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**UNITED STATES DISTRICT COURT
FOR THE CENTRAL DISTRICT OF CALIFORNIA**

UNITED STATES SECURITIES
AND EXCHANGE COMMISSION,

Plaintiff,

v.

WELLNESS MATRIX GROUP, INC.,
et al.

Defendants.

Case No. 8:21-cv-01031-SSS-DFMx

FINAL JUDGMENT

Pursuant to the Order Granting Motion for Default Judgment and Granting, In Part, Motion for Final Judgment, the Court enters the following judgment against Defendants Wellness Matrix Group, Inc. (“Wellness Matrix”) and George Todt (“Todt”):

1. Wellness Matrix is **PERMANENTLY ENJOINED** from directly or indirectly violating Section 10(b) of the Securities Exchange Act and Rule 10b-5 by the use of any means or instrumentality of interstate commerce or of the mails, or of any facility of any national securities exchange,

(a) To employ any device, scheme, or artifice to defraud;

1 (b) To make any untrue statement of a material fact or to omit to
2 state a material fact necessary in order to make the statements
3 made, in the light of the circumstances under which they were
4 made, not misleading; or

5 (c) To engage in any act, practice, or course of business which
6 operates or would operate as a fraud or deceit upon any person,
7 in connection with the purchase or sale of any security. 15
8 U.S.C. §§ 78u(d)(1), 78j(b); 17 C.F.R. § 240.10b-5.

9 This injunction binds those who receive actual notice of this
10 judgment by personal service or otherwise. Fed. R. Civ. P.
11 65(d)(2). Those who are bound by the injunction are (1) Wellness
12 Matrix; (2) Wellness Matrix’s officers, agents, servants,
13 employees, and attorneys; and (3) other persons in active concert or
14 participation with Wellness Matrix’s officers, agents, servants,
15 employees, or attorneys. *Id.*

16 2. Wellness Matrix is **ORDERED** to pay a civil penalty of \$100,000.
17 15 U.S.C. § 78u(d)(3)(B)(iii)(aa); 17 C.F.R. § 201.1001(b).

18 Wellness Matrix must make payment within 30 after entry of this
19 Final Judgment. Wellness Matrix has three payment options:
20 *First*, Wellness Matrix may send electronic payment to the United
21 States Securities and Exchange Commission (“SEC”), which will
22 provide detailed ACH transfer/Fedwire instructions upon its
23 request. *Second*, Wellness Matrix may pay using a bank account
24 directly via Pay.gov, which can be found on the SEC’s website
25 (<http://www.sec.gov/about/offices/ofm.htm>). *Third*, Wellness
26 Matrix may pay by certified check, bank cashier’s check, or United
27 States postal money order payable to the SEC, which must be
28 delivered or mailed to

Enterprise Services Center
Accounts Receivable Branch
6500 South MacArthur Blvd.
Oklahoma City, OK 73169

Wellness Matrix must simultaneously transmit photocopies of
evidence of payment and case identifying information to SEC’s

1 counsel. By making this payment, Wellness Matrix relinquishes all
2 legal and equitable right, title, and interest in such funds and no
3 part of the funds must be returned to Wellness Matrix. The SEC
4 must send the funds paid pursuant to this Final Judgment to the
5 United States Treasury. The SEC may enforce the Court's
6 judgment for penalties by the use of all collection procedures
7 authorized by law, including the Federal Debt Collection
8 Procedures Act, 28 U.S.C. § 3001 *et seq.*, and moving for civil
9 contempt for the violation of any Court orders issued in this action.
10 Wellness Matrix must pay post-judgment interest on any amount
11 due after 30 days of the entry of this Final Judgment under 28
12 U.S.C § 1961.

13 3. Todt is **PERMANENTLY ENJOINED** from directly or indirectly
14 violating Section 10(b) of the Securities Exchange Act and Rule
15 10b-5 by the use of any means or instrumentality of interstate
16 commerce or of the mails, or of any facility of any national
17 securities exchange,

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
20 state a material fact necessary in order to make the statements
21 made, in the light of the circumstances under which they were
22 made, not misleading; or

23 (c) To engage in any act, practice, or course of business which
24 operates or would operate as a fraud or deceit upon any person,

25 in connection with the purchase or sale of any security. 15 U.S.C.
26 §§ 78u(d)(1), 78j(b); 17 C.F.R. § 240.10b 5.

27 This injunction binds those who receive actual notice of this
28 judgment by personal service or otherwise. Fed. R. Civ. P.
65(d)(2). Those who are bound by the injunction are (1) Todt; (2)
Todt's officers, agents, servants, employees, and attorneys; and (3)
other persons in active concert or participation with Todt's officers,
agents, servants, employees, or attorneys. *Id.*

4. Todt is **PERMANENTLY ENJOINED** from directly or
indirectly, and through any entity owned or controlled by Todt,

1 participating in the issuance, purchase, offer or sale of any security.
2 15 U.S.C. § 78u(d)(5). This injunction does not prohibit Todt from
3 purchasing or selling securities listed on a national securities
4 exchange for his own personal account.

5 This injunction binds those who receive actual notice of this
6 judgment by personal service or otherwise. Fed. R. Civ. P.
7 65(d)(2). Those who are bound by the injunction are (1) Todt; (2)
8 Todt’s officers, agents, servants, employees, and attorneys; and (3)
9 other persons in active concert or participation with Todt’s officers,
10 agents, servants, employees, or attorneys. *Id.*

11 5. Todt is **PERMANENTLY BARRED** from acting as an officer or
12 director of any issuer that has a class of securities registered to
13 Section 12 of the Securities Exchange Act or that is required to file
14 reports pursuant to Section 15(d) of the Exchange Act. 15 U.S.C. §
15 78u(d)(2).

16 6. Todt is **ORDERED** to pay a civil penalty of \$446,458. 15 U.S.C.
17 § 78u(d)(3)(B)(iii)(aa); 17 C.F.R. § 201.1001(b).

18 Todt must make payment within 30 after entry of this Final
19 Judgment. Todt has three payment options: *First*, Todt may send
20 electronic payment to the SEC, which will provide detailed ACH
21 transfer/Fedwire instructions upon his request. *Second*, Todt may
22 pay using a bank account directly via Pay.gov, which can be found
23 on the SEC’s website (<http://www.sec.gov/about/offices/ofm.htm>).
24 *Third*, Todt may pay by certified check, bank cashier’s check, or
25 United States postal money order payable to the SEC, which must
26 be delivered or mailed to

27 Enterprise Services Center
28 Accounts Receivable Branch
6500 South MacArthur Blvd.
Oklahoma City, OK 73169

Todt must simultaneously transmit photocopies of evidence of
payment and case identifying information to SEC’s counsel. By
making this payment, Todt relinquishes all legal and equitable
right, title, and interest in such funds and no part of the funds must
be returned to Todt. The SEC must send the funds paid pursuant to

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this Final Judgment to the United States Treasury. The SEC may enforce the Court’s judgment for penalties by the use of all collection procedures authorized by law, including the Federal Debt Collection Procedures Act, 28 U.S.C. § 3001 *et seq.*, and moving for civil contempt for the violation of any Court orders issued in this action. Todt must pay post-judgment interest on any amount due after 30 days of the entry of this Final Judgment under 28 U.S.C § 1961.

- 7. The Court retains jurisdiction of this matter to enforce the terms of this Final Judgement.

Dated: August 10, 2023



SUNSHINE S. SYKES
United States District Judge