

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING
File No. 3-19419

<p>In the Matter of</p> <p>ERHC Energy, Inc., <i>et al.</i></p> <p>Respondents.</p>
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DIVISION OF ENFORCEMENT'S
MOTION FOR SUMMARY DISPOSITION AS TO
ERHC ENERGY, INC. AND BRIEF IN SUPPORT

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MOTION FOR SUMMARY DISPOSITION

The Division of Enforcement (“Division”), by counsel, pursuant to Commission Rules of Practice 154 and 250, moves for an order of summary disposition revoking the registration of each class of securities of ERHC Energy, Inc., (“ERHE”) registered pursuant to Securities and Exchange Act of 1934 (“Exchange Act”) Section 12. There is no genuine issue concerning any material fact and, pursuant to Exchange Act Section 12(j), the Division, as a matter of law, is entitled to an order revoking the registration of each class of securities of ERHE registered pursuant to Exchange Act Section 12.

An analysis of the factors set forth in *Gateway International Holdings, Inc.*, Exchange Act Rel. No. 53907, 2006 SEC LEXIS 1288 (May 31, 2006) (“*Gateway*”) establishes that revocation is necessary and appropriate for the protection of investors. ERHE’s violations are continuous and ongoing and its purported efforts to remedy its past violations have been wholly insufficient. The Commission has repeatedly held that delinquencies like ERHE’s constitute a serious and egregious violation of Exchange Act Section 13(a)’s reporting requirements. ERHE was aware of its obligations and not only failed to file timely reports, but also provided no updates to investors as to why it has continued to be delinquent in its filings.

Two years have passed since the dismissal of the “debilitating, convoluted and resource-draining litigation” to which ERHE attributed its delinquency as has the “reasonable amount of time within which to resume its periodic filings and bring up-to-date, the arrears of filing.” Answer at 5, 14.¹ Still, current and prospective investors remain in the dark about ERHE. Accordingly, revocation of ERHE’s registration is necessary and appropriate for the protection of investors.

¹ The Answer refers to ERHE’s Answer which it filed on September 26, 2019.

BRIEF IN SUPPORT

I. Statement of Undisputed Facts

A. Issuer Background

ERHE (CIK No. 799235) is a Colorado corporation located in Houston, Texas, with a class of securities registered with the Commission pursuant to Exchange Act Section 12(g). Harris Decl. Ex's. 1 and 2. As of August 16, 2019, ERHE's common stock was quoted on OTC Link, had six market makers, and was eligible for the "piggyback" exception of Exchange Act Rule 15c2-11(f)(3). Harris Decl. Ex. 3.

B. ERHE's Filings History with the Commission

ERHE is delinquent in its periodic filings with the Commission, having filed no periodic reports since it filed a 10-Q for the period ended June 30, 2017—a period approaching four years. *ERHC Energy, Inc.*, Exchange Act Release No. 90517, 2020 WL 6891409, at *1 (Nov. 24, 2020) ("ERHC conceded that its last filed Form 10-Q was filed on June 30, 2017."). ERHE's last 10-Q reported a net loss of \$2,915,689 for the prior nine months. Order Instituting Proceedings ("OIP"), ¶ II.A.1; Harris Decl. Ex's. 7 and 8.

On November 14, 2018, ERHE filed an 8-K disclosing that the company

...is currently involved in a contentious arbitration with an international oil company . . . The legal and ancillary costs of participating in the arbitration and advocating ERHC BVI's position, have been significant and had a deleterious effect on the finances of ERHC BVI and of ERHC Energy Inc. which is ERHC BVI's parent-company affiliate.

Harris Decl. Ex. 4. Answer at 11.

C. The Instant Proceeding

On March 28, 2019, the Division of Corporation Finance ("Corporation Finance") sent a delinquency letter to the address shown in ERHE's most recent periodic filing. Harris Decl. Ex. 5. The delinquency letter stated that ERHE appeared to be delinquent in its periodic filings and

warned that it could be subject to institution of an Exchange Act Section 12(j) proceeding without prior notice if it did not file its required reports within fifteen days of the date of the letter. *Id.*

On September 5, 2019, the Division instituted this proceeding. *ERHC Energy, Inc.*, 2020 WL 6891409, at *1. At that time, ERHE had failed to file eight periodic reports and had not made a compliant periodic filing, timely or otherwise, since it filed its Exchange Act Form 10-Q for the period ended June 30, 2017 on August 14, 2017. Harris Decl. Ex's. 7 and 8.

