

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 83291 / May 21, 2018

ADMINISTRATIVE PROCEEDING
File No. 3-18495

In the Matter of

LISA A. ESPOSITO,

Respondent.

ORDER INSTITUTING
ADMINISTRATIVE PROCEEDINGS
PURSUANT TO SECTION 15(b) OF THE
SECURITIES EXCHANGE ACT OF 1934,
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 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) against Lisa A. Esposito (“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, Respondent admits the Commission’s jurisdiction over her and the subject matter of these proceedings, and the findings contained in paragraphs III.2. and III.3 below, and consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Section 15(b) of the Securities Exchange Act of 1934, 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. Respondent, age 52, lives in Palm City, Florida. From 2004 through 2009, Respondent was a registered representative associated with Meeting Street Brokerage, LLC, a broker dealer registered with the Commission.
2. On April 26, 2018, a judgment was entered by consent against Respondent, permanently enjoining her from future violations of Section 10(b) of the Exchange Act and Rule 10b-5 thereunder, in the civil action Securities and Exchange Commission v. Lisa A. Esposito, Civil Action Number 13-05680 (NIQA), in the United States District Court for the Eastern District of Pennsylvania.
3. The Commission's complaint alleged that Respondent aided and abetted two of her co-defendants in manipulating the market for shares of two publicly-traded companies – Viosolar, Inc. and FACT Corporation. Among other things, the complaint alleged that Respondent introduced her co-defendants to a consultant who would facilitate the manipulation in exchange for a portion of the kickback paid to the consultant. The co-defendants sought to create the appearance of market interest for Viosolar, Inc. and FACT Corporation stock, induce public purchases of the stocks, and artificially increase the stocks' trading price for their benefit.
4. On June 5, 2014, in a criminal case premised on the same facts, Respondent pled guilty to securities fraud in violation of 15 U.S.C. §§ 78j(b), 78ff and 17 C.F.R. § 240.10b-5; and wire fraud in violation of Section 18 U.S.C. § 1343. See United States v. Lisa Esposito, Crim. No. 13-00539-TJS (E.D. Pa.). On July 16, 2015, Respondent was sentenced to three years of probation.
5. The criminal information to which Respondent pled guilty alleged that Respondent devised and participated in a scheme to defraud investors and obtain money and property by means of materially false and misleading statements intended to fraudulently manipulate the price of the stock of Viosolar, Inc. and FACT Corporation.

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 15(b)(6) of the Exchange Act, that Respondent be, and hereby is barred from association with any broker, dealer, investment adviser, municipal securities dealer, or transfer agent.

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, the satisfaction of any or all of the following: (a) any

disgorgement ordered against the Respondent, whether or not the Commission has fully or partially waived payment of such disgorgement; (b) any arbitration award related to the conduct that served as the basis for the Commission order; (c) 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 (d) 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.

Brent J. Fields
Secretary