

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 93170 / September 29, 2021

ADMINISTRATIVE PROCEEDING
File No. 3-20608

In the Matter of

DANE R. ROSEMAN,

Respondent.

**ORDER INSTITUTING
ADMINISTRATIVE PROCEEDINGS
AGAINST DANE R. ROSEMAN
PURSUANT TO SECTION 15(b) OF
THE SECURITIES EXCHANGE ACT
OF 1934, MAKING FINDINGS, AND
IMPOSING REMEDIAL SANCTIONS**

I.

The Securities and Exchange Commission (“Commission”) deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted pursuant to Section 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) against Dane R. Roseman (“Respondent”).

II.

In anticipation of the institution of these proceedings, Respondent has submitted an Offer of Settlement (the “Offer”) which the Commission has determined to accept. Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or to which the Commission is a party, Respondent admits the Commission’s jurisdiction over him and the subject matter of these proceedings, and the findings contained in paragraph III.2 and consents to the entry of this Order Instituting Administrative Proceedings Against Dane R. Roseman Pursuant to Section 15(b) of the Securities Exchange Act of 1934, Making Findings, and Imposing Remedial Sanctions (“Order”), as set forth below.

III.

On the basis of this Order and Respondent’s Offer, the Commission finds that

1. Roseman, age 38, resides in Encino, California. Between August 2012 and January 2018, Roseman was employed by the Woodbridge Group of Companies, LLC and its affiliated entities (collectively, “Woodbridge”). He began as an Investment Consultant with duties that

included selling Woodbridge securities to investors. In January 2015, Roseman was promoted to Director of Investments, with responsibility for managing Woodbridge's internal and external sales agents. Roseman was paid commissions based on the amount of money raised from investors. During his employment with Woodbridge, Roseman acted as a broker and a person associated with a broker, but he has never been registered with the Commission as a broker-dealer or associated with a registered broker-dealer.

2. On July 12, 2021, Roseman pled guilty to one count of conspiracy to commit mail and wire fraud in violation of Title 18 United States Code, Section 371 before the United States District Court for the Southern District of Florida, in United States v. Roseman, No. 19cr20178.

3. In connection with that plea, Roseman admitted that he and his co-conspirators caused Woodbridge to raise money from investors through the sale of Woodbridge securities. Investors were told that Woodbridge would use their funds to make secured loans to third-party borrowers. In fact, as Roseman knew, Woodbridge's principal, Robert Shapiro, was using the vast majority of investor funds to purchase real properties for entities Shapiro controlled. Roseman materially misrepresented the nature of Woodbridge's securities and their associated risks with the intent to cause investors to purchase the securities and receive commissions from the sales.

IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions agreed to in Respondent Roseman's Offer.

Accordingly, it is hereby ORDERED pursuant to Section 15(b)(6) of the Exchange Act, that Respondent Roseman be, and hereby is barred from association with any broker, dealer, investment adviser, municipal securities dealer, municipal advisor, transfer agent, or nationally recognized statistical rating organization; and

Pursuant to Section 15(b)(6) of the Exchange Act Respondent Roseman be, and hereby is barred from participating in any offering of a penny stock, including: acting as a promoter, finder, consultant, agent or other person who engages in activities with a broker, dealer or issuer for purposes of the issuance or trading in any penny stock, or inducing or attempting to induce the purchase or sale of any penny stock.

Any reapplication for association by the Respondent will be subject to the applicable laws and regulations governing the reentry process, and reentry may be conditioned upon a number of factors, including, but not limited to, compliance with the Commission's order and payment of any or all of the following: (a) any disgorgement or civil penalties ordered by a Court against the Respondent in any action brought by the Commission; (b) any disgorgement amounts ordered against the Respondent for which the Commission waived payment; (c) any arbitration award related to the conduct that served as the basis for the Commission order; (d) any self-regulatory organization arbitration award to a customer, whether or not related to the conduct that served as

the basis for the Commission order; and (e) any restitution order by a self-regulatory organization, whether or not related to the conduct that served as the basis for the Commission order.

By the Commission.

Vanessa A. Countryman
Secretary