

UNITED STATES OF AMERICA  
Before the  
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934  
Release No. 69138 / March 14, 2013

ADMINISTRATIVE PROCEEDING  
File No. 3-14909

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In the Matter of	:	
	:	
OPPENHEIMERFUNDS, INC.	:	
	:	
and	:	
	:	
OPPENHEIMERFUNDS	:	
DISTRIBUTOR, INC.,	:	Order Appointing
	:	Fund Administrator and
	:	Approving Fund Administrator
	:	Bond
Respondents.	:	
	:	

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On June 6, 2012, the 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. and OppenheimerFunds Distributor, Inc. ("Order"). Securities Act Release No. 9329 (June 6, 2012). The Commission ordered OppenheimerFunds, Inc. to pay disgorgement of \$9,879,706, prejudgment interest of \$1,487,190 and a civil money penalty of \$24,000,000 to the Commission. The Commission Order also created a Fair Fund for a distribution pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002, as amended.

Based on its review and consideration of several proposals, the Division of Enforcement's Office of Distributions ("OD") recommends that the Commission appoint Epiq Class Actions & Claims Solutions, Inc. ("Epiq") as the Fund Administrator. OD further requests that the Commission approve the Fund Administrator's bond requirement in the amount of \$35,500,000.

Accordingly, pursuant to Rules 1105(a) and 1105(c) of the Commission's Rules on Fair Fund and Disgorgement Plans, 17 C.F.R. § 201.1105, IT IS HEREBY ORDERED that Epiq is appointed as the Fund Administrator, and Epiq shall obtain a bond in the manner prescribed in Rule 1105(c) in the approved amount of \$35,500,000.

By the Commission.

Elizabeth M. Murphy  
Secretary

  
By: Lynn M. Powalski  
Deputy Secretary