

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 94769 / April 21, 2022

ACCOUNTING AND AUDITING ENFORCEMENT
Release No. 4296 / April 21, 2022

ADMINISTRATIVE PROCEEDING
File No. 3 - 20829

In the Matter of

Bernard L. Compton,

Respondent.

**ORDER INSTITUTING PUBLIC
ADMINISTRATIVE PROCEEDINGS
PURSUANT TO RULE 102(e) OF THE
COMMISSION’S RULES OF PRACTICE,
MAKING FINDINGS, AND IMPOSING
REMEDIAL SANCTIONS**

I.

The Securities and Exchange Commission (“Commission”) deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted pursuant to 102(e)(3)(i) the Commission’s Rules of Practice against Bernard L. Compton (“Respondent” or “Compton”).¹

¹ Rule 102(e)(3)(i) provides, in relevant part that:

The Commission, with due regard to the public interest and without preliminary hearing, may, by order, . . . , suspend from appearing or practicing before it any . . . accountant . . . who has been by name . . . permanently enjoined by any court of competent jurisdiction, by reason of his or her misconduct in an action brought by the Commission, from violation or aiding and abetting the violation of any provision of the Federal securities laws or of the rules and regulations thereunder.

II.

In anticipation of the institution of these proceedings, Respondent has submitted an Offer of Settlement (the “Offer”) which the Commission has determined to accept. Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or to which the Commission is a party, and without admitting or denying the findings herein, except as to the Commission’s jurisdiction over him and the subject matter of these proceedings and the findings contained in Section III.3 below, which are admitted, Respondent consents to the entry of this Order Instituting Public Administrative Proceedings Pursuant to Rule 102(e) of the Commission’s Rules of Practice, Making Findings, and Imposing Remedial Sanctions (“Order”), as set forth below.

III.

On the basis of this Order and Respondent’s Offer, the Commission finds that:

1. Bernard L. Compton, age 56, resides in Ypsilanti, Michigan. Compton worked as an accountant at Domino’s Pizza, Inc. (“Domino’s”) from 2005 to 2021 and held the position of Program Leader from at least 2015 to 2021. Compton has never held a CPA license.
2. Domino’s was, at all relevant times, a publicly-traded company incorporated in Delaware and headquartered in Ann Arbor, Michigan. At all relevant times, Domino’s common stock was registered with the Commission pursuant to Section 12(b) of the Securities Exchange Act of 1934 and was quoted on the New York Stock Exchange under the ticker symbol “DPZ.”
3. On April 19, 2022, a final judgment was entered by consent against Compton, permanently enjoining him from future violations of Section 10(b) of the Securities Exchange Act of 1934 (“Exchange Act”) and Rule 10b-5 thereunder in the civil action entitled Securities and Exchange Commission v. Bernard L. Compton, Civil Action Number 3:22-CV-10791-RHC-DRG, in the United States District Court for the Eastern District of Michigan, Southern Division.
4. The Commission’s complaint alleged, among other things, that in advance of twelve of Domino’s earnings announcements between 2015 and 2020, Compton traded Domino’s options on the basis of material non-public information with which he was entrusted. The complaint specifically alleged that Compton traded in Domino’s securities after accessing internal data used to prepare financial reports summarizing Domino’s financial performance for that reporting period, which included confidential financial data that had not yet been released to the public. In addition, the complaint alleged that Compton’s illegal trades resulted in profits of \$960,697.00.

IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions agreed to in Respondent Compton's Offer.

Accordingly, it is hereby ORDERED, effective immediately, that Compton is suspended from appearing or practicing before the Commission as an accountant.

By the Commission.

Vanessa A. Countryman
Secretary