

(4) the [offering] prospectus or amendment to it is incomplete or inaccurate in any material respect;

(5) the [offering] prospectus or amendment to it includes a false or misleading statement of a material fact or omits TO STATE a material fact REQUIRED TO BE STATED IN THE PROSPECTUS OR AMENDMENT OR necessary to make the statements in the prospectus or amendment not misleading;

14-222.

(c) (1) If [no] A hearing is NOT REQUESTED AND IS NOT SCHEDULED BY THE COMMISSIONER AND THEREFORE IS NOT held, the stop order remains in effect until the Commissioner modifies or vacates it.

14-227.

(a) (1) A person who SELLS OR grants a franchise is civilly liable to the [grantee] PERSON WHO BUYS OR IS GRANTED A FRANCHISE if the [grantor] PERSON WHO SELLS OR GRANTS A FRANCHISE offers to sell or sells a franchise:

(i) without the offer of the franchise being registered under this subtitle; or

(ii) by [making] MEANS OF an untrue statement of a material fact or [omitting] ANY OMISSION TO STATE a material fact necessary IN ORDER to make [a statement not misleading] THE STATEMENTS MADE, in light of the circumstances under which [it is] THEY ARE made, NOT MISLEADING, if the [grantee] PERSON WHO BUYS OR IS GRANTED A FRANCHISE does not know of the [untrue statement] UNTRUTH or omission.

(2) In determining liability under this subsection, the [grantor] PERSON WHO SELLS OR GRANTS A FRANCHISE has the burden of proving that the [grantor] PERSON WHO SELLS OR GRANTS A FRANCHISE did not know and, in the exercise of reasonable care, could not have known of the [untrue statement] UNTRUTH or omission.

(b) The [grantee] PERSON WHO BUYS OR IS GRANTED A FRANCHISE may sue under this section to recover damages sustained by the grant of the franchise.

(c) A court may order the [grantor] PERSON WHO SELLS OR GRANTS A FRANCHISE to:

(1) rescind the franchise; and

(2) make restitution to the [grantee] PERSON WHO BUYS OR IS GRANTED A FRANCHISE.

14-229.

(a) In connection with an offer to sell or sale of a franchise, a person, directly or indirectly, may not: