

**UNITED STATES OF AMERICA  
BEFORE THE SECURITIES AND EXCHANGE COMMISSION**

**ADMINISTRATIVE PROCEEDING  
File No. 3- 20184**

<p><b>In the Matter of</b></p> <p style="text-align:center"><b>MUNISH SOOD,</b></p> <p><b>Respondent.</b></p>
---

**INDEX OF ATTACHMENTS IN SUPPORT OF MUNISH SOOD’S RESPONSE TO  
MOTION FOR SUMMARY DISPOSITION AND MEMORANDUM OF POINTS AND  
AUTHORITIES IN SUPPORT**

<u>Attachment</u>	<u>Description</u>
Exhibit 1	Sood Plea Transcript
Exhibit 2	Sood Sentencing Transcript
Exhibit 3	Kyle Kuzma Declaration
Exhibit 4	Davon Reed Declaration
Exhibit 5	Akin Ayodele Declaration

# **EXHIBIT 1**

I8RAASOOP

Plea

1 UNITED STATES DISTRICT COURT  
2 SOUTHERN DISTRICT OF NEW YORK

3 UNITED STATES OF AMERICA,

4 v.

18 SD 2439 (BCM)

5 MUNISH SOOD,

6 Defendant.

7  
8 New York, N.Y.  
9 August 27, 2018  
11:00 a.m.

10 Before:

11 HON. BARBARA C. MOSES,

12 Magistrate Judge

13  
14 APPEARANCES

15  
16 GEOFFREY S. BERMAN  
17 United States Attorney for the  
18 Southern District of New York  
19 NOAH SOLOWIEJEZYK  
20 Assistant United States Attorney

21 RICHARD ZACK  
22 Attorney for Defendant Sood

23 FRANK WEBER  
24 Attorney for Defendant Sood  
25

I8RAASOOP

Plea

1 (Case called)

2 MR. SOLOWIEJEZYK: Good morning, your Honor.

3 Noah Solowiejezyk, on behalf of the government.

4 THE COURT: Good morning, Mr. Solowiejezyk.

5 MR. ZACK: Good morning, your Honor.

6 Richard Zack, on behalf of defendant Munish Sood

7 MR. WEBER: Good morning, your Honor.

8 Francis Weber, for the defendant.

9 THE COURT: That makes you, Mr. Sood.

10 THE DEFENDANT: Yes, your Honor.

11 THE COURT: All right. Gentlemen, welcome. Be  
12 seated.

13 Mr. Sood, I have to ask for the record, are you able  
14 to speak and understand English?

15 THE DEFENDANT: Yes, your Honor.

16 THE COURT: You don't have to stand up until I tell  
17 you to.

18 Counsel, I understand that we are here for a change of  
19 plea. Mr. Sood wishes to plead guilty to Counts One through  
20 Three of an information which has been issued in this case.

21 Is that correct?

22 MR. SOLOWIEJEZYK: That is correct, your Honor.

23 MR. ZACK: Yes, your Honor.

24 THE COURT: All right. So let me begin by asking the  
25 courtroom deputy to take the defendant's waiver of indictment.

I8RAASOOP

Plea

1 COURTROOM DEPUTY: You are Munish Sood?

2 THE DEFENDANT: Yes.

3 COURTROOM DEPUTY: Have you signed a waiver of  
4 indictment?

5 THE DEFENDANT: Yes.

6 COURTROOM DEPUTY: Before you signed it did you  
7 discuss it with your attorney?

8 THE DEFENDANT: Yes.

9 COURTROOM DEPUTY: Did your attorney explain it to  
10 you?

11 THE DEFENDANT: Yes.

12 COURTROOM DEPUTY: Do you understand what you're  
13 doing?

14 THE DEFENDANT: Yes.

15 COURTROOM DEPUTY: Do you understand that you are  
16 under no obligation to waive indictment?

17 THE DEFENDANT: Yes.

18 COURTROOM DEPUTY: Do you understand that if you do  
19 not waive indictment, if the government wants to prosecute you,  
20 they would have to present this case to a grand jury which may  
21 or may not indict you?

22 THE DEFENDANT: Yes.

23 COURTROOM DEPUTY: Do you understand that by signing  
24 this waiver of indictment you have given up your right to have  
25 to case presented to a grand jury?

I8RAASOOP

Plea

1 THE DEFENDANT: Yes.

2 COURTROOM DEPUTY: Do you understand what a grand jury  
3 is?

4 THE DEFENDANT: Yes.

5 COURTROOM DEPUTY: Have you seen a copy of the  
6 information?

7 THE DEFENDANT: Yes.

8 COURTROOM DEPUTY: Do you waive its public reading?

9 THE DEFENDANT: Yes.

10 THE COURT: Thank you, Mr. Snell.

11 Mr. Sood, let me formally introduce myself. I am  
12 Magistrate Judge Moses.

13 I have a form here entitled Consent to Proceed Before  
14 a United States Magistrate Judge on a Felony Plea Allocution  
15 that appears to bear your signature.

16 Did you sign this form? I am holding it up.

17 THE DEFENDANT: Yes.

18 COURTROOM DEPUTY: Would that form says is that you  
19 now you have the right to have your plea taken by a United  
20 States district judge, but you are agreeing to have your plea  
21 taken by a United States magistrate judge which is what I am.  
22 As a magistrate judge I have the authority to take your plea  
23 with your consent and you are entitled to all of the same  
24 rights and protections as if you were before a district judge.  
25 If you are found guilty you will be sentenced by a United

I8RAASOOP

Plea

1 States district judge.

2 So let me ask you, did you sign the Consent to Proceed  
3 Before a United States Magistrate Judge voluntarily?

4 THE DEFENDANT: Yes, your Honor.

5 COURTROOM DEPUTY: Before you signed the form did your  
6 lawyer explain it to you?

7 THE DEFENDANT: Yes.

8 COURTROOM DEPUTY: Do you wish to proceed with your  
9 plea this morning before me?

10 THE DEFENDANT: Yes, your Honor.

11 THE COURT: Very well, I will accept your consent.

12 As I've previously discussed, counsel, I have been  
13 informed that you wish to enter a plea of guilty to Counts One,  
14 through Three of the information in this matter.

15 Is that correct?

16 THE DEFENDANT: Yes, your Honor.

17 THE COURT: Before deciding whether to accept your  
18 guilty plea I need to ask you certain questions. It is  
19 important that you answer these questions honestly and  
20 completely. The purpose of these proceedings is to make sure  
21 that you understand your rights to decide whether you are  
22 pleading guilty of your own free will and to make sure that  
23 you're pleading guilty because you are guilty and not for some  
24 other reason.

25 Do you understand what I'm saying?

I8RAASOOP

Plea

1 THE DEFENDANT: Yes, your Honor.

2 THE COURT: If you don't understand any question that  
3 I ask you or if you just want time to consult with your lawyer,  
4 please say so. It is important that you understand ever  
5 question before you answer.

6 Are you ready?

7 THE DEFENDANT: Yes, your Honor.

8 THE COURT: I will ask Mr. Snell to swear the  
9 defendant.

10 (Defendant Munish Sood sworn)

11 THE COURT: You may be seated.

12 Do you understand, sir, that you are now under oath?

13 THE DEFENDANT: What that means is if you  
14 intentionally answer any of my questions falsely you could be  
15 prosecuted for perjury. I'll begin with an easy question.

16 Please state your full name.

17 THE DEFENDANT: Munish Sood.

18 THE COURT: Do you have a middle name?

19 THE DEFENDANT: No.

20 THE COURT: How old are you?

21 THE DEFENDANT: 46 years old.

22 THE COURT: Are you a United States citizen?

23 THE DEFENDANT: Yes.

24 THE COURT: How far did you go in school?

25 THE DEFENDANT: College.



I8RAASOOP

Plea

1 THE COURT: Do you have a college degree?

2 THE DEFENDANT: Yes.

3 THE COURT: Is that a bachelors?

4 THE DEFENDANT: Yes.

5 THE COURT: When did you get your bachelor's degree?

6 THE DEFENDANT: 1992.

7 THE COURT: OK. Are you now or have you recently been  
8 under the care of a doctor, a psychiatrist or psychologist for  
9 any reason?

