

STATE OF NEW JERSEY
BUREAU OF SECURITIES
P.O. Box 47029
Newark, New Jersey 07101
(973) 504-3600

IN THE MATTER OF:

Dilna Investments Ltd. d/b/a Fidelity
Revenue,

Respondent.

**SUMMARY CEASE
AND DESIST ORDER**

Pursuant to the authority granted to Christopher W. Gerold, Chief of the New Jersey Bureau of Securities (“Bureau Chief”), under the Uniform Securities Law (1997), N.J.S.A. 49:3-47 to -89 (“Securities Law”) and certain regulations thereunder, and based upon documents and information obtained during the investigation by the New Jersey Bureau of Securities (“Bureau”), the Bureau Chief hereby finds that there is good cause and it is in the public interest to enter this Summary Cease and Desist Order (“Order”) against Dilna Investments Ltd. d/b/a Fidelity Revenue (“Fidelity Revenue”).

The Bureau Chief makes the following findings of fact and conclusions of law:

FINDINGS OF FACT

A. The Respondent

1. Fidelity Revenue conducts its business on the internet, principally by means of a website accessible at <https://www.fidelityrevenue.com/> (the “Fidelity Revenue Website”).

2. Fidelity Revenue holds itself out as an on-line trading system offering 24-hour access, multi-language, individual support and a broad array of investment products and services with low minimum account deposits in order to initiate trading opportunities with ease of use. Fidelity Revenue markets itself as “safe, secure state-of-art” trading technology for web and

mobile users which provides security for deposits and withdrawals of client funds. Fidelity Revenue purports to be located in California at “California, CA [sic] 9001” and regulated by the Seychelles Financial Services Authority (“SFSA”) with License Number DC0012. However, a search of the SFSA list of regulated entities does not indicate Fidelity Revenue holds that license.

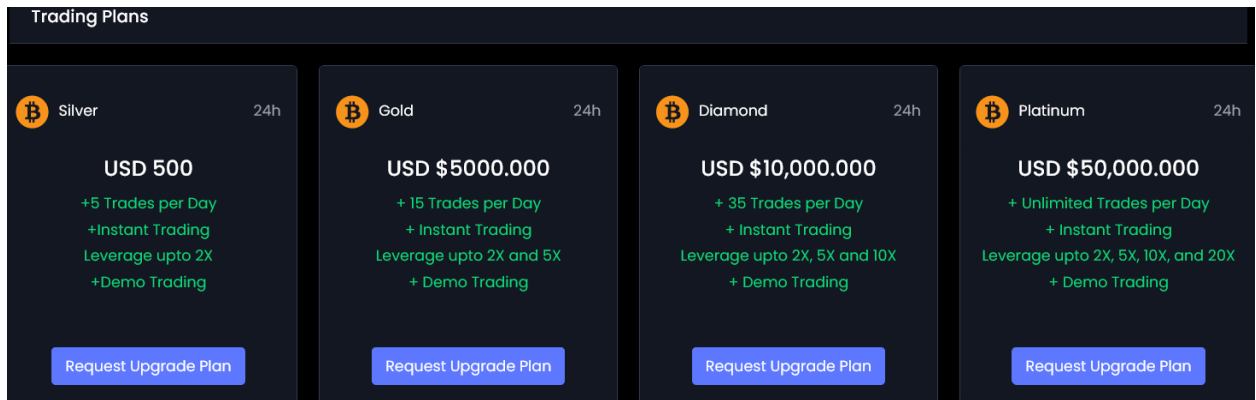
3. According to the Fidelity Revenue Website, Dilna Investments Ltd. (“Dilna Investments”) operates Fidelity Revenue and purports to be “the primary payment provider and website operator.” Dilna Investments appears to be registered as a Limited Company with the Cyprus Corporate Registry (registration number HE 332817).

4. Dilna Investments purports to be “acting on behalf of its mother company, Fidelity Revenue LLC, a Financial Services Company authorized and regulated by the U.S. Securities and Exchange Commission (SEC) under the license # 00192022.” A search of the SEC’s website did not reveal any such license.

5. Neither Fidelity Revenue, nor Dilna Investments, nor Fidelity Revenue LLC have ever been registered in any capacity with the Bureau.

B. The Fidelity Revenue is Acting as an Unregistered Broker-Dealer

6. Fidelity Revenue offers four different trading plans (together the “Fidelity Revenue Trading Plans”) to purportedly trade stocks, commodities, bonds, ETFs and Forex. Depending upon the amount deposited with Fidelity Revenue, the Fidelity Revenue Trading Plans offer as few as five trades per day up to an unlimited number of trades. Fidelity Revenue publishes the following graphics on its platform to demonstrate the terms:



7. Fidelity Revenue purports that it also allows you to use the “MET TRADER 4” and “Web Trader” platforms.

8. Fidelity Revenue offers a three step process to start:

- 1 Register**
in 60 seconds or less
- 2 Deposit**
with the most convenient
payment methods
- 3 Start trading**
the exciting financial markets
NOW!

