

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-17551**

**SEC Temporarily Suspends Registration Exemption of Regulation A Issuer**

**September 16, 2016** – The Securities and Exchange Commission announced that it had temporarily suspended the registration exemption of a California-based issuer that had failed to file a required annual report under amendments to Regulation A.

Amendments to Regulation A, which [the SEC adopted in 2015 and are often referred to as Regulation A+](#), provide for two tiers of registration exemptions: Tier 1 for offerings up to \$20 million and Tier 2 for offerings up to \$50 million. A Tier 2 issuer is subject to greater requirements than a Tier 1 issuer. Among other things, a Tier 2 issuer is required to file annual reports on Form 1-K for the fiscal year in which it became qualified and every fiscal year thereafter. A Tier 2 issuer may only sell securities if it has filed the required annual filings. As part of its annual report on Form 1-K, a Tier 2 issuer must include audited financial statements. Rule 258 under Regulation A authorizes the Commission to temporarily suspend the Regulation A exemption of an issuer if it has reason to believe that a term, condition or requirement, such as the requirement to file an annual report, has not been complied with.

According to the SEC's temporary suspension order, Med-X, Inc. filed an offering statement with the SEC in August 2015 to register a Tier 2 offering. SEC staff qualified the offering statement in November 2015, and Med-X was required to file its first annual report on Form 1-K by no later than April 30, 2016. To date, Med-X has not filed any such annual report.

This is the SEC's first temporary suspension order under the amendments to Regulation A.

**See also:** [Order](#)