

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

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 100586 / July 24, 2024**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-17808**

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**In the Matter of**

**CITIGROUP GLOBAL MARKETS,**  
**INC.,**

**Respondent.**

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**ORDER DIRECTING**  
**DISBURSEMENT OF FAIR FUND**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-17809**

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**In the Matter of**

**MORGAN STANLEY SMITH**  
**BARNEY LLC,**

**Respondent.**

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On September 14, 2023, the Division of Enforcement, pursuant to delegated authority, published a Notice of Proposed Plan of Distribution and Opportunity for Comment (“Notice”),<sup>1</sup> pursuant to Rule 1103 of the Commission’s Rules on Fair Fund and Disgorgement Plans (“Commission’s Rules”);<sup>2</sup> and simultaneously posted the Proposed Plan of Distribution (“Proposed Plan”). The Notice advised interested persons that they could obtain a copy of the Proposed Plan from the Commission’s public website or by submitting a written request to Jennifer Cardello, via email at [cardelloj@sec.gov](mailto:cardelloj@sec.gov). The Notice also advised that all persons desiring to comment on the Proposed Plan could submit their comments, in writing, within 30

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<sup>1</sup> Exchange Act Rel. No. 98399 (Sept. 14, 2023).

<sup>2</sup> 17 C.F.R. § 201.1103.

days of the Notice. The Commission received no comments on the Proposed Plan during the comment period. On November 15, 2023, the Division of Enforcement, pursuant to delegated authority, issued an order approving the Proposed Plan,<sup>3</sup> and posted the approved Plan of Distribution (the “Plan”).

The Plan provides for the distribution of the Fair Fund, plus accumulated interest, less taxes, fees, and expenses, to the harmed investors according to the methodology set forth in the Plan.

Pursuant to the Plan, the Fund Administrator has compiled the payee information and prepared a payment file in a Commission-approved format. The Commission staff has reviewed and accepted the payment file and requests, pursuant to Rule 1101(b)(6) of the Commission’s Rules,<sup>4</sup> that the Commission direct the payment of \$903,012.09 from the Fair Fund for distribution by the Fund Administrator in accordance with the Plan.

Accordingly, it is hereby ORDERED, that the Commission staff shall direct the payment of \$903,012.09 from the Fair Fund for distribution in accordance with the Plan.

For the Commission, by the Division of Enforcement, pursuant to delegated authority.<sup>5</sup>

Vanessa A. Countryman  
Secretary

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<sup>3</sup> See Order Approving Plan of Distribution, Exchange Act Rel. No. 98940 (Nov. 15, 2023).

<sup>4</sup> 17 C.F.R. § 201.1101(b)(6).

<sup>5</sup> 17 C.F.R. § 200.30-4(a)(21)(v).