

1 Alfred A. Day (Mass. Bar. No. 654436)
daya@sec.gov
2 (617) 573-4537
Timothy K. Halloran (D.C. Bar No. 483245)
3 hallorant@sec.gov
(202) 551-4414

4 Attorneys for Plaintiff
5 U.S. SECURITIES AND EXCHANGE COMMISSION
100 F Street, NE
6 Washington, DC 20549
Facsimile: (202) 772-9292

7
8 **UNITED STATES DISTRICT COURT**
9 **NORTHERN DISTRICT OF CALIFORNIA**
10 **SAN JOSE DIVISION**

11 U.S. SECURITIES AND EXCHANGE
12 COMMISSION,

13 Plaintiff,

14 v.

15 NATHANIEL BROWN, BENJAMIN WYLAM,
16 NAVEEN SOOD, MARCUS BANNON,
17 MATTHEW RAUCH, and NARESH RAMAIYA,

18 Defendants.

**FINAL JUDGMENT AS TO
NAVEEN SOOD**

19
20 The Securities and Exchange Commission having filed a Complaint, and Defendant
21 Naveen Sood (“Defendant”) having entered a general appearance; consented to the Court’s
22 jurisdiction over Defendant and the subject matter of this action; consented to entry of this Final
23 Judgment; waived findings of fact and conclusions of law; and waived any right to appeal from
24 this Final Judgment:
25
26
27

I.

1
2 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant is
3 permanently restrained and enjoined from violating, directly or indirectly, Section 10(b) of the
4 Securities Exchange Act of 1934 (“Exchange Act”), 15 U.S.C. § 78j(b), and Rule 10b-5
5 thereunder, 17 C.F.R. § 240.10b-5, by using any means or instrumentality of interstate
6 commerce, or of the mails, or of any facility of any national securities exchange, in connection
7 with the purchase or sale of any security:

- 8
- 9 (a) to employ any device, scheme, or artifice to defraud;
 - 10 (b) to make any untrue statement of a material fact or to omit to state a material fact
11 necessary in order to make the statements made, in the light of the circumstances
12 under which they were made, not misleading; or
 - 13 (c) to engage in any act, practice, or course of business which operates or would
14 operate as a fraud or deceit upon any person.
- 15

16 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, as provided in
17 Federal Rule of Civil Procedure 65(d)(2), the foregoing paragraph also binds the following who
18 receive actual notice of this Final Judgment by personal service or otherwise: (a) Defendant’s
19 officers, agents, servants, employees, and attorneys; and (b) other persons in active concert or
20 participation with Defendant or with anyone described in (a).

21 II.

22 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant shall pay a
23 civil penalty in the amount of \$178,320 to the Securities and Exchange Commission pursuant to
24 Section 21A of the Exchange Act, 15 U.S.C. § 78u-1. Defendant shall satisfy this obligation by
25
26
27

1 paying \$178,320 to the Securities and Exchange Commission pursuant to the terms of the
2 payment schedule set forth in paragraph III below after entry of this Final Judgment.

3 Defendant may transmit payment electronically to the Commission, which will provide
4 detailed ACH transfer/Fedwire instructions upon request. Payment may also be made directly
5 from a bank account via Pay.gov through the SEC website at
6 <http://www.sec.gov/about/offices/ofm.htm>. Defendant may also pay by certified check, bank
7 cashier's check, or United States postal money order payable to the Securities and Exchange
8 Commission, which shall be delivered or mailed to:

9
10 Enterprise Services Center
11 Accounts Receivable Branch
12 6500th MacArthur Boulevard
13 Oklahoma City, OK 73169

14 and shall be accompanied by a letter identifying the case title, civil action number, and name of
15 this Court; Naveen Sood as a Defendant in this action; and specifying that payment is made
16 pursuant to this Final Judgment.

17 Defendant shall simultaneously transmit photocopies of evidence of payment and case
18 identifying information to the Commission's counsel in this action. By making this payment,
19 Defendant relinquishes all legal and equitable right, title, and interest in such funds and no part
20 of the funds shall be returned to Defendant. The Commission shall send the funds paid pursuant
21 to this Final Judgment to the United States Treasury.

22 The Commission may enforce the Court's judgment for penalties by the use of all
23 collection procedures authorized by law, including the Federal Debt Collection Procedures Act,
24 28 U.S.C. § 3001 et seq., and moving for civil contempt for the violation of any Court orders
25 issued in this action. Defendant shall pay post-judgment interest on any amounts due after 30
26 days of the entry of this Final Judgment pursuant to 28 U.S.C. § 1961.
27

III.

1
2 Defendant shall pay the penalty due of \$178,230 in five (5) installments to the
3 Commission according to the following schedule: (1) \$100,000 within 30 days of entry of this
4 Final Judgment; (2) \$19,580 within 90 days of entry of this Final Judgment; (3) \$19,580 within
5 180 days of entry of this Final Judgment; (4) \$19,580 within 270 days of entry of this Final
6 Judgment; (5) and \$19,580 within 360 days of entry of this Final Judgment. Payments shall be
7 deemed made on the date they are received by the Commission and shall be applied first to post-
8 judgment interest, which accrues pursuant to 28 U.S.C. § 1961 on any unpaid amounts due after
9 30 days of the entry of Final Judgment. Prior to making the final payment set forth herein,
10 Defendant shall contact the staff of the Commission for the amount due for the final payment.
11

12 If Defendant fails to make any payment by the date agreed and/or in the amount agreed
13 according to the schedule set forth above, all outstanding payments under this Final Judgment,
14 including post-judgment interest, minus any payments made, shall become due and payable
15 immediately at the discretion of the staff of the Commission without further application to the
16 Court.
17

IV.

18
19 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant's Consent
20 is incorporated herein with the same force and effect as if fully set forth herein, and that
21 Defendant shall comply with all of the undertakings and agreements set forth therein.
22

V.

23
24 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, solely for purposes
25 of exceptions to discharge set forth in Section 523 of the Bankruptcy Code, 11 U.S.C. § 523, the
26 allegations in the Complaint are true and admitted by Defendant, and further, any debt for
27

1 disgorgement, prejudgment interest, civil penalty or other amounts due by Defendant under this
2 Final Judgment or any other judgment, order, consent order, decree or settlement agreement
3 entered in connection with this proceeding, is a debt for the violation by Defendant of the federal
4 securities laws or any regulation or order issued under such laws, as set forth in Section
5 523(a)(19) of the Bankruptcy Code, 11 U.S.C. § 523(a)(19).

6 VI.

7 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this Court shall retain
8 jurisdiction of this matter for the purposes of enforcing the terms of this Final Judgment.
9

10 VII.

11 There being no just reason for delay, pursuant to Rule 54(b) of the Federal Rules of Civil
12 Procedure, the Clerk is ordered to enter this Final Judgment forthwith and without further notice.
13

14
15 Dated: June 25, 2021

16 
17
18
19
20
21
22
23
24
25
26
27
UNITED STATES DISTRICT JUDGE