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13 UNITED STATES DISTRICT COURT
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15 NORTHERN DISTRICT OF CALIFORNIA
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17 SAN JOSE DIVISION

18 SECURITIES AND EXCHANGE COMMISSION, Civil Action No. C-01-21073-JW

19 Plaintiff,

20 vs.

21 ATUL BHAGAT and AMIT BHAGAT,

22 Defendants.

23 [PROPOSED] FINAL JUDGMENT OF
24 PERMANENT INJUNCTION AND LEGAL
25 AND OTHER EQUITABLE RELIEF
26 AGAINST AMIT BHAGAT

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28 Plaintiff Securities and Exchange Commission (“Commission”) has filed its Complaint
for Permanent Injunction and Legal and Other Equitable Relief (“Complaint”) in this action.
Defendant Amit Bhagat (“Bhagat”) has submitted a Consent to the Entry of Permanent
Injunction and Legal and Other Equitable Relief (“Consent”), which was filed simultaneously
with this Final Judgment of Permanent Injunction and Legal and Other Equitable Relief (“Final
Judgment”) and incorporated herein by reference. In the Consent, Bhagat waived service of the
Summons and Complaint, admitted the jurisdiction of this Court over him and over the subject
matter of this action, admitted that he was fully advised and informed of the right to a judicial
determination of this matter, waived findings of fact and conclusions of law as provided by Rule

[PROPOSED] FINAL JUDGMENT AGAINST AMIT BHAGAT
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2 52 of the Federal Rules of Civil Procedure, consented to the entry of this Final Judgment,
3 without admitting or denying any of the allegations in the Complaint except as set forth in the
4 Consent, and waived notice of hearing upon the entry of this Final Judgment. Good cause
5 appearing, the court orders as follows:

6 I.
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8 IT IS HEREBY ORDERED, ADJUDGED AND DECREED that Bhagat, his agents,
9 servants, employees, attorneys, and all persons acting in concert or participation with him, who
10 receive actual notice of this Final Judgment, by personal service or otherwise, and each of them,
11 are permanently enjoined and restrained from, directly or indirectly, violating Section 10(b) of
12 the Securities and Exchange Act of 1934 (“Exchange Act”) [15 U.S.C. § 78j(b)] and Rule 10b-5
thereunder [17 C.F.R. § 240.10b-5] by:

13 A. employing any device, scheme, or artifice to defraud;
14 B. making any untrue statement of material fact or omitting to state a material fact
necessary in order to make the statements made, in the light of the circumstances under which
15 they were made, not misleading; or
16 C. engaging in any transaction, practice, or course of business which operates or
17 would operate as a fraud or deceit upon any person, in connection with the purchase or sale of
18 the securities of any issuer, by the use of any means or instrumentality of interstate commerce, or
19 of the mails, or of any facility of any national securities exchange.

20 II.
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22 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Bhagat disgorge
23 profits from his securities purchase that is the subject of this action in the amount of \$2,263.65,
24 plus prejudgment interest in the amount of \$99.95. Payment of the disgorged amount and
25 interest shall be made by cashier's check, certified check or postal money order payable to the
26 United States Treasury within thirty (30) days of the entry of the Final Judgment. Such payment
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shall be sent by certified mail to: Comptroller, Securities Exchange Commission, Operations Center, 6432 General Green Way, Alexandria, VA 22312-0003, under cover of a letter which identifies the defendant, the caption and civil action number of this matter, this Court, and the Commission's internal case number (SF-2366-A). Copies of each of the cover letters shall be simultaneously transmitted to the attention of Helane Morrison, District Administrator, at the Commission's San Francisco District Office, 44 Montgomery Street, Suite 1100, San Francisco, CA 94104.

III.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Bhagat pay a civil penalty pursuant to Section 21A(a)(1)(A) of the Exchange Act [15 U.S.C. § 78u-1(a)(1)(A)] in the amount of \$2,263.65. Payment of the penalty shall be made by cashier's check, certified check or postal money order payable to the United States Treasury within thirty (30) days of the entry of the Final Judgment. Bhagat shall pay postjudgment interest, as calculated pursuant to 28 U.S.C. § 1961, on any amount of the \$2,263.65 penalty that remains outstanding thirty (30) days after the entry of this Final Judgment. All payments shall be made by cashier's check, certified check or postal money order, payable to the United States Treasury. Such payments shall be sent by certified mail to: Comptroller, Securities Exchange Commission, Operations Center, 6432 General Green Way, Alexandria, VA 22312-0003, under cover of a letter which identifies the defendant, the caption and civil action number of this matter, this Court, and the Commission's internal case number (SF-2366-A). Copies of each of the cover letters shall be simultaneously transmitted to the attention of the District Administrator at the Commission's San Francisco District Office, 44 Montgomery Street, Suite 1100, San Francisco, CA 94104.

IV.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the attached Consent of Bhagat, filed concurrently with this Final Judgment, is incorporated herein with the same

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2 force and effect as if fully set forth herein and that Bhagat shall fully comply with all of the
3 undertakings and agreements incorporated in both documents.

4 V.
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6 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Court shall retain
7 jurisdiction over this action for the purpose of implementing and carrying out the terms of all
8 orders and decrees which may be entered herein and to entertain any suitable application or
9 motion for additional relief within the jurisdiction of this Court. During the pendency of this
10 action against any defendant, Bhagat shall appear without the service of a subpoena to testify as
11 a witness at the trial of this action or any other related proceeding, and shall respond to discovery
requests served on him through his counsel as if he remained a party to this action.

12 There being no just reason for delay, the Clerk of the Court is hereby directed, pursuant
13 to Rule 54(b) of the Federal Rules of Civil Procedure, to enter this Final Judgment forthwith.

14 Dated: _____, 2001

15 _____
United States District Court Judge

16 APPROVED AS TO FORM:

17
18 William S. Farmer
19 Collette & Erickson LLP
20 Bank of America Center - 43rd Floor
21 555 California Street
22 San Francisco, California 94104

23 Attorney for Defendant
24 AMIT BHAGAT

25 SUBMITTED BY:

26 s/Craig D. Martin
27 Helane L. Morrison
John S. Yun
Michael S. Dicke
Craig D. Martin

28 [PROPOSED] FINAL JUDGMENT AGAINST AMIT BHAGAT
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