

BrokerCheck Report

ELECTRONIC TRANSACTION CLEARING, INC.

CRD# 146122

<u>Section Title</u>	<u>Page(s)</u>
Report Summary	1
Registration and Withdrawal	2
Firm Profile	3 - 8
Firm History	9
Firm Operations	10 - 17
Disclosure Events	18



Please be aware that fraudsters may link to BrokerCheck from phishing and similar scam websites, trying to steal your personal information or your money. Make sure you know who you're dealing with when investing, and contact FINRA with any concerns.

For more information read our [investor alert](#) on imposters.

About BrokerCheck®



BrokerCheck offers information on all current, and many former, registered securities brokers, and all current and former registered securities firms. FINRA strongly encourages investors to use BrokerCheck to check the background of securities brokers and brokerage firms before deciding to conduct, or continue to conduct, business with them.

- **What is included in a BrokerCheck report?**

- BrokerCheck reports for individual brokers include information such as employment history, professional qualifications, disciplinary actions, criminal convictions, civil judgments and arbitration awards. BrokerCheck reports for brokerage firms include information on a firm's profile, history, and operations, as well as many of the same disclosure events mentioned above.

- Please note that the information contained in a BrokerCheck report may include pending actions or allegations that may be contested, unresolved or unproven. In the end, these actions or allegations may be resolved in favor of the broker or brokerage firm, or concluded through a negotiated settlement with no admission or finding of wrongdoing.

- **Where did this information come from?**

- The information contained in BrokerCheck comes from FINRA's Central Registration Depository, or CRD® and is a combination of:
 - information FINRA and/or the Securities and Exchange Commission (SEC) require brokers and brokerage firms to submit as part of the registration and licensing process, and
 - information that regulators report regarding disciplinary actions or allegations against firms or brokers.

- **How current is this information?**

- Generally, active brokerage firms and brokers are required to update their professional and disciplinary information in CRD within 30 days. Under most circumstances, information reported by brokerage firms, brokers and regulators is available in BrokerCheck the next business day.

- **What if I want to check the background of an investment adviser firm or investment adviser representative?**

- To check the background of an investment adviser firm or representative, you can search for the firm or individual in BrokerCheck. If your search is successful, click on the link provided to view the available licensing and registration information in the SEC's Investment Adviser Public Disclosure (IAPD) website at <https://www.adviserinfo.sec.gov>. In the alternative, you may search the IAPD website directly or contact your state securities regulator at <http://www.finra.org/Investors/ToolsCalculators/BrokerCheck/P455414>.

- **Are there other resources I can use to check the background of investment professionals?**

- FINRA recommends that you learn as much as possible about an investment professional before deciding to work with them. Your state securities regulator can help you research brokers and investment adviser representatives doing business in your state.

-

Thank you for using FINRA BrokerCheck.



Using this site/information means that you accept the FINRA BrokerCheck Terms and Conditions. A complete list of Terms and Conditions can be found at

brokercheck.finra.org



For additional information about the contents of this report, please refer to the User Guidance or www.finra.org/brokercheck. It provides a glossary of terms and a list of frequently asked questions, as well as additional resources.

[For more information about FINRA, visit www.finra.org.](http://www.finra.org)

ELECTRONIC TRANSACTION CLEARING, INC.

CRD# 146122

SEC# 8-67790

Main Office Location350 N. ST. PAUL STREET
SUITE 1300
DALLAS, TX 75201**Mailing Address**350 N. ST. PAUL STREET
SUITE 1300
DALLAS, TX 75201**Business Telephone Number**

214-765-1100

Report Summary for this Firm

This report summary provides an overview of the brokerage firm. Additional information for this firm can be found in the detailed report.

Firm Profile

This firm is classified as a corporation.

This firm was formed in Delaware on 11/02/2007.

Its fiscal year ends in December.

Firm History

Information relating to the brokerage firm's history such as other business names and successions (e.g., mergers, acquisitions) can be found in the detailed report.

Firm Operations

This firm is registered with:

- 6 Self-Regulatory Organizations
- 5 U.S. states and territories

Is this brokerage firm currently suspended with any regulator? **No**

This firm conducts 4 types of businesses.

This firm is affiliated with financial or investment institutions.

This firm has referral or financial arrangements with other brokers or dealers.

**Disclosure Events**

Brokerage firms are required to disclose certain criminal matters, regulatory actions, civil judicial proceedings and financial matters in which the firm or one of its control affiliates has been involved.

Are there events disclosed about this firm? **Yes**

The following types of disclosures have been reported:

Type	Count
Regulatory Event	61

Registration Withdrawal Information

This section provides information relating to the date the brokerage firm ceased doing business and the firm's financial obligations to customers or other brokerage firms.



Date firm ceased business: 10/05/2023

Does this brokerage firm owe any money or securities to any customer or brokerage firm? No



Firm Profile

This firm is classified as a corporation.

This firm was formed in Delaware on 11/02/2007.

Its fiscal year ends in December.

Firm Names and Locations

This section provides the brokerage firm's full legal name, "Doing Business As" name, business and mailing addresses, telephone number, and any alternate name by which the firm conducts business and where such name is used.

ELECTRONIC TRANSACTION CLEARING, INC.

Doing business as ELECTRONIC TRANSACTION CLEARING, INC.

CRD# 146122

SEC# 8-67790

Main Office Location

350 N. ST. PAUL STREET
SUITE 1300
DALLAS, TX 75201

Mailing Address

350 N. ST. PAUL STREET
SUITE 1300
DALLAS, TX 75201

Business Telephone Number

214-765-1100

Other Names of this Firm

Name	Where is it used
APEX PRO	AK, AL, AR, AZ, CA, CO, CT, DC, DE, FL, GA, HI, IA, ID, IL, IN, KS, KY, LA, MA, MD, ME, MI, MN, MO, MS, MT, NC, ND, NE, NH, NJ, NM, NV, NY, OH, OK, OR, PA, PR, RI, SC, SD, TN, TX, UT, VA, VI, VT, WA,



Firm Profile

This section provides information relating to all direct owners and executive officers of the brokerage firm.

Direct Owners and Executive Officers

Legal Name & CRD# (if any): APEX FINTECH SOLUTIONS INC.

Is this a domestic or foreign entity or an individual? Domestic Entity

Position OWNER

Position Start Date 12/2019

Percentage of Ownership 75% or more

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? No

Legal Name & CRD# (if any): BECKERMAN, JARRED

6683745

Is this a domestic or foreign entity or an individual? Individual

Position FINOP, PRINCIPAL FINANCIAL OFFICER

Position Start Date 09/2021

Percentage of Ownership Less than 5%

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? No

Legal Name & CRD# (if any): BRENNAN, WILLIAM ROBERT

2447538

Is this a domestic or foreign entity or an individual? Individual

Position PRESIDENT & CEO

Position Start Date 09/2019



Firm Profile

Direct Owners and Executive Officers (continued)

Percentage of Ownership Less than 5%

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? No

Legal Name & CRD# (if any): COPPOLETTA, JAY CHRISTIAN
6049053

Is this a domestic or foreign entity or an individual? Individual

Position BOARD MEMBER

Position Start Date 09/2019

Percentage of Ownership Less than 5%

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? No

Legal Name & CRD# (if any): RAY, TERRY DAVID
5295510

Is this a domestic or foreign entity or an individual? Individual

Position PRINCIPAL OPERATIONS OFFICER

Position Start Date 09/2021

Percentage of Ownership Less than 5%

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? No

Legal Name & CRD# (if any): ROBBINS, JOHN FRANKLYN

Firm Profile



Direct Owners and Executive Officers (continued)

	1967073
Is this a domestic or foreign entity or an individual?	Individual
Position	CHIEF COMPLIANCE OFFICER
Position Start Date	03/2000
Percentage of Ownership	Less than 5%
Does this owner direct the management or policies of the firm?	No
Is this a public reporting company?	No
<hr/>	
Legal Name & CRD# (if any):	SPRINGER, CHRISTOPHER MICHAEL 1814987
Is this a domestic or foreign entity or an individual?	Individual
Position	CFO, CAO
Position Start Date	12/2017
Percentage of Ownership	Less than 5%
Does this owner direct the management or policies of the firm?	Yes
Is this a public reporting company?	No
<hr/>	



Firm Profile

This section provides information relating to any indirect owners of the brokerage firm.

Indirect Owners

Legal Name & CRD# (if any):	PEAK6 APX HOLDINGS LLC
Is this a domestic or foreign entity or an individual?	Domestic Entity
Company through which indirect ownership is established	APEX FINTECH SOLUTIONS INC.
Relationship to Direct Owner	MEMBER
Relationship Established	03/2022
Percentage of Ownership	75% or more
Does this owner direct the management or policies of the firm?	Yes
Is this a public reporting company?	No

Legal Name & CRD# (if any):	PEAK6 LLC
Is this a domestic or foreign entity or an individual?	Domestic Entity
Company through which indirect ownership is established	PEAK6 APX HOLDINGS LLC
Relationship to Direct Owner	MEMBER
Relationship Established	09/2018
Percentage of Ownership	50% but less than 75%
Does this owner direct the management or policies of the firm?	Yes
Is this a public reporting company?	No

Firm History

This section provides information relating to any successions (e.g., mergers, acquisitions) involving the firm.

No information reported.



Firm Operations



Registrations

This section provides information about the regulators (Securities and Exchange Commission (SEC), self-regulatory organizations (SROs), and U.S. states and territories) with which the brokerage firm is currently registered and licensed, the date the license became effective, and certain information about the firm's SEC registration.

This firm is currently registered with 6 SROs and 5 U.S. states and territories.

Self-Regulatory Organization	Status	Date Effective
Cboe BYX Exchange, Inc.	Termination Requested	03/06/2023
Cboe BZX Exchange, Inc.	Termination Requested	03/06/2023
Cboe EDGA Exchange, Inc.	Termination Requested	03/06/2023
Cboe EDGX Exchange, Inc.	Termination Requested	03/06/2023
Investors' Exchange LLC	Termination Requested	03/06/2023
MIAX PEARL, LLC	Termination Requested	03/06/2023

Firm Operations



Registrations (continued)

U.S. States & Territories	Status	Date Effective
Hawaii	Termination Requested	10/05/2023
Montana	Termination Requested	10/05/2023
Tennessee	Termination Requested	10/05/2023
Washington	Termination Requested	10/05/2023
Wyoming	Termination Requested	10/05/2023



Firm Operations

Types of Business

This section provides the types of business, including non-securities business, the brokerage firm is engaged in or expects to be engaged in.

This firm currently conducts 4 types of businesses.

Types of Business

Exchange member engaged in exchange commission business other than floor activities

Broker or dealer retailing corporate equity securities over-the-counter

Put and call broker or dealer or option writer

Other - CORRESPONDENT CLEARING BROKER/DEALER EQUITIES, OPTIONS, PRIME BROKERAGE AND SECURITIES LENDING. (09/2019)

Other Types of Business

This firm does not effect transactions in commodities, commodity futures, or commodity options.

This firm does not engage in other non-securities business.

Non-Securities Business Description:

Firm Operations



Clearing Arrangements

This firm does hold or maintain funds or securities or provide clearing services for other broker-dealer(s).

Introducing Arrangements

This firm does refer or introduce customers to other brokers and dealers.

Name:	APEX CLEARING CORPORATION
CRD #:	13071
Business Address:	350 N ST PAUL STREET SUITE 1300 DALLAS, TX 75201
Effective Date:	09/01/2020
Description:	APEX CLEARING CLEARS OPTIONS AND EQUITIES TRADING FOR ELECTRONIC TRANSACTION CLEARING.

Firm Operations

Industry Arrangements



This firm does have books or records maintained by a third party.

Name: GLOBAL RELAY
Business Address: 220 CAMBIE STREET, 2ND FLOOR
VANCOUVER, BC, CANADA V6B 2M9
Effective Date: 03/01/2009
Description: THIRD PARTY ELECTRONIC COMMUNICATION /MEDIA STORAGE PER
SEC RULE 17A-3 AND 17A-4

This firm does not have accounts, funds, or securities maintained by a third party.

This firm does not have customer accounts, funds, or securities maintained by a third party.

Control Persons/Financing

This firm does not have individuals who control its management or policies through agreement.

This firm does not have individuals who wholly or partly finance the firm's business.



Firm Operations

Organization Affiliates

This section provides information on control relationships the firm has with other firms in the securities, investment advisory, or banking business.

This firm is, directly or indirectly:

- in control of
 - controlled by
 - or under common control with
- the following partnerships, corporations, or other organizations engaged in the securities or investment advisory business.

CODA MARKETS, INC. is under common control with the firm.

CRD #:	36187
Business Address:	2624 PATRIOT BLVD. GLENVIEW, IL 60026
Effective Date:	01/01/2022
Foreign Entity:	No
Country:	
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CODA MARKETS INC AND ELECTRONIC TRANSACTION CLEARING INC ARE UNDER COMMON DIRECT OWNERSHIP BY APEX FINTECH SOLUTIONS INC

PEAK6 TRADING LLC is under common control with the firm.

CRD #:	300209
Business Address:	141 WEST JACKSON BOULEVARD SUITE 500 CHICAGO, IL 60604
Effective Date:	11/10/2020
Foreign Entity:	No
Country:	
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	PEAK6 LLC OWNS PEAK6 TRADING LLC AND IS AN INDIRECT OWNER OF

Firm Operations



Organization Affiliates (continued)

THE APPLICANT

PEAK6 CAPITAL MANAGEMENT LLC is under common control with the firm.

CRD #: 43773

Business Address: 141 WEST JACKSON BOULEVARD
SUITE 500
CHICAGO, IL 60604

Effective Date: 09/06/2019

Foreign Entity: No

Country: N/A

Securities Activities: Yes

Investment Advisory Activities: No

Description: PEAK6 LLC HAS AN INDIRECT INTEREST IN PEAK6 CAPITAL MANAGEMENT LLC AND IS AN INDIRECT OWNER OF THE APPLICANT

APEX CLEARING CORPORATION is under common control with the firm.

CRD #: 13071

Business Address: ONE DALLAS CENTER, 350 NORTH ST. PAUL STREET
SUITE 1300
DALLAS, TX 75201

Effective Date: 08/26/2019

Foreign Entity: No

Country:

Securities Activities: Yes

Investment Advisory Activities: No

Description: APEX CLEARING CORPORATION AND ELECTRONIC TRANSACTION CLEARING INC ARE UNDER COMMON DIRECT OWNERSHIP BY APEX FINTECH SOLUTIONS INC

This firm is not directly or indirectly, controlled by the following:

- bank holding company
- national bank

Firm Operations



Organization Affiliates (continued)

- state member bank of the Federal Reserve System
- state non-member bank
- savings bank or association
- credit union
- or foreign bank



Disclosure Events

All firms registered to sell securities or provide investment advice are required to disclose regulatory actions, criminal or civil judicial proceedings, and certain financial matters in which the firm or one of its control affiliates has been involved. For your convenience, below is a matrix of the number and status of disclosure events involving this brokerage firm or one of its control affiliates. Further information regarding these events can be found in the subsequent pages of this report.

	Pending	Final	On Appeal
Regulatory Event	0	61	0



Disclosure Event Details

What you should know about reported disclosure events:

1. **BrokerCheck provides details for any disclosure event that was reported in CRD. It also includes summary information regarding FINRA arbitration awards in cases where the brokerage firm was named as a respondent.**
2. **Certain thresholds must be met before an event is reported to CRD, for example:**
 - A law enforcement agency must file formal charges before a brokerage firm is required to disclose a particular criminal event.
3. **Disclosure events in BrokerCheck reports come from different sources:**
 - Disclosure events for this brokerage firm were reported by the firm and/or regulators. When the firm and a regulator report information for the same event, both versions of the event will appear in the BrokerCheck report. The different versions will be separated by a solid line with the reporting source labeled.
4. **There are different statuses and dispositions for disclosure events:**
 - A disclosure event may have a status of *pending*, *on appeal*, or *final*.
 - A "pending" event involves allegations that have not been proven or formally adjudicated.
 - An event that is "on appeal" involves allegations that have been adjudicated but are currently being appealed.
 - A "final" event has been concluded and its resolution is not subject to change.
 - A final event generally has a disposition of *adjudicated*, *settled* or *otherwise resolved*.
 - An "adjudicated" matter includes a disposition by (1) a court of law in a criminal or civil matter, or (2) an administrative panel in an action brought by a regulator that is contested by the party charged with some alleged wrongdoing.
 - A "settled" matter generally involves an agreement by the parties to resolve the matter. Please note that firms may choose to settle customer disputes or regulatory matters for business or other reasons.
 - A "resolved" matter usually involves no payment to the customer and no finding of wrongdoing on the part of the individual broker. Such matters generally involve customer disputes.
5. **You may wish to contact the brokerage firm to obtain further information regarding any of the disclosure events contained in this BrokerCheck report.**

Regulatory - Final

This type of disclosure event involves (1) a final, formal proceeding initiated by a regulatory authority (e.g., a state securities agency, self-regulatory organization, federal regulator such as the U.S. Securities and Exchange Commission, foreign financial regulatory body) for a violation of investment-related rules or regulations; or (2) a revocation or suspension of the authority of a brokerage firm or its control affiliate to act as an attorney, accountant or federal contractor.

Disclosure 1 of 61

Reporting Source: Regulator

Current Status: Final



Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND THE ENTRY OF FINDINGS THAT IT PERMITTED INDIVIDUALS TO OPERATE IN CAPACITIES FOR WHICH THEY WERE NOT QUALIFIED OR NOT PROPERLY REGISTERED PURSUANT TO EXCHANGE RULE 2.5. THE FINDINGS STATED THAT THE FIRM FAILED TO QUALIFY AND REGISTER THE INDIVIDUALS IN A VARIETY OF PRINCIPAL AND REPRESENTATIVE ROLES. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN, AND ENFORCE A SUPERVISORY SYSTEM, INCLUDING WSPS, REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH THE REGISTRATION AND QUALIFICATION REQUIREMENTS OF THE MEMX RULES. THE FIRM'S SUPERVISORY SYSTEM WAS UNREASONABLE IN MULTIPLE RESPECTS. FIRST, THE FIRM'S ONGOING SUPERVISORY PROCESS RELIED ON ANNUAL REVIEWS THAT WERE NOT REASONABLY DESIGNED TO IDENTIFY CHANGES IN INDIVIDUALS' JOB FUNCTIONS AND REGISTRATION STATUSES THAT OCCURRED THROUGHOUT THE YEAR. MOREOVER, THE FIRM HAD NO WSPS THAT ADDRESSED EXCHANGE-SPECIFIC QUALIFICATION AND REGISTRATION REQUIREMENTS, OR ANY PROCESS DESIGNED TO ENSURE THAT INDIVIDUALS WERE PROPERLY REGISTERED WITH MEMX. ADDITIONALLY, THE FIRM'S WSPS DID NOT PROVIDE REASONABLE GUIDANCE REGARDING HOW THE ANNUAL REVIEWS SHOULD BE CONDUCTED, SUCH AS WHAT QUALIFICATION AND REGISTRATION INFORMATION WOULD BE REVIEWED, HOW SUCH INFORMATION WOULD BE VERIFIED, OR WHAT STEPS WOULD BE TAKEN IF A MISSING QUALIFICATION OR REGISTRATION WERE IDENTIFIED. THE FIRM HAS REVISED ITS SUPERVISORY SYSTEM, INCLUDING ITS WSPS, RELATING TO THE REGISTRATION AND QUALIFICATION OF ITS ASSOCIATED PERSONS.

Initiated By: MEMX LLC
Date Initiated: 11/01/2023
Docket/Case Number: 2021069322009
Principal Product Type: No Product
Other Product Type(s):
Principal Sanction(s)/Relief Sought: Other
Other Sanction(s)/Relief Sought: N/A
Resolution: Consent
Resolution Date: 11/01/2023



Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$6,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM IS CENSURED AND FINED \$6000. THE FIRM WILL PAY ADDITIONAL FINES IN CONNECTION WITH PARALLEL SETTLEMENT AGREEMENTS BETWEEN THE FIRM AND OTHER EXCHANGES.

Reporting Source: Firm

Current Status: Final

Allegations: BETWEEN NOVEMBER 2020 AND DECEMBER 2021, ETC PERMITTED TEN INDIVIDUALS TO OPERATE IN CAPACITIES FOR WHICH THEY WERE NOT QUALIFIED OR NOT PROPERLY REGISTERED PURSUANT TO EXCHANGE RULE 2.5. ADDITIONALLY, FROM AT LEAST DECEMBER 2020 TO DECEMBER 2021, THE FIRM FAILED TO ESTABLISH, MAINTAIN, AND ENFORCE A SUPERVISORY SYSTEM, INCLUDING WSPS, REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH THE REGISTRATION AND QUALIFICATION REQUIREMENTS OF THE MEMX RULES.

Initiated By: MEMBERS EXCHANGE LLC

Date Initiated: 11/01/2023

Docket/Case Number: 2021069322009

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Other

Other Sanction(s)/Relief Sought: N/A

Resolution: Consent

Resolution Date: 11/01/2023

Sanctions Ordered: Censure
Monetary/Fine \$6,000.00

**Other Sanctions Ordered:**

Sanction Details: A CENSURE AND A MONETARY FINE IN THE AMOUNT OF \$6,000.

Disclosure 2 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT PERMITTED INDIVIDUALS TO OPERATE IN CAPACITIES FOR WHICH THEY WERE NOT QUALIFIED OR NOT PROPERLY REGISTERED. THE FINDINGS STATED THAT THE FIRM FAILED TO QUALIFY AND REGISTER THE INDIVIDUALS IN A VARIETY OF PRINCIPAL AND REPRESENTATIVE ROLES. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN, AND ENFORCE A SUPERVISORY SYSTEM, INCLUDING WRITTEN SUPERVISORY PROCEDURES ("WSPS"), REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH MIAX PEARL REGISTRATION AND QUALIFICATIONS REQUIREMENTS. THE FIRMS ONGOING SUPERVISORY PROCESS RELIED ON ANNUAL REVIEWS THAT WERE NOT REASONABLY DESIGNED TO IDENTIFY CHANGES IN INDIVIDUALS' JOB FUNCTIONS AND REGISTRATION STATUSES THAT OCCURRED THROUGHOUT THE YEAR. IN ADDITION, THE FIRM HAD NO WSPS THAT ADDRESSED EXCHANGE-SPECIFIC QUALIFICATION AND REGISTRATION REQUIREMENTS, OR ANY PROCESS DESIGNED TO ENSURE THAT INDIVIDUALS WERE PROPERLY REGISTERED WITH MIAX PEARL. FURTHERMORE, THE FIRM'S WSPS DID NOT PROVIDE REASONABLE GUIDANCE REGARDING HOW THE ANNUAL REVIEWS SHOULD BE CONDUCTED, SUCH AS WHAT QUALIFICATION AND REGISTRATION INFORMATION WOULD BE REVIEWED, HOW SUCH INFORMATION WOULD BE VERIFIED, OR WHAT STEPS WOULD BE TAKEN IF A MISSING QUALIFICATION OR REGISTRATION WERE IDENTIFIED. THE FIRM HAS SINCE REVISED ITS SUPERVISORY SYSTEM, INCLUDING ITS WSPS, RELATING TO THE REGISTRATION AND QUALIFICATION OF ITS ASSOCIATED PERSONS.

Initiated By: MIAX PEARL, LLC

Date Initiated: 11/01/2023

Docket/Case Number: 2021069322008

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Other



Other Sanction(s)/Relief Sought: N/A

Resolution: Consent

Resolution Date: 11/01/2023

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$6,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM IS CENSURED AND FINED \$6,000 (RESOLVED SIMULTANEOUSLY WITH SIMILAR MATTERS FOR A TOTAL FINE OF \$100,000). THE REMAINDER WILL BE PAID TO CBOE BYX EXCHANGE, INC. (BYX); CBOE BZX EXCHANGE, INC. (BZX); CBOE EDGA EXCHANGE, INC. (EDGA); CBOE EDGX EXCHANGE, INC. (EDGX); MEMX LLC (MEMX); INVESTORS EXCHANGE LLC (IEX); NYSE AMERICAN LLC (NYSE AMERICAN); NYSE ARCA, INC. (NYSE ARCA); NYSE CHICAGO, INC. (NYSE CHICAGO); NYSE NATIONAL, INC. (NYSE NATIONAL); NEW YORK STOCK EXCHANGE LLC (NYSE); AND FINRA.

Reporting Source: Firm

Current Status: Final

Allegations: DURING THE PERIOD BETWEEN SEPTEMBER 2020 AND DECEMBER 2021, ETC PERMITTED TEN INDIVIDUALS TO OPERATE IN CAPACITIES FOR WHICH THEY WERE NOT QUALIFIED OR NOT PROPERLY REGISTERED PURSUANT TO MIAX PEARL RULE 3101. ADDITIONALLY, FROM AT LEAST DECEMBER 2020 TO DECEMBER 2021, ETC FAILED TO ESTABLISH, MAINTAIN, AND ENFORCE A SUPERVISORY SYSTEM, INCLUDING WSPS, REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH THE REGISTRATION AND QUALIFICATION REQUIREMENTS OF THE MIAX PEARL RULES.