10 THE DEFENDANT: Just with a therapist.

11 THE COURT: Is that a psychologist?

12 THE DEFENDANT: I believe that is correct.

13 THE COURT: Is that talk therapy.

14 THE DEFENDANT: Yes.

15 THE COURT: Any medication that affects your mental  
16 processes?

17 THE DEFENDANT: No.

18 THE COURT: OK. Do you have any condition that  
19 affects your ability to see or to hear?

20 THE DEFENDANT: No.

21 THE COURT: Any condition that affects your ability to  
22 think or to understand or to make judgments or decisions on  
23 your own behalf?

24 THE DEFENDANT: No.

25 THE COURT: In the last 24 hours have you taken any

I8RAASOOP

Plea

1 drugs, medicine or pills whether or not prescribed by a doctor,  
2 that affect your mental processes?

3 THE DEFENDANT: No.

4 THE COURT: In the last 24 hours have you consumed any  
5 alcohol?

6 THE DEFENDANT: Just one glass of beer last night.

7 THE COURT: What time?

8 THE DEFENDANT: Around six p.m.

9 THE COURT: And it's now 11 o'clock in the morning.  
10 Is your mind clear?

11 THE DEFENDANT: Yes.

12 THE COURT: Do you understand what is happening in  
13 this proceeding?

14 THE DEFENDANT: Yes.

15 THE COURT: Does either counsel have any objection to  
16 this defendant's competence to plead at this time?

17 MR. SOLOWIEJEZYK: No, your Honor.

18 MR. ZACK: No, your Honor.

19 THE COURT: All right. Mr. Sood, have you received a  
20 copy of the information? That's the document that contains the  
21 written charges against you.

22 THE DEFENDANT: Yes, your Honor.

23 THE COURT: Have you read it?

24 THE DEFENDANT: Yes.

25 THE COURT: Do you want me to read it to you?

I8RAASOOP

Plea

1 THE DEFENDANT: No.

2 THE COURT: Do you understand what it says you did.

3 THE DEFENDANT: Yes, your Honor.

4 THE COURT: Have you had time to talk with your  
5 counsel about these charges and how you wish to plead?

6 THE DEFENDANT: Yes, your Honor.

7 THE COURT: Has your attorney explained the  
8 consequences of pleading guilty?

9 THE DEFENDANT: Yes.

10 THE COURT: Are you satisfied with your attorney's  
11 representations so far?

12 THE DEFENDANT: Yes.

13 THE COURT: I am going to begin now to explain certain  
14 of your constitutional rights. These are rights that you will  
15 be giving up if you enter a guilty plea. So please listen  
16 carefully to what I am going to tell you. And again, if you  
17 don't understand something or just wish to speak with your  
18 counsel, stop me and either your attorney or I will explain the  
19 issue more fully.

20 Under the Constitution and laws of the United States  
21 you have a right to plead not guilty to all of the charges  
22 contained in the information.

23 Do you understand that?

24 THE DEFENDANT: Yes.

25 THE COURT: If you plead not guilty you'll be entitled

I8RAASOOP

Plea

1 under the Constitution to a speedy and public trial by a jury  
2 of those charges. At trial you would be presumed innocent.  
3 The government would be required to prove you guilty beyond a  
4 reasonable doubt before you could be found guilty. You could  
5 not be convicted unless a jury of 12 people agreed unanimously  
6 that you are guilty beyond a reasonable doubt.

7 Do you understand that?

8 THE DEFENDANT: Yes, your Honor.

9 THE COURT: If you went to trial then at that trial  
10 and at every stage of the case you would have the right to be  
11 represented by an attorney. If you could not afford an  
12 attorney, an attorney would be appointed to represent you at  
13 the government's expense. Even if you began the case with  
14 private defense counsel, if you ran out of money, an attorney  
15 would be appointed to continue to represent you. You would be  
16 entitled to an attorney all the way through trial, not just for  
17 a guilty plea. So your decision to plead guilty should not  
18 depend on whether you can afford to hire a lawyer.

19 Do you understand that?

20 THE DEFENDANT: Yes, your Honor.

21 THE COURT: During trial the witnesses for the  
22 prosecution would have to come to Court and testify in your  
23 presence where you could see them and hear them and a lawyer  
24 could cross them. If you wanted, your lawyer could offer  
25 evidence on your behalf as well. Your lawyer would be able to

I8RAASOOP

Plea

1 use the Court's power known as "subpoena power" to compel  
2 witnesses to come to court to testify even if they didn't want  
3 to come.

4 Do you understand that?

5 THE DEFENDANT: Yes, your Honor.

6 THE COURT: At trial you would have the right to  
7 testify in your own defense if you wanted to. You would also  
8 have the right not to testify. If you chose not to testify  
9 that couldn't be used against you in any way. No inference or  
10 suggestion of guilt would be permitted from the fact that you  
11 did not testify.

12 Do you understand that?

13 THE DEFENDANT: Yes, your Honor.

14 THE COURT: If you were convicted at trial you would  
15 have the right to appeal that verdict to a higher court.

16 Do you understand that?

17 THE DEFENDANT: Yes, your Honor.

18 THE COURT: And as I said before, you have the right  
19 to plead not guilty. Even today, although you came to court  
20 for the purpose of entering a guilty plea, you have a right to  
21 change your mind, to persist in your not guilty plea and to  
22 proceed toward trial. But if you do plead guilty and the Court  
23 accepts your plea, you will give up the right to a trial and  
24 the other rights I've just described that go with it.

25 If you plead guilty there will be no trial. All that

I8RAASOOP

Plea

1 will be remain to be done will be to impose a sentence. Now  
2 you and the government will have a chance to make arguments  
3 about what that sentence should be but there will not be any  
4 trial to determine whether you are guilty or not guilty of the  
5 charges to which you plead guilty.

6 Do you understand that?

7 THE DEFENDANT: Yes, your Honor.

8 THE COURT: Do you also understand that the decision  
9 as to the appropriate sentence in your case will be entirely up  
10 to the sentencing judge?

11 THE DEFENDANT: Yes, your Honor.

12 THE COURT: Not me, not the U.S. Attorney, not your  
13 attorney, the sentencing judge will be limited only by what the  
14 law requires. This means that even if you are surprised or  
15 disappointed by your sentence, you will still be bound by your  
16 guilty plea.

17 Do you understand that?

18 THE DEFENDANT: Yes, your Honor.

19 THE COURT: If you do plead guilty you are also giving  
20 up the right not to incriminate yourself. I will ask you  
21 questions later this morning about what you did in order to  
22 satisfy myself that you are actually guilty and you will have  
23 to answer those questions truthfully. So by pleading guilty  
24 you will be admitting what lawyers call your factual guilt, as  
25 well as legal guilt.

I8RAASOOP

Plea

1 Do you understand that?

2 THE DEFENDANT: Yes, your Honor.

3 THE COURT: All right. Turning to, taking a look at  
4 the information itself, I see that in Count One you are charged  
5 with participating in a conspiracy from at least in or about  
6 2016, up to and including in or about September 2017, to do the  
7 following things:

8 To commit bribery in violation of Title 18 of U.S.C.  
9 Section 666(A)(2).

10 Second, to commit honest services wire fraud in  
11 violation of Title 18 of the U.S.C. Sections 1343 and 1346.

12 And third, to travel in interstate commerce and use  
13 the mail and facilities in interstate and foreign commerce in  
14 order to offer bribes in violation of Title 18 of U.S.C.  
15 section 1952.

16 In Count Two of the information you are charged with  
17 paying bribes to an agent of a federally funded organization  
18 from at least 2016, up to and including in or about  
19 September 2017, in violation of Title 18 of U.S.C. Sections  
20 666(A)(2) and 2.

21 And in Count Three you are charged with participating  
22 in a conspiracy to commit wire fraud from in or about 2016, up  
23 to and including in or about September 2017, in violation of  
24 Title 18 of the U.S.C. Section 1349.

