

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934

Release No. 75264 / June 23, 2015

ADMINISTRATIVE PROCEEDING

File No. 3-15393

In the Matter of

COMPREHENSIVE CAPITAL
MANAGEMENT, INC.,

Respondent.

ORDER APPROVING PLAN OF
DISTRIBUTION

On July 29, 2013, the Securities and Exchange Commission (“Commission”) issued an Order Instituting Administrative and Cease-and-Desist Proceedings, Pursuant to Sections 203(e) and 203(k) of the Investment Advisers Act of 1940, Making Findings, and Imposing Remedial Sanctions and a Cease-and-Desist Order (“Order”) against Comprehensive Capital Management, Inc. (hereafter, “CCM” or “Respondent”).¹ The Order found, among other things, that from June 2003 through February 2011, the Respondent failed reasonably to supervise Timothy J. Roth, an associated person of CCM who misappropriated over \$16 million from investment advisory accounts managed by CCM, through its failures to reasonably implement its policies governing custody, reviews of transactions, books and records, e-mail, and annual office audits. Further, the Order found CCM violated the Investment Advisers Act of 1940 (“Advisers Act”) books and records provisions by failing to maintain certain required records such as advisory agreements, client lists, and e-mails. In addition, the Order found CCM violated the Advisers Act’s rules, which require firms to adopt and implement written policies and procedures reasonably designed to prevent violations of the Advisers Act. The Order required the Respondent to pay a civil money penalty of \$120,000 to the Commission and created a Fair Fund pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002, as amended. Pursuant to the Order, the Respondent paid the sums ordered by the Commission, creating a \$120,000 Fair Fund, which is currently on deposit with the United States Department of the Treasury (“CCM Fair Fund”).

On May 7, 2015, the Commission published a Notice of Proposed Plan of Distribution Transferring Fair Fund Funds to a Court-Appointed Receiver and Opportunity for Comment² (“Notice”) pursuant to Rule 1103 of the Commission’s Rules on Fair Fund and Disgorgement Plans (“Commission’s Rules”).³ The Notice advised interested persons that they could obtain a copy of proposed plan of distribution (“Distribution Plan”) from the Commission’s public website at <http://www.sec.gov/litigation/fairfundlist.htm> or by submitting a written request to

¹ Advisers Act Release No. 3636 (July 29, 2013).

² Exchange Act Release No. 74899 (May 7, 2015).

³ 17 C.F.R. § 201.1103.

Nancy Chase Burton, United States Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549-5631.

The Notice also advised that all persons desiring to comment on the Distribution Plan could submit their comments, in writing, no later than thirty (30) days from the date of the Notice: (1) to the Office of the Secretary, United States Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549-1090; (2) by using the Commission's Internet comment form (<http://www.sec.gov/litigation/admin.shtml>); or (3) by sending an e-mail to rule-comments@sec.gov. The Commission received no comments on the Distribution Plan.

The Distribution Plan proposes to transfer the CCM Fair Fund, pursuant to Rule 1102(a) of the Commission's Rules,⁴ to a court-appointed receiver in the related Commission action, *SEC v. Roth, et al.*, Case No. 11-cv-2079 (C.D. Ill.) (the "Receiver Action"), for distribution to injured investors in accordance with the distribution plan to be established in the Receiver Action. The Division of Enforcement has concluded transferring the funds to the Receiver Action for distribution is fair and reasonable under the circumstances here, because a distribution through the Receiver Action would benefit the same investors injured as a result of the Respondent's misconduct and be a more efficient use of the funds intended for distribution in this proceeding.

The Division of Enforcement therefore now requests that the Commission approve the Distribution Plan as published.

Accordingly, it is hereby ORDERED that pursuant to Rule 1104 of the Commission's Rules,⁵ the Distribution Plan is approved.

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

Brent J. Fields
Secretary

⁴ 17 C.F.R. § 201.1102(a).

⁵ 17 C.F.R. § 201.1104.