9. Fidelity Revenue’s Website offers little information regarding each service. Fidelity Revenue’s Website states it offers “0 commissions”, “up to \$4,000 welcome bonus”, “Free account for all”, “over 2,100 assets, from Forex, Stocks, Commodities, Bonds and ETFs” and “Leveraged trading with narrow spreads”.

10. Fidelity Revenue’s Website purports, “[o]n Fidelity Revenue, we guarantee some of the lowest spreads in the market and zero commission, whilst offering leverage up to 1:300.”

11. As described on Fidelity Revenue’s Website, Fidelity Revenue does not disclose any fees, commissions, costs or payments when an investor attempts to withdraw funds beyond 14 days from Fidelity Revenue’s acceptance of the client agreement.

12. Fidelity Revenue offers the Fidelity Revenue trading services to the general public, including New Jersey residents.

13. Fidelity Revenue is not registered with the Bureau as a broker-dealer or in any capacity.

C. The Fidelity Revenue Website

14. Fidelity Revenue's Website does not provide any information regarding Fidelity Revenue's officers, directors, or any other team member, and does not indicate what credentials, qualifications or experience any of these individuals may have. Fidelity Revenue's Website merely states Fidelity Revenue is a "financial services company."

15. In addition to the false claims of licenses as described above, Fidelity Revenue's Website also claims that:

- a. Fidelity Revenue (UK) LLC ("Fidelity Revenue UK") is "a financial services company authorised and regulated by the Financial Conduct Authority ("FCA") under the license FRN 488191"; and
- b. Fidelity Revenue AUS Capital Pty LLC ("Fidelity Revenue AUS") is "authorised by the Australian Securities and Investments Commission ("ASIC") to provide financial services under Australian Financial Services License 598272".

16. A search of both the FCA and ASIC indicated that Fidelity Revenue UK and Fidelity Revenue AUS do not hold these licenses.

17. Fidelity Revenue displays several testimonials from purported clients on the Fidelity Revenue Website as shown in the images below:

People Say the Nicest Things

The image displays three customer testimonials for Fidelity Revenue, arranged horizontally. Each testimonial is enclosed in a light gray box with a thin border. At the top of each box is a circular profile picture of the customer. Below the picture is the customer's name and title. Underneath is a star rating (five stars for all three). The testimonial text is enclosed in double quotation marks. The first testimonial is from Andre Guzman, a customer who gave a 5-star rating and praised the platform for helping a nervous beginner. The second is from Michael Thomas, a customer who gave a 5-star rating and mentioned switching from another broker because of better service and helpful tools like Traders Trends. The third is from Madeline Khor, a customer who gave a 5-star rating and expressed delight after trading for two years, praising the service and the Web platform.

Andre Guzman
Customer
★★★★★
“I came to Fidelity Revenue as a nervous beginner. They guided me on how to trade, how to use their platform and also showed me some tools to help me trade. Highly recommended.”

Michael Thomas
Customer
★★★★★
“I moved across from another broker as I felt I was getting less than optimal level of service. This broker Fidelity Revenue has blown me away. They offer amazing platforms, Traders Trends and other really helpful tools that I use day to day. Can't recommend them enough!”

Madeline Khor
Customer
★★★★★
“I have been trading with this broker for 2 years and am delighted with the service I get from them. They go above and beyond to make sure I have everything I need to help me trade like a superstar. Love their Web platform!”

18. However, at least one of these pictures is a stock photo. Additionally, these exact testimonials, with the company name changed, are found on at least one other website, <https://bluematrixtrades.com/>, which is strikingly similar to the Fidelity Revenue Website.

D. The New Jersey Investor

19. At least one New Jersey resident opened an account with Fidelity Revenue (the “New Jersey Investor”). The New Jersey Investor deposited Bitcoin with Fidelity Revenue that had been purchased from Gemini.com (“Gemini”), an online cryptocurrency exchange not affiliated with Fidelity Revenue.

20. On or about June 4, 2021, the New Jersey Investor transferred \$11,000 worth of Bitcoin to Fidelity Revenue.

21. The New Jersey Investor’s account at Fidelity Revenue purportedly grew to over \$34,000.

22. The New Jersey Investor attempted to withdraw her funds from Fidelity Revenue, but was told that to withdraw her funds, she would be required to pay a 28% fee up front.

23. The New Jersey Investor contacted Gemini to reverse the transfer of her funds to Fidelity Revenue. On July 13, 2021, Gemini informed the New Jersey Investor that Gemini could

not recover the funds “unless the receiver decides to send them back” due to “transaction finality,” which “is a function of decentralized blockchains.” Gemini told the New Jersey Investor that it had “flagged the address where the crypto was sent and will prevent you and additional users from falling victim to this scam.”

24. To date, the New Jersey Investor has not received any of her funds back from Fidelity Revenue despite her requests.

E. Omissions of Material Facts to Potential Investors by Fidelity Revenue in the Offer of the Fidelity Revenue Trading Services

25. In connection with its offer to purchase and sell securities via the Fidelity Revenue Website, Fidelity Revenue omits to disclose material facts to investors including:

- a. The identity of its principals and management;
- b. The company’s financial statements, including its assets, liabilities, and profitability;
- c. The risks of Fidelity Revenue;
- d. That there is a 28% fee on withdrawals; and
- e. That Fidelity Revenue is not registered with the Bureau as a broker-dealer, investment adviser, or in any other capacity as required by the Securities Law.

