

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 99779 / March 19, 2024

ADMINISTRATIVE PROCEEDING
File No. 3-20003

In the Matter of

Unikrn, Inc.,

Respondent.

**NOTICE OF AMENDED PROPOSED
PLAN OF DISTRIBUTION AND
OPPORTUNITY FOR COMMENT**

Notice is hereby given, pursuant to Rule 1103 of the United States Securities and Exchange Commission’s (“Commission”) Rules on Fair Fund and Disgorgement Plans (“Commission’s Rules”), 17 C.F.R. § 201.1103, that in response to certain comments received on the Proposed Plan of Distribution (“Proposed Plan”) published on January 13, 2023,¹ the Division of Enforcement (the “Division”) has submitted to the Commission an amended proposed plan of distribution (the “Amended Proposed Plan”) for the distribution of monies paid in the above-captioned matter. The Proposed Plan has been modified to extend the Relevant Period from between June 11, 2017 and November 5, 2017 to between June 11, 2017 and November 7, 2017 to include certain investors previously unknown to the Commission. In addition, to more accurately calculate an investor’s Recognized Loss,² the sales of tokens by investors from June 11, 2017 through October 31, 2020 will be taken into account.

On September 15, 2020, the Commission issued an Order Instituting Cease-and-Desist Proceedings Pursuant to Section 8A of the Securities Act of 1933, Making Findings, and Imposing Penalties and a Cease-and-Desist Order (the “Order”)³ against Unikrn, Inc. (“Unikrn” or the “Respondent”). In the Order, the Commission found that between June and October 2017, Unikrn, an operator of an online e-Sports gaming and gambling platform, conducted a securities offering (the “Offering”) in two phases - a so-called pre-sale and an initial coin offering (“ICO”) - in which it raised \$31 million through the sale of Unikoin Gold (“UKG”), a digital token. Unikrn represented to investors that they would be able to access a variety of products and services with their UKG tokens, including placing bets on professional eSports and video game matches, and that over time Unikrn would make more features available. Unikrn further represented that it would facilitate a secondary trading market for the tokens and that its efforts

¹ Exchange Act Rel. No. 96665 (Jan. 13, 2023).

² All capitalized terms used herein but not defined shall have the same meanings ascribed to them in the Proposed Plan.

³ Securities Act Rel. No. 10841 (Sept. 15, 2020).

to increase the usages for the UKG token would increase the demand for and in turn, the value of the tokens. Unikrn did not register the offer and sale of the tokens pursuant to federal securities laws, nor did the offering qualify for an exemption from the registration requirements. The Commission ordered the Respondent to pay a \$6,100,000.00 civil money penalty to the Commission. The Commission also created a Fair Fund, pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002, so the penalty paid can be distributed to harmed investors (the “Fair Fund”).

The Fair Fund includes the \$6,100,000.00 paid by the Respondent. The assets of the Fair Fund are subject to the continuing jurisdiction and control of the Commission. The Fair Fund and has been deposited in a Commission designated account at the U.S. Department of the Treasury, and any interest accrued will be added to the Fair Fund.

OPPORTUNITY FOR COMMENT

Pursuant to this Notice, all interested persons are advised that they may obtain a copy of the Plan from the Commission’s public website at <http://www.sec.gov/litigation/fairfundlist.htm>. Interested persons may also obtain a written copy of the Proposed Plan by submitting a written request to Michael Lim, United States Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549-5631. All persons who desire to comment on the Proposed Plan may submit their comments, in writing, no later than thirty (30) days from the date of this Notice:

1. to the Office of the Secretary, United States Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549-1090;
2. by using the Commission’s Internet comment form (<http://www.sec.gov/litigation/admin.shtml>); or
3. by sending an e-mail to rule-comments@sec.gov.

Comments submitted by email or via the Commission’s website should include “Administrative Proceeding File No. 3-20003” in the subject line. Comments received will be publicly available. Persons should submit only information they wish to make publicly available.

THE AMENDED PROPOSED PLAN

The Net Available Fair Fund is comprised of the \$6,100,000.00 in civil money penalties paid by the Respondent, plus interest and income earned thereon, less taxes, fees, and expenses. The Amended Proposed Plan provides for the distribution of the Net Available Fair Fund to investors who purchased or acquired UKG between June 11, 2017 and November 7, 2017 from Unikrn in either the pre-sale or ICO phase of the Offering and suffered a loss as calculated by the methodology used in the plan of allocation in the Amended Proposed Plan.

By the Commission.

Vanessa A. Countryman
Secretary