

IN THE MATTER OF  
THE SECURITIES ACT, R.S.N.S. 1989, CHAPTER 418, AS AMENDED ("Act")

- and -

IN THE MATTER OF  
ELLIOT FEDER ("Respondent")

**ORDER**  
(Sections 134B(6) and 134(1) of the Act)

**WHEREAS** the Director of Enforcement of the Nova Scotia Securities Commission ("Commission") submitted a Notice of Application dated the 22<sup>nd</sup> day of December, 2016;

**AND UPON** reviewing and considering the submissions of counsel for the Director of Enforcement;

**AND UPON** the Respondent having made admissions of contraventions of securities laws of Ontario as set out in the Settlement Agreement between Staff of the Ontario Securities Commission and the Respondent dated January 19, 2012;

**AND UPON** the Ontario Securities Commission approving that Settlement Agreement and having ordered sanctions and penalties against the Respondent in its Order issued January 20, 2012;

**AND UPON** the Commission determining it is in the public interest to issue this order reciprocating the sanctions ordered by the Ontario Securities Commission pursuant to section 134B(6) of the Act;

**IT IS HEREBY ORDERED** that:

1. Pursuant to section 134(1)(b) of the Act, that the Respondent cease trading in securities permanently, with the exception that the Respondent is permitted to trade for his own account solely through a registered dealer or, a registered dealer in a foreign jurisdiction (which dealer must be provided a copy of this Order) in
  - any "exchange-traded security" or "foreign exchange-traded security" within the meaning of National Instrument 21-101 provided that he does not beneficially own or exercise control or direction over more than five percent of the voting or equity securities of the issuer(s) of any such securities; or
  - any security issued by a mutual fund that is a reporting issuer;

after the satisfaction of subparagraphs (g) and (h) of the Order against him issued by the Ontario Securities Commission on January 20, 2012 attached as Schedule "A" to this Order;

2. Pursuant to section 134(1)(ba) of the Act, the Respondent is permanently prohibited from acquiring securities in Nova Scotia, with the exception that the Respondent is permitted to acquire securities in private companies through which he carries on business, provided he is the sole shareholder and the companies do not engage in any distribution of securities to the public;
3. Pursuant to section 134(1)(c) of the Act, any exemptions contained in Nova Scotia securities laws do not apply to the Respondent permanently;
4. Pursuant to section 134(1)(d)(ii) of the Act, the Respondent is permanently prohibited from becoming or acting as a director or officer of any reporting issuer, registrant or investment fund manager, or any issuer that engages in a distribution to the public;
5. Pursuant to section 134(1)(e)(i) of the Act, the Respondent is permanently prohibited from disseminating or authorizing the dissemination of any information or record of any kind for the purpose of trading in securities; and
6. Pursuant to section 134(1)(g) of the Act, the Respondent is permanently prohibited from becoming or acting as a registrant, investment fund manager, or promoter.

DATED at Halifax, Nova Scotia, this 18<sup>th</sup> day of April, 2017.

**NOVA SCOTIA SECURITIES COMMISSION**



Valerie Seager, Chair

# SCHEDULE "A"



Ontario  
Securities  
Commission

Commission des  
valeurs mobilières  
de l'Ontario

P.O. Box 55, 19<sup>th</sup> Floor  
20 Queen Street West  
Toronto ON M5H 3S8

CP 55, 19<sup>e</sup> étage  
20, rue queen ouest  
Toronto ON M5H 3S8

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

**- AND -**

**IN THE MATTER OF  
GLOBAL ENERGY GROUP, LTD., NEW GOLD LIMITED PARTNERSHIPS,  
CHRISTINA HARPER, VADIM TSATSKIN, MICHAEL SCHAUMER, ELLIOT  
FEDER, ODED PASTERNAK, ALAN SILVERSTEIN, HERBERT GROBERMAN,  
ALLAN WALKER, PETER ROBINSON, VYACHESLAV BRIKMAN,  
NIKOLA BAJOVSKI, BRUCE COHEN and ANDREW SHIFF**

