

Re Sweeney

IN THE MATTER OF:

The Rules of the Investment Industry Regulatory Organization of Canada

and

Tiffany Sweeney

2022 IIROC 22

Investment Industry Regulatory Organization of Canada
Hearing Panel (Pacific District)

Heard: August 25, 2022 in Vancouver, British Columbia

Decision: August 25, 2022

Reasons for Decision: September 19, 2022

Hearing Panel:

John Rogers, Chair, Alexandra Williams and Bruce Maranda

Appearances:

Lorne Herlin, Senior Enforcement Counsel

Andrew Crabtree, for Tiffany Sweeney

Tiffany Sweeney (absent)

REASONS FOR DECISION ON ACCEPTANCE OF SETTLEMENT

INTRODUCTION

¶ 1 The Respondent is an experienced Registered Representative having started her career in the securities industry in 2006, becoming a Registered Representative with Union Securities Ltd. (“Union Securities”) in 2008, moving to PI Financial Corp. (“PI”) in 2012 when PI acquired the accounts of Union Securities, and then moving to Research Capital Corporation (“Research”) as of March 9, 2018.

¶ 2 Until the matter at hand, during her sixteen years in the securities industry, the Respondent has had no prior disciplinary history.

¶ 3 However, commencing in December 2017 and extending over the next ten months, IIROC Enforcement Staff (“IIROC Staff”) alleged that the Respondent failed to fulfill her gatekeeper responsibilities by:

1. engaging in and facilitating activity in seven accounts for five different clients all the while being aware that the individuals who were authorized to trade on behalf of the seven accounts knew each other,
2. trading in tens of millions of shares of eleven different entities involving tens of millions of dollars of proceeds, all the while ignoring a number of indicators or red flags which suggested that the accounts may have been engaged in activity that was suspicious,
3. using prohibited forms of client communications, and

4. ignoring multiple inquiries from compliance departments.

¶ 4 On August 15, 2022, the Respondent entered into a settlement agreement with IIROC Staff (the “Settlement Agreement”) agreeing to these allegations and to the following sanctions and costs:

1. a fine in the amount of \$50,000,
2. disgorgement of \$28,806 in commissions,
3. a one-month suspension in any capacity with IIROC extending from September 1, 2022 to and including September 30, 2022,
4. costs in the amount of \$15,000 and

unless otherwise agreed between the Respondent and IIROC Staff, to pay these amounts within 30 days of acceptance of the Settlement Agreement by the Hearing Panel.

¶ 5 The Hearing Panel accepted the Settlement Agreement following the hearing on August 25, 2022. It based its decision to accept the Settlement Agreement on the following reasons.

ADMITTED FACTS

The Accounts

¶ 6 During the ten-month period from December 2017 to October 2018, the Respondent was the Registered Representative for the following seven accounts (the “Accounts”):

1. The JL account at PI and then at Research,
2. The D Corp. account at PI and then at Research,
3. The S Corp. account at Research,
4. The KPM account at Research, and
5. The E SA account at Research.

¶ 7 The KPM, S Corp., and E SA accounts were all opened at around the same time and together with the other Accounts exhibited the following red flags:

1. The account documentation for four of the Accounts indicated that they had links to companies of which AJ was the sole director and which companies had their registered office at 1199 West Hastings Street (the “Hastings Street Office”),
2. The Hastings Street Office was:
 1. the office of the sole beneficial owner of the JL accounts,
 2. the mailing office and legal address for the D Corp. accounts,
 3. the mailing office and legal address for the S Corp. account, and
 4. the office out of which AJ, JL, DV (the sole beneficial owner of the D. Corp accounts), and VRT (a party with trading authority for the S. Corp account) all worked,
3. The Accounts received large quantities of shares of issuers listed on the Canadian Securities Exchange, generally by way of the deposit of share certificates, and more than one of the Accounts received shares of the same issuer at or around the same time,
4. Many of the shares deposited into the Accounts were purchased through private placements, which relied on the exemption to the prospectus requirement under Section 2.24 of *National*

Instrument 45-106 Prospectus Exemptions,

5. Many of the holders of the Accounts were consultants to the same issuers, and the Respondent was aware that as consultants they were able to acquire shares in these issuers through this prospectus exemption,
6. Generally, the Accounts sold the shares they received before the share certificates for these shares were deposited into the account and, in a number of instances, these shares were sold at a loss,
7. In many instances, shortly after these shares were sold, all or most of the proceeds from the sale were withdrawn from the Accounts, and
8. At times, the account activity in some of the Accounts was inconsistent with the stated value of the estimated net liquid assets on the New Client Application Form (“NCAF”) for that account. By way of example, the NCAF for the JL account at Research indicated that JL had estimated net liquid assets of \$5,000,000. Yet between May 2018 and September 2018, a total of \$11,000,000 was withdrawn from this account.

Compliance Inquiries

¶ 8 Between March 2018 and August 2018, the compliance department staff at Research made numerous inquiries with respect to the Accounts, including:

1. in relation to approximately 32 share deposits into the Accounts, staff asked the Respondent how the clients acquired the shares and if they were affiliated with the company whose shares were being traded in any way, and
2. the staff made approximately 16 inquiries about the purpose of the Accounts and some of the trading activity in connection therewith.

¶ 9 The Respondent complied with all requests made by Research compliance staff, including the verification of the presented share certificates.

Prohibited Client Communications

¶ 10 Contrary to the policies of both PI and Research, the Respondent conducted business communications with clients via WhatsApp Messenger and Signal Messenger, both of which communication applications being unapproved third-party communication applications the use of which was not consistent with her obligations to observe high standards of conduct.

¶ 11 As the communications the Respondent sent and received through these unapproved communication applications were not captured, neither PI nor Research could supervise them or maintain them.

CONTRAVENTIONS

¶ 12 By engaging in the above-described conduct, the Respondent admitted that she had committed the following contraventions of IIROC Rules:

Contravention 1

Between December 2017 and October 2018, she failed to fulfill her gatekeeper responsibilities contrary to IIROC Rule 1400 by failing to review and investigate the activity in the Accounts, and

Contravention 2

Between December 2017 and October 2018, she communicated with her clients using unapproved third-party communication applications, contrary to IIROC Rule 1400.

SUBMISSION OF IIROC STAFF

Applicable IIROC Sanction Guidelines

¶ 13 In recommending that the Hearing Panel accept the Settlement Agreement, IIROC Staff submitted that the sanctions proposed in the Settlement Agreement fell within a reasonable range of appropriateness noting that the underlying principle of the IIROC Sanction Guidelines (“IIROC Guidelines”) was that imposed sanctions should be significant enough to firstly prevent and discourage future misconduct by the respondent, otherwise known as specific deterrence, and, secondly, to deter others from engaging in similar misconduct, otherwise known as general deterrence.

¶ 14 In addition, they should be proportionate to the conduct in issue and should be similar to sanctions imposed on respondents for similar contraventions in similar circumstances.

¶ 15 In support of its recommendation on the appropriateness of the sanctions in the Settlement Agreement, IIROC Staff directed the Hearing Panel’s attention to the IIROC Guidelines, including the following:

1. The number, size and character of the transactions at issue.

IIROC Staff noted:

- the number of accounts involved and the close association of the owners of these accounts,
- the very large number of shares of the same issuer being involved and the fact that these shares were sold before or shortly after being deposited into these accounts and often at a loss, and
- that the account activity often greatly exceeded the stated value of the liquid assets of the account.

2. Whether the respondent engaged in numerous acts and/or pattern of misconduct and whether the respondent engaged in the misconduct over an extended period of time.