Initiated By: MIAX PEARL, LLC

Date Initiated: 11/01/2023

Docket/Case Number: 2021069322008

Principal Product Type: No Product

**Other Product Type(s):****Principal Sanction(s)/Relief Sought:** Other**Other Sanction(s)/Relief Sought:** N/A**Resolution:** Consent**Resolution Date:** 11/01/2023**Sanctions Ordered:** Censure
Monetary/Fine \$6,000.00**Other Sanctions Ordered:****Sanction Details:** A CENSURE AND A MONETARY FINE IN THE AMOUNT OF \$6,000.**Disclosure 3 of 61****Reporting Source:** Regulator**Current Status:** Final

Allegations: : WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT PERMITTED INDIVIDUALS TO OPERATE IN CAPACITIES FOR WHICH THEY WERE NOT QUALIFIED OR NOT PROPERLY REGISTERED. THE FINDINGS STATED THAT THE FIRM FAILED TO QUALIFY AND REGISTER THE INDIVIDUALS IN A VARIETY OF PRINCIPAL AND REPRESENTATIVE ROLES. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN, AND ENFORCE A SUPERVISORY SYSTEM, INCLUDING WSPS, REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH THE REGISTRATION AND QUALIFICATION REQUIREMENTS OF THE IEX RULES. THE FIRM'S ONGOING SUPERVISORY PROCESS RELIED ON ANNUAL REVIEWS THAT WERE NOT REASONABLY DESIGNED TO IDENTIFY CHANGES IN INDIVIDUALS' JOB FUNCTIONS AND REGISTRATION STATUSES THAT OCCURRED THROUGHOUT THE YEAR. MOREOVER, THE FIRM HAD NO WSPS THAT ADDRESSED EXCHANGE-SPECIFIC QUALIFICATION AND REGISTRATION REQUIREMENTS, OR ANY PROCESS DESIGNED TO ENSURE THAT INDIVIDUALS WERE PROPERLY REGISTERED WITH IEX. IN ADDITION, THE FIRM'S WSPS DID NOT PROVIDE REASONABLE GUIDANCE REGARDING HOW THE ANNUAL REVIEWS SHOULD BE CONDUCTED, SUCH AS WHAT QUALIFICATION AND REGISTRATION INFORMATION WOULD BE REVIEWED, HOW SUCH INFORMATION WOULD BE VERIFIED, OR WHAT STEPS WOULD BE TAKEN IF A MISSING QUALIFICATION OR REGISTRATION WERE IDENTIFIED. THE FIRM HAS SINCE REVISED ITS SUPERVISORY SYSTEM, INCLUDING ITS WSPS, RELATING TO THE REGISTRATION AND



QUALIFICATION OF ITS ASSOCIATED PERSONS.

Initiated By: INVESTORS' EXCHANGE LLC

Date Initiated: 10/20/2023

Docket/Case Number: 2021069322002

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Other

Other Sanction(s)/Relief Sought: N/A

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 10/20/2023

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?

No

Sanctions Ordered:

Censure
Monetary/Fine \$6,000.00

Other Sanctions Ordered:

Sanction Details:

THE FIRM IS CENSURED AND FINED \$100,000, OF WHICH \$6,000 SHALL BE PAID TO IEX. THE REMAINDER WILL BE PAID TO CBOE BYX EXCHANGE, INC. (BYX); CBOE BZX EXCHANGE, INC. (BZX); CBOE EDGA EXCHANGE, INC. (EDGA); CBOE EDGX EXCHANGE, INC. (EDGX); MEMX LLC (MEMX); MIAx PEARL, LLC (MIAx); NYSE AMERICAN LLC (NYSE AMERICAN); NYSE ARCA, INC. (NYSE ARCA); NYSE CHICAGO, INC. (NYSE CHICAGO); NYSE NATIONAL, INC. (NYSE NATIONAL); NEW YORK STOCK EXCHANGE LLC (NYSE); AND FINRA.

Reporting Source:

Firm

Current Status:

Final

Allegations:

WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT PERMITTED INDIVIDUALS TO OPERATE IN CAPACITIES FOR WHICH THEY WERE NOT QUALIFIED OR NOT PROPERLY REGISTERED. THE FINDINGS STATED THAT



THE FIRM FAILED TO QUALIFY AND REGISTER THE INDIVIDUALS IN A VARIETY OF PRINCIPAL AND REPRESENTATIVE ROLES. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN, AND ENFORCE A SUPERVISORY SYSTEM, INCLUDING WSPS, REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH THE REGISTRATION AND QUALIFICATION REQUIREMENTS OF THE IEX RULES. THE FIRM'S ONGOING SUPERVISORY PROCESS RELIED ON ANNUAL REVIEWS THAT WERE NOT REASONABLY DESIGNED TO IDENTIFY CHANGES IN INDIVIDUALS' JOB FUNCTIONS AND REGISTRATION STATUSES THAT OCCURRED THROUGHOUT THE YEAR. MOREOVER, THE FIRM HAD NO WSPS THAT ADDRESSED EXCHANGE-SPECIFIC QUALIFICATION AND REGISTRATION REQUIREMENTS, OR ANY PROCESS DESIGNED TO ENSURE THAT INDIVIDUALS WERE PROPERLY REGISTERED WITH IEX. IN ADDITION, THE FIRM'S WSPS DID NOT PROVIDE REASONABLE GUIDANCE REGARDING HOW THE ANNUAL REVIEWS SHOULD BE CONDUCTED, SUCH AS WHAT QUALIFICATION AND REGISTRATION INFORMATION WOULD BE REVIEWED, HOW SUCH INFORMATION WOULD BE VERIFIED, OR WHAT STEPS WOULD BE TAKEN IF A MISSING QUALIFICATION OR REGISTRATION WERE IDENTIFIED. THE FIRM HAS SINCE REVISED ITS SUPERVISORY SYSTEM, INCLUDING ITS WSPS, RELATING TO THE REGISTRATION AND QUALIFICATION OF ITS ASSOCIATED PERSONS.

Initiated By: INVESTORS' EXCHANGE LLC

Date Initiated: 10/20/2023

Docket/Case Number: 2021069322002

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Other

Other Sanction(s)/Relief Sought: N/A

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 10/20/2023

Sanctions Ordered: Censure
Monetary/Fine \$6,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM IS CENSURED AND FINED \$100,000, OF WHICH \$6,000 SHALL BE PAID TO IEX. THE REMAINDER WILL BE PAID TO CBOE BYX EXCHANGE, INC. (BYX); CBOE BZX EXCHANGE, INC. (BZX); CBOE EDGA EXCHANGE,



INC. (EDGA); CBOE EDGX EXCHANGE, INC. (EDGX); MEMX LLC (MEMX); MIAX PEARL, LLC (MIAX); NYSE AMERICAN LLC (NYSE AMERICAN); NYSE ARCA, INC. (NYSE ARCA); NYSE CHICAGO, INC. (NYSE CHICAGO); NYSE NATIONAL, INC. (NYSE NATIONAL); NEW YORK STOCK EXCHANGE LLC (NYSE); AND FINRA.

Disclosure 4 of 61

Reporting Source:	Regulator
Current Status:	Final
Allegations:	<p>WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT PERMITTED INDIVIDUALS TO OPERATE IN CAPACITIES FOR WHICH THEY WERE NOT QUALIFIED OR NOT PROPERLY REGISTERED. THE FINDINGS STATED THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN, AND ENFORCE A SUPERVISORY SYSTEM, INCLUDING WSPS, REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH FINRA REGISTRATION AND QUALIFICATION REQUIREMENTS. THE FIRM'S ONGOING SUPERVISORY PROCESS RELIED ON ANNUAL REVIEWS THAT WERE NOT REASONABLY DESIGNED TO IDENTIFY CHANGES IN INDIVIDUALS' JOB FUNCTIONS AND REGISTRATION STATUSES THAT OCCURRED THROUGHOUT THE YEAR. IN ADDITION, THE FIRM'S WSPS DID NOT PROVIDE REASONABLE GUIDANCE REGARDING HOW THE ANNUAL REVIEWS SHOULD BE CONDUCTED, SUCH AS WHAT QUALIFICATION AND REGISTRATION INFORMATION WOULD BE REVIEWED, HOW SUCH INFORMATION WOULD BE VERIFIED, OR WHAT STEPS WOULD BE TAKEN IF A MISSING QUALIFICATION OR REGISTRATION WERE IDENTIFIED. THE FIRM HAS SINCE REVISED ITS SUPERVISORY SYSTEM, INCLUDING ITS WSPS, RELATING TO THE REGISTRATION AND QUALIFICATION OF ITS ASSOCIATED PERSONS.</p>
Initiated By:	FINRA
Date Initiated:	10/23/2023
Docket/Case Number:	2021069322001
Principal Product Type:	No Product
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Other
Other Sanction(s)/Relief Sought:	N/A
Resolution:	Acceptance, Waiver & Consent(AWC)



Resolution Date: 10/23/2023

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$5,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM IS CENSURED AND FINED \$100,000 OF WHICH \$5,000 IS PAYABLE TO FINRA. THE REMAINDER WILL BE PAID TO CBOE BYX EXCHANGE, INC. (BYX); CBOE BZX EXCHANGE, INC. (BZX); CBOE EDGA EXCHANGE, INC. (EDGA); CBOE EDGX EXCHANGE, INC. (EDGX); MEMX LLC (MEMX); MIAX PEARL, LLC (MIAX); NYSE AMERICAN LLC (NYSE AMERICAN); NYSE ARCA, INC. (NYSE ARCA); NYSE CHICAGO, INC. (NYSE CHICAGO); NYSE NATIONAL, INC. (NYSE NATIONAL); NEW YORK STOCK EXCHANGE LLC (NYSE); AND INVESTORS EXCHANGE LLC (IEX). FINE PAID IN FULL ON OCTOBER 31, 2023.

Reporting Source: Firm

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT PERMITTED INDIVIDUALS TO OPERATE IN CAPACITIES FOR WHICH THEY WERE NOT QUALIFIED OR NOT PROPERLY REGISTERED. THE FINDINGS STATED THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN, AND ENFORCE A SUPERVISORY SYSTEM, INCLUDING WSPS, REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH FINRA REGISTRATION AND QUALIFICATION REQUIREMENTS. THE FIRM'S ONGOING SUPERVISORY PROCESS RELIED ON ANNUAL REVIEWS THAT WERE NOT REASONABLY DESIGNED TO IDENTIFY CHANGES IN INDIVIDUALS' JOB FUNCTIONS AND REGISTRATION STATUSES THAT OCCURRED THROUGHOUT THE YEAR. IN ADDITION, THE FIRM'S WSPS DID NOT PROVIDE REASONABLE GUIDANCE REGARDING HOW THE ANNUAL REVIEWS SHOULD BE CONDUCTED, SUCH AS WHAT QUALIFICATION AND REGISTRATION INFORMATION WOULD BE REVIEWED, HOW SUCH INFORMATION WOULD BE VERIFIED, OR WHAT STEPS WOULD BE TAKEN IF A MISSING QUALIFICATION OR REGISTRATION WERE IDENTIFIED. THE FIRM HAS SINCE REVISED ITS SUPERVISORY SYSTEM, INCLUDING ITS WSPS, RELATING TO THE REGISTRATION AND QUALIFICATION OF ITS ASSOCIATED PERSONS.



Initiated By: FINRA
Date Initiated: 10/23/2023
Docket/Case Number: 2021069322001
Principal Product Type: No Product
Other Product Type(s):
Principal Sanction(s)/Relief Sought: Other
Other Sanction(s)/Relief Sought: N/A
Resolution: Acceptance, Waiver & Consent(AWC)
Resolution Date: 10/23/2023
Sanctions Ordered: Censure
 Monetary/Fine \$5,000.00
Other Sanctions Ordered:
Sanction Details: THE FIRM IS CENSURED AND FINED \$100,000 OF WHICH \$5,000 IS PAYABLE TO FINRA. THE REMAINDER WILL BE PAID TO CBOE BYX EXCHANGE, INC. (BYX); CBOE BZX EXCHANGE, INC. (BZX); CBOE EDGA EXCHANGE, INC. (EDGA); CBOE EDGX EXCHANGE, INC. (EDGX); MEMX LLC (MEMX); MIAX PEARL, LLC (MIAX); NYSE AMERICAN LLC (NYSE AMERICAN); NYSE ARCA, INC. (NYSE ARCA); NYSE CHICAGO, INC. (NYSE CHICAGO); NYSE NATIONAL, INC. (NYSE NATIONAL); NEW YORK STOCK EXCHANGE LLC (NYSE); AND INVESTORS EXCHANGE LLC (IEX).

Disclosure 5 of 61

Reporting Source: Regulator
Current Status: Final
Allegations: ELECTRONIC TRANSACTION CLEARING, INC. VIOLATED BYX RULE 2.5 IN THAT THE FIRM FAILED TO QUALIFY AND REGISTER WITH THE EXCHANGE THREE INDIVIDUAL ASSOCIATED PERSONS IN ACCORDANCE WITH EXCHANGE RULES; VIOLATED BYX RULE 5.1 IN THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN AND ENFORCE REASONABLY DESIGNED WSPS AND A SUPERVISORY SYSTEM FOR APPLYING SUCH WSPS.
Initiated By: CBOE BYX EXCHANGE, INC.
Date Initiated: 09/29/2023
Docket/Case Number: FILE NO. URE-105-06/STAR NO. 20210693220-10



Principal Product Type:	Equity Listed (Common & Preferred Stock)
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	
Resolution:	Consent
Resolution Date:	10/03/2023
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	No
Sanctions Ordered:	Censure Monetary/Fine \$11,000.00
Other Sanctions Ordered:	
Sanction Details:	A CENSURE AND A MONETARY FINE IN THE AMOUNT OF \$11,000.
<hr/>	
Reporting Source:	Firm
Current Status:	Final
Allegations:	ELECTRONIC TRANSACTION CLEARING, INC. VIOLATED BYX RULE 2.5 IN THAT THE FIRM FAILED TO QUALIFY AND REGISTER WITH THE EXCHANGE THREE INDIVIDUAL ASSOCIATED PERSONS IN ACCORDANCE WITH EXCHANGE RULES; VIOLATED BYX RULE 5.1 IN THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN AND ENFORCE REASONABLY DESIGNED WSPS AND A SUPERVISORY SYSTEM FOR APPLYING SUCH WSPS.
Initiated By:	CBOE BYX EXCHANGE, INC.
Date Initiated:	09/29/2023
Docket/Case Number:	FILE NO. URE-105-06/STAR NO. 20210693220-10
Principal Product Type:	Equity Listed (Common & Preferred Stock)
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	


Other Sanction(s)/Relief Sought:

Resolution: Consent
Resolution Date: 10/03/2023
Sanctions Ordered: Censure
 Monetary/Fine \$11,000.00

Other Sanctions Ordered:

Sanction Details: A CENSURE AND A MONETARY FINE IN THE AMOUNT OF \$11,000.

Disclosure 6 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT PERMITTED INDIVIDUALS TO OPERATE IN CAPACITIES FOR WHICH THEY WERE NOT QUALIFIED OR NOT PROPERLY REGISTERED. THE FINDINGS STATED THAT THE FIRM FAILED TO QUALIFY AND REGISTER THE INDIVIDUALS IN A VARIETY OF PRINCIPAL AND REPRESENTATIVE ROLES. THE FINDINGS ALSO STATED THAT THE FIRM FIRM'S SUPERVISORY SYSTEM FOR ENSURING ITS COMPLIANCE WITH THE EXCHANGE'S QUALIFICATION AND REGISTRATION REQUIREMENTS WAS UNREASONABLE AS THE FIRM'S ONGOING SUPERVISORY PROCESS RELIED ON ANNUAL REVIEWS THAT WERE NOT REASONABLY DESIGNED TO IDENTIFY CHANGES IN INDIVIDUALS' JOB FUNCTIONS AND REGISTRATION STATUSES THAT OCCURRED THROUGHOUT THE YEAR. MOREOVER, THE FIRM HAD NO WSPS THAT ADDRESSED EXCHANGE-SPECIFIC QUALIFICATION AND REGISTRATION REQUIREMENTS, OR ANY PROCESS DESIGNED TO ENSURE THAT INDIVIDUALS WERE PROPERLY REGISTERED WITH NYSE CHICAGO. ADDITIONALLY, THE FIRM'S WSPS DID NOT PROVIDE REASONABLE GUIDANCE REGARDING HOW THE ANNUAL REVIEWS SHOULD BE CONDUCTED, SUCH AS WHAT QUALIFICATION AND REGISTRATION INFORMATION WOULD BE REVIEWED, HOW SUCH INFORMATION WOULD BE VERIFIED, OR WHAT STEPS WOULD BE TAKEN IF A MISSING QUALIFICATION OR REGISTRATION WERE IDENTIFIED. THE FIRM HAS SINCE REVISED ITS SUPERVISORY SYSTEM, INCLUDING ITS WSPS, RELATING TO THE REGISTRATION AND QUALIFICATION OF ITS ASSOCIATED PERSONS.

Initiated By: NYSE CHICAGO, INC.

Date Initiated: 10/18/2023



Docket/Case Number: 2021069322006

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Other

Other Sanction(s)/Relief Sought: N/A

Resolution: Decision & Order of Offer of Settlement

Resolution Date: 10/18/2023

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$6,600.00

Other Sanctions Ordered:

Sanction Details: THE FIRM IS CENSURED AND FINED \$6,600 (RESOLVED SIMULTANEOUSLY WITH SIMILAR MATTERS FOR A TOTAL FINE OF \$100,000). THOSE MATTERS WERE BROUGHT BY CBOE BYX EXCHANGE, INC. (BYX); CBOE BZX EXCHANGE, INC. (BZX); CBOE EDGA EXCHANGE, INC. (EDGA); CBOE EDGX EXCHANGE, INC. (EDGX); INVESTORS EXCHANGE LLC (IEX); MEMX LLC (MEMX); MIAX PEARL, LLC (MIAX); NEW YORK STOCK EXCHANGE LLC (NYSE); NYSE AMERICAN LLC (NYSE AMERICAN); NYSE ARCA, INC. (NYSE ARCA); NYSE NATIONAL, INC. (NYSE NATIONAL); AND FINRA.

Reporting Source: Firm

Current Status: Final

Allegations: DURING THE PERIOD BETWEEN MAY 2017 AND DECEMBER 2021, THE FIRM VIOLATED NYSE CHICAGO ARTICLE 6, RULES 13 AND 14(A)(2), (A)(4), (A)(5), (B)(2), AND (B)(3), BY PERMITTING ELEVEN INDIVIDUALS TO OPERATE IN CAPACITIES FOR WHICH THEY WERE NOT QUALIFIED OR NOT PROPERLY REGISTERED PURSUANT TO THE EXCHANGE'S REGISTRATION REQUIREMENTS. FURTHER, DURING THE PERIOD BETWEEN DECEMBER 2020 AND DECEMBER 2021, THE FIRM VIOLATED NYSE CHICAGO ARTICLE 6, RULE 5(C), BY FAILING TO ESTABLISH,



MAINTAIN AND ENFORCE A SUPERVISORY SYSTEM, INCLUDING WRITTEN SUPERVISORY PROCEDURES ("WSPS"), REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH THE EXCHANGE'S REGISTRATION AND QUALIFICATION REQUIREMENTS.

Initiated By: NYSE CHICAGO, INC.

Date Initiated: 10/18/2023

Docket/Case Number: 2021069322006

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 10/18/2023

Sanctions Ordered: Censure
Monetary/Fine \$6,600.00

Other Sanctions Ordered:

Sanction Details: CENSURE AND FINE IN THE AMOUNT OF \$6,600 (RESOLVED SIMULTANEOUSLY WITH SIMILAR MATTERS FOR A TOTAL FINE OF \$100,000)

Disclosure 7 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT PERMITTED INDIVIDUALS TO OPERATE IN CAPACITIES FOR WHICH THEY WERE NOT QUALIFIED OR NOT PROPERLY REGISTERED. THE FINDINGS STATED THAT THE FIRM FAILED TO QUALIFY AND REGISTER THE INDIVIDUALS IN A VARIETY OF PRINCIPAL AND REPRESENTATIVE ROLES. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN, AND ENFORCE A SUPERVISORY SYSTEM, INCLUDING WRITTEN SUPERVISORY PROCEDURES ("WSPS"), REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH THE REGISTRATION AND QUALIFICATION REQUIREMENTS OF NYSE ARCA RULES. THE FIRM'S ONGOING



SUPERVISORY PROCESS RELIED ON ANNUAL REVIEWS THAT WERE NOT REASONABLY DESIGNED TO IDENTIFY CHANGES IN INDIVIDUALS' JOB FUNCTIONS AND REGISTRATION STATUSES THAT OCCURRED THROUGHOUT THE YEAR. MOREOVER, THE FIRM HAD NO WSPS THAT ADDRESSED EXCHANGE-SPECIFIC QUALIFICATION AND REGISTRATION REQUIREMENTS, OR ANY PROCESS DESIGNED TO ENSURE THAT INDIVIDUALS WERE PROPERLY REGISTERED WITH NYSE ARCA. IN ADDITION, THE FIRM'S WSPS DID NOT PROVIDE REASONABLE GUIDANCE REGARDING HOW THE ANNUAL REVIEWS SHOULD BE CONDUCTED, SUCH AS WHAT QUALIFICATION AND REGISTRATION INFORMATION WOULD BE REVIEWED, HOW SUCH INFORMATION WOULD BE VERIFIED, OR WHAT STEPS WOULD BE TAKEN IF A MISSING QUALIFICATION OR REGISTRATION WERE IDENTIFIED. THE FIRM HAS SINCE REVISED ITS SUPERVISORY SYSTEM, INCLUDING ITS WSPS, RELATING TO THE REGISTRATION AND QUALIFICATION OF ITS ASSOCIATED PERSONS.

Initiated By: NYSE ARCA, INC.

Date Initiated: 10/13/2023

Docket/Case Number: 2021069322005

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Other

Other Sanction(s)/Relief Sought: N/A

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 10/13/2023

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$6,600.00

Other Sanctions Ordered:

Sanction Details: THE FIRM IS CENSURED AND FINED \$6,600 (RESOLVED SIMULTANEOUSLY WITH SIMILAR MATTERS FOR A TOTAL FINE OF \$100,000). THOSE MATTERS WERE BROUGHT BY CBOE BYX EXCHANGE, INC. (BYX); CBOE BZX



EXCHANGE, INC. (BZX); CBOE EDGA EXCHANGE, INC. (EDGA); CBOE EDGX EXCHANGE, INC. (EDGX); INVESTORS EXCHANGE LLC (IEX); MEMX LLC (MEMX); MIAX PEARL, LLC (MIAX); NEW YORK STOCK EXCHANGE LLC (NYSE); NYSE AMERICAN LLC (NYSE AMERICAN); NYSE CHICAGO, INC. (NYSE CHICAGO); NYSE NATIONAL, INC. (NYSE NATIONAL); AND FINRA.

Reporting Source: Firm

Current Status: Final

Allegations: DURING THE PERIOD BETWEEN MAY 2017 AND DECEMBER 2021, ELECTRONIC TRANSACTION CLEARING, INC. VIOLATED NYSE ARCA RULES 2.1210, 2.1220(A)(2), (A)(4), (A)(5), (B)(2), AND (B)(3), AND 2.24,

1 BY PERMITTING ELEVEN INDIVIDUALS TO OPERATE IN CAPACITIES FOR WHICH THEY WERE NOT QUALIFIED OR NOT PROPERLY REGISTERED PURSUANT TO NYSE ARCA REGISTRATION REQUIREMENTS. ADDITIONALLY, DURING THE PERIOD BETWEEN DECEMBER 2020 AND DECEMBER 2021, ELECTRONIC TRANSACTION CLEARING, INC. VIOLATED NYSE ARCA RULE 11.18(B) AND (C), BY FAILING TO ESTABLISH, MAINTAIN AND ENFORCE A SUPERVISORY SYSTEM, INCLUDING WRITTEN SUPERVISORY PROCEDURES ("WSPS"), REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH NYSE ARCA REGISTRATION REQUIREMENTS.

Initiated By: NYSE ARCA, INC.