25 I am now going to ask the Assistant U.S. Attorney to

I8RAASOOP

Plea

1 state the elements of these crimes. The elements are the  
2 things that the government would have to prove beyond a  
3 reasonable doubt if you went to trial.

4 Mr. Solowiejezyk.

5 MR. SOLOWIEJEZYK: Yes, your Honor.

6 Count One of the information charges conspiracy in  
7 violation of Title 18 U.S.C. Section 371. That offense has the  
8 following four elements:

9 First, that two or more persons entered into an  
10 unlawful agreement as charged in the information.

11 Second, that the defendant knowingly and willfully  
12 became a member of the conspiracy.

13 Third, that one of the members of the conspiracy  
14 knowingly committed at least one of the overt acts that is  
15 charged in the information or an overt act which is  
16 substantially similar to the overt act charged in the  
17 information and that the overt act which was committed by a  
18 member of the conspiracy furthered some objective of the  
19 conspiracy.

20 As your Honor noted, this first count contains three  
21 objects of the conspiracy. The first object is offering bribes  
22 to an agent of a federally funded organization in violation of  
23 Title 18 U.S.C. 666(A)(2). That offense has the following  
24 elements.

25 First, that the defendant gave an agent of a federally



I8RAASOOP

Plea

1 funded organization a thing of value.

2 Second, that was with the corrupt intent to influence  
3 or reward the agent of the federally funned organization.

4 Third, that the payment was in connection with the  
5 organization's business or transactions.

6 And fourth, that this transaction or business involved  
7 anything of value greater than \$5,000.

8 The second object of conspiracy charged in Count One  
9 is the offense of honors services wire fraud in violation of  
10 Title 18 U.S.C. Sections 1343 and 1346. That offense has the  
11 following elements:

12 First, that there was a scheme or artifice to defraud  
13 an employer of the honors services of its employees. In this  
14 case to defraud universities that employed coaches of certain  
15 universities as to the right of their coaches honor services in  
16 connection with the payment and receipt of bribes or kickbacks.

17 Second, that the defendant knowingly and willfully  
18 participated in the scheme or artifice to defraud with  
19 knowledge of its fraudulent nature and with the specific intent  
20 to defraud or that he knowingly and intentionally aided and  
21 abetted others in the same scheme.

22 And third, that in the execution of the scheme the  
23 defendant used or caused the use of interstate foreign wires.

24 The third object of the conspiracy is violation of the  
25 Travel Act in violation of Title 18 U.S.C. Section 1952(A)(3).

I8RAASOOP

Plea

1 That crime has three elements.

2 First, that the defendant traveled or caused someone  
3 else to travel in interstate commerce or used or caused someone  
4 else using interstate facility.

5 Second, that this travel or use of an interstate  
6 facility was done with the intent to promote, manage, establish  
7 or carry on an unlawful activity.

8 And third, after this interstate travel or use of an  
9 interstate facility, the defendant performed or attempted to  
10 perform an act in furtherance of or distributed the proceeds of  
11 the same unlawful activity.

12 As alleged in the information, the unlawful activity  
13 in this case is the violation of specific state commercial  
14 bribery statutes. In particular, South Carolina's Commercial  
15 Bribery Statute, South Carolina Code Section 16-17-540;  
16 Oklahoma's Commercial Bribery Statute, 21 Oklahoma Statute,  
17 Section 380; Arizona's Commercial Bribery Statute; Arizona's  
18 Statute, Section 132605 (A)(2) and finally California's  
19 Commercial Bribery Statute which is California Penal Code  
20 Section 641.3.

21 Turning to Count Two, your Honor, which charges  
22 violation of 18 U.S.C. 666(A)(2) offering bribes to an agent of  
23 a federally funded organization, that offense has the same  
24 elements that I described in the first object of the conspiracy  
25 charged in Count One.

1           Finally, Count Three charges a conspiracy to commit  
2 wire fraud in violation of Title 18 U.S.C. 1349. That offense  
3 has the following elements:

4           First, that there was an agreement to commit wire  
5 fraud.

6           Second, that the defendant knowingly and willfully  
7 joined the conspiracy to commit wire fraud.

8           The object of the conspiracy is the offense of wire  
9 fraud in violation of Title 18 U.S.C. Section 1343. That  
10 offense's elements are:

11           First, that there was a scheme or artifice to defraud  
12 or to obtain money or property by materially false and  
13 fraudulent pretenses representations and promises.

14           Second, that the defendant acted knowingly and  
15 willfully in participating in the scheme or artifice to defraud  
16 with knowledge of its fraudulent nature and the specific intent  
17 to defraud.

18           Third, that in the execution of the scheme, the  
19 defendant used or caused the use of interstate or foreign  
20 wires.

21           With respect to the all of the counts that I just  
22 described, your Honor, the government would also have to prove  
23 venue in the Southern District of New York by a preponderance  
24 of the evidence.

25           THE COURT: Thank you.

I8RAASOOP

Plea

1           Mr. Sood, I am now going to tell you the maximum  
2 possible penalty for the crimes which are charged in the  
3 information and which you just heard the Assistant United  
4 States Attorney describe in more detail.

5           The "maximum" means the most that could possibly be  
6 imposed. It does not mean that this is what you will  
7 necessarily receive. But by pleading guilty you are exposing  
8 yourself to the possibility of receiving a punishment or a  
9 combination of punishments up to the maximum that I am about to  
10 describe.

11           Do you understand that?

12           THE DEFENDANT: Yes, your Honor.

13           THE COURT: The maximum term of imprisonment for the  
14 crime charged in Count One of the information is five years.  
15 Five years in prison which could be followed by up to three  
16 years of supervised release.

17           If you do get supervised release that means you will  
18 be subject to supervision by the probation department after  
19 you're released from prison. If you violate any condition of  
20 that supervised release the Court could revoke the term of  
21 supervised release previously imposed and return you to prison  
22 without giving you credit for time previously served on  
23 supervised release.

24           In addition to those restrictions on your liberty, the  
25 maximum possible punishment for the crime charged in Count One

I8RAASOOP

Plea

1 includes financial penalties, a maximum allowable fine is  
2 \$250,000 or twice the profits of the criminal activity or twice  
3 what someone other than yourself lost because of the criminal  
4 activity whichever is greater.

5 I am also required by law to tell you that there is an  
6 additional special assessment, an extra fine of \$100 which is  
7 required to be imposed on each count of conviction.

8 With regard to Count Two of the complaint, there is a  
9 maximum sentence of ten years in prison which could be followed  
10 by up to three years on supervised release. There is a maximum  
11 fine of the greater of \$250,000 or twice the profits of  
12 criminal activity or twice what someone other than yourself  
13 lost because of the criminal activity and a \$100 special  
14 assessment.

15 As for Count Three of the indictment, Count Three  
16 carries a maximum sentence of 20 years of imprisonment, a  
17 maximum term of three years of supervised release, a maximum  
18 fine of \$250,000 or twice the profits of the criminal activity  
19 or twice what someone other than yourself lost because of the  
20 criminal activity, whichever is greater and a mandatory \$100  
21 special assessment.

22 If the prison terms on these charges ran  
23 consecutively, you would face a potential prison sentence of up  
24 to 35 years in prison.

25 You will also be required to pay restitution to any

I8RAASOOP

Plea

1 victims of the crimes in an amount that the Court decides is  
2 required to compensate them for their injuries.

3 In addition, by pleading guilty you will admit to the  
4 forfeiture allegations in the information and agree to forfeit  
5 any property within the scope of 18 U.S.C. Section 981(A)(1)(c)  
6 and 28 U.S.C. Section 2461.

