

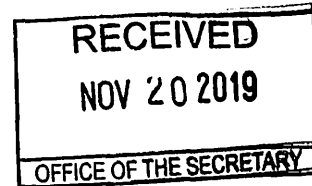
UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING
File No. 3-19496

In the Matter of

**China Gerui Advanced Materials Group
Limited,**

Respondent.



**DIVISION OF ENFORCEMENT'S MOTION FOR
DEFAULT AND BRIEF IN SUPPORT**

The Division of Enforcement ("Division"), by counsel, pursuant to Commission Rules of Practice Rules 154(a) and 155(a)(2) respectfully moves the Securities and Exchange Commission ("Commission") for an order entering a default against China Gerui Advanced Materials Group Limited (CIK No. 1449801) ("CHOPF" or "Respondent") in this proceeding and ordering the revocation of the registration of each class of Respondent's securities registered pursuant to Section 12 of the Securities Exchange Act of 1934 ("Exchange Act").

Argument

On September 25, 2019, the Commission issued an Order Instituting Proceedings ("OIP") against Respondent which has securities registered with the Commission under Section 12(g) of the Exchange Act. The OIP alleges the Respondent is delinquent in filing its mandated periodic reports. Because Respondent failed to answer or otherwise respond to the OIP, the Division now seeks entry of an order finding respondent CHOPF to be in default in this proceeding.

Commission Rule of Practice 220(b) states that where an answer is required to be filed by rule or order, the respondent “shall do so within 20 days after service upon the respondent of the order instituting proceedings” unless a different period is provided by rule or order. Here, the OIP requires “an Answer [to be filed] to the allegations contained in this Order within ten (10) days after service of this Order.” OIP at IV. Commission Rule of Practice 160(a) provides that Saturdays, Sundays and Federal legal holidays are to be counted as part of the 10 day period, and Commission Rule of Practice 160(b) extends that time by three days if service is made by mail.

The Declaration of Gina Joyce Concerning Service Upon Respondent (attached hereto as Exhibit A) establishes that CHOPF is headquartered in China, but incorporated in the British Virgin Islands, and that CHOPF’s registered agent for service of process is TMF (B.V.I.) Ltd. On October 11, 2019, CHOPF, through its registered agent, was served, by FedEx, with the OIP, along with a letter from the Commission’s Secretary, and a letter from the Division offering discovery pursuant to Rule of Practice 230. CHOPF’s answer to the OIP was due by Tuesday, October 24, 2019. However, CHOPF has neither filed an answer nor made any other response to the OIP in this proceeding.

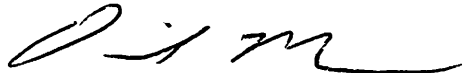
The Respondent at issue is delinquent in its filings with the Commission and has been delinquent for over two years. In addition, the Respondent’s failure to answer supports revocation of the registration of each class of Respondent’s securities. Accordingly, the Division moves for an order, pursuant to Rule 155(a)(2), finding this Respondent to be in default in this proceeding and ordering that the registration of each class of its securities registered pursuant to Exchange Act Section 12 be revoked.

Conclusion

For the reasons set forth above, the Division respectfully requests that the Commission:
1) grant the Division's Motion; 2) enter an order of default against CHOPF; and 3) revoke the registration of each class of its securities registered pursuant to Section 12 of the Exchange Act.

Dated: November 20, 2019

Respectfully submitted,

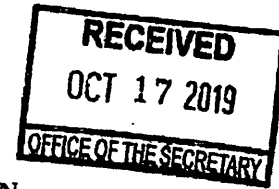


David Misler (202) 551-2210
Gina Joyce (202) 551-4850
Securities and Exchange Commission
100 F Street, N.E., Room 5120
Washington, D.C. 20549-5010

COUNSEL FOR
DIVISION OF ENFORCEMENT

EXHIBIT A

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION



ADMINISTRATIVE PROCEEDING
File No. 3-19496

In the Matter of

China Gerui Advanced Materials Group
Limited,

Respondent.

**DECLARATION OF GINA JOYCE
CONCERNING SERVICE UPON RESPONDENT**

GINA JOYCE, pursuant to 28 U.S.C. § 1746, declares:

1. I am a Senior Counsel with the Division of Enforcement ("Division") of the Securities and Exchange Commission, and co-counsel for the Division in the above-captioned administrative proceeding. I am submitting this Declaration to provide information to the Secretary and the Commission concerning service of the Order Instituting Proceedings upon Respondent, China Gerui Advanced Materials Group Limited ("CHOPF") pursuant to Rule 141(a).