IIROC Staff noted that the misconduct:

- involved five clients,
- occurred over a period of 10 months, and
- involved the use of third-party communication applications contrary to the policies of her Dealer Member.

3. The respondent’s relevant disciplinary history and cooperation in settling the matter.

IIROC Staff noted that:

- the Respondent has been an approved person since 2008 and has no prior disciplinary history, and
- the Respondent agreed to settle this matter prior to the issuance of a Statement of Allegations, thereby reducing the resources that IIROC Staff had to devote to the prosecution of this matter and leading to a much more expeditious resolution.

Previous Regulatory Decisions in Similar Circumstances

¶ 16 In support of their submission on the appropriateness of the sanction in the Settlement Agreement, IIROC Staff referred the Hearing Panel to the following decisions involving similar contraventions noting:

Re Martin 2021 IIROC 32

- The six red flags from the conduct of the respondent in this matter were similar to the matter at hand, other than the conduct extended over a 29-month period and some of the five accounts involved had foreign jurisdictions associated with them, and
- The agreed upon sanctions were a fine of \$82,000, including \$32,000 in disgorgement, and \$20,000 in costs.

Re Carrigan & Gold 2019 IIROC 31

- At least ten red flags from the conduct of the respondents in this matter dealt with three accounts of related clients, occurred over a seven-month period and included the following factors:
 - The traded securities were illiquid securities of two issuers representing a significant portion of all the trading activity of these issuers,
 - The orders were unsolicited, frequently involved same-day trading with one of the accounts being on opposite sides of the market, sometimes entered in different accounts in close time proximity, and involving the deposit of a large quantity of securities certificates followed by the subsequent sale of these securities,
- Carrigan agreed to pay a fine of \$50,000, successfully complete the Trader Training Course and pay \$7,500 in costs, and
- Gold agreed to pay a fine of \$20,000, successfully complete the Trader Training Course and pay \$7,500 in costs.

Re Rowlatt 2020 IIROC 32

- The red flags from the conduct of the respondent in this matter dealt with five accounts of related clients, occurred over a twelve-month period and included that:
 - The traded securities were illiquid securities of two issuers representing a significant portion of all the trading activity of these issuers,
 - The orders were unsolicited, frequently involved close in time proximity trading, involving the deposit of a large quantity of securities certificates followed by the subsequent sale of these securities, with the trading often resulting in a number of upticks in both issuers, and
 - On three occasions, the respondent's compliance department raised questions about late day trading,
- The respondent agreed to pay a fine of \$50,000, which included disgorgement of commissions, successfully complete the Trader Training Course and pay \$7,500 in costs.

¶ 17 IIROC Staff submitted that based upon the referenced IIROC Guidelines and precedents and the fact that the Respondent has accepted responsibility for her conduct by entering into the Settlement Agreement, that the sanctions agreed to in the Settlement Agreement meet the standard of appropriateness and that the Hearing Panel should accept the Settlement Agreement.

ANALYSIS

Standard on Acceptance of Settlement

¶ 18 In coming to its decision, the Hearing Panel acknowledged that the Settlement Agreement was to be accepted unless the Hearing Panel was of the view that the sanctions it contained fell outside a reasonable range of appropriateness. This test of “appropriateness” is to reflect the public interest benefits from the settlement process which encourages a respondent to admit to the allegations and thereby avoid the cost and time of a full hearing on its merits.

¶ 19 However, as well, these sanctions must meet the objectives of the IIROC disciplinary process which is intended to provide a specific deterrent to the respondent as well as a general deterrent to the investment industry. In other words, the primary purpose of the sanctions imposed is to serve as a deterrent to both the offender and to the industry as a whole, and, therefore, these sanctions must accomplish both these objectives of deterrent as well as serving as punishment for the offender.

¶ 20 In making this determination of appropriateness, the Hearing Panel must consider the proportionality of the proposed sanctions to the admitted misconduct and consider whether or not the admitted misconduct is similar to other admitted misconduct for which sanctions have been issued and which provide a form of precedent for the appropriateness of the sanctions in issue. In other words, in the interest of ensuring fairness for the process and meeting industry expectations, the Hearing Panel must ensure that for a particular form of misconduct a particular form of sanctions will be forthcoming and that these sanctions are not too lenient nor too harsh in order to be seen by the industry as being appropriate for the misconduct at issue.

¶ 21 The hearing panel in *Re Carrigan & Gold*, in considering whether or not the sanctions in issue were appropriate, noted that if the hearing panel approved sanctions which were less severe than what the members of the investment industry would expect for the conduct in question, such approval might prove to undermine the goals of the disciplinary process. It is, therefore, the responsibility of the Hearing Panel to determine if a penalty is appropriate for the conduct and the Respondent before it in order to reflect the primary purpose of the imposition of the sanctions as prevention rather than punishment.

¶ 22 In the context of considering the severity of the sanctions before it, the hearing panel in *Re Carrigan & Gold* stated at paragraph 25 that it had:

[...] serious concerns that the proposed penalties in this case did not adequately reflect the seriousness of the multiple contraventions of UMIR Rule 2.1(1), which occurred over a significant period of time.

¶ 23 However, despite these concerns, the hearing panel approved the settlement agreement acknowledging that it was obligated to do so unless the proposed sanctions were outside the “reasonable range of appropriateness”.

¶ 24 Similar to the situation facing the panel in *Re Carrigan & Gold*, the Hearing Panel in the matter at hand in reflecting on the sanctions contained in the Settlement Agreement had serious concerns about the proposed sanctions reflecting the seriousness of the conduct admitted to by the Respondent.

¶ 25 When comparing the fact situation admitted to by the Respondent in the Settlement Agreement with the fact situations contained in precedents submitted by IIROC Staff and referenced above, the Hearing Panel noted that the fact situation in the matter at hand:

1. involved the trading in a much greater number of shares, involved a great deal more money, and was carried on in seven accounts over a ten-month period, and
2. the Respondent received approximately 16 inquiries about the purpose of the Accounts from the respective compliance departments.

¶ 26 But, in the view of the Hearing Panel, what was most disconcerting about the Respondent’s action was the use by the Respondent of unapproved third-party communications resulting in the inability of the respective compliance departments to supervise or maintain these communications. Such use of these third-

party communication systems might have been innocent, or such use might have been a deliberate attempt by the Respondent to ensure that her activities with respect to the Accounts were not monitored.

¶ 27 In comparing the agreed upon sanctions included in the precedents with the agreed upon sanctions in the matter at hand, the Hearing Panel notes the similarity between these sanctions notwithstanding what appears to be a more egregious fact situation in the matter at hand. Keeping in mind that, as noted above, one of the guiding principles in determining the appropriateness of agreed upon sanctions is to serve as a general deterrent to the industry, the Hearing Panel is concerned that this similarity will send to the industry the false message that the sanctions imposed for a certain set of improper conduct do not increase with the egregiousness of the admitted conduct or the subsequent carrying on of the admitted conduct by other parties.

¶ 28 To ensure that a particular set of sanctions do not become accepted in the industry as a “cost of doing business” for a particular pattern of improper conduct, the Hearing Panel would anticipate and encourage a rise in the severity of the sanctions imposed in the future to keep pace with the number and frequency of occurrences of such similar improper conduct, with the full expectation that all registrants have a duty to keep themselves apprised of ongoing disciplinary decisions to ensure that all registrants are diligent about operating in compliance with the best practices of the industry.

¶ 29 However, notwithstanding the Hearing Panel’s concern that the contraventions admitted to by the Respondent in the Settlement Agreement appeared to be more egregious than the contraventions admitted to and set out in the precedents submitted by IIROC Staff in support of the sanctions agreed to in the Settlement Agreement, the Hearing Panel noted in mitigation that the Respondent:

1. has no disciplinary history, and
2. cooperated fully with IIROC Staff in agreeing to the Settlement Agreement.

¶ 30 In addition, that the agreed upon sanctions in the Settlement Agreement included a one-month suspension of the Respondent’s license.

¶ 31 In light of the mitigating circumstances and the agreed upon suspension, and in keeping with the above stated principle that the Settlement Agreement be accepted unless it fell outside a reasonable range of appropriateness, the Hearing Panel determined to accept the Settlement Agreement.

CONCLUSION

¶ 32 Based upon the above, the Hearing Panel accepted the Settlement Agreement.

Dated at the City of Vancouver, Province of British Columbia this 19 day of September 2022.

John Rogers

Alexandra Williams

Bruce Maranda

SETTLEMENT AGREEMENT

PART I – INTRODUCTION

1. The Investment Industry Regulatory Organization of Canada (“IIROC”) will issue a Notice of Application to announce that it will hold a settlement hearing to consider whether, pursuant to section 8215 of the

IIROC Rules, a hearing panel (“Hearing Panel”) should accept the settlement agreement (“Settlement Agreement”) entered into between the staff of IIROC (“Staff”) and the Respondent, Tiffany Sweeney (“Sweeney”).

PART II – JOINT SETTLEMENT RECOMMENDATION

2. Staff and Sweeney jointly recommend that the Hearing Panel accept this Settlement Agreement in accordance with the terms and conditions set out below.

PART III – AGREED FACTS

3. For the purposes of this Settlement Agreement, Sweeney agrees with the facts as set out in Part III of this Settlement Agreement.

Overview

4. Between December 2017 and October 2018, Sweeney facilitated activity in seven accounts for five different clients which generated a number of indicators or red flags which suggested that the accounts may have been engaged in activity that was suspicious.
5. Many of the accounts had links to AJ who was the sole director of B Financial Corp. (“B Financial”) and J & Company Professional Corp. (“J & Company”). Sweeney was the Registered Representative for AJ’s account and she was aware that AJ and many individuals who were authorized to trade on behalf of the seven accounts knew each other.
6. In addition to the fact that many of the accounts had links to AJ, the activity in the accounts demonstrated the following red flags:
 - i. deposits of large quantities of shares into the accounts;
 - ii. deposits of shares of the same issuers into some of the accounts around the same time;
 - iii. the account holders were consultants to some of the same issuers;
 - iv. shares were sold before or shortly after being deposited into the accounts and often at a loss;
 - v. proceeds from the sale of shares were often withdrawn out of the accounts shortly after they were sold; and
 - vi. the account activity often greatly exceeded the stated value of the liquid assets.
7. These red flags generated multiple inquiries from the Compliance Department.
8. The red flags and the Compliance Department inquiries should have caused Sweeney to make further inquiries to ensure that the account activity was undertaken for legitimate purposes.
9. In all of the circumstances, Sweeney did not fulfil her gatekeeper responsibilities.
10. As well, Sweeney used WhatsApp Messenger and Signal Messenger to communicate with clients for certain communications. As a result, the Dealer Members that employed Sweeney were not able to monitor all her communications in accordance with their regulatory obligations.

Sweeney’s Registration History

11. Sweeney has continuously worked in the securities industry since 2006.
12. In 2008, she began working as a Registered Representative (Securities, Retail) at Union Securities Ltd. (“Union Securities”).
13. In 2012, PI Financial Corp. (“PI”) acquired the accounts of Union Securities. As a result, in October 2012 Sweeney began working as a Registered Representative (Securities, Retail) at the Vancouver head office

of PI.

14. Since March 9, 2018, Sweeney has worked at the Vancouver business location of Research Capital Corporation (formerly known as Mackie Research Capital Corporation) as a Registered Representative (Securities, Retail).
15. The conduct that is detailed in this Settlement Agreement occurred between December 2017 and October 2018, when Sweeney worked at PI and then at Research Capital Corporation (“Research”).

The Accounts

16. At all material times, Sweeney was the Registered Representative for the following seven accounts:
 - i. the JL account at PI (the “JL PI Account”);
 - ii. the JL account at Research (the “JL Research Account”);
 - iii. the D Capital Corp. (“D Corp.”) account at PI (the “D Corp. PI Account”);
 - iv. the D Corp. account at Research (the “D Corp. Research Account”);
 - v. the S Capital Corp. (“S Corp.”) account at Research (the “S Corp. Research Account”);
 - vi. the KPM account at Research (the “KPM Research Account”); and
 - vii. the E Invest SA (“E SA”) account at Research (the “E SA Research Account”).
17. The JL PI Account, JL Research Account, D Corp. PI Account, D Corp. Research Account, S Corp. Research Account, KPM Research Account, and E SA Research Account are collectively referred to below as the “Accounts”.
18. Some of the Accounts were opened around the same time. In particular, the:
 - KPM Research Account was opened on behalf of KPM in March 2018;
 - S Corp. Research Account was opened on behalf of S Corp. in May 2018; and
 - E SA Research Account was opened on behalf of E SA in June 2018.

Red Flags in Relation to the Accounts

19. The following red flags indicated that some or all of the Accounts may have engaged in activity that was suspicious.
 - i. **Some of the Accounts Had Links to AJ**
20. B Financial is a BC incorporated company. At all material times, B Financial had its registered office at 1199 West Hastings Street, Vancouver, BC (the “Hastings Street Office”).
21. J & Company is a BC incorporated company. At all material times, J & Company had its registered office at the Hastings Street Office.
22. AJ is the sole director of both B Financial and J & Company.
23. On March 19, 2018, Sweeney became the responsible Registered Representative for an account that AJ had at Research.
24. As detailed below, the account documentation for the JL PI Account, the JL Research Account, the D Corp. PI Account, the D Corp. Research Account, and the S Corp. Research Account, indicated that they had links to B Financial, J & Company, or both.

JL PI Account & JL Research Account

25. JL was the sole beneficial owner of the JL PI Account and the JL Research Account.
26. JL's office was at the Hastings Street Office.

D Corp. PI Account & D Corp. Research Account

27. DV was the Director and President of D Corp.
28. DV was the sole beneficial owner of the D Corp. PI Account and the D Corp. Research Account.
29. DV worked as a Corporate Secretary at J & Company.
30. The mailing address and the legal address for the D Corp. PI Account and the D Corp. Research Account was the Hastings Street Office.
31. The email address for the D Corp. PI Account was DV's J & Company domain email address and until June 2018 it was also the email address for the D Corp. Research Account.

S Corp. Research Account

32. VRT was the Director and Corporate Secretary of S Corp. and he had trading authorization for the S Corp. Research Account.
33. VRT worked as a Corporate Secretary at B Financial and at J & Company.
34. The mailing address and the legal address for the S Corp. Research Account was the Hastings Street Office.
35. The email address for the S Corp. Research Account was VRT's B Financial domain email address.
36. VRT also used a J & Company domain email address to communicate with Sweeney.
37. Further, Sweeney was aware that AJ, JL, DV, and VRT knew each other and worked out of the Hastings Street Office.

ii. Large Quantities of Shares Were Deposited into the Accounts

38. As detailed in Schedule "A", the Accounts received large quantities of shares of issuers that were listed on the Canadian Securities Exchange. Generally, the Accounts received the shares by way of the deposit of share certificates.
39. In particular, the JL PI Account received 30,776,628 shares of Abattis Bioceuticals Corp. between December 2017 and March 2018.
40. The JL Research Account received:
 - 28,749,806 shares of Abattis Bioceuticals Corp. between March 2018 and July 2018;
 - 1,250,000 shares of Green 2 Blue Energy Corp. in April 2018;
 - 197,143 shares of Beleave Inc. in May 2018;
 - 2,225,000 shares of Cryptobloc Technologies Corp. in June 2018;
 - 2,871,429 shares of Speakeasy Cannabis Club between June 2018 and July 2018; and
 - 5,000,000 shares of New Point Exploration Corp. in August 2018.
41. The D Corp. PI Account received 900,000 shares of Kootenay Zinc Corp. in February 2018.

