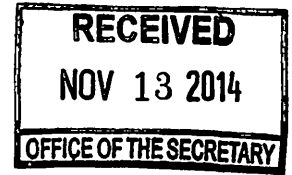


UNITED STATES OF AMERICA
Before The
SECURITIES AND EXCHANGE COMMISSION



ADMINISTRATIVE PROCEEDING
File No. 3-16184

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In the Matter of :
:
: **ANSWER** :
:
JORDAN PEIXOTO :
:
:
Respondent. :
:
----- X

RESPONDENT JORDAN PEIXOTO'S ANSWER

Respondent Jordan Peixoto ("Respondent"), by his counsel, answers the U.S. Securities and Exchange Commission's ("SEC") Order Instituting Administrative and Cease and Desist Proceedings, dated September 30, 2014 and served upon Respondent on October 3, 2014 (the "OIP"). To the extent that any specific allegation contained in the OIP is not addressed, that allegation is denied.

To the extent various paragraphs of the OIP state legal conclusions and/or summarize the Division of Enforcement's ("Division") general theory of its case, no responsive pleading is required, and the Respondent denies the same. Specifically, Respondent denies that he engaged in insider trading in connection with the securities of Herbalife Ltd. ("Herbalife"). Nevertheless:

1. Respondent denies the allegations contained in paragraph 1 of the OIP.
2. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in the first sentence of paragraph 2 of the OIP, except admits, upon information and belief, that in 2012 Filip Szymik ("Szymik") had a roommate who was

employed by Pershing Square Management, L.P. (“Pershing”). Respondent admits, upon information and belief, the allegations contained in the second sentence of paragraph 2 of the OIP. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in the third and fourth sentences of paragraph 2 of the OIP.

3. Respondent denies the allegations contained in the first sentence of paragraph 3 of the OIP, except admits, upon information and belief, that Pershing made a public presentation regarding Herbalife on December 20, 2014. Respondent denies the allegations contained in the second sentence of paragraph 3 of the OIP insofar as they pertain to Respondent; Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in the second sentence of paragraph 3 of the OIP insofar as they pertain to Szymik.

4. Respondent admits the allegations contained in the first sentence of paragraph 4 of the OIP. Respondent admits, upon information and belief, the allegations contained in the second and third sentences of paragraph 4 of the OIP. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in the fourth sentence of paragraph 4 of the OIP, except admits that as of the market close on Friday December 21, 2012, the market value of Respondent’s Herbalife put options had increased in value and that Respondent’s broker exercised certain Herbalife put options, despite Respondent’s express instructions not to do so, which resulted in a profit of approximately \$47,100.

5. Respondent denies the allegations contained in paragraph 5 of the OIP.

6. Respondent admits the allegations contained in paragraph 6 of the OIP.

7. Respondent admits, upon information and belief, the allegations contained in the first sentence of paragraph 7 of the OIP. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in the second sentence of

paragraph 7 of the OIP, except admits, upon information and belief, that Szymik has worked as a consultant at a consulting firm. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in the third sentence of paragraph 7 of the OIP.

8. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in paragraph 8 of the OIP, except admits that during 2012, Szymik shared an apartment as roommates with another individual who, upon information and belief, was employed by Pershing.

9. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in the first sentence of paragraph 9 of the OIP, except admits, upon information and belief, that Pershing is a hedge fund managed by William Ackman. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in the second and third sentences of paragraph 9 of the OIP.

10. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in the first sentence of paragraph 10 of the OIP. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in the second and third sentences of paragraph 10 of the OIP, except admits, upon information and belief, that the common stock of Herbalife trades on various exchanges, including the New York Stock Exchange.

11. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in paragraph 11 of the OIP.

12. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in paragraph 12 of the OIP.

13. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in paragraph 13 of the OIP.

14. Respondent denies the allegations contained in the first sentence of paragraph 14 of the OIP. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in the second sentence of paragraph 14 of the OIP.

15. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in paragraph 15 of the OIP, except admits that during 2012, Szymik shared an apartment as roommates with another individual who, upon information and belief, was employed by Pershing.

16. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in paragraph 16 of the OIP.

17. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in paragraph 17 of the OIP.

18. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in paragraph 18 of the OIP.

19. Respondent denies the allegations contained in paragraph 19 of the OIP, except admits that, in December of 2012, Respondent and Szymik were recent friends who lived in close geographic proximity.

20. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in paragraph 20 of the OIP, except admits that during 2012, Szymik shared an apartment as roommates with another individual who, upon information and belief, was employed by Pershing.

21. Respondent denies the allegations contained in the first sentence of paragraph 21 of the OIP. Respondent denies the allegations contained in the second sentence of paragraph 21 of the OIP insofar as they pertain to Respondent; Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in the second sentence of paragraph 21 of the OIP insofar as they pertain to Szymik.

22. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in paragraph 22 of the OIP.

