

THE SECURITIES ACT

Order No. 5175

Sections 148 and 19(5)

September 29, 2006

**PROMITTERE S & P 500 LIMITED,
PROMITTERE RETIREMENT TRUST, ROBERT JAMES THIESSEN,
NEIL FRIESEN, ROBERT BRIAN EGER, and IRENE ANNE ALESHKA**

WHEREAS:

(A) By Order No. 5164 dated September 15, 2006, The Manitoba Securities Commission ("Commission") ordered pursuant to section 148 of The Securities Act ("Act") that all trading in the securities of PROMITTERE S & P 500 LIMITED ("PS&P") and of PROMITTERE RETIREMENT TRUST ("PRT") cease commencing September 14, 2006 and further ordered pursuant to subsection 19(5) of the Act a denial of exemptions order with respect to each of Robert James Thiessen ("THIESSEN"), Neil Friesen ("FRIESEN"), Robert Brian Eger ("EGER"), and Irene Anne Aleshka ("ALESHKA") commencing September 14, 2006, and still further ordered that Order No. 5164 shall expire on September 29th, 2006, unless extended by further order of the Commission;

(B) On September 18, 2006, a Notice of Hearing was issued by the Commission ("Notice of Hearing"), giving notice that on September 29, 2006 a hearing ("Hearing") would be held before the Commission to consider, inter alia, whether or not it is in the public interest to order pursuant to section 148 and pursuant to subsection 19(5) of the Act that the cease trade and denial of exemptions contained within Order No. 5164 be extended for such period of time as the Commission considers necessary;

(C) On September 29, 2006, the Hearing proceeded;

(D) Upon reviewing the Notice of Hearing, Order No. 5164, and other exhibits as filed, and upon hearing the submissions of the respondents through counsel and in the case of ALESHKA in person and the submissions of counsel for staff of the Commission, the Commission is of the opinion that it is in the public interest to make this order.

IT IS ORDERED:

1. THAT, pursuant to section 148 of the Act, commencing forthwith all trading in the securities of PS&P shall cease, with the exception of any redemptions which may be made upon the request of any Manitoba investors now existing.

2. THAT, pursuant to section 148 of the Act, commencing forthwith all trading in the securities of PRT shall cease, with the exception of any redemptions which may be made upon the request of any Manitoba investors now existing.

3. THAT, pursuant to subsection 19(5) of the Act, commencing forthwith:

(a) subsections 19(1) and 19(3) of the Act do not, with respect to such of the trades referred to in those subsections, apply to THIESSEN, FRIESEN, EGER, and ALESHKA; and

(b) subsection 19(2) of the Act does not, with respect to such of the securities referred to in that subsection, apply to THIESSEN, FRIESEN, EGER, and ALESHKA.

4. THAT, pursuant to section 148 of the Act, paragraphs 1 and 2 herein pertaining to PS&P and PRT, respectively, shall expire on February 15, 2007, unless extended by further order of the Commission.

5. THAT, pursuant to section 148 of the Act, the full hearing of this matter as commenced by the Notice of Hearing before a panel of the Commission regarding the respondents PS&P and PRT be set for February 15, 2007 commencing at 9:00 a.m.

6. THAT, pursuant to subsection 19(5) of the Act, paragraph 3 herein pertaining to THIESSEN, FRIESEN, EGER, and ALESHKA shall expire on October 13, 2006, unless extended by further order of the Commission.

7. THAT, pursuant to subsection 19(5) of the Act, this matter commenced by the Notice of Hearing regarding the respondents THIESSEN, FRIESEN, EGER, and ALESHKA is next returnable before a panel of the Commission on October 13, 2006 at 1:00.

BY ORDER OF THE COMMISSION

"Chris Besko"
Deputy Director