

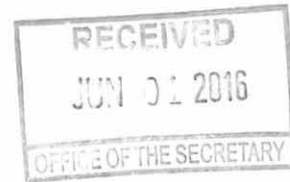
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3-16913



May 26, 2016

Office of The Secretary  
Securities and Exchange Commission  
100 F Street, NE  
Washington, DC 20549-1090



**Re: Appeal to the SEC  
AutoChina International Limited (AUTCF)  
FINRA Case Numbers: CAS-36222-K0N5Z8 and CAS-33803-N1G7K3**

On September 29, 2015, Fincera Inc. fka AutoChina International Limited (the "Company") received a letter from FINRA stating that the FINRA Uniform Practice Code Committee (the "UPCC") had affirmed FINRA's denial of the Company's request to process documentation relating to the Company's name change and 10-1 forward stock split requests. The Company filed an appeal with the Securities and Exchange Commission ("Commission") on October 15, 2015. During this process, the Company withdrew its 10-1 forward stock split request as part of its reply brief addressed to the Commission dated February 1, 2016, because the Company felt that the name change was of paramount importance and did not want the stock split request to detract from it. The Commission found that certain grounds for FINRA's denial do not exist in fact and issued a decision on April 1, 2016, which remanded the case to the UPCC Subcommittee. On May 6, 2016, after the Company had responded to an inquiry from FINRA, the Company received a letter from FINRA stating that the UPCC had once again denied the Company's name change request. The Company hereby appeals this decision to the SEC.

The UPCC Subcommittee emphasized in its original decision dated September 29, 2015 that the Company's failure to address the alleged continued employment or affiliation of the AutoChina Defendants "weighed heavily" in its determination to deny the request for the name change (and stock split). In fact, the Subcommittee was under the mistaken belief that the AutoChina Defendants were still employed by or affiliated with AutoChina. The Commission's review decision dated April 1, 2016 correctly concluded that there was no evidence to support this finding and therefore ordered the UPCC Subcommittee to reexamine the facts pertaining to the defendants. The UPCC Subcommittee sent the Company a letter dated April 5, 2016 containing questions regarding the relationships between the defendants and the Company.

The Company responded to the UPCC Subcommittee in a letter dated April 21, 2016 with answers that established that none of the nine individual AutoChina Defendants are currently employed by or affiliated with AutoChina, and that only one of the two corporate AutoChina Defendants, Rainbow Yield Limited, has a current affiliation with AutoChina<sup>1</sup>, which was established after the SEC action and settlement. Therefore, it has now been shown that certain original grounds for the Subcommittee's denial, which they originally stated "weighed heavily" in its denial determination, do not exist in fact.

In its most recent May 6, 2016 decision, the UPCC Subcommittee did acknowledge its mistake regarding the relationships between the Company and the defendants. However, the Subcommittee seems to gloss over these facts in its new public interest analysis. In fact, the Company believes that the UPCC Subcommittee's public interest analysis is flawed and shows bias not only for the lack of consideration given the corrected information about the defendants, but also due to numerous other incorrect assertions it has made over time. For example, in its original

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<sup>1</sup> Rainbow Yield Limited's affiliation with AutoChina is through Li, AutoChina's Chairman and CEO. Li controls an entity named Honest Best, which acquired Rainbow Yield Limited in December 2014.

denial dated September 29, 2015, FINRA found that “the Commission’s investigation, which led to the filing of the federal civil action, initially focused on the conduct of Li and AutoChina’s current Chief Financial Officer”, whose continued involvement with the Company raised significant concerns with FINRA. However, the Commission’s decision dated April 1, 2016 correctly pointed out that the Commission had not located any record evidence in support of this finding, nor had FINRA cited any record evidence. On the other hand, the Company continues to believe there are several consistent reasons why it would be in the public’s best interests to allow the name change.

The Company argues that not processing the name change is detrimental to the protection of investors, the public interest and to maintain fair and orderly markets, that the Company believes that it is necessary to undergo the two corporate actions for legitimate business reasons due to its new business model, and that the denial of the name change has already created an untenable situation that prevents trading, hinders market transparency and only confuses investors. For example, FINRA’s denial of the Company’s Name Change Request puts the Company and both existing and potential shareholders in an unworkable position. Because the Company’s name and CUSIP number do not match, trades in the Company’s securities cannot settle with certain brokers. This is detrimental to the maintenance of fair and orderly markets, which is a separate and independent ground for the Commission to reverse the UPCC Subcommittee’s decision.

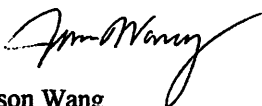
The Company also believes that the UPCC has demonstrated significant bias against the Company, which brings the continued denials by the UPCC into question. The Company believes that the biases of the UPCC are evident in the inaccurate assertions that the UPCC’s has cited over time. For example, the UPCC has stated that the final judgment determined that the Company engaged in fraudulent and manipulative conduct and violated federal securities laws. This is incorrect, since the judgment makes no such statements and instead clearly states that the Company consented to the final judgment without admitting or denying the allegations of the complaint.

The Company also disputes the relevance to the name change request of the settlement it entered into in June 2014. There are a multitude of reasons why the Company chose to enter into the settlement and final judgment. The Company would like to emphasize that the final judgment was entered into by the Company without admitting or denying the allegations of the complaint, that the Company paid the penalty in its entirety and has continued to meet its reporting obligations. Furthermore, the Company has taken steps to attempt to ensure that it would not be the subject of such an SEC action again in the future. For example, the Company has provided mandatory training for management regarding important topics such as insider trading and required directors and officers to complete an annual certification regarding insider trading.

The Company also believes that there are more effective and efficient ways to remind the public of its former name. For example, the Company proposes to include the text “fka AutoChina International Ltd.” (and in fact has already been doing so) in its literature and publicly available materials (including but not limited to its website, press releases, presentations and investor materials) when referring to itself to alleviate FINRA’s concern that the new name imposes an obstacle in connecting the newly named company with AutoChina’s final judgment and the Commission’s complaint in the federal civil action. The Company proposes to do so indefinitely as it is proud of its history and the operating results achieved with its old business models. Notwithstanding this, the Company does believe that the Subcommittee’s concern here is overblown since public filings, financial statements, and even simple web searches easily link the Company’s names with each other and to the SEC action.

The above points touch on some of the Company’s key arguments, however the Company would welcome the opportunity to provide the Commission with a more detailed argument (but has not done so here because it spans more than the two page maximum for this application). The Company can be reached at its San Diego address and phone number found at the bottom of the first page of this letter. Thank you for your consideration.

Sincerely,



Jason Wang  
Chief Financial Officer  
Fincera Inc.

Cc: Jante C. Turner, FINRA – Office of General Counsel

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Via Priority Mail

May 26, 2016

Office of The Secretary  
Securities and Exchange Commission  
100 F Street, NE  
Washington, DC 20549-1090  
Mail Stop 1090  
Attn: Brent J. Fields, Secretary of the Commission  
Fax: 202-772-9324



Re: **Appeal to the SEC**  
**AutoChina International Limited (AUTCF)**  
**FINRA Case Numbers: CAS-36222-K0N5Z8 and CAS-33803-N1G7K3**

Mr. Fields:

Enclosed please find an application for review of action taken by FINRA.

One copy of the application has also been sent to FINRA, Office of General Counsel, via facsimile and priority mail.

Sincerely,

A handwritten signature in cursive script, appearing to read 'Jason Wang'.

Jason Wang

Enclosures

Cc: Jante C. Turner  
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