

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING
File No. 3-21974

In the Matter of

DAVID H. GOLDMAN,

Respondent.

**RESPONDENT'S MOTION FOR LEAVE TO FILE A LATE ANSWER TO THE ORDER
INSTITUTING PROCEEDINGS**

David H. Goldman ("Respondent") respectfully submits this Motion for Leave to File a Late Answer to the Order Instituting Proceedings ("OIP"), issued on June 18, 2024, pursuant to Rule 161 of the Commission's Rules of Practice (17 C.F.R. § 201.161). Respondent acknowledges the seriousness of the Commission's allegations and the procedural missteps that led to the delay in filing a timely answer.

I.

The OIP was personally served on Respondent on September 18, 2024, establishing a deadline of October 8, 2024, to file an answer. At the time, Respondent was transitioning from legal counsel to self-representation and misunderstood the filing deadline as relating solely to challenge of service. This misunderstanding, compounded by unfamiliarity with SEC procedural rules, led to a delay in filing a substantive response.

On November 5, 2024, the Division filed a Motion for Entry of Default and Remedial Sanctions. Subsequently, on December 5, 2024, the Commission issued an Order to Show Cause, directing Respondent to explain the procedural failure in which case Respondent acted in good faith by filing a timely response by December 19, 2024.

Respondent has maintained open communication throughout these proceedings and remains committed to resolving the matter on its merits. Allowing Respondent, the opportunity to file a late but formal answer to the OIP will uphold the principles of fairness and due process while maintaining public confidence in the Commission's adjudicative process.

II.

Under Rule 161 of the Commission's Rules of Practice (17 C.F.R. § 201.161), the Commission may extend or modify procedural deadlines where good cause is shown and the request is made in good faith. Rule 161(a) allows extensions when doing so is reasonable and appropriate, ensuring that matters are resolved on their merits rather than on procedural technicalities.

Excusable neglect is a key component of the good cause standard. The Commission has broad discretion to grant relief where neglect is not willful and when permitting a late filing serves fairness and justice.

III.

Good cause exists to permit Respondent to file a late but formal answer to the OIP based on excusable neglect, good faith efforts, and lack of prejudice to the Division.

Respondent's misunderstanding of the filing deadline, as described above, constitutes excusable neglect under Rule 161. Respondent acted in good faith by promptly responding to the Order to Show Cause and maintaining open communication throughout these proceedings. These actions demonstrate Respondent's commitment to resolving the matter on its merits.

Granting this motion would not prejudice the Division, as the matter remains in its early stages and no final determination has been made. Addressing the allegations on their merits aligns with the Commission's mission to ensure fairness and transparency.


IV.

Respondent respectfully requests the opportunity to file a substantive answer to the OIP within **ten (10) days** of the Commission granting this Motion. This timeline is reasonable and ensures that the matter proceeds efficiently while allowing Respondent to fully address the allegations.

Allowing Respondent to file a late but formal answer serves the public interest by ensuring the adjudicative process remains focused on substantive issues rather than procedural defaults.

For these reasons, Respondent respectfully requests that the Commission grant leave to file a late answer to the OIP.

David H. Goldman


Respondent

CERTIFICATE OF SERVICE

Pursuant to Rule 150 of the Commission's Rules of Practice, I hereby certify that on January 17, 2024, the foregoing document was filed using the eFAP system, and that a true and codirect copy of the document is being served via overnight delivery on the following persons entitled to notice:

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