Simultaneously with the institution of this proceeding, the Commission issued an order suspending trading in the securities of ERHE for ten business days. *ERHC Energy, Inc. and IDdriven, Inc.*, Exchange Act Rel. No. 86881, Commission File No. 3-19419 (Sept. 5, 2019).

On September 26, 2019, ERHE filed an Answer to the OIP. *ERHC Energy, Inc.*, 2020 WL 6891409, at *1. ERHE's Answer conceded that its last periodic filing was for the period ended June 30, 2017, which it referred to as its "Last 10-Q," and further stated that it had previously filed timely periodic reports for ten years. *Id.*; Answer at 3. ERHE attributed its current delinquency to "debilitating, convoluted and resource-draining litigation by a U.S. based company group," which prevented ERHE from exploiting the rights to oil and gas exploration areas in Sao Tome & Principe. Answer at 5; *ERHC Energy, Inc.*, 2020 WL 6891409, at *1 ("ERHC also asserted a number of explanations and affirmative defenses and mitigating circumstances, including the 'impending resolution' of litigation that has resulted in 'material constraints' on its ability to make mandatory disclosures and its 'prior long history of prompt filings.'"). ERHE also alleged that the litigation was dismissed in July 2019 and that it is now working with the government of Sao Tome & Principe to "monetize" the oil and gas production rights, which were tied up in the lawsuit. *Id.* at 9 and 4. ERHE asked for a "reasonable time

within which to resume its periodic filings and bring up-to-date, the arrears of filing.” Answer at 14.

II. Argument in Support of Summary Disposition

A. Standards Applicable to the Division’s Summary Disposition Motion

Rule of Practice 250(b) provides “for a motion for summary disposition ‘on one or more claims or defenses’ on the basis of the evidence record ‘after a respondent’s answer has been filed...’” *ERHC Energy, Inc.*, 2020 WL 6891409, at *2. Analogous to Rule 56 of the Federal Rules of Civil Procedure, under Rule 250(b) the movant need only “show that there is no genuine issue with regard to any material fact and that the movant is entitled to summary disposition as a matter of law.” *Id.* (internal quotations and citations omitted). While the facts on summary disposition must be viewed in the light most favorable to the non-moving party, the opposing party “may not rely on bare allegations or denials but instead must present specific facts showing a genuine issue of material fact for resolution at a hearing.” *Id.* (internal quotations and citations omitted).

When ruling on a motion for summary disposition, the Commission is not limited to considering only the OIP and a respondent’s answer. *ERHC Energy, Inc.*, 2020 WL 6891409, at *4.

This proceeding was instituted under Exchange Act Section 12(j). Section 12(j) empowers the Commission, where it deems it “necessary and appropriate for the protection of investors” to either suspend (for a period not exceeding twelve months) or permanently revoke a security’s registration “if the Commission finds, on the record after notice and opportunity for hearing, that the issuer of such security has failed to comply with any provision of this title or the rules and regulations thereunder.” “[W]e have repeatedly observed that summary disposition is typically appropriate in proceedings pursuant to Exchange Act Section 12(j) because the issues

to be decided are narrowly focused and the facts not genuinely in dispute.” *ERHC Energy, Inc.*, 2020 WL 6891409, at *4 (cleaned up); *see also China-Biotics, Inc.*, Exchange Act Rel. No. 70800, 2013 SEC LEXIS 3451, at *65 (November 4, 2013); *AIC International, Inc.*, Initial Decision Rel. No. 324, 2006 SEC LEXIS 2996, at *3 (December 27, 2006); *Bilogic, Inc.*, Initial Decision Rel. No. 322, 2006 SEC LEXIS 2596, at *12 (November 9, 2006); *iBiz Technology Corp.*, Initial Decision Rel. No. 312, 2006 SEC LEXIS 1406, at *11 (June 16, 2006); *St. George Metals, Inc.*, Initial Decision Rel. No. 298, 2005 SEC LEXIS 2465, at *12 (September 29, 2005); *Investco, Inc.*, Initial Decision Rel. No. 240, 2003 SEC LEXIS 2792, at *7 (November 24, 2003); *Nano World Projects Corp.*, Initial Decision Rel. No. 228, 2003 SEC LEXIS 1968, at *3 (May 20, 2003).

