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8

9  
10 UNITED STATES DISTRICT COURT  
11 NORTHERN DISTRICT OF CALIFORNIA  
12 SAN JOSE DIVISION

13 SECURITIES AND EXCHANGE COMMISSION,  
14 Plaintiff,  
15 v.  
16 JANARDHAN NELLORE, et al.,  
17 Defendants.  
18

Case No. 5:19-cv-08207-LHK

~~PROPOSED~~ FINAL JUDGMENT AS TO  
DEFENDANT SABER HUSSAIN

19  
20 The Securities and Exchange Commission (“SEC”) having filed a Complaint, and Defendant  
21 Saber Hussain (“Defendant” or “Hussain”) having entered a general appearance; consented to the  
22 Court’s jurisdiction over Defendant and the subject matter of this action; consented to entry of this  
23 Final Judgment; waived findings of fact and conclusions of law; and waived any right to appeal from  
24 this Final Judgment:

25 **I.**

26 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant is permanently  
27 restrained and enjoined from violating, directly or indirectly, Section 10(b) of the Securities  
28 Exchange Act of 1934 [15 U.S.C. § 78j(b)] and Rule 10b-5 promulgated thereunder [17 C.F.R.

1 § 240.10b-5], by using any means or instrumentality of interstate commerce, or of the mails, or of  
2 any facility of any national securities exchange, in connection with the purchase or sale of any  
3 security:

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

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

15 **II.**

16 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant shall pay a  
17 civil penalty in the amount of \$183,195, pursuant to Section 21A of the Exchange Act [15 U.S.C. §  
18 78u-1]. Defendant shall make this payment to the Securities and Exchange Commission pursuant to  
19 the terms of the payment schedule set forth in paragraph III below after entry of this Final Judgment.

20 Defendant may transmit payment electronically to the SEC, which will provide detailed ACH  
21 transfer/Fedwire instructions upon request. Payment may also be made directly from a bank account  
22 via Pay.gov through the SEC website at <http://www.sec.gov/about/offices/ofm.htm>. Defendant may  
23 also pay by certified check, bank cashier's check, or United States postal money order payable to the  
24 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; Saber Hussain as a defendant in this action; and specifying that payment is made pursuant to  
3 this Final Judgment.

4 Defendant shall simultaneously transmit photocopies of evidence of payment and case  
5 identifying information to the SEC's counsel in this action. By making this payment, Defendant  
6 relinquishes all legal and equitable right, title, and interest in such funds and no part of the funds  
7 shall be returned to Defendant. The SEC shall send the funds paid pursuant to this Final Judgment  
8 to the United States Treasury. Defendant shall pay post judgment interest on any delinquent  
9 amounts pursuant to 28 U.S.C. § 1961.

### 10 III.

11 Hussain shall pay the civil penalty of \$183,195 in four installments to the SEC according to  
12 the following schedule: (1) \$45,798.75, within 14 days of entry of this Final Judgment;  
13 (2) \$45,798.75 within 180 days of entry of this Final Judgment, (3) \$45,798.75 within 270 days of  
14 entry of this Final Judgment, and (4) \$45,798.75 within 360 days of entry of this Final Judgment.  
15 Payments shall be deemed made on the date they are received by the SEC and shall be applied first  
16 to post judgment interest, which accrues pursuant to 28 U.S.C. § 1961 on any unpaid amounts due  
17 after 30 days of the entry of Final Judgment. Prior to making the final payment set forth herein,  
18 Hussain shall contact the staff of the SEC for the amount due for the final payment.

19 If Hussain fails to make any payment by the date agreed and/or in the amount agreed  
20 according to the schedule set forth above, all outstanding payments under this Final Judgment,  
21 including post-judgment interest, minus any payments made, shall become due and payable  
22 immediately at the discretion of the SEC without further application to the Court.

### 23 IV.

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

### 27 V.

28 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, solely for purposes of

1 exceptions to discharge set forth in Section 523 of the Bankruptcy Code, 11 U.S.C. § 523, the  
2 allegations in the complaint are true and admitted by Defendant, and further, any debt for  
3 disgorgement, prejudgment interest, civil penalty or other amounts due by Defendant under this  
4 Final Judgment or any other judgment, order, consent order, decree or settlement agreement entered  
5 in connection with this proceeding, is a debt for the violation by Defendant of the federal securities  
6 laws or any regulation or order issued under such laws, as set forth in Section 523(a)(19) of the  
7 Bankruptcy Code, 11 U.S.C. § 523(a)(19).

8 **VI.**

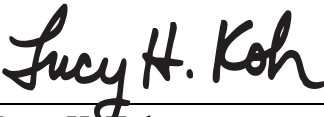
9 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this Court shall retain  
10 jurisdiction of this matter for the purposes of enforcing the terms of this Final Judgment.