2. CHOPF's last filing with the Commission was a Form 12b-25 filed with the Commission on April 30, 2015, which gives an address for the company in Xinzheng City, Zhengzhou, Henan Province, China ("China"). China is a signatory to The Hague Convention on the Service Abroad of Judicial and Extrajudicial Documents in Civil or Commercial Matters, 20 U.S.T. 361, T.I.A.S. 6638, 658 U.N.T.A. 163 (1964) ("Hague Convention"), but objects to service by mail pursuant to Article IO(a) of that Convention.

Thus, service in China must be made through the central authority of that nation, which can take a considerable period of time to complete. Based on this knowledge, the Division chose an alternate means of perfecting service on CHOPF.

3. CHOPF's Commission filings state that it is a British Virgin Islands ("BVI") corporation. The Division obtained information concerning CHOPF via the Commission's Office of International Affairs ("OIA"). A true and correct copy of the email thread in which OIA requested information concerning CHOPF and the BVI Financial Services Commission ("BVI FSC") provided that information is attached hereto as Exhibit 1. The BVI FSC provided the Division with a Register of Companies Search Report showing that CHOPF's registered agent is TMF (B.V.I.) Ltd., Palm Grove House, P.O. Box 438, Road Town, Tortola, British Virgin Islands. A true and correct copy of the Register of Companies Search Report concerning CHOPF provided by the BVI FSC is attached hereto as Exhibit 2.

4. As Exhibit 1 sets forth, the BVI FSC also provided the Division with a copy of Section 101 of the BVI Business Companies Act of 2004 which states that service may be effected on a BVI company by sending documents to, inter alia, the office of a company's registered agent. A true and correct copy of the excerpt from the BVI Business Companies Act of 2004 sent by the BVI FSC is attached hereto as Exhibit 3.

The BVI Business Companies Act of 2004 may be found at

https://www.bvifsc.vg/sites/default/files/bvi_business_companies_act_2004_amended_2005.pdf

5. I also reviewed Rule 141(a)(2)(iv) of the SEC Rules of Practice which provides that "[n]otice of a proceeding to a person in a foreign country may be made

by any method specified in paragraph (a)(2) of this rule, *or by any other method reasonably calculated to give notice, provided that the method of service used is not prohibited by the law of the foreign country.*" (Emphasis added).

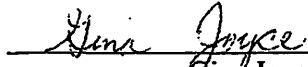
6. In order to determine how to send the documents to CHOPF's registered agent, I reviewed Article 10(a) of the Hague Convention. BVI is a territory of the United Kingdom; the United Kingdom and the United States are both signatories to the Hague Convention. Article 10(a) of the Hague Convention provides that, unless the country of destination objects, parties may send judicial documents directly to persons abroad through postal channels. The United Kingdom does not object to such service. *Guy Carpenter & Co., L.L.C. v. Samengo-Turner*, 2007 U.S. Dist. LEXIS 42730 at *7 (S.D.N.Y. June 14, 2007). In addition to sending judicial documents through postal channels, several courts have held that sending documents through private courier companies constitutes valid service of process under Article 10(a). *See EOI Corp. v. Medical Marketing Ltd, et al.*, 172 F.R.D. 133, 143 (D.N.J. 1997) (service by Federal Express in the United Kingdom); *Rogers v. Kasahara, et al.*, 2006 U.S. Dist. LEXIS 74870, *11-*13 (D.N.J. 2006) (service by DHL in Japan); *Dagen v. CFC Group Holdings, Ltd, et al.* 2002 U.S. Dist. LEXIS 25767 *47-*48 (S.D.N.Y. 2002) (service by Federal Express in Hong Kong); *R. Griggs Group Ltd. V. Filanto Spa*, 920 F. Supp. 1100, 1102, 1107 (D. Nev. 1996) (service by Federal Express in Italy).

7. On October 10, 2019, the Division sent a copy of the Order Instituting Proceedings in this matter, a letter from the Secretary, a letter from the Division concerning the availability of discovery, and the suspension release to CHOPF's

registered agent at the address set forth in paragraph 3, via FedEx, Tracking No. 8128 2335 8620. A true and correct copy of the FedEx Air Waybill is attached hereto as Exhibit 4. The package was delivered on October 11, 2019. A true and correct copy of the tracking confirmation for that delivery is attached hereto as Exhibit 5.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on October 17, 2019.



Gina Joyce

Joyce, Gina M.

