

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

**INVESTMENT ADVISERS ACT OF 1940
Release No. 4799 / October 23, 2017**

**ADMINISTRATIVE PROCEEDING
File No. 3-18212**

In the Matter of

BRIAN J. KEENAN,

Respondent.

**ORDER MAKING FINDINGS AND
IMPOSING REMEDIAL SANCTIONS
PURSUANT TO SECTION 203(f) OF THE
INVESTMENT ADVISERS ACT OF 1940**

I.

The Securities and Exchange Commission (“Commission”) previously instituted public administrative proceedings against Brian J. Keenan (“Keenan” or “Respondent”) pursuant to Section 203(f) of the Investment Advisers Act of 1940 (“Advisers Act”) on September 26, 2017. The Commission now deems it appropriate and in the public interest to enter this Order Making Findings and Imposing Remedial Sanctions Pursuant to Section 203(f) of the Investment Advisers Act of 1940 (“Order”).

II.

Respondent 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, Respondent admits the Commission’s jurisdiction over him and the subject matter of these proceedings, and the findings contained in paragraphs III.2-III.3 below, and consents to the entry of this Order, as set forth below.

III.

On the basis of this Order and Respondent’s Offer, the Commission finds that

1. Keenan was a principal and an employee at Train, Babcock Advisors LLC (“TBA”), an investment adviser registered with the Commission. Keenan, 60 years old, was a resident of Red Bank, New Jersey and currently is incarcerated in Watertown Correctional Facility in Watertown, New York.

2. On December 7, 2016, Keenan pled guilty to Grand Larceny in the First Degree in violation of New York Public Law § 155.42 before the Supreme Court of the State of New York, County of New York: Part 42, in The People of the State of New York vs. Brian J. Keenan, Indictment # 04875/2015, and was ordered to pay restitution in the amount of \$1,622,500.00. On December 21, 2016, Keenan was sentenced to a prison term of 28 months to seven years.

3. The counts of the criminal indictment to which Keenan pled guilty alleged, inter alia, that Keenan misappropriated assets from client accounts for which he served as the investment advisor and trustee. Keenan subsequently used his clients’ funds to pay his personal expenses. In connection with that plea, Respondent admitted that he improperly and without client authorization or knowledge transferred assets from accounts for which he served as the trustee to a joint account in his name, and then transferred the funds to his personal account or withdrew the funds.

IV.

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

Accordingly, it is hereby ORDERED pursuant to Section 203(f) of the Advisers Act, that Respondent Keenan be, and hereby is barred from association with any broker, dealer, investment adviser, municipal securities dealer, municipal advisor, transfer agent, or nationally recognized statistical rating organization.

Any reapplication for association by the Respondent 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 the Respondent, 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.

Brent J. Fields
Secretary