



British Columbia Securities Commission

Citation: 2019 BCSECCOM 51

## **Cease Trade Order**

### **Critical CO2 Separation Inc.**

#### **Section 164 of the *Securities Act*, R.S.B.C. 1996, c. 418**

- ¶ 1 Critical CO2 Separation Inc. (Critical CO2) was formed under the laws of British Columbia. Critical CO2 is not a reporting issuer in British Columbia.
- ¶ 2 Critical CO2 reported that it relied on the offering memorandum exemption in section 2.9 of National Instrument 45-106 *Prospectus and Registration Exemptions* (NI 45-106) to distribute securities.
- ¶ 3 In accordance with the requirements of NI 45-106, Critical CO2 provided investors with its November 8, 2018 offering memorandum (the 2018 OM).
- ¶ 4 The 2018 OM was not completed in accordance with the regulations.
- ¶ 5 Under section 164(1) of the Act, the Executive Director orders all persons to cease trading in the securities of Critical CO2 until:
1. Critical CO2 files an offering memorandum completed in accordance with the Act and the regulations, and
  2. the Executive Director revokes this order.
- ¶ 6 February 11, 2019

Andrew S. Richardson, CPA, CA  
Chief of Compliance  
Corporate Finance