From: Stephen Grayson <graysons@bvifsc.vg>
Sent: Wednesday, June 19, 2019 6:35 PM
To: Moore, Mickael
Cc: Frye, David; Joyce, Gina M.; Renee Manning
Subject: RE: China Gerui Advanced Materials Group Limited
Attachments: Sections 101 and 215 BC Act, 2004.pdf

Dear Mickaël,

Thank you for your email. For information, I attach a copy of section 215 of the BVI Business Companies Act (effect of striking-off) and section 101 (service of process on a BVI limited company). I also attach below a link to the ECSC Civil Procedure Rules which provides further guidance on service on a company (at CPR 5.7). As you will see, service may be effected at the company's registered office which is stated on the Company Search Report.

If you wish the Commission to assist with service of documents at the registered office, please let me know and we will be happy to assist you.

<https://www.eccourts.org/civil-procedure-rules/part-5-service-of-claim-form-within-jurisdiction>

Kind regards,

Stephen

Stephen Grayson

Ag. Director, Legal and Enforcement Division
BVI Financial Services Commission



 Pasea Estate
P.O. Box 418
Road Town, TORTOLA VG1110
BRITISH VIRGIN ISLANDS
 (284) 494-4190 (Office)
(284) 852-4757 (Direct)
 graysons@bvifsc.vg
 www.bvifsc.vg



From: Moore, Mickael [mailto:MooreM@SEC.GOV]
Sent: Tuesday, June 18, 2019 2:47 PM
To: Renee Manning
Cc: Frye, David; Stephen Grayson; Joyce, Gina M.; Moore, Mickael
Subject: RE: China Gerui Advanced Materials Group Limited

Dear Ms. Manning,

Thank you once again for providing the corporate status of China Gerui Advanced Materials Group Limited.

We had one follow-up question: In light of the fact that, since November 2018, China Gerui has been struck off the record, we were wondering how we may effect service on them. For example, would it be possible to serve China Gerui's registered agent? Some other process? We'd like to know how you see this from the perspective of BVI law.

We would appreciate your thoughts on the matter.

I copy my colleagues David and Gina on this e-mail so that they might receive your response when I will be out of the office on vacation until July 3.

Again, thank you very much and best regards!

Mickael

Mickaël P. Moore, Esq.
Senior Counsel
U.S. Securities and Exchange Commission
Office of International Affairs
100 F Street, NE | Washington, DC 20549-1004
Tel: (202) 551-6694 | Fax: (202) 772-9280 | moorem@sec.gov



From: Renee Manning [<mailto:manningr@bvifsc.vg>]
Sent: Monday, June 17, 2019 10:39 AM
To: Moore, Mickael
Cc: Frye, David; Stephen Grayson
Subject: China Gerui Advanced Materials Group Limited

Dear Mr. Moore,

Re: China Gerui Advanced Materials Group Limited
(the "Company")

We acknowledge receipt of your below email dated today 17th June, 2019 requesting information on the status of the subject Company.

The Company was stuck off of the BVI Register of Companies on the 01/11/2018 following non-payment of its Annual Registration Fee. Attached is a copy of the Company search report from the Register at the Registry of Corporate Affairs.

We trust that information provided is well received.

Regards,

Reneè Manning
Administrative Assistant I, Legal and Enforcement Division
BVI Financial Services Commission



 Pasea Estate
P.O. Box 418
Road Town, TORTOLA VG1110
BRITISH VIRGIN ISLANDS
 (284) 494-4190 (Office)
(284) 852-4071 (Direct)
 manningr@bvifsc.vg
 www.bvifsc.vg



From: Moore, Mickael [<mailto:MooreM@SEC.GOV>]
Sent: Monday, 17 June 2019 10:02 AM
To: Stephen Grayson <graysons@bvifsc.vg>
Cc: Moore, Mickael <MooreM@SEC.GOV>; Renee Manning <manningr@bvifsc.vg>; Frye, David <FryeD@SEC.GOV>
Subject: BVI corporate status

Washington, DC
June 16, 2019

Dear Stephen,

Good morning to you!

I write today with the hope that you can supply us quickly with the status of BVI Corporation, **China Gerui Advanced Materials Group Limited**. We'd like to know whether the **China Gerui Advanced Materials Group Limited** exists today or has been struck off the register?

May we prevail upon the BVI FSC to graciously provide us an answer?

Many thanks!

