

2012 BCSECCOM 79

Notice of Hearing

Farshad Shirvani

Section 161 of the *Securities Act*, RSBC 1996, c. 418

- ¶ 1 The British Columbia Securities Commission (Commission) will hold a hearing at which the Executive Director will tender evidence, make submissions and apply for orders against the respondent Mr. Farshad Shirvani (Shirvani) under sections 161, 162 and 174 of the *Securities Act*, R.S.B.C. 1996, c. 418 (Securities Act), based on the following facts:

Background

1. Shirvani is a West Vancouver resident, and was a director of International Ranger Corp. (Ranger), a British Columbia reporting issuer and mineral exploration company, from February 2006 until January 2011.
2. The Commission issued three separate cease trade orders against Ranger while Shirvani was a director of that company (collectively, the CTOs).
3. The CTOs were in force during 33 of the 60 months that Shirvani served as a director of Ranger.
4. Shirvani is a director of Doubleview Capital Corp. (Doubleview), and the president, promoter and a director of Casa Minerals Inc.(Casa) and Next One Capital Corp. (Next One)(collectively, the B.C. Public Companies).
5. The B.C. Public Companies are reporting issuers and mineral exploration companies.

Misconduct

Repeated failure to disclose Ranger CTOs

6. In his capacity as a director, promoter or officer of the B.C. Public Companies, Shirvani was required to disclose in certain regulatory filings the fact that the CTOs were issued while he was a director of Ranger.
7. The B.C. Public Companies filed with, or delivered to, the Commission thirteen documents that were false or misleading in a material respect, namely, they each failed to disclose that Shirvani was a director of Ranger when each of the CTO was issued.

2012 BCSECCOM 79

8. Shirvani personally signed and certified each of the thirteen documents, namely:
 - (a) Three Personal Information Forms (PIFs) and two Preliminary Prospectuses filed for Casa in July and August 2011;
 - (b) Two PIFs filed for Next One in July and August 2011;
 - (c) One PIF, one Preliminary Prospectus, one Prospectus, and two Amended and Restated Prospectuses filed for Doubleview between February and September 2010; and
 - (d) One Information Circular filed for Doubleview in May 2011.
9. Shirvani provided a false answer in response to a specific question in each PIF regarding his involvement in any company that had been subject to a cease trade order. The PIF is a statutory declaration, and Shirvani provided those false PIF answers despite solemnly declaring them true and correct.
10. Shirvani was a director of the relevant B.C. Public Company when each of the thirteen documents was filed with, or delivered to, the Commission.
11. Shirvani was the president and promoter of Casa and Next One when the seven documents relating to those two issuers were filed with the Commission.
12. Shirvani:
 - (a) caused the B.C. Public Companies to file or deliver the thirteen documents when he knew or ought to have known they were materially false or misleading, contrary to section 168.1(b) of the Act; and
 - (b) authorized, permitted or acquiesced in the filing or delivery of the thirteen documents by the B.C. Public Companies, contrary to section 168.2 of the Act.

Public Interest

- ¶ 2 Shirvani's conduct failed to meet the requirement of honesty, or diligence, demanded of directors of public companies operating within the securities market. It is therefore in the public interest that the Commission issue orders under sections 161 and 162 of the Securities Act.

Hearing Process

- ¶ 3 The Respondent or his counsel is required to attend at the 12th Floor Hearing Room, 701 West Georgia Street, Vancouver, British Columbia, on **Tuesday, March 20, 2012, at 9:00 am** if he wishes to be heard before the Commission sets a date for the Hearing. Relevant information gathered by Commission Staff in the investigation of this matter will be disclosed to the Respondent upon request to the Executive Director.

2012 BCSECCOM 79

- ¶ 4 At the Hearing, the Respondent may be represented by counsel, make submissions and tender evidence. The Respondent is requested to advise the Commission of his intention to attend the Hearing by informing the Secretary to the Commission at PO Box 10142, Pacific Centre, 701 West Georgia Street, Vancouver, BC V7Y 1L2 phone: (604) 899-6500; email: commsec@bcsc.bc.ca.
- ¶ 5 If the respondent or his counsel do not appear at the hearing, the Executive Director may apply to have questions of liability and sanction heard at the same time. Determinations adverse to the respondent may be made in his absence.
- ¶ 6 March 9 , 2012.

Paul C. Bourque

- ¶ 7 Paul C. Bourque, Q.C.
Executive Director