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August 11, 2017

via hand delivery

Brent J. Fields, Esq.
Secretary
United States Securities and
Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549

Re: In the Matter of 6D Global Technologies, Inc.
Administrative Proceeding File No. 3-17908

Dear Mr. Fields:

Our firm represents 6D Global Technologies, Inc. ("6D"). I am writing to inform the Securities and Exchange Commission (the "Commission") of the most recent critical action that undermines completely the position of the Nasdaq Stock Market, LLC ("Nasdaq") in this matter.[1] The criminal charges against Benjamin Wey have now been dismissed. Those charges were the central focus of NASDAQ's decision to delist 6D. The wisdom of the legal prohibition against relying on mere allegations in a case such as this has now been graphically and profoundly proven correct. The only remedy sufficient to undo the significant and crippling harm which has been done to 6D is to reverse the decision to delist.

On August 8, 2017, the Government filed a nolle prosequi in the criminal action against Wey, which "dismiss[ed] the charges pending against Wey" and "dispose[d] of th[e] case" against Wey. See U.S. v. Wey, No. 15-cr-00611, Nolle Prosequi (SDNY August 8, 2017),

[1] This authority constitutes additional material which further supports 6D's Opposition Brief to the Motion to Dismiss the Application for Review of, as well as the issues identified in its Application for Review, and which the Commission should consider pursuant to 17 C.F.R. § 201.421(b). The relevant factual background and procedural history is set forth in my letter to the Commission dated June 21, 2017, which is incorporated herein by reference.

attached hereto as Exhibit 1.[2] The dismissal of all of the criminal charges against Wey – which were the impetus for Nasdaq's delisting process and which poisoned the entire process for 6D – demonstrates the precise reason why Nasdaq should never have used unproven allegations in halting 6D's trading and in its delisting determination. The Commission's own precedent does not permit facts to be adjudicated on the basis of mere allegations.[3] By using the unproven allegations against Wey and insinuating guilt by association, Nasdaq put into motion a series of events that led to devastating consequences for 6D, which trampled on 6D's rights without care and without a careful consideration of the posture of the charges and claims at issue that are now known to have a complete lack of foundation.

Nasdaq's entire reason for the delisting determination stemmed from Wey and the charges against him. In fact, during Nasdaq's brief presentation before the Nasdaq Listing Qualifications Hearing Panel (the "Hearing Panel"), Nasdaq referenced Wey by name no less than **40 times**, devoting nearly its entire presentation to Wey, the charges against him, and his relationship with 6D. (See Transcript of the Nasdaq Listing Qualifications Hearing Panel for 6D Global Technologies, Inc., at pp. 79-94 (Jan. 21, 2016) ("Hearing Transcript"), attached hereto as Exhibit 4). Nasdaq's hostility with respect to Wey is obvious and palpable throughout this transcript and otherwise. Rather than allowing 6D to be judged on its own merit as the independent business that it is, Nasdaq attempted to try to tar 6D with the same brush, even going so far as to claim that "Ben Wey is part of the DNA of this company." (Id. at 83:11-12).

Furthermore, Nasdaq's sole focus on Wey and the charges against him in seeking 6D's delisting was crystal clear from the beginning of its argument where Nasdaq stated:

> Now, if you try to focus on all of these factors you're going to get lost in all the minutia, so you're going to lose sight of what really is at the heart of this matter. When making a determination in this

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[2] The civil claims against Wey may be dismissed as well. In the Commission's action against Wey, the Commission filed a letter with the Court in June 2017, identifying the suppression order and stating that the Commission was "evaluating how the order in the criminal case may impact this action," particularly in light of whether the Government planned to appeal the suppression order. See SEC v. Wey et al., No. 15-cv-7116, Letter of Derek Bentsen, Assistant Chief Litigation Counsel of the Commission (S.D.N.Y. June 21, 2017), attached hereto as Exhibit 2. Since the dismissal of the charges, the Commission has filed a letter with the Court, stating that the Commission is evaluating the suppression order and the Government's decision not to appeal the order and "request[ing] additional time, until September 8, 2017, to advise the Court whether the SEC will seek leave to file any motions as a result of the suppression order in the criminal case." See SEC v. Wey et al., No. 15-cv-7116, Letter of Derek Bentsen, Assistant Chief Litigation Counsel of the Commission (S.D.N.Y. August 10, 2017), attached hereto as Exhibit 3. It is entirely possible that the SEC may dismiss its claims against Wey as well.

[3] See, e.g., In re Weeks, Release No. 199 (S.E.C. Feb. 4, 2002) ("It is inappropriate for the Division to assert, as if it were an adjudicated fact, that Hesterman and Kenneth Weeks controlled Pan World at the time that the company was selling unregistered securities."); In re H.J. Meyers & Co., Release No. 211 (S.E.C. Aug. 9, 2002) ("The Division has repeatedly cited from the Florida complaint, as if that document contained adjudicated facts . . . In reality, the Florida complaint was simply a collection of allegations that were never proven."); id. ("Like the 1990 Florida complaint, the 1994 NASD complaint is not entitled to any weight here.").

> case you should look at the bigger picture and focus on the primary, over-arching issue. ***That issue is whether or not it is appropriate to delist the company based on the criminal and civil charges against Ben Wey and his affiliates given their extensive relationship with the company.***

(Hearing Transcript, at 79:12-22 (emphasis added)). It was also clear from the conclusion of Nasdaq's presentation before the Hearing Panel that the entire basis for the proceeding was due to the charges against Wey in which Nasdaq stated:

> So getting back to what our initial question was, ***is it appropriate to delist the company based on the criminal and civil charges against Ben Wey and his affiliates given their extensive relationship with the company?*** As we have demonstrated here today, as well as in our written submissions, the answer to that question is ***yes. As such, we believe the appropriate determination is to delist the company's securities from NASDAQ.***

(Id. at 94:11-20 (emphasis added)). While Nasdaq more recently seeks to claim that the delisting proceedings were not about Wey and the charges against, that position is absurd. The Government's decision to dispose of its charges against Wey completely are yet further extraordinary circumstances permitting the Commission to review the Application for Review of 6D under 17 C.F.R. § 201.420(b).

As a result, we respectfully request that the Commission consider the dismissal of the criminal charges against Wey pursuant to 17 C.F.R. § 201.421(b) in reaching a conclusion as to Nasdaq's Motion to Dismiss because these decisions are further extraordinary circumstances warranting the review of 6D's Application for Review under 17 C.F.R. § 201.420(b). The catastrophic series of events precipitated by Nasdaq's delisting were wholly unnecessary and cannot be permitted to stand.

Furthermore, in light of this new evidence, we further request that Nasdaq list 6D immediately, and should Nasdaq agree to list 6D immediately, 6D will agree to withdraw its appeal before the Commission.

I appreciate your prompt attention to this matter.

Respectfully,

Paula D. Shaffner

Paula D. Shaffner

cc: Edward S. Knight, Esq. (via hand delivery)
John M. Yetter, Esq. (via hand delivery)
Arnold Golub, Esq. (via hand delivery)