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 10 UNITED STATES DISTRICT COURT  
 11 NORTHERN DISTRICT OF CALIFORNIA  
 12 SAN JOSE DIVISION

13 SECURITIES AND EXCHANGE COMMISSION, Case No. 5:14-cv-01467

14 Plaintiff,

15 v.

16 CHING HWA CHEN,

17 Defendant.  
 18

**[PROPOSED] FINAL JUDGMENT AS TO  
 DEFENDANT CHING HWA CHEN**

19  
 20 The Securities and Exchange Commission having filed a Complaint and Defendant Ching  
 21 Hwa Chen ("Defendant") having entered a general appearance; consented to the Court's jurisdiction  
 22 over Defendant and the subject matter of this action; consented to entry of this Final Judgment  
 23 without admitting or denying the allegations of the Complaint (except as to jurisdiction); waived  
 24 findings of fact and conclusions of law; and waived any right to appeal from this Final Judgment:

25 I.

26 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that  
 27 Defendant and Defendant's agents, servants, employees, attorneys, and all persons in active concert  
 28

1 or participation with them who receive actual notice of this Final Judgment by personal service or  
2 otherwise are permanently restrained and enjoined from violating, directly or indirectly, Section  
3 10(b) of the Securities Exchange Act of 1934 (the "Exchange Act") [15 U.S.C. § 78j(b)] and Rule  
4 10b-5 [17 C.F.R. § 240.10b-5] promulgated thereunder, by using any means or instrumentality of  
5 interstate commerce, or of the mails, or of any facility of any national securities exchange, in  
6 connection with the purchase or sale of any security:

- 7 (a) to employ any device, scheme, or artifice to defraud;
- 8 (b) to make any untrue statement of a material fact or to omit to state a material fact  
9 necessary in order to make the statements made, in the light of the circumstances  
10 under which they were made, not misleading; or
- 11 (c) to engage in any act, practice, or course of business which operates or would  
12 operate as a fraud or deceit upon any person.

13 II.

14 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant is liable for  
15 disgorgement of \$138,068, representing profits gained as a result of the conduct alleged in the  
16 Complaint, together with prejudgment interest thereon in the amount of \$4,297 and a civil penalty in  
17 the amount of \$138,068 pursuant Section 21A of the Exchange Act [15 U.S.C § 78u-1]. Defendant  
18 shall satisfy this obligation by paying \$280,433 to the Securities and Exchange Commission within  
19 14 days after entry of this Final Judgment.

20 Defendant may transmit payment electronically to the Commission, which will provide  
21 detailed ACH transfer/Fedwire instructions upon request. Payment may also be made directly from  
22 a bank account via Pay.gov through the SEC website at <http://www.sec.gov/about/offices/ofm.htm>.  
23 Defendant may also pay by certified check, bank cashier's check, or United States postal money  
24 order payable to the Securities and Exchange Commission, which shall be delivered or mailed to:

25 Enterprise Services Center  
26 Accounts Receivable Branch  
27 6500 South MacArthur Boulevard  
28 Oklahoma City, OK 73169

1 and shall be accompanied by a letter identifying the case title, civil action number, and name of this  
2 Court; Ching Hwa Chen as a defendant in this action; and specifying that payment is made pursuant  
3 to this Final Judgment.

4 Defendant shall simultaneously transmit photocopies of evidence of payment and case  
5 identifying information to the Commission's counsel in this action. By making this payment,  
6 Defendant relinquishes all legal and equitable right, title, and interest in such funds and no part of  
7 the funds shall be returned to Defendant. The Commission shall send the funds paid pursuant to this  
8 Final Judgment to the United States Treasury.

9 The Commission may enforce the Court's judgment for disgorgement and prejudgment  
10 interest by moving for civil contempt (and/or through other collection procedures authorized by law)  
11 at any time after 14 days following entry of this Final Judgment. Defendant shall pay post judgment  
12 interest on any delinquent amounts pursuant to 28 U.S.C. § 1961.

13 III.

14 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the Consent is  
15 incorporated herein with the same force and effect as if fully set forth herein, and that Defendant  
16 shall comply with all of the undertakings and agreements set forth therein, with the exception that  
17 the disgorgement and penalty amounts contained in the Consent are each decreased by \$45 as  
18 reflected in paragraph II of this Order.

19 IV.

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

22 *The Clerk shall close the file*

23  
24 Dated: April 5, 2014

*Lucy H. Koh*

25 \_\_\_\_\_  
UNITED STATES DISTRICT JUDGE