

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**  
**December 21, 2007**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-12910**

**In the Matter of**

**GEORGE J. SANDHU,**

**Respondent.**

**ORDER INSTITUTING ADMINISTRATIVE  
PROCEEDINGS PURSUANT TO SECTION  
203(f) OF THE INVESTMENT ADVISERS  
ACT OF 1940 AND NOTICE OF HEARING**

**I.**

The Securities and Exchange Commission (“Commission”) deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted pursuant to Section 203(f) of the Investment Advisers Act of 1940 (“Advisers Act”) against George J. Sandhu (“Respondent” or “Sandhu”).

**II.**

After an investigation, the Division of Enforcement alleges that:

**A. RESPONDENT**

1. Sandhu, age 42, resides in New York, New York. Between at least September 1998 and November 2001, and again from January 2003 through at least August 2003, Sandhu was associated with an investment adviser, International Investment Group, LLC, which is registered with the Commission.

**B. ENTRY OF THE INJUNCTION**

2. On November 26, 2007, a permanent injunction was entered by consent against Sandhu, enjoining him from future violations of Sections 5(a), 5(c), and 17(a) of the Securities Act of 1933 (“Securities Act”) and Section 10(b) of the Securities Exchange Act of 1934 (“Exchange Act”) and Rule 10b-5 thereunder, in the civil action entitled Securities and Exchange Commission v. Universal Express, Inc., et al., Civil Action Number 1:04-CV-2322 (GEL), in the United States District Court for the Southern District of New York.

3. According to the Commission's Complaint, Sandhu participated in a scheme to defraud investors by writing two letters to Universal Express, Inc. that falsely represented financial commitments to the company. The company, in turn, used the false letters as a basis to issue materially false or misleading press releases which resulted in increases in Universal Express' share price and trading volume. First, the Commission alleged that in March 2002, Sandhu wrote and signed a letter addressed to Universal Express, in which Sandhu represented that as an investment adviser to a fund, the fund had "authorized up to \$7,500,000 in additional capital from the Fund for future approved [Universal Express] acquisitions," and that he was "also prepared based upon due diligence and proper collateral to arrange an additional \$50,000,000 in long term financing. . . ." In fact, the value of the Fund's total assets was only \$4 or \$5 million. Second, the Commission alleged that Sandhu wrote and signed a second letter to Universal Express in May 2002 in which he stated that the fund "would be committed to the funding of the combined company." In addition, the Commission alleged that between August 2001 and December 2003, Sandhu was a necessary participant in the offer and sale of shares of Universal Express common stock through brokerage accounts of third parties when no registration statement was in effect and no exemption from registration applied.

### III.

In view of the allegations made by the Division of Enforcement, the Commission deems it necessary and appropriate in the public interest that public administrative proceedings be instituted to determine:

- A. Whether the allegations set forth in Section II are true and, in connection therewith, to afford Respondent an opportunity to establish any defenses to such allegations; and
- B. What, if any, remedial action is appropriate in the public interest against Respondent pursuant to Section 203(f) of the Advisers Act.

### IV.

IT IS ORDERED that a public hearing for the purpose of taking evidence on the questions set forth in Section III hereof shall be convened at a time and place to be fixed, and before an Administrative Law Judge to be designated by further order as provided by Rule 110 of the Commission's Rules of Practice, 17 C.F.R. § 201.110.

IT IS FURTHER ORDERED that Respondent shall file an Answer to the allegations contained in this Order within twenty (20) days after service of this Order, as provided by Rule 220 of the Commission's Rules of Practice, 17 C.F.R. § 201.220.

If Respondent fails to file the directed answer, or fails to appear at a hearing after being duly notified, the Respondent may be deemed in default and the proceedings may be determined against him upon consideration of this Order, the allegations of which may be deemed to be true as provided by Rules 155(a), 220(f), 221(f) and 310 of the Commission's Rules of Practice, 17 C.F.R. §§ 201.155(a), 201.220(f), 201.221(f) and 201.310.

This Order shall be served forthwith upon Respondent personally or by certified mail.

IT IS FURTHER ORDERED that the Administrative Law Judge shall issue an initial decision no later than 210 days from the date of service of this Order, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice.

In the absence of an appropriate waiver, no officer or employee of the Commission engaged in the performance of investigative or prosecuting functions in this or any factually related proceeding will be permitted to participate or advise in the decision of this matter, except as witness or counsel in proceedings held pursuant to notice. Since this proceeding is not "rule making" within the meaning of Section 551 of the Administrative Procedure Act, it is not deemed subject to the provisions of Section 553 delaying the effective date of any final Commission action.

For the Commission, by its Secretary, pursuant to delegated authority.

Nancy M. Morris  
Secretary