Date Initiated: 10/18/2023

Docket/Case Number: 2021069322005

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 10/18/2023



Sanctions Ordered: Censure
Monetary/Fine \$6,600.00

Other Sanctions Ordered:

Sanction Details: CONSENT TO A CENSURE AND A \$6,600 FINE (RESOLVED SIMULTANEOUSLY WITH SIMILAR MATTERS FOR A TOTAL FINE OF \$100,000)

Disclosure 8 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT PERMITTED INDIVIDUALS TO OPERATE IN CAPACITIES FOR WHICH THEY WERE NOT QUALIFIED OR NOT PROPERLY REGISTERED. THE FINDINGS STATED THAT THE FIRM FAILED TO QUALIFY AND REGISTER THE INDIVIDUALS IN A VARIETY OF PRINCIPAL AND REPRESENTATIVE ROLES. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN, AND ENFORCE A SUPERVISORY SYSTEM, INCLUDING WRITTEN SUPERVISORY PROCEDURES ("WSPS"), REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH THE REGISTRATION AND QUALIFICATION REQUIREMENTS OF NYSE AMERICAN RULES. THE FIRM'S ONGOING SUPERVISORY PROCESS RELIED ON ANNUAL REVIEWS THAT WERE NOT REASONABLY DESIGNED TO IDENTIFY CHANGES IN INDIVIDUALS' JOB FUNCTIONS AND REGISTRATION STATUSES THAT OCCURRED THROUGHOUT THE YEAR. MOREOVER, THE FIRM HAD NO WSPS THAT ADDRESSED EXCHANGE-SPECIFIC QUALIFICATION AND REGISTRATION REQUIREMENTS, OR ANY PROCESS DESIGNED TO ENSURE THAT INDIVIDUALS WERE PROPERLY REGISTERED WITH NYSE AMERICAN. ADDITIONALLY, THE FIRM'S WSPS DID NOT PROVIDE REASONABLE GUIDANCE REGARDING HOW THE ANNUAL REVIEWS SHOULD BE CONDUCTED, SUCH AS WHAT QUALIFICATION AND REGISTRATION INFORMATION WOULD BE REVIEWED, HOW SUCH INFORMATION WOULD BE VERIFIED, OR WHAT STEPS WOULD BE TAKEN IF A MISSING QUALIFICATION OR REGISTRATION WERE IDENTIFIED. THE FIRM HAS SINCE REVISED ITS SUPERVISORY SYSTEM, INCLUDING ITS WSPS, RELATING TO THE REGISTRATION AND QUALIFICATION OF ITS ASSOCIATED PERSONS.

Initiated By: NYSE AMERICAN LLC

Date Initiated: 10/13/2023

Docket/Case Number: 2021069322004



Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Other

Other Sanction(s)/Relief Sought: N/A

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 10/13/2023

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$6,600.00

Other Sanctions Ordered:

Sanction Details: THE FIRM IS CENSURED AND FINED \$6,600 (RESOLVED SIMULTANEOUSLY WITH SIMILAR MATTERS FOR A TOTAL FINE OF \$100,000). THOSE MATTERS WERE BROUGHT BY CBOE BYX EXCHANGE, INC. (BYX); CBOE BZX EXCHANGE, INC. (BZX); CBOE EDGA EXCHANGE, INC. (EDGA); CBOE EDGX EXCHANGE, INC. (EDGX); INVESTORS EXCHANGE LLC (IEX); MEMX LLC (MEMX); MIAX PEARL, LLC (MIAX); NEW YORK STOCK EXCHANGE LLC (NYSE); NYSE ARCA, INC. (NYSE ARCA); NYSE CHICAGO, INC. (NYSE CHICAGO); NYSE NATIONAL, INC. (NYSE NATIONAL); AND FINRA.

Reporting Source: Firm

Current Status: Final

Allegations: DURING THE PERIOD OF MAY 2017 THROUGH DECEMBER 2021, ELECTRONIC TRANSACTION CLEARING, INC. VIOLATED NYSE AMERICAN RULES 2.1210 AND 2.1220(A)(2), (A)(4), (A)(5), (B)(2), AND (B)(3)1 BY PERMITTING EIGHT INDIVIDUALS TO OPERATE IN CAPACITIES FOR WHICH THEY WERE NOT QUALIFIED OR NOT PROPERLY REGISTERED PURSUANT TO NYSE AMERICAN REGISTRATION REQUIREMENTS. ADDITIONALLY, DURING THE PERIOD OF DECEMBER 2020 THROUGH DECEMBER 2021,



ELECTRONIC TRANSACTION CLEARING, INC. VIOLATED NYSE AMERICAN RULE 3110(A) AND (B), BY FAILING TO ESTABLISH, MAINTAIN AND ENFORCE A SUPERVISORY SYSTEM, INCLUDING WRITTEN SUPERVISORY PROCEDURES ("WSPS"), REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH NYSE AMERICAN REGISTRATION REQUIREMENTS.

Initiated By: NYSE AMERICAN LLC

Date Initiated: 10/18/2023

Docket/Case Number: 2021069322004

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 10/18/2023

Sanctions Ordered: Censure
Monetary/Fine \$6,600.00

Other Sanctions Ordered:

Sanction Details: CONSENT TO A CENSURE AND A \$6,600 FINE (RESOLVED SIMULTANEOUSLY WITH SIMILAR MATTERS FOR A TOTAL FINE OF \$100,000)

Disclosure 9 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT PERMITTED INDIVIDUALS TO OPERATE IN CAPACITIES FOR WHICH THEY WERE NOT QUALIFIED OR NOT PROPERLY REGISTERED. THE FINDINGS STATED THAT THE FIRM FAILED TO QUALIFY AND REGISTER THE INDIVIDUALS IN A VARIETY OF PRINCIPAL AND REPRESENTATIVE ROLES. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN, AND ENFORCE A SUPERVISORY SYSTEM, INCLUDING WRITTEN SUPERVISORY PROCEDURES ("WSPS"), REASONABLY DESIGNED TO ACHIEVE



COMPLIANCE WITH NYSE REGISTRATION AND QUALIFICATION REQUIREMENTS. THE FIRMS ONGOING SUPERVISORY PROCESS RELIED ON ANNUAL REVIEWS THAT WERE NOT REASONABLY DESIGNED TO IDENTIFY CHANGES IN INDIVIDUALS' JOB FUNCTIONS AND REGISTRATION STATUSES THAT OCCURRED THROUGHOUT THE YEAR. IN ADDITION, THE FIRM HAD NO WSPS THAT ADDRESSED EXCHANGE-SPECIFIC QUALIFICATION AND REGISTRATION REQUIREMENTS, OR ANY PROCESS DESIGNED TO ENSURE THAT INDIVIDUALS WERE PROPERLY REGISTERED WITH NYSE. FURTHERMORE, THE FIRM'S WSPS DID NOT PROVIDE REASONABLE GUIDANCE REGARDING HOW THE ANNUAL REVIEWS SHOULD BE CONDUCTED, SUCH AS WHAT QUALIFICATION AND REGISTRATION INFORMATION WOULD BE REVIEWED, HOW SUCH INFORMATION WOULD BE VERIFIED, OR WHAT STEPS WOULD BE TAKEN IF A MISSING QUALIFICATION OR REGISTRATION WERE IDENTIFIED. THE FIRM HAS SINCE REVISED ITS SUPERVISORY SYSTEM, INCLUDING ITS WSPS, RELATING TO THE REGISTRATION AND QUALIFICATION OF ITS ASSOCIATED PERSONS.

Initiated By: NEW YORK STOCK EXCHANGE

Date Initiated: 10/13/2023

Docket/Case Number: 2021069322007

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Other

Other Sanction(s)/Relief Sought: N/A

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 10/13/2023

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$6,600.00

Other Sanctions Ordered:

Sanction Details: THE FIRM IS CENSURED AND FINED \$6,600 (RESOLVED SIMULTANEOUSLY



WITH SIMILAR MATTERS FOR A TOTAL FINE OF \$100,000). THOSE MATTERS WERE BROUGHT BY BYX, BZX, EDGA, EDGX, IEX, MEMX, MIAx, NYSE ARCA, NYSE AMERICAN, NYSE CHICAGO, NYSE NATIONAL, AND FINRA.

Reporting Source: Firm

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT PERMITTED INDIVIDUALS TO OPERATE IN CAPACITIES FOR WHICH THEY WERE NOT QUALIFIED OR NOT PROPERLY REGISTERED. THE FINDINGS STATED THAT THE FIRM FAILED TO QUALIFY AND REGISTER THE INDIVIDUALS IN A VARIETY OF PRINCIPAL AND REPRESENTATIVE ROLES. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN, AND ENFORCE A SUPERVISORY SYSTEM, INCLUDING WRITTEN SUPERVISORY PROCEDURES ("WSPS"), REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH NYSE REGISTRATION AND QUALIFICATION REQUIREMENTS. THE FIRMS ONGOING SUPERVISORY PROCESS RELIED ON ANNUAL REVIEWS THAT WERE NOT REASONABLY DESIGNED TO IDENTIFY CHANGES IN INDIVIDUALS' JOB FUNCTIONS AND REGISTRATION STATUSES THAT OCCURRED THROUGHOUT THE YEAR. IN ADDITION, THE FIRM HAD NO WSPS THAT ADDRESSED EXCHANGE-SPECIFIC QUALIFICATION AND REGISTRATION REQUIREMENTS, OR ANY PROCESS DESIGNED TO ENSURE THAT INDIVIDUALS WERE PROPERLY REGISTERED WITH NYSE. FURTHERMORE, THE FIRM'S WSPS DID NOT PROVIDE REASONABLE GUIDANCE REGARDING HOW THE ANNUAL REVIEWS SHOULD BE CONDUCTED, SUCH AS WHAT QUALIFICATION AND REGISTRATION INFORMATION WOULD BE REVIEWED, HOW SUCH INFORMATION WOULD BE VERIFIED, OR WHAT STEPS WOULD BE TAKEN IF A MISSING QUALIFICATION OR REGISTRATION WERE IDENTIFIED. THE FIRM HAS SINCE REVISED ITS SUPERVISORY SYSTEM, INCLUDING ITS WSPS, RELATING TO THE REGISTRATION AND QUALIFICATION OF ITS ASSOCIATED PERSONS.

Initiated By: NEW YORK STOCK EXCHANGE

Date Initiated: 10/13/2023

Docket/Case Number: 2021069322007

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Other



Other Sanction(s)/Relief Sought:	N/A
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	10/13/2023
Sanctions Ordered:	Censure Monetary/Fine \$6,600.00
Other Sanctions Ordered:	
Sanction Details:	THE FIRM IS CENSURED AND FINED \$6,600 (RESOLVED SIMULTANEOUSLY WITH SIMILAR MATTERS FOR A TOTAL FINE OF \$100,000). THOSE MATTERS WERE BROUGHT BY BYX, BZX, EDGA, EDGX, IEX, MEMX, MIAX, NYSE ARCA, NYSE AMERICAN, NYSE CHICAGO, NYSE NATIONAL, AND FINRA.

Disclosure 10 of 61

Reporting Source:	Regulator
Current Status:	Final
Allegations:	WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT PERMITTED INDIVIDUALS TO OPERATE IN CAPACITIES FOR WHICH THEY WERE NOT QUALIFIED OR NOT PROPERLY REGISTERED. THE FINDINGS STATED THAT THE FIRM FAILED TO QUALIFY AND REGISTER THE INDIVIDUALS IN A VARIETY OF PRINCIPAL AND REPRESENTATIVE ROLES. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN, AND ENFORCE A SUPERVISORY SYSTEM, INCLUDING WRITTEN SUPERVISORY PROCEDURES ("WSPS"), REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH THE REGISTRATION AND QUALIFICATION REQUIREMENTS OF THE NYSE NATIONAL RULES. THE FIRM'S ONGOING SUPERVISORY PROCESS RELIED ON ANNUAL REVIEWS THAT WERE NOT REASONABLY DESIGNED TO IDENTIFY CHANGES IN INDIVIDUALS' JOB FUNCTIONS AND REGISTRATION STATUSES THAT OCCURRED THROUGHOUT THE YEAR. MOREOVER, THE FIRM HAD NO WSPS THAT ADDRESSED EXCHANGE-SPECIFIC QUALIFICATION AND REGISTRATION REQUIREMENTS, OR ANY PROCESS DESIGNED TO ENSURE THAT INDIVIDUALS WERE PROPERLY REGISTERED WITH NYSE NATIONAL. IN ADDITION, THE FIRM'S WSPS DID NOT PROVIDE REASONABLE GUIDANCE REGARDING HOW THE ANNUAL REVIEWS SHOULD BE CONDUCTED, SUCH AS WHAT QUALIFICATION AND REGISTRATION INFORMATION WOULD BE REVIEWED, HOW SUCH INFORMATION WOULD BE VERIFIED, OR WHAT STEPS WOULD BE TAKEN IF A MISSING QUALIFICATION OR REGISTRATION WERE IDENTIFIED. THE FIRM HAS SINCE REVISED ITS SUPERVISORY SYSTEM, INCLUDING ITS WSPS, RELATING TO THE REGISTRATION AND



QUALIFICATION OF ITS ASSOCIATED PERSONS.

Initiated By: NYSE NATIONAL, INC.

Date Initiated: 10/13/2023

Docket/Case Number: 2021069322003

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Other

Other Sanction(s)/Relief Sought: N/A

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 10/13/2023

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$6,600.00

Other Sanctions Ordered:

Sanction Details: THE FIRM IS CENSURED AND FINED \$6,600 (RESOLVED SIMULTANEOUSLY WITH SIMILAR MATTERS FOR A TOTAL FINE OF \$100,000). THOSE MATTERS WERE BROUGHT BY CBOE BYX EXCHANGE, INC. (BYX); CBOE BZX EXCHANGE, INC. (BZX); CBOE EDGA EXCHANGE, INC. (EDGA); CBOE EDGX EXCHANGE, INC. (EDGX); INVESTORS EXCHANGE LLC (IEX); MEMX LLC (MEMX); MIAX PEARL, LLC (MIAX); NEW YORK STOCK EXCHANGE LLC (NYSE); NYSE ARCA, INC. (NYSE ARCA); NYSE CHICAGO, INC. (NYSE CHICAGO); NYSE AMERICAN LLC (NYSE AMERICAN); AND FINRA.

Reporting Source: Firm

Current Status: Final

Allegations: DURING THE PERIOD OF MAY 2018 THROUGH DECEMBER 2021, ELECTRONIC TRANSACTION CLEARING, INC. VIOLATED NYSE NATIONAL RULES 2.1210 AND 2.1220(A)(2), (A)(4), (A)(5), (B)(2), AND (B)(3),

1
 BY PERMITTING EIGHT INDIVIDUALS TO OPERATE IN CAPACITIES FOR WHICH THEY WERE NOT QUALIFIED OR NOT PROPERLY REGISTERED PURSUANT TO NYSE NATIONAL REGISTRATION REQUIREMENTS. ADDITIONALLY, DURING THE PERIOD OF DECEMBER 2020 THROUGH DECEMBER 2021, ELECTRONIC TRANSACTION CLEARING, INC. VIOLATED NYSE NATIONAL RULES 11.3.2 AND 11.5.1, BY FAILING TO ESTABLISH, MAINTAIN AND ENFORCE A SUPERVISORY SYSTEM, INCLUDING WRITTEN SUPERVISORY PROCEDURES ("WSPS"), REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH NYSE NATIONAL REGISTRATION REQUIREMENTS.

Initiated By: NYSE NATIONAL, INC.

Date Initiated: 10/18/2023

Docket/Case Number: 2021069322003

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 10/18/2023

Sanctions Ordered: Censure
Monetary/Fine \$6,600.00

Other Sanctions Ordered:

Sanction Details: CONSENT TO A CENSURE AND A \$6,600 FINE (RESOLVED SIMULTANEOUSLY WITH SIMILAR MATTERS FOR A TOTAL FINE OF \$100,000).

Disclosure 11 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: ELECTRONIC TRANSACTION CLEARING, INC. VIOLATED EDGA RULE 2.5 IN



THAT THE FIRM FAILED TO QUALIFY AND REGISTER WITH THE EXCHANGE THREE INDIVIDUAL ASSOCIATED PERSONS IN ACCORDANCE WITH EXCHANGE RULES; VIOLATED EDGA RULE 5.1 IN THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN AND ENFORCE REASONABLY DESIGNED WSPS AND A SUPERVISORY SYSTEM FOR APPLYING SUCH WSPS.

Initiated By: CBOE EDGA EXCHANGE, INC.

Date Initiated: 09/29/2023

Docket/Case Number: FILE NO. URE-105-08/STAR NO. 20210693220-11

Principal Product Type: Equity Listed (Common & Preferred Stock)

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought:

Resolution: Consent

Resolution Date: 10/03/2023

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$11,000.00

Other Sanctions Ordered:

Sanction Details: A CENSURE AND A MONETARY FINE IN THE AMOUNT OF \$11,000.

Reporting Source: Firm

Current Status: Final

Allegations: ELECTRONIC TRANSACTION CLEARING, INC. VIOLATED EDGA RULE 2.5 IN THAT THE FIRM FAILED TO QUALIFY AND REGISTER WITH THE EXCHANGE THREE INDIVIDUAL ASSOCIATED PERSONS IN ACCORDANCE WITH EXCHANGE RULES; VIOLATED EDGA RULE 5.1 IN THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN AND ENFORCE REASONABLY DESIGNED WSPS AND A SUPERVISORY SYSTEM FOR APPLYING SUCH WSPS.



Initiated By: CBOE EDGA EXCHANGE, INC.

Date Initiated: 09/29/2023

Docket/Case Number: FILE NO. URE-105-08/STAR NO. 20210693220-11

Principal Product Type: Equity Listed (Common & Preferred Stock)

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought:

Resolution: Consent

Resolution Date: 10/03/2023

Sanctions Ordered: Censure
Monetary/Fine \$11,000.00

Other Sanctions Ordered:

Sanction Details: A CENSURE AND A MONETARY FINE IN THE AMOUNT OF \$11,000.

Disclosure 12 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: ELECTRONIC TRANSACTION CLEARING, INC. VIOLATED EDGX RULE 2.5 IN THAT THE FIRM FAILED TO QUALIFY AND REGISTER WITH THE EXCHANGE THREE INDIVIDUAL ASSOCIATED PERSONS IN ACCORDANCE WITH EXCHANGE RULES; VIOLATED EDGX RULE 5.1 IN THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN AND ENFORCE REASONABLY DESIGNED WSPS AND A SUPERVISORY SYSTEM FOR APPLYING SUCH WSPS.

Initiated By: CBOE EDGX EXCHANGE, INC.

Date Initiated: 09/29/2023

Docket/Case Number: FILE NO. URE-105-07/STAR NO. 20210693220-13

Principal Product Type: Equity Listed (Common & Preferred Stock)

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)


Other Sanction(s)/Relief Sought:

Resolution: Consent

Resolution Date: 10/03/2023

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$11,000.00

Other Sanctions Ordered:

Sanction Details: A CENSURE AND A MONETARY FINE IN THE AMOUNT OF \$11,000.

Reporting Source: Firm

Current Status: Final

Allegations: ELECTRONIC TRANSACTION CLEARING, INC. VIOLATED EDGX RULE 2.5 IN THAT THE FIRM FAILED TO QUALIFY AND REGISTER WITH THE EXCHANGE THREE INDIVIDUAL ASSOCIATED PERSONS IN ACCORDANCE WITH EXCHANGE RULES; VIOLATED EDGX RULE 5.1 IN THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN AND ENFORCE REASONABLY DESIGNED WSPS AND A SUPERVISORY SYSTEM FOR APPLYING SUCH WSPS.

Initiated By: CBOE EDGX EXCHANGE, INC.

Date Initiated: 09/29/2023

Docket/Case Number: FILE NO. URE-105-07/STAR NO. 20210693220-13

Principal Product Type: Equity Listed (Common & Preferred Stock)

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought:

Resolution: Consent

Resolution Date: 10/03/2023



Sanctions Ordered: Censure
Monetary/Fine \$11,000.00

Other Sanctions Ordered:

Sanction Details: A CENSURE AND A MONETARY FINE IN THE AMOUNT OF \$11,000.

Disclosure 13 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: ELECTRONIC TRANSACTION CLEARING, INC. VIOLATED BZX RULE 2.5 IN THAT THE FIRM FAILED TO QUALIFY AND REGISTER WITH THE EXCHANGE THREE INDIVIDUAL ASSOCIATED PERSONS IN ACCORDANCE WITH EXCHANGE RULES; VIOLATED BZX RULE IN THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN AND ENFORCE REASONABLY DESIGNED WSPS AND A SUPERVISORY SYSTEM FOR APPLYING SUCH WSPS.

Initiated By: CBOE BZX EXCHANGE, INC.

Date Initiated: 09/29/2023

Docket/Case Number: FILE NO. URE-105-05/STAR NO. 20210693220-12

Principal Product Type: Equity Listed (Common & Preferred Stock)

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought:

Resolution: Consent

Resolution Date: 10/03/2023

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$11,000.00

Other Sanctions Ordered:



Sanction Details: A CENSURE AND A MONETARY FINE IN THE AMOUNT OF \$11,000.

Reporting Source: Firm

Current Status: Final

Allegations: ELECTRONIC TRANSACTION CLEARING, INC. VIOLATED BZX RULE 2.5 IN THAT THE FIRM FAILED TO QUALIFY AND REGISTER WITH THE EXCHANGE THREE INDIVIDUAL ASSOCIATED PERSONS IN ACCORDANCE WITH EXCHANGE RULES; VIOLATED BZX RULE IN THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN AND ENFORCE REASONABLY DESIGNED WSPS AND A SUPERVISORY SYSTEM FOR APPLYING SUCH WSPS.

Initiated By: CBOE BZX EXCHANGE, INC.

Date Initiated: 09/29/2023

Docket/Case Number: FILE NO. URE-105-05/STAR NO. 20210693220-12

Principal Product Type: Equity Listed (Common & Preferred Stock)

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought:

Resolution: Consent

Resolution Date: 10/03/2023

Sanctions Ordered: Censure
Monetary/Fine \$11,000.00

Other Sanctions Ordered:

Sanction Details: A CENSURE AND A MONETARY FINE IN THE AMOUNT OF \$11,000.

Disclosure 14 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS STATED THAT THE FIRM DID NOT REASONABLY SURVEIL



FOR CERTAIN FORMS OF MANIPULATION SUCH AS MARKING THE OPEN OR CLOSE, PREARRANGED TRADING, AND WASH SALES. IN ADDITION, THE FIRM'S REVIEW OF SURVEILLANCE ALERTS WAS UNREASONABLE. THE FIRM HAD LIMITED STAFF AND OTHER RESOURCES TO SUFFICIENTLY REVIEW AND RESOLVE ALERTS FOR POTENTIALLY MANIPULATIVE TRADING. AS A RESULT, THE FIRM FAILED TO REVIEW MORE THAN ONE MILLION OF 2.3 MILLION ALERTS THAT EXCEEDED A VENDOR-PROVIDED SYSTEM'S SCORING THRESHOLD FOR POTENTIAL MANIPULATIVE TRADING AND, THEREFORE, REQUIRED REVIEW. THERE WERE ALSO SIGNIFICANT DELAYS IN REVIEWS OF THE FIRM'S IN-HOUSE SYSTEM'S SURVEILLANCE ALERTS. THE FIRM ALSO DID NOT REASONABLY RESPOND TO RED FLAGS OF CUSTOMERS' POTENTIALLY MANIPULATIVE TRADING.

Initiated By: NEW YORK STOCK EXCHANGE

Date Initiated: 08/21/2023

Docket/Case Number: 2017055657502

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 08/21/2023

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$168,418.80

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED A TOTAL OF \$3 MILLION OF WHICH \$168,418.80 IS PAYABLE TO NYSE. THOSE MATTERS WERE BROUGHT BY NYSE ARCA, NYSE AMERICAN, NYSE NATIONAL, BYX, BZX, EDGA, EDGX, FINRA, IEX, NASDAQ, BX, AND PHLX.



Reporting Source: Firm

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS STATED THAT THE FIRM DID NOT REASONABLY SURVEIL FOR CERTAIN FORMS OF MANIPULATION SUCH AS MARKING THE OPEN OR CLOSE, PREARRANGED TRADING, AND WASH SALES. IN ADDITION, THE FIRM'S REVIEW OF SURVEILLANCE ALERTS WAS UNREASONABLE. THE FIRM HAD LIMITED STAFF AND OTHER RESOURCES TO SUFFICIENTLY REVIEW AND RESOLVE ALERTS FOR POTENTIALLY MANIPULATIVE TRADING. AS A RESULT, THE FIRM FAILED TO REVIEW MORE THAN ONE MILLION OF 2.3 MILLION ALERTS THAT EXCEEDED A VENDOR-PROVIDED SYSTEM'S SCORING THRESHOLD FOR POTENTIAL MANIPULATIVE TRADING AND, THEREFORE, REQUIRED REVIEW. THERE WERE ALSO SIGNIFICANT DELAYS IN REVIEWS OF THE FIRM'S IN-HOUSE SYSTEM'S SURVEILLANCE ALERTS. THE FIRM ALSO DID NOT REASONABLY RESPOND TO RED FLAGS OF CUSTOMERS' POTENTIALLY MANIPULATIVE TRADING.

