
*
IN THE MATTER OF: *
*
PAYWARD VENTURES, INC. *
d/b/a KRAKEN *
NMLS # 2029266 *
*
(“Kraken”) *
*

CONSENT ORDER

WHEREAS, the Banking Commissioner (“Commissioner”) is charged with the administration of Part V of Chapter 668, Sections 36a-595 to 36a-612, inclusive, of the Connecticut General Statutes, known as the “Money Transmission Act”;

WHEREAS, Kraken is a Delaware corporation with a primary business address of 237 Kearny Street #102, San Francisco, California;

WHEREAS, Kraken is not currently, nor has it ever been, licensed to engage in the business of money transmission in Connecticut;

WHEREAS, on September 20, 2021, Kraken filed an application with the Commissioner on the Nationwide Multistate Licensing System and Registry (“NMLS”) to obtain a license to engage in the business of money transmission in Connecticut, which application is currently pending;

WHEREAS, the Commissioner, through the Consumer Credit Division of the Department of Banking, has conducted an investigation into the activities of Kraken pursuant to Section 36a-17 of the Connecticut General Statutes in effect at such time, and Sections 36a-600 and 36a-608 of the Connecticut General Statutes, to determine if it had violated, was violating or was about to violate the provisions of the Connecticut General Statutes within the jurisdiction of the Commissioner;

WHEREAS, as a result of such investigation, the Commissioner alleges that Kraken engaged in the business of money transmission in this state without the required license since at least 2019, in violation of Section 36a-597(a) of the Connecticut General Statutes;

WHEREAS, the Commissioner believes that such allegation would support initiation of enforcement proceedings against Kraken, including, without limitation, proceedings to issue a cease and desist order pursuant to Section 36a-608(c) of the Connecticut General Statutes and Section 36a-52(a) of the 2022 Supplement to the General Statutes, and to impose a civil penalty of up to One Hundred Thousand Dollars (\$100,000) per violation pursuant to Section 36a-608(c) of the Connecticut General Statutes and Section 36a-50(a) of the 2022 Supplement to the General Statutes;

WHEREAS, initiation of such enforcement proceedings would constitute a “contested case” within the meaning of Section 4-166(4) of the Connecticut General Statutes;

WHEREAS, Section 4-177(c) of the Connecticut General Statutes and Section 36a-1-55(a) of the Regulations of Connecticut State Agencies provide that a contested case may be resolved by consent order, unless precluded by law;

WHEREAS, both the Commissioner and Kraken acknowledge the possible consequences of formal administrative proceedings, and Kraken voluntarily agrees to consent to the entry of the sanctions imposed below without admitting or denying the allegation set forth herein, and solely for the purpose of obviating the need for formal administrative proceedings concerning the allegation set forth herein;

WHEREAS, Kraken cooperated with the Commissioner’s investigation and licensure application process;

WHEREAS, the Commissioner and Kraken now desire to resolve the matters set forth herein;

WHEREAS, Kraken specifically assures the Commissioner that the violation alleged herein shall not occur in the future;

WHEREAS, Kraken acknowledges that this Consent Order is a public record and is a reportable event for purposes of the regulatory disclosure questions on NMLS, as applicable;

AND WHEREAS, Kraken, through its execution of this Consent Order, voluntarily agrees to waive its procedural rights, including a right to a notice and an opportunity for a hearing as it pertains to the allegation set forth herein, and voluntarily waives its right to seek judicial review or otherwise challenge or contest the validity of this Consent Order.

CONSENT TO ENTRY OF SANCTIONS

WHEREAS, Kraken, through its execution of this Consent Order, consents to the Commissioner's entry of a Consent Order imposing the following sanctions:

1. Kraken shall cease and desist from engaging in the business of money transmission in this state without a license, in violation of Section 36a-597(a) of the Connecticut General Statutes;
2. No later than the date this Consent Order is executed by Kraken, it shall remit to the Department of Banking by electronic funds transfer, cashier's check, certified check or money order made payable to "Treasurer, State of Connecticut", the sum of Ten Thousand Dollars (\$10,000) as a civil penalty; and
3. No later than the date this Consent Order is executed by Kraken, it shall remit to the Department of Banking by electronic funds transfer, cashier's check, certified check or money order made payable to "Treasurer, State of Connecticut", the sum of Three Thousand Three Hundred Seventy-Five Dollars (\$3,375) as payment for back licensing fees.

CONSENT ORDER

NOW THEREFORE, the Commissioner enters the following:

1. The Sanctions set forth above be and are hereby entered;
2. Upon issuance of this Consent Order by the Commissioner, this matter will be resolved and the Commissioner will not take any future enforcement action against Kraken based upon the allegation set forth herein; provided that issuance of this Consent Order is without prejudice to the right of the Commissioner to take enforcement action against Kraken based upon a violation of this Consent Order or the matters underlying its entry, if the Commissioner determines that compliance with the terms herein is not being observed or if any representation made by Kraken and reflected herein is subsequently discovered to be untrue;
3. Kraken shall not take any action or make or permit to be made any public statement, including in regulatory filings, denying, directly or indirectly, any allegation referenced in this Consent Order or create the impression that this Consent Order is without factual basis. Except as specifically provided herein, Respondent shall not take any position in any proceeding brought by or on behalf of the Commissioner, or to which the Commissioner is a party, that is inconsistent with any part of this Consent Order. Nothing in this provision affects

Respondent's (i) testimonial obligations; or (ii) right to take any legal or factual position that may contradict an allegation in this Consent Order in litigation or other proceedings in which the Commissioner is not a party;

4. Subject to the foregoing, and so long as this Consent Order is promptly disclosed by Kraken and its control persons on NMLS, as applicable, nothing in the issuance of this Consent Order shall adversely affect the ability of Kraken to apply for or obtain an initial license or renewal license under Part V of Chapter 668, Sections 36a-595 to 36a-612, inclusive, of the Connecticut General Statutes, provided that all applicable legal requirements for such licenses are satisfied and the terms of this Consent Order are followed;
5. This Consent Order shall be binding upon Kraken and its successors and assigns; and
6. This Consent Order shall become final when issued.

Issued at Hartford, Connecticut
this 31st day of August 2022.

_____/s/_____
Jorge L. Perez
Banking Commissioner

I, Carrie Dolan, state on behalf of Payward Ventures, Inc. d/b/a Kraken that I have read the foregoing Consent Order; that I know and fully understand its contents; that I am authorized to execute this Consent Order on behalf of Payward Ventures, Inc. d/b/a Kraken; that Payward Ventures, Inc. d/b/a Kraken agrees freely and without threat or coercion of any kind to comply with the sanction entered and terms and conditions ordered herein; and that Payward Ventures, Inc. d/b/a Kraken voluntarily agrees to enter into this Consent Order, expressly waiving the procedural rights set forth herein as to the matters described herein.

By: _____/s/_____
Name: Carrie Dolan
Title: Chief Financial Officer
Payward Ventures, Inc. d/b/a Kraken

State of: California

County of: Contra Costa

On this the 19th day of August 2022, before me, Raj Sohal, the undersigned officer, personally appeared in Orinda, CA, who acknowledged himself/herself to be the CFO of Payward Ventures, Inc. d/b/a Kraken, a corporation, and that he/she as such CFO, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself/herself as CFO.

In witness whereof I hereunto set my hand.

_____/s/_____
Notary Public
Date Commission Expires: 09/01/2024