

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 98289 / September 5, 2023

ADMINISTRATIVE PROCEEDING
File No. 3-20171

In the Matter of

Robinhood Financial, LLC,

Respondent.

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**ORDER DIRECTING THIRD
DISBURSEMENT OF FAIR FUND**

On June 4, 2021, the Division of Enforcement, pursuant to delegated authority, published a Notice of Proposed Plan of Distribution and Opportunity for Comment (“Notice”),¹ pursuant to Rule 1103 of the Commission’s Rules on Fair Fund and Disgorgement Plans (“Commission’s Rules”);² and simultaneously posted the Proposed Plan of Distribution (the “Proposed Plan”). The Notice advised interested persons that they could obtain a copy of the Proposed Plan from the Commission’s public website or by submitting a written request to Noel Gittens, United States Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549-5876. The Notice also advised that all persons desiring to comment on the Proposed Plan could submit their comments, in writing, within 30 days of the Notice. The Commission received one hundred twenty-three (123) comments on the Proposed Plan during the comment period. On August 6, 2021, after a thorough review and substantial consideration of all the comments received, the

¹ Exchange Act Rel. No. 92115 (June 4, 2021).

² 17 C.F.R. § 201.1103.

Division of Enforcement, pursuant to delegated authority, issued an order approving the Proposed Plan without modification,³ and posted the approved Plan of Distribution (the “Plan”).

The Plan provides for the distribution of the Fair Fund, plus accumulated interest and earnings, less taxes, fees, and expenses, to the harmed investors according to the methodology set forth in the Plan. Pursuant to paragraph 20(d) of the Plan, eligible investors were required to submit additional information, including tax information, in order to receive a distribution payment.

On August 18, 2021, the Commission issued an Order Directing Disbursement of Fair Fund (“First Disbursement Order”).⁴ Pursuant to the First Disbursement Order, the Fund Administrator disbursed \$25,673,783.30 to 85,139 eligible investors. On January 31, 2022, the Commission issued an Order Directing Second Disbursement of Fair Fund (“Second Disbursement Order”).⁵ Pursuant to the Second Disbursement Order, the Fund Administrator disbursed \$6,549,141.13 to 5,783 eligible investors. There is \$33,200,319.34 left in the Fair Fund.

Since the second distribution, the Fund Administrator has received the necessary information from an additional 37 investors to establish their eligibility to participate in the distribution of the Fair Fund. Pursuant to paragraph 23 of the Plan, the Fund Administrator now recommends a disbursement of \$1,121,522.89 from the Fair Fund, to compensate the additional 37 eligible investors, who were not included in either of the prior distributions. The Fund Administrator has compiled the payee information (the “Payee List”) and submitted a payment

³ Order Approving Plan of Distribution, Exchange Act Rel. No. 92591 (Aug. 6, 2021).

⁴ Exchange Act Rel. No. 92705 (Aug. 18, 2021).

⁵ Exchange Act Rel. No. 94106 (Jan. 31, 2022).

file for the third distribution to Commission staff with a reasonable assurances letter as to the completeness and accuracy of the information contained therein.

The Commission staff has reviewed and accepted the payment file and requests, pursuant to Rule 1101(b)(6) of the Commission's Rules, 17 C.F.R. § 201.1101(b)(6), that the Commission authorize the transfer of \$1,121,522.89 from the Fair Fund to the Fair Fund's escrow account at The Huntington National Bank for distribution by the Fund Administrator to the eligible investors identified on the Payee List in accordance with the Plan.

Accordingly, it is hereby ORDERED, that Commission staff shall transfer \$1,121,522.89 from the Fair Fund to the Fair Fund's escrow account at The Huntington National Bank, and the Fund Administrator shall distribute such monies to the eligible investors identified on the Payee List in accordance with the Plan.

For the Commission, by the Division of Enforcement, pursuant to delegated authority.⁶

Vanessa A. Countryman
Secretary

⁶ 17 C.F.R. § 200.30-4(a)(21)(v).