

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

ADMINISTRATIVE PROCEEDINGS RULINGS
Release No. 4208/September 29, 2016

ADMINISTRATIVE PROCEEDING
File No. 3-17405

In the Matter of

BAY CITY TRANSFER AGENCY
AND REGISTRAR, INC. and
NITIN M. AMERSEY

ORDER FOLLOWING
PREHEARING CONFERENCE

On August 18, 2016, the Securities and Exchange Commission issued an order instituting proceedings (OIP) against Respondents Bay City Transfer Agency and Registrar, Inc., and Nitin M. Amersey pursuant to Sections 17A and 21C of the Securities Exchange Act of 1934. Amersey controls Bay City; Respondents were served with the OIP by September 7, 2016. *See Bay City Transfer Agency & Registrar, Inc.*, Admin. Proc. Rulings Release No. 4175, 2016 SEC LEXIS 3525 (ALJ Sept. 19, 2016).

At a prehearing conference on September 28, 2016, Amersey appeared *pro se* and stated that he does not contest the OIP's allegations.¹ The Division of Enforcement stated that it had sent Amersey a copy of the investigative file. The Division will seek revocation of Bay City's transfer registration, a bar for Amersey, a cease-and-desist order, and a civil money penalty. *See* 15 U.S.C. §§ 78q-1(c)(3), (4)(C), 78u-2, 78u-3. Amersey asserted that he has placed Bay City's five clients with other transfer agents, and that he is in severe financial difficulties, which caused the loss of his home and orders from banks and state taxing authorities. Amersey only takes issue with the Division's penalty recommendation, contending that Respondents are unable to pay a penalty.

I waived the requirement that Amersey file a written answer given his *pro se* status and his on-the-record statement that he does not contest the OIP's allegations. Without any objection from the parties, I ordered the Division to file a motion for summary disposition by October 31, 2016, for Respondents to file a brief in opposition by December 19, 2016, and for the Division to file its reply by January 13, 2017. *See* 17 C.F.R. §§ 201.154, .250. I mentioned that if Respondents intend to raise an inability-to-pay defense, they should submit a financial disclosure statement in accordance with Rule of Practice 630. *See* 17 C.F.R. § 201.630. Amersey stated

¹ I assume from Amersey's position that he waived his statutory right to a hearing within thirty to sixty days of service of the OIP. 15 U.S.C. § 78u-3(b).

that he had provided his financial documents to the Division; however, the Division stated that the materials were incomplete.

Hard copies of filings must be made with the Office of the Secretary. I would appreciate receiving electronic copies of any filings, emailed to alj@sec.gov, in PDF text-searchable format. Exhibits should be submitted as separate attachments, not as a combined PDF.

Brenda P. Murray
Chief Administrative Law Judge