Best regards,

Mickael

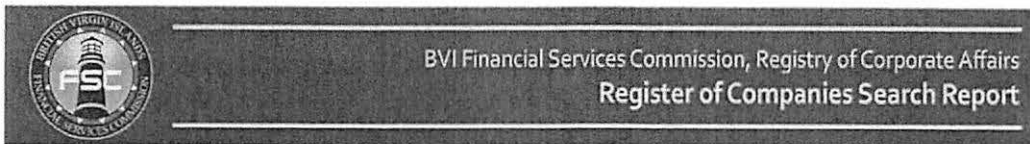
Mickaël P. Moore, Esq.
Senior Counsel
U.S. Securities and Exchange Commission
Office of International Affairs
100 F Street, NE | Washington, DC 20549-1004
Tel: (202) 551-6694 | Fax: (202) 772-9280 | moorem@sec.gov



P.S. We've been told that **China Gerui Advanced Materials Group Limited** was incorporated in the BVI on March 11, 2008 under the BVI Business Companies Act, 2004. The Registrar of Corporate Affairs of the British Virgin Islands apparently issued a Certificate of Change of Name confirming the change of the name from Golden Green Enterprises Limited to China Gerui Advanced Materials Group Limited on December 14, 2009.

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Date of Search : 17/06/2019
This search is accurate as at the Search Date above.

Company Name : China Gerui Advanced Materials Group Limited
Company Number : 1469123
Company Type : BC New Incorporation **Date of Incorporation / Registration :** 11/03/2008

Current Status :

Status Description: Struck off - Non Pmt A/Fee
 Status Date: 01/11/2018
 Current Registered Agent: TMF (B.V.I.) LTD.
 Palm Grove House
 P.O. Box 438
 Road Town
 Tortola
 VIRGIN ISLANDS, BRITISH
 Current Registered Agent Address:
 Current Registered Agent Phone Number: 284-494-4997
 Current Registered Agent Fax Number: 284-494-4999

Current Registered Office :
 Palm Grove House
 P.O. Box 438
 Road Town
 Tortola
 VIRGIN ISLANDS, BRITISH

Telephone:
 Agent Fax:
 Director Register Type : Private
 First Registered Agent: Equity Trust (BVI) Limited
 Palm Grove House
 P.O. Box 438
 Road Town
 Tortola
 First Registered Office:

Share/Capital Information:

Maximum Number of Shares the company is authorized to issue: 100000000.0000
 Ability to Issue Bearer Shares: N

Previous Names History

S.No	Previous Name	Foreign Character Name	Date Range or Cease Date	
			From	To
1	GOLDEN GREEN ENTERPRISES LIMITED		11/03/2008	13/12/2009
2	China Gerui Advanced Materials Group Limited		14/12/2009	

Transaction History

S.No	Date	Transaction Number	Description	Status	Eforms/Attachments
1	07/03/2008	T080129767	Name Reservation (10 days)	Approved	Name Reservation (10 days)
2	11/03/2008	T080134562	Application for Incorporation (BC)	Approved	Application for Incorporation (BC) Memorandum and Articles of the Company
3	18/12/2008	T080882690	Request for Certificate of Goodstanding	Approved	Request for Certificate of Good Standing
4	12/02/2009	T090052964	Request for Certificate of Goodstanding	Approved	Request for Certificate of Good Standing
5	27/02/2009	T090075117	Request for Certifications (BC)	Approved	Request for Certifications
6	04/03/2009	T090079426		Approved	Request for Certificate of Good Standing

