

1 ERIN E. WILK (Cal. Bar No. 310214)  
 Email: wilke@sec.gov  
 2 MADIHA M. ZUBERI (Cal. Bar No. 326962)  
 Email: zuberim@sec.gov  
 3 DAVID ZHOU (NY Bar No. 4926523)  
 Email: zhoud@sec.gov

4 Attorneys for Plaintiff  
 5 Securities and Exchange Commission  
 Monique C. Winkler, Regional Director  
 6 Jason H. Lee, Associate Regional Director  
 44 Montgomery Street, Suite 700  
 7 San Francisco, CA 94104  
 (415) 705-2500 (Telephone)  
 8 (415) 705-2501 (Facsimile)

9  
 10  
 11  
 12  
 13  
 14  
 15  
 16  
 17  
 18  
 19  
 20  
 21  
 22  
 23  
 24  
 25  
 26  
 27  
 28

**UNITED STATES DISTRICT COURT  
 CENTRAL DISTRICT OF CALIFORNIA**

SECURITIES AND EXCHANGE  
 COMMISSION,

Plaintiff,

v.

RARI CAPITAL, INC., JAI BHAVNANI,  
 JACK LIPSTONE, and DAVID LUCID,

Defendants.

Case No.2:24-cv-7967

**FINAL JUDGMENT  
 AS TO DEFENDANT  
 JAI BHAVNANI**

1 The Securities and Exchange Commission having filed a Complaint and  
2 Defendant Jai Bhavnani (“Defendant”) having entered a general appearance;  
3 consented to the Court’s jurisdiction over Defendant and the subject matter of this  
4 action; consented to entry of this Final Judgment without admitting or denying the  
5 allegations of the Complaint (except as to jurisdiction and except as otherwise  
6 provided herein in paragraph VII); waived findings of fact and conclusions of law;  
7 and waived any right to appeal from this Final Judgment:

8 **I.**

9 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant  
10 is permanently restrained and enjoined from violating Sections 17(a)(2) and 17(a)(3)  
11 of the Securities Act of 1933 (“Securities Act”) [[15 U.S.C. §§ 77q\(a\)\(2\)](#) and  
12 [77q\(a\)\(3\)](#)] in the offer or sale of any security by the use of any means or instruments  
13 of transportation or communication in interstate commerce or by use of the mails,  
14 directly or indirectly:

- 15 (a) to obtain money or property by means of any untrue statement of a  
16 material fact or any omission of a material fact necessary in order to  
17 make the statements made, in light of the circumstances under which  
18 they were made, not misleading; or  
19 (b) to engage in any transaction, practice, or course of business which  
20 operates or would operate as a fraud or deceit upon the purchaser.

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

1 **II.**

2 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED  
3 that Defendant is permanently restrained and enjoined from violating Section 15(a)  
4 of the Securities Exchange Act of 1934 (“Exchange Act”) [[15 U.S.C. § 78o\(a\)](#)], by  
5 making use of the mails or any means or instrumentality of interstate commerce to  
6 effect any transactions in, or to induce or attempt to induce the purchase or sale of,  
7 any security (other than an exempted security or commercial paper, bankers’  
8 acceptances, or commercial bills) unless he is registered with the Commission as a  
9 broker or dealer in accordance with Section 15(b) of the Exchange Act [[15 U.S.C. §](#)  
10 [78o\(b\)](#)], or associated with a broker or dealer registered with the Commission in  
11 accordance with Section 15(b) of the Exchange Act.

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

18 **III.**

19 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that pursuant  
20 to Section 20(b) of the Securities Act [[15 U.S.C. § 77t\(b\)](#)] and Sections 21(d)(1) and  
21 21(d)(5) of the Exchange Act [[15 U.S.C. §§ 78u\(d\)\(1\), \(d\)\(5\)](#)], Defendant is, for a  
22 period of five years following the date of entry of this Final Judgment, restrained  
23 and enjoined from directly or indirectly, including, but not limited to, through any  
24 entity owned or controlled by Defendant, participating in the issuance, purchase,  
25 offer, or sale of any crypto assets offered and sold as securities; provided, however,  
26 that such injunction shall not prevent Defendant from purchasing or selling  
27 securities for his own personal accounts.

1 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, as  
2 provided in [Federal Rule of Civil Procedure 65\(d\)\(2\)](#), the foregoing paragraph also  
3 binds the following who receive actual notice of this Final Judgment by personal  
4 service or otherwise: (a) Defendant's officers, agents, servants, employees, and  
5 attorneys; and (b) other persons in active concert or participation with Defendant or  
6 with anyone described in (a).

#### 7 IV.

8 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, pursuant  
9 to Section 21(d)(5) of the Exchange Act [[15 U.S.C. § 78u\(d\)\(5\)](#)], Defendant is  
10 prohibited, for a period of five years following the date of entry of this Final  
11 Judgment, from acting as an officer or director of any issuer that has a class of  
12 securities registered pursuant to Section 12 of the Exchange Act [[15 U.S.C. § 78I](#)] or  
13 that is required to file reports pursuant to Section 15(d) of the Exchange Act [[15](#)  
14 [U.S.C. § 78o\(d\)](#)].

#### 15 V.

16 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that  
17 Defendant is liable for disgorgement of \$7,189.51, representing net profits gained as  
18 a result of the conduct alleged in the Complaint, together with prejudgment interest  
19 thereon in the amount of \$1,378.00. The Court finds that sending the disgorged  
20 funds to the United States Treasury, as ordered below, is consistent with equitable  
21 principles. The Court further imposes a civil penalty in the amount of \$55,000.00  
22 pursuant to Section 21(d) of the Exchange Act [[15 U.S.C. § 78u\(d\)](#)] and Section  
23 20(d) of the Securities Act [[15 U.S.C. § 77t\(d\)](#)]. Defendant shall satisfy these  
24 obligations by paying \$63,567.51 to the Securities and Exchange Commission  
25 within 30 days after entry of this Final Judgment.

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



1 effect as if fully set forth herein, and that Defendant shall comply with all of the  
2 undertakings and agreements set forth therein.

3 **VII.**

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


13 **VIII.**

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

17 **IX.**

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

21  
22  
23 DATED: September 19, 2024

24   
25 \_\_\_\_\_  
26 Percy Anderson  
27 UNITED STATES DISTRICT JUDGE  
28