

UNITED STATES OF AMERICA  
Before the  
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDINGS

File Nos. 3-19350 and 19425

In the Matter of  
  
NWT Uranium Corp. and  
ATNA Resources, Ltd., *et al.*,  
  
Respondents.

DIVISION OF ENFORCEMENT'S  
MOTION FOR DEFAULT AGAINST  
CERTAIN RESPONDENTS, BRIEF IN  
SUPPORT, AND PROPOSED OPINION  
AND ORDERS OF THE COMMISSION

I. Motion

The Division of Enforcement ("Division"), by counsel, pursuant to Commission Rules of Practice Rules 154(a) and 155(a)(2) ("Rule"), respectfully moves the Securities and Exchange Commission ("Commission") for orders entering defaults against Respondents ATNA Resources, Ltd., NWT Uranium Corp., and Orckit Communications Ltd. (collectively the "Respondents") and revoking the registration of each class of their securities registered pursuant to Section 12 of the Securities Exchange Act of 1934 ("Exchange Act").

II. Brief in Support

A. Introduction

On the dates indicated in the attached table, the Commission issued Orders Instituting Proceedings ("OIPs") against the Respondents, each of which has one or more classes of securities registered with the Commission under Securities Exchange Act of 1934 ("Exchange Act") Section 12(g). The OIPs allege that each respective Respondent is delinquent in filing its mandated periodic reports, thereby failing to comply with Exchange Act Section 13(a) and Rule

13a-1<sup>1</sup> thereunder. Because each Respondent failed to answer or otherwise respond to the corresponding OIP after service of process, the Division now seeks entry of an order (1) finding the Respondents to be in default in the corresponding proceeding against them and (2) revoking the registration of each class of their securities registered under Exchange Act Section 12.

**B. Service of Process and Failure to Answer or Appear**

As shown in Frye Decl. Exhibit 1, and as established in the Declarations to Assist Secretary with Record of Service filed by the Division in each proceeding, each Respondent was served with the OIP<sup>2</sup> on or before August 15, 2019, by attempted Express Mail delivery in accordance with Rule 141(a)(2)(ii). See Frye Decl. Exhibit 1. However, none of the Respondents listed in Frye Decl. Exhibit 1 filed an answer or otherwise entered an appearance in the proceeding against it.

Commission Rule of Practice 220(b) states that where an answer is required to be filed by rule or order, the respondent “shall do so within 20 days after service upon the respondent of the order instituting proceedings” unless a different period is provided by rule or order. Here, each OIP required “an Answer [to be filed] to the allegations contained in this Order within ten (10) days after service of this Order.” Frye Decl. ¶¶9-10. Commission Rule of Practice 160(b) extends the time to answer by three days for service by mail and adds additional days if needed to ensure that the due date does not fall on a Saturday, Sunday or legal holiday. As shown in shown in Frye Decl. Exhibit 1, each Respondent’s answer was due on or before September 30,

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<sup>1</sup> The Respondents are all foreign private issuers. While they are required to file annual reports pursuant to Exchange Act Rule 13a-1, they are not subject to the quarterly periodic reporting requirements of Exchange Act Rule 13a-13.

<sup>2</sup> Along with the OIP, each respondent was served with a letter from the Secretary and a letter from the Division concerning the availability of discovery pursuant to Commission Rule of Practice 230.

2019. As of the date of this brief, neither Respondent has filed an answer or otherwise appeared in this proceeding.

**C. Failure to Comply with Exchange Act Section 13(a) and Rule 13a-1 Thereunder and Failure to Answer or Appear Supports Default**

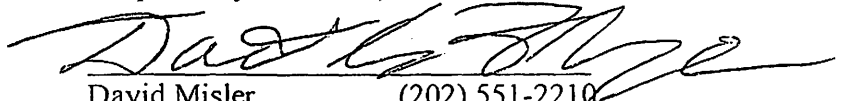
As shown in the attached Table (Frye Decl. Exhibit 1), each Respondent at issue is delinquent in its required periodic filings with the Commission and has been delinquent for over three years. Their failures to file constitute failures to comply with Exchange Act Section 13(a) and Rule 13a-1 thereunder. In addition, the Respondents' failures to answer support revocation of the registration of each class of the Respondents' securities. Accordingly, the Division moves for an order, pursuant to Rule 155(a)(2), finding each Respondent to be in default in the corresponding proceeding and ordering revocation of the registration of each class of their securities registered pursuant to Exchange Act Section 12.

