



ENFORCEMENT AND INVESTOR PROTECTION DEPARTMENT

In the matter of:

SEC EIPD CASE NO. 2023-7599

GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC

Company Registration No. 2023020087600-24

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GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC

Door 2 A, Jatel Bldg., Matina Aplaya,
Davao City, Davao Del Sur, Region XI
(Davao Region), 8000
officialgoldenedge@gmail.com

ROQUE BATO DE LEON

20 Flores St., Barangay 42, Pasay
City, Fourth District, National Capital
Region, (NCR), 1300

REVOCATION ORDER

GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC was granted its Certificate of Registration by the Commission on 23 February 2023 under Company Registration No. 2023020087600-24 with the following as incorporators:

Name	Citizenship	Residential Address
Roque Bato De Leon	Filipino	20 Flores St., Barangay 42, Pasay City, Fourth District, National Capital Region (NCR), 1300

The purpose or purposes of **GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC** as stated in its Articles of Incorporation are:

“To engage in, conduct and carry on the business of buying, direct selling, distributing, network marketing on wholesale basis insofar as may be permitted by law, all kinds of goods, wares and merchandise of every kind and description, and enter into all kinds of contracts for



export, import, purchase, acquisition sale on wholesale and retail basis and other disposition for its account as principal or in representative capacity as main distributor, manufacturer's representative, merchandise broker, indentor, commission, merchant, factors or agents, upon consignment of all kinds of goods, services, merchandise or products whether natural or artificial".

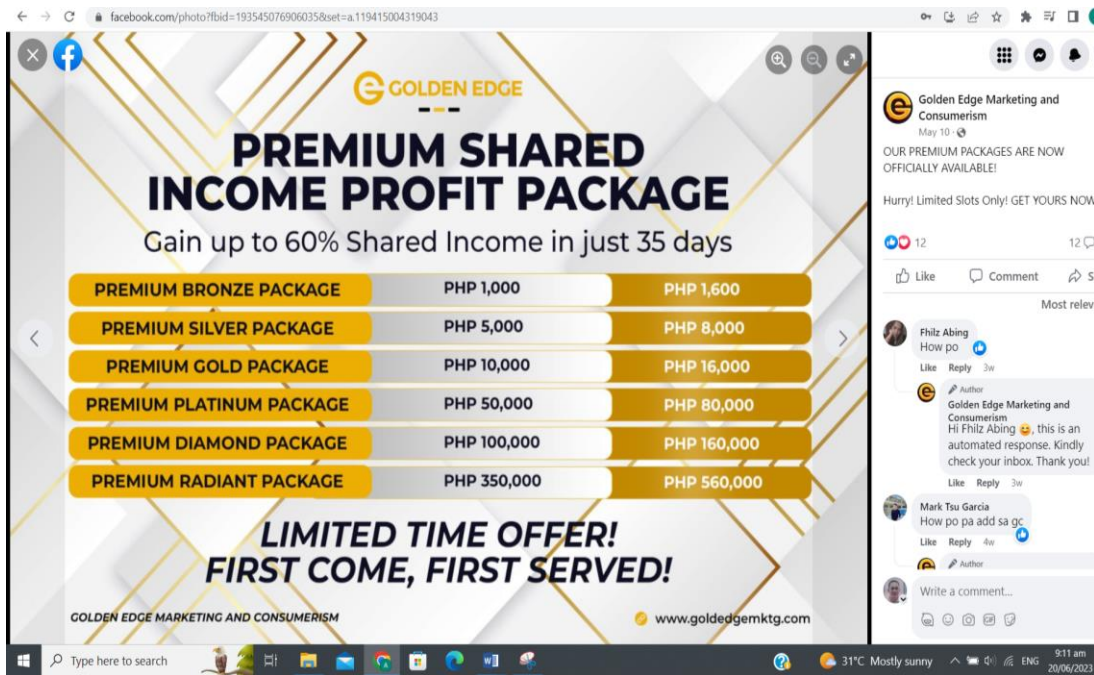
Provided that the corporation **shall not solicit, accept or take investment/placement** from the public neither shall it issue investment contracts".