11 **VII.**

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

14  
15 IT IS SO ORDERED.

16  
17  
18  
19 Dated: June 15, 2021



\_\_\_\_\_  
Lucy H. Koh  
UNITED STATES DISTRICT JUDGE

1 ERIN E. SCHNEIDER (Cal. Bar No. 216114)  
 2 SUSAN F. LaMARCA (Cal. Bar No. 215231)  
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 10 UNITED STATES DISTRICT COURT  
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13 SECURITIES AND EXCHANGE COMMISSION,  
 14 Plaintiff,  
 15 v.  
 16 JANARDHAN NELLORE, et al.,  
 17 Defendants.

Case No. 5:19-cv-08207-LHK

**CONSENT TO FINAL JUDGMENT OF  
 DEFENDANT SABER HUSSAIN**

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 19  
 20 1. Defendant Saber Hussain (“Defendant” or “Hussain”) acknowledges having been  
 21 served with the complaint in this action, enters a general appearance, and admits the Court’s  
 22 jurisdiction over Defendant and over the subject matter of this action.

23 2. Defendant hereby consents to the entry of the Final Judgment in the form attached  
 24 hereto (the “Final Judgment”) and incorporated by reference herein, which, among other things:  
 25 a. permanently restrains and enjoins Defendant from violation of Section 10(b) of the  
 26 Securities Exchange Act of 1934 [15 U.S.C. § 78j(b)], and Rule 10b-5  
 27 promulgated thereunder [17 C.F.R. § 240.10b-5]; and  
 28

1           b. orders Defendant to pay a civil monetary penalty in the amount of \$183,195,  
2           pursuant to Section 21A of the Exchange Act [15 U.S.C. § 78u-1].

3           3. Defendant agrees that he shall not seek or accept, directly or indirectly,  
4 reimbursement or indemnification from any source, including but not limited to payment made  
5 pursuant to any insurance policy, with regard to any civil penalty amounts that Defendant pays  
6 pursuant to the Final Judgment, regardless of whether such penalty amounts or any part thereof are  
7 added to a distribution fund or otherwise used for the benefit of investors. Defendant further agrees  
8 that he shall not claim, assert, or apply for a tax deduction or tax credit with regard to any federal,  
9 state, or local tax for any penalty amounts that Defendant pays pursuant to the Final Judgment,  
10 regardless of whether such penalty amounts or any part thereof are added to a distribution fund or  
11 otherwise used for the benefit of investors.

12           4. Defendant waives the entry of findings of fact and conclusions of law pursuant to  
13 Rule 52 of the Federal Rules of Civil Procedure.

14           5. Defendant waives the right, if any, to a jury trial and to appeal from the entry of the  
15 Final Judgment.

16           6. Defendant enters into this Consent voluntarily and represents that no threats, offers,  
17 promises, or inducements of any kind have been made by the Commission or any member, officer,  
18 employee, agent, or representative of the Commission to induce Defendant to enter into this  
19 Consent.

20           7. Defendant agrees that this Consent shall be incorporated into the Final Judgment with  
21 the same force and effect as if fully set forth therein.

22           8. Defendant will not oppose the enforcement of the Final Judgment on the ground, if  
23 any exists, that it fails to comply with Rule 65(d) of the Federal Rules of Civil Procedure, and hereby  
24 waives any objection based thereon.

25           9. Defendant waives service of the Final Judgment and agrees that entry of the Final  
26 Judgment by the Court and filing with the Clerk of the Court will constitute notice to Defendant of  
27 its terms and conditions. Defendant further agrees to provide counsel for the Commission, within  
28

1 thirty days after the Final Judgment is filed with the Clerk of the Court, with an affidavit or  
2 declaration stating that Defendant has received and read a copy of the Final Judgment.

3 10. Consistent with 17 C.F.R. 202.5(f), this Consent resolves only the claims asserted  
4 against Defendant in this civil proceeding. Defendant acknowledges that no promise or  
5 representation has been made by the Commission or any member, officer, employee, agent, or  
6 representative of the Commission with regard to any criminal liability that may have arisen or may  
7 arise from the facts underlying this action or immunity from any such criminal liability. Defendant  
8 waives any claim of Double Jeopardy based upon the settlement of this proceeding, including the  
9 imposition of any remedy or civil penalty herein. Defendant further acknowledges that the Court's  
10 entry of a permanent injunction may have collateral consequences under federal or state law and the  
11 rules and regulations of self-regulatory organizations, licensing boards, and other regulatory  
12 organizations. Such collateral consequences include, but are not limited to, a statutory  
13 disqualification with respect to membership or participation in, or association with a member of, a  
14 self-regulatory organization. This statutory disqualification has consequences that are separate from  
15 any sanction imposed in an administrative proceeding. In addition, in any disciplinary proceeding  
16 before the Commission based on the entry of the injunction in this action, Defendant understands  
17 that he shall not be permitted to contest the factual allegations of the complaint in this action.