B. The Division is Entitled to Summary Disposition Against ERHE for its Failures to Comply with Exchange Act Section 13(a) and Rules 13a-1 and 13a-13 Thereunder

There is no dispute of material fact that ERHE has failed to comply with Exchange Act Section 13(a) and Rules 13a-1 and 13a-13 thereunder and the Division is entitled to summary disposition as a matter of law. Section 13(a) of the Exchange Act and Rules 13a-1 and 13a-13 promulgated thereunder require issuers of securities registered pursuant to Section 12 of the Exchange Act to file periodic and other reports with the Commission. Exchange Act Section 13(a) is a cornerstone of the Exchange Act, establishing a system of periodically reporting invaluable information about issuers of securities.

“Section 13(a) of the Exchange Act and the rules promulgated thereunder require issuers of securities registered pursuant to Section 12 of the Exchange Act to file periodic and other reports with the Commission. Exchange Act Rule 13a-1 requires issuers to submit annual reports, and Exchange Act Rule 13a-13 requires issuers to submit quarterly reports. No showing

of scienter is necessary to establish a violation of Section 13(a) or the rules thereunder.”
Telestone Technologies Corp., Initial Decision Rel. No. 1078, 2016 SEC LEXIS 4185, at *4
(November 9, 2016); *accord Gateway*, 2006 SEC LEXIS 1288, at *18, 22 n.28; *Stansbury
Holdings Corp.*, Initial Decision Rel. No. 232, 2003 SEC LEXIS 1639, at *15 (July 14, 2003);
WSF Corp., Initial Decision Rel. No. 204, 2002 SEC LEXIS 1242, at *14 (May 8, 2002).

And summary disposition is appropriate when, as here, the undisputed facts prove that ERHE has failed to comply with Section 13(a). *See AIC International, Inc.*, 2006 SEC LEXIS 2996 (summary disposition granted in Section 12(j) action); *Bilogic, Inc.*, 2006 SEC LEXIS 2596, at *12 (same); *Investco, Inc.*, Initial Decision Rel. No. 312, 2003 SEC LEXIS 2792, at *7 (November 24, 2003); *Nano World Projects Corp.*, Initial Decision Rel. No. 228, 2003 SEC LEXIS 1968, at *3 (May 20, 2003) (summary disposition in Exchange Act Section 12(j) action granted where certifications on filings and respondent’s admission established failure to file annual or quarterly reports).

It is undisputed that ERHE failed to file fourteen periodic reports for the period ended September 30, 2017 to April 16, 2021². Harris Decl. Ex’s. 8, 9, and 10. Accordingly, the Division is entitled to summary disposition on its claim that ERHE violated Exchange Act Section 13(a) and Rules 13a-1 and 13a-13.

² ERHE would need to file four 10-Ks and ten 10-Qs in order to bring the company current.

**C. Revocation is the Appropriate Sanction
for ERHE’s Serial Violations of Exchange Act
Section 13(a) and Rules 13a-1 and 13a-13 Thereunder**

Exchange Act Section 12(j) provides that the Commission may revoke or suspend the Exchange Act Section 12 registration of an issuer’s securities where it is “necessary or appropriate for the protection of investors.” The Commission’s determination of which sanction is appropriate “turns on the effect on the investing public, including both current and prospective investors, of the issuer’s violations, on the one hand, and the Section 12(j) sanctions on the other hand.” *Gateway*, 2006 SEC LEXIS 1288, at *19-20. In making this determination, the Commission will consider, among other things: (1) the seriousness of the issuer’s violations; (2) the isolated or recurrent nature of the violations; (3) the degree of culpability involved; (4) the extent of the issuer’s efforts to remedy its past violations and ensure future compliance; and (5) the credibility of the issuer’s assurances, if any, against future violations. *Id.*; *see also Steadman v. SEC*, 603 F.2d 1126, 1140 (5th Cir. 1979) (setting forth the public interest factors that informed the Commission’s *Gateway* decision).

“Revocation is a prospective remedy and is imposed based on [the Commission’s] concern about protecting future investors in the company.” *Citizens Capital Corp.*, Release No. 67313, 2012 WL 2499350, at *8 (June 29, 2012). Here, all five of the *Gateway* factors establish as a matter of law that revocation of ERHE’s registration is necessary and appropriate to protect investors and “furthers the public interest by reinforcing the importance of full and timely compliance with the Exchange Act’s reporting requirements.” *Nature’s Sunshine Prods.*, 2009 WL 137145, at *8.