Sometime in June 2023, the Commission received information that individuals or group of persons representing an entity named **GOLDEN EDGE MARKETING AND CONSUMERISM / GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC** is enticing the public to invest their money in the said entity with a promise of high monetary rewards or profits.

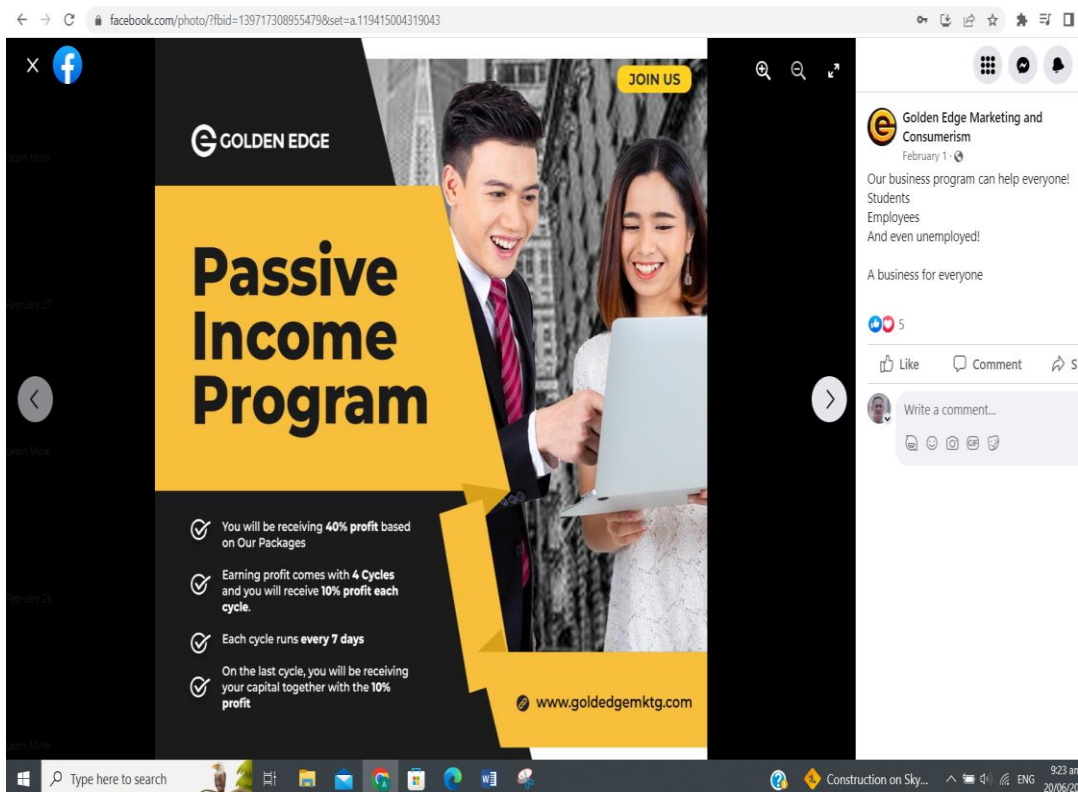
As appearing in the Social Media post of a certain Ej Sabaduquia Agno which was shared to the Commission, **GOLDEN EDGE MARKETING AND CONSUMERISM** advertised its "Premium Shared Income Profit Package", wherein it promises investors a gain of up to 60% shared income in just 35 days, to wit:



Further, in its Facebook (FB) Page, **GOLDEN EDGE MARKETING AND CONSUMERISM** is inviting the public to invest in its "Premium Shared Income Profit Package" for a promise of a 60% shared income in just 35 days, as shown below:

