

ALBERTA SECURITIES COMMISSION

Citation: Re Currey, 2017 ABASC 23

Docket: ENF-010981

Date: 20170214

NOTICE OF HEARING

To: Jason Michael Currey, The Healthy Retirement Group Inc., Sunset Creek Resources Inc., and 1826487 Alberta Ltd.

Notice: The Alberta Securities Commission (the **Commission**) will convene at 9:30 a.m. on Tuesday, March 21, 2017 (**Set Date**), at Calgary, Alberta, to set a date for hearing regarding the allegations in this Notice. At the hearing, the Commission will consider whether it is in the public interest to make orders against you under sections 198, 199, and 202 of the *Securities Act*, RSA 2000, c. S-4, as amended (*Act*).

Location: Alberta Securities Commission, 5th Floor, 250 – 5 Street SW, Calgary, Alberta.

Procedure:

1. You may obtain disclosure and particulars of the allegations in this Notice from Janet McCready, c/o Alberta Securities Commission, 600, 250 - 5 Street SW, Calgary, Alberta, T2P 0R4, telephone: 403.297.8049, email: janet.mccready@asc.ca.
2. You may be represented by legal counsel and you or your counsel may make representations and introduce relevant evidence.
3. If you or your counsel fail to attend on the Set Date, or as directed, the hearing may proceed in your absence and an order may be made against you without further notice.

See attached sections 29, 198, 199, and 202 of the Act, and Commission Rule 15-501 – Rules of Practice and Procedure for Commission Proceedings.

Reciprocation: Take notice that orders or settlements made by the Alberta Securities Commission may form the basis for parallel orders in other jurisdictions in Canada. The securities laws of some other Canadian jurisdictions may allow orders made in this matter to take effect in those other jurisdictions automatically, without further notice to you. If an order is made or a settlement agreement is reached in relation to this Notice of Hearing, you should contact the securities regulator of any other jurisdiction in which you may intend to engage in any securities related activities.

Allegations

Parties

1. Jason Michael Currey (**Currey**) is a resident of Calgary, Alberta. Currey, at all material times, held himself out to be an investment dealer and adviser while not registered under the *Act*. He was the founder and guiding mind of each of the corporate respondents and authorized, permitted or acquiesced in the acts, practices and conduct of the corporate respondents.
2. The Healthy Retirement Group Inc. (**HRG**) was incorporated in Alberta on January 31, 2008 and carried on business in Calgary. Currey was its sole director and shareholder, as well as sole or key employee. Healthy Retirement ostensibly carried on business in insurance sales and was Currey's primary marketing vehicle, and in fact engaged in the business of trading and advising in securities while not registered under the *Act*.
3. Sunset Creek Resources Inc. (**Sunset**) was incorporated in Alberta on November 5, 2013 and carried on business in Calgary. Currey was its sole director and shareholder, as well as sole or key employee, and operated Sunset as an investment vehicle, distributing debentures or other securities in Sunset which ostensibly then invested in resource development companies.
4. 1826487 Alberta Ltd. (**182**) was incorporated in Alberta on June 3, 2014 and carried on business in Calgary. Currey was its sole director and shareholder, as well as sole or key employee, and operated 182 as an investment vehicle, distributing debentures or other securities in 182 which ostensibly then purchased real estate or other investments.

Circumstances

Dealing without registration

5. Between December 2013 and October 2015 (the **relevant time**), Currey and HRG used Sunset and 182 as investment vehicles in order to raise approximately \$4,000,000 from 12 investors, of which roughly \$3,200,000 involved the sale of securities to 9 investors.
6. Currey and HRG raised these funds by distributing securities to investors, including promissory notes and debentures, issued by Sunset beginning in November 2013 and 182 beginning in June 2014.
7. Currey, HRG, Sunset and 182 engaged in the business of dealing in securities, as demonstrated by:
 - 7.1 Engaging in trades repeatedly and frequently during the relevant period;
 - 7.2 Being, or expecting to be, compensated for making trades in securities;

- 7.3 Directly or indirectly soliciting clients for the business of dealing in securities, through a website, social media and client referrals;
 - 7.4 Obtaining all or virtually all of their respective incomes from the business of selling investment products and advising in securities (see paragraph 11.4 below); and
 - 7.5 Otherwise engaging in activities similar to those of a registrant.
- 8. Sunset and 182 were not operating any business apart from distributing securities and purportedly investing the funds they raised in securities of other companies.
 - 9. Throughout the relevant time, neither Currey nor any of the corporate Respondents were registered to deal in securities as required by the *Act*.

Advising without registration

- 10. In addition, Currey and HRG purported to act as financial advisers to the investors from whom they raised capital.
- 11. Currey and HRG engaged in the business of advising in securities, as demonstrated by:
 - 11.1 Executing an engagement agreement with a client to act as her financial adviser;
 - 11.2 Being, or expecting to be, compensated for advising in securities;
 - 11.3 Directly or indirectly soliciting clients for the business of advising in securities, through a website, social media and client referrals;
 - 11.4 Obtaining all or virtually all of their respective incomes from the business of advising and dealing in securities (see paragraph 7.4 above); and
 - 11.5 Otherwise engaging in activities similar to those of a registrant.
- 12. Throughout the relevant time, neither Currey nor HRG were registered to advise in securities as required by the *Act*.

Fraud

- 13. All or some of the Respondents told investors, or led them to believe, that their funds would be directed to specific investments which were not high risk and would provide the investors with a return on their investment.
- 14. By June 2014, contrary to what the investors had been told, the Respondents had begun to direct investor funds to purposes other than those disclosed to the investors. In some instances, investor funds were used to repay principal owing to prior investors.

