

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 57612 / April 3, 2008

ACCOUNTING AND AUDITING ENFORCEMENT
Release No. 2806 / April 3, 2008

ADMINISTRATIVE PROCEEDING
File No. 3-11457

In the Matter of
John Luczycki, CPA

: ORDER GRANTING APPLICATION FOR
: REINSTATEMENT TO APPEAR AND PRACTICE
: BEFORE THE COMMISSION AS AN ACCOUNTANT
: RESPONSIBLE FOR THE PREPARATION OR
: REVIEW OF FINANCIAL STATEMENTS REQUIRED
: TO BE FILED WITH THE COMMISSION

On April 14, 2004, John Luczycki (“Luczycki”) was denied the privilege of appearing or practicing as an accountant before the Commission as a result of settled public administrative proceedings instituted by the Commission against Luczycki pursuant to Rule 102(e) of the Commission's Rules of Practice.¹ Luczycki consented to the entry of the order without admitting or denying the findings therein. This order is issued in response to Luczycki’s application for reinstatement to appear and practice before the Commission as an accountant responsible for the preparation or review of financial statements required to be filed with the Commission.

During the period from December 2000 to July 2002, Luczycki served as Vivendi Universal, S.A.’s (“Vivendi”) Chief Accounting Officer and controller. The Commission’s order found that, in this capacity, Luczycki, along with other Vivendi senior executives, made improper adjustments that allowed Vivendi to meet earnings targets that it had communicated to the market. In addition, Luczycki knew or was reckless in not knowing that Vivendi improperly failed to disclose a side agreement that Vivendi entered into in February 2001. Finally, Luczycki participated in Vivendi’s failure to disclose in a timely manner all of the material facts about Vivendi’s investment in a fund in June, 2001.

In his capacity as a preparer or reviewer, or as a person responsible for the preparation or review, of financial statements of a public company to be filed with the Commission, Luczycki attests that he will undertake to have his work reviewed by the independent audit committee of

¹ See Accounting and Auditing Enforcement Release No. 1989 dated April 14, 2004. Luczycki was permitted, pursuant to the order, to apply for reinstatement after three years upon making certain showings.

any company for which he works, or in some other manner acceptable to the Commission, while practicing before the Commission in this capacity. Luczycki is not, at this time, seeking to appear or practice before the Commission as an independent accountant. If he should wish to resume appearing and practicing before the Commission as an independent accountant, he will be required to submit an application to the Commission showing that he has complied and will comply with the terms of the original suspension order in this regard. Therefore, Luczycki's denial of the privilege of appearing or practicing before the Commission as an independent accountant continues in effect until the Commission determines that a sufficient showing has been made in this regard in accordance with the terms of the original suspension order.

Rule 102(e)(5) of the Commission's Rules of Practice governs applications for reinstatement, and provides that the Commission may reinstate the privilege to appear and practice before the Commission "for good cause shown."² This "good cause" determination is necessarily highly fact specific.

On the basis of information supplied, representations made, and undertakings agreed to by Luczycki, it appears that he has complied with the terms of the April 14, 2004 order denying him the privilege of appearing or practicing before the Commission as an accountant, that no information has come to the attention of the Commission relating to his character, integrity, professional conduct or qualifications to practice before the Commission that would be a basis for adverse action against him pursuant to Rule 102(e) of the Commission's Rules of Practice, and that Luczycki, by undertaking to have his work reviewed by the independent audit committee of any company for which he works, or in some other manner acceptable to the Commission, in his practice before the Commission as a preparer or reviewer of financial statements required to be filed with the Commission, has shown good cause for reinstatement. Therefore, it is accordingly,

ORDERED pursuant to Rule 102(e)(5)(i) of the Commission's Rules of Practice that John Luczycki, CPA is hereby reinstated to appear and practice before the Commission as an accountant responsible for the preparation or review of financial statements required to be filed with the Commission.

By the Commission.

Nancy M. Morris
Secretary

² Rule 102(e)(5)(i) provides:

"An application for reinstatement of a person permanently suspended or disqualified under paragraph (e)(1) or (e)(3) of this section may be made at any time, and the applicant may, in the Commission's discretion, be afforded a hearing; however, the suspension or disqualification shall continue unless and until the applicant has been reinstated by the Commission for good cause shown." 17 C.F.R. § 201.102(e)(5)(i).