

ADMINISTRATIVE PROCEEDING

BEFORE THE

SECURITIES COMMISSIONER OF SOUTH CAROLINA

IN THE MATTER OF:

**Ramesh Kris Nathan (a/k/a Kris Nathan)
and Relativity Research Fund, Inc.,**

Respondents.

ORDER TO CEASE AND DESIST

File No. 20176050

Pursuant to the authority granted to the Securities Commissioner of South Carolina (the "Securities Commissioner") under the South Carolina Uniform Securities Act of 2005 (the

- a. Respondent RRF was capitalized by an initial investment of ten million dollars (\$10,000,000);
- b. Respondent RRF realized a quarterly profit of nearly thirty-seven billion dollars (\$37,000,000,000) in 2016;

- d. Respondent RRF employed over fifteen thousand (15,000) employees as of December 31, 2016; and
- e. Respondent RRF spent over \$9 billion on research and development in the fourth quarter of 2016.

8. In connection with soliciting investments, Respondent Nathan stated that the stock in

Respondent RRF would be traded on the NASDAQ under the symbol RRF-TV

18. In connection with effecting the securities transactions above, Respondent Nathan failed to disclose material information that a lawsuit was pending against him for his failure to provide certificates of ownership to investors in another business venture.
19. Respondent Nathan represented Respondent RRF in effecting the offers and sales of securities referenced above.
20. At no time relevant to the events stated herein was Respondent RRF registered as a broker-dealer, and no exemption has been claimed.
21. At no time relevant to the events stated herein was Respondent Nathan registered as an agent, and no exemption has been claimed.
22. At no time relevant to the events stated herein were the securities at issue registered with the Division or federal covered securities, and no exemption from registration has been claimed.

III. CONCLUSIONS OF LAW

23. The South Carolina Uniform Securities Act of 2005, S.C. Code Ann. § 35-1-101, *et seq.*, governs the offer and sale of securities in this State.
24. The investment opportunities offered and sold by the Respondents constitute securities as

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25. The investment opportunities offered and sold by the Respondents were offered and sold in violation of S.C. Code Ann. § 35-1-301.
 26. In connection with the events above, Respondent RRF transacted business in this State as an unregistered broker-dealer in violation of S.C. Code Ann. § 35-1-401(a).
 27. In connection with the events above, Respondent Nathan transacted business in this State as an unregistered agent in violation of S.C. Code Ann. § 35-1-402(a).
 28. In connection with the events above, Respondent RRF employed or associated with an unregistered agent in violation of S.C. Code Ann. § 35-1-402(d).

30. It is in the public interest, for the protection of investors, and consistent with the purposes of the Act that the Respondents be ordered to cease and desist from engaging in the above-enumerated practices, which constitute violations of the Act, and pay an appropriate civil penalty for their wrongdoing.

IV. ORDER

~~NOW THEREFORE~~ pursuant to S.C. Code Ann. § 25-1-604(a)(1) it is hereby

ORDERED that:

V. REQUIREMENT OF ANSWER AND NOTICE OF OPPORTUNITY FOR HEARING

The Respondents are hereby notified that they have the right to a hearing on the matters contained herein. To schedule such a hearing, a Respondent must file a written Answer

date of service of this Order to Cease and Desist. The written Answer must be addressed to:

The Office of the South Carolina Attorney General
Securities Division
Attn: Wanda Ealy
Post Office Box 11549
Columbia, South Carolina 29211-1549

In the written Answer, the Respondent, in addition to requesting a hearing, shall admit or

STATE OF SOUTH CAROLINA
OFFICE OF THE ATTORNEY GENERAL
SECURITIES DIVISION

CERTIFICATE OF MERGERS

STATE OF SOUTH CAROLINA
OFFICE OF THE ATTORNEY GENERAL
SECURITIES DIVISION

January 11, 2017

Dear Mr. [Name]:

South Carolina Office of the Attorney General

2017

Columbia, SC 29211-1549
(803) 734-4731

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