

**IN THE MATTER OF
*THE SECURITIES ACT, 1988, S.S. 1988, c. S-42.2***

AND

SHELDON CHRISTOPHER SHYMKO

AGREEMENT AND UNDERTAKING

The following agreement and undertaking ("Agreement") has been reached between Sheldon Christopher Shymko ("Shymko") and the director (the "Director") of the Saskatchewan Financial Services Commission, (the "Commission") Securities Division.

FACTS

Shymko acknowledges and agrees as follows:

1. Shymko, at all material times was, and is presently registered as a mutual fund salesperson with the Manitoba Securities Commission for Investors Group Financial Service Inc.;
2. Shymko has been trading in securities within the meaning of *The Securities Act, 1988*, S.S. 1988, c. S-42.2 (the "Act") in Saskatchewan in that he has sold mutual funds to five Saskatchewan residents between 2000 and 2003;
3. Shymko is not registered to trade in securities in Saskatchewan;
4. Shymko was aware of the requirement to be registered in order to trade in securities in Saskatchewan;
5. By undertaking the activity described in paragraph 2 without being registered, Shymko was in breach of the Act;

SHYMKO'S UNDERTAKING

Shymko hereby undertakes, agrees and consents, effective the date of execution of this Agreement to:

- 1. Not solicit investors or trade in any and all securities or exchange contracts in Saskatchewan or with any resident of Saskatchewan by any means whatever, until or unless Shymko becomes a registrant within the meaning of the Act;
- 2. Pay an administrative penalty in the amount of \$2,000;
- 3. Pay the costs of the investigation into this matter by the staff of the Commission in the amount of \$500; and
- 4. Waive any right to a hearing and/or appeal with respect to this matter.

DIRECTOR'S AGREEMENT

The Director hereby agrees that this Agreement and Undertaking are the only sanctions the Director will seek to have the Commission impose upon Shymko pursuant to the Act with respect to the matters set out in this Agreement, provided that nothing herein shall prohibit the Director from considering and dealing with any matter not set out in this Agreement or any new complaint brought to the Director's attention in respect of Shymko.

IN WITNESS WHEREOF Shymko and the Director have executed this Agreement and Undertaking on this "6th" day of "May", 2004.

SIGNED, SEALED AND DELIVERED)
 in the presence of:)
)
)
"Beverly N")

"Sheldon Shymko"
 Sheldon Christopher Shymko

SIGNED, SEALED AND DELIVERED)
 in the Presence of:)
)
)
"Vic Pankratz")

"Barbara Shourounis"
 Barbara Shourounis, Director
 Securities Division