

UNITED STATES OF AMERICA
before the
SECURITIES AND EXCHANGE COMMISSION
August 29, 2019

SECURITIES ACT OF 1933
Release No. 10678 / August 29, 2019

SECURITIES ACT OF 1934
Release No. 86818 / August 29, 2019

INVESTMENT COMPANY ACT OF 1940
Release No. 33612 / August 29, 2019

Admin. Proc. File No. 3-17260

In the Matter of
AMERICAN REGISTRAR & TRANSFER
COMPANY and
CHRISTOPHER DAY

ORDER DIRECTING THE FILING OF ADDITIONAL BRIEFS

Christopher M. Day, formerly a principal of American Registrar & Transfer Company, a Utah-based transfer agent, has filed a motion seeking modification of a May 25, 2016 settled order (the “Order”).¹ In the Order, the Commission found that Day willfully violated and willfully aided, abetted, and caused violations of Sections 5(a), 5(c), and 17(a) of the Securities Act of 1933 and Section 10(b) and Rule 10b-5 of the Securities Exchange Act of 1934.² In addition to a cease-and-desist order, disgorgement, prejudgment interest, and civil penalties, the Commission prohibited Day from acting as an officer or director of any public company for a period of three years.³ It also barred Day from association with any broker, dealer, investment adviser, municipal securities dealer, municipal adviser, transfer agent, or nationally recognized statistical rating organization; prohibited him from serving or acting as an employee, officer, director, member of an advisory board, investment adviser or depositor of, or principal underwriter for, a registered investment company or affiliated person of such investment adviser, depositor, or principal underwriter; and barred him from participating in any offering of a penny stock.⁴ The Order provided Day with the right to apply for reentry after three years.⁵

¹ *Am. Registrar & Transfer Co.*, Exchange Act Release No. 77922, 2016 WL 2997934 (May 25, 2016).

² *Id.* at *8.

³ *Id.* at *11.

⁴ *Id.*

⁵ *Id.*

In his motion, Day argues that the three-year period has expired and that there is “no public or other need” for the bars and prohibitions to remain in effect since he has “fully complied” with the Order.⁶ Day also argues that he has suffered “grief and personal hardship, much of which was never anticipated” when the Order was entered. Day cites “his inability to open and maintain certain bank and brokerage accounts” and his fear of violating the penny stock bar if he sells a penny stock that he owns and that has appreciated in value.⁷ According to Day, “[t]hese are ordinary activities people should be permitted to do as law-abiding citizens and should not be subject of any bar, let alone one beyond that which by its own terms only lasts 3 years.” Day argues further that as a matter of fairness he should be released from the constraints of the bars and prohibitions because he is “merely seek[ing] to support himself and his family and is not re-applying to be involved [in] the securities industry in any way.”

We direct the Division of Enforcement to file a response to Day’s motion. Day may file a reply brief in support of his motion after receiving the Division’s response.

Accordingly, IT IS ORDERED that the Division of Enforcement file a brief in response to Day’s motion not to exceed 7,000 words by September 12, 2019, and that Day may file a reply brief not to exceed 7,000 words by September 26, 2019.⁸

For the Commission, by the Office of the General Counsel, pursuant to delegated authority.

Vanessa A. Countryman
Secretary

⁶ Day also states that when his counsel “negotiated those sections with the Commission over 3 years ago, the parties agreed to the specific time limits because the Commission represented that they could be removed after those periods had expired.”

⁷ Day states that the penny stock bar is thus operating as a “restraint on alienation.”

⁸ We direct the parties’ attention to the form and service requirements in the Rules of Practice, 17C.F.R. §§ 201.150-154. Requests for extensions of time to file briefs are disfavored.