1. ERHE’s violations of Section 13(a) are serious and egregious

The undisputed facts prove that the violative conduct of ERHE is serious and egregious because it has failed to file fourteen consecutive periodic reports, including four Forms 10-K and

nine Forms 10-Q. Harris Decl. Ex's. 8, 9. "[R]eporting requirements are the primary tools which Congress has fashioned for the protection of investors from negligent, careless, and deliberate misrepresentations in the sale of stock and securities." *America's Sports Voice, Inc.*, Exchange Act Release No. 55511, 2007 WL 858747, at *4 n.17 (Mar. 22, 2007) (internal quotation marks omitted) (citing *SEC v. Beisinger Indus. Corp.*, 552 F.2d 15, 18 (1st Cir. 1977)).

The Commission has stated:

Failure to file periodic reports violates a central provision of the Exchange Act. The purpose of the periodic filing requirements is to supply investors with current and accurate financial information about an issuer so that they may make sound decisions. Those requirements are "the primary tool[s] which Congress has fashioned for the protection of investors from negligent, careless, and deliberate misrepresentations in the sale of stock and securities." Proceedings initiated under Exchange Act Section 12(j) are an important remedy to address the problem of publicly traded companies that are delinquent in the filing of their Exchange Act reports, and thereby deprive investors of accurate, complete, and timely information upon which to make informed investment decisions.

Gateway, 2006 SEC LEXIS 1288, at *26 (quoting *SEC v. Beisinger Indus. Corp.*, 552 F.2d 15, 18 (1st Cir. 1977)).

During the entirety of ERHE's violations—over three years—investors have lacked current and accurate financial information about the company which is needed to make sound decisions. *See America's Sports Voice, Inc.*, 2007 WL 858747, at *2 (finding that an issuer's failure to file periodic reports violates "a central provision of the Exchange Act, ... depriv[ing] both existing and prospective holders of its registered stock of the ability to make informed investment decisions based on current and reliable information."); *see also United States v. Arthur Young & Co.*, 465 U.S. 805, 810 (1984) (observing that "[c]orporate financial statements are one of the primary sources of information available to guide the decisions of the investing public").

The Commission has repeatedly held that a company's failure to file periodic filings constitutes a serious and egregious violation of Section 13(a). *See Impax Laboratories, Inc.*, Securities Exchange Act of 1934 Rel. No. 57864, 2008 SEC LEXIS 1197, at *24; *Energy Edge Technology Corp. et al.*, Securities Exchange Act of 1934 Rel. No. 120, 2017 SEC Lexis 3397.

Energy Edge Technologies Corp. et al., Initial Decisions Rel. No. 1201, 2017 SEC LEXIS 3397, illustrates how seriously the Commission takes the periodic reporting requirements. The respondent, New York Sub Co., missed six periodic filings. The Commission revoked its registration finding, among other things, that its "complete failure to file a periodic report is presumably more serious than untimely filing, and the seriousness of an untimely filing presumably increases in proportion to its lateness." *Id.* at 6.

Although no one factor is controlling, *Stansbury*, 2003 SEC LEXIS 1639, at *14-15 and *WSF Corp.*, 2002 SEC LEXIS 1242, at *5, *18, the Commission has repeatedly reaffirmed that "recurrent failure to file periodic reports" is "so serious that only a strongly compelling showing with respect to the other factors we consider would justify a lesser sanction than revocation." *Absolute Potential, Inc. (f/k/a Absolute Waste Services, Inc.)*, Exchange Act Rel. No. 71866, 2014 SEC LEXIS 1193, at *24 (April 4, 2014) ("*Absolute*") (*quoting Impax Laboratories, Inc.*, Securities Exchange Act of 1934 Rel. No. 57864, 2008 SEC LEXIS 1197, at *27 (May 23, 2008)). ERHE cannot make a strongly compelling showing regarding the other *Gateway* factors to rebut the presumption that revocation is the appropriate remedy in the public interest because consideration of the remaining *Gateway* factors further supports a sanction of revocation.

