

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**

**SECURITIES AND EXCHANGE ACT OF 1934**  
**Release No. 80095 / February 23, 2017**

**INVESTMENT ADVISERS ACT OF 1940**  
**Release No. 4654 / February 23, 2017**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-17856**

**In the Matter of**

**John Austin Gibson, Jr.,**

**Respondent.**

**ORDER INSTITUTING ADMINISTRATIVE  
PROCEEDINGS PURSUANT TO SECTION  
15(b) OF THE SECURITIES EXCHANGE  
ACT OF 1934 AND 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 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) and Section 203(f) of the Investment Advisers Act of 1940 (“Advisers Act”) against John Austin Gibson, Jr. (“Respondent” or “Gibson”).

**II.**

After an investigation, the Division of Enforcement alleges that:

**A.     RESPONDENT**

Gibson, age 31, of Studio City, California, was released on bond and is currently awaiting sentencing on March 22, 2017. Gibson was registered with the State of Louisiana as an investment adviser between February 20, 2008 and March 27, 2009. Gibson was associated with MetLife Securities Inc. (“MetLife”), a dually-registered broker-dealer and investment adviser, from October 2007 until March 2009 when he resigned after issues were raised pertaining to certain signature irregularities. Thereafter, Gibson continued to act as an unregistered investment adviser.

B. RESPONDENT'S CRIMINAL CONVICTION

1. On July 18, 2016, Gibson pleaded guilty and was convicted of mail fraud in the United States District Court for the Eastern District of Louisiana, in violation of Title 18, United States Code, Section 1341. *USA v. John Gibson*, Crim. No. 2:16-cr-00103-SSV-DEK (E.D. La. July 18, 2016). Gibson is currently awaiting sentencing and faces a maximum penalty of 20 years imprisonment and a fine of \$250,000.

2. In his plea agreement, Gibson stipulated that from approximately 2008 through 2014, he held himself out to investors as a MetLife representative and an Allianz agent capable of establishing and monitoring investment accounts with those companies. Gibson solicited and accepted approximately \$169,348 from five investors. Instead of investing his clients' money as promised, Gibson simply used the funds for his own personal enjoyment. In order to perpetrate his fraudulent scheme, Gibson mailed to his victims various false and fraudulent account statements and checks and money orders for "withdrawals" from the non-existent accounts.

**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 hereof are true and, in connection therewith, to afford Respondent an opportunity to establish any defenses to such allegations;
- B. What, if any, remedial action is appropriate in the public interest against Respondent pursuant to Section 15(b)(6) of the Exchange Act.
- C. What, if any, remedial action is appropriate in the public interest against Respondent pursuant to 203(f) of the Advisers Act; and
- D. Whether, pursuant to Section 15(b)(6) of the Exchange Act, it is appropriate and in the public interest to bar Respondent from participating in any offering of penny stock, including: acting as a promoter, finder, consultant, agent or other person who engages in activities with a broker, dealer or issuer for purposes of the issuance or trading in any penny stock; or inducing or attempting to induce the purchase or sale of any penny stock.

**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 as provided for in the Commission's Rules of Practice.

IT IS FURTHER ORDERED that, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice, 17 C.F.R. § 201.360(a)(2), the Administrative Law Judge shall issue an initial decision no later than 75 days from the occurrence of one of the following events: (A) The completion of post-hearing briefing in a proceeding where the hearing has been completed; (B) Where the hearing officer has determined that no hearing is necessary, upon completion of briefing on a motion pursuant to Rule 250 of the Commission's Rules of Practice, 17 C.F.R. § 201.250; or (C) The determination by the hearing officer that a party is deemed to be in default under Rule 155 of the Commission's Rules of Practice, 17 C.F.R. § 201.155 and no hearing is necessary.

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.

By the Commission.

Brent J. Fields  
Secretary