

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

- and -

IN THE MATTER OF NATIONAL BANK FINANCIAL LIMITED
("Respondent")

ORDER
(sections 135 and 135A)

WHEREAS it appears to the Nova Scotia Securities Commission (the "Commission") that:

1. The Respondent has failed to comply with its obligations under the Act and the General Securities Rules to properly and adequately supervise the trading activities of its employees in respect to the trading of shares in Knowledge House Inc. in Nova Scotia, and further has failed to establish, maintain and implement procedures for dealing with clients that conformed with prudent business practice and to take whatever steps are necessary or appropriate to supervise those procedures properly.

WHEREAS the Commission is of the opinion it is in the public interest to make this order;

IT IS ORDERED pursuant to sections 135(a)(i) and 135(b) of the Act that:

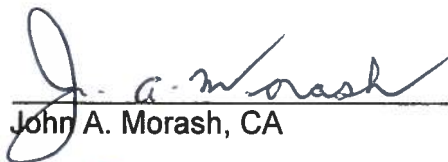
1. The Respondent pay an administrative penalty in the amount of seventy five thousand dollars (\$75,000.00) forthwith.

IT IS FURTHER ORDERED pursuant to section 135A of the Act:

2. The Respondent pay costs in the investigation and conduct of the proceedings in respect of which the order has been made pursuant to section 135 of the Act in the amount of fifty thousand dollars (\$50,000.00).

Dated at Halifax, Nova Scotia, this 11 day of December, 2012.

NOVA SCOTIA SECURITIES COMMISSION



John A. Morash, CA



Valerie Seager