

2005 BCSECCOM 260

Settlement Agreement

David Lynn Hunter

Securities Act, RSBC 1996, c. 418

- ¶ 1 The following issues have been settled between David Lynn Hunter and the Executive Director.

Agreed Statement of Facts

- ¶ 2 As the basis for the undertakings and orders referred to in this settlement, Hunter acknowledges the following facts as correct:

Overview

1. On April 20, 2000, Nano World Projects Corporation (Nano World) published a false and misleading statement to the public concerning Nano World.
2. Hunter while acting as a director and officer of Nano World participated in making that false and misleading statement.

Facts

3. Nano World is a Delaware corporation. It carried on business in British Columbia, where it maintained a corporate office, a business and mailing address, and utilized the services of legal professionals.
4. From April 10, 2000 to August 21, 2000 (the Relevant Period), Hunter was a resident of British Columbia and a director of Nano World.
5. Nano World's stock was quoted on the NASD OTC Bulletin Board (the Bulletin Board) during the Relevant Period, until April 2001 when it was delisted for failing to file mandatory periodic reports.
6. On April 20, 2000, Nano World issued a press release that was reviewed and approved by Hunter. The press release stated that Nano World had negotiated a US\$15 million private placement with Voyager Securities Ltd. (Voyager), which had purportedly committed to immediately provide the financing.
7. At the time the press release was issued, however, Hunter ought to have known that Voyager had only agreed to solicit subscriptions for a private placement on a best-efforts basis and that Voyager had not agreed that it would provide the financing.
8. Hunter's conduct was contrary to the public interest.

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Mitigating Factors

- ¶ 3 The Executive Director has taken into account the following facts as factors mitigating the sanctions which would otherwise have applied in the public interest:
9. On June 20, 2000 and while Hunter was a director, Nano World announced that the financing would not complete.
 10. The Executive Director is satisfied that Hunter is unable, and does not have any reasonable prospects of being able, to pay the amount of \$10,000 that would otherwise be required of him with respect to the misconduct described in this settlement agreement.

Undertaking

- ¶ 4 Hunter undertakes not to say anything, in writing or orally, which may contradict the terms of this settlement or call those terms into question.

Order

- ¶ 5 Hunter consents to an order by the Executive Director (the Order) that:
1. under section 161(1)(d) of the Act, Hunter resign any position he may hold as a director or officer and be prohibited from becoming, or acting as, a director or officer of any issuer for a period of five years from March 12, 2004, except that he may act as a director officer of any issuer of which he or the members of his immediate family are the sole shareholders; and
 2. under section 161(1)(a) of that Act, Hunter complies fully with the Act, the Securities Rules, and any applicable regulations, policies and guidelines.

Waiver

- ¶ 6 Hunter 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 settlement.

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¶ 7 April 22, 2005

¶ 8 “D. Hunter”
David Lynn Hunter

“H.R. Anderson”)
Witness Signature)
H. Roderick Anderson)
Witness Name (please print))
3200 Vancouver Centre)
650 W. Georgia Street)
Vancouver, BC V6B 4P7)
Address)
Barrister and Solicitor)
Occupation)

¶ 9 April 25, 2005

¶ 10 Brenda M. Leong
Executive Director