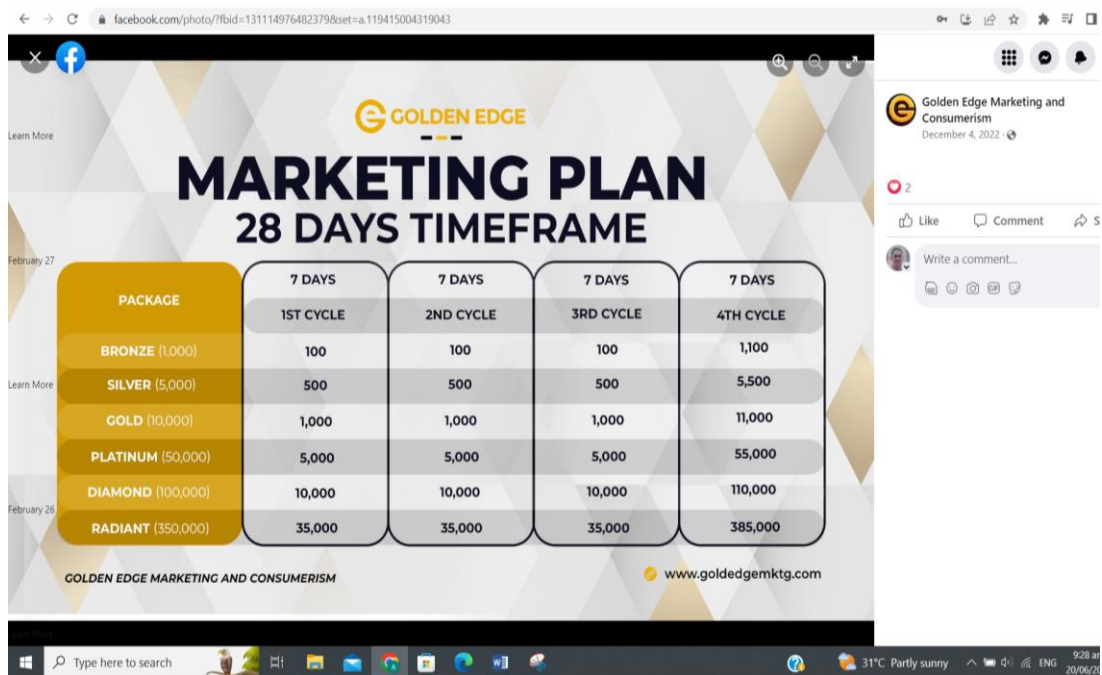


In the same FB Page, **GOLDEN EDGE MARKETING AND CONSUMERISM** advertised the company's *Passive Income Program* and its *Marketing Plan* wherein it promises investors 10% profits for every cycle which is equivalent to 7 days or a 40% profit in 4 cycles based on the chosen package as shown in its company's marketing plan. Below are the screenshots of the said FB posts:



✉ **The SEC Headquarters, 7907 Makati Avenue
Salcedo Village, Bel-air, Makati City**
☎ **(+632) 8818 0921**
🌐 **www.sec.gov.ph | imessagemo@sec.gov.ph**





As earlier discussed, **GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC** is a registered corporation under Company Registration No. 2023020087600-24, however, it is not authorized to solicit investments from the public as it did not secure prior registration and/or license to solicit investment from the Commission as prescribed under Section 8 of the Securities Regulation Code.

On the other hand, per initial verification from the Commission's Database, **GOLDEN EDGE MARKETING AND CONSUMERISM** is not registered as a corporation or partnership. Consequently, **GOLDEN EDGE MARKETING AND CONSUMERISM** also does not have a secondary license or authority to solicit investments or offer securities as only registered corporations can apply for and be issued a secondary license by the Commission.

In a surveillance operation conducted by the EIPD at the office of **GOLDEN EDGE MARKETING AND CONSUMERISM** which based on its Facebook page is located at FMSG Bld., No. 9, Balete Drive, Aurora Blvd., Quezon City, the Department was able to confirm the investment scheme of **GOLDEN EDGE MARKETING AND CONSUMERISM** from a person who introduced herself to be the secretary of the said company. According to her, a member/investor may opt whether to engaged in the direct selling of their company's products such as soap and lotions or to invest in their company's **Premium Shared Income Profit Package** for a promise of 60% shared income in just 35 days which is the same business scheme that was reported and being advertised in the FB page of **GOLDEN EDGE MARKETING AND CONSUMERISM**. Accordingly, under this business scheme, it is the company that will sell the products and the investors will just wait for their expected shares on the agreed date.