		Request for Certificate of Goodstanding		
7	12/03/2009 T090089425	Request for Certificate of Goodstanding	Approved	Request for Certificate of Good Standing
8	17/03/2009 T090097241	Registration of Articles of Merger	Approved	Registration of Articles of Merger Articles of Merger signed by representative of each merging company
9	09/04/2009 T090138751	Amendments of Memorandum and / Or Articles of Association	Approved	Amendments Of Memorandum And Or Articles Of Association The attachment restated memorandum/articles incorporates the amendment made
10	29/05/2009 T090358379	Annual Fee Submission (BC)	Approved	Annual Submission
11	29/09/2009 T090542399	Request for Certificate of Goodstanding	Approved	Request for Certificate of Good Standing
12	28/10/2009 T090596939	Request for Certificate of Goodstanding	Approved	Request for Certificate of Good Standing
13	04/11/2009 T090618690	Request for Certifications (BC)	Approved	Request for Certifications
14	09/11/2009 T090627697	Request for Certificate of Goodstanding	Approved	Request for Certificate of Good Standing
15	02/12/2009 T090781643	Request for Certificate of Goodstanding	Approved	Request for Certificate of Good Standing
16	14/12/2009 T090799029	Name Reservation (10 days)	Approved	Name Reservation (10 days)
17	14/12/2009 T090799114	Change of Company Name or Add/Change A Foreign Character Name	Approved	Application for Change of Company Name
18	12/04/2010 T100168288	Request for Certificate of Goodstanding	Approved	Request for Certificate of Good Standing
19	27/04/2010 T100207886	Request for Certificate of Goodstanding	Approved	Request for Certificate of Good Standing
20	05/05/2010 T100231367	Request for Certificate of Goodstanding	Approved	Request for Certificate of Good Standing
21	11/05/2010 T100256112	Request for Certificate of Goodstanding	Approved	Request for Certificate of Good Standing
22	26/05/2010 T100347078	Annual Fee Submission (BC)	Approved	Annual Submission
23	04/06/2010 T100400648	Request for Certificate of Goodstanding	Approved	Request for Certificate of Good Standing
24	29/07/2010 T100494599	Request for Certificate of Goodstanding	Approved	Request for Certificate of Good Standing
25	09/09/2010 T100559621	Request for Certificate of Goodstanding	Approved	Request for Certificate of Good Standing
26	28/10/2010 T100657279	Request for Certificate of Goodstanding	Approved	Request for Certificate of Good Standing
27	21/12/2010 T100872304	Request for Certificate of Goodstanding	Approved	Request for Certificate of Good Standing
28	31/01/2011 T110053558	Request for Certificate of Goodstanding	Approved	Request for Certificate of Good Standing
29	30/05/2011 T110414000	Annual Fee Submission (BC)	Approved	Annual Submission
30	31/05/2012 T120427425	Annual Fee Submission (BC)	Approved	Annual Submission
31	24/04/2013 T130211849	Request for Certificate of Goodstanding	Approved	Request for Certificate of Good Standing
32	22/07/2013 T130523820	Annual Fee Submission (BC)	Approved	Annual Submission
33	23/07/2013 T130526378	Request for Certificate of Goodstanding	Approved	Request for Certificate of Good Standing
34	30/05/2014 T140429314	Annual Fee Submission (BC)	Approved	Annual Submission
35	29/10/2014 T140720794	Request for Certifications (BC)	Approved	Request for Certifications
36	09/09/2015 T150628832	Annual Fee Submission (BC)	Approved	Annual Submission
37	26/05/2016 T160347582	Annual Fee Submission (BC)	Approved	Annual Submission
38	02/05/2017 T170673262	Registered Agent intent to Resign	Approved	Registered Agent Intent To Resign Notice of intention to resign given to the company under section 93(2)
39	29/05/2017 T170841008	Annual Fee Submission (BC)	Approved	Annual Submission
40	29/09/2017 T171110487	Register of Directors - Registration	Approved	Register of Directors

Certificate History

S.No	Transaction No.	Type of Certificate	Date of Filing
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1	T080134562	Certificate of Incorporation (Original)	11/03/2008
2	T080882690	Certificate of Good Standing	18/12/2008
3	T090052964	Certificate of Good Standing	12/02/2009
4	T090075117	Certificate of Incorporation (Certified)	27/02/2009
5	T090079426	Certificate of Good Standing	04/03/2009
6	T090089425	Certificate of Good Standing	12/03/2009
7	T090097241	Certificate of Merger	17/03/2009
8	T090542399	Certificate of Good Standing	29/09/2009
9	T090596939	Certificate of Good Standing	28/10/2009
10	T090618690	Certificate of Incorporation (Certified)	04/11/2009
11	T090627697	Certificate of Good Standing	09/11/2009
12	T090781643	Certificate of Good Standing	02/12/2009
13	T090799114	Certificate of change of Name	14/12/2009
14	T100168288	Certificate of Good Standing	12/04/2010
15	T100207886	Certificate of Good Standing	27/04/2010
16	T100231367	Certificate of Good Standing	05/05/2010
17	T100256112	Certificate of Good Standing	11/05/2010
18	T100400648	Certificate of Good Standing	04/06/2010
19	T100494599	Certificate of Good Standing	29/07/2010
20	T100559621	Certificate of Good Standing	09/09/2010
21	T100657279	Certificate of Good Standing	28/10/2010
22	T100872304	Certificate of Good Standing	21/12/2010
23	T110053558	Certificate of Good Standing	31/01/2011
24	T130211849	Certificate of Good Standing	24/04/2013
25	T130526378	Certificate of Good Standing	23/07/2013

DISCLAIMER:

Although care has been taken to ensure the accuracy, completeness and reliability of the information provided through the use of this service ("the Information"), neither the Registrar of Corporate Affairs ("the Registrar") nor the Financial Services Commission ("the Commission") assumes any responsibility for the accuracy, completeness and reliability of the Information. This report does not reflect any transactions that may be submitted and not yet registered, or other changes for which the Registrar has not received notice. The user of the Information agrees that the Information is subject to change without notice, and neither the Registrar nor the Commission is responsible for any discrepancies that may result if a transaction is approved for filing after the issuance of this report. Neither the Registrar nor the Commission assumes any responsibility for the consequences of use of the Information, nor for any infringement of third party intellectual property rights which may result from its use. In no event shall the Commission or the Registrar be liable for any direct, indirect, special or incidental damage resulting from, arising out of or in connection with the use of the Information.

