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STATE OF ALASKA
DEPARTMENT OF COMMERCE, COMMUNITY, AND ECONOMIC DEVELOPMENT
DIVISION OF BANKING AND SECURITIES

In the matter of:) ORDER NO: 12-0915-S
)
Sea Lion Corporation) ORDER
) IMPOSING PREFILING REQUIREMENT,
) ASSESSING A CIVIL PENALTY AND
) INVESTIGATION COSTS
) AND
) CONSENT TO ORDER
Respondent.)
_____)

The Director of the Department of Commerce, Community, and Economic Development, Division of Banking and Securities (the Administrator), has conducted an investigation into certain business activities of Sea Lion Corporation (respondent), and has determined that respondent violated certain provisions of AS 45.55 et seq. (the “Alaska Securities Act”) by failing to file certain annual reports and proxy materials as required under AS 45.55.139.

Respondent agrees that the Administrator has jurisdiction over respondent and these matters pursuant to the Alaska Securities Act.

Respondent wishes to resolve and settle this matter with the Administrator. As evidenced by the authorized signature on this Order, respondent consents to the entry of this Order imposing a prefiling requirement and assessing a civil penalty and investigation costs based on the Conclusions of Law and Order. Respondent waives its right of appeal under AS 45.55.920(d).

I. FACTS

1. Sea Lion Corporation, with a mailing address of P.O. Box 87, Hooper Bay, Alaska

1 99604, is a corporation organized under the Alaska Native Claims Settlement Act (ANCSA),
2 43 U.S.C. 1601 et seq. Respondent's website indicates that it has more than 500
3 shareholders and its 2011 Annual Report lists over \$8,000,000 in assets.

4 2. Under AS 45.55.139, certain ANCSA corporations must file all annual reports,
5 proxies, consents or authorizations, proxy statements, or other proxy solicitations distributed
6 to 30 or more Alaska resident shareholders concurrently with distribution of those materials
7 to shareholders.

8 3. Prior to the commencement of the present investigation, the division last received
9 annual reports and proxy materials from respondent on October 22, 2007.

10 4. On or about July 24, 2012, the division received a public records request asking for
11 respondent's most recent filings. While attempting to fulfill this request, the division
12 discovered that respondent had not filed since 2007.

13 5. On August 2, 2012, the division mailed a letter to respondent asking for the missing
14 filings and an explanation as to why respondent did not file after 2007. Respondent did not
15 reply to this letter.

16 6. On August 17, 2012, the division contacted Mr. William Naneng, general manager of
17 Sea Lion Corporation, by telephone. Mr. Naneng indicated that he received the letter and the
18 missing filings were forthcoming.

19 7. On September 6, 2012, having not received the filings, the division again contacted
20 Mr. Naneng by telephone and gave a deadline of September 17, 2012 for the filings to be
21 delivered to the division. The conversation was memorialized in a letter and sent to
22 respondent via regular and certified mail, which respondent signed for on September 10,
23 2012.

24 8. The division did not receive the requested filings from respondent by September 17,

1 2012.

2 9. On September 20, 2012, an individual hand-delivered proxy materials and annual
3 reports for 2009, 2010, 2011 and 2012 to the division's Anchorage office. No materials for
4 2008 were delivered to the division. At that time, respondent did not provide an explanation
5 as to why it had not filed materials with the division from 2008 to 2012.

6 10. On December 17, 2012 respondent submitted an affidavit to the division signed by an
7 employee charged with distributing annual reports and proxy materials to shareholders. In
8 the affidavit, the employee stated that she sent an annual report and proxy packet to the
9 division on or about June 16, 2012. The division did not receive this submission.

10 II. CONCLUSIONS OF LAW

- 11 1. Respondent is subject to the filing requirements of AS 45.55.139.
- 12 2. Respondent violated AS 45.55.139 by not timely filing its annual reports or proxy
13 materials in 2008, 2009, 2010, and 2011.

14 III. ORDER

15 The Administrator, pursuant to AS 45.55.920 hereby ORDERS Sea Lion Corporation to:

- 16 1. Timely file annual reports and proxy materials with the division;
- 17 2. Comply with all provisions of the Alaska Securities Act, including associated
18 regulations;
- 19 3. File with the division, for a period of three years from the date of this order, all of its
20 annual reports and proxy solicitation materials required to be filed under AS 45.55.139 at
21 least 10 working days prior to dissemination to the shareholders as set forth in AS
22 45.55.920(a)(1)(B).
- 23 4. Pay a civil penalty of \$500 for each year it failed to file annual materials, for a total of
24 \$2,000.

1 5. Reimburse division investigative costs of \$1,000.

2 Respondent is hereby put on notice that any future violations of the Alaska Securities Act
3 by failing to timely file annual reports and proxy statements will be subject to penalties listed
4 in AS 45.55.920(b).

5 The civil penalty and investigative costs are due and payable in full at the time of entry of
6 this Order.

7 **IT IS SO ORDERED**

SUSAN BELL, Commissioner
Department of Commerce, Community and Economic Development

8
9
10
11 03/15/2013
Date

/s/ Lorie L. Hovanec
Lorie L. Hovanec, Director
Division of Banking and Securities

12
13
14 Corporate Consent to Entry of Order
Sea Lion Corporation

15
16 I, Myron Naneng, Sr. state that I am the Chairman/President of Sea Lion
17 Corporation; that I am authorized to act on its behalf; that I have read the foregoing Order
18 and that I know and fully understand the Order contents; that Sea Lion Corporation has been
19 represented by counsel in this matter; that Sea Lion Corporation acknowledges violation of
20 the Alaska Securities Act; that Sea Lion Corporation and I have been advised of the right to a
21 hearing; that Sea Lion Corporation voluntarily and without any force or duress, consents to
22 the entry of this Order, expressly waiving any right to a hearing in this matter; that Sea Lion
23 Corporation understands that the Administrator reserves the right to take further actions to
24 enforce this Order or to take appropriate action upon discovery of other violations of the

1 Alaska Securities Act, and that Sea Lion Corporation will fully comply with the terms and
2 conditions stated herein.

3 Sea Lion Corporation understands that this Order is a public document.

4 03/15/2013 /s/ Myron P. Naneng, Sr.
5 Date Sea Lion Corporation

6 Name Myron P. Naneng, Sr.

7 Title Chairman/President

8 SUBSCRIBED AND SWORN TO before me this 8th day of , 2013 at Anchorage, Alaska.

9
10 /s/ Katie Motter
Notary Public in and for Alaska

11 Katie Motter
12 Notary Printed Name
13 My commission expires: June 3, 2014

14 Approved as to form:

15 /s/ Bruce E. Davison
16 Bruce E. Davison
17 Attorney for respondent

18 Contact Person:
19 Kristy Naylor
20 Securities Examiner
21 (907) 269-7675
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