

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 103679 / August 11, 2025

ADMINISTRATIVE PROCEEDING
File No. 3-21103

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In the Matter of	:	ORDER SETTING
	:	ADMINISTRATOR’S BOND
SPARKSTER, LTD. and	:	AMOUNT
SAJJAD DAYA,	:	
	:	
Respondents.	:	
_____	:	

On September 19, 2022, the Commission issued an Order Instituting Cease-and-Desist Proceedings Pursuant to Section 8A of the Securities Act of 1933, Making Findings, and Imposing Remedial Sanctions and a Cease-and-Desist Order (the “Order”)¹ against Sparkster, Ltd. (“Sparkster”) and Sajjad Daya (“Daya”) (collectively, the “Respondents”). In the Order, the Commission found that from April 2018 into July 2018, Sparkster, a developer of software to enable “no code” software development, and its founder, Daya, conducted an unregistered securities offering (the “Offering”) of crypto asset securities called “SPRK tokens,” raising approximately \$30,000,000 from nearly 4,000 investors located in the United States and abroad. According to the Order, the tokens were sold in a so-called “presale” phase in May 2018 and a “crowd sale” phase in July 2018. The Commission found Sparkster and Daya represented to investors that SPRK tokens would increase in value, that Sparkster management would continue to improve Sparkster, and that one of the goals was to make the tokens available for trading on a

¹ Securities Act Rel. No. 11102 (Sept. 19, 2022).

crypto asset trading platform. According to the Order, Sparkster and Daya also utilized promoters to help spread their message to potential investors. According to the Order, Sparkster did not register the offer and sale of the tokens pursuant to federal securities laws, and no exemption from registration was available. The Commission further found that Sparkster and Daya made use of interstate commerce by promoting the Offering on Sparkster's publicly available website and on social media, and through the use of electronic messaging, and made use of interstate commerce in effectuating the sale of SPRK tokens.

The Commission found that Respondents, by their conduct, violated Sections 5(a) and 5(c) of the Securities Act by failing to file a registration statement as to the Offerings of SPRK tokens and sold SPRK tokens to thousands of purchasers, including persons throughout the United States and foreign persons, and that such sales occurred through the use of interstate facilities, namely by using the internet via social media, messaging apps, & websites.

The Commission ordered Sparkster to pay \$30,000,000.00 in disgorgement, \$4,624,754.23 in prejudgment interest, and a \$500,000.00 civil money penalty, and ordered Daya to pay a \$250,000.00 civil money penalty, for a collective total of \$35,374,754.23, to the Commission. The Commission also created a Fair Fund, pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002, so the penalties collected, along with the disgorgement and prejudgment interest collected, can be distributed to harmed investors (the "Fair Fund").

On April 11, 2024, the Commission issued an order² that appointed Epiq Class Action & Claims Solutions, Inc. ("Epiq") as the fund administrator and set the bond at \$10,750,000.00.

² See Order Appointing Fund Administrator, Setting Administrator's Bond Amount, and Authorizing Approval and Payment of Fees and Expenses of Administration, Exchange Act Rel. No 99942 (Apr. 11, 2024).

Since that time, an additional \$10,000,000.00 has been collected from the Respondents, and the Fair Fund now consists of \$20,750,000.00. Any additional funds collected from the Respondents pursuant to the Order, and any interest accrued, will be added to the Fair Fund.

The Division of Enforcement now requests that the administrator's bond be set at \$20,750,000.00.

Accordingly, IT IS HEREBY ORDERED that Epiq obtain a bond in accordance with Rule 1105(c) of the Commission's Rules,³ in the amount of \$20,750,000.00.

For the Commission, by the Division of Enforcement, pursuant to delegated authority.⁴

Vanessa A. Countryman
Secretary

³ 17 C.F.R. § 201.1105(c).

⁴ 17 C.F.R. § 200.30-4(a)(17).