



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

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

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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
NELSON FINANCIAL GROUP LTD., NELSON INVESTMENT GROUP LTD.,
MARC D. BOUTET, STEPHANIE LOCKMAN SOBOL,
PAUL MANUEL TORRES and H. W. PETER KNOLL**

ORDER

WHEREAS on May 12, 2010, the Ontario Securities Commission (the "Commission") issued a Notice of Hearing pursuant to section 127 and 127.1 of the *Securities Act*, R.S.O. 1990, c. S.5, as amended (the "*Act*") in connection with a Statement of Allegations issued by Staff of the Commission ("Staff") in this matter;

AND WHEREAS on November 10, 2010, the Staff amended the Statement of Allegations;

AND WHEREAS H.W. Peter Knoll ("Knoll") entered into a settlement agreement with Staff dated May 24, 2011 (the "Settlement Agreement"), subject to the approval of the Commission;

AND UPON reviewing the Settlement Agreement, and upon hearing submissions from counsel for Staff and counsel for Knoll.

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

IT IS ORDERED THAT

(a) The Settlement Agreement is approved;

- (b) Pursuant to clause 2 of s. 127(1) of the Act, trading in any securities by Knoll shall cease permanently, with a carve out for trading by Knoll in his personal RRSP account after the payment set out in subparagraph (f) is paid in full;
- (c) Pursuant to clause 1 of s. 127(1) of the Act, the registration granted to Knoll under Ontario securities law shall be terminated, permanently;
- (d) Pursuant to clause 8 of s. 127(1) of the Act, Knoll is prohibited from becoming or acting as a director or an officer of any issuer for the greater of 15 years, or until such time as the payment specified in paragraph (f) is made in full;
- (e) Pursuant to clause 3 of s. 127(1) of the Act, Any exemptions contained in Ontario securities law do not apply to Knoll, permanently;
- (f) Pursuant to clauses 9 and 10 of s. 127(1) of the Act, Knoll shall pay the amount of \$60,000 to be allocated to or for the benefit of third parties under s. 3.4(2) of the *Act*, with payment of \$15,000 to be made by certified cheque at the time of the settlement hearing and the remaining \$45,000 to be paid in quarterly instalments over a period of 3 years from the date the Settlement Agreement is executed.

DATED at Toronto this 30th day of May, 2011.

"James D. Carnwath"
James D. Carnwath