

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 60080 / June 9, 2009

ADMINISTRATIVE PROCEEDING
File No. 3-11818

In the Matter of

**Banc of America Capital Management,
LLC, BACAP Distributors, LLC, and Banc
of America Securities, LLC**

Respondents.

**ORDER DIRECTING
DISBURSEMENT OF FAIR FUND**

On July 16, 2007, the Commission published a notice of the Plan of Distribution (“Plan”) proposed by the Division of Enforcement in connection with this proceeding (Securities Exchange Act Release No. 56077). The Commission received comments and on December 27, 2007, the Plan was approved (Exchange Act Release No. 57048).

The Plan provides that a Fair Fund consisting of \$375,000,000 in disgorgement and civil penalties, plus any accrued interest, be transferred to Deutsche Bank to be distributed by the Plan Administrator to injured investors according to the methodology set forth in the Plan. The Plan provides that the Commission will arrange for distribution of the Fair Fund when a Payment File listing the payees with the identification information required to make the distribution has been received and accepted. The Payment File for the fifth distribution in the amount of \$17,511,119.22 has been received and accepted.¹

¹ By Order Directing Disbursement of Fair Fund dated June 5, 2008, the Commission ordered the first disbursement, composed of \$103,683,707.84. *See* Exchange Act Release No. 57926 (June 5, 2008). By Order Directing Disbursement of Fair Fund dated August 6, 2008, the Commission ordered the second disbursement, composed of \$39,910,827.97. *See* Exchange Act Release No. 58322 (August 6, 2008). By Order Directing Disbursement of Fair Fund dated November 3, 2008, the Commission ordered the third disbursement, composed of \$23,825,205.86. *See* Exchange Act Release No. 58896 (November 3, 2008). By Order Directing Disbursement of Fair Fund dated March 5, 2009, the Commission ordered the fourth disbursement, composed of \$14,734,968.83. *See* Exchange Act Release No. 59520 (March 5, 2009).

Accordingly, it is ORDERED that the Commission staff shall transfer \$17,511,119.22 of the Fair Fund to Deutsche Bank and the Plan Administrator shall distribute such monies to investors, as provided for in the Plan of Distribution.

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

Elizabeth M. Murphy
Secretary