2. ERHE's Violations of Section 13(a) have been recurrent and continuous

ERHE's failure to file reports for over three years constitutes a numerous, continuous, and ongoing violation of Section 13(a). *See, e.g., Accredited Bus. Consolidators Corp.*,

Exchange Act Release No. 75840, 2015 WL 5172970, at *2 (Sept. 4, 2015) (failure to file “any periodic reports for over two years” was recurrent); *Nature’s Sunshine Prods.*, 2009 WL 137145, at *5 (failure to file “required filings over the course of the two-year period in the OIP” was recurrent). Given the central importance of the reporting requirements imposed by Section 13(a) and the rules thereunder, delinquencies of far less duration have resulted in revocation. *See, e.g., WSF Corp.*, 2002 SEC LEXIS 1242, at *14 (one Form 10-K and three Forms 10-Q) *Freedom Golf Corp.*, Initial Decision Release No. 227, 2003 SEC LEXIS 1178, at *5 (May 15, 2003) (one Form 10-K and one Form 10-Q); *iBIZ Technology Corp.*, Initial Decision Rel. No. 312 at 1 (June 16, 2006) (one Form 10-K and two Forms 10-Q).

3. ERHE’s degree of culpability supports revocation

ERHE’s knowledge of its reporting requirements and protracted period of noncompliance evidences a high degree of culpability also supporting revocation. In *Gateway*, the Commission held that the delinquent issuer “evidenced a high degree of culpability,” because it “knew of its reporting obligations, yet failed to file” twenty periodic reports and only filed two Forms 12b-25. *Gateway*, 2006 SEC LEXIS 1288, at *21. *See also Citizens Capital Corp.*, Exchange Act Release No. 67313, 2012 WL 2499350, at *5 (June 29, 2012) (finding respondent’s long history of ignoring ... reporting obligations evidences a high degree of culpability”) (quoting *America’s Sports Voice*, 2007 WL 858747, at *3 (cleaned up)).

ERHE’s Answer, which touts its history of timely filed periodic reports, is direct evidence of its knowledge of its reporting requirements. Answer at 3. ERHE also understood the need to file a Form 12b-25 to obtain an extension of time for filing its periodic reports evidenced by the four Form 12b-25s filed over the past five years up to and including the company’s January 28, 2018, 12b-25 filing. Harris Decl. Ex’s. 8, 9, and 10.

4. ERHE has made inadequate efforts to remedy its past violations and ensure future compliance

ERHE has made inadequate efforts to remedy its past violations. Indeed, ERHE has made only unfulfilled promises which underscores the need for revocation. Since its last filing in June 2017, ERHE only once filed a Form 12b-25³ seeking an extension of time to file for only one of its fourteen missing reports. Harris Decl. Ex's. 4, 8. *See Investco, Inc.*, 2003 SEC LEXIS 2792, at *6 (delinquent issuer's actions were found to be egregious and recurrent when there was no evidence that any extensions to make the filings were sought); *see also Calais Resources, Inc.*, 2012 SEC LEXIS 2023 at *16-17 (noting failures to file Forms 12b-25 as supporting revocation order).

Moreover, despite seeking an extension to file its September 30, 2017 10-K by January 16, 2018, ERHE never filed the 10-K. Harris Decl. Ex. 8, 9, and 10. Since then, ERHE has failed to file thirteen additional periodic reports. *Id.* Since getting involved in litigation in October 2017, Answer at 5, ERHE has yet to show that it can meet its obligations as an Exchange Act Section 12 registrant, a factor which also supports revocation.

5. ERHE's assurances against future violations are not credible

ERHE's protracted period of delinquencies and its continued uncertainty as to whether it will ever obtain the funds to move the company forward establish that any assurances it may

³ Although this was not alleged in the OIP, the Court may consider it in determining an appropriate sanction. The Commission has applied the same principle in other contexts. *Robert Bruce Lohmann*, 80 SEC Docket 1790, 2003 SEC LEXIS 1521, at *17 n.20 (June 26, 2003) (ALJ may properly consider lies told to staff during investigation in assessing sanctions, though they were not charged in the OIP); *Stephen Stout*, 73 SEC Docket 1441, 2000 SEC LEXIS 2119, at *57 & n.64. (October 4, 2000) (respondent's subsequent conduct in creation of arbitration scheme, which was not charged in OIP, found to be relevant in determining whether bar was appropriate); *Joseph P. Barbato*, Securities Exchange Act of 1934 Rel. No. 41034, 1999 SEC LEXIS 276, at *49-50 (February 10, 1999) (respondent's conduct in contacting former customers identified as Division witnesses found to be indicative of respondent's potential for committing future violations). *See also S.E.C. v. Falstaff Brewing Corp.*, 629 F.2d 62, 78 (D.C. Cir. 1980) (ALJ may consider the failure of certain executives to file reports under 16(a) and decide that it indicates a likelihood of future misconduct.)

offer against future violations are not credible. As noted in ERHE's Answer, ERHE does not have the resources to bring its filings up to date. Answer at 7. Then, after the Division filed a motion for a ruling on the pleadings, ERHE failed to respond, which is additional evidence of ERHE's lack of resources. *ERHC Energy, Inc.*, 2020 WL 6891409, at *1.