7 Now, you told me that you are a U.S. citizen, correct?

8 THE DEFENDANT: Yes.

9 THE COURT: The reason I ask that question is that if  
10 you were not a citizen your guilty plea would likely have  
11 adverse consequences or your ability to remain or return to the  
12 United States which I am required to outline for you even  
13 though you have told me that you are a citizen. Those  
14 consequences could include removal, deportation, denial of  
15 citizenship and denial of admission to the U.S. in the future.  
16 Your removal or deportation could be mandatory. And if that  
17 did happen you would still be bound by your guilty plea that is  
18 you would not be able to withdraw it regardless of any advice  
19 you received from your counsel or others regarding the  
20 immigration consequences of your plea.

21 Do you understand that?

22 THE DEFENDANT: He your Honor.

23 THE COURT: Mr. Sood, has anyone threatened or coerced  
24 you in any way in an effort to get you to plead guilty?

25 THE DEFENDANT: No, your Honor.

I8RAASOOP

Plea

1 THE COURT: I am told there is a written plea  
2 agreement between you and the government. There it is. I am  
3 holding it up for you to see. It is contained in a letter  
4 dated August 9th, addressed to your counsel and it appears to  
5 be signed on the back page which I am also holding up, by you.

6 Is that your signature, sir?

7 THE DEFENDANT: Yes, your Honor.

8 THE COURT: All right. Did you read the plea  
9 agreement before you signed it?

10 THE DEFENDANT: Yes, your Honor.

11 THE COURT: Did you discuss it with your attorney?

12 THE DEFENDANT: Yes, your Honor.

13 THE COURT: Do you understand its terms?

14 THE DEFENDANT: Yes.

15 THE COURT: Has anyone promised you or offered  
16 anything other than what is in this written plea agreement in  
17 after effort to get you to plead guilty?

18 THE DEFENDANT: No, your Honor.

19 THE COURT: I note that your plea agreement refers to  
20 the possibility that the government may advise the sentencing  
21 judge by letter that you have given the government substantial  
22 cooperation which could lead to a reduction in your potential  
23 prison sentence.

24 Do you understand that the agreement does not  
25 absolutely require the government to do this?

I8RAASOOP

Plea

1 THE DEFENDANT: Yes, your Honor.

2 THE COURT: Do you understand that the government may  
3 choose not to submit such a letter based on its own assessment  
4 of your compliance with the plea agreement and the extent of  
5 your cooperation?

6 THE DEFENDANT: Yes, your Honor.

7 THE COURT: Do you understand that under the terms of  
8 your plea agreement even if you later learn that the government  
9 withheld from your counsel certain information that would have  
10 been helpful to you in defending yourself at trial you wouldn't  
11 be able to complain about that or withdraw your guilty plea on  
12 that basis?

13 THE DEFENDANT: Yes, your Honor.

14 THE COURT: You do understand that?

15 THE DEFENDANT: Yes.

16 THE COURT: OK. Do you understand that the terms of  
17 the plea agreement including any recommendations that may be  
18 made by the government related to sentencing will not be  
19 binding on the sentencing judge?

20 THE DEFENDANT: Yes, your Honor.

21 THE COURT: The sentencing judge as we briefly  
22 discussed, may reject those recommendations and could impose a  
23 more severe sentence than you expect without permitting you to  
24 withdraw your plea of guilty. The sentencing judge will be  
25 required to make his or her own independent calculation of the



I8RAASOOP

Plea

1 appropriate sentencing range for you under the sentencing  
2 guidelines and will also have the discretion to give you a  
3 sentence below or above that range up to the maximum that we  
4 discussed earlier.

5 In addition to the guidelines and possible departures  
6 from the guidelines, the sentencing judge will consider all of  
7 the factors set forth at 18 U.S.C. Section 3553(A). In other  
8 words, the sentencing judge will pronounce whatever sentence  
9 she or he believes is the appropriate sentence for you even if  
10 that sentence is different from the one recommended by the  
11 government as a result of your cooperation.

12 Do you understand that?

13 THE DEFENDANT: Yes, your Honor.

14 THE COURT: In addition, the Court will at the time of  
15 sentencing consider a presentence report. It will be prepared  
16 by the probation department in advance of your sentencing and  
17 both you and the government will have the opportunity to  
18 challenge the facts set forth in that report.

19 Mr. Sood, do you understand that there is no parole in  
20 the federal system?

21 THE DEFENDANT: Yes.

22 THE COURT: If you are sentenced to prison you will  
23 not be released early on parole.

24 Before I go on, let me ask both counsel if there are  
25 any other provisions of the plea agreement that you would like

I8RAASOOP

Plea

1 me to go over with Mr. Sood?

2 MR. SOLOWIEJEZYK: Not from the government, your  
3 Honor.

4 MR. ZACK: No, your Honor.

5 THE COURT: Thank you, counsel.

6 Mr. Sood, aside from what is in the plea agreement  
7 itself, have any promises been made to you to influence you to  
8 plead guilty?

9 THE DEFENDANT: No, your Honor.

10 THE COURT: Have any promises been made to you  
11 concerning the actual sentence you will ultimately receive?

12 THE DEFENDANT: No, your Honor.

13 THE COURT: Now that you have been advised of the  
14 charges against you, the possible penalties you face and the  
15 rights that you are giving up, is it still your intention to  
16 plead guilty to Counts One through Three of the information in  
17 this case?

18 THE DEFENDANT: Yes, your Honor.

19 THE COURT: Is your plea voluntary and made of your  
20 own free will?

21 THE DEFENDANT: Yes, your Honor.

22 THE COURT: Please rise.

23 Mr. Sood, with respect to Count One how do you plead,  
24 guilty or not guilty?

25 THE DEFENDANT: Guilty.

I8RAASOOP

Plea

1 THE COURT: With respect to the Count Two how do you  
2 plead?

3 THE DEFENDANT: Guilty.

4 THE COURT: With respect to the Count Three, how do  
5 you plead?

6 THE DEFENDANT: Guilty.

7 THE COURT: You may be seated.

8 Please tell me in your own words what you did that  
9 makes you guilty of those crimes. You can use notes. That's  
10 fine.

11 THE DEFENDANT: From 2016 to September 2017, in the  
12 Southern District of New York, I agreed with others to make  
13 payments to coaches at NCAA member universities and to families  
14 of then current and prospective NCAA student-athletes in  
15 exchange for the current and prospective student-athletes  
16 retaining me as a financial adviser. On one occasion I made a  
17 two thousand payment by check to a coach at an NCAA member  
18 university in exchange --

19 THE COURT: I'm sorry. You made a two thousand  
20 payment?

21 THE DEFENDANT: Two thousand dollars payment by check  
22 to a coach at the NCAA member university in exchange for the  
23 coach's recommending that players hire me as a financial  
24 adviser. The overt acts in the information accurately describe  
25 my conduct.

I8RAASOOP

Plea

1 I believed that NCAA rules prohibited current or  
2 prospective NCAA student-athletes or their familiars from  
3 receiving these types of payments. I believed that the players  
4 would not disclose these payments to their universities and  
5 that receipt of those payments by the players and/or their  
6 families could make the players ineligible, causing harm to the  
7 university. Some of this conduct took place over the phone and  
8 by e-mail and by traveling interstate commerce.

9 THE COURT: At the time you engaged in this conduct,  
10 Mr. Sood, did you know that the acts were wrong?

11 THE DEFENDANT: I did not. (Pause) Sorry. Yes, yes,  
12 I did.

13 THE COURT: You knew what that you were doing was  
14 wrong?

15 THE DEFENDANT: Yes.

16 THE COURT: Let me ask the government's counsel, do  
17 you believe that is a sufficient factual predicate for a guilty  
18 plea?

19 MR. SOLOWIEJEZYK: Yes, your Honor. And the  
20 government would also proffer with respect to the venue that  
21 the government would prove that there were meetings that  
22 occurred in the Southern District of New York and telephone  
23 calls that were made to and from the Southern District of New  
24 York in furtherance of the crimes charged.

25 THE COURT: Mr. Sood, I do note that you were reading

I8RAASOOP

Plea

1 from notes when you told me what conduct you engaged in. Did  
2 your attorney help prepare that statement?

