

Sun Pacific Holding Corp.  
Form SC 13G  
November 20, 2017

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, DC 20549**

**SCHEDULE 13G**

**(Rule 13d-102)**

**Information to be included in Statements Filed Pursuant  
to § 240.13d-1(b), (c) and (d) and Amendments Thereto Filed  
Pursuant to § 240.13d-2  
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

(Amendment No. \_\_\_\_\_)\*

**Sun Pacific Holding Corp.**  
(Name of Issuer)

**Common Stock, par value \$0.0001 per share**  
(Title of Class of Securities)

**86686Y105**  
(CUSIP Number)

**October 23, 2017**  
(Date of Event Which Requires the Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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**NAMES OF REPORTING  
PERSONS**

**1**

Taconic Group, LLC  
**CHECK THE APPROPRIATE  
BOX IF A MEMBER OF A GROUP**

**2**

(a) [ ]

**3**

(b) [ ]  
**SEC USE ONLY  
CITIZENSHIP OR PLACE OF  
ORGANIZATION**

**4**

USA  
**SOLE VOTING POWER**

**NUMBER OF** **5**

**SHARES** 3,071,429  
**SHARED VOTING POWER**

**BENEFICIALLY** **6**

**OWNED BY** 0  
**EACH** **SOLE DISPOSITIVE POWER**

**REPORTING** **7**

**PERSON** 3,071,429  
**SHARED DISPOSITIVE POWER**

**WITH** **8**

0  
**9** **AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY**

**EACH REPORTING PERSON**

3,071,429

**10**

**CHECK IF THE AGGREGATE  
AMOUNT IN ROW (9)  
EXCLUDES CERTAIN SHARES  
  
PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (9)**

**11**

5.54%

**TYPE OF REPORTING PERSON**

**12**

CO

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**ITEM 1(a). NAME OF ISSUER:**

Sun Pacific Holding Corp.

**ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:**

215 Gordon's Corner Road

Suite 1A Manalapan, NJ 07726

**ITEM 2(a). NAME OF PERSON FILING:**

Taconic Group, LLC

**ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:**

1835 NE MIAMI GARDENS DR #272

NORTH MIAMI BEACH, FL 33179

**ITEM 2(c). CITIZENSHIP:**

USA

**ITEM 2(d). TITLE OF CLASS OF SECURITIES:**

Common Stock, par value \$0.0001 per share

**ITEM 2(e). CUSIP NUMBER:**

86686Y105

**ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO §§ 240.13d-1(b), or 240.13d-2(b) or (c), CHECK WHETHER THE PERSON FILING IS A:**

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- (a)  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d)  Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e)  An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h)  A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i)  A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act (15 U.S.C. 80a-3);
- (j)  A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J);
- (k)  Group, in accordance with § 240.13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

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**ITEM 4. OWNERSHIP.**

- |  |           |
|--|-----------|
| (a) Amount beneficially owned:                               | 3,071,429 |
| (b) Percent of class:  | 5.54%     |
| (c) Number of shares as to which the person has:             |           |
| (i) Sole power to vote or to direct the vote                 | 3,071,429 |
| (ii) Shared power to vote or direct the vote                 | 0         |
| (iii) Sole power to dispose or to direct the disposition of  | 3,071,429 |
| (iv) Shared power to dispose or to direct the disposition of |           |

**ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following [ ].

**ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.**

Not applicable.

**ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON.**

Not applicable.

**ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.**

Not applicable.

**ITEM  
9. NOTICE OF DISSOLUTION OF GROUP.**

Not applicable.

**ITEM  
10. CERTIFICATIONS.**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.



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**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

DATE: November 20, 2017

**Taconic Group, LLC**

By: */s/ Robert Grinsberg*

Name: Robert Grinsberg

Title: Managing Member

