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**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF CALIFORNIA**

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

vs.

ROBERT LOZUK

Defendant.

Case No. 3:18-cv-01765-LAB-BGS

**FINAL JUDGMENT AS TO
DEFENDANT ROBERT LOZUK**

1 The Securities and Exchange Commission having filed a Complaint and
2 Defendant Robert Lozuk having entered a general appearance; consented to the
3 Court's jurisdiction over Defendant and the subject matter of this action; consented to
4 entry of this Final Judgment without admitting or denying the allegations of the
5 Complaint (except as to jurisdiction and except as otherwise provided herein in
6 paragraph VI); waived findings of fact and conclusions of law; and waived any right
7 to appeal from this Final Judgment.

8 I.

9 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant is
10 permanently restrained and enjoined from violating, directly or indirectly, Section
11 10(b) of the Securities Exchange Act of 1934 (the "Exchange Act") [15 U.S.C. §
12 78j(b)] and Rule 10b-5 promulgated thereunder [17 C.F.R. § 240.10b-5], by using
13 any means or instrumentality of interstate commerce, or of the mails, or of any
14 facility of any national securities exchange, in connection with the purchase or sale of
15 any security:

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

22 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, as
23 provided in Federal Rule of Civil Procedure 65(d)(2), the foregoing paragraph also
24 binds the following who receive actual notice of this Final Judgment by personal
25 service or otherwise: (a) Defendant's officers, agents, servants, employees, and
26 attorneys; and (b) other persons in active concert or participation with Defendant or
27 with anyone described in (a).

28

II.

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant is 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 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 or 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 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

1 under circumstances in which it is reasonably foreseeable that
2 such communication is likely to result in the purchase or sale of
3 securities in the manner described in subparagraph (a) above,
4 except that this paragraph shall not apply to a communication
5 made in good faith

6 (i) to the officers, directors, partners or employees of the
7 offering person, to its advisors or to other persons,
8 involved in the planning, financing, preparation or
9 execution of such tender offer;

10 (ii) to the issuer whose securities are sought or to be
11 sought by such tender offer, to its officers, directors,
12 partners, employees or advisors or to other persons
13 involved in the planning, financing, preparation or
14 execution of the activities of the issuer with respect to
15 such tender offer; or

16 (iii) to any person pursuant to a requirement of any statute
17 or rule or regulation promulgated thereunder.

18 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, as
19 provided in Federal Rule of Civil Procedure 65(d)(2), the foregoing paragraph also
20 binds the following who receive actual notice of this Final Judgment by personal
21 service or otherwise: (a) Defendant's officers, agents, servants, employees, and
22 attorneys; and (b) other persons in active concert or participation with Defendant or
23 with anyone described in (a).

24 III.

25 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, pursuant
26 to Section 21(d)(2) of the Exchange Act [15 U.S.C. § 78u(d)(2)], Defendant is
27 prohibited, for 5 years following the date of entry of this Final Judgment, from acting
28 as an officer or director of any issuer that has a class of securities registered pursuant

1 to Section 12 of the Exchange Act [15 U.S.C. § 78I] or that is required to file reports
2 pursuant to Section 15(d) of the Exchange Act [15 U.S.C. § 78o(d)].

3 IV.

4 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant
5 shall pay a civil penalty in the amount of \$26,643.80 to the Securities and Exchange
6 Commission pursuant to Section 21A of the Exchange Act [15 U.S.C. § 78u-1].

7 Defendant shall make this payment within 14 days after entry of this Final Judgment.

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

14 Enterprise Services Center
15 Accounts Receivable Branch
16 6500 South MacArthur Boulevard
17 Oklahoma City, OK 73169

18 and shall be accompanied by a letter identifying the case title, civil action number,
19 and name of this Court; Robert Lozuk as a defendant in this action; and specifying
20 that payment is made pursuant to this Final Judgment.

21 Defendant shall simultaneously transmit photocopies of evidence of payment
22 and case identifying information to the Commission's counsel in this action. By
23 making this payment, Defendant relinquishes all legal and equitable right, title, and
24 interest in such funds and no part of the funds shall be returned to Defendant. The
25 Commission shall send the funds paid pursuant to this Final Judgment to the United
26 States Treasury. Defendant shall pay post-judgment interest on any delinquent
27 amounts pursuant to 28 USC § 1961.

28

1 V.

2 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the
3 Consent is incorporated herein with the same force and effect as if fully set forth
4 herein, and that Defendant shall comply with all of the undertakings and agreements
5 set forth therein.

6 VI.

7 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, solely for
8 purposes of exceptions to discharge set forth in Section 523 of the Bankruptcy Code,
9 11 U.S.C. §523, the allegations in the complaint are true and admitted by Defendant,
10 and further, any debt for disgorgement, prejudgment interest, civil penalty or other
11 amounts due by Defendant under this Final Judgment or any other judgment, order,
12 consent order, decree or settlement agreement entered in connection with this
13 proceeding, is a debt for the violation by Defendant of the federal securities laws or
14 any regulation or order issued under such laws, as set forth in Section 523(a)(19) of
15 the Bankruptcy Code, 11 U.S.C. §523(a)(19).

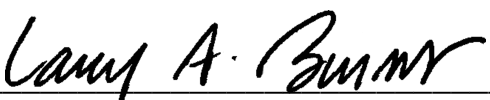
16 VII.

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

20 VIII.

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

24
25 Dated: September 12, 2018

26 
27 _____
28 HON. LARRY ALAN BURNS
UNITED STATES DISTRICT JUDGE