

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

**AND**

**IN THE MATTER OF BRIAN ANDERSON**

**ORDER**

**WHEREAS** on June 11, 2003, the Ontario Securities Commission issued a Notice of Hearing pursuant to sections 127(1) and 127.1 of the *Securities Act* (the "Act") in respect of Brian Anderson;

**AND WHEREAS** Brian Anderson ("Anderson") entered into a Settlement Agreement with Staff of the Commission in which he agreed to a proposed settlement of the proceeding, subject to the approval of the Commission;

**AND WHEREAS** Staff recommend approval of the Settlement Agreement;

**AND UPON** reviewing the Settlement Agreement and the Notice of Hearing of Staff of the Commission and upon hearing the submissions of counsel for Staff and counsel for Anderson;

**IT IS HEREBY ORDERED THAT** pursuant to ss. 127(1) and 127.1 of the Act:

1. The Settlement Agreement dated October 29, 2004, a copy of which is attached hereto is hereby approved;

2. Trading by Anderson in the securities of Flat Electronic Data Interchange (a.k.a. F.E.D.I.) and its successors shall cease permanently, effective immediately;
3. The exemptions contained in Ontario securities law will not apply to Anderson for a period of 48 months, effective immediately, save and except trades that Anderson is permitted to effect through the use of an agent who is a registered dealer, in accordance with s. 35(1) 10 of the Act;
4. Anderson shall be prohibited from providing to any person or company the documents attached to this order as Schedules “A” to “H”;
5. Anderson is hereby reprimanded; and
6. Anderson will pay \$10,000 to the Commission for a portion of the costs of the investigation pursuant to section 127.1 of the Act;

DATED at Toronto this 1<sup>st</sup> day of November, 2004

“Lorne Morphy”

“Robert Shirriff”

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Lorne Morphy, QC

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Robert Shirriff, QC