Moreover, ERHE's likelihood of future violations can be inferred from a single past violation, including the very violation that led to the enforcement action. *See KPMG Peat Marwick LLP*, Securities Exchange Act of 1934 Rel. No. 44050, 2001 SEC LEXIS 422, at *21-22 (Mar. 8, 2001) (some risk of future violation "need not be very great to warrant issuing a cease-and-desist order and that in the ordinary case and absent evidence to the contrary, a finding of past violation raises a sufficient risk of future violation."). Even when ERHE filed for an extension for its 2017 10-K, assuring investors that the delay was simply due to "the need additional time for compilation and review to insure adequate disclosure of certain information required to be included in the Form 10-K" and that "(t)he Company's Annual Report on Form 10-K will be filed on or before the 15th calendar day following the prescribed due date," the company later failed to comply. Harris Decl. Ex's. 8, 9, and 10. Plus, ERHE's representations lack credibility in light of its Answer and November 2018 8-K which detail the impact litigation had on its finances. *See* Answer at 5 (discussing "resource-draining litigation") & 7 (noting that a temporary restraining order preventing ERHE from monetizing an asset which would have provided the resources the company needed to timely file its periodic filings); Harris Decl. Ex. 4 (November 14, 2018, 8-K).

Moreover, this proceeding has been pending for around 24 months and ERHE has not filed a single delinquent report. All of the facts establish as a matter of law that ERHE's assurances lack credibility.

D. ERHE's Explanations, Affirmative Defenses, And Other Circumstances Do Not Constitute A "Strongly Compelling Showing" To Overcome Revocation

ERHE's September 2019 Answer requests a "reasonable time within which to resume its periodic filings and bring up-to-date, the arrears of filing..." yet in the year and a half since that answer was filed, ERHE has failed to make even a single filing, periodic or otherwise. Harris Decl. Ex's. 8 and 9. Answer at 14. As of the date of this filing, ERHE is fourteen periodic reports behind. Harris Decl. Ex. 8. "While the effort to file all outstanding reports may not be sufficient to avoid revocation, it is surely an effort that is necessary in order to avoid that result." *Advanced Life Sciences Holdings, Inc.*, Initial Decision Rel. No. 1065, 2016 SEC LEXIS 3852 at *23 n.7 (internal citations omitted) (October 12, 2016).

Moreover, despite ERHE's prior assurances that it would make its required filings, *see* Harris Decl. Ex. 10, it has not; and, even after this action was filed, the company has not provided any updates to the Commission or investors about when it anticipates making its filings or why its filings continue to be delinquent. ERHE's silence underscores the need for investor protection through revocation.

ERHE's claim that its string of delinquencies is due to "debilitating, convoluted and resource-draining litigation" is not a valid excuse. The Commission has repeatedly held that third-party conduct does not excuse a company's failure to comply with its periodic filing obligations. *Eagletech Communications, Inc.*, Exchange Act Rel. No. 54095, 2006 SEC LEXIS 1534 at *6 (July 5, 2006) (third-party criminal activity); *Cobalis Corporation*, Exchange Act Rel. No. 64813, 2011 SEC LEXIS 2313 at *20 (July 6, 2011) (actions of shareholder in forcing involuntary bankruptcy proceeding and forcing issuance of stock did not excuse Exchange Act violations).

Thus, the undisputed facts prove that ERHE's purported explanations, affirmative defense, and other circumstances, do not meet the high burden of a "strongly compelling showing" to avert a sanction of revocation.

III. Conclusion

For the reasons set forth above, a sanction of revocation is appropriate and necessary for the protection of investors. Accordingly, the Division requests that the Division's Motion for Summary Disposition be granted and that the Commission revoke the registrations of each class of ERHE's Exchange Act Section 12 registered securities.

Dated: April 15, 2021

Respectfully submitted,



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DIVISION OF ENFORCEMENT

CERTIFICATE OF SERVICE

I hereby certify that I caused true copies of the Division of Enforcement's Motion for Summary Disposition as to ERHC Energy, Inc., Brief in Support, and Declarations of Sandhya C. Harris in Support thereof and accompanying Exhibits, to be served on the following on this 16th day of April, 2021, in the manner indicated below:

By Email

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Sandhya C. Harris