

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  
26  
27  
28

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF CALIFORNIA

SECURITIES AND EXCHANGE  
COMMISSION,  
  
Plaintiff,  
  
v.  
  
JORDAN QSAR, et al.,  
  
Defendants.

Case No.: 24-cv-00570-AJB-SBC  
  
**FINAL JUDGMENT AS TO  
GRANT WITHERSPOON**

The Securities and Exchange Commission having filed a Complaint and Defendant Grant Witherspoon (“Defendant”) having entered a general appearance; consented to the Court’s jurisdiction over Defendant and the subject matter of this action; consented to entry of this Final Judgment; waived findings of fact and conclusions of law; and waived any right to appeal from this Final Judgment:

I.

**IT IS HEREBY ORDERED, ADJUDGED, AND DECREED** that Defendant is permanently restrained and enjoined from violating, directly or indirectly, Section 10(b) of the Securities Exchange Act of 1934 (the “Exchange Act”), 15 U.S.C. § 78j(b), and Rule

1 10b-5 promulgated thereunder, 17 C.F.R. § 240.10b-5, by using any means or  
2 instrumentality of interstate commerce, or of the mails, or of any facility of any national  
3 securities exchange, in connection with the purchase or sale of any security:

4 (a) to employ any device, scheme, or artifice to defraud;

5 (b) to make any untrue statement of a material fact or to omit to state a  
6 material fact necessary in order to make the statements made, in the  
7 light of the circumstances under which they were made, not misleading;

8 or

9 (c) to engage in any act, practice, or course of business which operates or  
10 would operate as a fraud or deceit upon any person.

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

17 II.

18 **IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that Defendant is  
19 liable for disgorgement of \$42,768, representing net profits gained as a result of the conduct  
20 alleged in the Complaint, together with prejudgment interest thereon in the amount of  
21 \$7,563.44. The Court finds that sending the disgorged funds to the United States Treasury,  
22 as ordered below, is consistent with equitable principles. The Court further imposes a civil  
23 penalty in the amount of \$48,143 pursuant to Section 21A of the Exchange Act, 15 U.S.C.  
24 § 78u-1. Defendant will satisfy these obligations by paying \$98,474.44 to the Securities  
25 and Exchange Commission within 30 days after entry of this Final Judgment.

26 Defendant may transmit payment electronically to the Commission, which will  
27 provide detailed ACH transfer/Fedwire instructions upon request. Payment may also be  
28 made directly from a bank account via Pay.gov through the SEC website at

1 <http://www.sec.gov/about/offices/ofm.htm>. Defendant may also pay by certified check,  
2 bank cashier's check, or United States postal money order payable to the Securities and  
3 Exchange Commission, which will be delivered or mailed to

4 Enterprise Services Center  
5 Accounts Receivable Branch  
6 6500 South MacArthur Boulevard  
7 Oklahoma City, OK 73169

8 and must be accompanied by a letter identifying the case title, civil action number, and  
9 name of this Court; Grant Witherspoon as a defendant in this action; and specifying that  
10 payment is made pursuant to this Final Judgment.

11 Defendant must simultaneously transmit photocopies of evidence of payment and  
12 case identifying information to the Commission's counsel in this action. By making this  
13 payment, Defendant relinquishes all legal and equitable right, title, and interest in such  
14 funds and no part of the funds will be returned to Defendant. The Commission must send  
15 the funds paid pursuant to this Final Judgment to the United States Treasury.

16 The Commission may enforce the Court's judgment for disgorgement and  
17 prejudgment interest by using all collection procedures authorized by law, including, but  
18 not limited to, moving for civil contempt at any time after 30 days following entry of this  
19 Final Judgment. The Commission may enforce the Court's judgment for penalties by the  
20 use of all collection procedures authorized by law, including the Federal Debt Collection  
21 Procedures Act, 28 U.S.C. § 3001 *et seq.*, and moving for civil contempt for the violation  
22 of any Court orders issued in this action.

23 Defendant must pay post judgment interest on any amounts due after 30 days of the  
24 entry of this Final Judgment pursuant to 28 U.S.C. § 1961.

25 III.

26 **IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that the Consent  
27 is incorporated herein with the same force and effect as if fully set forth herein, and that  
28 Defendant will comply with all of the undertakings and agreements set forth therein.

1 IV.

2 **IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that, for purposes  
3 of exceptions to discharge set forth in Section 523 of the Bankruptcy Code, 11 U.S.C. §523,  
4 the allegations in the complaint are true and admitted by Defendant, and further, any debt  
5 for disgorgement, prejudgment interest, civil penalty or other amounts due by Defendant  
6 under this Final Judgment or any other judgment, order, consent order, decree or settlement  
7 agreement entered in connection with this proceeding, is a debt for the violation by  
8 Defendant of the federal securities laws or any regulation or order issued under such laws,  
9 as set forth in Section 523(a)(19) of the Bankruptcy Code, 11 U.S.C. §523(a)(19).

10 V.


11 **IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that this Court  
12 will retain jurisdiction of this matter for the purposes of enforcing the terms of this Final  
13 Judgment.

14 VI.

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

18 **IT IS SO ORDERED.**

19 Dated: November 18, 2024

20   
21 Hon. Anthony J. Battaglia  
22 United States District Judge  
23  
24  
25  
26  
27  
28