On 28 July 2023, the Commission issued an Advisory informing the public that **GOLDEN EDGE MARKETING AND CONSUMERISM / GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC**:

“xxx is not authorized to solicit investments from the public as these entities did not secure prior registration and/or license to solicit investment from the

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*Commission as prescribed under Sections 8 of the Securities Regulation Code. The public is advised to exercise caution in dealing with any individual or group of persons soliciting investments for and behalf of **GOLDEN EDGE MARKETING AND CONSUMERISM / GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC**. The public is further advised **NOT TO INVEST** or to **STOP INVESTING** in the investment scheme being offered by the subject entity or its representatives xxx”.*

On 07 August 2023, a **Show Cause Order** was issued against **GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC** addressed to the company’s registered principal office address, and to its stockholder Roque Bato De Leon , **directing the company to show cause why no administrative sanctions and/or criminal charges should be imposed/filed against GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC and/or its incorporators, directors or officers for violation of the Securities Regulation Code and other pertinent laws, rules and regulations of the Commission, to show caused why no administrative sanctions and/or criminal charges should be imposed/filed against GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC and its incorporators, directors of officers for offering and/or selling unregistered securities to the public in violation of Section 8, 26, and 28 of the Securities Regulation Code, to show cause why its Certificate of Incorporation should not be revoked pursuant to Section 6(i)(2) of Presidential Decree No. 902-A for serious misrepresentation as to what the corporation can do or is doing to the great prejudice of or damage to the general public and for engaging in ultravires acts in violation of the Revised Corporation Code of the Philippines, and to show cause why no administrative sanction and/or criminal charges should be filed against GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC and/or its incorporators, directors and officers for committing investment fraud in violation of Section 11765 otherwise known as the Financial Products and Services Consumer Act.**

On 08 August 2023, the Show Cause Order was sent through the declared email address of the company as reflected in the records of the Commission at officialgoldenedge@gmail.com.

On 25 September 2023, a representative of the Department went to the declared address of Roque Bato De Leon to serve the Show Cause Order. However, a resident of the said place vouched that no person by name of Roque Bato De Leon resides at the said address.

On 26 September 2023, the Show Cause Order was sent via registered mail to the declared address of the company and of its incorporator.

To date, despite such receipt and presumptive notice of the Show Cause Order as detailed above, the company failed to respond, which shall be construed as a waiver of its right to be heard as to the allegations stated in the aforementioned Show Cause Order. Hence, we now resolve the instant proceedings on the basis of available evidence.

DISCUSSION:

Clearly in this case, the compensation scheme that **GOLDEN EDGE MARKETING AND CONSUMERISM / GOLDEN EDGE MARKETING AND CONSUMERISM TRADING**

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OPC is offering to the public partakes the nature of securities in the form of an investment contract as defined under Section 3.1 of the Securities Regulation Code (SRC).

Section 3.1 of the Securities Regulation Code (SRC) defines **securities** as shares, participation or interest in a corporation or in a commercial enterprise or profit-making venture and evidenced by a certificate, contract, instrument, whether written or electronic in character. It includes:

Section 3.1 of the Securities Regulation Code (SRC) defines securities as shares, participation or interest in a corporation or in a commercial enterprise or profit-making venture and evidenced by a certificate, contract, instrument, whether written or electronic in character. It includes:

- (a) Shares of stocks, bonds, debentures, notes, evidences of indebtedness, asset backed securities;
- (b) **Investment contracts**, certificates of interest or participation in a profit sharing agreement, certificates of deposit for a future subscription;
- (c) Fractional undivided interests in oil, gas or other mineral rights;
- (d) Derivatives like option and warrants;
- (e) Certificates of assignments, certificates of participation, trust certificates, voting trust certificates or similar instruments;
- (f) Proprietary or non-proprietary membership certificates in corporations; and
- (g) Other instruments as may in the future be determined by the Commission.

