

IN THE MATTER OF  
THE *SECURITIES ACT*, R.S.N.S. 1989, C. 418, AS AMENDED (“Act”)

- and -

IN THE MATTER OF  
NPFB EUROPE SRL (aka SC NPFB EUROPE SRL), WORLD OF TICKETS INC.  
(aka WIDE WORLD OF TICKETS, INC.), AND VINCENZO PETTINICCHIO  
(aka VINCENT PETTINICCHIO and VINCE PETTINICCHIO)  
(collectively the “Respondents”)

**STATEMENT OF ALLEGATIONS OF THE DIRECTOR OF ENFORCEMENT  
FOR THE NOVA SCOTIA SECURITIES COMMISSION**

The Director of Enforcement for the Nova Scotia Securities Commission makes the following allegations:

**BACKGROUND:**

1. At all material times Vincenzo Pettinicchio was a resident of Québec.
2. At no time were NPFB Europe SRL or World of Tickets Inc. incorporated in the provinces of Nova Scotia or Québec, nor were they incorporated under federal laws in Canada.
3. At all material times NPFB Europe SRL was a limited liability company incorporated in Bucharest, Romania in December 2012.
4. At all material times, Pettinicchio was the administrator/director and majority shareholder of NPFB Europe SRL.
5. At all material times, Pettinicchio was and/or held himself out to be the chief executive officer and managing director of World of Tickets Inc.
6. At no time were NPFB Europe SRL or World of Tickets reporting issuers in Nova Scotia or any other Canadian jurisdiction.
7. The Respondents were not and have never been registered in any capacity with the Commission or any other Canadian jurisdiction.
8. No prospectus or preliminary prospectus was filed by or on behalf of the Respondents with the Commission nor was any receipt for a prospectus issued by the Commission.

9. The Respondents did not file any reports of trades with the Commission relying on exemptions in Nova Scotia securities laws to distribute or sell securities in Nova Scotia.
10. The Complainant is a resident of Nova Scotia.

**FACTS LEADING TO THE ALLEGATIONS:**

11. Beginning in or about August 2015, the Respondents posted or caused to be posted advertisements on [www.kijiji.ca](http://www.kijiji.ca) promoting and soliciting investments from Nova Scotians and other Canadians.
12. The [www.kijiji.ca](http://www.kijiji.ca) advertisements included the following representations:
  - a) World of Tickets is an established reseller of tickets concert, theatre and sports events with four online websites.
  - b) World of Tickets is looking for investors to increase inventory capacity.
  - c) World of Tickets is looking for short term investments of minimum three to six months with a very high return on investment (50% and higher).
  - d) The minimum investment is \$1,000.00.
  - e) A standard contract is signed between all parties for the protection of all parties involved.
13. The [www.kijiji.ca](http://www.kijiji.ca) advertisements invited interested persons to contact "Vince at [vince@npfbeurope.com](mailto:vince@npfbeurope.com) Tel: 438-351-4444" for more details.
14. In or about early October 2015, the Complainant responded to the World of Tickets advertisement on [www.kijiji.ca](http://www.kijiji.ca) by sending an email to [vince@npfbeurope.com](mailto:vince@npfbeurope.com).
15. On October 21 and November 20, 2015, the Complainant met with Pettinicchio in person at the Halifax Shopping Centre.
16. During one or both of these meetings, Pettinicchio told the Complainant that he was operating the Respondent companies as part of a ticket resale business.
17. On October 21, 2015, the Complainant signed an investment contract with NPFBEurope SRL wherein he agreed to pay \$25,000.00 to the Respondents in exchange for a return of the principal plus a 100% return on the principal investment by January 21, 2016. Pettinicchio signed the investment contract on behalf of NPFBEurope SRL and as guarantor for NPFBEurope SRL.

18. On October 21, 2015, the Complainant provided \$25,000.00 in cash to Pettinicchio in person at the Halifax Shopping Centre in accordance with the terms of the investment contract.
19. On November 20, 2015, the Complainant signed a second investment contract with NPFB Europe SRL, wherein he agreed to pay another \$25,000.00 to the Respondents in exchange for a return of the principal plus a 100% return on the principal investment by February 20, 2016. Pettinicchio signed the investment contract on behalf of NPFB Europe SRL and as guarantor for NPFB Europe SRL.
20. On November 20, 2015, the Complainant provided \$25,000.00 in cash to Pettinicchio in person at the Halifax Shopping Centre in accordance with the terms of the investment contract.
21. Both investment contracts stipulated that 100% of the investments would be used for the purchase of event tickets by the Respondents.
22. The Complainant invested a total of \$50,000.00 in cash with the Respondents.
23. At no time did the Complainant receive a prospectus or offering memorandum or any other disclosure from the Respondents.
24. On April 4, 2016, the Complainant received \$1,000.00 via an electronic transfer from an account in Pettinicchio's name. The Complainant did not receive any other funds, principal or contracted returns, from the Respondents.

**ALLEGED VIOLATIONS:**

The Director of Enforcement identifies the following reasons why the order being sought should be granted:

25. By posting advertisements on [www.kijiji.ca](http://www.kijiji.ca) asking residents of Nova Scotia to invest, by responding to inquiries about the advertisement, and by advising and entering into investment contracts with a resident of Nova Scotia, the Respondents acted as a dealer, adviser, and/or investment fund manager in Nova Scotia without being registered to do so, in violation of section 31 of the Act.
26. By providing undertakings with respect to the future value of securities with the intention of effecting a trade in such securities, the Respondents violated section 44(2) of the Act.
27. By failing to disclose in sufficient detail the risks associated with investing with the Respondents, the Respondents engaged in unfair practice, thereby violating Section 44A(2) of the Act.

28. By promoting a high yield investment program, the Respondents made untrue statements to residents of Nova Scotia and elsewhere that a reasonable investor would consider material in deciding whether to enter into or maintain a trading relationship with the Respondents, thereby violating section 50(2) of the Act.
29. By distributing securities in Nova Scotia without having filed a prospectus or preliminary prospectus with the Commission and without relying on any exemptions in Nova Scotia securities laws, the Respondents violated section 58(1) of the Act.
30. The Respondents' conduct was contrary to the public interest and undermined investor confidence in the fairness and efficiency of the public markets.
31. Such additional allegations as the Director of Enforcement may submit and the Commission may permit.

~~DATED~~ at Halifax, Nova Scotia, this 3<sup>rd</sup> day of January 2018.



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Randy A. Gass  
Director of Enforcement  
Nova Scotia Securities Commission