

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934

Release No. 64920 / July 20, 2011

ADMINISTRATIVE PROCEEDING

File No. 3-14470

In the Matter of

**M (2003) PLC (f/k/a Marconi PLC),
Mayfair Mining & Minerals, Inc.,
MM2 Group, Inc.,
Nayna Networks, Inc.,
NCT Group, Inc., and
Neptune Industries, Inc. (f/k/a Move
Films, Inc.),**

Respondents.

**ORDER INSTITUTING
ADMINISTRATIVE PROCEEDINGS
AND NOTICE OF HEARING
PURSUANT TO SECTION 12(j) OF
THE SECURITIES EXCHANGE ACT
OF 1934**

I.

The Securities and Exchange Commission (“Commission”) deems it necessary and appropriate for the protection of investors that public administrative proceedings be, and hereby are, instituted pursuant to Section 12(j) of the Securities Exchange Act of 1934 (“Exchange Act”) against Respondents M (2003) PLC (f/k/a Marconi PLC), Mayfair Mining & Minerals, Inc., MM2 Group, Inc., Nayna Networks, Inc., NCT Group, Inc., and Neptune Industries, Inc. (f/k/a Move Films, Inc.).

II.

After an investigation, the Division of Enforcement alleges that:

A. RESPONDENTS

1. M (2003) PLC (f/k/a Marconi PLC) (CIK No. 1122133) is an England and Wales company located in London, England with a class of securities registered with the Commission pursuant to Exchange Act Section 12(g). M (2003) is delinquent in its periodic filings with the Commission, having not filed any periodic reports since it filed a Form 20-F for the fiscal year ended March 31, 2006, which reported a net loss of \$448,000 for the prior twelve months. As of July 12, 2011, the company’s stock (symbol

“MTWOY”) was quoted on OTC Link (previously, “Pink Sheets”) operated by OTC Markets Group Inc. (“OTC Link”), had seven market makers, and was eligible for the “piggyback” exception of Exchange Act Rule 15c2-11(f)(3).

2. Mayfair Mining & Minerals, Inc. (CIK No. 1211526) is a Nevada corporation located in Lindfield, West Sussex, United Kingdom with a class of securities registered with the Commission pursuant to Exchange Act Section 12(g). Mayfair Mining & Minerals is delinquent in its periodic filings with the Commission, having not filed any periodic reports since it filed a Form 10-K/A for the fiscal year ended March 31, 2009, which reported a net loss of over \$1.4 million for the prior twelve months. As of July 12, 2011, the company’s stock (symbol “MFMM”) was quoted on OTC Link, had nine market makers, and was eligible for the “piggyback” exception of Exchange Act Rule 15c2-11(f)(3).

3. MM2 Group, Inc. (CIK No. 1141500) is a New Jersey corporation located in Livingston, New Jersey with a class of securities registered with the Commission pursuant to Exchange Act Section 12(g). MM2 Group is delinquent in its periodic filings with the Commission, having not filed any periodic reports since it filed a Form 10-Q for the period ended March 31, 2009, which reported a net loss of \$1.1 million for the prior nine months. As of July 12, 2011, the company’s stock (symbol “MMGP”) was quoted on OTC Link, had eight market makers, and was eligible for the “piggyback” exception of Exchange Act Rule 15c2-11(f)(3).

4. Nayna Networks, Inc. (CIK No. 769591) is a defaulted Nevada corporation located in Shelton, Connecticut with a class of securities registered with the Commission pursuant to Exchange Act Section 12(g). Nayna Networks is delinquent in its periodic filings with the Commission, having not filed any periodic reports since it filed a Form 10-QSB for the period ended September 30, 2007, which reported a net loss of \$818,000 for the prior three months. As of July 12, 2011, the company’s stock (symbol “NAYN”) was quoted on OTC Link, had five market makers, and was eligible for the “piggyback” exception of Exchange Act Rule 15c2-11(f)(3).

5. NCT Group, Inc. (CIK No. 722051) is a void Delaware corporation located in Shelton, Connecticut with a class of securities registered with the Commission pursuant to Exchange Act Section 12(g). NCT Group is delinquent in its periodic filings with the Commission, having not filed any periodic reports since it filed a Form 10-Q for the period ended June 30, 2006, which reported a net loss of over \$22 million for the prior six months. On May 12, 2009, an involuntary Chapter 7 petition was filed against NCT Group in the U.S. Bankruptcy Court for the District of Connecticut, and the case was terminated on July 20, 2009. As of July 12, 2011, the company’s stock (symbol “NCTI”) was quoted on OTC Link, had six market makers, and was eligible for the “piggyback” exception of Exchange Act Rule 15c2-11(f)(3).