42. The D Corp. Research Account received:
- 4,268,750 shares of Affinor Growers Inc. in March 2018;
 - 5,000,000 shares of Green 2 Blue Energy Corp. in April 2018;
 - 821,429 shares of Beleave Inc. between May 2018 and June 2018;
 - 2,258,334 shares of Marapharm Ventures Inc. between May 2018 and June 2018;
 - 6,666,667 shares of Cryptobloc Technologies Corp. in June 2018;
 - 2,500,000 shares of BLOK Technologies Inc. in June 2018; and
 - 22,950,000 shares of Preveceutical Medical Inc. between June 2018 and July 2018.
43. The KPM Research Account received:
- 5,449,591 shares of Abattis Bioceuticals Corp. in March 2018;
 - 250,000 shares of Beleave Inc. in June 2018; and
 - 2,500,000 shares of BLOK Technologies Inc. in June 2018.
44. The S Corp. Research Account received:
- 4,750,334 shares of Marapharm Ventures Inc. between May 2018 and June 2018;
 - 6,666,667 shares of Cryptobloc Technologies Corp. in June 2018;
 - 750,000 shares of Beleave Inc. in June 2018; and
 - 80,769 shares of Abattis Bioceuticals Corp. in July 2018.
45. The E SA Research Account received 5,000,000 shares of New Point Exploration Corp. in August 2018.
- iii. Shares of the Same Issuers Were Deposited into Some of the Accounts Around the Same Time**
46. As detailed in Schedule "B", in a number of instances, more than one of the Accounts received shares of the same issuer at or around the same time.
47. In particular:
- in March 2018, the JL PI Account, the JL Research Account, and the KPM Research Account received shares of Abattis Bioceuticals Corp.;
 - in March 2018, the JL Research Account and the D Corp. Research Account received shares of Affinor Growers Inc.;
 - in April 2018, the JL Research Account and the D Corp. Research Account received shares of Green 2 Blue Energy Corp.;
 - between May and June 2018, the JL Research Account, the D Corp. Research Account, the S Corp. Research Account, and the KPM Research Account received shares of Beleave Inc.;
 - between May and June 2018, the D Corp. Research Account and the S Corp. Research Account received shares of Marapharm Ventures Inc.;
 - in June 2018, the D Corp. Research Account and the KPM Research Account received shares of BLOK Technologies Inc.;
 - in June 2018, the JL Research Account, the D Corp. Research Account, and the S Corp. Research

Account received shares of Cryptobloc Technologies Corp.; and

- in August 2018, the JL Research Account and the E SA Research Account received shares of New Point Exploration Corp.

iv. Account Holders Were Consultants to the Same Issuers

48. As detailed in Schedule “C”, many of the shares that were deposited into the Accounts were purchased through private placements which relied on an exemption to the prospectus requirement under section 2.24 of *National Instrument 45-106 Prospectus Exemptions* which is available to an employee, executive officer, director, and consultant of an issuer.
49. Sweeney was aware that the account holders were eligible to use the prospectus requirement under section 2.24 of *National Instrument 45-106 Prospectus Exemptions* because they were consultants to the issuers in question.
50. Further, many of the account holders were consultants to the same issuers. In particular:
- JL and S Corp. were consultants to Abattis Bioceuticals Corp.;
 - JL, D Corp., S Corp., and KPM were consultants to Beleave Inc.;
 - D Corp. and KPM were consultants to BLOK Technologies Inc.;
 - D Corp. and S Corp. were consultants to Cryptobloc Technologies Corp.; and
 - D Corp. and S Corp. were consultants to Marapharm Ventures Inc.

v. Shares Sold Before or Shortly After Receipt and Often at a Loss

51. As detailed in Schedule “D”, generally the Accounts sold the shares that they received before they were deposited into an account or shortly thereafter, and as detailed in Schedule “E”, in a number of instances the shares were sold at a loss.
52. In particular, the JL Research Account sold 2,757,000 shares of Cryptobloc Technologies Corp. at a loss of \$211,200.
53. The D Corp. Research Account sold:
- 571,429 shares of Beleave Inc. at a loss of \$282,009;
 - 250,000 shares of Beleave Inc. at a loss of \$141,854;
 - 2,500,000 shares of BLOK Technologies Inc. at a loss of \$212,540;
 - 5,860,000 shares of Cryptobloc Technologies Corp. at a loss of \$335,147;
 - 5,002,500 shares of Green 2 Blue Energy Corp. at a loss of \$371,850;
 - 1,208,334 shares of Marapharm Ventures Inc. at a loss of \$79,019; and
 - 22,950,000 shares of Preveceutical Medical Inc. at a loss of \$140,285.
54. The S Corp. Research Account sold:
- 80,769 shares of Abattis Bioceuticals Corp. at a loss of \$2,629;
 - 750,000 shares of Beleave Inc. at a loss of \$393,868; and
 - 6,666,667 shares of Cryptobloc Technologies Corp. at a loss of \$142,703.
55. The KPM Research Account sold:

- 5,423,000 shares of Abattis Bioceticals Corp. at a loss of \$408,921;
 - 250,000 shares of Beleave Inc. at a loss of \$131,268; and
 - 2,500,000 shares of BLOK Technologies Inc. at a loss of \$279,110.
56. The E SA Research Account sold 5,000,000 shares of New Point Exploration Corp. at a loss of \$271,494.
- vi. Proceeds from Sale of Shares Were Often Withdrawn Shortly After Selling**
57. In many instances, shortly after the shares were sold, all or most of the proceeds from the sale were withdrawn from the Accounts.
58. Further, as detailed in Schedule “F”, for the most part, little if any funds were deposited into many of the Accounts.
59. In particular, between March 2018 and October 2018:
- \$11,000,000 were withdrawn from the JL Research Account and \$1,806,892 were deposited;
 - \$5,510,000 were withdrawn from the D Corp. Research Account and no funds were deposited;
 - \$3,895,000 were withdrawn from the S Corp. Research Account and no funds were deposited;
 - \$2,688,350 were withdrawn from the KPM Research Account and no funds were deposited; and
 - \$1,353,056 were withdrawn from the E SA Research Account and \$1,000,000 were deposited.

vii. Account Activity Inconsistent with Stated Value of Net Liquid Assets

60. The account activity in some of the Accounts was at times inconsistent with the stated value of the estimated net liquid assets on their respective New Client Application Form (NCAF).
61. The NCAF for the JL PI Account indicated that JL had estimated net liquid assets of \$5,000,000.
62. In January 2018, \$8,000,000 were withdrawn from the JL PI Account.
63. The NCAF for the JL Research Account indicated that JL had estimated net liquid assets of \$5,000,000.
64. Between May 2018 and September 2018, \$11,000,000 were withdrawn from the JL Research Account.
65. The NCAF for the D Corp. Research Account indicated that it had net liquid assets of \$1,200,000.
66. Between March 2018 and October 2018, \$5,510,000 were withdrawn from the D Corp. Research Account.
67. The NCAF for the KPM Research Account, which was approved on March 14, 2018, indicated that it had estimated net liquid assets of \$76,000.
68. On March 15, 2018, there was a cash balance of \$1,581,319 in the KPM Research Account.
69. Between March 21, 2018, and June 4, 2018, \$1,900,350 were withdrawn from the KPM Research Account.

