediate family;
6. Pursuant to clause 134(1)(h)(iii) of the Act, Kirkpatrick and Campbell shall not be employed by any issuer, registrant or investment fund manager in any capacity that would allow them to trade or advise in securities for a period of two years from the date hereof;
7. Pursuant to clause 134(1)(h.1) of the Act, Kirkpatrick and Campbell are prohibited from becoming or acting as a registrant, an investment fund manager or a promoter for a period of two years from the date hereof; and
8. Pursuant to section 135.1 of the Act, each of Kirkpatrick and Campbell shall pay an administrative penalty to the Authority, in the amount of \$15,000.00.

DATED at Regina, Saskatchewan on _____, 2015.

Chairperson of the Hearing Panel
Financial and Consumer Affairs Authority
of Saskatchewan