

ALBERTA SECURITIES COMMISSION

CEASE TRADE ORDER

Citation: **Opes Joint Venture, Re, 2013 ABASC 77**

Date: **20130301**

**Opes Joint Venture**

**Background**

1. Opes Joint Venture (the **Issuer**) is a joint venture with its head office in Edmonton, Alberta.
2. The Issuer is not a reporting issuer in Alberta.
3. Under section 2.9 *Offering Memorandum* of National Instrument 45-106 *Prospectus and Registration Exemptions (NI 45-106)* the prospectus requirement does not apply to a distribution by a company of a security of its own issue if, among other things, the company files with the Alberta Securities Commission (the **Commission**) a copy of an offering memorandum in the required form.
4. According to the report of exempt distribution filed by the Issuer in Form 45-106F1 *Report of Exempt Distribution* on May 23, 2012, the Issuer relied on section 2.9 of NI 45-106 for the purposes of this distribution of securities in Alberta, which distribution may be continuing.
5. The Issuer filed with the Commission an offering memorandum for Joint Venture Interests dated March 22, 2012 (the **OM**).
6. The OM was not completed in accordance with Alberta securities laws.

**Decision**

7. Under section 33.1 of the Act, it is ordered that trading or purchasing cease in respect of any security of the Issuer until this order has been revoked or varied.

1 March 2013

“original signed by”  
David Linder  
Executive Director