Initiated By: NEW YORK STOCK EXCHANGE

Date Initiated: 08/21/2023

Docket/Case Number: 2017055657502

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 08/21/2023

Sanctions Ordered: Censure
Monetary/Fine \$168,418.80

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED A TOTAL OF \$3 MILLION OF WHICH \$168,418.80 IS PAYABLE TO NYSE. THOSE MATTERS WERE BROUGHT BY NYSE ARCA, NYSE AMERICAN, NYSE NATIONAL, BYX, BZX, EDGA, EDGX, FINRA, IEX, NASDAQ, BX, AND PHLX.



Disclosure 15 of 61

Reporting Source:	Regulator
Current Status:	Final
Allegations:	WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS STATED THAT THE FIRM DID NOT REASONABLY SURVEIL FOR CERTAIN FORMS OF MANIPULATION SUCH AS MARKING THE OPEN OR CLOSE, PREARRANGED TRADING, AND WASH SALES. IN ADDITION, THE FIRM'S REVIEW OF SURVEILLANCE ALERTS WAS UNREASONABLE. THE FIRM HAD LIMITED STAFF AND OTHER RESOURCES TO SUFFICIENTLY REVIEW AND RESOLVE ALERTS FOR POTENTIALLY MANIPULATIVE TRADING. AS A RESULT, THE FIRM FAILED TO REVIEW MORE THAN ONE MILLION OF 2.3 MILLION ALERTS THAT EXCEEDED A VENDOR-PROVIDED SYSTEM'S SCORING THRESHOLD FOR POTENTIAL MANIPULATIVE TRADING AND, THEREFORE, REQUIRED REVIEW. THERE WERE ALSO SIGNIFICANT DELAYS IN REVIEWS OF THE FIRM'S IN-HOUSE SYSTEM'S SURVEILLANCE ALERTS. THE FIRM ALSO DID NOT REASONABLY RESPOND TO RED FLAGS OF CUSTOMERS' POTENTIALLY MANIPULATIVE TRADING.
Initiated By:	NYSE AMERICAN LLC
Date Initiated:	08/21/2023
Docket/Case Number:	2017055657504
Principal Product Type:	No Product
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	
Other Sanction(s)/Relief Sought:	
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	08/21/2023
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	No
Sanctions Ordered:	Censure Monetary/Fine \$168,418.80

**Other Sanctions Ordered:****Sanction Details:**

THE FIRM WAS CENSURED AND FINED A TOTAL OF \$3 MILLION, OF WHICH \$168,418.80 IS PAYABLE TO NYSE AMERICAN. THOSE MATTERS WERE BROUGHT BY NYSE, NYSE ARCA, NYSE NATIONAL, BYX, BZX, EDGA, EDGX, FINRA, IEX, NASDAQ, BX, AND PHLX.

Reporting Source:

Firm

Current Status:

Final

Allegations:

WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS STATED THAT THE FIRM DID NOT REASONABLY SURVEIL FOR CERTAIN FORMS OF MANIPULATION SUCH AS MARKING THE OPEN OR CLOSE, PREARRANGED TRADING, AND WASH SALES. IN ADDITION, THE FIRM'S REVIEW OF SURVEILLANCE ALERTS WAS UNREASONABLE. THE FIRM HAD LIMITED STAFF AND OTHER RESOURCES TO SUFFICIENTLY REVIEW AND RESOLVE ALERTS FOR POTENTIALLY MANIPULATIVE TRADING. AS A RESULT, THE FIRM FAILED TO REVIEW MORE THAN ONE MILLION OF 2.3 MILLION ALERTS THAT EXCEEDED A VENDOR-PROVIDED SYSTEM'S SCORING THRESHOLD FOR POTENTIAL MANIPULATIVE TRADING AND, THEREFORE, REQUIRED REVIEW. THERE WERE ALSO SIGNIFICANT DELAYS IN REVIEWS OF THE FIRM'S IN-HOUSE SYSTEM'S SURVEILLANCE ALERTS. THE FIRM ALSO DID NOT REASONABLY RESPOND TO RED FLAGS OF CUSTOMERS' POTENTIALLY MANIPULATIVE TRADING.

Initiated By:

NYSE AMERICAN LLC

Date Initiated:

08/21/2023

Docket/Case Number:

2017055657504

Principal Product Type:

No Product

Other Product Type(s):**Principal Sanction(s)/Relief Sought:****Other Sanction(s)/Relief Sought:****Resolution:**

Acceptance, Waiver & Consent(AWC)

Resolution Date:

08/21/2023

Sanctions Ordered:

Censure



Monetary/Fine \$168,418.80

Other Sanctions Ordered:

Sanction Details:

THE FIRM WAS CENSURED AND FINED A TOTAL OF \$3 MILLION, OF WHICH \$168,418.80 IS PAYABLE TO NYSE AMERICAN. THOSE MATTERS WERE BROUGHT BY NYSE, NYSE ARCA, NYSE NATIONAL, BYX, BZX, EDGA, EDGX, FINRA, IEX, NASDAQ, BX, AND PHLX.

Disclosure 16 of 61

Reporting Source:

Regulator

Current Status:

Final

Allegations:

WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS STATED THAT THE FIRM DID NOT REASONABLY SURVEIL FOR CERTAIN FORMS OF MANIPULATION SUCH AS MARKING THE OPEN OR CLOSE, PREARRANGED TRADING, AND WASH SALES. IN ADDITION, THE FIRM'S REVIEW OF SURVEILLANCE ALERTS WAS UNREASONABLE. THE FIRM HAD LIMITED STAFF AND OTHER RESOURCES TO SUFFICIENTLY REVIEW AND RESOLVE ALERTS FOR POTENTIALLY MANIPULATIVE TRADING. AS A RESULT, THE FIRM FAILED TO REVIEW MORE THAN 921,000 OF MORE THAN 1.86 MILLION ALERTS THAT EXCEEDED A VENDOR-PROVIDED SYSTEM'S SCORING THRESHOLD FOR POTENTIAL MANIPULATIVE TRADING AND, THEREFORE, REQUIRED REVIEW. THERE WERE ALSO SIGNIFICANT DELAYS IN REVIEWS OF THE FIRM'S IN-HOUSE SYSTEM'S SURVEILLANCE ALERTS. THE FIRM ALSO DID NOT REASONABLY RESPOND TO RED FLAGS OF CUSTOMERS' POTENTIALLY MANIPULATIVE TRADING.

Initiated By:

NYSE NATIONAL, INC.

Date Initiated:

08/21/2023

Docket/Case Number:

2017055657505

Principal Product Type:

No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution:

Acceptance, Waiver & Consent(AWC)



Resolution Date: 08/21/2023

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$168,418.80

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED A TOTAL OF \$3 MILLION, OF WHICH \$168,418.80 IS PAYABLE TO NYSE NATIONAL. THOSE MATTERS WERE BROUGHT BY NYSE ARCA, NYSE AMERICAN, NYSE, BYX, BZX, EDGA, EDGX, FINRA, IEX, NASDAQ, BX, AND PHLX.

Reporting Source: Firm

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS STATED THAT THE FIRM DID NOT REASONABLY SURVEIL FOR CERTAIN FORMS OF MANIPULATION SUCH AS MARKING THE OPEN OR CLOSE, PREARRANGED TRADING, AND WASH SALES. IN ADDITION, THE FIRM'S REVIEW OF SURVEILLANCE ALERTS WAS UNREASONABLE. THE FIRM HAD LIMITED STAFF AND OTHER RESOURCES TO SUFFICIENTLY REVIEW AND RESOLVE ALERTS FOR POTENTIALLY MANIPULATIVE TRADING. AS A RESULT, THE FIRM FAILED TO REVIEW MORE THAN 921,000 OF MORE THAN 1.86 MILLION ALERTS THAT EXCEEDED A VENDOR-PROVIDED SYSTEM'S SCORING THRESHOLD FOR POTENTIAL MANIPULATIVE TRADING AND, THEREFORE, REQUIRED REVIEW. THERE WERE ALSO SIGNIFICANT DELAYS IN REVIEWS OF THE FIRM'S IN-HOUSE SYSTEM'S SURVEILLANCE ALERTS. THE FIRM ALSO DID NOT REASONABLY RESPOND TO RED FLAGS OF CUSTOMERS' POTENTIALLY MANIPULATIVE TRADING.

Initiated By: NYSE NATIONAL, INC.

Date Initiated: 08/21/2023

Docket/Case Number: 2017055657505

Principal Product Type: No Product

**Other Product Type(s):****Principal Sanction(s)/Relief Sought:****Other Sanction(s)/Relief Sought:****Resolution:** Acceptance, Waiver & Consent(AWC)**Resolution Date:** 08/21/2023**Sanctions Ordered:** Censure
Monetary/Fine \$168,418.80**Other Sanctions Ordered:****Sanction Details:** THE FIRM WAS CENSURED AND FINED A TOTAL OF \$3 MILLION, OF WHICH \$168,418.80 IS PAYABLE TO NYSE NATIONAL. THOSE MATTERS WERE BROUGHT BY NYSE ARCA, NYSE AMERICAN, NYSE, BYX, BZX, EDGA, EDGX, FINRA, IEX, NASDAQ, BX, AND PHLX.**Disclosure 17 of 61****Reporting Source:** Regulator**Current Status:** Final**Allegations:** WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS STATED THAT THE FIRM DID NOT REASONABLY SURVEIL FOR CERTAIN FORMS OF MANIPULATION SUCH AS MARKING THE OPEN OR CLOSE, PREARRANGED TRADING, AND WASH SALES. IN ADDITION, THE FIRM'S REVIEW OF SURVEILLANCE ALERTS WAS UNREASONABLE. THE FIRM HAD LIMITED STAFF AND OTHER RESOURCES TO SUFFICIENTLY REVIEW AND RESOLVE ALERTS FOR POTENTIALLY MANIPULATIVE TRADING. AS A RESULT, THE FIRM FAILED TO REVIEW MORE THAN ONE MILLION OF 2.3 MILLION ALERTS THAT EXCEEDED A VENDOR-PROVIDED SYSTEM'S SCORING THRESHOLD FOR POTENTIAL MANIPULATIVE TRADING AND, THEREFORE, REQUIRED REVIEW. THERE WERE ALSO SIGNIFICANT DELAYS IN REVIEWS OF THE FIRM'S IN-HOUSE SYSTEM'S SURVEILLANCE ALERTS. THE FIRM ALSO DID NOT REASONABLY RESPOND TO RED FLAGS OF POTENTIALLY MANIPULATIVE TRADING.**Initiated By:** NASDAQ PHLX LLC**Date Initiated:** 09/08/2023**Docket/Case Number:** 2017055657513



Principal Product Type:	No Product
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	
Other Sanction(s)/Relief Sought:	
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	09/08/2023
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	No
Sanctions Ordered:	Censure Monetary/Fine \$168,418.80
Other Sanctions Ordered:	
Sanction Details:	THE FIRM WAS CENSURED AND FINED A TOTAL OF \$3 MILLION, OF WHICH \$168,418.80 IS PAYABLE TO PHLX. THE REMAINDER WILL BE PAID TO NASDAQ; NASDAQ BX, INC. (BX); CBOE BYX EXCHANGE, INC. (BYX); BZX; CBOE EDGA EXCHANGE, INC. (EDGA); CBOE EDGX EXCHANGE, INC. (EDGX); FINRA; INVESTORS EXCHANGE LLC (IEX); NYSE AMERICAN LLC (NYSE AMERICAN); NYSE ARCA; THE NEW YORK STOCK EXCHANGE (NYSE); AND NYSE NATIONAL, INC. (NYSE NATIONAL).
<hr/>	
Reporting Source:	Firm
Current Status:	Final
Allegations:	WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS STATED THAT THE FIRM DID NOT REASONABLY SURVEIL FOR CERTAIN FORMS OF MANIPULATION SUCH AS MARKING THE OPEN OR CLOSE, PREARRANGED TRADING, AND WASH SALES. IN ADDITION, THE FIRM'S REVIEW OF SURVEILLANCE ALERTS WAS UNREASONABLE. THE FIRM HAD LIMITED STAFF AND OTHER RESOURCES TO SUFFICIENTLY REVIEW AND RESOLVE ALERTS FOR POTENTIALLY MANIPULATIVE TRADING. AS A RESULT, THE FIRM FAILED TO REVIEW MORE THAN ONE MILLION OF 2.3 MILLION ALERTS THAT EXCEEDED A VENDOR-PROVIDED



SYSTEM'S SCORING THRESHOLD FOR POTENTIAL MANIPULATIVE TRADING AND, THEREFORE, REQUIRED REVIEW. THERE WERE ALSO SIGNIFICANT DELAYS IN REVIEWS OF THE FIRM'S IN-HOUSE SYSTEM'S SURVEILLANCE ALERTS. THE FIRM ALSO DID NOT REASONABLY RESPOND TO RED FLAGS OF POTENTIALLY MANIPULATIVE TRADING.

Initiated By: NASDAQ PHLX LLC

Date Initiated: 09/08/2023

Docket/Case Number: 2017055657513

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 09/08/2023

Sanctions Ordered: Censure
Monetary/Fine \$168,418.80

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED A TOTAL OF \$3 MILLION, OF WHICH \$168,418.80 IS PAYABLE TO PHLX. THE REMAINDER WILL BE PAID TO NASDAQ; NASDAQ BX, INC. (BX); CBOE BYX EXCHANGE, INC. (BYX); BZX; CBOE EDGA EXCHANGE, INC. (EDGA); CBOE EDGX EXCHANGE, INC. (EDGX); FINRA; INVESTORS EXCHANGE LLC (IEX); NYSE AMERICAN LLC (NYSE AMERICAN); NYSE ARCA; THE NEW YORK STOCK EXCHANGE (NYSE); AND NYSE NATIONAL, INC. (NYSE NATIONAL).

Disclosure 18 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS STATED THAT THE FIRM DID NOT REASONABLY SURVEIL FOR CERTAIN FORMS OF MANIPULATION SUCH AS MARKING THE OPEN OR CLOSE, PREARRANGED TRADING, AND WASH SALES. IN ADDITION, THE



FIRM'S REVIEW OF SURVEILLANCE ALERTS WAS UNREASONABLE. THE FIRM HAD LIMITED STAFF AND OTHER RESOURCES TO SUFFICIENTLY REVIEW AND RESOLVE ALERTS FOR POTENTIALLY MANIPULATIVE TRADING. AS A RESULT, THE FIRM FAILED TO REVIEW MORE THAN ONE MILLION OF 2.3 MILLION ALERTS THAT EXCEEDED A VENDOR-PROVIDED SYSTEM'S SCORING THRESHOLD FOR POTENTIAL MANIPULATIVE TRADING AND, THEREFORE, REQUIRED REVIEW. THERE WERE ALSO SIGNIFICANT DELAYS IN REVIEWS OF THE FIRM'S IN-HOUSE SYSTEM'S SURVEILLANCE ALERTS. THE FIRM ALSO DID NOT REASONABLY RESPOND TO RED FLAGS OF POTENTIALLY MANIPULATIVE TRADING.

Initiated By: NYSE ARCA, INC.

Date Initiated: 08/21/2023

Docket/Case Number: 2017055657503

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 08/21/2023

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$168,418.80

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED A TOTAL OF \$3 MILLION, OF WHICH \$168,418.80 IS PAYABLE TO NYSE ARCA. THOSE MATTERS WERE BROUGHT BY THE NYSE, NYSE NATIONAL, NYSE AMERICAN, BYX, BZX, EDGA, EDGX, FINRA, IEX, NASDAQ, BX, AND PHLX.

Reporting Source: Firm



Current Status:	Final
Allegations:	WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS STATED THAT THE FIRM DID NOT REASONABLY SURVEIL FOR CERTAIN FORMS OF MANIPULATION SUCH AS MARKING THE OPEN OR CLOSE, PREARRANGED TRADING, AND WASH SALES. IN ADDITION, THE FIRM'S REVIEW OF SURVEILLANCE ALERTS WAS UNREASONABLE. THE FIRM HAD LIMITED STAFF AND OTHER RESOURCES TO SUFFICIENTLY REVIEW AND RESOLVE ALERTS FOR POTENTIALLY MANIPULATIVE TRADING. AS A RESULT, THE FIRM FAILED TO REVIEW MORE THAN ONE MILLION OF 2.3 MILLION ALERTS THAT EXCEEDED A VENDOR-PROVIDED SYSTEM'S SCORING THRESHOLD FOR POTENTIAL MANIPULATIVE TRADING AND, THEREFORE, REQUIRED REVIEW. THERE WERE ALSO SIGNIFICANT DELAYS IN REVIEWS OF THE FIRM'S IN-HOUSE SYSTEM'S SURVEILLANCE ALERTS. THE FIRM ALSO DID NOT REASONABLY RESPOND TO RED FLAGS OF POTENTIALLY MANIPULATIVE TRADING.
Initiated By:	NYSE ARCA, INC.
Date Initiated:	08/21/2023
Docket/Case Number:	2017055657503
Principal Product Type:	No Product
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	
Other Sanction(s)/Relief Sought:	
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	08/21/2023
Sanctions Ordered:	Censure Monetary/Fine \$168,418.80
Other Sanctions Ordered:	
Sanction Details:	THE FIRM WAS CENSURED AND FINED A TOTAL OF \$3 MILLION, OF WHICH \$168,418.80 IS PAYABLE TO NYSE ARCA. THOSE MATTERS WERE BROUGHT BY THE NYSE, NYSE NATIONAL, NYSE AMERICAN, BYX, BZX, EDGA, EDGX, FINRA, IEX, NASDAQ, BX, AND PHLX.



Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS STATED THAT THE FIRM DID NOT REASONABLY SURVEIL FOR CERTAIN FORMS OF MANIPULATION SUCH AS MARKING THE OPEN OR CLOSE, PREARRANGED TRADING, AND WASH SALES. IN ADDITION, THE FIRM'S REVIEW OF SURVEILLANCE ALERTS WAS UNREASONABLE. THE FIRM HAD LIMITED STAFF AND OTHER RESOURCES TO SUFFICIENTLY REVIEW AND RESOLVE ALERTS FOR POTENTIALLY MANIPULATIVE TRADING. AS A RESULT, THE FIRM FAILED TO REVIEW MORE THAN ONE MILLION OF 2.3 MILLION ALERTS THAT EXCEEDED ITS VENDOR-PROVIDED SYSTEM'S SCORING THRESHOLD FOR POTENTIAL MANIPULATIVE TRADING AND, THEREFORE, REQUIRED REVIEW. THERE WERE ALSO SIGNIFICANT DELAYS IN REVIEWS OF THE FIRM'S IN-HOUSE SYSTEM'S SURVEILLANCE ALERTS. THE FIRM ALSO DID NOT REASONABLY RESPOND TO RED FLAGS OF POTENTIALLY MANIPULATIVE TRADING.

Initiated By: NASDAQ STOCK MARKET

Date Initiated: 09/08/2023

Docket/Case Number: 2017055657511

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 09/08/2023

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$168,418.80



Other Sanctions Ordered:

Sanction Details:

THE FIRM WAS CENSURED AND FINED A TOTAL OF \$3 MILLION, OF WHICH \$168,418.80 IS PAYABLE TO NASDAQ. THE REMAINDER WILL BE PAID TO NASDAQ BX, INC. (BX); NASDAQ PHLX LLC (PHLX); CBOE BYX EXCHANGE, INC. (BYX); BZX; CBOE EDGA EXCHANGE, INC. (EDGA); CBOE EDGX EXCHANGE, INC. (EDGX); FINRA; INVESTORS EXCHANGE LLC (IEX); NYSE AMERICAN LLC (NYSE AMERICAN); NYSE ARCA; THE NEW YORK STOCK EXCHANGE (NYSE); AND NYSE NATIONAL, INC. (NYSE NATIONAL).

Reporting Source:

Firm

Current Status:

Final

Allegations:

WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS STATED THAT THE FIRM DID NOT REASONABLY SURVEIL FOR CERTAIN FORMS OF MANIPULATION SUCH AS MARKING THE OPEN OR CLOSE, PREARRANGED TRADING, AND WASH SALES. IN ADDITION, THE FIRM'S REVIEW OF SURVEILLANCE ALERTS WAS UNREASONABLE. THE FIRM HAD LIMITED STAFF AND OTHER RESOURCES TO SUFFICIENTLY REVIEW AND RESOLVE ALERTS FOR POTENTIALLY MANIPULATIVE TRADING. AS A RESULT, THE FIRM FAILED TO REVIEW MORE THAN ONE MILLION OF 2.3 MILLION ALERTS THAT EXCEEDED ITS VENDOR-PROVIDED SYSTEM'S SCORING THRESHOLD FOR POTENTIAL MANIPULATIVE TRADING AND, THEREFORE, REQUIRED REVIEW. THERE WERE ALSO SIGNIFICANT DELAYS IN REVIEWS OF THE FIRM'S IN-HOUSE SYSTEM'S SURVEILLANCE ALERTS. THE FIRM ALSO DID NOT REASONABLY RESPOND TO RED FLAGS OF POTENTIALLY MANIPULATIVE TRADING.

Initiated By:

NASDAQ STOCK MARKET

Date Initiated:

09/08/2023

Docket/Case Number:

2017055657511

Principal Product Type:

No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution:

Acceptance, Waiver & Consent(AWC)



Resolution Date: 09/08/2023
Sanctions Ordered: Censure
 Monetary/Fine \$168,418.80

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED A TOTAL OF \$3 MILLION, OF WHICH \$168,418.80 IS PAYABLE TO NASDAQ. THE REMAINDER WILL BE PAID TO NASDAQ BX, INC. (BX); NASDAQ PHLX LLC (PHLX); CBOE BYX EXCHANGE, INC. (BYX); BZX; CBOE EDGA EXCHANGE, INC. (EDGA); CBOE EDGX EXCHANGE, INC. (EDGX); FINRA; INVESTORS EXCHANGE LLC (IEX); NYSE AMERICAN LLC (NYSE AMERICAN); NYSE ARCA; THE NEW YORK STOCK EXCHANGE (NYSE); AND NYSE NATIONAL, INC. (NYSE NATIONAL).

Disclosure 20 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS STATED THAT THE FIRM DID NOT REASONABLY SURVEIL FOR CERTAIN FORMS OF MANIPULATION SUCH AS MARKING THE OPEN OR CLOSE, PREARRANGED TRADING, AND WASH SALES. IN ADDITION, THE FIRM'S REVIEW OF SURVEILLANCE ALERTS WAS UNREASONABLE. THE FIRM HAD LIMITED STAFF AND OTHER RESOURCES TO SUFFICIENTLY REVIEW AND RESOLVE ALERTS FOR POTENTIALLY MANIPULATIVE TRADING. AS A RESULT, THE FIRM FAILED TO REVIEW MORE THAN ONE MILLION ALERTS THAT EXCEEDED ITS VENDOR-PROVIDED SYSTEM'S SCORING THRESHOLD FOR POTENTIAL MANIPULATIVE TRADING AND, THEREFORE, REQUIRED REVIEW. THERE WERE ALSO SIGNIFICANT DELAYS IN REVIEWS OF ITS IN-HOUSE SYSTEM'S SURVEILLANCE ALERTS. THE FIRM ALSO DID NOT REASONABLY RESPOND TO RED FLAGS OF POTENTIALLY MANIPULATIVE TRADING.

Initiated By: NASDAQ BX, INC.

Date Initiated: 09/08/2023

Docket/Case Number: 2017055657512

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:



Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 09/08/2023

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$168,418.80

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED A TOTAL OF \$3 MILLION, OF WHICH \$168,418.80 IS PAYABLE TO BX. THE REMAINDER WILL BE PAID TO NASDAQ; NASDAQ PHLX LLC (PHLX); CBOE BYX EXCHANGE, INC. (BYX); BZX; CBOE EDGA EXCHANGE, INC. (EDGA); CBOE EDGX EXCHANGE, INC. (EDGX); FINRA; INVESTORS EXCHANGE LLC (IEX); NYSE AMERICAN LLC (NYSE AMERICAN); NYSE ARCA; THE NEW YORK STOCK EXCHANGE (NYSE); AND NYSE NATIONAL, INC. (NYSE NATIONAL).

Reporting Source: Firm

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS STATED THAT THE FIRM DID NOT REASONABLY SURVEIL FOR CERTAIN FORMS OF MANIPULATION SUCH AS MARKING THE OPEN OR CLOSE, PREARRANGED TRADING, AND WASH SALES. IN ADDITION, THE FIRM'S REVIEW OF SURVEILLANCE ALERTS WAS UNREASONABLE. THE FIRM HAD LIMITED STAFF AND OTHER RESOURCES TO SUFFICIENTLY REVIEW AND RESOLVE ALERTS FOR POTENTIALLY MANIPULATIVE TRADING. AS A RESULT, THE FIRM FAILED TO REVIEW MORE THAN ONE MILLION ALERTS THAT EXCEEDED ITS VENDOR-PROVIDED SYSTEM'S SCORING THRESHOLD FOR POTENTIAL MANIPULATIVE TRADING AND, THEREFORE, REQUIRED REVIEW. THERE WERE ALSO SIGNIFICANT DELAYS IN REVIEWS OF ITS IN-HOUSE SYSTEM'S SURVEILLANCE ALERTS. THE FIRM ALSO DID NOT REASONABLY RESPOND TO RED FLAGS OF POTENTIALLY MANIPULATIVE TRADING.