Conclusion

For the reasons set forth above, the Division respectfully requests that the Commission: (1) grant the Division's Motion; (2) enter an order of default against the Respondents named in Frye Decl. Exhibit 1; and (3) order the revocation of each class of their securities registered pursuant to Section 12 of the Exchange Act. A proposed Opinion and Order implementing the foregoing accompanies this filing as Frye Decl. Exhibit 2 (Proposed Opinion) and Exhibit 3 (Proposed Order)<sup>3</sup>.

Dated: December 5, 2019

Respectfully submitted,



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ENFORCEMENT

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<sup>3</sup> For the convenience of the Commission, Microsoft Word versions of Exhibits 2 and 3 will be sent to [apfilings@sec.gov](mailto:apfilings@sec.gov).

CERTIFICATE OF SERVICE

I hereby certify that I caused true copies of the Division of Enforcement's Motion for Default Against Certain Respondents, Brief in Support, Declaration of David S. Frye in Support, and Exhibits thereto to be served on the following on December 5, 2019 in the manner indicated below:

By Hand:

Office of the Secretary  
Securities and Exchange Commission  
100 F Street, N.E.  
Washington, D.C. 20549-2557

By Email:

[apfilings@sec.gov](mailto:apfilings@sec.gov)

By Priority Mail Express:

ATNA Resources, Ltd.  
14142 Denver West Parkway, Suite 250  
Golden, CO 80401

By Priority Mail Express International:

NWT Uranium Corp.  
70 York Street, Suite 1102  
Toronto, ON M5J 1S9  
Canada

Orckit Communications Ltd.  
126 Yigal Allon Street  
Tel-Aviv 67443, Israel



David S. Frye

UNITED STATES OF AMERICA  
Before the  
SECURITIES AND EXCHANGE COMMISSION  
ADMINISTRATIVE PROCEEDINGS

File Nos. 3-19350 and 19425

In the Matter of  
  
NWT Uranium Corp. and  
ATNA Resources, Ltd., *et al.*,  
  
Respondents.

DECLARATION OF DAVID S. FRYE IN  
SUPPORT OF DIVISION OF ENFORCEMENT'S  
MOTION FOR DEFAULT AGAINST CERTAIN  
RESPONDENTS

DAVID S. FRYE, pursuant to 28 U.S.C. § 1746, declares:

1. I am a Senior Counsel with the Division of Enforcement ("Division") of the Securities and Exchange Commission, and co-counsel for the Division in the captioned administrative proceedings. I am submitting this Declaration in support of the Division of Enforcements Motion for Default Against Certain Respondents.

2. Attached hereto as Exhibit 1 is a Table of Respondents setting forth certain information about the Respondents that are the subjects of this Motion ("Table"). The Table is organized by administrative proceeding number and the names of the respondents.