An investment contract on the other hand, is defined under SRC Rule 26.3.5 of the 2015 Implementing Rules and Regulations of the Securities Regulation Code (2015 SRC IRR) as follows:

“An **investment contract** means a contract, transaction or scheme (collectively “contract”) whereby a person invests his money in a common enterprise and is led to expect profits primarily from the efforts of others.

A common enterprise is deemed created when two (2) or more investors “pool” their resources, creating a common enterprise, even if the promoter receives nothing more than a broker's commission.”

Further, the elements of an investment contract were enumerated in the case of *Power Homes Unlimited Corporation vs. SEC* (G.R. No. 164182 February 26, 2008) traced from the case of *SEC vs. Howey Co.* (66 S.Ct.1100 May 27, 1946) and was later modified in

the case of *SEC vs. Glenn W. Turner Enterprises, Inc.* (474 F.2d476 February 1, 1973), as follows:

- A contract, transaction or scheme;
- An investment of money;
- A common enterprise;
- Expectation of profits; and
- Profits arises primarily from the entrepreneurial and managerial efforts of others.

Section 8, in relation to Section 12 of the SRC provides that:

“SEC. 8. Requirement of Registration of Securities. – 8.1. Securities shall not be sold or offered for sale or distribution within the Philippines, without a registration statement duly filed with and approved by the Commission. Prior to such sale, information on the securities, in such form and with such substance as the Commission may prescribe, shall be made available to each prospective purchaser.

“SEC. 12. Procedure for Registration of Securities. – 12.1. All securities required to be registered under Subsection 8.1 shall be registered through the filing by the issuer in the main office of the Commission, of a sworn Page 11 of 14 registration statement with respect to such securities, in such form and containing such information and documents as the Commission shall prescribe. The registration statement shall include any prospectus required or permitted to be delivered under Subsections 8.2, 8.3 and 8.4.”

Securities such as investment contracts as defined by the SRC and in relation to SRC Rule 26.3.5 of the 2015 SRC IRR must be registered with the Commission pursuant to Sections 8 and 12 of the SRC before the same can be **offered or sold** or distributed.

Meanwhile, Rule 3.1.17 of the 2015 SRC IRR defined **Public Offering** as “any offering of securities to the public or to anyone, whether solicited or unsolicited. Any solicitation or presentation of securities for sale through any of the following modes shall be presumed to be a public offering:

3.1.17.1 Publication in any newspaper, magazine or printed reading material which is distributed within the Philippines or any part thereof;

3.1.17.2 Presentation in any public or commercial place;

3.1.17.3 **Advertisement or announcement** on radio, television, telephone, **electronic communications, information communication technology or any other forms of communication;** or

3.1.17.4 Distribution and/or making available flyers, brochures or any offering material in a public or commercial place, or to prospective purchasers through the postal system, **information communication technology and other means of information distribution.**” (Emphasis supplied)

On the other hand, a “Broker” is defined under Section 3.3. of the SRC as a person engaged in the business of buying and selling securities for the account of others. A “Salesman” is defined under 3.13 of the SRC as a natural person, employed as such or as an agent, by a dealer, issuer or broker to buy and sell securities.

Consequently, Section 28 of the SRC provides that:

“SEC. 28. Registration of Brokers, Dealers, Salesman and Associated Persons. – 28.1. No person shall engage in the business of buying or selling securities in the Philippines as a broker or dealer, or act as a salesman, or an associated person of any broker or dealer unless registered as such with the Commission.”

Thus, any person, without proper registration or license from the Commission who acts as brokers or agents of a company selling or convincing people to invest in the investment scheme including solicitations or recruitment through the internet may likewise be prosecuted and held criminally liable under Section 28 of the SRC and penalized with a maximum fine of Five Million pesos (P5,000,000.00) or penalty of Twenty-One (21) years imprisonment or both pursuant to Section 73 of the SRC.

