

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**

**INVESTMENT ADVISERS ACT OF 1940**  
**Release No. 6155 / September 29, 2022**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-21179**

**In the Matter of**

**SEAN WYGOVSKY,**

**Respondent.**

**ORDER INSTITUTING**  
**ADMINISTRATIVE PROCEEDINGS**  
**PURSUANT TO SECTION 203(f) OF THE**  
**INVESTMENT ADVISERS ACT OF 1940,**  
**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 Section 203(f) of the Investment Advisers Act of 1940 (“Advisers Act”) against Sean Wygovsky (“Respondent” or “Wygovsky”).

**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, Respondent admits the Commission’s jurisdiction over him and the subject matter of these proceedings, and the findings contained in paragraph III.3 below, and consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Section 203(f) of the Investment Advisers Act of 1940, 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. Wygovsky, age 42, between 2013 and July 2021 resided in Toronto, Ontario, Canada. From 2013 through July 2, 2021, Wygovsky worked as a trader at, and was associated with, Asset Manager A, a major asset management firm and hedge fund adviser.

2. At all relevant times, Asset Manager A was a Canadian corporation with its principal place of business in Ontario, Canada. Asset Manager A has been registered with Commission as an investment adviser since April 2021. Prior to April 2021, Asset Manager A filed as an exempt reporting adviser with the Commission on the basis that it acted as an adviser to private funds and reported assets under management in the United States of less than \$150 million.

3. On January 28, 2022, a judgment was entered by consent against Wygovsky, permanently enjoining him from future violations of Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder, in the civil action entitled Securities and Exchange Commission v. Sean Wygovsky, Civil Action Number 21-cv-05730 (JPO), in the United States District Court for the Southern District of New York.

4. The Commission's complaint alleged, among other things, that from approximately January 2015 through at least April 2021, while acting as a trader for Asset Manager A, Wygovsky engaged in a fraudulent front-running scheme in several brokerage accounts held in the United States in the names of Wygovsky's close family members (the "Retail Accounts"). The complaint alleged that the scheme involved the Retail Accounts secretly trading ahead of hundreds of securities trades that were executed on the same days by Asset Manager A for its client accounts. In his role as a trader, as alleged in the complaint, Wygovsky was privy to material nonpublic information about the detail of securities trades that Asset Manager A intended to execute for accounts of funds that it managed, including the trades' size and timing. As a result of the front-running scheme, the Retail Accounts allegedly earned illicit profits of more than \$3.6 million, and Wygovsky, directly or indirectly, received some of those profits.

#### IV.

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

Accordingly, it is hereby ORDERED pursuant to Section 203(f) of the Advisers Act, that Respondent be, and hereby is barred from association with any investment adviser, broker, dealer, municipal securities dealer, municipal advisor, transfer agent, or nationally recognized statistical rating organization; and

Any reapplication for association by the Respondent will be subject to the applicable laws and regulations governing the reentry process, and reentry may be conditioned upon a number of factors, including, but not limited to, compliance with the Commission's order and payment of any or all of the following: (a) any disgorgement or civil penalties ordered by a Court against the Respondent in any action brought by the Commission; (b) any disgorgement amounts ordered

against the Respondent for which the Commission waived payment; (c) any arbitration award related to the conduct that served as the basis for the Commission order; (d) any self-regulatory organization arbitration award to a customer, whether or not related to the conduct that served as the basis for the Commission order; and (e) any restitution order by a self-regulatory organization, whether or not related to the conduct that served as the basis for the Commission order.

By the Commission.

Vanessa A. Countryman  
Secretary