

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 78224 / July 1, 2016

ADMINISTRATIVE PROCEEDING
File No. 3-14909

In the Matter of	:	
	:	
OPPENHEIMERFUNDS, INC.	:	ORDER APPROVING
and	:	APPLICATION OF FUND
OPPENHEIMERFUNDS	:	ADMINISTRATOR FOR
DISTRIBUTOR, INC.	:	PAYMENT OF FEES AND
	:	EXPENSES
	:	
Respondents.	:	

On June 6, 2012, the Securities and Exchange Commission (“Commission”) issued an Order Instituting Administrative and Cease-and-Desist Proceedings Pursuant to Section 8A of the Securities Act of 1933, Section 15(b)(4) of the Securities Exchange Act of 1934, Sections 203(e) and 203(k) of the Investment Advisers Act of 1940, and Sections 9(b) and 9(f) of the Investment Company Act of 1940, Making Findings, and Imposing Remedial Sanctions and a Cease-and-Desist Order against Oppenheimerfunds, Inc. (“OFI”) and Oppenheimerfunds Distributor, Inc. (collectively, “Respondents”) (the “Order”).¹ As set forth in the Order, prior to and during the height of the 2008 financial crisis, Respondents made misrepresentations regarding two fixed income mutual funds managed by OFI: Oppenheimer Champion Income Fund and Oppenheimer Core Bond Fund. The Order required OFI to pay disgorgement of \$9,879,706, prejudgment interest of \$1,487,190, and a civil money penalty of \$24 million, for a total of approximately \$35.4 million. The Order also created a Fair Fund pursuant to Section 308(a) of

¹ Securities Act Rel. No. 9329 (June 6, 2012).

the Sarbanes-Oxley Act of 2002, as amended.

On March 14, 2013, the Commission issued an order appointing Epiq Class Actions & Claims Solutions, Inc. (“Epiq”) as the Fund Administrator and approving the Fund Administrator bond in the amount of \$35,500,000.² On December 18, 2013, the Commission issued a Notice of Proposed Plan of Distribution and Opportunity for Comment.³ No comments were received, and subsequently, the Plan of Distribution (“Plan”) was approved on February 5, 2014.⁴ The Plan provides for the payment of the Fund Administrator for administering the Plan. The Plan states that all payments to the Fund Administrator will be paid from the Fair Fund after review by Commission staff and approval by the Commission.

On January 6, 2015, the Commission issued an order directing the Office of Financial Management to pay the outstanding Fund Administrator fees and expenses incurred from March 14, 2013 to September 30, 2014, and authorized the Assistant Director of the Office of Distributions to approve and direct payment of the Fund Administrator’s future fees and expenses up to, but not to exceed, \$35,000 per monthly invoice, so long as the total amount paid to the Fund Administrator does not exceed the total amount of the cost proposal submitted by the Fund Administrator by more than \$5,000.⁵

The Fund Administrator has submitted two invoices totaling \$291,041.98 to Commission staff for the months of August 2015 and September 2015. The Commission staff has reviewed the Fund Administrator’s invoices, confirms that the services have been provided, and finds the fees and expenses of \$291,041.98 to be reasonable and in accordance with the Plan. The Commission staff has requested that the Commission authorize the payment of the Fund

² See Order Appointing Fund Administrator and Approving Fund Administrator Bond, Exchange Act Rel. No. 69138 (March 14, 2013).

³ See Notice of Proposed Plan of Distribution and Opportunity for Comment, Exchange Act Rel. No. 71119 (December 18, 2013).

⁴ See Order Approving Distribution Plan, Exchange Act Rel. No. 71493 (February 5, 2014).

⁵ See Order Approving Application of Fund Administrator for Payment of Fees and Expenses, Exchange Act Rel. No. 74005 (January 6, 2015).

Administrator's invoiced fees and expenses of \$291,041.98 from the Fair Fund.

Accordingly, it is hereby ORDERED, pursuant to Rule 1105(d) of the Commission's Rules on Fair Fund and Disgorgement Plans, 17 C.F.R. § 201.1105(d), that the Fund Administrator's fees and expenses in the amount of \$291,041.98 be paid from the Fair Fund.

By the Commission.

Brent J. Fields
Secretary