Multiple Compliance Inquiries in Relation to the Accounts

70. Between March 2018 and August 2018, Research Compliance Department Staff made numerous inquiries with respect to the Accounts.
71. In particular, Research Compliance Department Staff made inquiries in relation to approximately 32 share deposits into the Accounts. For the most part, Research Compliance Department Staff asked Sweeney how the clients acquired the shares and if they were affiliated with the company in any way.

72. In addition, Research Compliance Department Staff made approximately 16 inquiries about, among other things, the purpose of the Accounts and some of the trade activity.
73. Sweeney complied with all requests made by Research Compliance Department Staff, including verifying the share certificates that were presented to ensure they were valid.

Failure to Fulfill Gatekeeper Responsibilities

74. Sweeney had the overall gatekeeper responsibility for the Accounts.
75. In light of all the foregoing circumstances, further review and investigation was warranted by Sweeney in respect of the activity in the Accounts. By failing to do so, she failed to fulfill her gatekeeper responsibilities.

Prohibited Client Communications

76. PI's policies and procedures dictated that all of Sweeney's emails, electronic correspondence, and text messages relating to PI business had to be captured by PI's server for sampling and data retention reasons.
77. Similarly, Research's policies and procedures required Sweeney to conduct Research business communications through her official Research email address and specifically prohibited the sending of email and instant messages from an address that was not attached to the Research domain while conducting Research business.
78. Contrary to these policies and procedures, Sweeney conducted PI and Research business communications with clients via WhatsApp Messenger and Signal Messenger, which were both unapproved third-party communication applications.
79. Further, all client trading instructions were obtained verbally by Sweeney. In certain instances, Sweeney obtained verbal trading instructions by using the WhatsApp Messenger phone system.
80. Since the communications that Sweeney sent and received through WhatsApp Messenger and Signal Messenger were not captured, PI and Research could not supervise them or maintain a record of them.
81. Sweeney's use of WhatsApp Messenger and Signal Messenger to communicate with clients was not consistent with her obligations to observe high standards of conduct.

PART IV – CONTRAVENTIONS

82. By engaging in the conduct described above, Sweeney committed the following contraventions of IIROC's Rules:

Contravention 1

Between December 2017 and October 2018, Sweeney failed to fulfill her gatekeeper responsibilities contrary to IIROC Rule 1400.

Contravention 2

Between December 2017 and October 2018, Sweeney communicated with her clients using unapproved third-party communication applications, contrary to IIROC Rule 1400.

PART V – TERMS OF SETTLEMENT

83. Sweeney agrees to the following sanctions and costs:
 - a) a fine in the amount of \$50,000;
 - b) disgorgement of \$28,806 in commissions;

- c) a one-month suspension from registration in any capacity with IIROC that will start on September 1, 2022 and the last day will be September 30, 2022; and
 - d) costs in the amount of \$15,000.
84. If this Settlement Agreement is accepted by the Hearing Panel, Sweeney agrees to pay the amounts referred to above within 30 days of such acceptance unless otherwise agreed between Staff and Sweeney.

PART VI – STAFF COMMITMENT

85. If the Hearing Panel accepts this Settlement Agreement, Staff will not initiate any further action against Sweeney in relation to the facts set out in Part III and the contraventions in Part IV of this Settlement Agreement, subject to the provisions of the paragraph below.
86. If the Hearing Panel accepts this Settlement Agreement and Sweeney fails to comply with any of the terms of the Settlement Agreement, Staff may bring proceedings under IIROC Rule 8200 against Sweeney. Those proceedings may be based on, but are not limited to, the facts set out in Part III of this Settlement Agreement.

PART VII – PROCEDURE FOR ACCEPTANCE OF SETTLEMENT

87. This Settlement Agreement is conditional on acceptance by the Hearing Panel.
88. This Settlement Agreement shall be presented to a Hearing Panel at a settlement hearing in accordance with the procedures described in sections 8215 and 8428, in addition to any other procedures that may be agreed upon between the parties.
89. Staff and Sweeney agree that this Settlement Agreement will form all of the agreed facts that will be submitted at the settlement hearing, unless the parties agree that additional facts should be submitted at the settlement hearing. If Sweeney does not appear at the settlement hearing, Staff may disclose additional relevant facts, if requested by the Hearing Panel.
90. If the Hearing Panel accepts the Settlement Agreement, Sweeney agrees to waive all rights under the IIROC Rules and any applicable legislation to any further hearing, appeal and review.
91. If the Hearing Panel rejects the Settlement Agreement, Staff and Sweeney may enter into another settlement agreement or Staff may proceed to a disciplinary hearing based on the same or related allegations.
92. The terms of this Settlement Agreement are confidential unless and until this Settlement Agreement has been accepted by the Hearing Panel.
93. The Settlement Agreement will become available to the public upon its acceptance by the Hearing Panel and IIROC will post a full copy of this Settlement Agreement on the IIROC website. IIROC will also publish a summary of the facts, contraventions, and the sanctions agreed upon in this Settlement Agreement.
94. If this Settlement Agreement is accepted, Sweeney agrees that neither she nor anyone on her behalf, will make a public statement inconsistent with this Settlement Agreement.
95. The Settlement Agreement is effective and binding upon Sweeney and Staff as of the date of its acceptance by the Hearing Panel.

PART VIII – EXECUTION OF SETTLEMENT AGREEMENT

96. This Settlement Agreement may be signed in one or more counterparts which together will constitute

a binding agreement.

97. A fax or electronic copy of any signature will be treated as an original signature.

DATED this 15 day of August, 2022.

“Witness”
Witness

“Tiffany Sweeney”
Tiffany Sweeney

DATED this 17 day of August, 2022.

“Witness”
Witness

“Lorne Herlin”
Lorne Herlin
Enforcement Counsel on behalf of Enforcement
Staff of the Investment Industry Regulatory
Organization of Canada

The Settlement Agreement is hereby accepted this 25 day of August, 2022 by the following Hearing Panel:

Per: “John Rogers”
Panel Chair

Per: “Alexandra Williams”
Panel Member

Per: “Bruce Maranda”
Panel Member

Schedule “A”

Deposit of Large Quantity of Shares

JL PI Account

Issuer	Date Shares Received in Account	Number Of Shares Received	Method of Receipt
Abattis Bioceuticals Corp.	December 15, 2017	1,722,222	Share Certificate
Abattis Bioceuticals Corp.	December 21, 2017	2,013,178	Share Certificate
Abattis Bioceuticals Corp.	January 4, 2018	3,562,798	Share Certificate
Abattis Bioceuticals Corp.	January 10, 2018	3,197,636	Share Certificate
Abattis Bioceuticals Corp.	January 10, 2018	1,500,000	Share Certificate
Abattis Bioceuticals Corp.	January 26, 2018	3,650,000	Share Certificate
Abattis Bioceuticals Corp.	January 26, 2018	3,650,000	Share Certificate
Abattis Bioceuticals Corp.	January 26, 2018	3,650,000	Share Certificate

Issuer	Date Shares Received in Account	Number Of Shares Received	Method of Receipt
Abattis Bioceuticals Corp.	February 20, 2018	387,597	Share Certificate
Abattis Bioceuticals Corp.	February 20, 2018	75,000	Share Certificate
Abattis Bioceuticals Corp.	February 20, 2018	2,980,600	Share Certificate
Abattis Bioceuticals Corp.	February 27, 2018	1,387,596	Share Certificate
Abattis Bioceuticals Corp.	March 8, 2018	3,000,000	Share Certificate

