

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 57985 / June 18, 2008

ADMINISTRATIVE PROCEEDING
File No. 3-13074

In the Matter of

STANISLAV SHPIGELMAN,

Respondent.

ORDER INSTITUTING
ADMINISTRATIVE PROCEEDINGS
PURSUANT TO SECTION 15(b) OF THE
SECURITIES EXCHANGE ACT OF 1934,
MAKING FINDINGS, AND IMPOSING
REMEDIAL SANCTIONS

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 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) against Stanislav Shpigelman (“Shpigelman”).

II.

In anticipation of the institution of these proceedings, Shpigelman has submitted an Offer of Settlement (the “Offer”) which the Commission has determined to accept. Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or to which the Commission is a party, and without admitting or denying the findings herein, except as to the Commission’s jurisdiction over him, the subject matter of these proceedings, and the findings contained in Section III.2. and III.4. below, which are admitted, Shpigelman consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Section 15(b) of the Securities Exchange Act of 1934, Making Findings, and Imposing Remedial Sanctions (“Order”), as set forth below.

III.

On the basis of this Order and Shpigelman's Offer, the Commission finds that:

1. From late 2004 to the summer of 2005, Shpigelman was employed as a Mergers and Acquisitions Analyst at Merrill Lynch & Co., Inc. ("Merrill Lynch"), a broker-dealer registered with the Commission.

2. On May 29, 2008, a final judgment was entered by consent against Shpigelman, permanently enjoining him from future violations of Sections 10(b) and 14(e) of the Securities Exchange Act of 1934 (the "Exchange Act") [15 U.S.C. §§ 78j(b), 78n(e)] and Rules 10b-5 and 14e-3 promulgated thereunder [17 C.F.R. §§ 240.10b-5, 240.14e-3], in the civil action entitled Securities and Exchange Commission v. Sonja Anticevic, et al., 05 Civ. 6991 (KMW), in the United States District Court for the Southern District of New York.

3. The Commission's complaint alleged that, in connection with the purchase or sale of securities and in connection with any tender offer or request or invitation for tenders, Shpigelman provided two co-defendants, Eugene Plotkin ("Plotkin") and David Pajcin ("Pajcin"), with material information about pending mergers and acquisitions deals on which Merrill Lynch was working, prior to the time such information became public, in exchange for Plotkin and Pajcin promising to compensate Shpigelman with a percentage of the profits they made from trades entered into on the basis of the insider information Shpigelman provided.

4. On July 14, 2006, Shpigelman pled guilty to one count of securities fraud in violation of Title 15, United States Code, Sections 78j(b) & 78ff; Title 18, United States Code, Section 2; and Title 17, Code of Federal Regulations, Section 240.10b-5. United States v. Shpigelman, 06 Cr. 00584-KMK (S.D.N.Y.) On January 5, 2007, Shpigelman was sentenced to 37 months' imprisonment and 2 years' supervised release.

5. The count of the criminal information to which Shpigelman pled guilty alleged, inter alia, that Shpigelman, by use of the means and instrumentalities of interstate commerce, the mails and the facilities of national securities exchanges, in connection with the purchase and sale of securities, did use and employ manipulative and deceptive devices and contrivances by: (a) employing devices, schemes and artifices to defraud; (b) making untrue statements of material facts and omitting to state material facts necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading; and (c) engaging in acts, practices and courses of business which operated and would operate as a fraud and deceit upon members of the investing public and others, in connection with the purchase of approximately 150 shares of Reebok International, Ltd. stock by Pajcin.

IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions agreed to in Shpigelman's Offer.

Accordingly, it is hereby ORDERED:

Pursuant to Section 15(b)(6) of the Exchange Act, that Shpigelman be, and hereby is barred from association with any broker or dealer.

Any reapplication for association by Shpigelman will be subject to the applicable laws and regulations governing the reentry process, and reentry may be conditioned upon a number of factors, including, but not limited to, the satisfaction of any or all of the following: (a) any disgorgement ordered against Shpigelman, whether or not the Commission has fully or partially waived payment of such disgorgement; (b) any arbitration award related to the conduct that served as the basis for the Commission order; (c) any self-regulatory organization arbitration award to a customer, whether or not related to the conduct that served as the basis for the Commission order; and (d) any restitution order by a self-regulatory organization, whether or not related to the conduct that served as the basis for the Commission order.

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

Florence E. Harmon
Acting Secretary