

2007 BCSECCOM 192

Schedule A Settlement Agreement

Richard Norman Jeffs

Securities Act, RSBC 1996, c. 418

- ¶ 1 The Executive Director of the British Columbia Securities Commission (the Executive Director) and Richard Norman Jeffs (RNJ) agree as follows:

Agreed Statement of Facts

1. RNJ is a former resident of British Columbia. In May 2002, Jeffs became a resident of the United Kingdom. He was registered under the *Securities Act, RSBC 1996, c. 418* from January 1985 to January 1986.
2. Francis (“Frank”) Jason Dean Biller (Biller) is a former resident of British Columbia. On February 16, 2000, the British Columbia Securities Commission prohibited Biller for ten years from trading in securities and engaging in investor relations (the Biller Order).
3. Bayshore Management Corporation (Bayshore), Fairtide Capital Corporation (Fairtide) and Gibraltar Consulting Corporation (Gibraltar) are British Columbia corporations with offices at Suite 600 – 1100 Melville Street in Vancouver, British Columbia (the Premises).
4. RNJ’s brother, Robert Leigh Jeffs, was a director of Bayshore, director and president of Fairtide, and the sole director, president and secretary of Gibraltar at all material times.
5. From May 2002 to November 2002, Bayshore employed individuals (Phoners) at the Premises to promote securities of public companies to retail investors on behalf of Fairtide (the Phone Room).
6. In May 2002, RNJ was aware that Biller intended to come to Vancouver to work in the Phone Room. He assisted Biller to relocate from Costa Rica for that purpose. While doing so, RNJ had knowledge of the Biller Order.
7. In June 2002, Gibraltar hired Biller to work in the Phone Room. Biller assisted in the management of the activities of the Phoners from June 2002 until November 2002.

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8. Bayshore paid Gibraltar for Biller's services.
9. As a result of engaging in the conduct described above, Biller was engaged in investor relations activities and he was trading in securities, as defined by the Securities Act, contrary to the Biller Order.

Public Interest

10. By engaging in the conduct set out above, RNJ enabled Biller to contravene the Biller Order, contrary to the public interest.

Order

- ¶ 2 The Executive Director will issue an order (the Order) that under section 161(1)(a) and 161(1)(d)(iii) of the Act, RNJ:
 1. comply fully with the Act, the *Securities Rules*, BC Reg. 194/97, and any applicable regulations; and
 2. be prohibited from engaging in investor relations activities for a period of 5 years from the date of the Order.

Consent to Reciprocal Orders

- ¶ 3 Any securities regulator in Canada may rely on the facts admitted in this agreement solely for the purpose of making an order similar to the one contemplated above.

Waiver

- ¶ 4 RNJ 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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Counterpart

¶ 5 This Settlement Agreement may be executed in counterpart or by facsimile execution and all such counterparts of executed copies or faxed copies shall be read or construed together as if they formed one originally executed document.

¶ 6 April 23, 2007

¶ 7 “R. Jeffs”
Richard Norman Jeffs

“S. Jeffs”)
Witness Signature)
Susan Jeffs)
Witness Name (please print))
Flat 1, 49 Pont Street)
London SW1X 0BD, UK)
Address)
Lawyer)
Occupation)

¶ 8 April 24, 2007

“B. Leong”

¶ 9 Brenda M. Leong
Executive Director