

UNITED STATES OF AMERICA
BEFORE THE
SECURITIES AND EXCHANGE COMMISSION

INVESTMENT ADVISERS ACT OF 1940
Release no. 5235 / May 15, 2019

In the Matter of :
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NeoCap, LLC :
5334 2nd Street :
Boulder, CO 80304 :
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FILE NO.: 801- 110419 :

ORDER CANCELLING REGISTRATION PURSUANT TO SECTION 203(h) OF THE
INVESTMENT ADVISERS ACT OF 1940

NeoCap LLC, hereinafter referred to as the registrant, is registered as an investment adviser pursuant to section 203(h) of the Investment Advisers Act of 1940 (“Advisers Act”).

On April 5, 2019, a notice of intention to cancel registration was issued (Investment Advisers Act Release No. 5219). The notice gave interested persons an opportunity to request a hearing and stated that an order granting the application would be issued unless a hearing was ordered. No request for a hearing has been filed, and the Commission has not ordered a hearing.

The Commission has found that the registrant is prohibited from registering as an investment adviser under section 203A of the Advisers Act and is not engaged in business as an investment adviser. The registrant does not maintain the required assets under management to remain registered with the Commission, is not otherwise eligible to register pursuant to any other provision of the Advisers Act, and has not filed an annual updating amendment for fiscal years 2017 and 2018.

Accordingly,

IT IS ORDERED, pursuant to section 203(h) of the Investment Advisers Act of 1940, that the registration of said registrant be, and hereby is, cancelled.

For the Commission, by the Division of Investment Management, pursuant to delegated authority.

Eduardo A. Aleman
Deputy Secretary