

UNITED STATES OF AMERICA
before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 97853 / July 7, 2023

Admin. Proc. File No. 3-21380

In the Matter of
NOBLE VICI GROUP, INC.

ORDER TO SHOW CAUSE

On April 20, 2023, the Securities and Exchange Commission issued an order instituting proceedings (“OIP”) against Noble Vici Group, Inc. (“Respondent”) pursuant to Section 12(j) of the Securities Exchange Act of 1934.¹ On April 28, 2023, 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 April 27, 2023.³

As stated in the OIP, Respondent’s answer was required to be filed within ten days of the service of the OIP.⁴ As of the date of this order, Respondent has not filed an answer. The prehearing conference and hearing are thus continued indefinitely.

¹ *Noble Vici Group, Inc.*, Exchange Act Release No. 97332, 2023 WL 3038825 (Apr. 20, 2023).

² 17 C.F.R. § 201.141(a)(2)(ii).

³ On May 16, 2023, Respondent filed a Form 15 to terminate the registration of its securities under Exchange Act Section 12(g). On July 6, 2023, the Division filed a motion to find the Respondent in default and to revoke the registration of its securities. The Division also moved for expedited consideration requesting that its motion for default and revocation be resolved prior to the August 14, 2023, effective date of the Form 15. Respondent should be aware that it may be deemed to be in default and the registration of its securities revoked before its Form 15 becomes effective if it does not file an answer or otherwise respond to this show cause order. *See, e.g., Piedmont Mining Co.*, Exchange Act Release No. 90998, 2021 WL 302893, at *3, *5 (Jan. 27, 2021) (expediting Section 12(j) proceeding and revoking registration of issuer’s securities where issuer defaulted in proceeding after filing a Form 15).

⁴ *Noble Vici Group*, 2023 WL 3038825, at *2; Rules of Practice 151(a), 160(b), 220(b), 17 C.F.R. §§ 201.151(a), 201.160(b), 201.220(b).

Accordingly, Respondent is ORDERED to SHOW CAUSE by July 21, 2023, why the registration of its securities should not be revoked by default due to its failure to file an answer and to otherwise defend this proceeding. When a party defaults, the allegations in the OIP will be deemed to be true and the Commission may determine the proceeding against that party upon consideration of the record without holding a public hearing.

If Respondent fails to respond to this order to show cause, it may be deemed in default, the proceeding may be determined against it, and the registration of its securities may be revoked.⁵ Upon review of the filings in response to this order, the Commission will either direct further proceedings by subsequent order or issue a final order resolving the matter.

The parties' attention is directed to the e-filing requirements in the Rules of Practice.⁶ We also remind the parties that any document filed with the Commission must be served upon all participants in the proceeding and be accompanied by a certificate of service.⁷

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

Vanessa A. Countryman
Secretary

⁵ Rules of Practice 155, 180, 17 C.F.R. §§ 201.155, 201.180; *see Noble Vici Group*, 2023 WL 3038825, at *2 (“If Respondent fails to file the directed Answer, . . . [it] may be deemed in default and the proceedings may be determined against [it] . . .”).

⁶ *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.

⁷ *See* Rule of Practice 150, 17 C.F.R. § 201.150 (generally requiring parties to serve each other with their filings); Rule of Practice 151(d), 17 C.F.R. § 201.151(d) (“Papers filed with the Commission . . . shall be accompanied by a certificate stating the name of the person or persons served, the date of service, the method of service, and the mailing address or email address to which service was made, if not made in person.”).