

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES AND EXCHANGE ACT OF 1934
Release No. 103821 / September 2, 2025

ADMINISTRATIVE PROCEEDING
No. 3-21160

In the Matter of

SEAN ANDREW O'NEAL,

Respondent.

**ORDER MAKING FINDINGS AND
IMPOSING REMEDIAL SANCTIONS
PURSUANT TO SECTIONS 15(b) AND
21C OF THE SECURITIES EXCHANGE
ACT OF 1934**

I.

The Securities and Exchange Commission ("Commission") deems it necessary and appropriate in the public interest to accept the Offer of Settlement (the "Offer") submitted by Sean Andrew O'Neal ("O'Neal" or "Respondent"), pursuant to Rule 240(a) of the Rules of Practice of the Commission [17 C.F.R. § 201.240(a)] for the purpose of settlement of these proceedings instituted against Respondent on September 27, 2022 pursuant to Sections 15(b) and 21C of the Securities Exchange Act of 1934 ("Exchange Act").

II.

In connection with these proceedings, Respondent has submitted 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.2 and III.3 below, and consents to the entry of this Order Making Findings and Imposing Remedial Sanctions pursuant to Sections 15(b) and 21C of the Exchange Act ("Order"), as set forth below.

III.

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

1. Respondent is a resident of Rolling Hills Estate, California. From at least October 2015 to November 2019, Respondent was engaged in the business of effecting transactions in, or inducing or attempting to induce the purchase and sale of, securities and received transaction-based compensation. During the period relevant to this action, Respondent was neither registered with the Commission as either a broker or a dealer nor was he associated with a broker or dealer registered with the Commission.

2. On July 18, 2022, a final judgment was entered against Respondent, permanently enjoining him from future violations of Section 15(a)(1) of the Exchange Act as set forth in the judgment entered in the civil action entitled Securities and Exchange Commission v. Alex Duain Forester, et al., Civil Action Number 2:20-cv-09813-DGM-AFM, in the United States District Court for the Central District of California.

3. On November 1, 2019, Respondent pleaded guilty to wire fraud in violation of Title 18 United States Code, Sections 1343 before the United States District Court for the District of Nebraska, in United States v. Sean O'Neal, Crim. Information No. 4:18-cv-3022. On January 27, 2020, a judgment in the criminal case was entered against Respondent. He was sentenced to a prison term of 54 months followed by three years of supervised release and ordered to make restitution in the amount of \$477,324.27.

4. The count of the criminal information to which Respondent pleaded guilty alleged, among other things, that from August 2012 to March 2014, Respondent defrauded investors and obtained money and property by means of materially false and misleading statements in connection with the fraudulent sale of real estate properties for investment and personal use.

IV.

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

Accordingly, it is hereby **ORDERED** pursuant to Section 15(b)(6) of the Exchange Act, that Respondent O'Neal be, and hereby is:

1. barred from association with any broker, dealer, investment adviser, municipal securities dealer, municipal advisor, transfer agent, or nationally recognized statistical rating organization; and
2. barred from participating in any offering of a penny stock, including: acting as a promoter, finder, consultant, agent or other person who engages in activities with a

broker, dealer or issuer for purposes of the issuance or trading in any penny stock, or inducing or attempting to induce the purchase or sale of any penny stock.

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