

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 71743 / March 19, 2014

ADMINISTRATIVE PROCEEDING
File No. 3-15803

In the Matter of	:	ORDER INSTITUTING ADMINISTRATIVE
Feisal Sharif,	:	PROCEEDINGS PURSUANT TO SECTION
Respondent.	:	15(b) OF THE SECURITIES EXCHANGE
	:	ACT OF 1934, MAKING FINDINGS AND
	:	IMPOSING REMEDIAL SANCTIONS
	:	

I.

The Securities and Exchange Commission (“Commission”) deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted pursuant to Section 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) against Feisal Sharif (“Sharif” or “Respondent”).

II.

In anticipation of these proceedings, Respondent has submitted an Offer of Settlement (the “Offer”) which the Commission has determined to accept. Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or to which the Commission is a party, Respondent consents to the Commission’s jurisdiction over him and the subject matter of these proceedings and to the entry of this Order Instituting Administrative Proceedings Pursuant to Section 15(b) of the Securities Exchange Act of 1934, Making Findings, and Imposing Remedial Sanctions (“Order”), as set forth below.

III.

On the basis of this Order and Respondent’s Offer, the Commission finds that:

1. First Financial LLC (“First Financial”) was a Connecticut limited liability company with a principal place of business in Branford, Connecticut. Between 2003 and September 2012, First Financial operated as an unregistered broker-dealer by offering and selling interests in a pooled investment account directed by Sharif that traded in commodity futures. Sharif owned and operated First Financial throughout the relevant period of time.

2. On August 27, 2013, Sharif pled guilty in the United States District Court for the District of Connecticut to one count of violating Title 7, United States Code, Sections 60(1) and 13(a)(2) (fraud by a commodity pool operator) and one count of violating Title 18, United States Code, Section 1343 (wire fraud), in a criminal action entitled United States of America v. Feisal Sharif, Case No. 3:13-cr-00172-SRU.

3. In connection with his guilty plea, Sharif admitted, inter alia, that, between 2003 and September 2012, he solicited millions of dollars from investors through First Financial by representing to them that he would pool their funds in an investment account that he operated for the purpose of trading in commodity futures, and by providing them with investment contracts that falsely reflected the pool had generated returns in prior years. Sharif admitted that he deposited and traded only a small percentage of the funds he received from investors in commodity futures trading accounts. He also admitted to incurring trading losses in the commodity futures trading accounts, and using the balance of funds he received from investors to pay other investors fictitious returns and to pay his personal expenses. Sharif admitted that he created and distributed to investors periodic statements falsely reflecting that they were earning returns on their investments. Sharif further admitted that the scheme he operated resulted in more than \$3.6 million in losses to over 50 investors in Connecticut and other states.

IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions agreed to in Respondent Sharif's Offer.

Accordingly, it is hereby ORDERED pursuant to Section 15(b)(6) of the Exchange Act that Respondent Sharif be, and hereby is:

barred from association with any broker, dealer, investment adviser, municipal securities dealer, municipal advisor, transfer agent, or nationally recognized statistical rating organization; barred from participating in any offering of a penny stock, including: acting as a promoter, finder, consultant, agent or other person who engages in activities with a broker, dealer, or issuer for purposes of the issuance of trading in any penny stock, or inducing or attempting to induce the purchase or sale of any penny stock.

Any reapplication for association by Respondent will be subject to the applicable laws and regulations governing the reentry process, and reentry may be conditioned upon a number of factors, including, but not limited to, the satisfaction of any or all of the following: (a) any disgorgement ordered against the Respondent, whether or not the Commission has fully or partially waived payment of such disgorgement; (b) any arbitration award related to the conduct that served as the basis for the Commission order; (c) any self-regulatory organization arbitration

award to a customer, whether or not related to the conduct that served as the basis for the Commission order; and (d) any restitution order by a self-regulatory organization, whether or not related to the conduct that served as the basis for the Commission order.

By the Commission.

Jill M. Peterson
Assistant Secretary