

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES ACT OF 1933
Release No. 11355 / January 17, 2025

ADMINISTRATIVE PROCEEDING
File No. 3-22423

In the Matter of

INVESTVIEW, INC.

Respondent.

**ORDER INSTITUTING CEASE-AND-
DESIST PROCEEDINGS PURSUANT TO
SECTION 8A OF THE SECURITIES ACT
OF 1933, MAKING FINDINGS, AND
IMPOSING A CEASE-AND-DESIST
ORDER**

I.

The Securities and Exchange Commission (“Commission”) deems it appropriate that cease-and-desist proceedings be, and hereby are, instituted pursuant to Section 8A of the Securities Act of 1933 (“Securities Act”), against Investview, Inc. (“Investview” or “Respondent”).

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 it and the subject matter of these proceedings, which are admitted, Respondent consents to the entry of this Order Instituting Cease and-Desist Proceedings Pursuant to Section 8A of the Securities Act of 1933, Making Findings and Imposing a Cease-and-Desist Order (“Order”), as set forth below.

III.

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

Summary

1. From July 2019 through June 2020, Investview engaged in the unregistered offer and sale of securities in the form of interests in a sale/leaseback program called the “Apex Program.” No registration statement was filed or in effect with the Commission with respect to the transactions in the interests in the Apex Program and no valid exemptions or safe harbors from registration were available.

Respondent

2. **Investview, Inc.** is a Nevada corporation with corporate headquarters in Haverford, Pennsylvania. Investview stock is registered under Section 12(g) of the Exchange Act. Investview’s common stock is quoted on OTC Link under the symbol “INVU.”

Facts

3. In July 2019, Investview launched the Apex Program. The Apex Program purported to use “Apex Packs” to mine bitcoin and perform other technology-related functions to generate returns, described as “lease payments” to investors.

4. Investors purchasing interests in the Apex Program entered into contracts to buy Apex Packs from a wholly-owned subsidiary of Investview or a distributor of the Apex Program and simultaneously leased the Apex Packs back to a different Investview wholly-owned subsidiary, which would pay the investor, directly or through a distributor, a lease payment of \$300-500 per month per Apex Pack for 36-60 months. The interests in the Apex Program would generate passive income for investors.

5. Investview was involved in various aspects of offering and selling the interests in the Apex Program, including developing the structure of the program. The wholly-owned Investview subsidiary to whom the equipment was leased was responsible for costs, operations and liabilities associated with running and maintaining the equipment that was supposed to generate returns for investors in the Apex Program.

6. Investview engaged in a general solicitation of investors when selling interests in the Apex Program through YouTube videos and a press release that described the program and noted that it was “available to everyone.” Investview also enlisted distributors who engaged in general solicitation when offering and selling interests in the Apex Program.

7. Between July 2019 and June 2020, Investview raised approximately \$21 million from more than 500 investors in various states from selling interests in the Apex Program.

8. The interests in the Apex Program were offered and sold as investment contracts, and thus were securities, under *SEC v. W.J. Howey Co.*, 328 U.S. 293, 298-99 (1946).

9. Investview did not file or cause to be filed or in effect a registration statement with the Commission in connection with its offer and sale of the interests in the Apex Program. No valid exemption or safe harbor from registration was available for the offers or sales of the interests in the Apex Program.

Violations

10. As a result of the conduct described above, Investview violated Section 5(a) of the Securities Act, which prohibits the sale of securities through interstate commerce or the mails unless a registration statement is in effect, and Section 5(c) of the Securities Act, which prohibits the offer to sell any security through interstate commerce or the mails, unless a registration statement has been filed as to such security with the Commission.

IV.

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

Accordingly, it is hereby ORDERED that:

A. Pursuant to Section 8A of the Securities Act, Respondent Investview cease and desist from committing or causing any violations and any future violations of Sections 5(a) and 5(c) of the Securities Act.

B. Respondent Investview shall, within 14 days of the entry of this Order, pay a civil money penalty in the amount of \$375,000 to the Securities and Exchange Commission for transfer to the general fund of the United States Treasury, subject to Exchange Act Section 21F(g)(3). If timely payment is not made, additional interest shall accrue pursuant to 31 U.S.C. § 3717.

Payment must be made in one of the following ways:

- (1) Respondent may transmit payment electronically to the Commission, which will provide detailed ACH transfer/Fedwire instructions upon request;
- (2) Respondent may make direct payment from a bank account via Pay.gov through the SEC website at <http://www.sec.gov/about/offices/ofm.htm>; or
- (3) Respondent may pay by certified check, bank cashier's check, or United States postal money order, made payable to the Securities and Exchange Commission and hand-delivered or mailed to:

Enterprise Services Center
Accounts Receivable Branch
HQ Bldg., Room 181, AMZ-341

6500 South MacArthur Boulevard
Oklahoma City, OK 73169

Payments by check or money order must be accompanied by a cover letter identifying Investview, Inc. as a Respondent in these proceedings, and the file number of these proceedings; a copy of the cover letter and check or money order must be sent to Thomas P. Smith, Jr., Division of Enforcement, Securities and Exchange Commission, 100 Pearl Street, Suite 20-100, New York, NY 10004.

C. Amounts ordered to be paid as civil money penalties pursuant to this Order shall be treated as penalties paid to the government for all purposes, including all tax purposes. To preserve the deterrent effect of the civil penalty, Respondent agrees that in any Related Investor Action, it shall not argue that it is entitled to, nor shall it benefit by, offset or reduction of any award of compensatory damages by the amount of any part of Respondent's payment of a civil penalty in this action ("Penalty Offset"). If the court in any Related Investor Action grants such a Penalty Offset, Respondent agrees that it shall, within 30 days after entry of a final order granting the Penalty Offset, notify the Commission's counsel in this action and pay the amount of the Penalty Offset to the Securities and Exchange Commission. Such a payment shall not be deemed an additional civil penalty and shall not be deemed to change the amount of the civil penalty imposed in this proceeding. For purposes of this paragraph, a "Related Investor Action" means a private damages action brought against Respondent by or on behalf of one or more investors based on substantially the same facts as alleged in the Order instituted by the Commission in this proceeding.

By the Commission.

Vanessa A. Countryman
Secretary