3. Each row in the Table provides certain information relating to a specific respondent in a specific proceeding.

4. The first column of the Table gives the administrative proceeding file number of the proceeding for that respondent.

5. The second column of the Table gives the institution date of the administrative proceeding.
6. The third column of the Table gives the name of the respondent.
7. The fourth column of the Table gives the Central Index Key (“CIK”) number for the respondent. The CIK is a unique identifier assigned to each filer in the Commission’s EDGAR online filing system for periodic and other reports by persons and entities required to make filings with the Commission.
8. The fifth and sixth columns of the Table provide the form type and fiscal period end of the last periodic filing made in the Commission’s EDGAR filing system by the respondent.
9. The seventh and eighth columns give the date and type of service of the corresponding Order Instituting Administrative Proceedings (“OIP”) on the respondent in question<sup>1</sup>. In column 8 the code “im” indicates service via attempted Priority Mail Express International on the address given in the respondent’s last filing with the Commission. The code “pm” indicates service via attempted Priority Mail Express delivery on the address given in the respondent’s last filing with the Commission. The date given in Column 8 is the date of attempted delivery. Commission Rule of Practice 141(a)(2)(ii). The Division filed Declarations to Assist Secretary with Record of Service in the relevant administrative proceeding documenting service on the relevant respondent.
10. The ninth column gives the date the respondent’s answer was due to be filed. To calculate the due date, the Division added the ten days allowed for service by

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<sup>1</sup> Each respondent was also served with a letter from the Commission’s Secretary and a letter from the Division offering discovery and inviting the respondent to participate in a prehearing conference.

each OIP (*See* each OIP at IV., paragraph 2) to the service date given in Column 8.

Further, the Division added three days<sup>2</sup> to account for service by mail. Rule of Practice 160(b) and, where needed, additional days to ensure that the due date did not fall on a Saturday, Sunday, or Federal holiday.

11. Attached hereto as Exhibit 2 is a proposed Opinion of the Commission implementing the relief sought by the Division.

12. Attached hereto as Exhibit 3 is a proposed Order of the Commission revoking the registrations of each class of securities registered under the Exchange Act for each respondent.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on December 5, 2019.

  
David S. Frye

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<sup>2</sup> Though not required, as a courtesy, the Division also added three days for the respondent served by personal service.



Division of Enforcement's Motion for Default  
 Table of Respondents – By AP Number and Name

AP No.	Date instituted	Respondent	CIK number	Last periodic filing <sup>1</sup>		Service of Process <sup>2</sup>		Answer due
				Type	Period end	Date	Type	
3-19350	8/14/2019	NWT Uranium Corp.	1290982	20-F	12/31/2008	8/23/2019	im	9/5/2019
3-19425	9/6/2019	ATNA Resources, Ltd.	1041548	20-F	12/31/2014	9/7/2019	pm	9/20/2019
3-19425	9/6/2019	Orckit Communications Ltd.	1021620	20-F	12/31/2013	9/16/2019	im	9/30/2019

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<sup>1</sup> An asterisk by a filing indicates that the respondent made no periodic filings. In such cases the type and filing date for the issuer's Exchange Act Section 12 registration form is provided. Note that none of the Respondents have ticker symbols or are publicly quoted or traded

<sup>2</sup> Each respondent was served by attempted Priority Mail Express ("pm") or Priority Mail Express International ("im") at the address shown in its last EDGAR filing with the Commission. Commission Rule of Practice 141(a)(2)(ii). The service date given is the date of actual or attempted delivery. For additional information, see the Declarations to Assist Secretary with Record of Service filed in each proceeding.

<sup>3</sup> Each Order Instituting Proceedings requires an answer to be filed within ten days after service. Three days have been added to account for service by mail, and additional days where necessary to ensure that the due date does not fall on a Saturday, Sunday, or Federal holiday. Commission Rule of Practice 160.

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C.

SECURITIES EXCHANGE ACT OF 1934

Release No. \_\_\_\_ / [date here]

Admin. Proc. File Nos. 3-19350 and 3-19425

In the Matter of

NWT Uranium Corp. and  
ATNA Resources, Ltd., *et al.*,

Respondents.

SECTION 12(j) PROCEEDING

Grounds for Remedial Action

**Failure to Comply with Periodic Filing Requirements**

Certain companies failed to file periodic reports in violation of Section 13(a) of the Securities Exchange Act of 1934 and Exchange Act Rule 13a-1. *Held*, it is in the public interest to revoke the registration of those companies' securities.

