

STATE OF ALASKA
DEPARTMENT OF COMMERCE, COMMUNITY, AND ECONOMIC DEVELOPMENT
DIVISION OF BANKING AND SECURITIES

In the matter of:)
) ORDER NO: 2011-000250-01-S
)
ICON Funds, Inc.) ORDER ASSESSING CIVIL PENALTY
) AND
) CONSENT TO ORDER
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)
)
Respondent.)
_____)

The Director of the Department of Commerce, Community, and Economic Development, Division of Banking and Securities (the Administrator), has conducted an investigation into certain sales activities of ICON Funds, Inc. (“ICON” or “Respondent”) in Alaska, and has determined that the Respondent violated certain provisions of AS 45.55 (the “Alaska Securities Act”) by offering and selling securities in Alaska without the securities first being notice filed or registered.

The Respondent agrees that the Administrator has jurisdiction over the Respondent and these matters pursuant to the Alaska Securities Act.

The Respondent wishes to resolve and settle this matter with the Administrator. As evidenced by the authorized signature on this Order, the Respondent consents to the entry of this Order assessing a civil penalty based on the Conclusions of Law and Order. The Respondent waives its right of appeal under AS 45.55.920(d).

I. FACTS

1. Respondent is a business trust registered in the state of Massachusetts with a principal place of business at 5299 DTC Boulevard, 12th Floor, Greenwood Village, Colorado. ICON is an open-ended management investment company registered under the Investment

1 Company Act of 1940 (the "1940 Act").

2 2. Beginning in January 1997, ICON, an issuer of several mutual funds registered under
3 the 1940 Act, including those funds listed in Exhibit A of this Order, first notice filed its
4 mutual funds in the state of Alaska. The mutual funds are exempt from state securities
5 registration pursuant to section 18 of the Securities Act of 1933 ("1933 Act"); however, they
6 are subject to the notice filing provisions of Section 18(b)(2) of 1933 Act and Alaska Statute
7 (AS) 45.55.075 and the Alaska Administrative Code 3 AAC 08.085, which requires an issuer
8 file notice with Alaska's Division of Banking and Securities (the "Division") on NASAA
9 Form NF ("Form NF") and pay either a one year six hundred dollar (\$600) filing fee, or a
10 two year one thousand one hundred dollar (\$1,100) filing fee, when securities are offered or
11 sold in Alaska. All notice filings must be renewed before the date of expiration of the
12 previous notice filing.

13 3. The last renewals were filed on or about February 1, 2010, when the Division
14 received and made effective renewal notice filings for the specific funds listed in Exhibit A.
15 After the renewals were made effective by the Division, each fund was extended for one year
16 to expire on February 1, 2011.

17 4. On February 1, 2011, the notice filings for the funds listed in Exhibit A expired and
18 were not renewed in accordance with AS 45.55.075(b).

19 5. On or about February 11, 2011, State Street Corporation, on behalf of respondent,
20 filed a name change form to change the ICON Leisure and Consumer Staples Fund to the
21 ICON Consumer Staples Fund. Upon receipt, the Division advised State Street Corporation
22 that the fund subject to the name change form had expired.

23 6. On or about March 15, 2011, State Street Corporation sent an email to the division
24 stating they were unaware the notice filings for all mutual funds listed on Exhibit A had

1 lapsed due to non-renewal and were no longer notice filed.

2 7. On or about March 18, 2011, the Division received notice filings and fees for each
3 fund listed in Exhibit A. Because the original filings for each fund had lapsed, the notice for
4 each fund was processed as a new filing and assigned a new filing number.

5 8. During the period of time the notice filings had expired, Respondent continued to
6 offer and sell of the funds in the state of Alaska. From the date of expiration of each filing
7 until the date the division received new notice filings and fees on March 18, 2011, the
8 Respondent sold shares totaling \$317,983.29, which are listed for each fund in Exhibit A.