In this particular case, the Department carefully examined the characteristics of the investments offered by **GOLDEN EDGE MARKETING AND CONSUMERISM / GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC** to determine if they satisfy the elements of an investment contract. In our evaluation, indeed, the elements of an investment contract are manifested in the investments being offered by **GOLDEN EDGE MARKETING AND CONSUMERISM / GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC**, which are as follows:

- By investing in the company, **the investor enters into a contract;**
- There is a **placement of money** from the public as they are enticed to invest in the company that represented to be engaged in a lucrative business and are required to invest money in order for them to earn profits;
- The money invested is placed in a **common enterprise;**
- The **investors expect to derive profits** as they are primarily attracted to join **GOLDEN EDGE MARKETING AND CONSUMERISM / GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC** for a promise of receiving a guaranteed monthly interest; and

- The investors expect to earn profits derived primarily from the efforts of others or from **GOLDEN EDGE MARKETING AND CONSUMERISM / GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC.**

In this case, **GOLDEN EDGE MARKETING AND CONSUMERISM / GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC** is offering an investment scheme which is within the definition of securities under Section 3.1 of the SRC in the nature of an investment contract. As defined, an investment contract is a contract or scheme for the placing of capital or laying out of money in a way intended to secure income or profit from its employment.¹ It has been applied to a variety of situations where individuals were led to invest money in a common enterprise with the expectation that they would earn a profit through the efforts of the promoter or of someone other than themselves.²

It is noteworthy to mention that **GOLDEN EDGE MARKETING AND CONSUMERISM / GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC** is not authorized to solicit investments from the public as it did not secure prior registration and/or license to solicit investments from the Commission as prescribed under Section 8 of the Securities Regulation Code. Hence, the act of **GOLDEN EDGE MARKETING AND CONSUMERISM / GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC** in soliciting investments from the public without the necessary secondary license from the Commission is unauthorized.

Further, Section 11 of Republic Act No. 11765 or the Financial Products and Services Consumer Protection Act (FCPA) also prohibits investment fraud which is defined under the law as any form of deceptive solicitation of investments from the public which includes Ponzi schemes and such other schemes involving the promise or offer of profits or returns sourced from the investments or contributions made by the investors themselves and the offering or selling of investment schemes to the public without a license.

It is important to emphasize that **GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC** as a juridical person, is only allowed to exercise powers inherent to its corporate existence as provided in the Revised Corporation Code of the Philippines and those conferred in its Articles of Incorporation (AOI). In other words, what a corporation can do is necessarily circumscribed by its primary purpose clause in its AOI.

In **GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC's** Articles of Incorporation, it is clearly provided that the business of the subject company is:

“To engage in, conduct and carry on the business of buying, direct selling, distributing, network marketing on wholesale basis insofar as may be permitted by law, all kinds of goods, wares and merchandise

¹ *SEC vs Howey Co., 328 U.S. 293 (1946)*

² *Ibid. Although the definition as stated in the Howey case qualified that the earning of profit was expected to be solely through the efforts of another party, Rule 3.1G of the SRC's IRR replaces this qualifier with “primarily”, acknowledging that an investment contract may still be present where the individual who placed the money exerted a small amount of effort in an attempt to earn the profits promised.*

of every kind and description, and enter into all kinds of contracts for export, import, purchase, acquisition sale on wholesale and retail basis and other disposition for its account as principal or in representative capacity as main distributor, manufacturer's representative, merchandise broker, indentor, commission, merchant, factors or agents, upon consignment of all kinds of goods, services, merchandise or products whether natural or artificial".

*Provided that the corporation **shall not solicit, accept or take investment/placement** from the public neither shall it issue investment contracts".*

Nonetheless, the purpose stated in the Articles of Incorporation need not set out with particularity the multitude of activities in which the corporation may engage. The effect of broad purposes or objects is to confer wide discretionary authority upon the directors and management of the corporation as to the kinds of business in which it may engage. However, dealings which are entirely irrelevant to the purposes are unauthorized and called **ultra vires**. The purpose clause of the articles of incorporation indicates the extent as well as the limitations of the powers which a corporation may exercise. In fact, the purpose in **GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC's** Articles of Incorporation expressly prohibits it to operate an investment-taking scheme.

