

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

UNITED STATES OF AMERICA

v.

ILIT RAZ,

Defendant.

**SEALED SUPERSEDING
INDICTMENT**

S1 24 Cr. 4

COUNT ONE
(Securities Fraud)

The Grand Jury charges:

OVERVIEW OF THE SCHEME

1. From at least in or about February 2021, up through and including at least in or about June 2023, ILIT RAZ, the defendant, engaged in a scheme to defraud investors in Joonko Diversity, Inc. (“Joonko”), a company that purported to offer an artificial intelligence-based product designed to help prospective employers identify and hire job candidates from diverse backgrounds. To induce prospective and existing Joonko investors to invest approximately \$27 million in funding rounds in 2021 and 2022, RAZ made false claims regarding central aspects of Joonko’s business, including falsely representing how many customers Joonko had at the time, and falsely representing the identity of those customers. For example, RAZ falsely represented that Joonko’s customers included some of the world’s largest companies, including a credit card company, sports apparel brand, online travel company, and luxury fashion brand. In truth and in fact, and as RAZ knew, these companies were never Joonko customers. In addition to overstating the number of customers that Joonko had and the identity of those customers, RAZ also made false representations about Joonko’s actual and anticipated revenues.

2. After ILIT RAZ, the defendant, made false and misleading statements regarding Joonko's customers and revenue, several investors who received those statements invested in a series of funding rounds with Joonko. Specifically, on or about June 1, 2021, several investors, including venture capital firms, invested a total of approximately \$10 million in a Series A round with Joonko. On or about June 2, 2022, several investors, including venture capital firms, invested a total of approximately \$17 million in a Series B round with Joonko.

3. In or about 2023, a Joonko investor ("Investor-1") became suspicious about Joonko's performance and requested certain information from Joonko, including bank statements. In response, on or about April 3, 2023, ILIT RAZ, the defendant, emailed Investor-1 a purported Joonko bank statement, which depicted that the company had an average balance of over \$5,000,000. In truth and in fact, and as RAZ well knew, the bank records that RAZ emailed to Investor-1 were forged, and the actual bank records showed that Joonko's true account balance was millions of dollars lower. Less than a week later, on or about April 8, 2023, RAZ emailed Investor-1 a set of purported purchase orders for Joonko customers. RAZ knew that many of the purchase orders she emailed to Investor-1 were fictitious, contained forged signatures, and were executed on behalf of purported customers that had no business relationship with Joonko.

STATUTORY ALLEGATIONS

4. From at least in or about February 2021, up through and including at least in or about June 2023, in the Southern District of New York and elsewhere, ILIT RAZ, the defendant, willfully and knowingly, directly and indirectly, by use of a means and instrumentality of interstate commerce and of the mails, and of a facility of a national securities exchange, used and employed, in connection with the purchase and sale of a security, a manipulative and deceptive device and contrivance, in violation of Title 17, Code of Federal Regulations, Section 240.10b-5, by:

(a) employing a device, scheme, and artifice to defraud; (b) making an untrue statement of material fact and omitting to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading; and (c) engaging in an act, practice, and course of business which operated and would operate as a fraud and deceit upon a person, to wit, RAZ made false and misleading statements to current and prospective Joonko investors about Joonko's business, including, among other things, the number of customers that Joonko had, the identity of Joonko's customers, and Joonko's revenue.

(Title 15, United States Code, Sections 78j(b) & 78ff; Title 17, Code of Federal Regulations, Section 240.10b-5; Title 18, United States Code, Section 2.)

COUNT TWO
(Wire Fraud)

The Grand Jury further charges:

5. The allegations contained in paragraphs 1 through 3 of this Indictment are repeated and realleged as if fully set forth herein.

6. From at least in or about February 2021, up through and including at least in or about June 2023, in the Southern District of New York and elsewhere, ILIT RAZ, the defendant, knowingly having devised and intending to devise a scheme and artifice to defraud, and for obtaining money and property by means of false and fraudulent pretenses, representations, and promises, transmitted and caused to be transmitted by means of wire, radio, and television communication in interstate and foreign commerce, writings, signs, signals, pictures, and sounds, for the purpose of executing such scheme and artifice, to wit, RAZ made false and misleading statements to current and prospective Joonko investors about Joonko's business, including, among other things, the number of customers that Joonko had, the identity of Joonko's customers, and Joonko's revenue, and sent and received, and caused others to send and receive, emails and other electronic communications, to and from the Southern District of New York and elsewhere, in

furtherance of that scheme.

(Title 18, United States Code, Sections 1343 and 2.)

FORFEITURE ALLEGATION

7. As a result of committing the offenses alleged in Counts One and Two of this Indictment, ILIT RAZ, the defendant, shall forfeit to the United States, pursuant to Title 18, United States Code, Section 981(a)(1)(C) and Title 28 United States Code, Section 2461(c), any and all property, real and personal, that constitutes or is derived from proceeds traceable to the commission of said offenses, including but not limited to a sum of money in United States currency representing the amount of proceeds traceable to the commission of said offenses.

Substitute Assets Provision

8. If any of the above-described forfeitable property, as a result of any act or omission of ILIT RAZ, the defendant:

- a. cannot be located upon the exercise of due diligence;
- b. has been transferred or sold to, or deposited with, a third person;
- c. has been placed beyond the jurisdiction of the Court;
- d. has been substantially diminished in value; or
- e. has been commingled with other property which cannot be subdivided without difficulty;

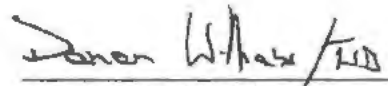
it is the intent of the United States, pursuant to Title 21, United States Code, Section 853(p) and Title 28, United States Code, Section 2461(c), to seek forfeiture of any other property of the defendant up to the value of the above forfeitable property.

(Title 18, United States Code, Section 981;
Title 21, United States Code, Section 853; and
Title 28, United States Code, Section 2461.)



FOREPERSON

6/5/24



DAMIAN WILLIAMS
United States Attorney