

IN THE MATTER OF: *THE SECURITIES ACT*

-and-

IN THE MATTER OF: SALIM KHOJA AND POWER WITHIN INC.

**STATEMENT OF ALLEGATIONS OF STAFF
OF THE MANITOBA SECURITIES COMMISSION**

**STAFF OF THE MANITOBA SECURITIES COMMISSION ALLEGE, AMONG
OTHER THINGS, THAT:**

A. STATEMENT OF FACTS

1. At all material times, Salim Khoja ("KHOJA") was a resident of the City of Markham, in the Province of Ontario.
2. KHOJA is the president and owner of Power Within Inc. ("PWI"), a Toronto based corporation engaged in arranging and hosting motivational seminars.
3. At all material times, neither KHOJA nor PWI were registered to trade in securities under *The Securities Act* of Manitoba (the "Act").
4. In 2009, J.H-V., through her nephew, became aware of an opportunity to invest in PWI, to which she wrote a cheque in the amount of \$93,000, dated April 15, 2009.
5. J.H-V. received an "acknowledgment" dated April 15, 2009 from PWI, stating that her funds were secured by a promissory note for the amount of \$100,000. (the "promissory note transaction")
6. J.H-V. understood she was to receive a return of \$17,000.00 on her investment.
7. Between approximately April 2009 and August 2009, J.H-V. received a total of \$44,000 from KHOJA and PWI. The remaining funds owed are outstanding.
8. Neither KHOJA nor PWI filed a prospectus in connection with the promissory note transaction.

9. J.H-V. has been unable to secure the outstanding monies owed by KHOJA and PWI.

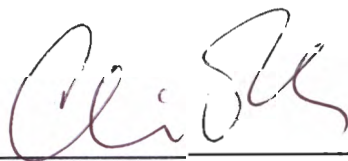
B. COMPENSATION FOR FINANCIAL LOSS

1. The Director of the Commission has received an application for a claim against KHOJA and PWI for compensation for financial loss in favour of J.H-V.
2. The Director requests the Commission order financial loss compensation to the claimant in an amount to be determined at or prior to the hearing.

C. ALLEGATIONS

1. Staff of the Commission allege that KHOJA and PWI contravened subsections 6(1) and 37(1) of the Act, and that due to these allegations, pursuant to subsection 19(5) of the Act, KHOJA and PWI should not be entitled to use any of the exemptions permitted by the Act and should not be entitled to participate in the exempt markets in the future. Further, pursuant to subsection 148.1(1) of the Act, KHOJA and PWI should pay an administrative penalty, and pursuant to section 148.2 of the Act pay compensation for financial loss to J.H-V.
2. Such further and other matters as counsel may advise that the Commission may permit.

DATED at Winnipeg, Manitoba this 12th day of January, 2017.



Director

TO: SALIM KHOJA

AND TO: POWER WITHIN INC.