

UNITED STATES OF AMERICA  
Before the  
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934  
Release No. 77816 / May 12, 2016

ADMINISTRATIVE PROCEEDING  
File No. 3-12114

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In the Matter of	:	
	:	
American Express Financial Corporation	:	
(now known as Ameriprise Financial, Inc.)	:	ORDER APPROVING PLAN
	:	OF DISTRIBUTION
Respondent.	:	

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On December 1, 2005, the Commission issued an Order Instituting Administrative and Cease-and-Desist Proceedings, Making Findings, and Imposing Remedial Sanctions and a Cease-and-Desist Order Pursuant to Sections 203(e) and 203(k) of the Investment Advisors Act of 1940 and Sections 9(b) and 9(f) of the Investment Company Act of 1940 (“Order”) against American Express Financial Corporation (now known as Ameriprise Financial, Inc.) (“AEFC” or “Respondent”).<sup>1</sup> The Order found that AEFC allowed market timing in certain of its mutual funds and variable annuity products from January 1, 2002 through October 2003 that was contrary to fund prospectuses and not disclosed to shareholders and AEFC directors. The Order required Respondent to pay disgorgement of \$10,000,000 and a civil money penalty of \$5,000,000 and established a Fair Fund in the total amount of \$15,000,000 for a distribution to harmed investors pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002, as amended.

On April 1, 2016, the Commission published a Notice of Proposed Plan of Distribution and Opportunity for Comment (“Notice”) pursuant to Rule 1103 of the Commission’s Rules on Fair Fund and Disgorgement Plans (“Commission’s Rules”), 17 CFR § 201.1103. (Exchange Act Release No. 77497). The Notice advised all interested parties that they may obtain a copy of the proposed plan of distribution (“Distribution Plan”) from the Commission’s public website, <http://www.sec.gov>, or by submitting a written request to Kara M. Washington, United States Securities and Exchange Commission, 175 West Jackson Boulevard, Suite 900, Chicago, IL 60604.

The Notice also advised all persons desiring to comment on the Distribution Plan could submit their comments, in writing, no later than 30 days from the date of the Notice by sending a letter to the Office of the Secretary, United States Securities and Exchange Commission, 100 F Street, N.E., Washington, D.C. 20549-1090; by

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<sup>1</sup> Advisers Act Rel. No. 2451 (December 1, 2005)

using the Commission's Internet comment form (<http://www.sec.gov/litigation.admin.shtml>); or by sending an e-mail to [rule-comments@sec.gov](mailto:rule-comments@sec.gov). The Commission received no comments on the Distribution Plan.

The Distribution Plan provides for distribution of the Fair Fund, plus any accumulated interest, less any taxes and fees and expenses associated with administering the distribution to Eligible Investors<sup>2</sup> who owned shares between January 1, 2002 and September 30, 2003 in four mutual funds as described in the Order. The Distribution Plan describes the procedures by which affected harmed investors are identified, the procedures used to calculate the amounts to be paid to these harmed investors, and how those amounts are to be distributed. Accordingly, the affected harmed investors need not go through a claims-made process.

The Division of Enforcement now requests that the Commission approve the Plan.

Accordingly, it is hereby ORDERED, pursuant to Rule 1104 of the Commission's Rules, 17 CFR § 201.1104, that the Distribution Plan is approved.

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

Brent J. Fields  
Secretary

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<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Distribution Plan.