

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

THOMAS D. MELVIN, MICHAEL S.
CAIN, JOEL C. JINKS, AND PETER
C. DOFFING,

Defendants.

CIVIL ACTION NO.

1:12-CV-2984-CAP

FINAL JUDGMENT AS TO PETER C. DOFFING

The jury having determined that the defendant Peter C. Doffing violated Section 10(b) [15 U.S.C. § 78j(b)] or Rule 10b-5 [17 C.F.R. § 240.10b-5] and Section 14(e) [15 U.S.C. § 78n(e)] or Rule 14e-3 [17 C.F.R. § 250.14e-3] by committing insider trading in the securities of Chattem, Inc., it is hereby ORDERED as follows:

I.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that the defendant and the defendant's agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Final Judgment by personal service or otherwise are permanently restrained and enjoined from violating, directly or indirectly, Section 10(b) of

the Securities Exchange Act of 1934 (the “Exchange Act”) [15 U.S.C. § 78j(b)] and Rule 10b-5 promulgated thereunder [17 C.F.R. § 240.10b-5], by using any means or instrumentality of interstate commerce, or of the mails, or of any facility of any national securities exchange, in connection with the purchase or sale of any security:

- (a) to employ any device, scheme, or artifice to defraud;
- (b) to make any untrue statement of material fact or to omit to state a material fact necessary in order to make the statement made, in the light of the circumstances under which they were made, not misleading; or
- (c) to engage in any act, practice, or course of business which operates or would operate as a fraud or deceit upon any person, by purchasing or selling securities on the basis of material, nonpublic information that was obtained in breach of a duty to the source of the information or by tipping such information to another.

II.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the defendant and the defendant’s agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Final Judgment by personal service or otherwise are permanently

restrained and enjoined from violating Section 14(e) of the Exchange Act [15 U.S.C. § 78n(e)] and Rule 14e-3 [17 C.F.R. § 240.14e-3] promulgated thereunder, in connection with any tender offer or request or invitation for tenders, from engaging in any fraudulent, deceptive, or manipulative act or practice, by:

- (a) purchasing or selling or causing to be purchased or sold the securities sought or to be sought in such tender offer, securities convertible into or exchangeable for any such securities or any option or right to obtain or dispose of any of the foregoing securities while in possession of material information relating to such tender offer that the defendant knows or has reason to know is nonpublic and knows or has reason to know has been acquired directly or indirectly from the offering person; the issuer of the securities sought or to be sought by such tender offer; or any officer, director, partner, employee or other person acting on behalf of the offering person of such issuer, unless within a reasonable time prior to any such purchase or sale such information and its source are publicly disclosed by press release or otherwise; or
- (b) communicating material, nonpublic information relating to a tender offer, which the defendant knows or has reason to know is nonpublic

and knows or has reason to know has been acquired directly or indirectly from the offering person; the issuer of the securities sought or to be sought by such tender offer; or any officer, director, partner, employee, advisor, or other person acting on behalf of the offering person of such issuer, to any person under circumstances in which it is reasonably foreseeable that such communication is likely to result in the purchase or sale of securities in the manner described in subparagraph (a) above, except that this paragraph shall not apply to a communication made in good faith:

- a. to the officers, directors, partners or employees of the offering person, to its advisors or to other persons, involved in the planning, financing, preparation or execution of such tender offer;
- b. to the issuer whose securities are sought or to be sought by such tender offer, to its officers, directors, partners, employees or advisors or to other persons involved in the planning, financing, preparation or execution of the activities of the issuer with respect to such tender offer; or
- c. to any person pursuant to a requirement of any statute or rule or regulation promulgated thereunder.

III.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the defendant is liable for disgorgement of \$518,059.32, representing profits gained as a result of the conduct alleged in the complaint, and a civil penalty in the amount of \$1,036,118.64 pursuant to Section 21A of the Exchange Act [15 U.S.C. § 78u-1]. Post-judgment interest on the above-listed amounts (\$1,554,177.96 total) shall accrue at 1.21% per annum, as calculated by 28 U.S.C. § 1961.

IV.

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.

SO ORDERED this 22nd day of June, 2017.

/s/CHARLES A. PANNELL, JR.
CHARLES A. PANNELL, JR.
United States District Judge