

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

INVESTMENT ADVISERS ACT OF 1940
Release No. 6310 / May 18, 2023

ADMINISTRATIVE PROCEEDING
File No. 3 - 21433

In the Matter of

MICHAEL ROSS KANE,

Respondent.

ORDER INSTITUTING
ADMINISTRATIVE PROCEEDINGS
PURSUANT TO SECTION 203(f) OF THE
INVESTMENT ADVISERS ACT OF 1940,
MAKING FINDINGS, AND IMPOSING
REMEDIAL SANCTIONS

I.

The Securities and Exchange Commission (“Commission”) deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted pursuant to Section 203(f) of the Investment Advisers Act of 1940 (“Advisers Act”) against Michael Ross Kane (“Kane” or “Respondent”).

II.

In anticipation of the institution of these proceedings, Respondent has submitted an Offer of Settlement (the “Offer”) which the Commission has determined to accept. Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or to which the Commission is a party, and without admitting or denying the findings herein, except as to the Commission’s jurisdiction over him and the subject matter of these proceedings and the findings contained in paragraph III.B below, which are admitted, Respondent consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Section 203(f) of the Investment Advisers Act of 1940, Making Findings, and Imposing Remedial Sanctions (“Order”), as set forth below.

III.

On the basis of this Order and Respondent's Offer, the Commission finds that:

A. Kane, age 38, and resident of Miami Beach, Florida, was the CEO, Director, and Head of Business of The Hydrogen Technology Corporation ("Hydrogen") from its inception in December 2017 through early 2022. Kane was also the President, CEO, and Head of Business for Hedgeable, Inc., Hydrogen's predecessor entity, which was registered with the Commission as an internet investment adviser from 2009 through December 2018, when its registration was terminated.

B. On April 20, 2023, a final judgment was entered by consent against Kane, permanently enjoining him from future violations of Sections 5(a) and (c) and 17(a) of the Securities Act of 1933 ("Securities Act"), and Sections 9(a)(2), 10(b), and 20(b) of the Exchange Act and Rule 10b-5 thereunder in the civil action entitled Securities and Exchange Commission v. The Hydrogen Technology Co., et al., Civil Action Number 22-cv-08284 (LAK), in the United States District Court for the Southern District of New York.

C. The Commission's complaint alleged that, from January 2018 through April 2019, Hydrogen and Kane offered and sold Hydro tokens ("Hydro") as crypto asset securities in unregistered transactions through various and overlapping distribution events. The complaint also alleged that Hydrogen and Kane hired a so-called market making firm, Moonwalkers Trading Limited ("Moonwalkers"), between October 2018 through April 2019 to fraudulently manipulate the secondary market for Hydro by creating the appearance of increased market activity in Hydro on crypto asset trading platforms and selling the tokens on those platforms on behalf of Hydrogen. Lastly, as alleged, Hydrogen reaped profits of over \$2.2 million as a result of these unregistered offers and sales of Hydro and fraudulent manipulation of the Hydro trading market.

IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions agreed to in Respondent's Offer.

Accordingly, it is hereby ORDERED pursuant to Section 203(f) of the Advisers Act that Respondent be, and hereby is, barred from association with any investment adviser, broker, dealer, municipal securities dealer, municipal advisor, transfer agent, or nationally recognized statistical rating organization.

Any reapplication for association by the Respondent will be subject to the applicable laws and regulations governing the reentry process, and reentry may be conditioned upon a number of factors, including, but not limited to, compliance with the Commission's Order and payment of any or all of the following: (a) any disgorgement or civil penalties ordered by a court against the Respondent in any action brought by the Commission; (b) any disgorgement amounts ordered against the Respondent for which the Commission waived payment; (c) any arbitration award related to the conduct that served as the basis for the Commission's Order; (d) any self-regulatory organization arbitration award to a customer, whether or not related to the conduct that served as the basis for the Commission's Order; and (e) any restitution order by a self-regulatory organization, whether or not related to the conduct that served as the basis for the Commission's Order.

By the Commission.

Vanessa A. Countryman
Secretary