

UNITED STATES OF AMERICA
before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 96301 / November 14, 2022

Admin. Proc. File No. 3-21137

In the Matter of

GROWN ROGUE INTERNATIONAL INC.
(fka NOVICIUS CORPORATION)

ORDER DIRECTING PREHEARING CONFERENCE

The Securities and Exchange Commission (“Commission”) issued an Order Instituting Proceedings (“OIP”) on September 22, 2022, pursuant to Section 12(j) of the Securities Exchange Act of 1934, against Grown Rogue International Inc. (fka Novicius Corporation) (“Respondent”).¹ On October 13, 2022, the Division of Enforcement filed a Declaration of Sandhya C. Harris, which established that, pursuant to Commission Rule of Practice 141(a)(2)(ii),² service of the OIP was made on Respondent on October 12, 2022.³ As stated in the OIP, Respondent’s answer was required to be filed within ten days of service of the OIP.⁴ Respondent did not file an answer by that date.

Respondent filed an answer to the OIP on October 31, 2022.⁵ Among other things, the answer states that Respondent is working to file its delinquent Forms 20-F and expects its auditor

¹ *Grown Rogue Int’l Inc. (fka Novicius Corp.)*, Exchange Act Release No. 95880, 2022 WL 4445470 (Sept. 22, 2022).

² 17 C.F.R. § 201.141(a)(2)(ii), .141(a)(2)(iv).

³ *Grown Rogue Int’l Inc. (fka Novicius Corp.)*, Exchange Act Release No. 96116, 2022 WL 13564893, at *1 & nn.2-3 (Oct. 20, 2022).

⁴ *Grown Rogue Int’l Inc. (fka Novicius Corp.)*, 2022 WL 4445470, at *2; Rules of Practice 151(a), 160(b), 220(b), 17 C.F.R. §§ 201.151(a), 201.160(b), 201.220(b).

⁵ We prematurely issued an order for Respondent to show cause why it should not be deemed in default on October 20, 2022, before Respondent’s time to file an answer had lapsed on October 24, 2022. *Grown Rogue Int’l Inc. (fka Novicius Corp.)*, 2022 WL 13564893, at *1. We discharge that show cause order as part of this order.

to finish reviewing its outstanding forms within the next two weeks.⁶ The answer further asserts that Respondent mistakenly believed its deadline for filing an answer was 20 days after service of the OIP under Rule of Practice 220, rather than 10 days thereafter, as specified in the OIP.⁷

Under the circumstances, Respondent will not be held in default at this time. We direct the parties to conduct a prehearing conference by December 2, 2022.⁸ Following the conference, the parties shall file a statement with the Office of the Secretary advising the Commission of any agreements reached at the conference. If a prehearing conference is not held, a statement shall be filed with the Secretary advising the Commission of that fact and of the efforts made to meet and confer. In either case, the statement shall be filed no later than December 16, 2022. If Respondent fails to participate in the prehearing conference as directed by this order, it may be deemed to be in default and the proceeding may be determined against it, and its securities may be revoked.⁹

The parties' attention is directed to the most recent amendments to the Commission's Rules of Practice, which took effect on April 12, 2021, and which include e-filing requirements.¹⁰

For the Commission, by the Office of the General Counsel, pursuant to delegated authority.

Vanessa A. Countryman
Secretary

⁶ Respondent filed Forms 20-F for its 2019, 2020, and 2021 fiscal years on November 4, 2022. See Rule of Practice 323, 17 C.F.R. § 201.323 (“Official notice may be taken of . . . any matter in the public official records of the Commission”)

⁷ See Rule of Practice 220(b), 17 C.F.R. § 201.220(b) (requiring answer to be filed within 20 days “[e]xcept where a different period is provided . . . by order”).

⁸ Rule of Practice 221, 17 C.F.R. § 201.221; see *Grown Rogue Int’l Inc. (fka Novicius Corp.)*, 2022 WL 4445470, at *2 (providing that the parties shall conduct a prehearing conference pursuant to Rule 221 within 14 days after service of Respondent’s answer).

⁹ Rules of Practice 155(a), 221(f), 17 C.F.R. §§ 201.221; see also *Grown Rogue Int’l Inc. (fka Novicius Corp.)*, 2022 WL 4445470, at *2 (“If Respondent . . . fails to appear at a hearing or conference after being duly notified, [it] may be deemed in default and the proceedings may be determined against [it]”).

¹⁰ *Amendments to the Commission’s Rules of Practice*, Exchange Act Release No. 90442, 2020 WL 7013370 (Nov. 17, 2020), 85 Fed. Reg. 86,464, 86,474 (Dec. 30, 2020) <https://www.sec.gov/rules/final/2020/34-90442a.pdf>; *Instructions for Electronic Filing and Service of Documents in SEC Administrative Proceedings and Technical Specifications*, <https://www.sec.gov/efapdocs/instructions.pdf>. The amendments impose other obligations such as a redaction and omission of sensitive personal information requirement. *Amendments to the Commission’s Rules of Practice*, 85 Fed. Reg. at 86,465–81.