



proceedings, and the findings contained in Section III.3 below, which are admitted, Respondent consents to the entry of this Order Instituting 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. Choi, age 45, is and has been a certified public accountant licensed to practice in the State of California. He held several finance-related positions at Nvidia Corporation ("Nvidia") from 2005 until his resignation in May 2012.

2. Nvidia was, at all relevant times, a Delaware corporation headquartered in Santa Clara, California, that developed and sold graphics processors used in various computing devices. At all relevant times, Nvidia's common stock was registered with the Commission pursuant to Section 12(b) of the Securities Exchange Act of 1934 ("Exchange Act"), and was traded on the NASDAQ National Market.

3. On April 23, 2014, the Commission filed a complaint against Choi in the United States District Court for the Southern District of New York in SEC v. Choi (Civil Action No. 14-2879-SAS). On June 3, 2014, the court entered an order permanently enjoining Choi, by consent, from future violations of Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Exchange Act and Rule 10b-5 thereunder. Choi was also ordered to pay a \$30,000.00 civil money penalty and was barred for five years from acting as an officer or director of any issuer that has a class of securities registered pursuant to Section 12 of the Exchange Act or that is required to file reports pursuant to Section 15(d) of the Exchange Act.

4. The Commission's complaint alleges, among other things, that Choi – while working as an employee of Nvidia in 2009 and 2010 – obtained material nonpublic information about Nvidia's financial results and relayed that information to his friend Hyung Lim ("Lim"). By disclosing that information to Lim, Choi breached a fiduciary duty or obligation arising from a similar relationship of trust and confidence. The complaint further alleges that, in return for payment, Lim relayed Choi's information to Danny Kuo ("Kuo"), an analyst at Whittier Trust Company ("Whittier Trust"). Utilizing that information, funds managed by Whittier Trust reaped gains and avoided losses of about \$295,000 by trading Nvidia securities in advance of Nvidia's quarterly earnings announcements on May 7, 2009, November 5, 2009, and November 11, 2010. Kuo also provided Choi's information to analysts at Diamondback Capital Management LLC, Level Global Investors LP, and Sigma Capital Management LLC, who used this information to generate profits and avoid losses of about \$16.2 million for hedge funds managed by these three firms.

#### IV.

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

Accordingly, it is hereby ORDERED, effective immediately, that:

A. Choi is suspended from appearing or practicing before the Commission as an accountant.

B. After five years from the date of this order, Respondent may request that the Commission consider his reinstatement by submitting an application (attention: Office of the Chief Accountant) to resume appearing or practicing before the Commission as:

1. a preparer or reviewer, or a person responsible for the preparation or review, of any public company's financial statements that are filed with the Commission. Such an application must satisfy the Commission that Respondent's work in his practice before the Commission will be reviewed either by the independent audit committee of the public company for which he works or in some other acceptable manner, as long as he practices before the Commission in this capacity; and/or

2. an independent accountant. Such an application must satisfy the Commission that:

(a) Respondent, or the public accounting firm with which he is associated, is registered with the Public Company Accounting Oversight Board ("Board") in accordance with the Sarbanes-Oxley Act of 2002, and such registration continues to be effective;

(b) Respondent, or the registered public accounting firm with which he is associated, has been inspected by the Board and that inspection did not identify any criticisms of or potential defects in the respondent's or the firm's quality control system that would indicate that the respondent will not receive appropriate supervision;

(c) Respondent has resolved all disciplinary issues with the Board, and has complied with all terms and conditions of any sanctions imposed by the Board (other than reinstatement by the Commission); and

(d) Respondent acknowledges his responsibility, as long as Respondent appears or practices before the Commission as an independent accountant, to comply with all requirements of the Commission and the Board, including, but not limited to, all requirements relating to registration, inspections, concurring partner reviews and quality control standards.

C. The Commission will consider an application by Respondent to resume appearing or practicing before the Commission provided that his state CPA license is current and he has resolved all other disciplinary issues with the applicable state boards of

accountancy. However, if state licensure is dependent on reinstatement by the Commission, the Commission will consider an application on its other merits. The Commission's review may include consideration of, in addition to the matters referenced above, any other matters relating to Respondent's character, integrity, professional conduct, or qualifications to appear or practice before the Commission.

By the Commission.

Jill M. Peterson  
Assistant Secretary