

**IN THE MATTER OF THE *SECURITIES ACT*,
R.S.O. 1990, c. S.5, as amended**

- and -

**IN THE MATTER OF
ROBERT WAXMAN**

O R D E R

(Sections 127 and 127.1)

WHEREAS the Ontario Securities Commission (the “Commission”) issued a Notice of Hearing dated August 30, 2000, an Amended Notice of Hearing dated December 12, 2005 and an Amended Notice of Hearing dated August 9, 2007, pursuant to section 127 of the Ontario *Securities Act*, as amended, with respect to Robert Waxman;

AND WHEREAS on August 30, 2000, a Statement of Allegations was delivered and subsequently amended on October 12, 2005, December 9, 2005 and July 26, 2007 (the “Amended Statement of Allegations”);

AND WHEREAS the Respondent Robert Waxman entered into a settlement agreement dated December 17, 2007 (the “Settlement Agreement”), in which the Respondent agreed to a proposed settlement of the proceeding commenced by the Notice of Hearing dated August 30, 2000, subject to the approval of the Commission;

AND UPON reviewing the Settlement Agreement and the Amended Statement of Allegations of Staff of the Commission, and upon hearing submissions from counsel for the Respondent 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;

IT IS ORDERED THAT:

1. the Settlement Agreement dated December 17, 2007, attached to this Order as Schedule "1", is hereby approved;
2. pursuant to clause 8 of subsection 127(1) of the Act, Waxman will be prohibited from becoming or acting as a director or officer of any reporting issuer for a period of twenty years commencing on the date that the Settlement Agreement is approved;
3. pursuant to clause 2 of subsection 127(1) of the Act, Waxman will be prohibited from trading in securities for a period of ten years, commencing on the date that the Settlement Agreement is approved;
4. pursuant to clause 6 of subsection 127(1) of the Act, Waxman will be reprimanded; and
5. pursuant to section 127.1 of the Act, Waxman will pay costs to the Commission in the amount of \$125,000.

DATED at Toronto this 21st day of December, 2007.

"Paul K. Bates"

Paul K. Bates

"David L. Knight"

David L. Knight

"Suresh Thakrar"

Suresh Thakrar