JL Research Account

Issuer	Date Shares Received in Account	Number of Shares Received	Method of Receipt
Abattis Bioceuticals Corp.	March 29, 2018	4,000,000	Share Certificate
Abattis Bioceuticals Corp.	April 3, 2018	4,000,000	Share Certificate
Abattis Bioceuticals Corp.	April 6, 2018	2,518,518	Share Certificate
Abattis Bioceuticals Corp.	April 16, 2018	2,156,500	Direct Registration System
Abattis Bioceuticals Corp.	May 10, 2018	5,000,000	Share Certificate
Abattis Bioceuticals Corp.	May 14, 2018	5,899,183	Share Certificate
Abattis Bioceuticals Corp.	June 7, 2018	394,004	Share Certificate
Abattis Bioceuticals Corp.	June 7, 2018	394,004	Share Certificate
Abattis Bioceuticals Corp.	June 7, 2018	387,597	Share Certificate
Abattis Bioceuticals Corp.	July 19, 2018	4,000,000	Share Certificate
Beleave Inc.	May 9, 2018	197,143	Share Certificate
Cryptobloc Technologies Corp.	June 26, 2018	2,225,000	Direct Registration System
Green 2 Blue Energy Corp.	April 30, 2018	1,250,000	Share Certificate
New Point Exploration Corp.	August 14, 2018	5,000,000	Share Certificate
Speakeasy Cannabis Club	June 26, 2018	300,000	Share Certificate
Speakeasy Cannabis Club	July 5, 2018	500,000	Share Certificate
Speakeasy Cannabis Club	July 6, 2018	500,000	Share Certificate
Speakeasy Cannabis Club	July 23, 2018	1,571,429	Share Certificate

D Corp. PI Account

Issuer	Date Shares Received in Account	Number of Shares Received	Method of Receipt
Kootenay Zinc Corp.	February 12, 2018	900,000	Share Certificate

D Corp. Research Account

Issuer	Date Shares Received in Account	Number of Shares Received	Method of Receipt
Affinor Growers Inc.	March 15, 2018	1,268,750	Share Certificate
Affinor Growers Inc.	March 15, 2018	1,000,000	Share Certificate
Affinor Growers Inc.	March 19, 2018	1,000,000	Share Certificate
Affinor Growers Inc.	March 20, 2018	1,000,000	Share Certificate
Beleave Inc.	May 4, 2018	571,429	Share Certificate
Beleave Inc.	June 15, 2018	250,000	Share Certificate
BLOK Technologies Inc.	June 21, 2018	2,500,000	Share Certificate
Cryptobloc Technologies Corp.	June 12, 2018	6,666,667	Share Certificate
Green 2 Blue Energy Corp.	April 18, 2018	5,000,000	Share Certificate
Marapharm Ventures Inc.	May 25, 2018	500,000	Share Certificate
Marapharm Ventures Inc.	May 28, 2018	708,334	Share Certificate
Marapharm Ventures Inc.	June 18, 2018	750,000	Share Certificate
Marapharm Ventures Inc.	June 21, 2018	300,000	Share Certificate
Preveceutical Medical Inc.	June 29, 2018	20,000,000	Share Certificate
Preveceutical Medical Inc.	July 25, 2018	2,300,000	Share Certificate
Preveceutical Medical Inc.	July 25, 2018	650,000	Share Certificate

KPM Research Account

Issuer	Date Shares Received in Account	Number Of Shares Received	Method of Receipt
Abattis Bioceuticals Corp.	March 15, 2018	5,449,591	Share Certificate
Beleave Inc.	June 15, 2018	250,000	Share Certificate
BLOK Technologies Inc.	June 22, 2018	2,500,000	Share Certificate

S Corp. Research Account

Issuer	Date Shares Received in Account	Number of Shares Received	Method of Receipt
Abattis Bioceuticals Corp.	July 13, 2018	80,769	Share Certificate
Beleave Inc.	June 15, 2018	750,000	Share Certificate
Cryptobloc Technologies Corp.	June 12, 2018	6,666,667	Share Certificate
Marapharm Ventures Inc.	May 25, 2018	966,667	Share Certificate
Marapharm Ventures Inc.	May 28, 2018	700,000	Share Certificate
Marapharm Ventures Inc.	June 6, 2018	1,083,667	Share Certificate
Marapharm Ventures Inc.	June 13, 2018	2,000,000	Share Certificate

E SA Research Account

Issuer	Date Shares Received in Account	Number Of Shares Received	Method of Receipt
New Point Exploration Corp.	August 10, 2018	5,000,000	Share Certificate

Schedule "B"

Deposit of Shares of the Same Issuer Around the Same Time

Issuer	Account	Date Shares Received in Account	Number of Shares Received	Method of Receipt
Abattis Bioceuticals Corp.	JL PI	March 8, 2018	3,000,000	Share Certificate
Abattis Bioceuticals Corp.	KPM Research	March 15, 2018	5,449,591	Share Certificate

Issuer	Account	Date Shares Received in Account	Number of Shares Received	Method of Receipt
Abattis Bioceuticals Corp.	JL Research	March 29, 2018	4,000,000	Share Certificate
Affinor Growers Inc.	JL Research	March 13, 2018	3,055,893	Transfer In
Affinor Growers Inc.	D Corp. Research	March 15, 2018	1,268,750	Share Certificate
Affinor Growers Inc.	D Corp. Research	March 15, 2018	1,000,000	Share Certificate
Affinor Growers Inc.	D Corp. Research	March 19, 2018	1,000,000	Share Certificate
Affinor Growers Inc.	D Corp. Research	March 20, 2018	1,000,000	Share Certificate
Beleave Inc.	D Corp. Research	May 4, 2018	571,429	Share Certificate
Beleave Inc.	JL Research	May 9, 2018	197,143	Share Certificate
Beleave Inc.	D Corp. Research	June 15, 2018	250,000	Share Certificate
Beleave Inc.	KPM Research	June 15, 2018	250,000	Share Certificate
Beleave Inc.	S Corp. Research	June 15, 2018	750,000	Share Certificate
BLOK Technologies Inc.	D Corp. Research	June 21, 2018	2,500,000	Share Certificate
BLOK Technologies Inc.	KPM Research	June 22, 2018	2,500,000	Share Certificate
Cryptobloc Technologies Corp.	S Corp. Research	June 12, 2018	6,666,667	Share Certificate
Cryptobloc Technologies Corp.	D Corp. Research	June 12, 2018	6,666,667	Share Certificate
Cryptobloc Technologies Corp.	JL Research	June 26, 2018	2,225,000	Direct Registration System
Green 2 Blue Energy Corp.	D Corp. Research	April 18, 2018	5,000,000	Share Certificate
Green 2 Blue Energy Corp.	JL Research	April 30, 2018	1,250,000	Share Certificate

Issuer	Account	Date Shares Received in Account	Number of Shares Received	Method of Receipt
Marapharm Ventures Inc.	D Corp. Research	May 25, 2018	500,000	Share Certificate
Marapharm Ventures Inc.	S Research	May 25, 2018	966,667	Share Certificate
Marapharm Ventures Inc.	D Corp. Research	May 28, 2018	708,334	Share Certificate
Marapharm Ventures Inc.	S Corp. Research	May 28, 2018	700,000	Share Certificate
Marapharm Ventures Inc.	S Corp. Research	June 6, 2018	1,083,667	Share Certificate
Marapharm Ventures Inc.	S Corp. Research	June 13, 2018	2,000,000	Share Certificate
Marapharm Ventures Inc.	D Corp. Research	June 18, 2018	750,000	Share Certificate
Marapharm Ventures Inc.	D Corp. Research	June 21, 2018	300,000	Share Certificate
New Point Exploration Corp.	E SA Research	August 10, 2018	5,000,000	Share Certificate
New Point Exploration Corp.	JL Research	August 14, 2018	5,000,000	Share Certificate