Initiated By: NASDAQ BX, INC.

Date Initiated: 09/08/2023

Docket/Case Number: 2017055657512

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 09/08/2023

Sanctions Ordered: Censure
Monetary/Fine \$168,418.80

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED A TOTAL OF \$3 MILLION, OF WHICH \$168,418.80 IS PAYABLE TO BX. THE REMAINDER WILL BE PAID TO NASDAQ; NASDAQ PHLX LLC (PHLX); CBOE BYX EXCHANGE, INC. (BYX); BZX; CBOE EDGA EXCHANGE, INC. (EDGA); CBOE EDGX EXCHANGE, INC. (EDGX); FINRA; INVESTORS EXCHANGE LLC (IEX); NYSE AMERICAN LLC (NYSE AMERICAN); NYSE ARCA; THE NEW YORK STOCK EXCHANGE (NYSE); AND NYSE NATIONAL, INC. (NYSE NATIONAL).

Disclosure 21 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS STATED THAT THE FIRM DID NOT REASONABLY SURVEIL FOR CERTAIN FORMS OF MANIPULATION SUCH AS MARKING THE OPEN OR CLOSE, PREARRANGED TRADING, AND WASH SALES. FURTHER, THE FIRM'S REVIEW OF SURVEILLANCE ALERTS WAS UNREASONABLE. THE FIRM HAD LIMITED STAFF AND OTHER RESOURCES TO SUFFICIENTLY REVIEW AND RESOLVE ALERTS FOR POTENTIALLY MANIPULATIVE TRADING. AS A RESULT, THE FIRM FAILED TO REVIEW MORE THAN ONE MILLION ALERTS THAT EXCEEDED ITS VENDOR-PROVIDED SYSTEM'S



SCORING THRESHOLD FOR POTENTIAL MANIPULATIVE TRADING AND, THEREFORE, REQUIRED REVIEW. THERE WERE ALSO SIGNIFICANT DELAYS IN REVIEWS OF ITS IN-HOUSE SYSTEM'S SURVEILLANCE ALERTS. IN ADDITION, THE FIRM DID NOT REASONABLY RESPOND TO RED FLAGS OF CUSTOMERS' POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH AND IMPLEMENT AML POLICIES AND PROCEDURES REASONABLY DESIGNED TO DETECT AND CAUSE THE REPORTING OF SUSPICIOUS ACTIVITY. THE FIRM FAILED TO REASONABLY SURVEIL TRADING, INCLUDING BY FAILING TO REVIEW OVER ONE MILLION ALERTS GENERATED BY ITS SURVEILLANCE SYSTEMS, OR OTHERWISE RESPOND TO RED FLAGS OF SUSPICIOUS ACTIVITY FOR PURPOSES OF DETERMINING WHETHER TO FILE AN SAR. THE FIRM ALSO FAILED TO IMPLEMENT REASONABLE PROCEDURES FOR FILING SARs WHEN IT DETECTED SUSPICIOUS TRANSACTIONS. AS A RESULT, THE FIRM FAILED TO FILE SARs IN CERTAIN INSTANCES. THE FINDINGS ALSO INCLUDED THAT THE FIRM'S MARKET ACCESS CONTROLS AND SUPERVISORY PROCEDURES WERE NOT REASONABLY DESIGNED. THE FIRM DID NOT DOCUMENT THE RATIONALE FOR ITS FINANCIAL RISK MANAGEMENT CONTROLS, INCLUDING ITS CLIENTS' CREDIT CONTROLS AND ITS ERRONEOUS ORDER CONTROLS. FURTHER, THE FIRM'S PRICE CONTROLS FOR SPONSORED ACCESS CLIENTS WERE NOT REASONABLY DESIGNED TO PREVENT THE ENTRY OF ERRONEOUS ORDERS BECAUSE, ABSENT ADDITIONAL CONTROLS, THE PARAMETERS WERE TOO PERMISSIVE TO BE EFFECTIVE. THE FIRM ALSO IMPROPERLY ALLOCATED RESPONSIBILITY FOR FINANCIAL RISK CONTROLS TO AN INTRODUCING BROKER AND FAILED TO COMPLY WITH ANNUAL REVIEW AND CERTIFICATION REQUIREMENTS. FINRA FOUND THAT THE FIRM DID NOT TAKE REASONABLE STEPS TO ENSURE THAT INTERMARKET SWEEP ORDERS (ISOS) DID NOT TRADE THROUGH PROTECTED QUOTES.

Initiated By: FINRA

Date Initiated: 09/08/2023

Docket/Case Number: 2017055657501

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 09/08/2023



Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?

No

Sanctions Ordered:

Censure
Monetary/Fine \$836,990.22

Other Sanctions Ordered:

Sanction Details:

THE FIRM WAS CENSURED AND FINED A TOTAL OF \$3 MILLION, OF WHICH \$836,990.22 IS PAYABLE TO FINRA. THE REMAINDER WILL BE PAID TO BYX; BZX; CBOE EDGA EXCHANGE, INC. (EDGA); EDGX; INVESTORS EXCHANGE LLC (IEX); NASDAQ; NASDAQ BX, INC. (BX), NASDAQ PHLX LLC (PHLX); NYSE ARCA; NYSE AMERICAN; NYSE; AND NYSE NATIONAL, INC. (NYSE NATIONAL). FINE PAID IN FULL ON SEPTEMBER 21, 2023.

Reporting Source:

Firm

Current Status:

Final

Allegations:

WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS STATED THAT THE FIRM DID NOT REASONABLY SURVEIL FOR CERTAIN FORMS OF MANIPULATION SUCH AS MARKING THE OPEN OR CLOSE, PREARRANGED TRADING, AND WASH SALES. FURTHER, THE FIRM'S REVIEW OF SURVEILLANCE ALERTS WAS UNREASONABLE. THE FIRM HAD LIMITED STAFF AND OTHER RESOURCES TO SUFFICIENTLY REVIEW AND RESOLVE ALERTS FOR POTENTIALLY MANIPULATIVE TRADING. AS A RESULT, THE FIRM FAILED TO REVIEW MORE THAN ONE MILLION ALERTS THAT EXCEEDED ITS VENDOR-PROVIDED SYSTEM'S SCORING THRESHOLD FOR POTENTIAL MANIPULATIVE TRADING AND, THEREFORE, REQUIRED REVIEW. THERE WERE ALSO SIGNIFICANT DELAYS IN REVIEWS OF ITS IN-HOUSE SYSTEM'S SURVEILLANCE ALERTS. IN ADDITION, THE FIRM DID NOT REASONABLY RESPOND TO RED FLAGS OF CUSTOMERS' POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH AND IMPLEMENT AML POLICIES AND PROCEDURES REASONABLY DESIGNED TO DETECT AND CAUSE THE REPORTING OF SUSPICIOUS ACTIVITY. THE FIRM FAILED TO REASONABLY SURVEIL TRADING, INCLUDING BY FAILING TO REVIEW OVER ONE MILLION ALERTS GENERATED BY ITS SURVEILLANCE SYSTEMS, OR OTHERWISE RESPOND TO RED FLAGS OF SUSPICIOUS ACTIVITY FOR PURPOSES OF DETERMINING WHETHER TO FILE AN SAR. THE FIRM ALSO FAILED TO IMPLEMENT REASONABLE PROCEDURES FOR FILING SARs



WHEN IT DETECTED SUSPICIOUS TRANSACTIONS. AS A RESULT, THE FIRM FAILED TO FILE SARS IN CERTAIN INSTANCES. THE FINDINGS ALSO INCLUDED THAT THE FIRM'S MARKET ACCESS CONTROLS AND SUPERVISORY PROCEDURES WERE NOT REASONABLY DESIGNED. THE FIRM DID NOT DOCUMENT THE RATIONALE FOR ITS FINANCIAL RISK MANAGEMENT CONTROLS, INCLUDING ITS CLIENTS' CREDIT CONTROLS AND ITS ERRONEOUS ORDER CONTROLS. FURTHER, THE FIRM'S PRICE CONTROLS FOR SPONSORED ACCESS CLIENTS WERE NOT REASONABLY DESIGNED TO PREVENT THE ENTRY OF ERRONEOUS ORDERS BECAUSE, ABSENT ADDITIONAL CONTROLS, THE PARAMETERS WERE TOO PERMISSIVE TO BE EFFECTIVE. THE FIRM ALSO IMPROPERLY ALLOCATED RESPONSIBILITY FOR FINANCIAL RISK CONTROLS TO AN INTRODUCING BROKER AND FAILED TO COMPLY WITH ANNUAL REVIEW AND CERTIFICATION REQUIREMENTS. FINRA FOUND THAT THE FIRM DID NOT TAKE REASONABLE STEPS TO ENSURE THAT INTERMARKET SWEEP ORDERS (ISOS) DID NOT TRADE THROUGH PROTECTED QUOTES.

Initiated By: FINRA

Date Initiated: 09/08/2023

Docket/Case Number: 2017055657501

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 09/08/2023

Sanctions Ordered: Censure
Monetary/Fine \$836,990.22

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED A TOTAL OF \$3 MILLION, OF WHICH \$836,990.22 IS PAYABLE TO FINRA. THE REMAINDER WILL BE PAID TO BYX; BZX; CBOE EDGA EXCHANGE, INC. (EDGA); EDGX; INVESTORS EXCHANGE LLC (IEX); NASDAQ; NASDAQ BX, INC. (BX), NASDAQ PHLX LLC (PHLX); NYSE ARCA; NYSE AMERICAN; NYSE; AND NYSE NATIONAL, INC. (NYSE NATIONAL).


Disclosure 22 of 61

Reporting Source:	Regulator
Current Status:	Final
Allegations:	<p>WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT FROM MAY 2017 THROUGH DECEMBER 2020, ETC FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS STATED THAT THROUGHOUT THE RELEVANT PERIOD, ETC PROVIDED SPONSORED ACCESS TO FOREIGN AND DOMESTIC BROKER DEALERS AND INSTITUTIONAL CUSTOMERS, INCLUDING SEVERAL INSTITUTIONAL CUSTOMERS THAT WERE COMPRISED OF HUNDREDS OF INDIVIDUAL FOREIGN-BASED DAY TRADERS. THE FIRM DID NOT REASONABLY SURVEIL FOR POTENTIAL MANIPULATION SUCH AS MARKING THE OPEN OR CLOSE, PREARRANGED TRADING, AND WASH SALES. THE FINDINGS ALSO STATED THAT THE FIRM'S REVIEW OF SURVEILLANCE ALERTS WAS UNREASONABLE. ETC HAD LIMITED STAFF AND OTHER RESOURCES TO SUFFICIENTLY REVIEW AND RESOLVE ALERTS FOR POTENTIALLY MANIPULATIVE TRADING, WHICH, BY 2018, TOTALED MORE THAN ONE MILLION ALERTS PER YEAR. THE FIRM ALSO DID NOT REASONABLY RESPOND TO RED FLAGS OF POTENTIALLY MANIPULATIVE TRADING. AS A RESULT, THE FIRM VIOLATED IEX RULES 5.110 AND 3.110(A).</p>
Initiated By:	INVESTORS' EXCHANGE LLC
Date Initiated:	09/08/2023
Docket/Case Number:	2017055657506
Principal Product Type:	Other
Other Product Type(s):	UNSPECIFIED SECURITIES
Principal Sanction(s)/Relief Sought:	Other
Other Sanction(s)/Relief Sought:	N/A
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	09/08/2023
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	No



Sanctions Ordered: Censure
Monetary/Fine \$168,418.80

Other Sanctions Ordered: UNDERTAKING

Sanction Details: THE FIRM WAS CENSURED, FINED \$3,000,000, OF WHICH \$168,418.80 SHALL BE PAID TO IEX, AND UNDERTAKES TO, WITHIN 90 DAYS OF RESPONDENT'S RESUMPTION OF OPERATIONS ON IEX, CERTIFY IN WRITING TO IEX THAT, AS OF THE DATE OF THE CERTIFICATION, THE FIRM HAS REMEDIATED THE ISSUES IDENTIFIED IN THIS AWC AND IMPLEMENTED A SUPERVISORY SYSTEM, INCLUDING WRITTEN SUPERVISORY PROCEDURES, REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH FEDERAL SECURITIES LAWS AND REGULATIONS AND THE RULES OF IEX PROHIBITING MANIPULATIVE CONDUCT. THE REMAINDER OF THE FINE WILL BE PAID TO OTHER VARIOUS EXCHANGES.

Reporting Source: Firm

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT FROM MAY 2017 THROUGH DECEMBER 2020, ETC FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING. THE FINDINGS STATED THAT THROUGHOUT THE RELEVANT PERIOD, ETC PROVIDED SPONSORED ACCESS TO FOREIGN AND DOMESTIC BROKER DEALERS AND INSTITUTIONAL CUSTOMERS, INCLUDING SEVERAL INSTITUTIONAL CUSTOMERS THAT WERE COMPRISED OF HUNDREDS OF INDIVIDUAL FOREIGN-BASED DAY TRADERS. THE FIRM DID NOT REASONABLY SURVEIL FOR POTENTIAL MANIPULATION SUCH AS MARKING THE OPEN OR CLOSE, PREARRANGED TRADING, AND WASH SALES. THE FINDINGS ALSO STATED THAT THE FIRM'S REVIEW OF SURVEILLANCE ALERTS WAS UNREASONABLE. ETC HAD LIMITED STAFF AND OTHER RESOURCES TO SUFFICIENTLY REVIEW AND RESOLVE ALERTS FOR POTENTIALLY MANIPULATIVE TRADING, WHICH, BY 2018, TOTALED MORE THAN ONE MILLION ALERTS PER YEAR. THE FIRM ALSO DID NOT REASONABLY RESPOND TO RED FLAGS OF POTENTIALLY MANIPULATIVE TRADING. AS A RESULT, THE FIRM VIOLATED IEX RULES 5.110 AND 3.110(A).

Initiated By: INVESTORS' EXCHANGE LLC

Date Initiated: 09/08/2023

Docket/Case Number: 2017055657506

Principal Product Type: No Product

Other Product Type(s):



Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 09/08/2023

Sanctions Ordered: Censure
Monetary/Fine \$168,418.80

Other Sanctions Ordered: UNDERTAKING

Sanction Details: THE FIRM WAS CENSURED, FINED \$3,000,000, OF WHICH \$168,418.80 SHALL BE PAID TO IEX, AND UNDERTAKES TO, WITHIN 90 DAYS OF RESPONDENT'S RESUMPTION OF OPERATIONS ON IEX, CERTIFY IN WRITING TO IEX THAT, AS OF THE DATE OF THE CERTIFICATION, THE FIRM HAS REMEDIATED THE ISSUES IDENTIFIED IN THIS AWC AND IMPLEMENTED A SUPERVISORY SYSTEM, INCLUDING WRITTEN SUPERVISORY PROCEDURES, REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH FEDERAL SECURITIES LAWS AND REGULATIONS AND THE RULES OF IEX PROHIBITING MANIPULATIVE CONDUCT. THE REMAINDER OF THE FINE WILL BE PAID TO OTHER VARIOUS EXCHANGES.

Disclosure 23 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: ELECTRONIC TRANSACTION CLEARING, INC. VIOLATED EDGA RULE 5.1 IN THAT THE FIRM FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING; EXCHANGE ACT RULES 15C3-5(B), (C)(1)(II), (E)(1) AND (2), AND EDGA RULE 3.2 IN THAT THE FIRM'S RISK MANAGEMENT CONTROLS AND PROCEDURES WERE NOT REASONABLY DESIGNED TO MANAGE THE FINANCIAL RISKS OF ITS BUSINESS AND ETC FAILED TO ANNUALLY REVIEW AND CERTIFY ITS RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES AS REQUIRED BY EXCHANGE ACT RULE 15C3-5(E)(1) AND (2).

Initiated By: CBOE EDGA EXCHANGE, INC.

Date Initiated: 08/10/2023

Docket/Case Number: FILE NO. URE-14-08/STAR NO. 20170556575-09

Principal Product Type: Equity Listed (Common & Preferred Stock)



Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	
Resolution:	Consent
Resolution Date:	08/17/2023
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	No
Sanctions Ordered:	Censure Monetary/Fine \$198,974.37
Other Sanctions Ordered:	AN UNDERTAKING DETAILED IN THE LETTER OF CONSENT
Sanction Details:	A CENSURE, A MONETARY FINE IN THE AMOUNT OF \$198,974.37 AND AN UNDERTAKING DETAILED IN THE LETTER OF CONSENT
<hr/>	
Reporting Source:	Firm
Current Status:	Final
Allegations:	CBOE ALLEGES THE ACTS, PRACTICES, AND CONDUCT CONSTITUTE VIOLATIONS OF EXCHANGE ACT RULES 15C3-5(B), (C)(1)(II), (E)(1) AND (2), AND EXCHANGE RULE 3.2 BY ETC, IN THAT ETC'S RISK MANAGEMENT CONTROLS AND PROCEDURES WERE NOT REASONABLY DESIGNED TO MANAGE THE FINANCIAL RISKS OF ITS BUSINESS AND ETC FAILED TO ANNUALLY REVIEW AND CERTIFY ITS RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES AS REQUIRED BY EXCHANGE ACT RULE 15C3-5(E)(1) AND (2).
Initiated By:	CHICAGO BOARD OPTIONS EXCHANGE
Date Initiated:	08/17/2023
Docket/Case Number:	20170556575-09
Principal Product Type:	Other
Other Product Type(s):	UNSPECIFIED SECURITIES



Principal Sanction(s)/Relief Sought:	Censure
Other Sanction(s)/Relief Sought:	MONETARY FINE
Resolution:	Consent
Resolution Date:	08/17/2023
Sanctions Ordered:	Censure Monetary/Fine \$198,974.37
Other Sanctions Ordered:	
Sanction Details:	THE FIRM MUST SEND PAYMENT IN THE AMOUNT OF \$198,974.37 WITHIN FIFTEEN (15) BUSINESS DAYS OF THE DATE OF THIS LETTER (08/17/2023).
Firm Statement	THE FIRM NEITHER ADMITS NOR DENIES THAT VIOLATIONS OF EXCHANGE RULES OR THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED ("EXCHANGE ACT") AND EXCHANGE ACT RULES HAVE BEEN COMMITTED, AND THE STIPULATION OF FACTS AND FINDINGS DESCRIBED HEREIN DO NOT CONSTITUTE SUCH AN ADMISSION. FROM MAY 2017 THROUGH DECEMBER 2020, THE SURVEILLANCE SYSTEMS USED BY THE FIRM WERE NOT REASONABLY DESIGNED TO SUPERVISE FOR POTENTIAL MANIPULATIVE TRADING.

Disclosure 24 of 61

Reporting Source:	Regulator
Current Status:	Final
Allegations:	ELECTRONIC TRANSACTION CLEARING, INC. VIOLATED EDGX RULE 5.1 IN THAT THE FIRM FAILED TO REASONABLY SUPERVISE FOR MANIPULATIVE TRADING; EXCHANGE ACT RULES 15C3-5(B), (C)(1)(II), (D), (E)(1) AND (2), AND EDGX RULE 3.2 IN THAT THE FIRM'S RISK MANAGEMENT CONTROLS AND PROCEDURES WERE NOT REASONABLY DESIGNED TO MANAGE THE FINANCIAL RISKS OF ITS BUSINESS AND ETC FAILED TO ANNUALLY REVIEW AND CERTIFY ITS RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES AS REQUIRED BY EXCHANGE ACT RULE 15C3-5(E)(1) AND (2).
Initiated By:	CBOE EDGX EXCHANGE, INC.
Date Initiated:	08/10/2023
Docket/Case Number:	FILE NO. URE-14-07/STAR NO. 20170556575-10
Principal Product Type:	Equity Listed (Common & Preferred Stock)

**Other Product Type(s):**

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought:

Resolution: Consent

Resolution Date: 08/17/2023

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$203,736.27

Other Sanctions Ordered: AN UNDERTAKING DETAILED IN THE LETTER OF CONSENT

Sanction Details: A CENSURE, A MONETARY FINE IN THE AMOUNT OF \$203,736.27 AND AN UNDERTAKING DETAILED IN THE LETTER OF CONSENT

Reporting Source: Firm

Current Status: Final

Allegations: CBOE ALLEGES THE ACTS, PRACTICES, AND CONDUCT CONSTITUTE VIOLATIONS OF EXCHANGE ACT RULES 15C3-5(B), (C)(1)(II), (D), (E)(1) AND (2), AND EXCHANGE RULE 3.2 BY ETC, IN THAT ETC'S RISK MANAGEMENT CONTROLS AND PROCEDURES WERE NOT REASONABLY DESIGNED TO MANAGE THE FINANCIAL RISKS OF ITS BUSINESS AND ETC FAILED TO ANNUALLY REVIEW AND CERTIFY ITS RISK ANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES AS REQUIRED BY EXCHANGE ACT RULE 15C3-5(E)(1) AND (2).

Initiated By: CHICAGO BOARD OPTIONS EXCHANGE

Date Initiated: 08/17/2023

Docket/Case Number: 20170556575-10

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES



Principal Sanction(s)/Relief Sought:	Censure
Other Sanction(s)/Relief Sought:	MONETARY FINE
Resolution:	Consent
Resolution Date:	08/17/2023
Sanctions Ordered:	Censure Monetary/Fine \$203,736.27
Other Sanctions Ordered:	
Sanction Details:	THE FIRM MUST SEND PAYMENT IN THE AMOUNT OF \$203,736.27 WITHIN FIFTEEN (15) BUSINESS DAYS OF THE DATE OF THIS LETTER (08/17/2023).
Firm Statement	THE FIRM NEITHER ADMITS NOR DENIES THAT VIOLATIONS OF EXCHANGE RULES OR THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED ("EXCHANGE ACT") AND EXCHANGE ACT RULES HAVE BEEN COMMITTED, AND THE STIPULATION OF FACTS AND FINDINGS DESCRIBED HEREIN DO NOT CONSTITUTE SUCH AN ADMISSION. FROM MAY 2016 THROUGH MARCH 2020, ETC FAILED TO ESTABLISH, DOCUMENT, AND MAINTAIN FINANCIAL RISK MANAGEMENT CONTROLS AND PROCEDURES REASONABLY DESIGNED TO LIMIT THE FINANCIAL AND REGULATORY RISKS ASSOCIATED WITH ITS MARKET ACCESS ACTIVITY.

Disclosure 25 of 61

Reporting Source:	Regulator
Current Status:	Final
Allegations:	ELECTRONIC TRANSACTION CLEARING, INC. VIOLATED BYX RULE 5.1 IN THAT THE FIRM FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING; VIOLATED EXCHANGE ACT RULES 15C3-5(B), (C)(1)(II), (E)(1) AND (2), AND EXCHANGE ACT RULE 3.2 IN THAT THE FIRM'S RISK MANAGEMENT CONTROLS AND PROCEDURES WERE NOT REASONABLY DESIGNED TO MANAGE THE FINANCIAL RISKS OF ITS BUSINESS AND ETC FAILED TO ANNUALLY REVIEW AND CERTIFY ITS RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES AS REQUIRED BY EXCHANGE ACT RULE 15C3-5(E)(1) AND (2). ADDITIONALLY, THE FIRM FAILED TO TAKE REASONABLE STEPS TO ESTABLISH THAT THE ISOS IT ROUTED MET THE REQUIREMENTS OF EXCHANGE ACT RULE 600(B)(30) AND ITS SUPERVISORY SYSTEM, INCLUDING ITS WSPS, WAS NOT REASONABLY DESIGNED TO ENSURE COMPLIANCE WITH EXCHANGE ACT RULE 611(C) AND BYX RULE 11.9(D).



