

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**

**SECURITIES ACT OF 1933**  
**Release No. 10361 / May 12, 2017**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-17987**

**In the Matter of**

**the Registration Statement of**  
  
**Lorilay Corp.**  
**89 Rublevskoye highway,**  
**Building 3, Suite 10**  
**Moscow, Russia 121467**

**Respondent.**

**ORDER FIXING TIME AND PLACE**  
**OF PUBLIC HEARING AND**  
**INSTITUTING PROCEEDINGS**  
**PURSUANT TO SECTION 8(d) OF THE**  
**SECURITIES ACT OF 1933**

**I.**

The Commission's public official files disclose that:

On April 17, 2014, Lorilay Corp. ("Respondent") filed a Form S-1 registration statement seeking to register the offer and sale of 4,000,000 common shares in an \$80,000 public offering (the "Registration Statement").

**II.**

After an investigation and examination, the Division of Enforcement alleges that:

A. RESPONDENT

1. Respondent is a Nevada corporation headquartered in Moscow, Russia.
2. Respondent purportedly plans to sell crepes through retail outlets in Russia. The company has no revenue and has never sold shares to the public.

B. FAILURE TO COOPERATE WITH SECTION 8(e) EXAMINATION

3. On April 24, 2014, Commission staff issued a document subpoena to Respondent. The subpoena was properly served on company counsel, who resides in the United States, on that date.

4. On May 6 and again on May 9, 2014, the staff was informed by company counsel that he had not yet been authorized to represent the company with respect to the ongoing examination, but that he had emailed the subpoena to his contact at the company.

5. Company counsel subsequently informed the staff that Respondent would be submitting documents responsive to the subpoena directly to the staff, and that he would be authorized to represent the company going forward.

6. Respondent made a document production on May 8, 2014, pursuant to the April 24, 2014 subpoena.

7. On May 13, 2014, the staff contacted company counsel and informed him that the staff intended to take testimony from Respondent's Chief Executive Officer ("CEO").

8. On May 16, 2014, the staff properly served a testimony subpoena to Respondent's CEO via company counsel, who resides in the United States.

9. During the subsequent months, the staff made numerous attempts to schedule the taking of testimony from Respondent's CEO. On August 19, 2014, company counsel emailed the staff and stated that his attempts to contact Respondent's CEO had been unsuccessful.

10. On May 19, 2016, company counsel informed the staff that he was no longer representing the Respondent.

11. On May 24, 2016, the staff attempted to email Respondent directly at the email address provided in its Registration Statement. The staff did not receive a response.

12. On July 11, 2016, the staff sent an email to the same address, attaching a copy of a notice informing the company of the staff's preliminary determination to recommend an enforcement action against Respondent. A copy of the notice was also sent via UPS to the company's designated agent for service in the United States, and directly to the company address in Russia.

13. The staff did not receive a response to its email, and both UPS packages were ultimately returned to the staff as undelivered.

14. As a result of the conduct described in paragraphs nine through eleven above, Respondent failed to cooperate with the staff's examination

### III.

The Commission, having considered the aforesaid, deems it appropriate and in the public interest that public proceedings pursuant to Section 8(d) of the Securities Act be instituted with respect to the Registration Statement to determine whether the allegations of the Division of Enforcement are true; to afford the Respondent with an opportunity to establish any defenses to these allegations; and to determine whether a stop order should issue suspending the effectiveness of the Registration Statement referred to herein.

Accordingly, IT IS ORDERED that public proceedings be and hereby are instituted under Section 8(d) of the Securities Act, such hearing to be commenced at 9:30 a.m. on June 1, 2017, at the Commission's offices at 100 F Street N.E., Washington, DC 20549, and to continue thereafter at such time and place as the hearing officer may determine.

IT IS FURTHER ORDERED that these proceedings shall be presided over by an Administrative Law Judge to be designated by further order, who is authorized to perform all the duties of an Administrative Law Judge as set forth in the Commission's Rules of Practice or as otherwise provided by law.

IT IS FURTHER ORDERED that the Respondent shall file an Answer to the allegations contained in this Order within ten (10) days after service of this Order, pursuant to Rule 220 of the Commission's Rules of Practice, 17 C.F.R. § 201.220. If the Respondent fails to file the directed answer, or fails to appear at a hearing after being duly notified, the Respondent may be deemed in default and the proceedings may be determined against the Respondent upon consideration of this Order, the allegations of which may be deemed to be true as provided by Rules 155(a), 220(f), 221(f) and 310 of the Commission's Rules of Practice, 17 C.F.R. §§201.155(a), 201.220(f), 201.221(f) and 201.310. This Order shall be served forthwith upon the Respondent in accordance with Rule 141 of the Commission's Rules of Practice, 17 C.F.R. §201.141.

IT IS FURTHER ORDERED that the Administrative Law Judge shall issue an initial decision no later than 120 days from the occurrence of one of the following events: (A) The completion of post-hearing briefing in a proceeding where the hearing has been completed; (B) Where the hearing officer has determined that no hearing is necessary, upon completion of briefing on a motion pursuant to Rule 250 of the Commission's Rules of Practice, 17 C.F.R. § 201.250; or (C) The determination by the hearing officer that a party is deemed to be in default under Rule 155 of the Commission's Rules of Practice, 17 C.F.R. § 201.155 and no hearing is necessary.

In the absence of an appropriate waiver, no officer or employee of the Commission engaged in the performance of investigative or prosecuting functions in this or any factually related proceeding will be permitted to participate or advise in the decision of this matter, except as witness or counsel in proceedings held pursuant to notice. Since this proceeding is not "rule making" within the meaning of Section 551 of the Administrative Procedure Act, it is not deemed subject to the provisions of Section 553 delaying the effective date of any final Commission action.

By the Commission.

Brent J. Fields  
Secretary