Schedule "C"

Shares Purchased by Way of Promoter Exemption to Prospectus Requirement

Issuer	Account	Date Shares were Received in Account	Number of Shares Received	Cost to Purchase	Method of Receipt	Date of Notice of Issuance of Securities by Private Placement (Form 9)
Abattis Bioceuticals Corp.	JL PI	December 15, 2017	1,722,222	\$309,999	Share Certificate	December 14, 2017
Abattis Bioceuticals Corp.	JL PI	December 21, 2017	2,013,178	\$865,666	Share Certificate	December 19, 2017
Abattis Bioceuticals Corp.	JL PI	January 4, 2018	3,562,798	\$1,532,003	Share Certificate	January 4, 2018
Abattis Bioceuticals Corp.	JL PI	January 10, 2018	3,197,636	\$1,406,959	Share Certificate	January 9, 2018
Abattis Bioceuticals Corp.	JL PI	January 10, 2018	1,500,000	\$666,000	Share Certificate	January 9, 2018
Abattis Bioceuticals Corp.	JL PI	February 20, 2018	387,597	\$166,666	Share Certificate	December 19, 2017
Abattis Bioceuticals Corp.	S Corp. Research	July 13, 2018	80,769	\$11,812	Share Certificate	June 7, 2018

Issuer	Account	Date Shares were Received in Account	Number of Shares Received	Cost to Purchase	Method of Receipt	Date of Notice of Issuance of Securities by Private Placement (Form 9)
Affinor Growers Inc.	D Corp. Research	March 15, 2018	1,268,750	\$203,000	Share Certificate	March 8, 2018
Affinor Growers Inc.	D Corp. Research	March 15, 2018	1,000,000	\$160,000	Share Certificate	March 8, 2018
Affinor Growers Inc.	D Corp. Research	March 19, 2018	1,000,000	\$160,000	Share Certificate	March 8, 2018
Affinor Growers Inc.	D Corp. Research	March 20, 2018	1,000,000	\$160,000	Share Certificate	March 8, 2018
Beleave Inc.	D Corp. Research	May 4, 2018	571,429	\$1,000,000	Share Certificate	April 27, 2018
Beleave Inc.	JL Research	May 9, 2018	197,143	\$345,000	Share Certificate	April 27, 2018
Beleave Inc.	D Corp. Research	June 15, 2018	250,000	\$500,000	Share Certificate	June 12, 2018
Beleave Inc.	KPM Research	June 15, 2018	250,000	\$500,000	Share Certificate	June 12, 2018
Beleave Inc.	S Corp. Research	June 15, 2018	750,000	\$1,500,000	Share Certificate	June 12, 2018
BLOK Technologies Inc.	D Corp. Research	June 21, 2018	2,500,000	\$500,000	Share Certificate	June 7, 2018
BLOK Technologies Inc.	KPM Research	June 22, 2018	2,500,000	\$500,000	Share Certificate	June 7, 2018
Cryptobloc Technologies Corp.	S Corp. Research	June 12, 2018	6,666,667	\$1,000,000	Share Certificate	June 5, 2018
Cryptobloc Technologies Corp.	D Corp. Research	June 12, 2018	6,666,667	\$1,000,000	Share Certificate	June 5, 2018
Kootenay Zinc Corp.	D Corp. PI	February 12, 2018	900,000	\$243,000	Share Certificate	February 2, 2018
Marapharm Ventures Inc.	D Corp. Research	May 25, 2018	500,000	\$300,000	Share Certificate	June 1, 2018
Marapharm Ventures Inc.	S Corp. Research	May 25, 2018	966,667	\$580,000	Share Certificate	June 1, 2018
Marapharm Ventures Inc.	D Corp. Research	May 28, 2018	708,334	\$425,000	Share Certificate	June 1, 2018
Marapharm Ventures Inc.	S Corp. Research	May 28, 2018	700,000	\$420,000	Share Certificate	June 1, 2018

Issuer	Account	Date Shares were Received in Account	Number of Shares Received	Cost to Purchase	Method of Receipt	Date of Notice of Issuance of Securities by Private Placement (Form 9)
Marapharm Ventures Inc.	S Corp. Research	June 13, 2018	2,000,000	\$1,200,000	Share Certificate	June 12, 2018
Preveceutical Medical Inc.	D Corp. Research	June 29, 2018	20,000,000	\$1,000,000	Share Certificate	June 29, 2018
Speakeasy Cannabis Club	JL Research	July 5, 2018	500,000	\$500,000	Share Certificate	May 24, 2018
Speakeasy Cannabis Club	JL Research	July 6, 2018	500,000	\$500,000	Share Certificate	May 24, 2018
Speakeasy Cannabis Club	JL Research	July 23, 2018	1,571,429	\$1,100,000	Share Certificate	July 23, 2018

Schedule "D"

Receipt and Sale of Shares

Abattis Bioceuticals Corp.

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares Were Sold	Number of Shares Sold
JL PI	December 19, 2017 to March 9, 2018	30,776,628	December 15, 2017 to February 23, 2018	393,696	December 13, 2017 to March 2, 2018	30,961,668
KPM Research	March 15, 2018	5,449,591			March 14, 2018 to March 15, 2018	5,423,000
JL Research	March 29, 2018 to July 19, 2018	28,749,806	May 1, 2018 to May 8, 2018	2,304,874	March 22, 2018 to July 24, 2018	31,309,886
S Corp Research	July 13, 2018	80,769			July 12, 2018	80,769

Affinor Growers Inc.

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares Were Sold	Number of Shares Sold
D Corp. Research	March 15, 2018, March 19, 2018 & March 20, 2018	4,268,750			March 14, 2018 to March 28, 2018	4,268,750

Beleave Inc.

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares Were Sold	Number of Shares Sold
D Corp. Research	May 4, 2018	571,429			May 2, 2018 to May 7, 2018	571,429
JL Research	May 9, 2018	197,143	May 2, 2018 & May 4, 2018	142,103	April 19, 2018 to May 9, 2018	339,246
D Corp. Research	June 15, 2018	250,000			June 11, 2018 to July 10, 2018	240,000
KPM Research	June 15, 2018	250,000			June 11, 2018 to July 11, 2018	250,000
S Corp. Research	June 15, 2018	750,000			June 11, 2018 to July 12, 2018	750,000

BLOK Technologies Inc

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares Were Sold	Number of Shares Sold
D Corp. Research	June 21, 2018	2,500,000			June 7, 2018 to July 18, 2018	2,500,000
KPM Research	June 22, 2018	2,500,000			June 21, 2018 to July 26, 2018	2,500,000

Cryptobloc Technologies

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares Were Sold	Number of Shares Sold
S Corp. Research	June 12, 2018	6,666,667			June 12, 2018 to June 21, 2018	6,666,667
D Corp. Research	June 12, 2018	6,666,667			June 12, 2018 to June 20, 2018	5,860,000
JL Research	June 26, 2018	2,225,000	June 12, 2018 to June 15, 2018	605,000	May 22, 2018 to June 27, 2018	2,757,000

Green 2 Blue Energy Corp.