APPEARANCES:

*David Misler, James Carlson, David S. Frye, Allen Flood, and Gina Joyce* for the Division of Enforcement.

Each Respondent (collectively, "Respondents"), both of which have one or more classes of securities registered pursuant to Securities Exchange Act Section 12, failed, after being duly served, to file an answer to an order instituting proceedings (the "OIP") alleging that they did not file required periodic reports.<sup>1</sup> We now find Respondents to be in default, deem the allegations of the respective OIPs to be true, and revoke the registrations of their securities.

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<sup>1</sup> A Table of Respondents ("Table") is attached to this Opinion. The Table provides for each respondent its: 1) the Administrative Proceeding number and date of institution for the proceeding against it; 2) its name; 3) its Central Index Key ("CIK") number (the unique identifier for each EDGAR filer); 4) the type and period end of its last periodic filing; 5) the date and type of service; and 6) answer due date. Note that none of the Respondents has a ticker symbol or is publicly quoted or traded.

## I. Background

### A. The Commission issued an order instituting proceedings against Respondents alleging that they violated the Securities Exchange Act of 1934 and the rules thereunder by failing to file required periodic reports.

As shown in the attached table<sup>2</sup>, the Commission issued an OIP against OIPs against Respondents ATNA Resources, Ltd. and Orckit Communications Ltd. and a separate OIP against NWT Uranium Corp. (collectively the “Respondents”) pursuant to Section 12(j) of the Securities Exchange Act of 1934. Section 12(j) authorizes the Commission as it deems necessary or appropriate for the protection of investors to suspend for a period not exceeding 12 months, or to revoke, the registration of a security 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 the Exchange Act or the rules and regulations thereunder.<sup>3</sup>

As explained in each OIP, 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.<sup>4</sup> The periodic reports are required to be filed even if the registration is voluntary under Section 12(g).<sup>5</sup> Specifically, Rule 13a-1 requires issuers to file annual reports.<sup>6</sup> These requirements are imposed “for the proper protection of investors and to insure fair dealing” in an issuer’s securities.<sup>7</sup> A violation of these provisions does not require scienter.<sup>8</sup>

Each OIP alleges that the corresponding Respondent is delinquent in its periodic filings with the Commission because they have repeatedly failed to meet their obligations to file timely periodic reports. Each OIP further alleges that the corresponding Respondent failed to heed delinquency letters sent to it the Division of Corporation Finance requesting compliance with their periodic filing obligations or, by failing to maintain a valid address on file with the Commission, did not receive such letters.<sup>9</sup>

Each OIP directed the corresponding Respondent to file an answer to the allegations contained therein within ten days after service, as provided by Rule 220(b) of the Commission’s Rules of Practice.

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<sup>2</sup> See Table.

<sup>3</sup> 15 U.S.C. § 78l(j).

<sup>4</sup> 15 U.S.C. §§ 78m(a), 78l, 78l(g).

<sup>5</sup> *Id.*

<sup>6</sup> 17 C.F.R. §§ 240.13a-1.

<sup>7</sup> 15 U.S.C. § 78m(a).

<sup>8</sup> *Advanced Life Scis. Holdings, Inc.*, Exchange Act Rel. No. 81253, 2017 WL 3214455, at \*2 \*2 (July 28, 2017) (citing *Citizens Capital Corp.*, Exchange Act Rel. No. 67313, 2012 WL 2499350, at \*5 (June 29, 2012)); *accord SEC v. McNulty*, 137 F.3d 732, 740-41 (2d Cir. 1998).

<sup>9</sup> 17 C.F.R. § 201.220(b).

**B. Respondents failed to answer the corresponding OIP.**

As shown in the Table<sup>10</sup>, and in the Declarations to Assist Secretary with Record of Service filed by the Division in each proceeding, each Respondent was properly served with the corresponding OIP, but none answered or otherwise appeared in the corresponding proceeding.

