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UNITED STATES DISTRICT COURT
NORTHER DISTRICT OF ILLINOIS

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

PENNY ANIXTER IN HER CAPACITY AS
EXECUTRIX OF THE ESTATE OF SCOTT C.
ANIXTER, CARL E. PUTNAM, DONALD C.
WELCHKO, JOHN P. FIGURELLI, DARYL T.
SPINELL, DONALD M. BANDYK, AND RENEE
L. LEVAULT,

Defendants.

No. 02 C 3235

JUDGE MAROVICH

**FINAL JUDGMENT AS TO DEFENDANT PENNY ANIXTER IN HER CAPACITY AS
EXECUTRIX OF THE ESTATE OF SCOTT C. ANIXTER**

The Securities and Exchange Commission having filed an amended complaint and Penny Anixter in her capacity as executrix of the estate of Scott C. Anixter ("Defendant") having entered a general appearance; consented to the Court's jurisdiction over Defendant and the subject matter of this action; consented to entry of this Final Judgment without admitting or denying the allegations of the amended complaint (except as to jurisdiction); waived findings of fact and conclusions of law; and waived any right to appeal from this Final Judgment:

I.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant is liable for disgorgement of \$152,665, representing profits gained as a result of the conduct alleged in the amended complaint, together with prejudgment interest thereon in the amount of \$87,464.51.

Defendant shall satisfy this obligation by paying \$240,129.51 within ten (10) business days after entry of this Final Judgment by certified check, bank cashier's check, or United States postal money order payable to the Securities and Exchange Commission. The payment shall be delivered or mailed to the Office of Financial Management, Securities and Exchange Commission, Operations Center, 6432 General Green Way, Mail Stop 0-3, Alexandria, Virginia 22312, and shall be accompanied by a letter identifying Penny Anixter in her capacity as executrix of the estate of Scott C. Anixter as a defendant in this action; setting forth the title and civil action number of this action and the name of this Court; and specifying that payment is made pursuant to this Final Judgment. Defendant shall simultaneously transmit photocopies of such payment and letter to the Commission's counsel in this action. Defendant shall pay post-judgment interest on any delinquent amounts pursuant to 28 USC § 1961. The Commission shall remit the funds paid pursuant to this paragraph to the United States Treasury.

II.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the Consent is incorporated herein with the same force and effect as if fully set forth herein, and that Defendant shall comply with all of the undertakings and agreements set forth therein. Plaintiff's claims against Defendant for permanent injunctive relief, an officer and director bar, and a civil penalty are hereby dismissed with prejudice.

III.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this Court shall retain jurisdiction of this matter for the purposes of enforcing the terms of this Final Judgment.

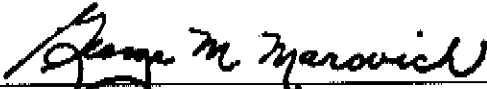
IV.

RULE 54(b) CERTIFICATION

There being no just reason for delay, pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, the Clerk is ordered to enter this Final Judgment forthwith and without further notice and closing this matter.

SO ORDERED:

Dated: APR 29 2008



GEORGE M. MAROVICH
UNITED STATES DISTRICT JUDGE