

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES ACT OF 1933
Release No. 10247 / November 4, 2016

ADMINISTRATIVE PROCEEDING
File No. 3-17666

In the Matter of

**THE REGISTRATION
STATEMENT OF ZUBRA
INC.,**

Respondent.

**ORDER FIXING TIME AND PLACE OF
PUBLIC HEARING AND INSTITUTING
PROCEEDINGS PURSUANT TO SECTION
8(d) OF THE SECURITIES ACT OF 1933**

I.

The Commission's public official files disclose that:

On February 27, 2014, Zubra Inc. ("Respondent") filed a registration statement with the Commission in connection with an initial public offering of 400,000 shares of common stock (file no. 333-194170). The registration statement was amended on March 26 and April 7, 2014 (together, the "Registration Statement"). The Registration Statement was declared effective on April 17, 2014.

II.

After an investigation, the Division of Enforcement alleges that:

A. RESPONDENT

1. Respondent is a Delaware corporation with its principal executive offices located in Wilmington, Delaware.

B. MATERIAL MISSTATEMENTS AND OMISSIONS

1. In the Registration Statement, Respondent states that its sole officers and directors are (1) Yitzhak Shtinovitz, and (2) Sara Fon-Weisl.

2. Respondent's Registration Statement includes untrue statements of material facts and omits to state material facts necessary to make the statements contained therein not misleading. Among other things, Respondent stated that the named directors and officers control Respondent when in fact Respondent is not controlled by the named directors and officers and is controlled and/or promoted by an undisclosed control person and/or promoter.

C. FAILURE TO COOPERATE WITH SECTION 8(e) EXAMINATION

1. On October 23, 2015, the staff issued a subpoena to Respondent through its registered agent requiring the production of documents by November 9, 2015. On November 4, 2015, the registered agent confirmed to the staff that Respondent had been served with the subpoena. Respondent has failed to respond to the subpoena.

2. On December 10, 2015, the staff sent a courtesy copy of the subpoena to Respondent's email address listed in the Registration Statement. Respondent has failed to respond to the subpoena.

3. On May 27, 2016, the staff sent a revised version of the subpoena to Respondent's principal executive office listed in the Registration Statement. The subpoena was returned because the recipient refused delivery.

D. VIOLATIONS

1. As a result of the conduct described above, Respondent's Registration Statement includes untrue statements of material fact or omits to state material facts required to be stated therein or necessary to make the statements therein not misleading in violation of Section 8(d) of the Securities Act.

III.

The Commission, having considered the aforesaid, deems it appropriate and in the public interest that public proceedings pursuant to Section 8(d) of the Securities Act be instituted with respect to the Registration Statement to determine:

A. Whether the allegations of the Division of Enforcement are true, and, in connection therewith, to afford Respondent with an opportunity to establish any defenses to such allegations; and

B. What, if any, remedial action is appropriate in the public interest against Respondent pursuant to Section 8(d) of the Securities Act, including but not limited to the issuance of a stop order suspending the effectiveness of the Registration Statement referred to herein.

IV.

Accordingly, IT IS ORDERED that public proceedings be and hereby are instituted under Section 8(d) of the Securities Act, such hearing to be commenced at 9:30 a.m. on November 22, 2016, in Hearing Room 2 at the Commission's offices at 100 F Street N.E., Washington, DC 20549, and to continue thereafter at such time and place as the hearing officer may determine.

IT IS FURTHER ORDERED that these proceedings shall be presided over before an Administrative Law Judge to be designated by further order, who is authorized to perform all the duties of an Administrative Law Judge as set forth in the Commission's Rules of Practice or as otherwise provided by law.

IT IS FURTHER ORDERED that the Respondent shall file an Answer to the allegations contained in this Order within ten (10) days after service of this Order, pursuant to Rule 220 of the Commission's Rules of Practice, 17 C.F.R. § 201.220.

If the 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 the Respondent 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.

This Order shall be served forthwith upon the Respondent in accordance with Rule 141 of the Commission's Rules of Practice, 17 C.F.R. §201.141.

IT IS FURTHER ORDERED that, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice, 17 C.F.R. § 201.360(a)(2), the Administrative Law Judge shall issue an initial decision no later than thirty (30) days from the occurrence of one of the following events: (A) The completion of post-hearing briefing in a proceeding where the hearing has been completed; (B) Where the hearing officer has determined that no hearing is necessary, upon completion of briefing on a motion pursuant to Rule 250 of the Commission's Rules of Practice, 17 C.F.R. § 201.250; or (C) The determination by the hearing officer that a party is deemed to be in default under Rule 155 of the Commission's Rules of Practice, 17 C.F.R. § 201.155 and no hearing is necessary.

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.

Brent J. Fields
Secretary