

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

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 74899 / May 7, 2015**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-15393**

**In the Matter of**

**COMPREHENSIVE CAPITAL  
MANAGEMENT, INC.,**

**Respondent.**

**NOTICE OF PROPOSED PLAN OF  
DISTRIBUTION TRANSFERRING  
FAIR FUND FUNDS TO A COURT-  
APPOINTED RECEIVER AND  
OPPORTUNITY FOR COMMENT**

Notice is hereby given, pursuant to Rule 1103 of the Securities and Exchange Commission's ("Commission") Rules on Fair Fund and Disgorgement Plans, 17 C.F.R. § 201.1103, that the Division of Enforcement has submitted to the Commission a proposed plan ("Distribution Plan") for the distribution of monies paid by Comprehensive Capital Management, Inc. ("Respondent") in the above-captioned matter.

On July 29, 2013, the Commission issued an Order Instituting Administrative and Cease-and-Desist Proceedings Pursuant to Sections 203(e) and 203(k) of the Investment Advisers Act of 1940, Making Findings, and Imposing Remedial Sanctions and a Cease-and-Desist Order ("Order").<sup>1</sup> The Order found that Respondent violated federal securities laws by failing reasonably to supervise Timothy J. Roth, an associated person of Respondent, who misappropriated over \$16 million from investment advisory accounts managed by Respondent. It further found that Respondent violated the Investment Advisers Act of 1940 ("Advisers Act") books and records provisions by failing to maintain certain required records and also violated the Advisers Act's rules, which require firms to adopt and implement written policies and procedures reasonably designed to prevent violations of the Advisers Act. The Order required the Respondent to pay a civil money penalty of \$120,000 to the Commission and created a Fair Fund pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002, as amended.

**OPPORTUNITY FOR COMMENT**

Pursuant to this Notice, all interested persons are advised that they may obtain a copy of the Distribution Plan from the Commission's public website at <http://www.sec.gov/litigation/fairfundlist.htm>. Interested persons may also obtain a written copy of the Distribution Plan by submitting a written request to Nancy Chase Burton, United States Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549-5631. All

---

<sup>1</sup> See Advisers Act Release No. 3636 (July 29, 2013).

persons who desire to comment on the Distribution Plan may submit their comments, in writing, no later than thirty (30) days from the date of this Notice:

1. to the Office of the Secretary, United States Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549-1090;
2. by using the Commission's Internet comment form (<http://www.sec.gov/litigation/admin.shtml>); or
3. by sending an email to [rule-comments@sec.gov](mailto:rule-comments@sec.gov).

Comments submitted should include "Administrative Proceeding File No. 3-15393" in the subject line. Comments received will be publicly available. Persons should submit only information that they wish to make publicly available.

### **THE DISTRIBUTION PLAN**

The Fair Fund will be comprised of the civil penalty (\$120,000) paid by Respondent. The Distribution Plan proposes to transfer the Fair Fund, pursuant to Rule 1102(a) of the Rules, 17 C.F.R. § 201.1102(a), to the court-appointed receiver in the related Commission action, *SEC v. Roth, et al.*, Case No. 11-cv-2079 (C.D. Ill.) (the "Receiver Action"), for distribution to injured investors in accordance with the distribution plan to be established in the Receiver Action.

For the Commission, by its Secretary, pursuant to delegated authority.

Brent J. Fields  
Secretary