Initiated By: CBOE BYX EXCHANGE, INC.
Date Initiated: 08/10/2023
Docket/Case Number: FILE NO. URE-14-06/STAR NO. 20170556575-08
Principal Product Type: Equity Listed (Common & Preferred Stock)
Other Product Type(s):
Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:
Resolution: Consent
Resolution Date: 08/17/2023
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No
Sanctions Ordered: Censure
 Monetary/Fine \$213,974.37
Other Sanctions Ordered: AN UNDERTAKING DETAILED IN THE LETTER OF CONSENT
Sanction Details: A CENSURE, A MONETARY FINE IN THE AMOUNT OF \$213,974.37 AND AN UNDERTAKING DETAILED IN THE LETTER OF CONSENT

Reporting Source: Firm
Current Status: Final
Allegations: CBOE ALLEGES THE ACTS, PRACTICES, AND CONDUCT CONSTITUTE VIOLATIONS OF EXCHANGE ACT RULES 15C3-5(B), (C)(1)(II), (E)(1) AND (2), AND EXCHANGE RULE 3.2 BY ETC, IN THAT ETC'S RISK MANAGEMENT CONTROLS AND PROCEDURES WERE NOT REASONABLY DESIGNED TO MANAGE THE FINANCIAL RISKS OF ITS BUSINESS AND ETC FAILED TO ANNUALLY REVIEW AND CERTIFY ITS RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES AS REQUIRED BY EXCHANGE ACT RULE 15C3-5(E)(1) AND (2).
Initiated By: CHICAGO BOARD OPTIONS EXCHANGE
Date Initiated: 08/17/2023



Docket/Case Number: 20170556575-08

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought: Censure

Other Sanction(s)/Relief Sought: MONETARY FINE

Resolution: Consent

Resolution Date: 08/17/2023

Sanctions Ordered: Censure
Monetary/Fine \$213,974.37

Other Sanctions Ordered:

Sanction Details: THE FIRM MUST SEND PAYMENT IN THE AMOUNT OF \$213,974.37 WITHIN FIFTEEN (15) BUSINESS DAYS OF THE DATE OF THIS LETTER (08/17/2023).

Firm Statement THE FIRM NEITHER ADMITS NOR DENIES THAT VIOLATIONS OF EXCHANGE RULES OR THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED ("EXCHANGE ACT") AND EXCHANGE ACT RULES HAVE BEEN COMMITTED, AND THE STIPULATION OF FACTS AND FINDINGS DESCRIBED HEREIN DO NOT CONSTITUTE SUCH AN ADMISSION. FROM MAY 2016 THROUGH MARCH 2020, ETC FAILED TO ESTABLISH, DOCUMENT, AND MAINTAIN FINANCIAL RISK MANAGEMENT CONTROLS AND PROCEDURES REASONABLY DESIGNED TO LIMIT THE FINANCIAL AND REGULATORY RISKS ASSOCIATED WITH ITS MARKET ACCESS ACTIVITY.

Disclosure 26 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: ELECTRONIC TRANSACTION CLEARING, INC. VIOLATED BZX RULE 5.1 IN THAT THE FIRM FAILED TO REASONABLY SUPERVISE FOR POTENTIALLY MANIPULATIVE TRADING; VIOLATED EXCHANGE ACT RULES 15C3-5(B), (C)(1)(II), (E)(1) AND (2), AND BZX RULE 3.2 IN THAT THE FIRM'S RISK MANAGEMENT CONTROLS AND PROCEDURES WERE NOT REASONABLY DESIGNED TO MANAGE THE FINANCIAL RISKS OF ITS BUSINESS AND ETC FAILED TO ANNUALLY REVIEW AND CERTIFY ITS RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES AS EXCHANGE ACT RULE 15C3-5(E)(1) AND (2).



Initiated By: CBOE BZX EXCHANGE, INC.
Date Initiated: 08/10/2023
Docket/Case Number: FILE NO. URE-14-05/STAR NO. 20170556575-07
Principal Product Type: Equity Listed (Common & Preferred Stock)
Other Product Type(s):
Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:
Resolution: Consent
Resolution Date: 08/17/2023
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No
Sanctions Ordered: Censure
 Monetary/Fine \$198,974.37
Other Sanctions Ordered: AN UNDERTAKING DETAILED IN THE LETTER OF CONSENT
Sanction Details: A CENSURE, A MONETARY FINE IN THE AMOUNT OF \$198,947.37 AND AN UNDERTAKING DETAILED IN THE LETTER OF CONSENT

Reporting Source: Firm
Current Status: Final
Allegations: CBOE ALLEGES VIOLATIONS OF EXCHANGE ACT RULES 15C3-5(B), (C)(1)(II), (E)(1) AND (2), AND EXCHANGE RULE 3.2 BY ETC, IN THAT ETC'S RISK MANAGEMENT CONTROLS AND PROCEDURES WERE NOT REASONABLY DESIGNED TO MANAGE THE FINANCIAL RISKS OF ITS BUSINESS AND ETC FAILED TO ANNUALLY REVIEW AND CERTIFY ITS RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES AS REQUIRED BY EXCHANGE ACT RULE 15C3-5(E)(1) AND (2).

Initiated By: CHICAGO BOARD OPTIONS EXCHANGE
Date Initiated: 08/17/2023
Docket/Case Number: 20170556575-07



Principal Product Type: Other
Other Product Type(s): UNSPECIFIED SECURITIES
Principal Sanction(s)/Relief Sought: Censure
Other Sanction(s)/Relief Sought: MONETARY FINE
Resolution: Consent
Resolution Date: 08/17/2023
Sanctions Ordered: Censure
 Monetary/Fine \$198,974.37

Other Sanctions Ordered:

Sanction Details: THE FIRM MUST SEND PAYMENT IN THE AMOUNT OF \$198,974.37 WITHIN FIFTEEN (15) BUSINESS DAYS OF THE DATE OF THIS LETTER (8/17/2023)

Firm Statement

THE FIRM NEITHER ADMITS NOR DENIES THAT VIOLATIONS OF EXCHANGE RULES OR THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED ("EXCHANGE ACT") AND EXCHANGE ACT RULES HAVE BEEN COMMITTED, AND THE STIPULATION OF FACTS AND FINDINGS DESCRIBED HEREIN DO NOT CONSTITUTE SUCH AN ADMISSION. FROM MAY 2016 THROUGH MARCH 2020, ETC FAILED TO ESTABLISH, DOCUMENT, AND MAINTAIN FINANCIAL RISK MANAGEMENT CONTROLS AND PROCEDURES REASONABLY DESIGNED TO LIMIT THE FINANCIAL AND REGULATORY RISKS ASSOCIATED WITH ITS MARKET ACCESS ACTIVITY.

Disclosure 27 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO REPORT TO FINRA ACCURATE SHORT INTEREST POSITION DATA. THE FINDINGS STATED THAT THE FIRM FAILED TO EXCLUDE THE SHORT INTEREST POSITIONS OF ONE OF ITS CUSTOMERS WHOSE ACCOUNT WAS CUSTODIED AT THE FIRM'S CLEARING FIRM, RESULTING IN DUPLICATIVE AND INACCURATE REPORTING OF THE CUSTOMER'S SHORT INTEREST POSITIONS TO FINRA. IN SHORT INTEREST REPORTS SUBMITTED TO FINRA, THE FIRM PULLED SHORT INTEREST DATA BEFORE SAME DAY TRADES FOR A CUSTOMER WERE SETTLED. THIS CAUSED THE FIRM TO



FAIL TO REPORT SHORT INTEREST POSITIONS IN SECURITIES, UNDER REPORT SECURITIES TOTALING 1,170,158 SHARES WHEN IT SHOULD HAVE REPORTED THE SECURITIES TOTALING 1,281,623 SHARES, AND OVER REPORT 352 SECURITIES TOTALING 1,814,659 SHARES WHEN IT SHOULD HAVE REPORTED 185 SECURITIES TOTALING 1,708,377. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM, INCLUDING WSPS, REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH THE SHORT INTEREST REPORTING RULES. THE FIRM FAILED TO PROGRAM ITS REPORTING SYSTEM TO EXCLUDE SHORT POSITIONS IN CERTAIN ACCOUNTS CUSTODIED AT ITS CLEARING FIRM FROM ITS OWN SHORT INTEREST REPORTS THAT LED TO DUPLICATIVE AND INACCURATE REPORTING. THE FIRM'S SYSTEM ALSO FAILED TO INCLUDE A PERIODIC EVALUATION OF ITS REPORTING LOGIC TO ENSURE THAT ONLY THE CORRECT SHORT POSITIONS WERE REPORTED AND THAT ALL REPORTABLE POSITIONS, INCLUDING SAME DAY TRADES, WERE INCLUDED. IN ADDITION, THE FIRM'S WSPS RELATING TO SHORT INTEREST FAILED TO DESCRIBE A PROCESS TO REASONABLY SUPERVISE THE FIRM'S SHORT INTEREST REPORTING OBLIGATIONS. FURTHERMORE, THE WSPS WERE SILENT AS TO WHEN THE AUTOMATED SHORT INTEREST REPORT SHOULD BE GENERATED INSTEAD OF MAKING CLEAR THAT THE DATA SHOULD BE PULLED AFTER SAME DAY TRADES HAD SETTLED. THE COMPARISON DESCRIBED IN THE WSPS BETWEEN INTERNAL REPORTS COMPARED SHARE TOTALS BUT FAILED TO MATCH THE VALUES BEING REPORTED TO THE FIRM'S STOCK RECORD, A COMPARISON THAT WOULD HAVE IDENTIFIED THE INACCURATE REPORTING OF THE SHORT INTEREST POSITIONS. AFTER NOTIFICATION FROM FINRA THAT THE FIRM WAS PROVIDING INACCURATE SHORT INTEREST REPORTS, THE FIRM REVISED ITS PROCEDURES TO EXCLUDE FROM ITS REPORTS THE POSITIONS CUSTODIED WITH AND REPORTED BY ITS CLEARING FIRM. THE FIRM ALSO UPDATED ITS OPERATIONS GUIDE TO START THE SHORT INTEREST REPORT PROCESS AFTER SAME DAY TRADES HAD BEEN SETTLED.

Initiated By: FINRA
Date Initiated: 01/13/2023
Docket/Case Number: 2020067160501
Principal Product Type: Other
Other Product Type(s): SHORT INTEREST POSITIONS
Principal Sanction(s)/Relief Sought:
Other Sanction(s)/Relief Sought:



Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 01/13/2023

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$150,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED \$150,000. FINE PAID IN FULL ON MARCH 31, 2023.

Reporting Source: Firm

Current Status: Final

Allegations: ETC FAILED TO REPORT TO FINRA ACCURATE SHORT INTEREST POSITION DATA. ETC FAILED TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM, INCLUDING WRITTEN SUPERVISORY PROCEDURES, REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH THE SHORT INTEREST REPORTING RULES.

Initiated By: FINRA

Date Initiated: 01/13/2023

Docket/Case Number: 2020067160501

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Other

Other Sanction(s)/Relief Sought: LETTER OF ACCEPTANCE, WAIVER, AND CONSENT (AWC)

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 01/13/2023

Sanctions Ordered: Censure
Monetary/Fine \$150,000.00

**Other Sanctions Ordered:**

Sanction Details: THE FIRM WAS CENSURED AND FINED \$150,000

Disclosure 28 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM AND WRITTEN SUPERVISORY PROCEDURES (WSPS) REASONABLY DESIGNED TO ENSURE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NYSE NATIONAL ORDER MARKING RULES. THE FINDINGS STATED THAT FROM MAY 2018 TO JUNE 2019, THE FIRM HAD NO SUPERVISORY SYSTEM REASONABLY DESIGNED TO CHECK THAT IT WAS CORRECTLY MARKING SELL ORDERS IN COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NYSE NATIONAL RULE 7.16(C), AND THE FIRM'S WSPS WERE UNREASONABLE BECAUSE THEY DID NOT DESCRIBE ANY PROCEDURES FOR REVIEWING OR TESTING ORDERS TO ENSURE COMPLIANCE WITH ORDER MARKING REQUIREMENTS. IN JULY 2019, THE FIRM IMPLEMENTED A SUPERVISORY SYSTEM WHEREBY IT SAMPLED ORDERS FOR THE CORRECT MARKING OF SELL ORDERS, AND IN JULY 2020, UPDATED ITS WSPS TO CONTAIN A DETAILED DESCRIPTION OF THE STEPS TO CONDUCT THE REVIEW. FURTHERMORE, FROM MAY 2018 THROUGH JUNE 2020, THE FIRM FAILED TO REASONABLY MONITOR THE ORDERS OF CUSTOMERS THAT USED MORE THAN ONE MARKET PARTICIPANT IDENTIFIER (MPID) TO VERIFY THAT THE CUSTOMERS' POSITIONS WERE AGGREGATED FOR PURPOSES OF MARKING THOSE ORDERS ACCURATELY AS REQUIRED BY RULE 200(G) AND NYSE NATIONAL RULE 7.16(C). IN JULY 2020, THE FIRM UPDATED ITS WSPS TO ADDRESS CUSTOMERS THAT USE MORE THAN ONE MPID. BY FAILING TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NYSE NATIONAL RULE 7.16(C), THE FIRM VIOLATED NYSE NATIONAL RULES 11.3.2 AND 11.5.1.

Initiated By: NYSE NATIONAL, INC.

Date Initiated: 05/23/2022

Docket/Case Number: 2019061067505

Principal Product Type: No Product

Other Product Type(s):



Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 05/23/2022

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$7,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED \$7,000 (RESOLVED SIMULTANEOUSLY WITH SIMILAR MATTERS FOR A TOTAL FINE OF \$70,000). THOSE MATTERS WERE BROUGHT BY NEW YORK STOCK EXCHANGE LLC, NYSE ARCA, INC., THE NASDAQ STOCK MARKET LLC, CBOE BYX EXCHANGE, INC., CBOE BZX EXCHANGE, INC., CBOE EDGA EXCHANGE, INC., CBOE EDGX EXCHANGE, INC., INVESTORS EXCHANGE LLC, AND FINRA.

Reporting Source: Firm

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM AND WRITTEN SUPERVISORY PROCEDURES (WSPS) REASONABLY DESIGNED TO ENSURE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NYSE NATIONAL ORDER MARKING RULES. THE FINDINGS STATED THAT FROM MAY 2018 TO JUNE 2019, THE FIRM HAD NO SUPERVISORY SYSTEM REASONABLY DESIGNED TO CHECK THAT IT WAS CORRECTLY MARKING SELL ORDERS IN COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NYSE NATIONAL RULE 7.16(C), AND THE FIRM'S WSPS WERE UNREASONABLE BECAUSE THEY DID NOT DESCRIBE

ANY PROCEDURES FOR REVIEWING OR TESTING ORDERS TO ENSURE COMPLIANCE WITH ORDER MARKING REQUIREMENTS. IN JULY 2019, THE FIRM IMPLEMENTED A SUPERVISORY SYSTEM WHEREBY IT SAMPLED ORDERS FOR THE CORRECT MARKING OF SELL ORDERS, AND IN JULY 2020, UPDATED ITS WSPS TO CONTAIN A DETAILED DESCRIPTION OF THE STEPS TO CONDUCT THE REVIEW. FURTHERMORE, FROM MAY 2018 THROUGH JUNE 2020, THE FIRM FAILED TO REASONABLY MONITOR THE ORDERS OF CUSTOMERS THAT USED MORE THAN ONE MARKET PARTICIPANT IDENTIFIER (MPID) TO VERIFY THAT THE CUSTOMERS' POSITIONS WERE AGGREGATED FOR PURPOSES OF MARKING THOSE ORDERS ACCURATELY AS REQUIRED BY RULE 200(G) AND NYSE NATIONAL RULE 7.16(C). IN JULY 2020, THE FIRM UPDATED ITS WSPS TO ADDRESS CUSTOMERS THAT USE MORE THAN ONE MPID. BY FAILING TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NYSE NATIONAL RULE 7.16(C), THE FIRM VIOLATED NYSE NATIONAL RULES 11.3.2 AND 11.5.1.

Initiated By: NYSE NATIONAL, INC.

Date Initiated: 05/23/2022

Docket/Case Number: 2019061067505

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 05/23/2022

Sanctions Ordered: Censure
Monetary/Fine \$7,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED \$7,000 (RESOLVED SIMULTANEOUSLY WITH SIMILAR MATTERS FOR A TOTAL FINE OF \$70,000). THOSE MATTERS WERE BROUGHT BY NEW



YORK STOCK EXCHANGE LLC, NYSE
ARCA, INC., THE NASDAQ STOCK MARKET LLC, CBOE BYX EXCHANGE,
INC., CBOE BZX EXCHANGE, INC.,
CBOE EDGA EXCHANGE, INC., CBOE EDGX EXCHANGE, INC., INVESTORS
EXCHANGE LLC, AND FINRA.

Disclosure 29 of 61

Reporting Source:	Regulator
Current Status:	Final
Allegations:	<p>WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM AND WRITTEN SUPERVISORY PROCEDURES (WSPS) REASONABLY DESIGNED TO ENSURE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NYSE ARCA ORDER MARKING RULES. THE FINDINGS STATED THAT FROM AUGUST 2017 TO JUNE 2019, THE FIRM HAD NO SUPERVISORY SYSTEM REASONABLY DESIGNED TO CHECK THAT IT WAS CORRECTLY MARKING SELL ORDERS IN COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NYSE ARCA RULE 7.16-E(C), AND THE FIRM'S WSPS WERE UNREASONABLE BECAUSE THEY DID NOT DESCRIBE ANY PROCEDURES FOR REVIEWING OR TESTING ORDERS TO ENSURE COMPLIANCE WITH ORDER MARKING REQUIREMENTS. IN JULY 2019, THE FIRM IMPLEMENTED A SUPERVISORY SYSTEM WHEREBY IT SAMPLED ORDERS FOR THE CORRECT MARKING OF SELL ORDERS, AND IN JULY 2020, UPDATED ITS WSPS TO CONTAIN A DETAILED DESCRIPTION OF THE STEPS TO CONDUCT THE REVIEW. FURTHERMORE, FROM AUGUST 2017 THROUGH JUNE 2020, THE FIRM FAILED TO REASONABLY MONITOR THE ORDERS OF CUSTOMERS THAT USED MORE THAN ONE MARKET PARTICIPANT IDENTIFIER (MPID) TO VERIFY THAT THE CUSTOMERS' POSITIONS WERE AGGREGATED FOR PURPOSES OF MARKING THOSE ORDERS ACCURATELY AS REQUIRED BY RULE 200(G) AND NYSE ARCA RULE 7.16-E(C). IN JULY 2020, THE FIRM UPDATED ITS WSPS TO ADDRESS CUSTOMERS THAT USE MORE THAN ONE MPID. BY FAILING TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NYSE ARCA RULE 7.16-E(C), THE FIRM VIOLATED NYSE ARCA 11.18(B) AND (C).</p>
Initiated By:	NYSE ARCA, INC.
Date Initiated:	05/23/2022
Docket/Case Number:	2019061067504
Principal Product Type:	No Product

**Other Product Type(s):****Principal Sanction(s)/Relief Sought:****Other Sanction(s)/Relief Sought:****Resolution:** Acceptance, Waiver & Consent(AWC)**Resolution Date:** 05/23/2022**Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?** No**Sanctions Ordered:** Censure
Monetary/Fine \$7,000.00**Other Sanctions Ordered:****Sanction Details:** THE FIRM WAS CENSURED AND FINED \$7,000 (RESOLVED SIMULTANEOUSLY WITH SIMILAR MATTERS FOR A TOTAL FINE OF \$70,000). THOSE MATTERS WERE BROUGHT BY NEW YORK STOCK EXCHANGE LLC., NYSE NATIONAL, INC., THE NASDAQ STOCK MARKET LLC, CBOE BYX EXCHANGE, INC., CBOE BZX EXCHANGE, INC., CBOE EDGA EXCHANGE, INC., CBOE EDGX EXCHANGE, INC., INVESTORS EXCHANGE LLC, AND FINRA.**Reporting Source:** Firm**Current Status:** Final**Allegations:** WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM AND WRITTEN SUPERVISORY PROCEDURES (WSPS) REASONABLY DESIGNED TO ENSURE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NYSE ARCA ORDER MARKING RULES. THE FINDINGS STATED THAT FROM AUGUST 2017 TO JUNE 2019, THE FIRM HAD NO SUPERVISORY SYSTEM REASONABLY DESIGNED TO CHECK THAT IT WAS CORRECTLY MARKING SELL ORDERS IN COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NYSE ARCA RULE 7.16-E(C), AND THE FIRM'S WSPS WERE UNREASONABLE BECAUSE



THEY DID NOT DESCRIBE ANY PROCEDURES FOR REVIEWING OR TESTING ORDERS TO ENSURE COMPLIANCE WITH ORDER MARKING REQUIREMENTS. IN JULY 2019, THE FIRM IMPLEMENTED A SUPERVISORY SYSTEM WHEREBY IT SAMPLED ORDERS FOR THE CORRECT MARKING OF SELL ORDERS, AND IN JULY 2020, UPDATED ITS WSPS TO CONTAIN A DETAILED DESCRIPTION OF THE STEPS TO CONDUCT THE REVIEW. FURTHERMORE, FROM AUGUST 2017 THROUGH JUNE 2020, THE FIRM FAILED TO REASONABLY MONITOR THE ORDERS OF CUSTOMERS THAT USED MORE THAN ONE MARKET PARTICIPANT IDENTIFIER (MPID) TO VERIFY THAT THE CUSTOMERS' POSITIONS WERE AGGREGATED FOR PURPOSES OF MARKING THOSE ORDERS ACCURATELY AS REQUIRED BY RULE 200(G) AND NYSE ARCA RULE 7.16-E(C). IN JULY 2020, THE FIRM UPDATED ITS WSPS TO ADDRESS CUSTOMERS THAT USE MORE THAN ONE MPID. BY FAILING TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NYSE ARCA RULE 7.16-E(C), THE FIRM VIOLATED NYSE ARCA 11.18(B) AND (C).

Initiated By: NYSE ARCA, INC.

Date Initiated: 05/23/2022

Docket/Case Number: 2019061067504

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 05/23/2022

Sanctions Ordered: Censure
Monetary/Fine \$7,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED \$7,000 (RESOLVED SIMULTANEOUSLY WITH SIMILAR MATTERS FOR



A TOTAL FINE OF \$70,000). THOSE MATTERS WERE BROUGHT BY NEW YORK STOCK EXCHANGE LLC., NYSE NATIONAL, INC., THE NASDAQ STOCK MARKET LLC, CBOE BYX EXCHANGE, INC., CBOE BZX EXCHANGE, INC., CBOE EDGA EXCHANGE, INC., CBOE EDGX EXCHANGE, INC., INVESTORS EXCHANGE LLC, AND FINRA.

Disclosure 30 of 61

Reporting Source:	Regulator
Current Status:	Final
Allegations:	<p>WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM AND WRITTEN SUPERVISORY PROCEDURES (WSPS) REASONABLY DESIGNED TO ENSURE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NYSE ORDER MARKING RULES. THE FINDINGS STATED THAT FROM AUGUST 2017 TO JUNE 2019, THE FIRM HAD NO SUPERVISORY SYSTEM REASONABLY DESIGNED TO CHECK THAT IT WAS CORRECTLY MARKING SELL ORDERS IN COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NYSE RULE 7.16(C), AND THE FIRM'S WSPS WERE UNREASONABLE BECAUSE THEY DID NOT DESCRIBE ANY PROCEDURES FOR REVIEWING OR TESTING ORDERS TO ENSURE COMPLIANCE WITH ORDER MARKING REQUIREMENTS. IN JULY 2019, THE FIRM IMPLEMENTED A SUPERVISORY SYSTEM WHEREBY IT SAMPLED ORDERS FOR THE CORRECT MARKING OF SELL ORDERS, AND IN JULY 2020, UPDATED ITS WSPS TO CONTAIN A DETAILED DESCRIPTION OF THE STEPS TO CONDUCT THE REVIEW. FURTHERMORE, FROM AUGUST 2017 THROUGH JUNE 2020, THE FIRM FAILED TO REASONABLY MONITOR THE ORDERS OF CUSTOMERS THAT USED MORE THAN ONE MARKET PARTICIPANT IDENTIFIER (MPID) TO VERIFY THAT THE CUSTOMERS' POSITIONS WERE AGGREGATED FOR PURPOSES OF MARKING THOSE ORDERS ACCURATELY AS REQUIRED BY RULE 200(G) AND NYSE RULE 7.16(C). IN JULY 2020, THE FIRM UPDATED ITS WSPS TO ADDRESS CUSTOMERS THAT USE MORE THAN ONE MPID. BY FAILING TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NYSE RULE 7.16(C), THE FIRM VIOLATED NYSE RULE 3110(A) AND (B).</p>
Initiated By:	NEW YORK STOCK EXCHANGE
Date Initiated:	05/23/2022
Docket/Case Number:	2019061067503



Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 05/23/2022

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$7,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED \$7,000 (RESOLVED SIMULTANEOUSLY WITH SIMILAR MATTERS FOR A TOTAL FINE OF \$70,000). THOSE MATTERS WERE BROUGHT BY NYSE ARCA, INC., NYSE NATIONAL, INC., THE NASDAQ STOCK MARKET LLC, CBOE BYX EXCHANGE, INC., CBOE BZX EXCHANGE, INC., CBOE EDGA EXCHANGE, INC., CBOE EDGX EXCHANGE, INC., INVESTORS EXCHANGE LLC, AND FINRA.