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- (b) the register of members;
- (c) the register of directors; and
- (d) minutes of meetings and resolutions of members and of those classes of members of which he is a member;

and to make copies of or take extracts from the documents and records.

(3) Subject to the memorandum and articles¹⁶⁷, the directors may, if they are satisfied that it would be contrary to the company's interests to allow a member to inspect any document, or part of a document, specified in subsection (2)(b), (c) or (d), refuse to permit the member to inspect the document or limit the inspection of the document, including limiting the making of copies or the taking of extracts from the records.

(4) The directors shall, as soon as reasonably practicable, notify a member of any exercise of their powers under subsection (3).

(5) Where a company fails or refuses to permit a member to inspect a document or permits a member to inspect a document subject to limitations, that member may apply to the Court for an order that he should be permitted to inspect the document or to inspect the document without limitation.

(6) On an application under subsection (5), the Court may make such order as it considers just.

101. Service of process, etc. on company

(1) Service of a document may be effected on a company by addressing the document to the company and leaving it at, or sending it by a prescribed method to

- (a) the company's registered office; or
- (b) the office of the company's registered agent.

(2) The Regulations may provide for the methods by which service of a document on a company may be proved.

102. Books, records and common seal

(1) A company shall keep

- (a) minutes of all meetings of
 - (i) directors,
 - (ii) members,
 - (iii) committees of directors, and
 - (iv) committees of members; and
- (b) copies of all resolutions consented to by
 - (i) directors,
 - (ii) members,
 - (iii) committees of directors, and
 - (iv) committees of members.¹⁶⁸

(2) A company shall have a common seal¹⁶⁹ and an imprint of the seal shall be kept at the office of the registered agent of the company.

(2A) Where a company has a foreign character name, the common seal¹⁷⁰

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- (c) the company fails to pay its annual fee or any late payment penalty by the due date; or³⁷⁰
 - (d) the company, being a company licensed under a financial services legislation, has its licence cancelled or revoked by the Commission.³⁷¹
- (2) If the Registrar is of the opinion that the company is trading or has property or that there is some other reason why the company should not be struck off the Register, he may, instead of striking the company from the Register, refer the company to the Commission for investigation.
- (3) Before striking a company off the Register on the grounds specified in subsection (1)(a) or (1)(b), the Registrar shall
- (a) send the company a notice stating that, unless the company shows cause to the contrary, it will be struck from the Register on a date specified in the notice which shall be no less than 30 days after the date of the notice; and
 - (b) publish a notice of his intention to strike the company off the Register in the Gazette.
- (4) After the expiration of the time specified in the notice, unless the company has shown cause to the contrary, the Registrar may strike the name of the company off the Register.
- (5) The Registrar shall publish a notice of the striking of a company from the Register in the Gazette.
- (6) The striking of a company off the Register is effective from the date of the notice published in the Gazette.
- (7) The striking off of a company shall not be affected by any failure on the part of the Registrar to serve a notice on the registered agent or to publish a notice in the Gazette under subsection (3)³⁷²

214. Appeal

- (1) Any person who is aggrieved by the striking of a company off the Register under section 213 may, within 90 days of the date of the notice published in the Gazette, appeal to the Court.
- (2) Notice of an appeal to the Court under subsection (1) shall be served on the Registrar who shall be entitled to appear and be heard at the hearing of the appeal.
- (3) The Registrar may, pending an appeal under subsection (1) of any person aggrieved by the striking of a company off the Register, suspend the operation of the striking off upon such terms as he considers appropriate, pending the determination of the appeal.

215. Effect of striking off

- (1) Where a company has been struck off the Register, the company and the directors, members and any liquidator or receiver thereof, may not
- (a) commence legal proceedings, carry on any business or in any way deal with the assets of the company;
 - (b) defend any legal proceedings, make any claim or claim any right for, or in the name of, the company; or
 - (c) act in any way with respect to the affairs of the company.
- (2) Notwithstanding subsection (1), where a company has been struck off the Register, the company, or a director, member, liquidator or receiver thereof, may
- (a) make application for restoration of the company to the Register;

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- (b) continue to defend proceedings that were commenced against the company prior to the date of the striking-off; and
 - (c) continue to carry on legal proceedings that were instituted on behalf of the company prior to the date of striking-off.
- (3) The fact that a company is struck off the Register does not prevent
- (a) the company from incurring liabilities, or
 - (b) any creditor from making a claim against the company and pursuing the claim through to judgement or execution,

and does not affect the liability of any of its members, directors, officers or agents.