3 THE DEFENDANT: Yes, your Honor.

4 THE COURT: Do you adopt those words as your own?

5 THE DEFENDANT: Yes, your Honor.

6 THE COURT: Is everything that you just told me true?

7 THE DEFENDANT: Yes, your Honor.

8 THE COURT: Thank you.

9 Does the government represent that it has sufficient  
10 evidence to establish guilt beyond a reasonable doubt at trial  
11 and would you like to make a proffer?

12 MR. SOLOWIEJEZYK: Yes, your Honor.

13 The government will represent that and briefly, the  
14 evidence would consist of among other things, testimony from  
15 other witnesses, wiretapped recorded calls, consensually  
16 recorded calls and meetings and e-mail and other documentary  
17 evidence including financial records.

18 THE COURT: Mr. Sood, on the basis of your responses  
19 to my questions and my observation of your demeanor, I find  
20 that you are competent to enter a guilty plea. I am satisfied  
21 that you understand your rights including your right to have  
22 your case considered by a grand jury and your right to go to  
23 trial. I believe you are aware of the consequences of your  
24 plea, including the sentence that may be imposed and I conclude  
25 that you are voluntarily pleading guilty and that you have

I8RAASOOP

Plea

1 admitted that you are guilty as charged in Counts One through  
2 Three of the information. For these reasons, I will recommend  
3 that the Court accept your plea.

4 I will ask the government to order a copy of the  
5 transcript in due course.

6 I will not schedule probation department interviews at  
7 this time.

8 Are there any objections to continuing the present  
9 bail and has it been modified in any way?

10 MR. SOLOWIEJEZYK: There are no objections, your  
11 Honor. I believe defense counsel wanted to note one  
12 modification as was made on the record which is not reflected  
13 in the plea agreement.

14 THE COURT: Counsel.

15 MR. ZACK: Your Honor, since bail was originally  
16 imposed bail's been modified to permit Mr. Sood to travel at  
17 his discretion with just notice to Pretrial Services rather  
18 than getting permission in advance.

19 THE COURT: And with that addendum you otherwise  
20 believe that the plea agreement accurately sets out the  
21 conditions of your client's bail?

22 MR. ZACK: Yes, your Honor.

23 THE COURT: All right. Mr. Sood, the conditions on  
24 which you have been released up until now including the  
25 modification that your attorney just advise the Court of,

I8RAASOOP

Plea

1 continue to apply. A violation those conditions could have  
2 serious consequences including revocation of bail and  
3 prosecution for bail jumping.

4 Do you understand that?

5 THE DEFENDANT: Yes, your Honor.

6 THE COURT: Anything further on this matter from the  
7 government?

8 MR. SOLOWIEJEZYK: No, your Honor.

9 THE COURT: From defense?

10 MR. ZACK: No, your Honor.

11 THE COURT: We are adjourned.

12 Thank you, gentlemen.

13 (Adjourned)

14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25

# **EXHIBIT 2**



J9cdsoos

Sentence

1 UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

2 -----x

3 UNITED STATES OF AMERICA,

New York, N.Y.

4 v.

18 Cr. 0620 (KMW)

5 MUNISH SOOD,

6 Defendant.

7 -----x

8  
9 September 12, 2019  
12:10 p.m.

10 Before:

11 HON. KIMBA M. WOOD,

12 District Judge

13  
14 APPEARANCES

15 GEOFFREY S. BERMAN

United States Attorney for the  
Southern District of New York

16 BY: NOAH SOLOWIEJCZYK

17 ROBERT BOONE

ELI MARK

18 Assistant United States Attorneys

19 PEPPER HAMILTON, LLP

Attorneys for Defendant

20 BY: RICHARD J. ZACK

21  
22  
23  
24  
25

J9cdsoos

## Sentence

1 THE COURT: At this point, I call U.S. v. Munish Sood,  
2 and I'll ask counsel to identify themselves for the record.

3 MR. SOLOWIEJCZYK: Good afternoon, your Honor. Noah  
4 Zolowiejczyk on behalf of the government. I'm joined at  
5 counsel table by A.U.S.A.s Robert Boone and Eli Mark.

6 MR. ZACK: Good afternoon, your Honor. Richard Zack  
7 for Munish Sood.

8 THE COURT: Good afternoon.

9 And good afternoon, Mr. Sued.

10 THE DEFENDANT: Good afternoon, your Honor.

11 THE COURT: We are here for the sentencing of  
12 Mr. Sood.

13 And I'll begin by asking Mr. Zach, have you and your  
14 client had an adequate opportunity to review the presentence  
15 report?

16 MR. ZACK: We have, your Honor.

17 THE COURT: And do you wish any changes?

18 MR. ZACK: No, your Honor.

19 THE COURT: All right. Before I hear from counsel,  
20 I'd like to note that Mr. Sood's assistance to the government  
21 has been enormously helpful, to whom I note that he testified  
22 at great length at two trials, one of them for three days of  
23 testimony, and he worked with the government for many, many  
24 hours on the case. Particularly in light of that, but also in  
25 light of the light sentences received by the codefendants who

J9cdsoos

## Sentence

1 have been sentenced to date, I will not impose an incarceratory  
2 sentence on Mr. Sood. I am interested, however, in what was  
3 his impetus for the crime. Was it financial or nonfinancial?

4 In any event, I am now ready to hear from defense  
5 counsel and Mr. Sood, if he wishes to be heard.

6 MR. ZACK: Thank you, your Honor, and I'll speak  
7 briefly and then Mr. Sood does wish to be heard.

8 And to answer your Honor's question, certainly there  
9 was a financial motive for the crime here, but I would note  
10 that Mr. Sood accepts full responsibility for what he did.

11 THE COURT: I'm sorry to interrupt you.

12 You say there was a financial motive, and that's what  
13 puzzles me because he was earning 7 to \$8 million a year during  
14 the time of the conspiracy, as I read the documents.

15 Is that wrong?

16 MR. ZACK: Your Honor, that's what the PSR reflects.  
17 His income has significantly decreased since then.

18 THE COURT: Since the arrest.

19 MR. ZACK: And I have had many, many conversation with  
20 Mr. Sood over the last two years.

21 As your Honor knows, this case involved him providing  
22 services to very high-profile athletes and him being involved  
23 in many aspects of the NBA. And so, you know, part of the  
24 crime and part of the sort of seductiveness of the crime was  
25 being involved with such a high-profile lifestyle. And while

J9cdsoos

## Sentence

1 Mr. Sood did not certainly need additional money to support his  
2 lifestyle, I think he was seduced by the fact that he would be  
3 in close proximity to some of the most high-profile, popular  
4 athletes on the planet.

5 And that's really borne out by the fact that the way  
6 the business was set up, Mr. Sood didn't stand to make any  
7 money at all for many, many years. He started the business in  
8 2016. And the way the business works is until an athlete gets  
9 a second contract -- and that's several years -- at least four  
10 years into their NBA career -- Mr. Sood didn't stand to really  
11 make any money on that. Now, there was a financial reward down  
12 the road for him, absolutely, and certainly Mr. Sood  
13 anticipated that, but I think, you know, his driving motive was  
14 to be a part of, you know, an enterprise that had, you know,  
15 literally tens of millions of people watching it during  
16 basketball season. And, you know, I think that is the  
17 overriding motive of him getting involved in this.

18 He was not -- the evidence showed he was not sort of  
19 the mastermind behind this. He was following instructions from  
20 others. That's not to diminish the fact that he's responsible  
21 for his own conduct, but as the evidence shows, he was  
22 certainly a person on the lower end of the culpability scale.

23 And, your Honor, if that answers your question, I am  
24 happy to just highlight just a couple of brief things. As I  
25 said --

J9cdsoos

## Sentence

1 THE COURT: It does. Thank you. Go ahead.

2 MR. ZACK: Mr. Sood accepts full responsibility. As  
3 your Honor knows, he met with the government shortly after his  
4 arrest, and I know I was in talking to the government within a  
5 couple of days of his arrest to let them know that he was ready  
6 to cooperate.

