

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES ACT OF 1933
Release No. 9249 / August 4, 2011

SECURITIES EXCHANGE ACT OF 1934
Release No. 65037 / August 4, 2011

INVESTMENT ADVISERS ACT OF 1940
Release No. 3259 / August 4, 2011

INVESTMENT COMPANY ACT OF 1940
Release No. 29745 / August 4, 2011

ADMINISTRATIVE PROCEEDING
File No. 3-14279

In the Matter of

RAJAT K. GUPTA,

Respondent.

**ORDER DISMISSING
PROCEEDINGS**

On March 1, 2011, the Commission instituted these public administrative and cease-and-desist proceedings pursuant to Section 8A of the Securities Act of 1933, Sections 15(b) and 21C of the Securities Exchange Act of 1934 (“Exchange Act”), Section 203(f) of the Investment Advisers Act of 1940 (“Advisers Act”), and Section 9(b) of the Investment Company Act of 1940 against Rajat K. Gupta.

On March 18, 2011, Mr. Gupta filed a lawsuit against the Commission in the U.S. District Court for the Southern District of New York challenging the institution of these proceedings.

The Commission has determined that it is in the public interest to dismiss these proceedings. Dismissing these proceedings will not prevent the Commission from filing an action against Mr. Gupta in United States District Court.

Accordingly, IT IS ORDERED, that this proceeding be, and hereby is, dismissed.

By the Commission.

Elizabeth M. Murphy
Secretary