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**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA**

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

JOHN B. BIVONA; SADDLE RIVER
ADVISERS, LLC; SRA MANAGEMENT
ASSOCIATES, LLC; FRANK GREGORY
MAZZOLA

Defendants.

) Case No. 3:16-cv-1386

) ~~[PROPOSED]~~ ORDER
) GRANTING THE
) RECEIVER'S
) ADMINISTRATIVE
) APPLICATION FOR THE
) RETENTION OF AN
) INDEPENDENT
) INVESTMENT BANKER

) Date: N/A
) Time: N/A
) Judge: Edward M. Chen

The Receiver in the above matter, Sherwood Partners Inc. ("Sherwood"), requests that this Court approve its Application pursuant to L.R. 7-11 for the retention of the independent investment banking firm of Oxis Capital, on the terms set forth in Exhibit A to the Application.

The Receiver has also requested that this Court approve a limitation on the liability of Oxis Capital similar to that afforded to any Retained Personnel, as defined in this Court's Order of October 11, 2016 (Docket No. 142), and grant it authority to make informational inquiries of the pre-IPO companies in the Receivership Estate on behalf of the Receiver, while conducting its scope of work.

The Receiver represents that the affected parties to this matter have been involved in the selection of Oxis Capital and no affected party opposes its retention, and the request for a limitation on its liability and

1 entitlement to the retention of counsel and payment for legal fees
2 involved in defending itself from any claim of negligence in its work.

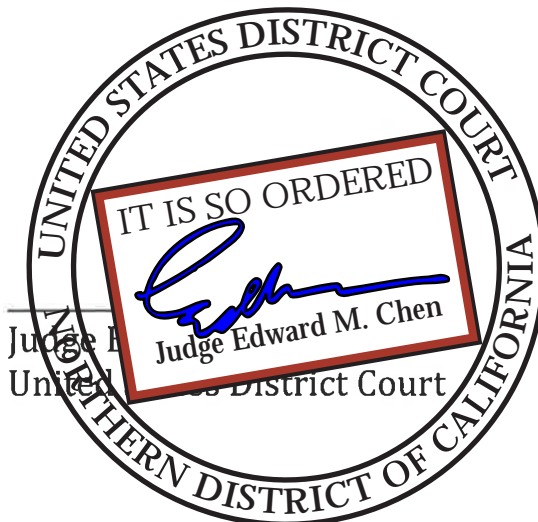
3 GOOD CAUSE APPEARING, the Court hereby authorizes the
4 Receiver to retain the firm of Oxis Capital on the terms set forth in
5 Exhibit A to the Application.

6 GOOD CAUSE FURTHER APPEARING, the Court therefore issues
7 the following order:

8 "Oxis Capital shall be provided the same limitation on
9 liability that the Court has provided for Retained Personnel in
10 Section XII of its Order of October 11, 2016 (Docket No. 142) for
11 all Retained Personnel. Further, in the event any litigation is
12 commenced against Oxis Capital relating to the performance of
13 any of its work set forth in, or implied from its engagement letter,
14 the Receiver may (with the Court's prior approval) retain legal
15 counsel for the purpose of defending Oxis. Finally, Oxis is hereby
16 authorized to make inquiries on the Receiver's behalf of any pre-
17 IPO company issuer of securities which are part of the
18 Receivership Estate, on any matter relevant to the performance of
19 its scope of work."

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22 IT IS SO ORDERED.

23 DATED: December 1, 2017



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