

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

**- and -**

**IN THE MATTER OF NEXIENT LEARNING INCORPORATED  
 (“Respondent”)**

**ORDER**  
(Section 134(1)(b)(i))

**WHEREAS** on April 21, 2011, the Nova Scotia Securities Commission (“Commission”) issued a Notice of Hearing pursuant to section 134(1)(b)(i) of the Act, scheduling a hearing of this matter for May 24, 2011 at 9:00 a.m. (“Notice of Hearing”);

**AND WHEREAS** the Respondent is incorporated under the laws of Nova Scotia and is a reporting issuer in the province of Nova Scotia;

**AND WHEREAS** service of the documents was properly served on the Respondent in accordance with Part 5 of Commission Rule 15-501;

**AND WHEREAS** at the May 24, 2011 hearing no one appeared to make submissions on behalf of the Respondent;

**AND UPON** reviewing the Affidavit of Kevin Redden, Director, Corporate Finance for the Commission, dated March 22, 2011;

**AND UPON** reviewing the Statement of Allegations of Staff dated April 20, 2011 and the Notice of Hearing, and upon hearing submissions of counsel for Staff;

**AND WHEREAS** the Commission is of the opinion that the Respondent has contravened the Act and it is in the public interest to make this Order;

**IT IS HEREBY ORDERED** that:

1. Pursuant to s. 134(1)(b)(i) of the Act, all persons and companies shall permanently cease trading in securities of Nexient Learning Incorporated, directly or indirectly.

DATED at Halifax, Nova Scotia, this 24<sup>th</sup> day of May, 2011.

NOVA SCOTIA SECURITIES COMMISSION

  
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Walter Thompson, QC  
Chairman