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CLERK US DISTRICT COURT
SOUTHERN DISTRICT OF CALIFORNIA

BY  DEPUTY

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF CALIFORNIA

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

vs.

MOHIT A. KHANNA, MAK 1 ENTERPRISES
GROUP, LLC, and SHARANJIT K. KHANNA
aka SHARANJIT K. GREWAL,

Defendants,

and

FIRST OPPORTUNITIES MANAGEMENT
GROUP, INC.,

Relief Defendant.

Case No. 09cv1784 BEN (WVG)

**JUDGMENT OF PERMANENT
INJUNCTION AND OTHER RELIEF
AGAINST SHARANJIT K. KHANNA**

1 Plaintiff Securities and Exchange Commission ("Commission") having filed a First
2 Amended Complaint ("Complaint") and Defendant Sharanjit K. Khanna aka Sharanjit K. Grewal
3 ("Khanna") having entered a general appearance; consented to the Court's jurisdiction over her
4 and the subject matter of this action; consented to entry of this Judgment of Permanent
5 Injunction And other Relief ("Judgment") without admitting or denying the allegations of the
6 Complaint (except as to jurisdiction); waived findings of fact and conclusions of law; and waived
7 any right to appeal from this Judgment:

8
9 I.

10 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Khanna and her
11 agents, servants, employees, attorneys, and all persons in active concert or participation with
12 them who receive actual notice of this Judgment by personal service or otherwise are
13 permanently restrained and enjoined from violating, directly or indirectly, Section 10(b) of the
14 Securities Exchange Act of 1934 (the "Exchange Act") [15 U.S.C. § 78j(b)] and Rule 10b-5
15 promulgated thereunder [17 C.F.R. § 240.10b-5], by using any means or instrumentality of
16 interstate commerce, or of the mails, or of any facility of any national securities exchange, in
17 connection with the purchase or sale of any security:

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

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that Khanna and her agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Judgment by personal service or otherwise are permanently restrained and enjoined from violating Section 17(a) of the Securities Act of 1933 (the "Securities Act") [15 U.S.C. § 77q(a)] in the offer or sale of any security by the use of any means or instruments of transportation or communication in interstate commerce or by use of the mails, directly or indirectly:

- (a) to employ any device, scheme, or artifice to defraud;
- (b) to obtain money or property by means of any untrue statement of a material fact or any omission of a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading;
- or
- (c) to engage in any transaction, practice, or course of business which operates or would operate as a fraud or deceit upon the purchaser.

III.

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that Khanna and her 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 5 of the Securities Act [15 U.S.C. § 77e] by, directly or indirectly, in the absence of any applicable exemption:

- (a) Unless a registration statement is in effect as to a security, making use of any means or instruments of transportation or communication in interstate commerce or of the mails to sell such security through the use or medium of any prospectus or otherwise;
- (b) Unless a registration statement is in effect as to a security, carrying or causing to be carried through the mails or in interstate commerce, by any means or instruments of transportation, any such security for the purpose of sale or for

1 delivery after sale; or

2 (c) Making use of any means or instruments of transportation or communication in
3 interstate commerce or of the mails to offer to sell or offer to buy through the use
4 or medium of any prospectus or otherwise any security, unless a registration
5 statement has been filed with the Commission as to such security, or while the
6 registration statement is the subject of a refusal order or stop order or (prior to the
7 effective date of the registration statement) any public proceeding or examination
8 under Section 8 of the Securities Act [15 U.S.C. § 77h].

9 IV.

10 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Khanna shall pay
11 disgorgement of ill-gotten gains, prejudgment interest thereon, and a civil penalty pursuant to
12 Section 20(d) of the Securities Act, 15 U.S.C. § 77t(d), Section 21(d)(3) of the Exchange Act, 15
13 U.S.C. § 78u(d)(3), and Section 209(e) of the Advisers Act, 15 U.S.C. § 80b-9(e). The Court
14 shall determine the amounts of the disgorgement and civil penalty upon motion of the
15 Commission. Prejudgment interest shall be calculated from July 9, 2009, based on the rate of
16 interest equal to the weekly average published by the Board of Governors of the Federal Reserve
17 System, in accordance with 28 U.S.C. § 1961.

18 V.

19 In connection with the Commission's motion(s) for disgorgement and/or civil penalties
20 and at any hearing held on such motion: (a) Khanna will be precluded from arguing that she did
21 not violate the federal securities laws as alleged in the Complaint; (b) Khanna may not challenge
22 the validity of the Consent or this Judgment; (c) solely for the purposes of such motion, the
23 allegations of the Complaint shall be accepted as and deemed true by the Court; and (d) the
24 Court may determine the issues raised in the motion on the basis of affidavits, declarations,
25 excerpts of sworn deposition or investigative testimony, and documentary evidence, without
26 regard to the standards for summary judgment contained in Rule 56(c) of the Federal Rules of
27 Civil Procedure. In connection with the Commission's motion for disgorgement and/or civil
28 penalties, the parties may take discovery, including discovery from appropriate non-parties.

VI.

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 Khanna shall comply with all of the undertakings and agreements set forth therein.

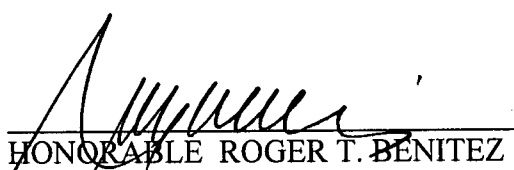
VII.

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 Judgment.

VIII.

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 Judgment forthwith and without further notice.

Dated: Jan 28, 2010


HONORABLE ROGER T. BENITEZ
UNITED STATES DISTRICT JUDGE