

2007 BCSECCOM 62

Settlement Agreement

Kevin Wilson

Securities Act, RSBC 1996, c. 418

- ¶ 1 Kevin Wilson (Wilson) has settled the following issues with the Executive Director.

Agreed Statement of Facts

- ¶ 2 As the basis for the orders referred to in this settlement, Wilson acknowledges the following facts are correct:

Background

1. Wilson is 40 years old and a resident of Vancouver, British Columbia. Wilson has never been registered in any capacity under the Securities Act, RSBC 1996, c. 418.
2. From July 2002 to April 2005, Wilson was employed by Parklane International Inc. (Parklane), an offshore company.
3. Lionel Mervin Negus (Negus) and Christopher John Thompson (Thompson) used Parklane to promote the distribution of securities of Syndicated Gold Depository S.A. (SGD), a company purported to be incorporated and located in the Bahamas. SGD has never been registered, is not a reporting issuer, and has not filed a prospectus under the Act.
4. Between about July 2002 and March 2004, Wilson, under the direction of Negus and Thompson, and from their residences in West Vancouver, facilitated the sale of SGD securities.
5. From approximately September 2000 to March 2004, Negus, Thompson and Parklane sold approximately USD\$11.5 million of SGD Securities of which approximately USD\$1.66 million was distributed contrary to the registration and prospectus requirements of the Act. All but three of the investors were resident outside Canada. Most were resident in the United States
6. Wilson, by assisting Negus, Thompson and Parklane, traded in securities without being registered contrary to section 34(1) of the Act and distributed securities without having filed a prospectus contrary to section 61(1) of the Act.

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¶ 3 **Public Interest**

1. Wilson Acted contrary to the public interest by engaging in the conduct as set out in above.

¶ 4 **Undertaking**

1. Wilson shall pay \$25,000 to the Commission, which is due and payable immediately without further demand.

¶ 5 **Order**

Wilson consents to an order by the Executive Director (the Order) that:

1. under section 161(1)(a) of the Act, Wilson comply with the Act, Securities Rules, BC Reg. 194/97 and any applicable regulations;
2. under section 161(1)(b) of the Act, Wilson cease trading in and be prohibited from purchasing any securities for 10 years from the date of the Order, except that Wilson may trade and purchase securities through accounts in his own name with a dealer registered to sell securities under the Act, provided Wilson gives a copy of the Order to the dealer before any trade takes place;
3. under section 161(1)(d)(i) and (ii) of the Act, Wilson resign any position he may hold, and is prohibited from becoming or acting, as a director or officer of any issuer for a period of 10 years from the date of the Order; and
4. under section 161(1)(d)(iii) of the Act, Wilson be prohibited from engaging in any investor relations activities for 10 years from the date of the Order.

Consent to Reciprocal Orders

- ¶ 6 Wilson consents to any securities regulator in Canada relying on the facts admitted in this settlement to make orders against him.

Waiver

- ¶ 7 Wilson 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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¶ 8 January 24, 2007

“Kevin Wilson”
¶ 9 Kevin Wilson

“C. Hurley”)
Witness Signature)
Chrystle Hurley)
Witness Name (please print))
#404, 4814 Ross St.)
Red Deer, AB T4N 1X4)
Address)
Legal Assistant)
Occupation)

¶ 10 January 25, 2007

“B. Leong”
¶ 11 Brenda M. Leong
Executive Director