

Citation: 2024 BCSECCOM 49

## Settlement Agreement

**County Line Energy Inc., 0985358 B.C. Ltd., Aarif Jamani,  
and 1207124 B.C. Ltd.**

### ***Securities Act, RSBC 1996, c. 418***

- ¶ 1 The Executive Director of the British Columbia Securities Commission (the Executive Director) and County Line Energy Inc. (County Line), 0985358 B.C. Ltd. (0985358), Aarif Jamani (Jamani), and 1207124 B.C. Ltd. (1207124) agree as follows:

#### **Agreed Statement of Facts**

##### ***Background***

1. County Line is a Nevada corporation and a British Columbia reporting issuer. The British Columbia Securities Commission (Commission) issued a cease trade order against County Line in 2013 (the CTO). The CTO has never been revoked.
2. 1207124 and 0985358 are British Columbia companies.
3. Jamani is a resident of British Columbia. During the Relevant Period, he was the sole director and officer of 0985358. After the Relevant Period, Jamani became, and remains, the sole director of 1207124 and a director of County Line.

##### ***Misconduct***

4. Between January 2018 and May 2021 (the Relevant Period), County Line, 1207124, and 0985358 breached the CTO by trading in securities in County Line, as follows:
  - (a) County Line issued 23 debt securities to 0985358, totaling \$96,850 USD;
  - (b) 0985358 sold 15,700,855 County Line shares; and
  - (c) 1207124 sold 3,000,000 County Line shares.
5. Jamani, as director and officer of 0985358, authorized, permitted, or acquiesced in 0985358's breaches of the CTO, and therefore breached the CTO by operation of section 168.2 of the Act.

##### ***Facts Relevant to Settlement***

6. In 2020, Commission staff warned Jamani that his conduct was in breach of the CTO. It is an aggravating factor that he continued to sell shares in County Line through 0985358 following the warning.

7. It is a mitigating factor that Jamani, County Line, 0985358, and 1207124 made admissions with respect to their misconduct prior to the commencement of the hearing of this matter.
8. The evidence obtained by the Executive Director did not indicate that the misconduct resulted in any loss for investors.

### ***Public Interest***

9. It is in the public interest that the Executive Director issue orders against Jamani and County Line under section 161 of the Act.
10. In light of all of the circumstances, including the admissions made at paragraph 4 of this Agreement, it is not in the public interest for the Executive Director to issue orders under section 161 of the Act against 1207124 and 0985358.

### ***Undertakings***

11. Jamani undertakes to pay \$40,000 to the Commission in respect of the settlement of this matter, which sum is due and payable immediately without further demand.
12. County Line undertakes to pay \$10,000 to the Commission in respect of the settlement of this matter, which sum is due and payable immediately without further demand.

### **Order**

¶ 2 The Executive Director will issue an order (the Order) that:

1. Under section 161(1)(d)(i), Jamani resign any position he holds as a director or officer of an issuer or registrant, except that regarding County Line, 0985358, and 1207124, the resignation requirement takes effect 60 days from the date of the Order;
2. Jamani is prohibited for four years:
  - (i) Under section 161(1)(b), from trading in securities except that he may trade in securities in his own name through a registrant if the registrant is provided with a copy of the Order;
  - (ii) Under section 161(1)(d)(ii), from becoming or acting as a director or officer of any issuer or registrant, except that regarding County Line, 0985358, and 1207124, the prohibition takes effect 60 days from the date of the Order;
  - (iii) Under section 161(1)(d)(iv), from acting in a management or consultative capacity in connection with activities in the securities or derivatives markets;



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Occupation )

¶ 8 February 4, 2024

¶ 9 Aarif Jamani  
**0985358 B.C. Ltd.**  
(Per Aarif Jamani  
Signing Authority)

Redacted )  
Witness Signature )  
Redacted )  
Witness Name (please print) )  
Redacted )  
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Address )  
Redacted )  
Occupation )

¶ 10 February 4, 2024

¶ 11 Aarif Jamani  
**Aarif Jamani**

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Witness Signature )  
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Witness Name (please print) )  
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Occupation )

¶ 12 February 4, 2024

¶ 13 Aarif Jamani  
**1207124 B.C. Ltd.**  
(Per Aarif Jamani  
Signing Authority)

Aarif Jamani )  
Witness Signature )  
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*Peter J Brady*  
2/7/2024 | 12:18 PM PST

¶ 14 Peter J. Brady  
Executive Director