

ALBERTA SECURITIES COMMISSION

IN THE MATTER OF The Securities Act
S.A. 1981 c. S-6.1, as amended (the "Act")

- and -

IN THE MATTER OF John Hornby (the "Respondent")
and Datalogger Inc.

SETTLEMENT AGREEMENT AND UNDERTAKING

1. INTRODUCTION

- 1.1 The Staff of the Alberta Securities Commission (the "Commission") conducted an investigation into allegations that the Respondent breached the requirements of the Act or rules pursuant to the Act (the "Rules"); and
- 1.2 the Executive Director and the Respondent have agreed to resolve the allegations against the Respondent in this matter based on the terms and conditions set out herein.

2. AGREED STATEMENT OF FACTS

- 2.1 Datalogger Inc. (the "Corporation") was incorporated under the laws of Alberta on December 31, 1992;
- 2.2 on June 22, 1994, the Corporation became a reporting issuer in the Province of Alberta;
- 2.3 at all material times, John Hornby ("Hornby") was a director of the Corporation;
- 2.4 Hornby, upon becoming an insider of the Corporation on May 6, 1994, failed to file a report under Section 147(1) within 10 days disclosing any direct or indirect beneficial ownership of or control or direction over securities of the Corporation;
- 2.5 Hornby, being an insider and

- 2.5.1 being required to file a report under Section 147(2) of the Act; and
- 2.5.2 whose direct or indirect beneficial ownership of or control or direction over securities of the Corporation changed from that required to be shown in the report required to be filed under the Act;

did not file with the Executive Director, within 10 days from the day within which the change took place, a report of the change or changes in the report or latest report, as the case may be, setting forth those details of each transaction that are required by the Rules, contrary to Section 147(2) of the Act, particulars of which are:

between May 6, 1994 and May 28, 1996, Hornby conducted 29 trades in securities of the Corporation, of which no trades were reported within the time period prescribed by the Act, instead being reported between 304 to 1,057 days late, on April 3, 1997.

- 2.6 as a result of the foregoing, Hornby acted in a manner contrary to the Act and the Rules.

3. SETTLEMENT TERMS

- 3.1 Hornby hereby undertakes to the Executive Director that he will make himself aware of the requirements of the Act and that he will comply with the Act and the Rules in the future;
- 3.2 Hornby hereby undertakes to the Executive Director not to trade in any securities for a period of six (6) months from the date hereof;
- 3.3 Hornby agrees to pay to the Commission at the time of execution of this Settlement Agreement and Undertaking the sum of \$3500.00 towards the costs of the investigation;

3.4 The Settlement Agreement and Undertaking resolves all matters decided herein, and the Staff will take no further steps, including the initiation of any proceedings before the Alberta Securities Commission in this regard.

Dated at Calgary, Alberta)	ALBERTA SECURITIES COMMISSION
)	
)	
this <u>14th</u> of April, 1998.)	<u>"Original Signed By"</u>
)	H.C. Blakey
)	Director, Market Standards
)	
)	
Signed by John Hornby at)	<u>"Original Signed By"</u>
Calgary, Alberta this <u>8</u>)	John Hornby
day of April, 1998, in the)	
presence of:)	
)	
)	
<u>"Original Signed By"</u>)	
WITNESS)	

REDACTED
Barrister and Solicitor