

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 83348 / May 30, 2018**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-18509**

**In the Matter of**  
  
**EMANUEL PANTELAKIS,**  
  
**Respondent.**

**ORDER INSTITUTING**  
**ADMINISTRATIVE PROCEEDINGS**  
**PURSUANT TO SECTION 15(b) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934,**  
**MAKING FINDINGS, AND IMPOSING**  
**REMEDIAL SANCTIONS**

**I.**

The Securities and Exchange Commission (“Commission”) deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted pursuant to Section 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) against Emanuel Pantelakis (“Pantelakis” or “Respondent”).

**II.**

In anticipation of the institution of these proceedings, Respondent has submitted an Offer of Settlement (the “Offer”) which the Commission has determined to accept. Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or to which the Commission is a party, Respondent admits the Commission’s jurisdiction over him and the subject matter of these proceedings, and the findings contained in paragraphs III.2 below, and consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Section 15(b) of the Securities Exchange Act of 1934, Making Findings, and Imposing Remedial Sanctions (“Order”), as set forth below.

### III.

On the basis of this Order and Respondent's Offer, the Commission finds that

1. Pantelakis, age 43, is a resident of Flushing, New York.
2. On December 22, 2017, Pantelakis pled guilty to one count of conspiracy to commit securities fraud in violation of 18 U.S.C. § 371, before the United States District Court for the Southern District of New York, in *United States v. Emanuel Pantelakis*, No. 17-Cr. 087 (ALC).
3. The count of the criminal indictment to which Pantelakis pled guilty alleged, *inter alia*, that, from approximately February 2008 through 2014, Pantelakis conspired to defraud investors by inducing investors to purchase shares of Terminus Energy Corporation ("Terminus") through false and misleading representations and, after obtaining such investments, subsequently misappropriated investor funds for his own benefit. In furtherance of the scheme, Pantelakis and his co-conspirators caused investors to purchase a total of approximately \$5 million of private shares of Terminus. Pantelakis and his co-conspirators fraudulently induced investors to invest by, among other things: (a) drafting and disseminating false and misleading press releases and announcements relating to Terminus; (b) drafting, causing to be drafted, and disseminating false and misleading PPMs; and (c) drafting and disseminating false and misleading business plans, executive summaries, and presentations relating to Terminus.
4. During the course of the conspiracy charged in the criminal indictment, Pantelakis, who was not then associated with any registered broker-dealer, was associated with an unregistered broker-dealer that participated in the sale of Terminus shares.

### IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions agreed to in Respondent Pantelakis's Offer.

Accordingly, it is hereby ORDERED pursuant to Section 15(b)(6) of the Exchange Act, that Respondent Pantelakis be, and hereby is barred from association with any broker, dealer, investment adviser, municipal securities dealer, municipal advisor, transfer agent, or nationally recognized statistical rating organization.

Pursuant to Section 15(b)(6) of the Exchange Act Respondent Pantelakis be, and hereby is barred from participating in any offering of a penny stock, including: acting as a promoter, finder, consultant, agent or other person who engages in activities with a broker, dealer or issuer for purposes of the issuance or trading in any penny stock, or inducing or attempting to induce the purchase or sale of any penny stock.

Any reapplication for association by the Respondent will be subject to the applicable laws and regulations governing the reentry process, and reentry may be conditioned upon a number of factors, including, but not limited to, the satisfaction of any or all of the following: (a) any

disgorgement ordered against the Respondent, whether or not the Commission has fully or partially waived payment of such disgorgement; (b) any arbitration award related to the conduct that served as the basis for the Commission order; (c) any self-regulatory organization arbitration award to a customer, whether or not related to the conduct that served as the basis for the Commission order; and (d) any restitution order by a self-regulatory organization, whether or not related to the conduct that served as the basis for the Commission order.

By the Commission.

Brent J. Fields  
Secretary