In an SEC opinion³, the Commission pronounced that:

"It is the corporation's primary purpose clause which confers, as well as limits, the powers which a corporation may exercise and the character of a corporation is usually determined by the objects of its formation and the nature of its business as stated in the articles. The primary purpose of the corporation, as stated in its articles of incorporation, is the first business to be undertaken by the corporation. Hence, the primary purpose determines its classification."

Likewise, the Certificate of Registration issued to **GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC** explicitly states that:

This Certificate grants juridical personality to the corporation **but does not authorize it to issue, sell or offer for sale to the public, securities** such as but not limited to, shares of stock, **investment contracts**, debt instruments and virtual currencies without prior Registration Statement approved by the Securities and Exchange Commission **nor to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as broker or dealer in securities**, government securities eligible dealer (GSED), investment adviser of an investment company, close-end or open-end investment company, investment house, transfer agent, commodity financial futures exchange/broker merchant, financing lending company, and time share, cash share/membership certificate issuers or selling agents thereof nor to

³ SEC-OGC Opinion No. 11-33 dated 29 July 2011 addressed to Mr. Jesus B. Lapuz.

operate a fiat money to virtual currency exchange. **Neither does this Certificate constitute a permit to undertake activities for which other government agencies require a license or permit.** (emphasis supplied)

To exacerbate matters, the scheme being offered by **GOLDEN EDGE MARKETING AND CONSUMERISM / GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC** is clearly in the nature of a *ponzi* scheme⁴ where the profits or payouts shall be taken from incoming investors or additional pay-ins of existing members-investors, considering that it does not have any underlying legitimate business from where it could source its promised return on investments to its investors. Such scheme is prohibited under Section 26 of the SRC:

“SEC. 26. Fraudulent Transactions. – It shall be unlawful for any person, directly or indirectly, in connection with the purchase or sale any securities to:

26.1. Employ any device, scheme, or artifice to defraud;

26.2. Obtain money or property by means of any untrue statement of a material fact or any omission to state a material fact necessary in order to make the statement made, in the light of the circumstances under which they were made, not misleading; or

26.3. Engage in any act, transaction, practice or course of business which operates or would operate as a fraud or deceit upon any person.”

On the other hand, as held in the case of *SEC vs. CJH Development Corporation*, (G.R. No. 210316, 28 November 2016)⁵, the Supreme Court ruled that *the sale and/or offer of securities without the requisite license, necessarily operates as a fraud on investors, thus:*

“The act of selling unregistered securities would necessarily operate as a fraud on investors as it deceives the investing public by making it appear that respondents have authority to deal on such securities. Section 8.1 of the SRC clearly states that securities shall not be sold or offered for sale or distribution within the Philippines without a registration statement duly filed with and approved by the SEC and that prior to such sale, information on the securities, in such form and with such substance as the SEC may prescribe, shall be made available to each prospective buyer.” (Emphasis ours)

⁴ A **Ponzi scheme** is an investment program that offers impossibly high returns and pays these returns to early investors out of the capital contributed by later investors. Named after Charles Ponzi who promoted the scheme in the 1920s, the original scheme involved the issuance of bonds which offered 50% interest in 45 days or a 100% profit if held for 90 days. Basically, Ponzi used the money he received from later investors to pay extravagant rates of return to early investors, thereby inducing more investors to place their money with him in the false hope of realizing this same extravagant rate of return themselves. (*People of the Philippines v. Priscilla Balasa, et. al*, G.R. 106357, dated September 3, 1998).

⁵ SEC vs. CJH Development Corporation, (G.R. No. 210316, 28 November 2016)

Under Section 6 of Presidential Decree 902-A, the Commission has the power to suspend, or revoke, after proper notice and hearing, the franchise of certificate of registration of corporations, partnerships and associations, on the ground of serious misrepresentations as to what the corporation can do or is doing to the to the great prejudice of or damage to the general public. Likewise, Section 5.1 (m) of the SRC and Section 179 (j) of the Revised Corporation Code of the Philippines empower the Commission to revoke the franchise or Certificate of Incorporation/Registration of corporations registered with it.

