

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

INVESTMENT ADVISERS ACT OF 1940
Release No. 5232 / May 9, 2019

ADMINISTRATIVE PROCEEDING
File No. 3-19161

In the Matter of

**JEFFREY FRANCIS
THOMPSON,**

Respondent.

**ORDER INSTITUTING
ADMINISTRATIVE PROCEEDINGS
PURSUANT TO SECTION 203(f) OF THE
INVESTMENT ADVISERS ACT OF 1940,
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 203(f) of the Investment Advisers Act of 1940 (“Advisers Act”) against Jeffrey Francis Thompson (“Thompson” or “Respondent”).

II.

In anticipation of the institution of these proceedings, 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, and without admitting or denying the findings herein, except as to the Commission’s jurisdiction over him and the subject matter of these proceedings and the findings contained in Section III.2 below, which are admitted, Respondent consents to the entry of this this Order Instituting Administrative Proceedings Pursuant to Section 203(f) of the Investment Advisers Act of 1940, Making Findings, and Imposing Remedial Sanctions (“Order”), as set forth below.

III.

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

1. From January 2016 to December 2018, Thompson was associated with a state-registered investment adviser. Thompson, age 60, is a resident of Littleton, Colorado.

2. On February 13, 2019, the Colorado Securities Commissioner, in In the Matter of Leyenda Capital Partners, LLC, d/b/a JFThompson Wealth Management and Jeffrey Francis Thompson, Case No. 2018-CDS-081, entered a final order against Thompson permanently revoking his investment adviser representative license, which bars Thompson from associating with any investment adviser in Colorado.

3. The state level sanction was entered by consent to resolve claims brought against Thompson by the Colorado Division of Securities (“CDS”). According to a verified petition filed by the CDS, between September 2017 and October 2018, Thompson, among other things, charged his clients unauthorized, unearned, and excessive fees, forged client signatures on advisory contracts, provided clients with inaccurate fee invoices, and filed a misleading Form ADV that failed to disclose certain fee arrangements and his recent personal bankruptcy.

IV.

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

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

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.

By the Commission.

Vanessa A. Countryman
Acting Secretary