

**STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT**

**IN THE MATTER OF: WCM INVESTMENT
MANAGEMENT**

FILE NO. 0500278

CONSENT ORDER OF DISMISSAL

TO THE RESPONDENT:

WCM Investment Management
(CRD#: 104702)
23702 Birtcher Drive
Lake Forest, California 92630

C/o Elizabeth M. Knoblock
Crowell & Moring LLP
1001 Pennsylvania Avenue NW
Washington, D.C. 20004-2595

WHEREAS, Respondent on the 3rd day of August 2005 executed a certain Stipulation to Enter Consent Order of Dismissal (the "Stipulation"), which hereby is incorporated by reference herein.

WHEREAS, by means of the Stipulation, Respondent has admitted to the jurisdiction of the Secretary of State and service of the Notice of Hearing of the Secretary of State, Securities Department, dated July 14, 2005, in this proceeding (the "Notice") and Respondent has consented to the entry of this Consent Order of Dismissal ("Consent Order").

WHEREAS, by means of the Stipulation, the Respondent acknowledged, without admitting or denying the truth thereof, that the following allegations contained in the Notice of Hearing shall be adopted as the Secretary of State's Findings of Fact:

1. The Respondent is a business entity and during all relevant times, has offered investment advisory services for compensation to residents of the State of Illinois.
2. The Respondent, beginning on or about June 19, 2003 to the present, was and is acting in the capacity of a Federal Covered Investment Advisor (FICA) to residents of the State of Illinois.

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3. That Section 8.C(5) of the Act provides, *inter alia*, a federal covered investment adviser shall file with the Secretary of State, prior to acting as a federal covered investment adviser in the State, such documents as have been filed with the Securities and Exchange Commission as the Secretary of State by rule or order may prescribe. The notification of a federal covered investment adviser shall be accompanied by a notification filing fee established pursuant to Section 11.A of this Act, which shall not be returnable in any event. Every person acting as a federal investment adviser in this State shall file a notification filing and pay an annual notification filing fee established pursuant to Section 11.A of this Act, which is not returnable in any event. The failure to file any such notification shall constitute a violation of subsection D of the Section 12 of the Act.
4. From June 19, 2003 until April 11, 2005, the Respondent failed to file the annual notification filings and notification filing fees to the Secretary of State, as required by the Act.
5. That Section 12.D of the Act provides, *inter alia*, that it shall be a violation of the provisions of the Act for any person to fail to file with the Secretary of State any application, report or document required to be filed under the provisions of the Act or any rule or regulation made by the Secretary of State pursuant to the Act.

WHEREAS, by means of the Stipulation Respondent has acknowledged, without admitting nor denying the averments, that the following shall be adopted as the Secretary of State's Conclusion of Law:

That by virtue of the foregoing, the Respondent has committed a violation of Section 12.D of the Act.

WHEREAS, by means of the Stipulation Respondent has acknowledged and agreed that it has submitted with the Stipulation a check in the amount of Twelve Thousand Five Hundred Dollars (\$12,500.00). Said check has been made payable to the Office of the Secretary of State, Investors Education Fund and represents a Ten Thousand dollar (\$10,000.00) fine for violation of the Act and a Twenty-five Hundred dollar (\$2,500.00) reimbursement to cover the cost incurred during the investigation of this matter.

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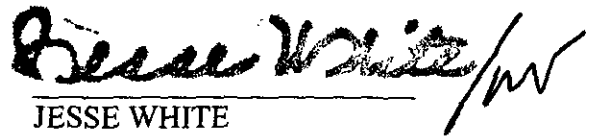
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WHEREAS, the Secretary of State, by and through his duly authorized representative, has determined that the matter related to the aforesaid formal hearing may be dismissed without further proceedings.

NOW THEREFORE IT SHALL BE AND IS HEREBY ORDERED THAT:

1. The Notice of Hearing dated July 14, 2005 is dismissed.
2. The formal hearing scheduled on this matter is hereby dismissed without further proceedings.

ENTERED: This 4th day of August 2005.

A handwritten signature in black ink, appearing to read "Jesse White" with a stylized flourish at the end.

JESSE WHITE
Secretary of State
State of Illinois