Under the 2016 Rules of Procedure of the Securities and Exchange Commission, the EIPD shall exercise authority over persons and entities, whether under the primary authority of other Operating Departments, involved in the following:

“1. Investigations and administrative actions involving the following:

xxx.

c) Selling, offering or transacting unregistered securities by entities without secondary license;

d) ultra vires acts committed in violation of the Corporation Code;

2. Petitions for revocation⁶ of corporate registration in all cases, except those which fall under the original authority of CRMD;

3. Administrative actions for fraudulent transactions involving securities;

4. Administrative actions for all other violations under PD 902-A, except those cases which fall under the original authority of other Operating Departments; and

5. All other matters involving investor protection filed by the public, referred by self-regulatory organizations, or referred by other Operating Departments after initial evaluation or findings that there is a possible violation of laws, rules or regulations that the Commission implements but do not fall under their respective original authority.”

Further, SEC Admin Case No. 11-10-124 entitled *In re: PHILBIO Renewable Energy Resources Corp.*, promulgated on 27 April 2016 provides what constitute serious misrepresentation, to wit:

⁶ Revocation refers to involuntary dissolution of corporate registration pursuant to Section 138 of the Revised Corporation Code.

“From the foregoing, it is indubitable that PHILBIO misrepresented itself to the public that it can solicit investments despite the fact that it is not one of the purposes of the corporation. Worse, it does not have a license to offer/sell securities. PHILBIO operates an investment-taking scheme which is therefore considered an ultra vires act. These constitute serious misrepresentation as to what the corporation can do or doing to the great prejudice to the general public.”

Considering that nowhere is it stated in its primary purpose that **GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC** is authorized to engage in the selling or offering for sale of securities to the public, the activity of **GOLDEN EDGE MARKETING AND CONSUMERISM / GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC** of selling or offering for sale investments is considered an ultra vires act and therefore constitutes serious misrepresentation.

Section 44 of the RCCP provides:

SEC. 44. Ultra Vires Acts of Corporations. — No corporation shall possess or exercise corporate powers other than those conferred by this Code or by its articles of incorporation and except as necessary or incidental to the exercise of the powers conferred.

WHEREFORE, for violations of Section 44 of the Revised Corporation Code of the Philippines (R.A. 11232), Sections 8.1, 26.1 and 28.1 of the Securities Regulation Code, Section 11 of the Financial Products and Services Consumer Protection Act, P.D. 902-A in relation to Section 179 (j) of the RCCP and Section 5.1 (m) of the SRC, the Certificate of Incorporation and the registration of **GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC** as a corporation, is hereby **REVOKED**.

Further, Section 54 of the Securities Regulation Code provides:

SEC 54. Administrative Sanctions. – 54.1. If, after due notice and hearing, the Commission finds that: (1) There is a violation of this Code, its rules, or its orders; xxx it shall, in its discretion, impose any or all of the following sanctions as may be appropriate in the light of the facts and circumstances:

xxx.

(ii) A fine of no less than Ten thousand pesos (P10,000.00) nor more than One million pesos (P1,000,000.00) plus not more than Two thousand pesos (P2,000.00) for each day of continuing violation;

xxx.”

Hence, a fine of ONE MILLION PESOS (**P1,000,000.00**) is hereby imposed against **GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC**, for offering securities to the public without prior registration and license from the Commission and

GOLDEN EDGE MARKETING AND CONSUMERISM TRADING OPC and its incorporator and nominee is directed to pay the fine of **One Million Pesos (P1,000,000.00)** pursuant to Section 54.1 (ii) of the SRC within a period of Fifteen (15) days from receipt of this Order.

Accordingly, let this Order be posted on the SEC website and attached by the Corporate Filing and Records Division of the Company Registration and Monitoring Department (CRMD) to the records of the corporation on file with the Commission. Further, the Information and Communications Technology Department (ICTD) of this Commission is likewise requested to enter the **“revoked”** status of subject corporation in the online database of the Commission.

SO ORDERED

Makati City, 11 October 2023.


OLIVER O. LEONARDO
Director