

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 73065 / September 10, 2014

ADMINISTRATIVE PROCEEDING
File No. 3-16094

In the Matter of

LIGANG WANG,

Respondent.

**ORDER INSTITUTING CEASE-AND-
DESIST PROCEEDINGS PURSUANT
TO SECTION 21C OF THE
SECURITIES EXCHANGE ACT OF
1934 AND NOTICE OF HEARING**

I.

The Securities and Exchange Commission (“Commission”) deems it appropriate that cease-and-desist proceedings be, and hereby are, instituted pursuant to Section 21C of the Securities Exchange Act of 1934 (“Exchange Act”), against Ligang Wang (“Respondent” or “Wang”).

II.

After an investigation, the Division of Enforcement alleges that:

A. RESPONDENT

Wang, 53 years old, is a resident of the People’s Republic of China. Respondent is a Vice-President of China Shen Zhou Mining & Resources, Inc. (“China Shen Zhou”) and the President of Qianzhen Mining, a subsidiary of China Shen Zhou, positions that Respondent has held since 2007.

B. OTHER RELEVANT ENTITIES

China Shen Zhou is a Nevada Corporation with its principal place of business in Beijing, China. China Shen Zhou’s common stock was registered with the Commission until June 2014, when the Commission revoked the registration. China Shen Zhou’s common stock was listed on NYSE MKT until June 2013, when the securities were delisted.

C. RESPONDENT FAILED TO FILE REQUIRED SECTION 16(a) REPORTS ON A TIMELY BASIS

1. As Vice-President of China Shen Zhou, President of Qianzhen Mining, and a designated executive officer of China Shen Zhou for Section 16(a) reporting purposes, Respondent was subject to the reporting requirements of Section 16(a) of the Exchange Act through June 2014. In accordance with those reporting requirements, Respondent was required to report publicly certain transactions in China Shen Zhou’s common stock – including purchases and sales – by filing “Form 4” with the Commission within two business days of each such transaction. Respondent was also required to file certain annual statements with the Commission on “Form 5” concerning his transactions in China Shen Zhou’s common stock.

2. Respondent, however, failed to file on a timely basis any of the reports required by Section 16(a).

3. From October 2010 through March 2011, Respondent engaged in numerous transactions in the China Shen Zhou’s common stock, all of which Respondent failed to report within two business days of each transaction.

4. Respondent failed entirely to report five open-market purchases of China Shen Zhou’s common stock that he made from December 2010 to March 2011. During that time period, Respondent purchased a total of 52,100 shares of China Shen Zhou’s common stock on five separate dates, but never reported the purchases.

5. In addition, from October 2010 to January 2011, Respondent sold a total of over 10,000 shares of China Shen Zhou’s common stock but never reported these transactions. Respondent also failed to report on a timely basis multiple open-market sales of China Shen Zhou’s common stock that he executed in December 2010 and January 2011. Respondent did not report those sales until June 14, 2011.

6. The transactions in China Shen Zhou securities that Respondent failed to report within two business days include:

<u>Transaction Date</u>	<u>Reporting Due Date</u>	<u>Date Reported</u>	<u>Transaction Type</u>	<u># of Shares</u>	<u>Share Price</u>
10/21/2010	10/25/2010	Never reported	Sale	10,000	\$4.13
12/13/2010	12/15/2010	6/14/2011	Sale	20,000	\$4.16
12/15/2010	12/17/2010	6/14/2011	Sale	25,000	\$4.70
12/27/2010	12/29/2010	Never Reported	Sale	5,000	\$4.50
12/27/2010	12/29/2010	6/14/2011	Sale	5,000	\$4.50

<u>Transaction Date</u>	<u>Reporting Due Date</u>	<u>Date Reported</u>	<u>Transaction Type</u>	<u># of Shares</u>	<u>Share Price</u>
12/28/2010	12/30/2010	6/14/2011	Sale	35,000	\$5.11
12/29/2010	1/3/2011	6/14/2011	Sale	20,400	\$7.68
12/29/2010	1/3/2011	Never reported	Sale	2,000	\$7.68
12/29/2010	1/3/2011	Never reported	Purchase	22,400	\$7.71
12/30/2010	1/4/2011	Never reported	Purchase	16,000	\$8.60
1/4/2011	1/6/2011	6/14/2011	Sale	1,000	\$9.60
1/5/2011	1/7/2011	6/14/2011	Sale	2,100	\$10.50
1/13/2011	1/18/2011	Never reported	Purchase	11,000	\$8.88
2/7/2011	2/9/2011	Never reported	Purchase	2,500	\$6.53
3/30/2011	4/1/2011	Never reported	Purchase	200	\$5.04

7. Respondent also failed to file required annual statements to report transactions that he previously failed to report during fiscal years 2010 and 2011.

E. VIOLATIONS

As a result of the conduct described above, Respondent violated Section 16(a) of the Exchange Act and Rule 16a-3 thereunder, which required Respondent to report the above-referenced transactions within two business days, and to file annual statements reporting transactions that he previously failed to report.

III.

In view of the allegations made by the Division of Enforcement, the Commission deems it appropriate that cease-and-desist proceedings be instituted to determine:

A. Whether the allegations set forth in Section II hereof are true and, in connection therewith, to afford Respondent an opportunity to establish any defenses to such allegations; and

B. Whether, pursuant to Section 21C of the Exchange Act, Respondent should be ordered to cease and desist from committing or causing violations of and any future violations of Section 16(a) of the Exchange Act and Rule 16a-3 promulgated thereunder, and whether Respondent should be ordered to pay a civil penalty pursuant to Section 21B(a) of the Exchange Act.

IV.

IT IS ORDERED that a public hearing for the purpose of taking evidence on the questions set forth in Section III hereof shall be convened not earlier than 30 days and not later than 60 days from service of this Order at a time and place to be fixed, and before an Administrative Law Judge to be designated by further order as provided by Rule 110 of the Commission's Rules of Practice, 17 C.F.R. § 201.110.

IT IS FURTHER ORDERED that Respondent shall file an Answer to the allegations contained in this Order within twenty (20) days after service of this Order, as provided by Rule 220 of the Commission's Rules of Practice, 17 C.F.R. § 201.220.

If Respondent fails to file the directed answer, or fails to appear at a hearing after being duly notified, the Respondent may be deemed in default and the proceedings may be determined against him upon consideration of this Order, the allegations of which may be deemed to be true as provided by Rules 155(a), 220(f), 221(f) and 310 of the Commission's Rules of Practice, 17 C.F.R. §§ 201.155(a), 201.220(f), 201.221(f) and 201.310.

IT IS FURTHER ORDERED that the Administrative Law Judge shall issue an initial decision no later than 300 days from the date of service of this Order, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice.

In the absence of an appropriate waiver, no officer or employee of the Commission engaged in the performance of investigative or prosecuting functions in this or any factually related proceeding will be permitted to participate or advise in the decision of this matter, except as witness or counsel in proceedings held pursuant to notice. Since this proceeding is not "rule making" within the meaning of Section 551 of the Administrative Procedure Act, it is not deemed subject to the provisions of Section 553 delaying the effective date of any final Commission action.

By the Commission.

Jill M. Peterson
Assistant Secretary