(4) In this section and section 217, "liquidator" means a voluntary liquidator and an Insolvency Act liquidator.

216. Dissolution of company struck off the Register

Where a company that has been struck off the Register under section 213 remains struck off continuously for a period of seven years⁷, it is dissolved with effect from the last day of that period.⁷

217. Restoration of name of company to Register by Registrar

(1) Where a company has been struck off the Register, but not dissolved, the Registrar may, upon receipt of an application in the approved form and upon payment of the restoration fee and all outstanding fees and penalties, restore the company to the Register.⁷⁴

(2) Where the company has been struck off the Register under section 213(1)(a)(i) or the struck off company does not have a registered agent⁷⁵, the Registrar shall not restore the company to the Register unless

- (a) he is satisfied that a licensed person has agreed to act as registered agent of the company; and
- (b) he is satisfied that it would be fair and reasonable for the name of the company to be restored to the Register;

(3) An application to restore a company to the Register under subsection (1) may be made by the company, or a creditor, member or liquidator of the company and shall be made within 7⁷⁶ years of the date of the notice published in the Gazette under section 213(5).

(4) The company, or a creditor⁷⁷, a member or a liquidator thereof may, within 90 days, appeal to the Court from a refusal of the Registrar to restore the company to the Register and, if the Court is satisfied that it would be just for the company to be restored to the register, the Court may direct the Registrar to do so upon such terms and conditions as it may consider appropriate.

(5) Notice of an appeal to the Judge in chambers under subsection (4) shall be served on the Registrar who shall be entitled to appear and be heard at the hearing of the appeal.

⁷ The amendment to section 216 made by section 69 of the BVI Business Companies (Amendment) Act, 2012 does not apply to a company that was struck off the Register six years or more prior to 15 October 2012 (section 84(2)(g) of the BVI Business Companies (Amendment) Act, 2012). The period of ten years instead of seven years continues to apply to such companies.



Expanded Service International Air Waybill

For FedEx services worldwide.
Not all services and options are available to all destinations.

Sender's Copy

**The service order has changed in Section 4.
Signature options have been added to Section 6.**

For Completion Instructions, and details on services and options, see back of fifth page.

1 From Please print and press hard.

Date 10 10 14 Sender's FedEx Account Number 1309-8756-7 (IT NUMBER)

Sender's Name Ge. Joyce Phone 2025514192

Company US SECURITIES&EXCHANGES COMM

Address 100 F ST NE, Mail Stop 5010-A

City WASHINGTON State DC

Country US ZIP Postal Code 205492001

Email Address _____

Internal Billing Reference 3-19496 (OTHERS WILL APPEAR ON INVOICE)

FedEx Tracking Number 8128 2335 8620 Form ID No. 0425

4a Express Package Service Packages up to 109 lbs. / 68 kg

NOTE: Service order has changed. Please select carefully.

FedEx Intl. First FedEx Intl. Priority FedEx Intl. Economy

4b Express Freight Service Packages over 159 lbs. / 68 kg

FedEx Intl. Priority Freight FedEx Intl. Economy Freight

Booking Number _____
Please call your nearest FedEx location to book shipments.

5 Packaging

FedEx Envelope FedEx Pak FedEx Box FedEx Tube

FedEx 10kg Box FedEx 25kg Box Other _____

6a Special Handling and Delivery Signature Options Fees may apply. See the FedEx Service Guide.

HOLD at FedEx Location SATURDAY Delivery

Direct Signature (Someone at recipient's address may sign for delivery.) Indirect Signature (If no one is available at recipient's address, someone at a neighboring address may sign for delivery. For accidental deliveries only.)

Does this shipment contain dangerous goods?
One box must be checked / ticked.

No Yes (As per attached Shipper's Declaration) Yes (Shipper's Declaration not required) Dry Ice (Dry Ice, 9, UN 1845) _____ kg

Restrictions apply for dangerous goods—see the current FedEx Service Guide. Cargo Aircraft Only

6b Broker Selection (Optional) To specify a broker other than FedEx.

