

**IN THE MATTER OF THE SECURITIES ACT  
R.S.O. 1990, c. S.5, AS AMENDED**

- and -

**IN THE MATTER OF  
ROBERT DAVIES**

**ORDER  
(Subsection 127(1) and section 127.1)**

**WHEREAS** on May 12, 2003, the Ontario Securities Commission (the “Commission”) issued a Notice of Hearing pursuant to section 127 of the *Securities Act*, R.S.O. 1990, c. S.5, as amended (the “Act”) respecting Robert Davies (“Davies”);

**AND WHEREAS** Davies entered into a Settlement Agreement executed July 20 and 21, 2003 (the “Settlement Agreement”) in which he agreed to a proposed settlement of the proceedings subject to the approval of the Commission;

**AND UPON** reviewing the Settlement Agreement and the Statement of Allegations of Staff of the Commission and upon hearing submissions from counsel for Davies and from Staff of the Commission;

**AND WHEREAS** the Commission is of the opinion that it is in the public interest to make this Order pursuant to subsection 127(1) and section 127.1 of the Act;

**IT IS ORDERED THAT:**

1. the attached Settlement Agreement is approved;
2. pursuant to subsection 127(1), paragraph 2, trading in any securities by Davies cease for ten years commencing on the date of this Order except that, after three years, Davies is permitted to trade securities through a registered dealer for his personal account and the account of his registered retirement savings plan (as defined in the *Income Tax Act (Canada)*);
3. pursuant to subsection 127(1), paragraph 8, Davies is prohibited from becoming or acting as a director or officer of any issuer for ten years;
4. pursuant to subsection 127(1), paragraph 6, Davies is reprimanded; and

5. pursuant to section 127.1, Davies pay costs to the Commission in the amount of \$2,000.

**DATED** at Toronto this 21st day of July, 2003

“Lorne Morphy”

---

Lorne Morphy

“Robert Davis”

---

Robert Davis