F. Untrue or Materially Misleading Statements of Material Facts to Potential Investors

26. As described above, Fidelity Revenue, Dilna Investments, Fidelity Revenue LLC, Fidelity Revenue, Fidelity Revenue UK, and Fidelity Revenue AUS falsely state that they are registered with various regulatory agencies.

27. The Fidelity Revenue Website displays several testimonials from purported clients, with at least one stock photograph and whose testimonials appear on at least one other website.

CONCLUSIONS OF LAW

28. Fidelity Revenue offers and sells “securities” as defined by N.J.S.A. 49:3-49(m).

29. Fidelity Revenue is effecting or attempting to effect transactions in securities for the accounts of others without registration in violation of N.J.S.A. 49:3-56.

30. In connection with the offer of the Fidelity Revenue trading services, Fidelity Revenue is omitting to state material facts necessary in order to make the statements made in light of the circumstances under which they were made, not misleading to investors, in violation of N.J.S.A. 49:3-52(b).

31. N.J.S.A. 49:3-67 empowers the Bureau Chief to issue orders that are reasonably necessary to carry out the provisions of the Law.

32. N.J.S.A. 49:3-69(a)(1) empowers the Bureau Chief to issue a cease and desist order against persons engaged in prohibited activities, directing them to cease and desist from further illegal activity or doing acts in furtherance thereof.

33. Fidelity Revenue's violations are continuous and ongoing, therefore making a cease and desist in the public interest and an appropriate remedy.

ORDER

THEREFORE, it is on this 27th day of October 2021, hereby **ORDERED** that:

34. Fidelity Revenue and any affiliate, person, employee, officer, director, entity, agent, representative, or independent contractor under Fidelity Revenue's direction or control immediately **CEASE AND DESIST** from:

- a. offering for sale any security in New Jersey until the security is registered with the Bureau or is offered for sale pursuant to an exemption from registration under the Securities Law;

- b. acting as broker-dealers or agents in New Jersey until each is registered with the Bureau or are acting pursuant to an exemption from registration under the Securities Law;
- c. making material misstatements of fact, or omitting to state material facts necessary in order to make the statements made, in light of the circumstances under which they are made, not misleading in connection with its offer and/or sale of securities in New Jersey; and
- d. violating any other provisions of the Securities Law and any rules promulgated thereunder for the sale of any security in New Jersey.

35. All exemptions contained in N.J.S.A. 49:3-50 subsection (a) paragraph 9, 10, and 11 and subsection (b) are hereby **DENIED** as to Fidelity Revenue.

36. All exemptions to the registration requirements provided by N.J.S.A. 49:3-56(b), N.J.S.A. 49:3-56(c) and N.J.S.A. 49:3-56(g) are hereby **DENIED** as to Fidelity Revenue.

Christopher W. Gerold

Christopher W. Gerold
Chief, New Jersey Bureau of Securities

NOTICE OF RIGHT TO HEARING

Pursuant to N.J.S.A. 49:3-69(a)(1)(i) the Bureau Chief shall entertain on no less than three days' notice a written application to lift the Order to Cease and Desist on written application of the person subject thereto and in connection therewith may, but need not, hold a hearing and hear testimony, but shall provide to the person subject thereto a written statement of the reasons for the Order to Cease and Desist.

Pursuant to N.J.S.A. 49:3-69(a)(1)(ii), upon service of notice of the Order to Cease and Desist issued by the Bureau Chief, the person subject thereto shall have up to 15 days to respond to the Bureau in the form of a written answer and written request for a hearing. The Bureau Chief shall, within five days of receiving the answer and request for a hearing, either transmit the matter to the Office of Administrative Law for a hearing or schedule a hearing at the Bureau of Securities.

Orders issued pursuant to N.J.S.A. 49:3-69 shall be subject to an application to vacate upon 10 days' notice, and a preliminary hearing on the Order shall be held in any event within 20 days after it is requested, and the filing of a motion to vacate the Order shall toll the time for filing an answer and written request for a hearing.

Pursuant to N.J.S.A. 49:3-69(a)(1)(iii), if any person subject to the Order fails to respond by filing a written answer and written request for a hearing with the Bureau or moving to vacate the order within the 15 day prescribed period, that person shall have waived the opportunity to be heard. The Order will be a Final Order and shall remain in effect until modified or vacated.

NOTICE OF OTHER ENFORCEMENT REMEDIES

You are advised that the Uniform Securities Law provides several enforcement remedies, which are available to be exercised by the Bureau Chief, either alone or in combination. These remedies include, in addition to this action, the right to seek and obtain injunctive and ancillary relief in a civil enforcement action, N.J.S.A. 49:3-69, and the right to seek and obtain civil penalties in an administrative or civil action, N.J.S.A. 49:3-70.1.

You are further advised that the entry of the relief requested does not preclude the Bureau Chief from seeking and obtaining other enforcement remedies against you in connection with the claims made against you in this action.