6. Neptune Industries, Inc. (f/k/a Move Films, Inc.) (CIK No. 1138659) is a Florida corporation located in Homestead, Florida with a class of securities registered with the Commission pursuant to Exchange Act Section 12(g). Neptune Industries is delinquent in its periodic filings with the Commission, having not filed any periodic reports since it filed a Form 10-Q for the period ended September 30, 2008, which

reported a net loss of over \$533,000 for the prior three months. On February 13, 2009, an involuntary Chapter 11 petition was filed against Neptune Industries in the U.S. Bankruptcy Court for the Southern District of Florida, and the case was terminated on December 17, 2009. As July 12, 2011, the company's stock (symbol "NPDI") was quoted on OTC Link, had seven market makers, and was eligible for the "piggyback" exception of Exchange Act Rule 15c2-11(f)(3).

B. DELINQUENT PERIODIC FILINGS

7. As discussed in more detail above, all of the Respondents are delinquent in their periodic filings with the Commission, have repeatedly failed to meet their obligations to file timely periodic reports, and failed to heed delinquency letters sent to them by the Division of Corporation Finance requesting compliance with their periodic filing obligations or, through their failure to maintain a valid address on file with the Commission as required by Commission rules, did not receive such letters.

8. Exchange Act Section 13(a) and the rules promulgated thereunder require issuers of securities registered pursuant to Exchange Act Section 12 to file with the Commission current and accurate information in periodic reports, even if the registration is voluntary under Section 12(g). Specifically, Rule 13a-1 requires issuers to file annual reports, and Rule 13a-13 requires domestic issuers to file quarterly reports. Rule 13a-16 requires foreign private issuers file reports to the Commission under cover of Form 6-K if they make or are required to make the information public under the laws of the jurisdiction of their domicile or in which they are incorporated or organized; if they file or are required to file information with a stock exchange on which their securities are traded and the information was made public by the exchange; or if they distribute or are required to distribute information to their security holders.

9. As a result of the foregoing, Respondents failed to comply with Exchange Act Section 13(a) and Rules 13a-1 and 13a-13 or 13a-16 thereunder.

III.

In view of the allegations made by the Division of Enforcement, the Commission deems it necessary and appropriate for the protection of investors that public administrative proceedings be instituted to determine:

A. Whether the allegations contained in Section II hereof are true and, in connection therewith, to afford the Respondents an opportunity to establish any defenses to such allegations; and,

B. Whether it is necessary and appropriate for the protection of investors to suspend for a period not exceeding twelve months, or revoke the registration of each class of securities registered pursuant to Section 12 of the Exchange Act of the Respondents identified in Section II hereof, and any successor under Exchange Act Rules 12b-2 or 12g-3, and any new corporate names of any Respondents.

IV.

IT IS HEREBY ORDERED that a public hearing for the purpose of taking evidence on the questions set forth in Section III hereof shall be convened at a time and place to be fixed, and before an Administrative Law Judge to be designated by further order as provided by Rule 110 of the Commission's Rules of Practice [17 C.F.R. § 201.110].

IT IS HEREBY FURTHER ORDERED that Respondents shall file an Answer to the allegations contained in this Order within ten (10) days after service of this Order, as provided by Rule 220(b) of the Commission's Rules of Practice [17 C.F.R. § 201.220(b)].

If Respondents fail to file the directed Answers, or fail to appear at a hearing after being duly notified, the Respondents, and any successor under Exchange Act Rules 12b-2 or 12g-3, and any new corporate names of any Respondents, may be deemed in default and the proceedings may be determined against it upon consideration of this Order, the allegations of which may be deemed to be true as provided by Rules 155(a), 220(f), 221(f), and 310 of the Commission's Rules of Practice [17 C.F.R. §§ 201.155(a), 201.220(f), 201.221(f), and 201.310].

This Order shall be served forthwith upon Respondents personally or by certified, registered, or Express Mail, or by other means permitted by the Commission Rules of Practice.

IT IS FURTHER ORDERED that the Administrative Law Judge shall issue an initial decision no later than 120 days from the date of service of this Order, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice [17 C.F.R. § 201.360(a)(2)].

In the absence of an appropriate waiver, no officer or employee of the Commission engaged in the performance of investigative or prosecuting functions in this or any factually related proceeding will be permitted to participate or advise in the decision of this matter, except as witness or counsel in proceedings held pursuant to notice. Since this proceeding is not "rule making" within the meaning of Section 551 of the Administrative Procedure Act, it is not deemed subject to the provisions of Section 553 delaying the effective date of any final Commission action.

By the Commission.

Elizabeth M. Murphy
Secretary