

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

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 101596 / November 13, 2024**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-18561**

---

**In the Matter of** :  
 :  
 :  
**ALEXANDER CAPITAL, L.P.,** :  
 :  
**Respondent.** :

---

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-18562**

---

**In the Matter of** :  
 :  
 :  
**PHILIP A. NOTO II,** :  
 :  
**Respondent.** :

---

**ORDER APPROVING PLAN OF  
DISTRIBUTION**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-18563**

---

**In the Matter of** :  
 :  
 :  
**BARRY T. EISENBERG,** :  
 :  
**Respondent.** :

---

On June 29, 2018, the Commission issued separate, but related settled Orders Instituting Administrative Proceedings pursuant to Section 15(b) of the Securities Exchange Act of 1934,

Making Findings, and Imposing Remedial Sanctions (the “Orders”)<sup>1</sup> against Alexander Capital, L.P., Philip A. Noto II, and Barry T. Eisenberg (collectively, the “Respondents”). In the Orders, the Commission found that from July 2012 to September 2014, the Respondents failed to reasonably supervise three registered representatives, formerly associated with Alexander Capital, within the meaning of Section 15(b)(4)(E) of the Securities Exchange Act of 1934 (“Exchange Act”) with a view to preventing and detecting those registered representatives’ violations of Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Exchange Act and Rule 10b-5 thereunder. Alexander Capital also failed to reasonably implement certain policies and procedures and permitted a lax compliance environment whereby the registered representatives made unsuitable investment recommendations to their customers, churned their customer’s accounts and engaged in unauthorized trading.

The Commission ordered the Respondents to pay \$193,774.86 in disgorgement, \$23,436.78 in prejudgment interest, and \$228,774.86 in civil money penalties, for a total of \$445,986.50, to the Commission. In each of the Orders, the Commission also created a fair fund, pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002, so the penalties collected, along with the disgorgement and prejudgment interest collected, can be distributed to harmed investors.

On April 6, 2023, the Commission ordered the consolidation of the assets of the fair funds created pursuant to the Orders into a single fair fund, the Alexander Capital Fair Fund (the “Fair Fund”), for purposes of distribution to harmed investors.<sup>2</sup> The Consolidation Order further ordered any additional funds collected in the future be added to the Fair Fund. In a related district court action, the Court ordered Defendant William C. Gennity and Defendant Rocco Roveccio (the “Defendants”) to pay \$274,801.39 in disgorgement, \$32,296.07 in prejudgment interest, and \$320,000.00 in civil money penalties, for a total of \$627,097.45. The Court ordered all monies collected from Defendants be combined with the Fair Fund.<sup>3</sup>

The Fair Fund includes the \$436,497.40 collected from the Respondents and \$627,097.45 from the defendants in the District Court Action, for a total of \$744,988.45. Any additional funds collected, pursuant to the Orders or the District Court Action judgments, will be added to the Fair Fund. The assets of the Fair Fund are subject to the continuing jurisdiction and control of the Commission. The Fair Fund has been deposited in a Commission-designated account at the U.S. Treasury, and any interest accrued will be added to the Fair Fund.

On September 16, 2024, the Division of Enforcement, pursuant to delegated authority, published a Notice of Proposed Plan of Distribution and Opportunity for Comment (“Notice”),<sup>4</sup> pursuant to Rule 1103 of the Commission’s Rules on Fair Fund and Disgorgement Plans (“Commission’s Rules”);<sup>5</sup> and simultaneously posted the Proposed Plan of Distribution (the “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

---

<sup>1</sup> Exchange Act Rel. No. 83562 (June 29, 2018), (Admin. Proc. File No. 3-18561) (the “Alexander Capital Order”); Exchange Act. Rel. No. 83563 (June 29, 2018), (Admin. Proc. File No. 3-18562); and Exchange Act Rel No. 83564 (June 29, 2018) (Admin. Proc. File No. 3-18563).

<sup>2</sup> Order Consolidating Fair Funds, Exchange Act Rel. No. 97258 (Apr. 6, 2023) (the “Consolidation Order”).

<sup>3</sup> *SEC v. Gennity, et al.*, Civil Action No. 17-cv-7424 (S.D.N.Y. 2017) (the “District Court Action”).

<sup>4</sup> Exchange Act Rel. No. 101031 (Sept. 16, 2024).

<sup>5</sup> 17 C.F.R. § 201.1103.

Jennifer Cardello, United States Securities and Exchange Commission, via email at 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 days of the Notice. The Commission received no comments on the Proposed Plan during the comment period.

The Proposed Plan provides for the distribution of the Net Available Fair Fund<sup>6</sup> to investors based on fees paid during the Relevant Period as calculated by the methodology used in the Plan of Allocation.

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

Accordingly, it is hereby ORDERED, pursuant to Rule 1104 of the Commission's Rules,<sup>7</sup> that the Proposed Plan is approved, and the approved Plan of Distribution shall be posted simultaneously with this order on the Commission's website at [www.sec.gov](http://www.sec.gov).

For the Commission, by the Division of Enforcement, pursuant to delegated authority.<sup>8</sup>

Vanessa A. Countryman  
Secretary

---

<sup>6</sup> All capitalized terms used herein but not defined shall have the same meanings ascribed to them in the Proposed Plan.

<sup>7</sup> 17 C.F.R. § 201.1104.

<sup>8</sup> 17 C.F.R. § 200.30-4(a)(21)(iv).