7 As you know from our filings, he has lived an  
8 exemplary life otherwise other than this. He has built a  
9 business that has suffered significantly from, you know, his  
10 own conduct here, which he doesn't deny, and has raised a  
11 tremendous family. He has three kids and a wife that support  
12 him, and he maintains significant confidence from the business  
13 people that he has been working with over the years.

14 And we appreciate your Honor's advising us that  
15 sentence will not include incarceration. We agree that  
16 probation is certainly an appropriate sentence in this case.

17 Thank you, your Honor.

18 THE COURT: Thank you very much.

19 Mr. Sood, there is no requirement for you to speak,  
20 but if you would like to speak, I would be glad to hear you  
21 now.

22 THE DEFENDANT: Thank you, your Honor.

23 Can you hear me?

24 THE COURT: Yes. Thank you.

25 THE DEFENDANT: I'm just a bit nervous and I just put

J9cdsoos

Sentence

1 some notes on a piece of paper.

2 THE COURT: That is fine. Go ahead.

3 THE DEFENDANT: I would like to apologize to the Court  
4 and to the people that I hurt for the last few years. I've  
5 disappointed my friends, my family and myself. I have no one  
6 to blame but myself for these actions.

7 I fully accept responsibility for my actions. I will  
8 continue to do what is necessary to rebuild the trust of my  
9 friends, my family, my clients, and everyone else I've  
10 disappointed.

11 I am happy to answer any questions, but thank you  
12 again.

13 THE COURT: Thank you for that statement. I have no  
14 questions.

15 Before I turn to the government to see if they wish to  
16 speak, I would like to note that I find the calculation of  
17 restitution here to be to my mind conceptually problematic, and  
18 I'll explain that in a while, but I also note that the  
19 government has asked for three months. I think you have, or do  
20 you just not need it any more?

21 MR. SOLOWIEJCZYK: Your Honor, as to restitution, we  
22 are asking for additional time. We have -- we notice at least  
23 as to one university, the amount of restitution they are  
24 seeking -- that is the University of Louisville -- it is going  
25 to be joint and several liability with the defendants who were

J9cdsoos

Sentence

1 before Judge Kaplan, but there are just two other universities  
2 that we are still waiting to get final word from and I hope to  
3 do that soon, and once we do, we will submit a proposed  
4 restitution order to your Honor.

5 THE COURT: OK. Then I'll turn to you,  
6 Mr. Zolowiejczyk, to tell me anything the government wishes to  
7 add.

8 MR. SOLOWIEJCZYK: Your Honor, I'll keep this quite  
9 brief in light of your Honor's informing us that a sentence of  
10 incarceration -- there will not be a sentence of incarceration.

11 I would just state very briefly, under the 5K factors,  
12 certainly Mr. Sood's sentencing -- his cooperation was  
13 extremely timely. He indicated very early on that he intended  
14 to cooperate. He came in and proffered with us quickly, and he  
15 was proffering and working with us well before any of the  
16 trials that occurred here took place, well before any guilty  
17 pleas.

18 With respect to his truthfulness and reliability, he  
19 was forthcoming in the proffer sessions. He told us not only  
20 about conduct that we already knew about from the wiretap of  
21 his phone and the other evidence but also additional conduct  
22 that we were not aware of before he informed us of it, and he  
23 was forthcoming and truthful during all phases of both the  
24 proffers and the trial preparation.

25 With respect to significance and usefulness, which,

J9cdsoos

Sentence

1 you know, here it is a particularly important factor, Mr. Sood  
2 was the only cooperating witness that testified at both the  
3 Gatto trial in front of Judge Kaplan and the trial of Christian  
4 Dawkins and Merl Code in front of Judge Ramos. And he was an  
5 important witness in both trials, a crucial witness.

6 Particularly just focusing on the more recent trial of  
7 Christian Dawkins and Merl Code, he was the only witness at  
8 that trial who was a member of the conspiracy. And he was on  
9 the stand, as your Honor noted, for testimony that spanned  
10 three days, really covering all of the aspect of the scheme --  
11 each of the coaches they had worked with, hours and hours of  
12 recordings. At times these recordings were somewhat hard to  
13 understand, cryptic. He really, at bottom, acted as sort of  
14 the narrator of what had happened for the jury and was an  
15 incredibly important witness.

16 So, for all of those reasons, your Honor, at this time  
17 we would move under Section 5K1.1 for the appropriate  
18 reduction.

19 THE COURT: All right. Thank you.

20 I begin, as I must, by noting the sentencing guideline  
21 calculation. It's based on a total offense level of 21 and  
22 Criminal History Category of I. If I were sentencing Mr. Sood  
23 under the Sentencing Guidelines, I would depart downward based  
24 on his substantial assistance to the government.

25 Moving to the factors under Section 3553, the



J9cdsoos

## Sentence

1 co-conspirators' conduct was quite serious in ways that are not  
2 measured by pecuniary loss, in particular, harm to the  
3 reputations of the universities and their athletic programs.

4 With respect to Mr. Sood, I agree with Mr. Zach that  
5 he was not an instigator, he was not a major participant.

6 With respect to Mr. Sood's character, everything in  
7 his background suggests an upstanding, honest man. I believe  
8 that his, as Mr. Zach put it, seduction by the prospect of  
9 having such high-profile clients was an aberration in an  
10 otherwise blameless life.

11 His very prompt, very painstaking assistance to the  
12 government, which included crimes as to which the government  
13 was not yet aware and which was enormously useful to the  
14 government in light of the fact that with respect to the trial  
15 of Mr. Dawkins and Mr. Code, he was the only member of the  
16 conspiracy who testified, and his use to the government was, as  
17 the government said, as narrator to what happened in light of  
18 the cryptic nature of a number of the wiretaps -- wiretapped  
19 conversations.

20 In my view, as I said before, no incarceration is  
21 warranted.

22 Mr. Sood, could you please stand for sentencing.

23 With respect to all three counts, I sentence you to no  
24 incarceration, to no supervised release, because you have  
25 essentially been on such for the time you were cooperating.

J9cdsoos

## Sentence

1           A fine of \$25,000 was recommended by Probation. Do  
2 defense counsel or defendant have a problem with that?

3           MR. ZACK: Your Honor, I think we certainly don't  
4 disagree with the recommendation. Just for the record, I don't  
5 believe a \$25,000 fine is warranted, but that's all we have to  
6 say on that issue.

7           THE COURT: Would the government like to be heard on  
8 the fine?

9           MR. SOLOWIEJCZYK: Your Honor, we don't really take a  
10 position as to the specific parameters of the sentence, but  
11 obviously Probation does take into account, among other things,  
12 the means to pay it and that sort of thing.

13          MR. ZACK: Your Honor, just given the prospect of  
14 restitution, you know, I would suggest not imposing a fine  
15 and --

16          THE COURT: With respect to the prospect of  
17 restitution, I'm not so sure we have that prospect, as I'll lay  
18 out in a few minutes.

19          MR. ZACK: Thank you, your Honor.

20          THE COURT: I will impose the fine of \$25,000 in light  
21 of Mr. Sood's financial ability to pay it and the purposes  
22 behind imposing a fine. I've taken into account all the  
23 statutory factors that the statute requires in determining the  
24 amount of the fine.

25          With respect to restitution, I'll deal with that in a

J9cdsoos

## Sentence

1 minute.

2 I impose the special assessment of \$300, which is  
3 mandatory.

4 You may sit down while I read to you the appeal  
5 rights.

6 Are there any charges to be dismissed?

7 MR. SOLOWIEJCZYK: We don't think there are, your  
8 Honor, but in an abundance of caution, to the extent there were  
9 any, they are dismissed.

10 THE COURT: I grant the motion.

11 Is there anything further before I read Mr. Sood his  
12 appeal rights, once I get to restitution?

13 MR. ZACK: Not from the defendant, your Honor.

14 THE COURT: OK.

15 MR. SOLOWIEJCZYK: Not from the government, your  
16 Honor.

17 THE COURT: All right. I'll read your appeal rights  
18 after I discuss restitution.

19 In considering who was harmed by the conspiracy, I  
20 note that it was spearheaded by Adidas, and Adidas, I take it,  
21 was motivated by hoping to receive a competitive advantage over  
22 competitors by having high-profile athletes involved in its  
23 programs.

