

UNITED STATES OF AMERICA  
Before the  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

ADMINISTRATIVE PROCEEDINGS RULINGS  
Release No. 1624/July 17, 2014

ADMINISTRATIVE PROCEEDING  
File No. 3-15684

In the Matter of

NEW DRAGON ASIA CORP.

ORDER TO SHOW CAUSE AND  
POSTPONING PREHEARING  
CONFERENCE

On January 24, 2014, the Securities and Exchange Commission (Commission) issued an Order Instituting Administrative Proceedings (OIP) against Respondent New Dragon Asia Corp. (New Dragon), pursuant to Section 12(j) of the Securities Exchange Act of 1934 (Exchange Act). The OIP alleges that New Dragon has a class of securities registered with the Commission pursuant to Exchange Act Section 12(g) and is delinquent in its periodic filings, in violation of Exchange Act Section 13(a) and Rules 13a-1 and 13a-13 thereunder. A prehearing conference is scheduled for July 25, 2014.

On July 15, 2014, the Division of Enforcement (Division) filed the Declaration of David S. Frye to Assist Secretary with Record of Service (Frye Decl.), which states that the Division, having previously determined that New Dragon, located in China, could not be served within the United States, sought to serve New Dragon in China via the Hague Convention on the Service Abroad of Judicial and Extrajudicial Documents in Civil or Commercial Matters (Hague Convention). Pursuant to the Hague Convention, to which China is a signatory, the Division sent the Chinese Central Authority (CCA) a request for service of the OIP on New Dragon, a letter from the Office of the Secretary, and a letter from the Division concerning the availability of discovery.<sup>1</sup> The Hague Convention attestation of service certificate returned by the CCA, dated June 30, 2014, shows that Chinese authorities attempted to serve the documents on New Dragon at the address listed on New Dragon's last filing with the Commission, but that the attempt was unsuccessful because there was no company named New Dragon at that address. Frye Decl., Ex. 4 at 1. The attestation of service certificate notes that there are other similarly named companies at the attempted service address, which include New Dragon Asia (Yantai), New Dragon Asia (Yantai) Food Co., Ltd., and New Dragon Asia (Yantai) Soyfoods Co., Ltd. New Dragon either failed to maintain an updated address on its EDGAR filings, or, despite similarly named entities occupying the address, it does not maintain an official presence at the address it provided, making its reported address inaccurate.

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<sup>1</sup> China objects to the Hague Convention's service by mail provision.

I find that New Dragon was served in accordance with Commission Rule of Practice (Rule) 141(a)(2)(iv) on June 30, 2014. Rule 141(a)(2)(iv) allows for service upon persons in a foreign country by any method specified in Rule 141(a)(2) or by any other method reasonably calculated to give notice, provided the method of service is not prohibited by the law of the foreign country. 17 C.F.R. § 201.141(a)(2)(iv). Here, attempted service was made at the address provided by New Dragon on its most recent filing with the Commission. Had the address New Dragon provided been in the United States or in another country that does not prohibit service by mail, attempted, but unsuccessful, service would have been considered sufficient pursuant to 17 C.F.R. § 141(a)(2)(ii). I find that the attempted personal service at the address New Dragon provided to the Commission was reasonably calculated to give notice to New Dragon pursuant to the same reasoning behind Commission Rule of Practice 141(a)(2)(ii), even though the company could not be found at that address.

Accordingly, New Dragon's Answer was due within ten days of service of the OIP, or by July 10, 2014. OIP at 2; 17 C.F.R. § 201.220(b). As of today, New Dragon has not filed an answer.

Accordingly, it is ORDERED that on or before Monday, August 4, 2014, New Dragon shall SHOW CAUSE why this proceeding should not be determined against it due to its failure to file an answer or otherwise defend this proceeding. See 17 C.F.R. §§ 201.155(a)(2), .220(f). If New Dragon fails to respond to this Order, it shall be deemed in default, the proceeding will be determined against it, and the registration of its securities will be revoked. See OIP at 2-3; 17 C.F.R. § 201.155(a)(2).

It is FURTHER ORDERED that the prehearing conference scheduled for July 25, 2014, is postponed to Monday, August 11, 2014, at 10:30 a.m. EDT, if the proceeding has not been resolved by then.

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Cameron Elliot  
Administrative Law Judge