



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

P.O. Box 55, 19th Floor
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20, rue queen ouest
Toronto ON M5H 3S8

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

- and -

**IN THE MATTER OF
NUVO RESEARCH INC. AND REBECCA E. KEELER**

- and -

**IN THE MATTER OF A SETTLEMENT AGREEMENT
BETWEEN STAFF OF THE ONTARIO SECURITIES COMMISSION
AND REBECCA E. KEELER**

ORDER

WHEREAS on April 24, 2007, the Commission issued a Notice of Hearing pursuant to section 127 of the *Securities Act* (the “Act”) in respect of Rebecca Keeler (“Keeler” or the “Respondent”);

AND WHEREAS on April 24, 2007, Staff of the Commission (“Staff”) filed a Statement of Allegations;

AND WHEREAS the Respondent entered into a Settlement Agreement dated December 1, 2011, (the “Settlement Agreement”) in relation to the matters set out in the Amended Statement of Allegations;

AND WHEREAS the Commission issued a Notice of Hearing dated December 8, 2011, announcing that it proposed to consider the Settlement Agreement;

UPON reviewing the Settlement Agreement, the Notice of Hearing and the Statement of Allegations, and upon considering submissions from the Respondent through her counsel 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 HEREBY ORDERED:

1. the Settlement Agreement is hereby approved;
2. pursuant to clause 8 of subsection 127(1) of the *Act*, Keeler shall be prohibited from acting as a director or officer of any reporting issuer for a period of 2 years, and that prior to acting in any capacity as a director or officer of any reporting issuer in the future, Keeler shall complete an education program, acceptable to both Keeler and Staff, relating to the obligations of officers and directors of reporting issuers, and undertaken at Keeler's expense;
3. pursuant to clause 6 of subsection 127(1) Keeler is reprimanded; and,
4. pursuant to clause 9 of subsection 127(1), immediately upon this Settlement Agreement being approved, Keeler shall pay to the Commission an administrative penalty of \$5,000.

DATED at Toronto this 12th day of December, 2011.

“ Paulette Kennedy ”

Paulette Kennedy