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares Were Sold	Number of Shares Sold
D Corp. Research	April 18, 2018	5,000,000	April 20, 2018	2,500	April 17, 2018 to April 20, 2018	5,002,500
JL Research	April 30, 2018	1,250,000	April 26, 2018	762,000	April 6, 2018 to April 23, 2018	2,012,000

Kootenay Zinc Corp

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares Were Sold	Number of Shares Sold
D Corp. PI	February 12, 2018	900,000	February 15, 2018	121,000	February 13, 2018 to March 7, 2018	1,021,000

Marapharm Ventures Inc.

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares Were Sold	Number of Shares Sold
D Corp. Research	May 25, 2018 & May 28, 2018	1,208,334			May 22, 2018 to May 30, 2018	1,208,334
S Corp. Research	May 25, 2018 & May 28, 2018	1,666,667			May 22, 2018 to May 30, 2018	1,666,667
S Corp. Research	June 6, 2018 & June 13, 2018	3,083,667			June 5, 2018 to June 18, 2018	3,083,667
D Corp. Research	June 18, 2018 & June 21, 2018	1,050,000	June 27, 2018	127,500	June 11, 2018 to June 29, 2018	1,177,500

New Point Exploration Corp.

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares Were Sold	Number of Shares Sold
E SA Research	August 10, 2018	5,000,000			July 31, 2018 to August 2, 2018	5,000,000
JL Research	August 14, 2018	5,000,000			July 26, 2018 to July 31, 2018	5,000,000

Preveceutical Medical Inc.

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares Were Sold	Number of Shares Sold
D Corp. Research	June 29, 2018 & July 25, 2018	22,950,000			June 26, 2018 to August 3, 2018	22,950,000

Schedule "E"

Profit (Loss) from Trading

Abattis Bioceticals Corp.

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares were Sold	Number of Shares Sold	Profit (Loss)
KPM Research	March 15, 2018	5,449,591			March 14, 2018 to March 15, 2018	5,423,000	(\$408,921)
S Corp. Research	July 13 ,2018	80,769			July 12, 2018	80,769	(\$2,629)

Affinor Growers Inc.

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares were Sold	Number of Shares Sold	Profit (Loss)
D Corp. Research	March 15, 19, & 20, 2018	4,268,750			March 14, 2018 to March 28, 2018	4,268,750	\$13,851

Beleave Inc.

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares were Sold	Number of Shares Sold	Profit (Loss)
D Corp. Research	May 4, 2018	571,429			April 30, 2018 to May 7, 2018	571,429	(\$282,009)
D Corp. Research	June 15, 2018	250,000	May 15, 2018 & May 16, 2018	268,000	June 11, 2018 to July 10, 2018	250,000	(\$141,854)

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares were Sold	Number of Shares Sold	Profit (Loss)
KPM Research	June 15, 2018	250,000			June 11, 2018 to July 11, 2018	250,000	(\$131,268)
S Corp. Research	June 15, 2018	750,000			June 11, 2018 to July 12, 2018	750,000	(\$393,868)

BLOK Technologies Inc

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares were Sold	Number of Shares Sold	Profit (Loss)
D Corp. Research	June 21, 2018	2,500,000			June 7, 2018 to July 18, 2018	2,500,000	(\$212,540)
KPM Research	June 22, 2018	2,500,000			June 21, 2018 to July 26, 2018	2,500,000	(\$279,110)

Cryptobloc Technologies

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares were Sold	Number of Shares Sold	Profit (Loss)
S Corp. Research	June 12, 2018	6,666,667			June 12, 2018 to June 21, 2018	6,666,667	(\$142,703)
JL Research	June 26, 2018	2,225,000	June 12, 2018 to June 15, 2018	605,000	May 22, 2018 to June 27, 2018	2,757,000	(\$211,200)
D Corp. Research	June 12, 2018	6,666,667			June 12, 2018 to June 20, 2018	5,860,000	(\$335,147)

Green 2 Blue Energy Corp.

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares were Sold	Number of Shares Sold	Profit (Loss)
D Corp. Research	April 18, 2018	5,000,000	April 20, 2018	2,500	April 17, 2018 to April 20, 2018	5,002,500	(\$371,850)

Kootenay Zinc Corp

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares were Sold	Number of Shares Sold	Profit (Loss)
D Corp. PI	February 12, 2018	900,000	February 15, 2018	121,000	February 13, 2018 to March 7, 2018	1,021,000	\$212,528

Marapharm Ventures Inc.

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares were Sold	Number of Shares Sold	Profit (Loss)
D Corp. Research	May 25, 2018 & May 28, 2018	1,208,334			May 22, 2018 to May 30, 2018	1,208,334	(\$79,019)

New Point Exploration Corp.

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares Were Sold	Number of Shares Sold	Profit (Loss)
E SA Research	August 10, 2018	5,000,000			July 31, 2018 to August 2, 2018	5,000,000	(\$271,494)

Preveceutical Medical Inc.

Account	Period Shares Received in Account	Number of Shares Received	Period Additional Shares Were Bought on Market	Number of Additional Shares Bought on Market	Period Shares were Sold	Number of Shares Sold	Profit (Loss)
D Corp. Research	June 29, 2018 & July 25, 2018	22,950,000			June 26, 2018 to August 3, 2018	22,950,000	(\$140,285)

Schedule "F"

Funds Deposited to & Withdrawn from the Accounts

JL Research Account

Date	Method	Amount Deposited	Amount Withdrawn
March 14, 2018	Transfer-In	\$1,742,544	
April 5, 2018	Transfer-In	\$32,812	
April 5, 2018	Transfer-In	\$31,536	
May 7, 2018	Cheque		\$5,000,000
August 16, 2018	Cheque		\$5,000,000
September 11, 2018	Cheque		\$1,000,000
Total:		\$1,806,892	\$11,000,000

D Corp. Research Account

Date	Method of Fund Transfer	Amount Deposited	Amount Withdrawn
March 22, 2018	Cheque		\$534,000
April 4, 2018	Cheque		\$152,850
April 24, 2018	Cheque		\$1,128,150
May 25, 2018	Cheque		\$1,000,000
May 31, 2018	Cheque		\$345,000
June 26, 2018	Cheque		\$1,000,000
July 5, 2018	Cheque		\$400,000
August 20, 2018	Cheque		\$500,000
October 15, 2018	Cheque		\$450,000
Total:			\$5,510,000

S Corp. Research Account

Date	Method of Fund Transfer	Amount Deposited	Amount Withdrawn
May 29, 2018	Cheque		\$500,000
May 31, 2018	Cheque		\$460,000
June 7, 2018	Cheque		\$440,000
June 14, 2018	Cheque		\$1,000,000

Date	Method of Fund Transfer	Amount Deposited	Amount Withdrawn
June 21, 2018	Cheque		\$895,000
July 4, 2018	Cheque		\$600,000
Total:			\$3,895,000

KPM Research Account

Date	Method of Fund Transfer	Amount Deposited	Amount Withdrawn
March 21, 2018	Cheque		\$700,350
June 22, 2018	Cheque		\$350,000
June 24, 2018	Cheque		\$350,000
June 6, 2018	Cheque		\$250,000
June 4, 2018	Cheque		\$250,000
July 9, 2018	Cheque		\$400,000
July 27, 2018	Cheque		\$388,000
Total:			\$2,688,350

E SA Research Account

Date	Method of Fund Transfer	Amount Deposited	Amount Withdrawn
August 8, 2018	Cheque	\$1,000,000	
August 16, 2018	Cheque		\$1,353,056
Total:		\$1,000,000	\$1,353,056

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