



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 NEW FOUND FREEDOM FINANCIAL,
RON DEONARINE SINGH, WAYNE GERARD MARTINEZ, PAULINE LEVY,
DAVID WHIDDEN, PAUL SWABY AND ZOMPAS CONSULTING**

- and -

**IN THE MATTER OF A SETTLEMENT AGREEMENT BETWEEN STAFF OF
THE ONTARIO SECURITIES COMMISSION AND DAVID WHIDDEN**

ORDER

WHEREAS on November 2, 2011, the Ontario Securities Commission (the “Commission”) issued a Notice of Hearing pursuant to sections 127 and 127.1 of the *Securities Act*, R.S.O. 1990, c. S.5, as amended (the “Act”), in connection with the allegations set out in the Statement of Allegations filed by Staff of the Commission (“Staff”) on November 1, 2011;

AND WHEREAS David Whidden (“Whidden”) entered into a settlement agreement with Staff dated August 24, 2012 (the “Settlement Agreement”) in relation to the matters set out in the Statement of Allegations;

AND WHEREAS on August 30, 2012, the Commission issued a Notice of Hearing pursuant to section 127 of the Act to announce that it proposed to hold a hearing to consider whether it is in the public interest to approve the Settlement Agreement;

AND UPON reviewing the Settlement Agreement, the Notice of Hearing, and the Statement of Allegations, and upon hearing submissions from Staff and from Whidden;

AND WHEREAS the Commission is of the opinion that it is in the public interest to make this Order;

IT IS HEREBY ORDERED, PURSUANT TO SECTIONS 127(1) AND 127.1 OF THE ACT, THAT:

- (a) the Settlement Agreement is approved;
- (b) pursuant to clause 2 of subsection 127(1) of the Act, trading in any securities by Whidden shall cease for a period of four (4) years commencing from the date of this Order, with the exception that, once the entire amount set out in paragraph (i) below is paid in full, Whidden shall be permitted to trade securities for the account of his registered retirement savings plans and his registered pension plan as defined in the *Income Tax Act*, R.S.C. 1985, c.1, as amended (the “*Income Tax Act*”) solely through a registered dealer or, as appropriate, a registered dealer in a foreign jurisdiction (which dealer must be given a copy of this Order) in (a) any “exchange-traded security” or “foreign exchange-traded security” within the meaning of National Instrument 21-101 provided that he does not own beneficially or exercise control or direction over more than 5 percent of the voting or equity securities of the issuer(s) of any such securities, or (b) any security issued by a mutual fund that is a reporting issuer;
- (c) pursuant to clause 2.1 of subsection 127(1) of the Act, the acquisition of any securities by Whidden is prohibited for a period of four (4) years commencing from the date of this Order, with the exception that Whidden shall be permitted to acquire securities for the account of his registered retirement savings plans and his registered pension plan as defined in the *Income Tax Act* once the entire amount set out in paragraph (i) below is paid in full, in accordance with the exception requirements as set out in paragraph (b) above;

- (d) pursuant to clause 3 of subsection 127(1) of the Act, any exemptions contained in Ontario securities law do not apply to Whidden for a period of four (4) years commencing from the date of this Order, except to the extent such exemption is necessary for trades undertaken in connection with his registered retirement savings plans and his registered pension plan as defined in the *Income Tax Act*, once the entire amount set out in paragraph (i) below is paid in full;
- (e) pursuant to clause 6 of subsection 127(1) of the Act, Whidden is reprimanded;
- (f) pursuant to clause 7 of subsection 127(1) of the Act, Whidden shall resign any positions he holds as a director or officer of an issuer, with the exception that Whidden may continue his activities as a director and officer of Alternative Strategies by DAW Inc. and Profitable Giving Canada as those activities relate to charitable gifting arrangements, excluding any such arrangements involving securities;
- (g) pursuant to clauses 8, 8.2 and 8.4 of subsection 127(1) of the Act, Whidden is prohibited for a period of four (4) years from the date of this Order from becoming or acting as a director or officer of an issuer, registrant or investment fund manager, with the exception that Whidden may continue his activities as a director and officer of Alternative Strategies by DAW Inc. and Profitable Giving Canada as those activities relate to charitable gifting arrangements, excluding any such arrangements involving securities;
- (h) pursuant to clause 8.5 of subsection 127(1) of the Act, Whidden is prohibited for a period of four (4) years from the date of this Order from becoming or acting as a registrant, investment fund manager or promoter; and
- (i) pursuant to clause 9 of subsection 127(1) of the Act, Whidden shall pay to the Commission an administrative penalty in the amount of \$6,000 for his failure to comply with Ontario securities law, which shall be designated under subsection

3.4(2)(b)(i) or (ii) of the Act as the Commission in its absolute discretion shall decide.

DATED at Toronto this 7th day of September, 2012

"Paulette L. Kennedy"

Paulette L. Kennedy