18 11. Defendant understands and agrees to comply with the terms of 17 C.F.R. § 202.5(e),  
19 which provides in part that it is the Commission's policy "not to permit a defendant or respondent to  
20 consent to a judgment or order that imposes a sanction while denying the allegations in the  
21 complaint or order for proceedings," and "a refusal to admit the allegations is equivalent to a denial,  
22 unless the defendant or respondent states that he neither admits nor denies the allegations." As part  
23 of Defendant's agreement to comply with the terms of Section 202.5(e), Defendant: (i) will not take  
24 any action or make or permit to be made any public statement denying, directly or indirectly, any  
25 allegation in the complaint or creating the impression that the complaint is without factual basis;  
26 (ii) will not make or permit to be made any public statement to the effect that Defendant does not  
27 admit the allegations of the complaint, or that this Consent contains no admission of the allegations,  
28 without also stating that Defendant does not deny the allegations; (iii) upon the filing of this

1 Consent, Defendant hereby withdraws any papers filed in this action to the extent that they deny any  
2 allegation in the complaint; and (iv) stipulates solely for purposes of exceptions to discharge set  
3 forth in Section 523 of the Bankruptcy Code, 11 U.S.C. § 523, that the allegations in the complaint  
4 are true, and further, that any debt for disgorgement, prejudgment interest, civil penalty or other  
5 amounts due by Defendant under the Final Judgment or any other judgment, order, consent order,  
6 decree or settlement agreement entered in connection with this proceeding, is a debt for the violation  
7 by Defendant of the federal securities laws or any regulation or order issued under such laws, as set  
8 forth in Section 523(a)(19) of the Bankruptcy Code, 11 U.S.C. §523(a)(19). If Defendant breaches  
9 this agreement, the Commission may petition the Court to vacate the Final Judgment and restore this  
10 action to its active docket. Nothing in this paragraph affects Defendant's: (i) testimonial obligations;  
11 or (ii) right to take legal or factual positions in litigation or other legal proceedings in which the  
12 Commission is not a party.

13           12. Defendant hereby waives any rights under the Equal Access to Justice Act, the Small  
14 Business Regulatory Enforcement Fairness Act of 1996, or any other provision of law to seek from  
15 the United States, or any agency, or any official of the United States acting in his or her official  
16 capacity, directly or indirectly, reimbursement of attorney's fees or other fees, expenses, or costs  
17 expended by Defendant to defend against this action. For these purposes, Defendant agrees that  
18 Defendant is not the prevailing party in this action since the parties have reached a good faith  
19 settlement.

20           13. In connection with this action and any related judicial or administrative proceeding or  
21 investigation commenced by the Commission or to which the Commission is a party, Defendant  
22 (i) agrees to appear and be interviewed by Commission staff at such times and places as the staff  
23 requests upon reasonable notice; (ii) will accept service by mail, by e-mail, or by facsimile  
24 transmission of notices or subpoenas issued by the Commission for documents or testimony at  
25 depositions, hearings, or trials, or in connection with any related investigation by Commission staff;  
26 (iii) appoints Defendant's undersigned attorney as agent to receive service of such notices and  
27 subpoenas; (iv) with respect to such notices and subpoenas, waives the territorial limits on service  
28 contained in Rule 45 of the Federal Rules of Civil Procedure and any applicable local rules, provided



1 that the party requesting the testimony reimburses Defendant's travel, lodging, and subsistence  
2 expenses at the then-prevailing U.S. Government per diem rates; and (v) consents to personal  
3 jurisdiction over Defendant in any United States District Court for purposes of enforcing any such  
4 subpoena.

5 14. Defendant agrees that the Commission may present the Final Judgment to the Court  
6 for signature and entry without further notice.

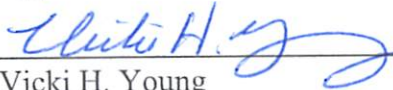
7 15. Defendant agrees that this Court shall retain jurisdiction over this matter for the  
8 purpose of enforcing the terms of the Final Judgment.

9  
10 Dated: *Sept. 21, 2020*



\_\_\_\_\_  
Saber Hussain

11  
12 Approved as to form:



\_\_\_\_\_  
Vicki H. Young  
Attorney for Defendant  
Law Offices of Vicki H. Young  
2211 Park Blvd  
Palo Alto, CA 94306  
Telephone: (650) 289-0635

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