**- AND -**

**IN THE MATTER OF A SETTLEMENT AGREEMENT BETWEEN STAFF OF THE  
ONTARIO SECURITIES COMMISSION AND ELLIOT FEDER**

**ORDER  
(Sections 37 and 127(1))**

**WHEREAS** by Notice of Hearing dated June 8, 2010, the Ontario Securities Commission (the "Commission") announced that it proposed to hold a hearing, commencing on June 14, 2010, pursuant to sections 37, 127, and 127.1 of the *Securities Act*, R.S.O. 1990, c. S.5, as amended (the "Act"), to consider whether it is in the public interest to make orders, as specified therein, against Global Energy Group, Ltd., New Gold Limited Partnerships ("New Gold"), Christina Harper, Vadim Tsatskin, Michael Schaumer, Elliot Feder ("Feder"), Oded Pasternak, Alan Silverstein, Herbert Groberman, Allan Walker, Peter Robinson, Vyacheslav Brikman, Nikola Bajovski, Bruce Cohen and Andrew Shiff. The Notice of Hearing was issued in connection with the allegations as set out in the Statement of Allegations of Staff of the Commission ("Staff") dated June 8, 2010;

**AND WHEREAS** Feder entered into a settlement agreement with Staff dated January 18 and 19, 2012 (the "Settlement Agreement") in which Feder agreed to a proposed settlement of the

proceeding commenced by the Notice of Hearing dated June 8, 2010, subject to the approval of the Commission;

**WHEREAS** on January 18, 2012, the Commission issued a Notice of Hearing pursuant to sections 37 and 127 of the Act to announce that it proposed to hold a hearing to consider whether it is in the public interest to approve a settlement agreement entered into between Staff and Feder;

**AND UPON** reviewing the Settlement Agreement, the Notices of Hearing, and the Statement of Allegations of Staff, and upon hearing submissions from counsel for Feder and from Staff;

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

**IT IS HEREBY ORDERED THAT:**

- (a) the Settlement Agreement is approved;
- (b) pursuant to clause 2 of subsection 127(1) of the Act, trading in any securities by Feder cease permanently with the exception that Feder is permitted to contact the existing shareholders of (i) Genesis Rare Diamonds (Ontario) Ltd., (ii) Kimberlite Diamond Corporation, (iii) Genesis Rare Diamonds (U.K.) Ltd., and (iv) their subsidiaries, none of which is a reporting issuer, or their counsel and to discuss/explore the potential for the sale of Feder's shares in those corporations to any or all of their existing shareholders and/or the purchase of Feder's shares in those corporations by the respective corporations for cancellation, provided that Feder's shares are not actually sold and/or purchased without Feder first obtaining a further exemption/order from the Commission that permits such sale(s) and/or purchase(s);
- (c) pursuant to clause 2.1 of subsection 127(1) of the Act, the acquisition of any securities by Feder is prohibited permanently from the date of the approval of the Settlement Agreement with the exception that Feder is permitted to acquire securities in private companies (as defined in the Act) through which he carries on business, provided he is

the sole shareholder and the companies do not engage in any distribution of securities of the public;

- (d) pursuant to clause 3 of subsection 127(1) of the Act, any exemptions contained in Ontario securities law do not apply to Feder permanently;
- (e) pursuant to clauses 8, 8.2, and 8.4 of subsection 127(1) of the Act, Feder is prohibited permanently from becoming or acting as a director or officer of any reporting issuer, registrant, or investment fund manager or any issuer that engages in a distribution to the public;
- (f) pursuant to clause 8.5 of subsection 127(1) of the Act, Feder is prohibited permanently from becoming or acting as a registrant, as an investment fund manager or as a promoter;
- (g) pursuant to clause 9 of subsection 127(1) of the Act, Feder shall pay an administrative penalty in the amount of \$230,447 for his failure to comply with Ontario securities law to be designated for allocation to or for the benefit of third parties, including investors who lost money as a result of purchasing securities of New Gold, in accordance with subsection 3.4(2)(b) of the Act;
- (h) pursuant to clause 10 of subsection 127(1) of the Act, Feder shall disgorge to the Commission the amount of \$230,447 obtained as a result of his non-compliance with Ontario securities law to be designated for allocation to or for the benefit of third parties, including investors who lost money as a result of purchasing securities of New Gold, in accordance with subsection 3.4(2)(b) of the Act;
- (i) pursuant to subsection 37(1) of the Act, Feder is prohibited permanently from telephoning from within Ontario to any residence within or outside Ontario for the purpose of trading in any security or in any class of securities; and
- (j) notwithstanding the provisions of this Order, once Feder has fully satisfied the terms of sub-paragraphs (g) and (h) above, Feder shall be permitted to trade for his own account,

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.

**DATED** at Toronto this 20<sup>th</sup> day of January, 2012.

*“James E.A. Turner”*

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James E.A. Turner