

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES AND EXCHANGE ACT OF 1934
Release No. 72409 / June 17, 2014

ADMINISTRATIVE PROCEEDING
File No. 3-13533

In the Matter of	:	ORDER UNDER RULE 102(e)(5)(ii) OF THE
	:	COMMISSION'S RULES OF PRACTICE
	:	PERMITTING ATTORNEY TO
	:	RESUME APPEARING AND PRACTICING
Robert D. Graham, Esq.	:	BEFORE THE COMMISSION

I.

On July 1, 2009, the Commission entered an Order of Forthwith Suspension Pursuant to Rule 102(e)(2)¹ of the Commission's Rules of Practice ("Order") that suspended Robert D. Graham from appearing or practicing before the Commission as an attorney. *In the Matter of Robert D. Graham, Esq.*, Exchange Act Rel. No. 34-60219 (July 1, 2009). The Commission's Order was based on Graham's criminal conviction on sixteen felony counts, including securities fraud and making false statements to the Commission. *U.S. v. Graham*, Case No. 3:06-cr-137 (D. Conn.).

On August 1, 2011, the U.S. Court of Appeals for the Second Circuit vacated Graham's conviction and remanded the case for a new trial. *U.S. v. Graham*, 653 F.3d 61 (2nd Cir. 2011). Graham was not retried. Instead, on June 22, 2012, Graham entered into a Deferred Prosecution Agreement ("DPA") with the Department of Justice. On June 25, 2012, the district court accepted the DPA and entered an order deferring the matter for one year. On June 27, 2013, pursuant to the terms of the DPA and DPA Order, the Department of Justice filed a motion to dismiss the superseding indictment against Graham. On July 1, 2013, the district court issued an order granting the motion to dismiss the superseding indictment, and it was dismissed the same day.

¹ Rule 102(e)(2) provides in pertinent part: "Any... person who has been convicted of a felony or a misdemeanor involving moral turpitude shall be forthwith suspended from appearing or practicing before the Commission."

II.

After the criminal action was dismissed, Graham filed an application for reinstatement of the privilege of appearing and practicing before the Commission pursuant to Commission Rule of Practice 102(e)(5)(ii).² As part of the reinstatement process, Graham has provided evidence that he has complied with the Commission's Order; that he is no longer subject to any suspension or disbarment as an attorney by a court of the United States or of any state, territory, district, commonwealth, or possession; and that all the grounds for application of Rule 102(e)(2) have been removed by the reversal of his criminal conviction. No other information has come to the attention of the Commission relating to Graham's character, integrity, professional conduct, or qualifications to practice before the Commission that would be a basis for denying his application, or that would be a basis for an action against him pursuant to Rule 102(e) of the Commission's Rules of Practice.

III.

Based on the foregoing, the Commission has determined that it is appropriate to reinstate Graham, pursuant to Rule 102(e)(5)(ii), the privilege of appearing and practicing before the Commission.

Accordingly, it is HEREBY ORDERED that Robert D. Graham is reinstated to appear and practice as an attorney before the Commission.

By the Commission.

Jill M. Peterson
Assistant Secretary

² That provision states, in relevant part: "Any person suspended under paragraph (e)(2) of this rule shall be reinstated by the Commission, upon appropriate application, if all the grounds for application of the provisions of that paragraph are subsequently removed by a reversal of the conviction or termination of the suspension, disbarment, or revocation."