Reporting Source: Firm

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM AND WRITTEN SUPERVISORY PROCEDURES (WSPS) REASONABLY DESIGNED TO ENSURE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NYSE ORDER MARKING RULES. THE FINDINGS STATED THAT FROM AUGUST 2017 TO JUNE 2019, THE FIRM HAD NO SUPERVISORY SYSTEM REASONABLY DESIGNED TO CHECK THAT IT WAS CORRECTLY MARKING SELL ORDERS IN COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NYSE RULE

7.16(C), AND THE FIRM'S WSPS WERE UNREASONABLE BECAUSE THEY DID NOT DESCRIBE ANY PROCEDURES FOR REVIEWING OR TESTING ORDERS TO ENSURE COMPLIANCE WITH ORDER MARKING REQUIREMENTS. IN JULY 2019, THE FIRM IMPLEMENTED A SUPERVISORY SYSTEM WHEREBY IT SAMPLED ORDERS FOR THE CORRECT MARKING OF SELL ORDERS, AND IN JULY 2020, UPDATED ITS WSPS TO CONTAIN A DETAILED DESCRIPTION OF THE STEPS TO CONDUCT THE REVIEW. FURTHERMORE, FROM AUGUST 2017 THROUGH JUNE 2020, THE FIRM FAILED TO REASONABLY MONITOR THE ORDERS OF CUSTOMERS THAT USED MORE THAN ONE MARKET PARTICIPANT IDENTIFIER (MPID) TO VERIFY THAT THE CUSTOMERS' POSITIONS WERE AGGREGATED FOR PURPOSES OF MARKING THOSE ORDERS ACCURATELY AS REQUIRED BY RULE 200(G) AND NYSE RULE 7.16(C). IN JULY 2020, THE FIRM UPDATED ITS WSPS TO ADDRESS CUSTOMERS THAT USE MORE THAN ONE MPID. BY FAILING TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NYSE RULE 7.16(C), THE FIRM VIOLATED NYSE RULE 3110(A) AND (B).

Initiated By: NEW YORK STOCK EXCHANGE

Date Initiated: 05/23/2022

Docket/Case Number: 2019061067503

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 05/23/2022

Sanctions Ordered: Censure
Monetary/Fine \$7,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED \$7,000 (RESOLVED



SIMULTANEOUSLY WITH SIMILAR MATTERS FOR A TOTAL FINE OF \$70,000). THOSE MATTERS WERE BROUGHT BY NYSE ARCA, INC., NYSE NATIONAL, INC., THE NASDAQ STOCK MARKET LLC, CBOE BYX EXCHANGE, INC., CBOE BZX EXCHANGE, INC., CBOE EDGA EXCHANGE, INC., CBOE EDGX EXCHANGE, INC., INVESTORS EXCHANGE LLC, AND FINRA.

Disclosure 31 of 61

Reporting Source:

Regulator

Current Status:

Final

Allegations:

WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND IEX ORDER MARKING RULES. THE FINDINGS STATED THAT FROM AUGUST 2017 THROUGH JUNE 2019, THE FIRM HAD NO SUPERVISORY SYSTEM REASONABLY DESIGNED TO CHECK THAT IT WAS CORRECTLY MARKING SELL ORDERS IN COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND IEX RULE 11.290, AND THE FIRM'S WRITTEN SUPERVISORY PROCEDURES (WSPS) WERE UNREASONABLE BECAUSE THEY DID NOT DESCRIBE ANY PROCEDURES FOR REVIEWING OR TESTING ORDERS TO ACHIEVE COMPLIANCE WITH ORDER MARKING REQUIREMENTS. IN JULY 2019, THE FIRM IMPLEMENTED A SUPERVISORY SYSTEM WHEREBY IT SAMPLED ORDERS FOR THE CORRECT MARKING OF SELL ORDERS, AND IN JULY 2020, UPDATED ITS WSPS TO CONTAIN A DETAILED DESCRIPTION OF THE STEPS TO CONDUCT THE REVIEW. FURTHERMORE, FROM AUGUST 2017 THROUGH JUNE 2020, THE FIRM FAILED TO REASONABLY MONITOR THE ORDERS OF CUSTOMERS THAT USED MORE THAN ONE MARKET PARTICIPANT IDENTIFIER (MPID) TO VERIFY THAT THE CUSTOMERS' POSITIONS WERE AGGREGATED FOR PURPOSES OF MARKING THOSE ORDERS ACCURATELY AS REQUIRED BY RULE 200(G) AND IEX RULE 11.290. IN JULY 2020, THE FIRM UPDATED ITS WSPS TO ADDRESS CUSTOMERS THAT USE MORE THAN ONE MPID. BY FAILING TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND IEX RULE 11.290, THE FIRM VIOLATED IEX RULE 5.110.

Initiated By:

INVESTORS' EXCHANGE LLC

Date Initiated:

05/20/2022

Docket/Case Number:

2019061067502



Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 05/20/2022

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$7,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED \$70,000, OF WHICH \$7,000 IS PAYABLE TO IEX. THE REMAINDER OF THE FINE SHALL BE ALLOCATED TO THE NASDAQ STOCK MARKET LLC, NEW YORK STOCK EXCHANGE LLC, NYSE ARCA, INC., NYSE NATIONAL, INC., CBOE BYX EXCHANGE, INC., CBOE BZX EXCHANGE, INC., CBOE EDGA EXCHANGE, INC., CBOE EDGX EXCHANGE, INC., AND FINRA FOR SIMILAR VIOLATIONS.

Reporting Source: Firm

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND IEX ORDER MARKING RULES. THE FINDINGS STATED THAT FROM AUGUST 2017 THROUGH JUNE 2019, THE FIRM HAD NO SUPERVISORY SYSTEM REASONABLY DESIGNED TO CHECK THAT IT WAS CORRECTLY MARKING SELL ORDERS IN COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND IEX RULE 11.290, AND THE FIRM'S WRITTEN

SUPERVISORY PROCEDURES (WSPS) WERE UNREASONABLE BECAUSE THEY DID NOT DESCRIBE ANY PROCEDURES FOR REVIEWING OR TESTING ORDERS TO ACHIEVE COMPLIANCE WITH ORDER MARKING REQUIREMENTS. IN JULY 2019, THE FIRM IMPLEMENTED A SUPERVISORY SYSTEM WHEREBY IT SAMPLED ORDERS FOR THE CORRECT MARKING OF SELL ORDERS, AND IN JULY 2020, UPDATED ITS WSPS TO CONTAIN A DETAILED DESCRIPTION OF THE STEPS TO CONDUCT THE REVIEW. FURTHERMORE, FROM AUGUST 2017 THROUGH JUNE 2020, THE FIRM FAILED TO REASONABLY MONITOR THE ORDERS OF CUSTOMERS THAT USED MORE THAN ONE MARKET PARTICIPANT IDENTIFIER (MPID) TO VERIFY THAT THE CUSTOMERS' POSITIONS WERE AGGREGATED FOR PURPOSES OF MARKING THOSE ORDERS ACCURATELY AS REQUIRED BY RULE 200(G) AND IEX RULE 11.290. IN JULY 2020, THE FIRM UPDATED ITS WSPS TO ADDRESS CUSTOMERS THAT USE MORE THAN ONE MPID. BY FAILING TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND IEX RULE 11.290, THE FIRM VIOLATED IEX RULE 5.110.

Initiated By: INVESTORS' EXCHANGE LLC

Date Initiated: 05/20/2022

Docket/Case Number: 2019061067502

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 05/20/2022

Sanctions Ordered: Censure
Monetary/Fine \$7,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED \$70,000, OF WHICH \$7,000 IS



PAYABLE TO IEX. THE REMAINDER OF THE FINE SHALL BE ALLOCATED TO THE NASDAQ STOCK MARKET LLC, NEW YORK STOCK EXCHANGE LLC, NYSE ARCA, INC., NYSE NATIONAL, INC., CBOE BYX EXCHANGE, INC., CBOE BZX EXCHANGE, INC., CBOE EDGA EXCHANGE, INC., CBOE EDGX EXCHANGE, INC., AND FINRA FOR SIMILAR VIOLATIONS.

Disclosure 32 of 61

Reporting Source:

Regulator

Current Status:

Final

Allegations:

WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NASDAQ ORDER MARKING RULES. THE FINDINGS STATED THAT FROM AUGUST 2017 THROUGH JUNE 2019, THE FIRM HAD NO SUPERVISORY SYSTEM REASONABLY DESIGNED TO CHECK THAT IT WAS CORRECTLY MARKING SELL ORDERS IN COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NASDAQ RULE 4702(A), AND THE FIRM'S WRITTEN SUPERVISORY PROCEDURES (WSPS) WERE UNREASONABLE BECAUSE THEY DID NOT DESCRIBE ANY PROCEDURES FOR REVIEWING OR TESTING ORDERS TO ACHIEVE COMPLIANCE WITH ORDER MARKING REQUIREMENTS. IN JULY 2019, THE FIRM IMPLEMENTED A SUPERVISORY SYSTEM WHEREBY IT SAMPLED ORDERS FOR THE CORRECT MARKING OF SELL ORDERS, AND IN JULY 2020, UPDATED ITS WSPS TO CONTAIN A DETAILED DESCRIPTION OF THE STEPS TO CONDUCT THE REVIEW. FURTHERMORE, FROM AUGUST 2017 THROUGH JUNE 2020, THE FIRM FAILED TO REASONABLY MONITOR THE ORDERS OF CUSTOMERS THAT USED MORE THAN ONE MARKET PARTICIPANT IDENTIFIER (MPID) TO VERIFY THAT THE CUSTOMERS' POSITIONS WERE AGGREGATED FOR PURPOSES OF MARKING THOSE ORDERS ACCURATELY AS REQUIRED BY RULE 200(G) AND NASDAQ RULE 4702(A). IN JULY 2020, THE FIRM UPDATED ITS WSPS TO ADDRESS CUSTOMERS THAT USE MORE THAN ONE MPID. BY FAILING TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NASDAQ RULE 4702(A), THE FIRM VIOLATED NASDAQ RULES 3010(A) AND GENERAL 9, SECTION 20, AND NASDAQ RULES 2010A AND GENERAL 9 SECTION 1(A).

Initiated By:

NASDAQ STOCK MARKET

Date Initiated:

05/20/2022



Docket/Case Number:	2019061067501
Principal Product Type:	No Product
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	
Other Sanction(s)/Relief Sought:	
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	05/20/2022
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	No
Sanctions Ordered:	Censure Monetary/Fine \$7,000.00
Other Sanctions Ordered:	
Sanction Details:	THE FIRM WAS CENSURED AND FINED \$70,000, OF WHICH \$7,000 IS PAYABLE TO NASDAQ. THE REMAINDER OF THE FINE SHALL BE ALLOCATED TO NEW YORK STOCK EXCHANGE LLC, NYSE ARCA, INC., NYSE NATIONAL, INC., CBOE BYX EXCHANGE, INC., CBOE BZX EXCHANGE, INC., CBOE EDGA EXCHANGE, INC., CBOE EDGX EXCHANGE, INC., INVESTORS EXCHANGE LLC, AND FINRA FOR SIMILAR VIOLATIONS.
<hr/>	
Reporting Source:	Firm
Current Status:	Final
Allegations:	WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NASDAQ ORDER MARKING RULES. THE FINDINGS STATED THAT FROM AUGUST 2017 THROUGH JUNE 2019, THE FIRM HAD NO SUPERVISORY SYSTEM REASONABLY DESIGNED TO CHECK THAT IT WAS CORRECTLY MARKING SELL ORDERS



IN COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NASDAQ RULE 4702(A), AND THE FIRM'S WRITTEN SUPERVISORY PROCEDURES (WSPS) WERE UNREASONABLE BECAUSE THEY DID NOT DESCRIBE ANY PROCEDURES FOR REVIEWING OR TESTING ORDERS TO ACHIEVE COMPLIANCE WITH ORDER MARKING REQUIREMENTS. IN JULY 2019, THE FIRM IMPLEMENTED A SUPERVISORY SYSTEM WHEREBY IT SAMPLED ORDERS FOR THE CORRECT MARKING OF SELL ORDERS, AND IN JULY 2020, UPDATED ITS WSPS TO CONTAIN A DETAILED DESCRIPTION OF THE STEPS TO CONDUCT THE REVIEW. FURTHERMORE, FROM AUGUST 2017 THROUGH JUNE 2020, THE FIRM FAILED TO REASONABLY MONITOR THE ORDERS OF CUSTOMERS THAT USED MORE THAN ONE MARKET PARTICIPANT IDENTIFIER (MPID) TO VERIFY THAT THE CUSTOMERS' POSITIONS WERE AGGREGATED FOR PURPOSES OF MARKING THOSE ORDERS ACCURATELY AS REQUIRED BY RULE 200(G) AND NASDAQ RULE 4702(A). IN JULY 2020, THE FIRM UPDATED ITS WSPS TO ADDRESS CUSTOMERS THAT USE MORE THAN ONE MPID. BY FAILING TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO AND NASDAQ RULE 4702(A), THE FIRM VIOLATED NASDAQ RULES 3010(A) AND GENERAL 9, SECTION 20, AND NASDAQ RULES 2010A AND GENERAL 9 SECTION 1(A).

Initiated By: NASDAQ STOCK MARKET
Date Initiated: 05/20/2022
Docket/Case Number: 2019061067501
Principal Product Type: No Product
Other Product Type(s):
Principal Sanction(s)/Relief Sought:
Other Sanction(s)/Relief Sought:
Resolution: Acceptance, Waiver & Consent(AWC)
Resolution Date: 05/20/2022
Sanctions Ordered: Censure
 Monetary/Fine \$7,000.00



Other Sanctions Ordered:

Sanction Details:

THE FIRM WAS CENSURED AND FINED \$70,000, OF WHICH \$7,000 IS PAYABLE TO NASDAQ. THE REMAINDER OF THE FINE SHALL BE ALLOCATED TO NEW YORK STOCK EXCHANGE LLC, NYSE ARCA, INC., NYSE NATIONAL, INC., CBOE BYX EXCHANGE, INC., CBOE BZX EXCHANGE, INC., CBOE EDGA EXCHANGE, INC., CBOE EDGX EXCHANGE, INC., INVESTORS EXCHANGE LLC, AND FINRA FOR SIMILAR VIOLATIONS.

Disclosure 33 of 61

Reporting Source:

Regulator

Current Status:

Final

Allegations:

WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO. THE FINDINGS STATED THAT THE FIRM HAD NO SUPERVISORY SYSTEM REASONABLY DESIGNED TO CHECK THAT IT WAS CORRECTLY MARKING SELL ORDERS IN COMPLIANCE WITH RULE 200(G) OF REGULATION SHO, AND ITS WRITTEN SUPERVISORY PROCEDURES (WSPS) WERE UNREASONABLE BECAUSE THEY DID NOT DESCRIBE ANY PROCEDURES FOR REVIEWING OR TESTING ORDERS TO ACHIEVE COMPLIANCE WITH ORDER MARKING REQUIREMENTS. THE FIRM LATER IMPLEMENTED A SUPERVISORY SYSTEM WHEREBY IT SAMPLED ORDERS FOR THE CORRECT MARKING OF SELL ORDERS, AND UPDATED ITS WSPS TO CONTAIN A DETAILED DESCRIPTION OF THE STEPS TO CONDUCT THE REVIEW. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO REASONABLY MONITOR THE ORDERS OF CUSTOMERS THAT USED MORE THAN ONE MARKET PARTICIPANT IDENTIFIER (MPID) TO VERIFY THAT THE CUSTOMERS' POSITIONS WERE AGGREGATED FOR PURPOSES OF MARKING THOSE ORDERS ACCURATELY AS REQUIRED BY RULE 200(G). THE FIRM LATER UPDATED ITS WSPS TO ADDRESS CUSTOMERS THAT USE MORE THAN ONE MPID.

Initiated By:

FINRA

Date Initiated:

05/20/2022

Docket/Case Number:

2019061067510

Principal Product Type:

No Product

Other Product Type(s):



Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 05/20/2022

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$7,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED \$70,000, OF WHICH \$7,000 IS PAYABLE TO FINRA. THE REMAINDER OF THE FINE SHALL BE ALLOCATED TO NEW YORK STOCK EXCHANGE LLC, NYSE ARCA, INC., NYSE NATIONAL, INC., THE NASDAQ STOCK MARKET LLC, CBOE BYX EXCHANGE, INC., CBOE BZX EXCHANGE, INC., CBOE EDGA EXCHANGE, INC., CBOE EDGX EXCHANGE, INC., AND INVESTORS EXCHANGE LLC FOR SIMILAR VIOLATIONS. FINE PAID IN FULL ON JUNE 9, 2022.

Reporting Source: Firm

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RULE 200(G) OF REGULATION SHO. THE FINDINGS STATED THAT THE FIRM HAD NO SUPERVISORY SYSTEM REASONABLY DESIGNED TO CHECK THAT IT WAS CORRECTLY MARKING SELL ORDERS IN COMPLIANCE WITH RULE 200(G) OF REGULATION SHO, AND ITS WRITTEN SUPERVISORY PROCEDURES (WSPS) WERE UNREASONABLE BECAUSE THEY DID NOT DESCRIBE ANY PROCEDURES FOR REVIEWING OR TESTING ORDERS TO ACHIEVE COMPLIANCE WITH ORDER MARKING



REQUIREMENTS. THE FIRM LATER IMPLEMENTED A SUPERVISORY SYSTEM WHEREBY IT SAMPLED ORDERS FOR THE CORRECT MARKING OF SELL ORDERS, AND UPDATED ITS WSPS TO CONTAIN A DETAILED DESCRIPTION OF THE STEPS TO CONDUCT THE REVIEW. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO REASONABLY MONITOR THE ORDERS OF CUSTOMERS THAT USED MORE THAN ONE MARKET PARTICIPANT IDENTIFIER (MPID) TO VERIFY THAT THE CUSTOMERS' POSITIONS WERE AGGREGATED FOR PURPOSES OF MARKING THOSE ORDERS ACCURATELY AS REQUIRED BY RULE 200(G). THE FIRM LATER UPDATED ITS WSPS TO ADDRESS CUSTOMERS THAT USE MORE THAN ONE MPID.

Initiated By: FINRA

Date Initiated: 05/20/2022

Docket/Case Number: 2019061067510

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 05/20/2022

Sanctions Ordered: Censure
Monetary/Fine \$7,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED \$70,000, OF WHICH \$7,000 IS PAYABLE TO FINRA. THE REMAINDER OF THE FINE SHALL BE ALLOCATED TO NEW YORK STOCK EXCHANGE LLC, NYSE ARCA, INC., NYSE NATIONAL, INC., THE NASDAQ STOCK MARKET LLC, CBOE BYX EXCHANGE, INC., CBOE BZX EXCHANGE, INC., CBOE EDGA EXCHANGE, INC., CBOE EDGX EXCHANGE, INC., AND INVESTORS EXCHANGE LLC FOR SIMILAR VIOLATIONS.

**Disclosure 34 of 61****Reporting Source:** Regulator**Current Status:** Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO SATISFY ITS CUSTOMER PROTECTION REQUIREMENTS FOR ITS CUSTOMER AND PROPRIETARY BUSINESS, INCLUDING HINDSIGHT DEFICIENCIES. THE FINDINGS STATED THAT WHEN CALCULATING RESERVES IN CUSTOMER AND PROPRIETARY ACCOUNTS OF BROKER-DEALERS, THE FIRM FAILED TO MAKE REQUIRED REDUCTIONS TO CERTAIN DEBIT BALANCES. THIS CAUSED THE FIRM'S CUSTOMER AND PROPRIETARY ACCOUNTS OF BROKER-DEALERS RESERVE ACCOUNTS TO BE UNDERFUNDED, RESULTING IN HINDSIGHT DEFICIENCIES OF \$19.3 MILLION AND \$23 MILLION IN THE CUSTOMER RESERVE ACCOUNT AND \$46.8 MILLION AND \$12.8 MILLION IN THE PROPRIETARY ACCOUNTS OF BROKER-DEALERS RESERVE ACCOUNT. THE FIRM FAILED TO TIMELY NOTIFY THE SEC AND FINRA OF THESE DEFICIENCIES. IN ADDITION, THE FIRM IMPROPERLY OVERSTATED DEBITS IN ITS CUSTOMER RESERVE CALCULATIONS WHEN IT INCLUDED AN AMOUNT THAT WAS DOUBTFUL OF COLLECTION. THE FINDINGS ALSO STATED THAT THE FIRM MADE UNSECURED ADVANCES TO ITS PARENT COMPANY TOTALING APPROXIMATELY \$1 MILLION, AN AMOUNT THAT EXCEEDED 10% OF THE FIRM'S EXCESS NET CAPITAL FOR THAT PERIOD, WITHOUT OBTAINING WRITTEN PERMISSION FROM FINRA PRIOR TO DOING SO. THE FINDINGS ALSO INCLUDED THAT THE FIRM FAILED TO COMPLY WITH RECORDKEEPING RULES REQUIRING THE CREATION AND MAINTENANCE OF CERTAIN BUSINESS RECORDS. THE FIRM DID NOT MAINTAIN AN INDEX OF ELECTRONIC RECORDS, STORE ELECTRONIC RECORDS IN THE PROPER FORMAT, MAINTAIN AN AUDIT SYSTEM FOR ELECTRONIC RECORDS, OR PROVIDE REQUIRED NOTICES AND UNDERTAKINGS REGARDING ITS ELECTRONIC RECORDS. SEPARATELY, THE FIRM DID NOT COMPLY WITH RECORDKEEPING REQUIREMENTS REGARDING PAYMENTS MADE TO ITS AFFILIATED ENTITIES. THE FIRM MAINTAINED AN EXPENSE SHARING AGREEMENT WITH THE PARENT, BUT THAT AGREEMENT DID NOT SPECIFY, AND THE FIRM DID NOT MAINTAIN RECORDS SHOWING, HOW THE AFFILIATES WERE INDIRECTLY COMPENSATED THROUGH THE PARENT. IN ADDITION, THE AGREEMENT WITH THE PARENT DID NOT ACCURATELY REFLECT THE MONTHLY PAYMENT AMOUNTS SENT FROM THE FIRM TO THE PARENT, UNDERSTATING THE MONTHLY BASE AMOUNT BY APPROXIMATELY \$5,000, AND FAILING TO ACCOUNT FOR ANOTHER APPROXIMATELY \$10,000 ALSO TRANSFERRED. FINALLY, THE EXPENSE SHARING AGREEMENT DID NOT SPECIFY THE METHOD OF ALLOCATION PURSUANT TO WHICH THE AMOUNTS PAID FROM THE FIRM TO THE PARENT WERE DETERMINED. FINRA FOUND THAT THE FIRM FAILED TO



ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH THE SECURITIES LAWS AND FINRA RULES. THE FIRM RELIED ON PROPRIETARY ELECTRONIC SYSTEMS TO HELP IT CALCULATE RESERVES, TRACK MARGIN CALLS, GENERATE CUSTOMER STATEMENTS, AND MAINTAIN POSITION RECONCILIATIONS. ALTHOUGH THE FIRM WAS AWARE OF DEFICIENCIES IN ITS ELECTRONIC SYSTEMS, IT FAILED TO REPLACE OR IMPROVE THEM. THE FIRM, AS PART OF ITS SUPERVISORY SYSTEM, AT TIMES DEVELOPED BACK-UP MANUAL PROCESSES IN AN ATTEMPT TO SATISFY ITS OBLIGATIONS. HOWEVER, THESE MANUAL PROCESSES DID NOT RESULT IN ACCURATE CALCULATIONS AND RECORDS, GIVEN THE VOLUME OF TRADING AND NUMBER OF ACCOUNTS AT THE FIRM, AND THE FIRM FAILED TO REASONABLY MONITOR THESE MANUAL PROCESSES TO ENSURE THAT THEY COMPLIED WITH REGULATORY REQUIREMENTS. THE FIRM ALSO FAILED TO REASONABLY SUPERVISE ITS AFFILIATE THAT WAS OPERATING THE FIRM'S ELECTRONIC STORAGE SYSTEMS AND FAILED TO REASONABLY SUPERVISE INTERCOMPANY TRANSFERS BETWEEN THE FIRM AND ITS AFFILIATES. THE FIRM ALSO FAILED TO REASONABLY ADDRESS DEFICIENCIES WITH RESPECT TO ITS MARGIN MODEL.

Initiated By: FINRA

Date Initiated: 06/05/2020

Docket/Case Number: 2017054054101

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 06/05/2020

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$450,000.00

Other Sanctions Ordered: UNDERTAKING



Sanction Details: THE FIRM WAS CENSURED, FINED \$450,000, AND REQUIRED TO CERTIFY TO FINRA THAT IT HAS ESTABLISHED AND IMPLEMENTED POLICIES, PROCEDURES, AND INTERNAL CONTROLS REASONABLY DESIGNED TO ADDRESS AND REMEDIATE THE ISSUES IDENTIFIED IN THE AWC. FINES PAID IN FULL ON JUNE 10, 2020.

Reporting Source: Firm

Current Status: Final

Appealed To and Date Appeal Filed: NOT APPLICABLE.

