

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

AND

**IN THE MATTER OF
PLATINUM EQUITIES CORPORATION
PLATINUM FINANCIAL
PLATINUM FINANCIAL GROUP
REGIS PLATINUM LIMITED PARTNERSHIP
PLATINUM GROUP INVESTMENTS
624492 SASKATCHEWAN LTD.
492529 B.C. LTD.
GEORGE BISSETT
DAN BRADY
JANICE GRANDEL AND
KENT BRADLEY OWENS**

AGREEMENT AND UNDERTAKING

The following agreement and undertaking (the **AAgreement@**) has been reached between Kent Bradley Owens ("Owens") and the Director (the **ADirector@**) of the Saskatchewan Securities Commission (the **ACommission@**).

FACTS

As a basis for the issuance of an order by the Commission (the "Order") substantially in the form as set out in Schedule "A" to this Agreement Owens acknowledges and agrees as follows that:

1. During the years of 1997, 1998 and 1999 he raised more than \$7 million in Saskatchewan by trading in the securities of Regis Platinum Limited Partnership, Platinum Equities Corporation or companies called Platinum, Platinum Group, Platinum Gold, Platinum Financial, Platinum Group Investments, Platinum Financial Group, Platinum Diversified Partnership Inc., Platinum Equities Corporation, Regis Platinum Limited Partnership, 624492 Saskatchewan Ltd., 492529 B.C. Ltd. (collectively referred to as the "Platinum Companies") with investors, mainly Saskatchewan residents;
2. The money raised from investors was placed into ventures, including but not limited to, a software company and real estate projects in the United States and British Columbia;

3. He placed money raised from investors into 624492 Saskatchewan Ltd., which he controlled;
4. The investors have not received and will not receive any income from their investment, nor is it likely that the capital they invested will be returned to them;
5. During the years of 1997, 1998 and 1999 neither he nor the Platinum Companies or any of his representatives were registered to trade in securities under *The Securities Act, 1988*, (the Act@);
6. During the years of 1997, 1998 and 1999 he did not receive a receipt for a prospectus to trade in the securities of Regis Platinum Limited Partnership, Platinum Equities Corporation or any other Platinum Companies;
7. During the years 1997, 1998 and 1999 Owens traded in the securities of Regis Platinum Limited Partnership, Platinum Equities Corporation and the Platinum Companies in contravention of the registration requirements of section 27 of the Act and the prospectus requirements of section 58 of the Act;
8. During the years of 1997, 1998 and 1999 he did not meet the requirements of any statutory exemptions under the Act to allow him to trade in the securities of Regis Platinum Limited Partnership, Platinum Equities Corporation or any other Platinum Companies without complying with the registration and prospectus requirements of the Act;
9. On October 21, 1998 the Commission issued a Temporary Cease Trade Order (the "Temporary Order") pursuant to section 134 of the Act prohibiting him from trading in securities in Saskatchewan;
10. The Commission extended the Temporary Order on November 4, 1998 until October 5, 1999 at which time it was again extended until February 8, 2000;
11. After the Temporary Order was issued on October 21, 1998, he either directly or through his representatives traded in securities of Platinum Equities Corporation, Regis Platinum Limited Partnership or other Platinum Companies to:

Donald Ackerman
Kenneth McKenzie
Gregory Dale Coons

Kenneth Gerein
Lucien J. E. Chouinard
Marlene Rose Klotz

OWENS= UNDERTAKING

Owens hereby agrees, undertakes and consents, effective the date of the execution of this Agreement, as follows:

1. To waive his right to a hearing in this matter scheduled to be held on February 8, 2000 or to any other hearing or appeal with respect to this matter;
2. To admit the evidence attached hereto as Schedule "B" to this Agreement;
3. To dispose of this proceeding by agreement without a hearing pursuant to section 135.3 of the Act ;
4. To cease trading for remainder of his life from the issuance of the Order of the Commission in any and all securities and exchange contracts in Saskatchewan or with any resident of Saskatchewan personally or by any other means including, but not limited to, by means of any company, limited partnership, association, joint venture or other entity of which he is a director, officer, promoter or control person as defined by the Act; *Mr. Kent Owens will be allowed to have a personal account for the purpose of purchasing securities for personal financial planning with a registered dealer.*
5. That the exemptions contained in the following provisions of the Act do not apply to him for the remainder of his life:
 1. Sections 38, 39, 39.1, 81, 82 and 102 of the Act;
 2. *The Securities Regulations*, (the ~~A~~Regulations~~@~~) providing for exemptions from Sections 27, 58, 71 or 104 to 109 of the Act;
 3. Any decision providing for exemptions from any provision of the Act or Regulations;

unless upon prior written application to the Director of the Commission, the Director exempts Owens from the application of this paragraph;
6. To resign any position that he holds as a director or officer of an issuer or registrant;
7. Not to act as a director or officer of any issuer or registrant;
8. Not to be employed by any issuer or registrant; *whose primary business is the trading of securities;*
9. To pay an administrative penalty in the amount of \$100,000;
10. To pay the costs of the investigation of the activities of Owens by the staff of the Commission in the amount of \$10,000;

11. To the filing of this Agreement in the office of the local registrar of the Court of Queen's Bench to be entered as a judgment of the Court of Queen's Bench in the amount of \$110,000 and enforced accordingly, pursuant to subsections 151.2(2) & 151.2(3) of the Act;

DIRECTOR'S AGREEMENT

The Director hereby agrees that this Agreement and Undertaking is the only sanction the Director will seek to have the Commission impose upon Owens pursuant to the Act with respect to the matters set out in this Agreement, provided however that nothing herein shall prohibit the Director from considering and dealing with any matter not set out in this Agreement or any new complaint brought to the Director's attention in respect of Owens.

IN WITNESS WHEREOF Owens has executed this Agreement and Undertaking this day of February 4 , 2000

SIGNED, SEALED AND DELIVERED)
in the presence of:)
)
)
)
"Daniel MacMullin")

"Kent Bradley Owens"
Kent Bradley Owens

IN WITNESS WHEREOF the Director has executed this Agreement and Undertaking this 4th day of February , 2000

SIGNED, SEALED AND DELIVERED)
in the presence of:)
)
)
"Vic Pankratz")

"Barbara L. Shourounis"
Barbara L. Shourounis
Director