24 I think it's possible -- no, I have to back up a  
25 moment.

J9cdsoos

## Sentence

1 I think the universities benefited from these  
2 scholarship payments made to athletes because they got the  
3 benefit of a good bargain. They had the star athlete for about  
4 a year. So they had the benefit hoped for, a more brilliant  
5 team, which leads to greater alumni contributions. I mean, if  
6 you try to find something financial, you would have to go down  
7 that rather circuitous route.

8 I don't think Mr. Sood or any of the defendants  
9 intended to harm a university. As one of the university  
10 defendants described in a letter to the Court, the harm was  
11 reputation. I think the harm was that the university becomes  
12 publicized as a participant in corruption, corruption of  
13 college athletics.

14 The only harm I can see to a university would be by  
15 analogy to honest services fraud. A university was unaveraged  
16 coaches, not the other participants. The universities were  
17 deprived of the honest services of their coaches.

18 I don't think that is properly quantified by the  
19 amount of a bribe paid to a coach. But we have as precedent a  
20 decision by Judge Cote in which she found that Morgan Stanley,  
21 I think, or Morgan Guaranty had been deprived of the honest  
22 services of one of its corrupt employees, and she imposed as  
23 restitution the expenses and fees paid by Morgan Stanley in  
24 connection with the government investigation and prosecution.  
25 That's not what is charged here, but it strikes me as the only

J9cdsoos

## Sentence

1 rationale I can conceive of for there being pecuniary harm to  
2 the universities.

3 I'm not asking anyone to respond right away on this  
4 because I don't think other courts have made a fuss about it,  
5 and so you need some time to think about it?

6 MR. SOLOWIEJCZYK: Your Honor, I do think we probably  
7 are going to want to write something briefly on this.

8 I would note, obviously, we respect what your Honor is  
9 saying immensely. You know, a lot of the issues your Honor has  
10 teed up were issues that were argued -- and this really only  
11 relates to the Gatto case for trial.

12 THE COURT: Before Judge Kaplan.

13 MR. SOLOWIEJCZYK: They were argued to the jury, and,  
14 you know, the jury ultimately concluded that when these  
15 university witnesses took the stand and said that, you know,  
16 that these representations were material to them, that the  
17 universities did suffer harm as a result of this, that's  
18 ultimately about something the jury has to consider.

19 I will also note just for your Honor's  
20 consideration -- we're going to brief this more fully -- that  
21 there are many, many talented student athletes out there, and  
22 when these universities choose -- they have a limited number of  
23 scholarships. There is sort of an opportunity cost to that,  
24 and in particular when they have decided to issue a scholarship  
25 to a student athlete who it turns out they later find is

J9cdsoos

## Sentence

1 ineligible, they could have offered that scholarship to  
2 somebody else instead and they lose that opportunity.

3 THE COURT: I think that's a very good point, and  
4 what's lost is the ability to have the next best athlete for  
5 years two, three, four. It is not about the first year.

6 MR. SOLOWIEJCZYK: One of the athletes never even  
7 played that first year because the scheme was uncovered and  
8 they had to send him out and, therefore -- and actually --

9 THE COURT: And he kept the money?

10 MR. SOLOWIEJCZYK: Well, yes.

11 THE COURT: He continued to go to school?

12 MR. SOLOWIEJCZYK: And the way the University of  
13 Louisville calculated their number was it wasn't legal fees, it  
14 wasn't the full amount of scholarship, it was they actually did  
15 math on how much money they had spent up to that point on that  
16 particular student.

17 But as I said, your Honor, we're happy to put --

18 THE COURT: I mean, that's very understandable.

19 MR. SOLOWIEJCZYK: -- something in on this.

20 As to the coach side of this, if any of those schools  
21 do seek restitution, what we had in mind is exactly consistent  
22 with what -- I don't remember the name of the decision but I  
23 know the decision you are talking about from Judge Cote, it  
24 would be consistent with that.

25 THE COURT: OK. With respect to what a jury found, I

J9cdsoos

## Sentence

1 would need to hear how they were instructed. I doubt that I'll  
2 gain a lot of clarity from it, but I respect your view that it  
3 is something to think about.

4 All right. In terms of briefing, perhaps we could set  
5 a schedule, and I'll let the government go first on this.

6 MR. SOLOWIEJCZYK: Your Honor, we would -- I'm just  
7 thinking in terms of timing. We want to find out whether the  
8 other two universities are going to even seek restitution,  
9 because that would be an issue we need to brief.

10 I wanted to check when the sentencings of the  
11 codefendants are.

12 (Pause)

13 THE COURT: Is it just Mr. Gassnola?

14 MR. SOLOWIEJCZYK: No. Actually, Mr. Gassnola was  
15 sentenced on Tuesday, your Honor, to time served by Judge  
16 Kaplan. It is Mr. Code and Mr. Dawkins in the second trial.

17 If your Honor would give us 45 days, we would  
18 appreciate it, but if not, 30 days would be what we would ask  
19 for.

20 THE COURT: I don't need to decide this until 90 days  
21 from now, so 45 is fine.

22 MR. SOLOWIEJCZYK: Great. Thank you, your Honor.

23 THE COURT: OK. I ask you if you have the transcript  
24 of the argument before Judge Kaplan, I would like to read that,  
25 the one you referenced. You said these points were argued to

J9cdsoos

## Sentence

1 Judge Kaplan. Perhaps they were argued in writing.

2 MR. SOLOWIEJCZYK: We can send you the sentencing  
3 transcript, and I was actually referring also to sort of the  
4 harm to the universities was an issue that was central to the  
5 trial as well, not as to a specific restitution number but it  
6 was sort of an essential component of the trial.

7 THE COURT: OK.

8 MR. SOLOWIEJCZYK: But I'm not sure -- I hear what  
9 your Honor is saying in terms of -- you know, I'm not sure how  
10 useful that will ultimately be to your Honor, so that is  
11 something that we will consider.

12 THE COURT: All right. I was assuming that arguments  
13 by counsel in a high-profile criminal case would be carefully  
14 considered and that I should consider them, too.

15 MR. ZACK: Judge, just so the record is clear, we were  
16 not a party to that, you know. So whatever was argued in that  
17 case is not relevant to a restitution determination for this  
18 defendant in our view.

19 THE COURT: It merely might educate me generally  
20 rather than -- I understand it --

21 MR. ZACK: But we have no say in anything the Court  
22 determines.

23 THE COURT: I know that.

24 MR. ZACK: Thank you, your Honor.

25 MR. SOLOWIEJCZYK: Your Honor, we'll provide you with



J9cdsoos

## Sentence

1 anything we think would be relevant to your Honor's  
2 consideration of this question in our submission.

3 THE COURT: Good. All right. If there is nothing  
4 further, I'll read Mr. Sood his appeal rights.

5 Is there something further?

6 MR. ZACK: Nothing from the defendant.

7 THE COURT: Mr. Sood, it is my job -- you don't need  
8 to stand. Thank you. It is my job to read every defendant his  
9 appeal rights, and I'll read you yours now.

10 You can appeal your conviction if you believe that  
11 your guilty plea was somehow unlawful or involuntary or if  
12 there was some other fundamental defect in the proceedings that  
13 was not waived by your guilty plea. You also have the  
14 statutory right to appeal your sentence under certain  
15 circumstances. You may have waived many of those rights.

16 With few exceptions, any Notice of Appeal must be  
17 filed within 14 days of judgment being entered in this case.  
18 Judgment is likely to be entered next week.

19 I understand this doesn't apply to you but, again, it  
20 is my job to read it. If you are not able to pay the cost of  
21 an appeal, you may apply for leave to appeal in forma pauperis.  
22 If you request, the Clerk of the Court will prepare and file a  
23 Notice of Appeal on your behalf.

