

2008 BCSECCOM 439

Settlement Agreement

Wirth Associates Inc.

Securities Act, RSBC 1996, c. 418

- ¶ 1 The Executive Director of the British Columbia Securities Commission (the Executive Director) and Wirth Associates Inc. (Wirth) agree as follows:

Agreed Statement of Facts

1. Wirth is, and was from February 1992, registered as an Investment Counsel and Portfolio Manager (ICPM) in the province of Ontario.
2. Wirth was not registered in any capacity under the *Securities Act, RSBC 1996, c. 418* until April 30, 2008, when it became registered as an ICPM.
3. From December 2007 to April 29, 2008, Wirth provided investment advice to one client who was a BC resident and conducted 194 transactions on behalf of that client.
4. By advising the BC resident without being registered to do so, Wirth breached section 34 of the Act.

Mitigating Factors

5. Staff of the Commission are not aware of any complaints having been made by Wirth's BC resident client.
6. Wirth does not have a previous regulatory history with the Commission.
7. Wirth did not solicit potential new clients in BC.

Aggravating Factors

8. Wirth was aware of the obligation to obtain registration in BC but continued to engage in unregistered activity.

Public Interest

9. Wirth acted contrary to the public interest by engaging in the conduct set out above.

Undertaking

10. Wirth will pay \$5,250 to the Commission, which is due and payable immediately without further demand. This includes \$1,750 in respect of registration fees that otherwise would have been payable to the Commission if Wirth had been registered under the Act as required.

Order

- ¶ 2 The Executive Director will issue an order (the Order) that:
 1. under section 161(1)(a) of the Act, Wirth will comply fully with the Act, the *Securities Rules*, B.C. Reg. 194/97, and any applicable regulations.

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 Wirth waives any right it 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.

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 July 30, 2008

¶ 7 “T.A. Starkey”
Wirth Associates Inc.
(Signing Authority)

Thomas A. Starkey
Print Signing Authority Name

“Shirley Hom”)
Witness Signature)
Shirley Hom)
Witness Name (please print))
99 Yorkville Avenue, 3 Floor)
Toronto, Ontario M5R 3K5)
Address)
Secretary Treasurer)
Occupation)

¶ 8 August 11, 2008

¶ 9 “Brenda Leong”
Brenda M. Leong
Executive Director