Intl. Broker Select _____

Broker's Email _____
City / State / Province / Country _____
ZIP / Postal Code _____ Phone _____

2 To Residential Delivery

Recipient's Name TMF (B.V.I.) Ltd Phone 284-494-4997

Company TMF (B.V.I.) Ltd

Address Palm Grove House

Address P.O. Box 438

City Road Town State Tortola

Country British Virgin Islands ZIP Postal Code VG 1 110

Email Address _____

Recipient's Tax ID Number for Customs Purposes _____

3 Shipment Information

Total Packages 1 Total Weight 0.5 lbs. kg DIM 1 1 in. cm

Commodity Description DETAIL REQUIRED. PRINT IN ENGLISH.	Harmonized Code	Country of Manufacture	Value for Customs
<u>Documents 3-19496</u>		<u>USA</u>	<u>\$1</u>

Has EEI been filed in AES? For U.S. Export Only Check One

No EEI required, value \$2,500 or less per Schedule B Number, no license required (NLR), not subject to EAR.

No EEI required, enter exemption number: _____

Yes - Enter AES proof of filing citation: _____

Total Declared Value for Carriage _____ Total Value for Customs (Specify Currency) _____

7 Payment Complete payment options for both transportation charges and duties and taxes.

Bill transportation charges to:

Sender Acct. No. in Section 1 will be billed. Recipient Third Party Credit Card Cash Check/Check

FedEx Acct. No. _____ FedEx Use Only

Credit Card No. _____
Credit Card Exp. Date _____

Bill duties and taxes to:

Sender Acct. No. in Section 1 will be billed. Recipient Third Party

FedEx Acct. No. _____

8 Required Signature

Use of this Air Waybill constitutes your agreement to the Conditions of Contract on the back of this Air Waybill, and you represent that this shipment does not require a U.S. State Department license. Certain international treaties, including the Warsaw or Montreal Convention, may apply to this shipment and limit our liability for damage, loss, or delay, as described in the Conditions of Contract.

WARNING: These commodities, technology, or software were exported from the United States in accordance with Export Administration regulations. Diversion contrary to U.S. law prohibited.

Sender's Signature: Ge. Joyce

FedEx Courier Receipt: _____ Date: _____
For letters of credit shipments only.

FOLD HERE BEFORE INSERTING IN POUCH.

For questions or to ship and track packages, go to fedex.com.
Or in the U.S. call 1.800.GoFedEx 1.800.463.3339.
Terms and conditions of service may vary from country to country.
For a full version of the Conditions of Contract, go to fedex.com.

663

812823358620

Delivered
Friday 10/11/2019 at 3:49 pm

DELIVERED

Signed for by: M.FAHIE

GET STATUS UPDATES
OBTAIN PROOF OF DELIVERY

FROM
WASHINGTON, DC US

TO
ROAD TOWN VG

Shipment Facts

TRACKING NUMBER
812823358620

SERVICE
FedEx International Priority

WEIGHT
0.5 lbs / 0.23 kgs

DELIVERED TO
Receptionist/Front Desk

TOTAL PIECES
1

TOTAL SHIPMENT WEIGHT
0.5 lbs / 0.23 kgs

TERMS
Shipper

SHIPPER REFERENCE
3- 19496

PACKAGING
FedEx Envelope

SPECIAL HANDLING SECTION
Deliver Weekday

STANDARD TRANSIT
10/14/2019 by 6:00 pm

SHIP DATE
Thu 10/10/2019

ACTUAL DELIVERY
Fri 10/11/2019 3:49 pm

Travel History

Local Scan Time

Friday, 10/11/2019

3:49 pm	ROAD TOWN VG	Delivered
1:40 pm	ROAD TOWN VG	In transit Package available for clearance
1:39 pm	ROAD TOWN VG	International shipment release - Import
1:36 pm	ROAD TOWN VG	On FedEx vehicle for delivery

10:51 am	CAROLINA, PR	In transit
8:39 am	CAROLINA, PR	At destination sort facility
4:03 am	MEMPHIS, TN	Departed FedEx location
1:24 am	MEMPHIS, TN	In transit
12:16 am	MEMPHIS, TN	Arrived at FedEx location

Thursday, 10/10/2019

9:21 pm	WASHINGTON, DC	Left FedEx origin facility
6:39 pm	WASHINGTON, DC	Picked up

CERTIFICATE OF SERVICE

I hereby certify that true copies of the Division of Enforcement's Motion for Default and Brief in Support were served on the following on this 25 day of November, 2019, in the manner indicated below:

By Hand:
Office of the Secretary
Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549-2557

By FedEx:

China Gerui Advanced Materials Group Limited
TMF (B.V.I.) Ltd.
Registered Agent
Palm Grove House
P.O. Box 438
Road Town
Tortola,
British Virgin Islands



David Misler