24 I think your assistance was truly commendable.

25 We are adjourned.

J9cdsoos

Sentence

- 1
- 2
- 3
- 4
- 5
- 6
- 7
- 8
- 9
- 10
- 11
- 12
- 13
- 14
- 15
- 16
- 17
- 18
- 19
- 20
- 21
- 22
- 23
- 24
- 25

MR. SOLOWIEJCZYK: Thank you, your Honor.  
(Adjourned)

# **EXHIBIT 3**

## Declaration of Kyle Kuzma

I, Kyle A. Kuzma, hereby depose and say:

1. I am a professional basketball player for the Los Angeles Lakers.
2. In 2017, I was introduced to Munish Sood and the firm Rosedale Asset Management, LLC (formerly known as Princeton Wealth Management) through Christian Dawkins who was working at ASM Sports.
3. When I met Mr. Sood I was undrafted. Once I was drafted, I decided to engage Mr. Sood and Rosedale to help with business management and concierge services.
4. I agreed to pay Rosedale \$1,000 per month for their services, which did not include investment management.
5. Mr. Sood and Rosedale have helped me with the following:
  - a. They helped raise my credit score.
  - b. They helped to coordinate my family's relocation to Los Angeles.
  - c. They assisted with helping me setup up CDs and other investment vehicles.
  - d. They assisted me in financing a car when I first relocated to Los Angeles.
  - e. They have helped me deal with certain complicated family matters.
6. Mr. Sood has been instrumental to my career and I have benefitted greatly from his advice over the years. Mr. Sood has consistently shown that he is completely devoted to my interests, which I am truly grateful for.
7. Recently, Mr. Sood assisted me in setting up a trust, which will be very important to my financial future. I made Mr. Sood the Trustee of the trust, because he has been my most reliable advisor.
8. Mr. Sood also serves as an unpaid board member of my foundation that he helped setup.
9. My foundation has donated around \$150,000 to the YMCA in my hometown, Flint, Michigan, and other organizations in Flint, MI and Los Angeles, CA. We have provided financial support for single mothers in both cities and he lead our efforts to provide meal distribution efforts for senior citizens and families in need during the COVID-19 pandemic.
10. Over the years, my relationship with Mr. Sood and Rosedale has remained consistent with paying nominal fees to them for their concierge services. However, recently I

with paying nominal fees to them for their concierge services. However, recently I began paying \$5,000 per month due to increased needs for business management.

11. Given Mr. Sood's track record over the years, I fully trust Mr. Sood to handle my most sensitive matters. He has been a huge help during the beginning of my career and I plan to continue to turn to Mr. Sood to help me with my most sensitive and critical issues I will face as my career continues to develop.
12. At no point during the four years that I have engaged Mr. Sood and Rosedale have I been harmed as an investor or in any other way. Furthermore, I never felt pressure to retain Mr. Sood or continue to use Mr. Sood's help.
13. I engaged Mr. Sood before his legal issues began.
14. Had I learned about Mr. Sood's legal issues at the time I first engaged him, it would not have affected my desire to retain Mr. Sood.
15. Mr. Sood informed me in detail that he took responsibility for his actions and pled guilty to federal criminal charges. I understand that this was in relation to working together with Christian Dawkins, Adidas, and others to pay college coaches for introductions to potential NBA prospects, such as myself.
16. After learning this information, I have decided to continue to engage Mr. Sood and Rosedale.

Executed by me this 19 day of May, 2021.

  
\_\_\_\_\_  
Kyle A. Kuzma

# **EXHIBIT 4**

## Declaration of Davon Reed

I, Davon Reed, hereby depose and say:

1. I am a currently professional basketball player.
2. In 2017, I was introduced to Munish Sood and the firm Rosedale Asset Management, LLC (formerly known as Princeton Wealth Management) through Steven Pina who was working at ASM Sports.
3. When I met Mr. Sood I was undrafted. Once I was drafted, I decided to engage Mr. Sood and Rosedale to help with business management and concierge services.
4. I agreed to pay Rosedale \$750.00 per month for their services, which did not include investment management.
5. Mr. Sood and Rosedale have helped me with the following:
  - a. He has helped me develop and increase my knowledge about business and various investments opportunities available to me.
  - b. They helped to create and manage my LLC.
  - c. They assisted with helping me setup up CDs and other investment vehicles.
  - d. They helped me create my Foundation and raise money for projects important to me.
  - e. They have helped me deal with certain complicated family matters.
6. Mr. Sood has been instrumental to my career and I have benefitted greatly from his advice over the years. Mr. Sood has consistently shown that he is completely devoted to my interests, which I am truly grateful for.
7. Mr. Sood also serves as an unpaid board member of my foundation that he helped setup.
8. Over the years, my relationship with Mr. Sood and Rosedale has remained consistent with paying nominal fees to them for their services. However, recently I was playing in a different country and with my reduction in income he volunteered to reduce my monthly fee to \$375.00.
9. Given Mr. Sood's track record over the years, I fully trust Mr. Sood to handle my most sensitive matters. He has been a huge help during the beginning of my career and I plan to continue to turn to Mr. Sood to help me with my most sensitive and critical issues I will face as my career continues to develop.
10. At no point during the four years that I have engaged Mr. Sood and Rosedale have I been

been harmed as an investor or in any other way. Furthermore, I never felt pressure to retain Mr. Sood or pressure to continue to use Mr. Sood's help.

11. I engaged Mr. Sood before his legal issues began.
12. Had I learned about Mr. Sood's legal issues at the time I engaged, it would not have affected my desire to retain Mr. Sood.
13. Mr. Sood informed me in detail that he took responsibility for his actions and pled guilty to federal criminal charges and only paid a fine of \$25,000. I understand that this was in relation to working together with Christian Dawkins, Adidas, and others to pay college coaches for introductions to potential NBA prospects, such as myself.
14. After learning this information, I have decided to continue to engage Mr. Sood and Rosedale. I also will refer him to other athletes that will benefit from his experience and commitment to helping others

Executed by me this 17 day of May, 2021.

  
\_\_\_\_\_



# **EXHIBIT 5**

## **Declaration of Akin Ayodele**

I, Akin Ayodele, hereby depose and say:

1. Retired after 9 years in the National Football League.
2. In 2008, I was introduced to Munish Sood (at that time by Marty Blazer) and the firm Rosedale Asset Management, LLC (formerly known as Princeton Wealth Management).
3. Mr. Sood and Rosedale have helped me with the following:
  - a. He started by managing my investment portfolios while I was an active NFL player in the NFL.
  - b. Provided me access to alternative investment opportunities such as real estate and direct investments where other advisors did not or refused to since they would potentially lose management fees.
  - c. Educated me on different types of investments and pro/cons of investments. Helped me understand the fee structures and different way advisors make money. Helped me budget my expenses and importance of savings.
  - d. Allow me to leverage his experience so I was not taken advantage by other advisors that were trying to sell me high risk and investments not appropriate for me and my family. Such as Insurance products that were not appropriate and very expensive.
  - e. After my playing career and receiving my MBA I decided to join him as a partner and help grow the athlete investment and business management business. Based on my experience he has always put his clients first and leveraged his experience to position them for success in the court or filed. I have and will continue to refer him Professional athletes and coaches as clients.
4. At no point during the eight years that I have engaged Mr. Sood and Rosedale have I been harmed as an investor or in any other way. Furthermore, I never felt pressure to retain Mr. Sood or pressure to continue to use Mr. Sood's help.
5. I engaged Mr. Sood before his legal issues began. Had I learned about Mr. Sood's legal issues at the time I engaged him, it would not have affected my desire to retain Mr. Sood.
6. Mr. Sood informed me in detail that he took responsibility for his actions and pled guilty

to federal criminal charges. I understand that this was in relation to working together with Christian Dawkins, Adidas, and others to pay college coaches for introductions to potential NBA prospects, such as myself.

7. After learning this information, I have decided to continue to engage Mr. Sood and Rosedale.

Executed by me this 14 day of May, 2021.

Akin Ayodele  
\_\_\_\_\_  
*Akin*  
\_\_\_\_\_  
Akin Ayodele