23. Respondent denies the allegations contained in paragraph 23 of the OIP.

24. Respondent denies the allegations contained in the first and second sentences of paragraph 24 of the OIP, except admits that he purchased out-of-the-money Herbalife put options on December 19, 2012 prior to 1:58 p.m. Respondent admits the allegations contained in the third sentence of paragraph 24 of the OIP. Respondent does not have, and is unable to obtain, sufficient information to admit or deny the allegations contained in the fourth sentence of paragraph 24 of the OIP.

25. Respondent admits, upon information and belief, the allegations contained in paragraph 25 of the OIP.

26. Respondent admits, upon information and belief, the allegations contained in paragraph 26 of the OIP.

27. Respondent admits, upon information and belief, the allegations contained in paragraph 27 of the OIP.

28. Respondent admits, upon information and belief, the allegations contained in paragraph 28 of the OIP.

29. Respondent denies the allegations contained in the first sentence of paragraph 29 of the OIP, except admits that as of the market's close on Friday December 21, 2012, the market value of Respondent's Herbalife put options had increased in value, and that Respondent's broker exercised certain Herbalife put options, despite Respondent's express instructions not to do so, which resulted in a profit of approximately \$47,100. Respondent denies the allegations contained in the second sentence of paragraph 29 of the OIP, except admits that he directed his brokerage firms not to exercise his Herbalife put options. Respondent denies the allegations contained in the third sentence of paragraph 29 of the OIP, except admits that Respondent's broker exercised certain Herbalife put options, despite Respondent's express instructions not to do so, which resulted in a profit of approximately \$47,100.

30. Respondent denies the allegations contained in paragraph 30 of the OIP.

To the extent the unremunerated paragraphs of the OIP after paragraph 30 state legal conclusions and/or summarize the Division's general theory of its case, no responsive pleading is required, and the Respondent denies the same.

Affirmative Defenses

Respondent asserts the following defenses without assuming the burden of proof or any other burden if such burdens would otherwise be on the Division.

1. The proceeding violates the Respondent's constitutional rights including, but not limited to, Respondent's right to due process and equal protection of the law.
2. The proceeding violates Article II of the U.S. Constitution.
3. The purported claims against Respondent and the allegations upon which they are based are improperly vague, ambiguous, and confusing.

4. The claims set forth in the OIP are barred, in whole or in part, because this proceeding violates Respondent's rights to a jury trial in a case seeking penalties.

Additional Defenses

Respondent hereby reserves the right to amend his answer prior to the hearing of this matter and to file additional defenses.

Dated: November 12, 2014
New York, N.Y.

Respectfully submitted,

GOTTLIEB & GORDON LLP

By: 

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Mendy M. Piekarski

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Attorneys for Respondent

Jordan Peixoto

CERTIFICATE OF SERVICE

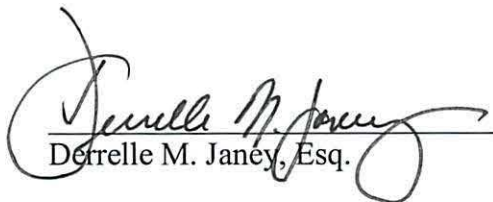
I, Derrelle M. Janey, certify that on the 12th day of November, 2014, I caused true and correct copies of the enclosed Respondent Jordan Peixoto's Answer to be served by hand delivery and electronic mail on:

Jack Kaufman, Esq.
Senior Trial Counsel
U.S. Securities and Exchange Commission
3 World Financial Center
New York, N.Y. 10281-1022
KaufmanJa@SEC.GOV

Sheldon Mui, Esq.
Senior Counsel
U.S. Securities and Exchange Commission
3 World Financial Center
New York, N.Y. 10281-1022
MuiS@SEC.GOV

I also caused a true and correct copy of the enclosed Respondent Jordan Peixoto's Answer to be served by electronic mail on:

The Honorable Cameron Elliot
Office of Administrative Law Judges
U.S. Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549
ALJ@SEC.GOV


Derrelle M. Janey, Esq.

 ORIGINAL



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Robert C. Gottlieb, Partner
Celia A. Gordon, Partner

Justin F. Heinrich, Counsel
Derrelle M. Janey, Counsel
Mendy M. Piekarski, Associate
Ravi Kantha, Associate

November 12, 2014



VIA FACSIMILE AND OVERNIGHT DELIVERY

Brent J. Fields, Secretary
Office of the Secretary
U.S. Securities and Exchange Commission
100 F Street, N.E.
Mail Stop 1090
Washington, D.C. 20549


RE: **In the Matter of Jordan Peixoto, AP File No. 3-16184**

Dear Mr. Fields:

Please find enclosed an original and three copies of Respondent Jordan Peixoto's Answer and Certificate of Service in the above-referenced administrative proceeding.

Respectfully submitted,

GOTTLIEB & GORDON LLP


By: Mendy Piekarski, Esq.