

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

**VINEET KALUCHA, GEORGE PALATHINKAL,
AND APHELION FUND MANAGEMENT, LLC**

Defendants.

Case No.: 14 Civ. 3247 (RMB)

ECF Case

**ORDER APPOINTING PLAN ADMINISTRATOR AND
APPROVING DISTRIBUTION PLAN**

The Court, having reviewed the Securities and Exchange Commission's Motion to Appoint a Plan Administrator and Approve Distribution Plan, and it appearing for good cause shown,

IT IS HEREBY ORDERED, that:

1. The Motion to Appoint Plan Administrator and Approve Distribution Plan is **GRANTED.**
2. Michael S. Lim is appointed as Plan Administrator.
3. The Distribution Fund will be distributed in accordance with the Distribution Plan approved by this Court.
4. The Plan Administrator shall perform such functions as are ^{reasonably} necessary to RMB
implement and administer the approved Distribution Plan, pursuant to which monies in the Distribution Fund, minus tax obligations and fees and expenses of the Tax Administrator, shall be distributed to the six investors as set forth in the Distribution Plan.

- RMB
5. The Plan Administrator shall ^{act within} ~~be deemed to be acting within~~ the scope of his employment with the Commission in administering this Distribution Fund. In carrying out his duties, the Plan Administrator may be assisted by other Commission staff acting under his supervision.
6. The Plan Administrator shall receive no compensation for the services performed in administering the Distribution Fund, other than his regular salary as an employee of the Commission.
7. The Plan Administrator shall coordinate with the Court-appointed Tax Administrator, Damasco & Associates LLP, to ensure that the Distribution Fund, a Qualified Settlement Fund ("QSF") under Section 468B(g) of the Internal Revenue Code, and related regulations pertaining to QSFs, 26 C.F.R. §§ 1.468B-1 through 65, complies with all related legal and regulatory requirements, including without limitation, satisfying any reporting or withholding requirements imposed on distributions from the Distribution Fund.
8. The Plan Administrator may be removed *sua sponte* at any time by the Court or upon motion of the Commission and replaced with a successor.
9. The Plan Administrator and his designees, agents and assistants are not required to post a bond, and shall not be liable to any person for their actions hereunder, except on a finding of ^{gross negligence or} willful disregard of duty.
- RMB
10. The Plan Administrator will submit a final accounting to the Court prior to seeking termination of the Distribution Fund and discharge of the Plan Administrator.

11. The Commission staff is authorized to approve and arrange payment of all future tax obligations and tax administrator fees and expenses owed by the Distribution Fund directly from the Distribution Fund without further order of the Court.

On this 23^d day of May, 2016.

RMB

HON. RICHARD M. BERMAN
UNITED STATES DISTRICT COURT JUDGE *of*