



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

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Toronto ON M5H 3S8

**IN THE MATTER OF
THE *SECURITIES ACT*, RSO 1990, c S.5**

- AND -

**IN THE MATTER OF
ROBERT BRUCE RUSH AND
BREAKTHROUGH FINANCIAL INC.**

**ORDER
(Subsections 127(1) and 127(10) of the *Securities Act*)**

WHEREAS:

1. On February 22, 2016, the British Columbia Securities Commission issued an Order imposing sanctions on Robert Bruce Rush (“**Rush**”) and Breakthrough Financial Inc. (“**Breakthrough**”) (collectively, the “**Respondents**”);
2. On May 9, 2016, Staff of the Ontario Securities Commission (the “**Commission**”) filed a Statement of Allegations, in which Staff seeks an order against the Respondents pursuant to subsections 127(1) and 127(10) of the *Securities Act*;
3. On May 11, 2016, the Commission issued a Notice of Hearing in respect of that Statement of Allegations, setting May 30, 2016 as the date of the hearing;
4. Staff filed an affidavit of service sworn by Lee Crann on May 25, 2016, describing steps taken by Staff to serve the Respondents with the Notice of Hearing, Statement of Allegations and Staff’s disclosure materials;
5. At the hearing on May 30, 2016:
 - a. Staff appeared before the Commission and made submissions;

- b. The Respondents did not appear or make submissions, although properly served; and
 - c. Staff applied to continue the proceeding by way of a written hearing.
6. The Commission issued an Order dated May 30, 2016, ordering that:
 - a. Staff's application to continue by way of a written hearing was granted;
 - b. Staff's materials were required to be served and filed no later than June 9, 2016;
 - c. The Respondents' responding materials, if any, were required to be served and filed no later than July 7, 2016; and
 - d. Staff's reply materials, if applicable, were required to be served and filed no later than July 21, 2016.
7. Staff filed written hearing materials in accordance with the ordered schedule. The Respondents did not file any responding materials, either by the ordered date or at all;
8. Staff filed an affidavit of service sworn by Lee Crann on June 9, 2016, describing steps taken by Staff to serve the Respondents with the Order issued May 30, 2016 and Staff's written hearing materials;
9. Pursuant to paragraph 4 of subsection 127(10) of the *Securities Act*, an Order made by a securities regulatory authority in any jurisdiction that imposes sanctions, conditions, restrictions or requirements on a person may form the basis for an Order made under subsection 127(1) of the *Securities Act*; and
10. The Commission is of the opinion that it is in the public interest to make this Order.

IT IS ORDERED THAT:

1. Under subsection 127(1), paragraph 2 of the *Securities Act*, Rush shall permanently cease trading in securities and derivatives;
2. Under subsection 127(1), paragraph 2.1 of the *Securities Act*, Rush is permanently prohibited from acquiring any securities;
3. Under subsection 127(1), paragraph 3 of the *Securities Act*, any exemptions contained in Ontario securities law do not apply to Rush permanently;

4. Under subsection 127(1), paragraphs 7, 8.1 and 8.3 of the *Securities Act*, Rush shall resign any positions he holds as a director or officer of any issuer, registrant or investment fund manager;
5. Under subsection 127(1), paragraphs 8, 8.2 and 8.4 of the *Securities Act*, Rush is permanently prohibited from becoming or acting as a director or officer of any issuer, registrant or investment fund manager;
6. Under subsection 127(1), paragraph 8.5 of the *Securities Act*, Rush is permanently prohibited from becoming or acting as a registrant, an investment fund manager or a promoter;
7. Under subsection 127(1), paragraph 2 of the *Securities Act*, trading in any securities of Breakthrough shall cease permanently;
8. Under subsection 127(1), paragraph 2 of the *Securities Act*, trading in any securities or derivatives by Breakthrough shall cease permanently; and
9. Under subsection 127(1), paragraph 8.5 of the *Securities Act*, Breakthrough is prohibited permanently from becoming or acting as a registrant or promoter.

DATED at Toronto this 15th day of July, 2016.

“Janet Leiper”

JANET LEIPER, C.S.