**II. Analysis**

**A. We hold Respondents in default, deem the OIPs allegations to be true, and find that Respondents violated the Exchange Act by failing to file required periodic reports.**

Rule of Practice 220(f) provides that “[i]f a respondent fails to file an answer required by this rule within the time provided, such respondent may be deemed in default pursuant to Rule 155(a).”<sup>11</sup> Rule 155(a) permits the Commission to deem such a respondent in default and “determine the proceeding against [it] upon consideration of the record, including the order instituting proceedings, the allegations of which may be deemed to be true.”<sup>12</sup> Because Respondents have failed to answer, we find it appropriate to deem them in default and to deem the allegations of the OIP to be true as to Respondents.

Each OIP alleges that the relevant Respondent had a class of securities registered with the Commission under Exchange Act Section 12(g), and that each has failed to file required annual reports<sup>13</sup>. The allegations of the OIPs against the corresponding Respondent, deemed true, establish that each Respondent violated Exchange Act Section 13(a) and Rule 13a-1 thereunder.<sup>14</sup>

**C. We deem it necessary and appropriate to revoke the registration of all classes of Respondents’ registered securities.**

Section 12(j) authorizes us as we deem “necessary or appropriate for the protection of investors” to suspend for 12 months or less or revoke the registration of an issuer’s securities that has failed to make required filings.<sup>15</sup> We apply a multifactor test to determine an appropriate sanction:

[W]e will consider, among other things, the seriousness of the issuer’s violations, the isolated or recurrent nature of the violations, the degree of culpability involved, the extent of the issuer’s efforts to remedy its past violations and ensure future compliance, and the credibility of its assurances, if any, against further violations.<sup>16</sup>

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<sup>10</sup> See *supra* note 2 and attached table.

<sup>11</sup> 17 C.F.R. § 201.220(f).

<sup>12</sup> 17 C.F.R. § 201.155(a) (specifically authorizing such action where a respondent fails “[t]o answer . . . or otherwise to defend the proceeding”).

<sup>13</sup> Because Respondents are foreign private issuers, they are not subject to the quarterly reporting requirement of Exchange Act Rule 13a-13, 17 C.F.R. §§ 240.13a-13.

<sup>14</sup> See *supra* notes 4-8 and accompanying text.

<sup>15</sup> 15 U.S.C. § 78l(j).

<sup>16</sup> *Gateway Int’l Holdings, Inc.*, Exchange Act Rel. No. 53907, 2006 WL 1506286, at \*4 (May 31, 2006).

Although these factors are nonexclusive, and no single factor is dispositive,<sup>17</sup> “[w]e have held that a respondent’s repeated failure to file its periodic reports on time is ‘so serious’ a violation of the Exchange Act that only a ‘strongly compelling showing’ regarding the other *Gateway* factors would justify a sanction less than revocation.”<sup>18</sup>

Respondents’ violations were recurrent in that they each have failed to file required annual and quarterly reports over multiple periods.<sup>19</sup> These violations were serious because “reporting 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.”<sup>20</sup> 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.”<sup>21</sup> Respondents’ “‘long history of ignoring . . . reporting obligations’ evidences a ‘high degree of culpability.’”<sup>22</sup> And because Respondents failed to answer the OIP, they have submitted no evidence of any efforts to remedy their past violations and ensure future compliance. Nor have they made any assurances against further violations.

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<sup>17</sup> *China-Biotics, Inc.*, Exchange Act Rel. No. 70800, 2013 WL 5883342, at \*12 (Nov. 4, 2013).

<sup>18</sup> *Calais Res., Inc.*, Exchange Act Rel. No. 67312, 2012 WL 2499349, at \*4 (June 29, 2012) (quoting *Nature’s Sunshine Prods., Inc.*, Exchange Act Rel. No. 59268, 2009 WL 137145, at \*7 (Jan. 21, 2009)); *accord Cobalis Corp.*, Exchange Act Rel. No. 64813, 2011 WL 2644158, at \*5 (July 6, 2011); *Am. Stellar Energy, Inc. (n/k/a Tara Gold)*, Exchange Act Rel. No. 64897, 2011 WL 2783483, at \*4 (July 18, 2011).

