

2003 BCSECCOM 710

Schedule "A"

Settlement Agreement

Donald James MacPhee

Securities Act, RSBC 1996, c. 418

- ¶ 1 The following settlement of issues has been reached between Donald James MacPhee (MacPhee) and the Executive Director.

Agreed Statement of Facts

- ¶ 2 As the basis for the undertakings referred to in this settlement, MacPhee acknowledges the following facts as correct:
1. Bushman Resources Inc. (Bushman) is a reporting issuer in British Columbia which traded on the TSX Venture Exchange before being delisted on June 5, 2002.
 2. MacPhee has been the President and a Director of Bushman since June 4, 1997.
 3. During MacPhee's tenure as President and Director of Bushman, the following occurred:
 - (a) Despite Bushman having sufficient funds on hand, on June 5, 2002, Bushman was delisted from the TSX Venture Exchange for failure to pay its annual filing fees.
 - (b) In fiscal year 1998, Bushman made an unsecured loan for \$217,000 to 297741 BC Ltd. (the Loan). This company is beneficially owned by a Mr. Dilbagh Gujral (Gujral). Gujral is an associate of MacPhee. In contravention of National Policy 51-201, this Loan was not disclosed to the public. The Loan was not formally documented nor was any due diligence performed as to Gujrals financial capacity to repay the Loan. The Loan has no apparent business merit and to date it has not been repaid.

2003 BCSECCOM 710

- (c) In fiscal year 1997, Bushman made an unsecured loan of approximately \$150,000 to Globetech Ventures Corp. (Globetech Loan and Globetech) Globetech is a publicly traded company listed on the OTC BB. Gujral is the President of Globetech. The Globetech Loan was not formally documented nor was any due diligence performed as to Globetech's financial capacity to repay the loan. In contravention of National Policy 51-201, the Globetech Loan was not disclosed to the public. The Globetech Loan has no apparent business merit and to date the loan has not been repaid.

The Loan and Globetech loans were not disclosed to the public in accordance with National Policy 51-201 and are not in the shareholders best interests.

Undertakings

¶ 3 MacPhee undertakes and agrees as follows:

1. To comply fully with the Act, the Rules, and any applicable regulations, policies and guidelines, from the date of this agreement.
2. To not say anything, in writing or orally, which may contradict the terms of this settlement or call those terms into question.
3. To pay to the Commission upon execution of this agreement the sum of \$2,000 which represent the costs of the investigation.

Order

¶ 4 MacPhee consents to an order by the Executive Director (the Order) that:

1. under section 161(1)(d)(ii) of the Act, MacPhee resign any position he holds as a director and officer of any reporting issuer and is prohibited from becoming or acting as a director or officer of any reporting issuer for three years from the date of the Order.

2003 BCSECCOM 710

Waiver

- ¶ 5 MacPhee waives any right he may have, under the Act or otherwise, to a hearing, hearing and review, judicial review or appeal related to, in connection with, or incidental to this agreement.
- ¶ 6 September 19, 2003

“Donald James MacPhee”)
Donald James MacPhee

“Winnie Lam”)
Witness Signature)
Winnie Lam)
Witness Name (please print))
8376 Osler Street,)
Vancouver, BC V6P 4E4)
Address)
Accountant)
Occupation)

- ¶ 7 October 9, 2003

Stephen J. Wilson
Executive Director