9 II. CONCLUSIONS OF LAW

10 1. The mutual fund shares the Respondent offered and sold in the state of Alaska were
11 federal covered securities, as defined by AS 45.55.990(10).

12 2. Respondent sold federal covered securities in the state of Alaska from February 1,
13 2011 to March 18, 2011, without filing the required notice filing and paying the required
14 fees in violation of AS 45.55.075.

15 3. Because Respondent failed to timely file the require notice filings and pay the
16 required fees, Respondent is subject to a civil penalty under AS 45.55.920.

17 III. ORDER

18 1. Respondent is ordered to pay a civil penalty under AS 45.55.920(c), in the amount of
19 \$500 for each fund listed on Exhibit A where sales occurred during the subject time period.

20 In addition, Respondent is ordered to pay a civil penalty under AS 45.55.920(c) in the
21 amount of \$150 for each fund listed on Exhibit A for mutual funds being offered for sale but
22 no sales occurred during the subject time period. The total amount of civil penalties ordered
23 paid by the Respondent is \$4,250.

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1 IT IS SO ORDERED:

2 SUSAN BELL, Commissioner
3 Department of Commerce, Community and Economic Development

4
5 September 13, 2012
6 Date

/s/ Lorie L. Hovanec
Lorie L. Hovanec, Director
Division of Banking and Securities

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9 Corporate Consent to Entry of Order

10 I, Donald Salcito state that I am the Secretary of ICON Funds; that I am authorized to
11 act on its behalf; that I have read the foregoing Order and that I know and fully understand
12 the Order contents; that ICON has been represented by counsel in this matter; that ICON and
13 I have been advised of the right to a hearing; that ICON voluntarily and without any force or
14 duress, consents to the entry of this Order, without admitting or denying the factual
15 allegations stated herein, expressly waiving any right to a hearing in this matter; that ICON
16 understands that the Administrator reserves the right to take further actions to enforce this
17 Order or to take appropriate action upon discovery of any violation of the Alaska Securities
18 Act, and that ICON will fully comply with the terms and conditions stated herein.

19 ICON further assures the Administrator that ICON and its directors, officers,
20 employees and agents will only effect securities transactions in Alaska in full compliance
21 with the terms of this Order, the Alaska Securities Act (AS 45.55) and regulations (AAC
22 03.008).

23 ICON understands that this Consent Order is a public document.
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September 4, 2012
Date

/s/ Donald Salcito
Donald Salcito

Title Secretary _____
For ICON Funds, Inc.

SUBSCRIBED AND SWORN TO before me this 4th day of September, 2012 at Greenwood Village, Colorado.

/s/ Lisa A. Durán

Notary Public in and for Colorado,
County of Arapahoe

Lisa A. Durán

Notary Printed Name
My commission expires: January 13, 2015

Contact Person:
Roger W. Prince
Securities Examiner
(907) 269-8144

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Exhibit A

Sales for each Mutual Fund

Fund Name	File Number	Amount of Sales	Fine
ICON Consumer Staples Fund	60038692	\$0.00	\$150.00
ICON International Equity Fund	60038693	\$29,966.96	\$500.00
ICON Asia-Pacific Region Fund	60038686	\$0.00	\$150.00
ICON Consumer Discretionary Fund	60038688	\$4,362.96	\$500.00
ICON Energy Fund	60038689	\$260,507.64	\$500.00
ICON Europe Fund	60038694	\$0.00	\$150.00
ICON Financial Fund	60038690	\$0.00	\$150.00
ICON Healthcare Fund	60038691	\$300.00	\$500.00
ICON Industrial Fund	60038698	\$3,068.00	\$500.00
ICON Information Technology Fund	60038696	\$8,181.67	\$500.00
ICON Materials Fund	60038687	\$11,596.06	\$500.00
ICON Telecommunication & Utilities Fund	60038697	\$0.00	\$150.00
Total Sales from February 1, 2011 to March 18, 2011		\$317,983.29	\$4,250.00