<sup>19</sup> See, e.g., *Accredited Bus. Consolidators Corp.*, Exchange Act Rel. 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).

<sup>20</sup> *America’s Sports Voice, Inc.*, Exchange Act Rel. 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)); see also *supra* note 18 and accompanying text (recurrent failure to file periodic reports is “so serious” as to require a “strongly compelling showing” regarding other factors to justify a sanction less than revocation).

<sup>21</sup> *Accredited Bus. Consolidators*, 2015 WL 5172970, at \*2; 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”).

<sup>22</sup> See, e.g., *Citizens Capital*, 2012 WL 2499350, at \*5 (quoting *America’s Sports Voice*, 2007 WL 858747, at \*3).

Accordingly, each of the factors we analyze favors revocation. Respondents have failed to make a “strongly compelling showing” to justify another sanction. We find it necessary and appropriate for the protection of investors to revoke the registration of all classes of Respondents’ registered securities.

An appropriate order will issue.

By the Commission ([Participating Members of Commission]).

Vanessa A. Countryman  
Secretary

Exchange Act Rel. No. \_\_\_\_\_, Admin. Proc. Nos 3-19350 and 3-19425 [Date]

In the Matter of NWT Uranium Corp. and ATNA Resources, Ltd., *et al.*

Table of Respondents – By AP Number and Name

AP No.	Date instituted	Respondent	CIK number	Last periodic filing		Service of Process		Answer due
				Type	Period end	Date	Type	
3-19350	8/14/2019	NWT Uranium Corp.	1290982	20-F	12/31/2008	8/23/2019	im	9/5/2019
3-19425	9/6/2019	ATNA Resources, Ltd.	1041548	20-F	12/31/2014	9/7/2019	pm	9/20/2019
3-19425	9/6/2019	Orckit Communications Ltd.	1021620	20-F	12/31/2013	9/16/2019	im	9/30/2019

<sup>1</sup> Note that none of the Respondents have ticker symbols or are publicly quoted or traded

<sup>2</sup> Each respondent was served by attempted or actual Priority Mail Express (“pm”) or Priority Mail Express International (“im”) at the address shown in its last EDGAR filing with the Commission. Commission Rule of Practice 141(a)(2)(ii). The service date given is the date of actual or attempted delivery. For additional information, see the Declarations to Assist Secretary with Record of Service filed in each proceeding.

<sup>3</sup> Each Order Instituting Proceedings requires an answer to be filed within ten days after service. Three days have been added to account for service by mail, and additional days where necessary to ensure that the due date does not fall on a Saturday, Sunday, or Federal holiday. Commission Rule of Practice 160.

UNITED STATES OF AMERICA  
before the  
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934  
Release No. \_\_\_\_\_ / [date here]  
Admin. Proc. File No. 3-19350 and 19425

In the Matter of

NWT Uranium Corp. and  
ATNA Resources, Ltd., *et al.*,

ORDER IMPOSING REMEDIAL SANCTIONS ON RESPONDENTS NAMED IN THE  
FOLLOWING TABLE.

On the basis of the Commission's opinion issued this day, it is

ORDERED that the registrations of each class of securities registered under Section 12(g)  
of the Securities Exchange Act of 1934 by the Respondents listed below are hereby revoked  
pursuant to Exchange Act Section 12(j).

AP No.	Respondent	CIK number
3-19350	NWT Uranium Corp.	1290982
3-19425	ATNA Resources, Ltd.	1041548
3-19425	Orckit Communications Ltd.	1021620

The revocations are effective as of [month, day, year].

By the Commission.

Vanessa A. Countryman  
Secretary

<sup>1</sup> None of the respondents' securities have ticker symbols or are publicly quoted or traded.