

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 94320 / February 28, 2022

ADMINISTRATIVE PROCEEDING
File No. 3-19716

In the Matter of	:	
	:	
	:	
SICA Wealth Management, LLC	:	SECOND EXTENSION ORDER
and Jeffrey C. Sica,	:	
	:	
Respondents.	:	

The Division of Enforcement (“Division”) has requested a second extension of time until May 31, 2022 to submit a Proposed Plan of Distribution under Rule 1101(a) of the Commission’s Rules on Fair Fund and Disgorgement Plans, 17 C.F.R. § 201.1101(a).

On February 27, 2020, the Commission issued an Order Instituting Administrative and Cease-and-Desist Proceedings Pursuant to Sections 203(e), 203(f) and 203(k) of the Investment Advisers Act of 1940, Making Findings, and Imposing Remedial Sanctions and a Cease-and-Desist Order (the “Order”)¹ against Sica Wealth Management, LLC (“SWM”) and Jeffrey C. Sica (“Sica”) (collectively, the “Respondents”). In the Order, the Commission found that from October 2013 to March 2015, on Sica’s recommendation, approximately 45 SWM advisory clients invested a total of more than \$30 million in securities issued by Aequitas Commercial Finance, LLC (“ACF”), one of numerous entities affiliated with the Aequitas enterprise, the ultimate parent of which is Aequitas Management, LLC (collectively referred to herein as

¹ Advisers Act Rel. No. 5453 (Feb. 27, 2020).

“Aequitas”). The Order also found that from October 2013 to November 2015 (the “relevant period”), SWM and Sica failed to provide these advisory clients material facts regarding compensation that Aequitas provided to SWM and another firm owned and controlled by Sica, (the “Affiliated Adviser”), which created conflicts of interest relating to SWM’s and Sica’s recommendations that clients invest in Aequitas securities. Specifically, Aequitas paid SWM and the Affiliated Adviser a total of approximately \$2 million during the relevant period pursuant to consulting agreements and a loan agreement (collectively referred to as the “Aequitas agreements”). The Aequitas agreements and the resulting compensation should have been disclosed to clients so that they could fairly evaluate the conflicts in deciding whether to invest in Aequitas securities. By failing to disclose these facts to advisory clients, SWM and Sica violated Section 206(2) of the Advisers Act.

The Commission ordered the Respondents to pay \$236,029.19 in disgorgement, \$62,664.23 in prejudgment interest, and collectively \$110,000.00 in civil money penalties, for a total of \$408,693.42, to the Commission. The Commission also created a Fair Fund, pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002, so the penalties paid, along with the disgorgement and interest paid, can be distributed to harmed investors (the “Fair Fund”).

The Fair Fund consists of the \$408,693.42 paid by the Respondents. The Fair Fund has been deposited in an interest-bearing account at the U.S. Department of the Treasury’s Bureau of the Fiscal Service, and any accrued interest will be for the benefit of the Fair Fund.

On August 6, 2021, the Division of Enforcement, pursuant to delegated authority, issued an order granting the Division an extension of time until February 28, 2022 to submit a proposed plan of distribution to allow Commission staff additional time to verify eligible investor contact

information, develop the distribution methodology, and prepare the proposed plan of distribution.²

The Division now believes an additional 3 months of time is needed. In its request for a second extension of time, the Division states that additional time is needed to prepare the proposed plan of distribution.

Accordingly, for good cause shown, IT IS HEREBY ORDERED that the Division's request for an extension of time until May 31, 2022 to submit a Proposed Plan of Distribution is granted.

For the Commission, by the Division of Enforcement, pursuant to delegated authority.³

Vanessa A. Countryman
Secretary

² Exchange Act Rel. No. 92603 (Aug. 6, 2021).

³ 17 C.F.R. § 200.30-4(a)(21)(i).