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO SATISFY ITS CUSTOMER PROTECTION REQUIREMENTS FOR ITS CUSTOMER AND PROPRIETARY BUSINESS, INCLUDING HINDSIGHT DEFICIENCIES. THE FINDINGS STATED THAT WHEN CALCULATING RESERVES IN CUSTOMER AND PROPRIETARY ACCOUNTS OF BROKER-DEALERS, THE FIRM FAILED TO MAKE REQUIRED REDUCTIONS TO CERTAIN DEBIT BALANCES. THIS CAUSED THE FIRM'S CUSTOMER AND PROPRIETARY ACCOUNTS OF BROKER-DEALERS RESERVE ACCOUNTS TO BE UNDERFUNDED, RESULTING IN HINDSIGHT DEFICIENCIES OF \$19.3 MILLION AND \$23 MILLION IN THE CUSTOMER RESERVE ACCOUNT AND \$46.8 MILLION AND \$12.8 MILLION IN THE PROPRIETARY ACCOUNTS OF BROKER-DEALERS RESERVE ACCOUNT FOR CALCULATIONS ON MARCH 31, 2016 AND AUGUST 26, 2016, RESPECTIVELY. AS THE FIRM WAS UNAWARE OF THESE DEFICIENCIES DURING THAT TIME, THE FIRM FAILED TO TIMELY NOTIFY THE SEC AND FINRA OF THESE DEFICIENCIES. IN ADDITION, THE FIRM IMPROPERLY OVERSTATED DEBITS IN ITS CUSTOMER RESERVE CALCULATIONS WHEN IT INCLUDED AN AMOUNT THAT WAS DOUBTFUL OF COLLECTION. THE FINDINGS ALSO STATED THAT, IN NOVEMBER AND DECEMBER 2016, THE FIRM MADE UNSECURED ADVANCES TO ITS PARENT COMPANY TOTALING APPROXIMATELY \$1 MILLION, AN AMOUNT THAT EXCEEDED 10% OF THE FIRM'S EXCESS NET CAPITAL FOR THAT PERIOD, WITHOUT OBTAINING WRITTEN PERMISSION FROM FINRA PRIOR TO DOING SO. THE FINDINGS ALSO INCLUDED THAT THE FIRM FAILED TO COMPLY WITH RECORDKEEPING RULES REQUIRING THE CREATION AND MAINTENANCE OF CERTAIN BUSINESS RECORDS. BETWEEN JANUARY AND JUNE 2017, THE FIRM DID NOT MAINTAIN AN INDEX OF ELECTRONIC RECORDS, STORE ELECTRONIC RECORDS IN THE PROPER FORMAT, MAINTAIN AN AUDIT SYSTEM FOR ELECTRONIC RECORDS, OR PROVIDE REQUIRED NOTICES AND UNDERTAKINGS REGARDING ITS ELECTRONIC RECORDS. SEPARATELY, THROUGHOUT 2016, THE FIRM DID NOT COMPLY WITH RECORDKEEPING REQUIREMENTS



REGARDING PAYMENTS MADE TO ITS AFFILIATED ENTITIES. FINRA FOUND THAT THE FIRM FAILED TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH THE SECURITIES LAWS AND FINRA RULES. THE FIRM RELIED ON PROPRIETARY ELECTRONIC SYSTEMS TO HELP IT CALCULATE RESERVES, TRACK MARGIN CALLS, GENERATE CUSTOMER STATEMENTS, AND MAINTAIN POSITION RECONCILIATIONS. ALTHOUGH THE FIRM WAS AWARE OF DEFICIENCIES IN ITS ELECTRONIC SYSTEMS, IT FAILED TO REPLACE OR IMPROVE THEM. THE FIRM, AS PART OF ITS SUPERVISORY SYSTEM, AT TIMES DEVELOPED BACK-UP MANUAL PROCESSES IN AN ATTEMPT TO SATISFY ITS OBLIGATIONS. HOWEVER, THESE MANUAL PROCESSES DID NOT RESULT IN ACCURATE CALCULATIONS AND RECORDS, GIVEN THE VOLUME OF TRADING AND NUMBER OF ACCOUNTS AT THE FIRM, AND THE FIRM FAILED TO REASONABLY MONITOR THESE MANUAL PROCESSES TO ENSURE THAT THEY COMPLIED WITH REGULATORY REQUIREMENTS. THE FIRM ALSO FAILED TO REASONABLY SUPERVISE ITS AFFILIATE THAT WAS OPERATING THE FIRM'S ELECTRONIC STORAGE SYSTEMS AND FAILED TO REASONABLY SUPERVISE INTERCOMPANY TRANSFERS BETWEEN THE FIRM AND ITS AFFILIATES. THE FIRM ALSO FAILED TO REASONABLY ADDRESS DEFICIENCIES WITH RESPECT TO ITS MARGIN MODEL.

Initiated By: FINRA

Date Initiated: 06/05/2020

Docket/Case Number: 2017054054101

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Other

Other Sanction(s)/Relief Sought: ACCEPTANCE, WAIVER & CONSENT (AWC)

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 06/05/2020

Sanctions Ordered: Censure
Monetary/Fine \$450,000.00

Other Sanctions Ordered: UNDERTAKING

Sanction Details: THE FIRM WAS CENSURED AND FINED \$450,000 AND REQUIRED TO CERTIFY TO FINRA THAT IT HAS ESTABLISHED AND IMPLEMENTED POLICIES, PROCEDURES, AND INTERNAL CONTROLS REASONABLY DESIGNED TO ADDRESS AND REMEDIATE THE ISSUES IDENTIFIED IN THIS



AWC.

Disclosure 35 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH ITS ORDER AUDIT TRAIL SYSTEM (OATS) REPORTING OBLIGATIONS. THE FINDINGS STATED THAT THE FIRM'S SUPERVISORY DEFICIENCIES ALLOWED OATS REPORTING VIOLATIONS TO OCCUR WITHOUT DETECTION, AND ALSO CONTRIBUTED TO ITS FAILURE TO TIMELY CORRECT OR ADDRESS DEFICIENCIES ONCE IDENTIFIED. FURTHER, THE FIRM FAILED TO ENFORCE ITS WRITTEN SUPERVISORY PROCEDURES (WSPS) CONCERNING OATS REPORTING. SPECIFICALLY, THE FIRM'S SUPERVISORY SYSTEM FAILED TO COMPARE ACCEPTED OATS DATA TO ITS BOOKS AND RECORDS TO ENSURE ALL REPORTABLE ORDER EVENTS (ROES) WERE SUBMITTED, AND IN A TIMELY MANNER. THE FIRM'S SUPERVISORY SYSTEM ALSO FAILED TO ENSURE THAT REJECTED ROES WERE PROPERLY REPAIRED, RESUBMITTED TO OATS, AND WERE ACCEPTED BY OATS. ADDITIONAL, THE FIRM'S SUPERVISORY SYSTEM FAILED TO CONDUCT A REPRESENTATIVE PERIODIC SAMPLING OF ITS OATS REPORTS TO ENSURE ITS SUBMISSIONS WERE ACCURATE. THE FIRM FAILED TO ENFORCE ITS WSPS, WHICH SPECIFIED THAT ANY EXCEPTIONS IDENTIFIED BY ITS OATS REVIEWS WOULD BE BROUGHT TO THE ATTENTION OF THE CHIEF COMPLIANCE OFFICER FOR APPROPRIATE ACTION. ALTHOUGH THE FIRM IDENTIFIED SOME EXCEPTIONS THROUGH ITS OATS REVIEWS PERTAINING TO CERTAIN REJECTED AND LATE ROES, IT FAILED TO TAKE APPROPRIATE ACTION TO RESOLVE THE EXCEPTIONS IN A TIMELY MANNER. IN ADDITION, WHILE ITS WSPS STATED THAT THE FIRM WILL EVIDENCE REVIEWS BY INITIALING AND DATING PRINTOUTS OF THE REPORTING SUMMARIES, OATS CASE LOGS, AND MONTHLY REPORT CARDS, THE DOCUMENTATION PROVIDED BY THE FIRM DID NOT CONTAIN SUCH EVIDENCE. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO SUBMIT, UNTIMELY SUBMITTED, OR INACCURATELY SUBMITTED BILLIONS OF ROES OVER A FOUR-YEAR PERIOD. NOTABLY, THE FIRM FAILED TO SUBMIT TO OATS MORE THAN 3.1 BILLION ROUTE REPORTS RELATED TO A SINGLE CUSTOMER, WHICH REPRESENTED ROUTES BACK TO THE EXCHANGE THAT RECEIVED THE ORDER FOLLOWING THE CUSTOMER'S MODIFICATION OF AN ORDER. DUE TO THE FIRM'S LACK OF REASONABLE SUPERVISION, ITS OATS VIOLATIONS WENT UNDETECTED UNTIL THE ISSUE WAS IDENTIFIED BY FINRA.



Initiated By: FINRA
Date Initiated: 08/29/2018
Docket/Case Number: 2015046569001
Principal Product Type: Other
Other Product Type(s): UNSPECIFIED SECURITIES
Principal Sanction(s)/Relief Sought:
Other Sanction(s)/Relief Sought:
Resolution: Acceptance, Waiver & Consent(AWC)
Resolution Date: 08/29/2018
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No
Sanctions Ordered: Censure
 Monetary/Fine \$450,000.00
Other Sanctions Ordered:
Sanction Details: THE FIRM WAS CENSURED AND FINED \$450,000. FINES PAID IN FULL ON OCTOBER 11, 2019.

Reporting Source: Firm
Current Status: Final
Appealed To and Date Appeal Filed: NOT APPLICABLE.
Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH ITS ORDER AUDIT TRAIL SYSTEM (OATS) REPORTING OBLIGATIONS. THE FINDINGS STATED THAT THE FIRM'S SUPERVISORY DEFICIENCIES ALLOWED OATS REPORTING VIOLATIONS TO OCCUR WITHOUT DETECTION, AND ALSO CONTRIBUTED TO ITS FAILURE TO TIMELY CORRECT OR ADDRESS DEFICIENCIES ONCE IDENTIFIED. FURTHER, THE FIRM FAILED TO ENFORCE ITS WRITTEN



SUPERVISORY PROCEDURES (WSPS) CONCERNING OATS REPORTING. SPECIFICALLY, THE FIRM'S SUPERVISORY SYSTEM FAILED TO COMPARE ACCEPTED OATS DATA TO ITS BOOKS AND RECORDS TO ENSURE ALL REPORTABLE ORDER EVENTS (ROES) WERE SUBMITTED, AND IN A TIMELY MANNER. THE FIRM'S SUPERVISORY SYSTEM ALSO FAILED TO ENSURE THAT REJECTED ROES WERE PROPERLY REPAIRED, RESUBMITTED TO OATS, AND WERE ACCEPTED BY OATS. ADDITIONAL, THE FIRM'S SUPERVISORY SYSTEM FAILED TO CONDUCT A REPRESENTATIVE PERIODIC SAMPLING OF ITS OATS REPORTS TO ENSURE ITS SUBMISSIONS WERE ACCURATE. THE FIRM FAILED TO ENFORCE ITS WSPS, WHICH SPECIFIED THAT ANY EXCEPTIONS IDENTIFIED BY ITS OATS REVIEWS WOULD BE BROUGHT TO THE ATTENTION OF THE CHIEF COMPLIANCE OFFICER FOR APPROPRIATE ACTION. ALTHOUGH THE FIRM IDENTIFIED SOME EXCEPTIONS THROUGH ITS OATS REVIEWS PERTAINING TO CERTAIN REJECTED AND LATE ROES, IT FAILED TO TAKE APPROPRIATE ACTION TO RESOLVE THE EXCEPTIONS IN A TIMELY MANNER. IN ADDITION, WHILE ITS WSPS STATED THAT THE FIRM WILL EVIDENCE REVIEWS BY INITIALING AND DATING PRINTOUTS OF THE REPORTING SUMMARIES, OATS CASE LOGS, AND MONTHLY REPORT CARDS, THE DOCUMENTATION PROVIDED BY THE FIRM DID NOT CONTAIN SUCH EVIDENCE. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO SUBMIT, UNTIMELY SUBMITTED, OR INACCURATELY SUBMITTED BILLIONS OF ROES OVER A FOUR-YEAR PERIOD. NOTABLY, THE FIRM FAILED TO SUBMIT TO OATS MORE THAN 3.1 BILLION ROUTE REPORTS RELATED TO A SINGLE CUSTOMER, WHICH REPRESENTED ROUTES BACK TO THE EXCHANGE THAT RECEIVED THE ORDER FOLLOWING THE CUSTOMER'S MODIFICATION OF AN ORDER. DUE TO THE FIRM'S LACK OF REASONABLE SUPERVISION, ITS OATS VIOLATIONS WENT UNDETECTED UNTIL THE ISSUE WAS IDENTIFIED BY FINRA.

Initiated By: FINRA

Date Initiated: 08/29/2018

Docket/Case Number: 2015046569001

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought: Censure

Other Sanction(s)/Relief Sought: MONETARY/FINE

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 08/29/2018



Sanctions Ordered: Censure
Monetary/Fine \$450,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS SANCTIONED AND FINED \$450,000

Firm Statement WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO ESTABLISH AND MAINTAIN A SUPERVISORY SYSTEM REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH ITS ORDER AUDIT TRAIL SYSTEM (OATS) REPORTING OBLIGATIONS. THE FINDINGS STATED THAT THE FIRM'S SUPERVISORY DEFICIENCIES ALLOWED OATS REPORTING VIOLATIONS TO OCCUR WITHOUT DETECTION, AND ALSO CONTRIBUTED TO ITS FAILURE TO TIMELY CORRECT OR ADDRESS DEFICIENCIES ONCE IDENTIFIED. FURTHER, THE FIRM FAILED TO ENFORCE ITS WRITTEN SUPERVISORY PROCEDURES (WSPS) CONCERNING OATS REPORTING. SPECIFICALLY, THE FIRM'S SUPERVISORY SYSTEM FAILED TO COMPARE ACCEPTED OATS DATA TO ITS BOOKS AND RECORDS TO ENSURE ALL REPORTABLE ORDER EVENTS (ROES) WERE SUBMITTED, AND IN A TIMELY MANNER. THE FIRM'S SUPERVISORY SYSTEM ALSO FAILED TO ENSURE THAT REJECTED ROES WERE PROPERLY REPAIRED, RESUBMITTED TO OATS, AND WERE ACCEPTED BY OATS. ADDITIONAL, THE FIRM'S SUPERVISORY SYSTEM FAILED TO CONDUCT A REPRESENTATIVE PERIODIC SAMPLING OF ITS OATS REPORTS TO ENSURE ITS SUBMISSIONS WERE ACCURATE. THE FIRM FAILED TO ENFORCE ITS WSPS, WHICH SPECIFIED THAT ANY EXCEPTIONS IDENTIFIED BY ITS OATS REVIEWS WOULD BE BROUGHT TO THE ATTENTION OF THE CHIEF COMPLIANCE OFFICER FOR APPROPRIATE ACTION. ALTHOUGH THE FIRM IDENTIFIED SOME EXCEPTIONS THROUGH ITS OATS REVIEWS PERTAINING TO CERTAIN REJECTED AND LATE ROES, IT FAILED TO TAKE APPROPRIATE ACTION TO RESOLVE THE EXCEPTIONS IN A TIMELY MANNER. IN ADDITION, WHILE ITS WSPS STATED THAT THE FIRM WILL EVIDENCE REVIEWS BY INITIALING AND DATING PRINTOUTS OF THE REPORTING SUMMARIES, OATS CASE LOGS, AND MONTHLY REPORT CARDS, THE DOCUMENTATION PROVIDED BY THE FIRM DID NOT CONTAIN SUCH EVIDENCE. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO SUBMIT, UNTIMELY SUBMITTED, OR INACCURATELY SUBMITTED BILLIONS OF ROES OVER A FOUR-YEAR PERIOD. NOTABLY, THE FIRM FAILED TO SUBMIT TO OATS MORE THAN 3.1 BILLION ROUTE REPORTS RELATED TO A SINGLE CUSTOMER, WHICH REPRESENTED ROUTES BACK TO THE EXCHANGE THAT RECEIVED THE ORDER FOLLOWING THE CUSTOMER'S MODIFICATION OF AN ORDER. DUE TO THE FIRM'S LACK OF REASONABLE SUPERVISION, ITS OATS VIOLATIONS WENT UNDETECTED UNTIL THE ISSUE WAS IDENTIFIED BY FINRA.



Disclosure 36 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: SEC ADMIN RELEASE 34-82898 / MARCH 19, 2018:
 THE SECURITIES AND EXCHANGE COMMISSION ("COMMISSION") DEEMS IT APPROPRIATE AND IN THE PUBLIC INTEREST THAT PUBLIC ADMINISTRATIVE AND CEASE-AND-DESIST PROCEEDINGS BE, AND HEREBY ARE, INSTITUTED PURSUANT TO SECTIONS 15(B) AND 21C OF THE SECURITIES EXCHANGE ACT OF 1934 ("EXCHANGE ACT") AGAINST ELECTRONIC TRANSACTION CLEARING, INC. ("ETC" OR "RESPONDENT"). THE COMMISSION FINDS THAT THESE PROCEEDINGS ARISE OUT OF ETC'S VIOLATIONS OF SECTIONS 15(C)(2), 15(C)(3) AND 17(A)(1) OF THE EXCHANGE ACT AND RULES 15C2-1(A), 15C3-3 AND 17A-5 THEREUNDER. RULE 15C3-3, KNOWN AS THE "CUSTOMER PROTECTION RULE," SEEKS TO AVOID, IN THE EVENT OF A BROKER-DEALER FAILURE, A DELAY IN RETURNING THE CUSTOMER'S SECURITIES OR WORSE, A SHORTFALL WHERE THE CUSTOMERS ARE NOT MADE WHOLE. IT ACCOMPLISHES THIS BY REQUIRING BROKER-DEALERS TO SAFEGUARD THE CASH AND SECURITIES OF THEIR CUSTOMERS, AND BY REQUIRING A BROKER-DEALER TO MAINTAIN PHYSICAL POSSESSION OR CONTROL OF ITS CUSTOMERS' FULLY PAID AND EXCESS MARGIN SECURITIES. PHYSICAL POSSESSION OR CONTROL GENERALLY MEANS THAT THE BROKER-DEALER MUST HOLD THESE SECURITIES IN A LOCATION SPECIFIED BY THE RULE AND THAT THE SECURITIES BE FREE OF ANY LIENS OR OTHER INTEREST THAT A THIRD-PARTY COULD EXERCISE TO SECURE AN OBLIGATION OF THE BROKER-DEALER. PARAGRAPH (A)(1) OF RULE 15C2-1, KNOWN AS ONE OF THE HYPOTHECATION RULES, GENERALLY PROVIDES THAT A BROKER-DEALER MAY NOT, WITHOUT PRIOR CUSTOMER CONSENT, HYPOTHECATE OR PLEDGE AS COLLATERAL A CUSTOMER'S SECURITIES IN A WAY THAT WOULD ALLOW THE SECURITIES TO BE COMMINGLED WITH OTHER CUSTOMERS' SECURITIES. IN ADDITION, PARAGRAPH (A) OF RULE 17A-5, KNOWN AS THE FINANCIAL REPORTING RULE, REQUIRES BROKER-DEALERS TO FILE MONTHLY AND QUARTERLY FOCUS REPORTS AND ANNUAL FINANCIAL REPORTS, AND PARAGRAPH (D)(2)(II) OF RULE 17A-5 REQUIRES BROKER-DEALERS TO FILE SUPPORTING SCHEDULES TO ITS ANNUAL FINANCIAL REPORTS THAT INCLUDE INFORMATION CONTAINED IN THE FOCUS REPORTS RELATING TO THE POSSESSION AND CONTROL REQUIREMENTS UNDER RULE 15C3-3.

ON SEVERAL OCCASIONS IN NOVEMBER AND DECEMBER 2015, ETC MOVED APPROXIMATELY \$7.8 MILLION IN CASH CUSTOMERS' FULLY PAID SECURITIES TO ITS OMNIBUS MARGIN ACCOUNT MAINTAINED AT ANOTHER CLEARING FIRM ("CLEARING FIRM A"), TO MEET THE IN-HOUSE MARGIN REQUIREMENTS OF THAT CLEARING FIRM. ALSO, ON THREE



OCCASIONS IN SEPTEMBER AND NOVEMBER 2015, ETC DELIVERED FULLY PAID SECURITIES OF TWO CASH CUSTOMERS VALUED AT OVER \$17.77 MILLION FROM ITS DEPOSITORY TRUST COMPANY ("DTC") ACCOUNT TO CLEARING FIRM A'S DTC ACCOUNT IN EXCHANGE FOR IMMEDIATE FUNDS. AND IN DECEMBER 2015, ETC FAILED TO PROPERLY SEGREGATE A CUSTOMER'S EXCESS MARGIN SECURITIES, CAUSING APPROXIMATELY \$17.7 MILLION OF THE CUSTOMER'S EXCESS MARGIN SECURITIES TO BE LOANED OUT BY CLEARING FIRM A. ETC DID NOT OBTAIN THE CUSTOMERS' CONSENT BEFORE MOVING OR PLEDGING THESE SECURITIES. IN DOING SO, ETC VIOLATED THE CUSTOMER PROTECTION RULE AND THE HYPOTHECATION RULES.

ETC'S FAILURE TO OBTAIN AND MAINTAIN PHYSICAL POSSESSION OR CONTROL OF CUSTOMER ASSETS ALSO CAUSED IT TO VIOLATE THE FINANCIAL REPORTING RULE, BECAUSE IT FAILED TO REPORT SUCH POSSESSION OR CONTROL FAILURES IN ITS MONTHLY AND QUARTERLY FOCUS REPORTS AND THE SUPPORTING SCHEDULE TO ITS ANNUAL FINANCIAL REPORT FOR 2015.

AS A RESULT OF THE CONDUCT DESCRIBED, ETC WILLFULLY VIOLATED SECTIONS 15(C)(2) AND (3), AND 17(A)(1) OF THE EXCHANGE ACT, AND RULES 15C2-1(A)(1), 15C3-3, 17A-5(A) AND 17A-5(D)(2) THEREUNDER.

Initiated By: UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Date Initiated: 03/19/2018

Docket/Case Number: 3-18406

Principal Product Type: Other

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Cease and Desist

Other Sanction(s)/Relief Sought:

Resolution: Order

Resolution Date: 03/19/2018

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? Yes

Sanctions Ordered: Censure
Monetary/Fine \$80,000.00



Cease and Desist/Injunction

Other Sanctions Ordered:

Sanction Details:

ETC IS CENSURED AND ORDERED TO CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTIONS 15(C)(2) AND (3), AND 17(A)(1) OF THE EXCHANGE ACT, AND RULES 15C2(A)(1), 15C3-3 AND 17A-5 THEREUNDER. ETC IS ALSO ORDERED TO PAY A CIVIL MONEY PENALTY IN THE AMOUNT OF \$80,000.

Regulator Statement

RESPONDENT HAS SUBMITTED AN OFFER OF SETTLEMENT (THE "OFFER") WHICH THE COMMISSION HAS DETERMINED TO ACCEPT.

ETC WILLFULLY VIOLATED SECTIONS 15(C)(2) AND (3), AND 17(A)(1) OF THE EXCHANGE ACT, AND RULES 15C2-1(A)(1), 15C3-3, 17A-5(A) AND 17A-5(D)(2) THEREUNDER.

IT IS ORDERED THAT ETC IS CENSURED AND SHALL CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTIONS 15(C)(2) AND (3), AND 17(A)(1) OF THE EXCHANGE ACT, AND RULES 15C2(A)(1), 15C3-3 AND 17A-5 THEREUNDER.

ETC IS ALSO ORDERED TO PAY A CIVIL MONEY PENALTY IN THE AMOUNT OF \$80,000.

Reporting Source:

Firm

Current Status:

Final

Allegations:

THE SECURITIES AND EXCHANGE COMMISSION ("COMMISSION") FOUND THAT RESPONDENT VIOLATED SECTIONS 15(C)(2), 15(C)(3) AND 17(A)(1) OF THE EXCHANGE ACT AND RULES 15C2-1(A), 15C3-3 AND 17A-5 THEREUNDER.

UNDER PRIOR SENIOR MANAGEMENT:

ON SEVERAL OCCASIONS IN NOVEMBER AND DECEMBER 2015, RESPONDENT MOVED APPROXIMATELY \$7.8 MILLION IN CASH CUSTOMERS' FULLY PAID SECURITIES TO ITS OMNIBUS MARGIN ACCOUNT MAINTAINED AT ANOTHER CLEARING FIRM ("CLEARING FIRM A"), TO MEET THE IN-HOUSE MARGIN REQUIREMENTS OF THAT CLEARING FIRM.

ON THREE OCCASIONS IN SEPTEMBER AND NOVEMBER 2015, RESPONDENT DELIVERED FULLY PAID SECURITIES OF TWO CASH CUSTOMERS VALUED AT OVER \$17.77 MILLION FROM ITS DEPOSITORY



TRUST COMPANY ("DTC") ACCOUNT TO CLEARING FIRM A'S DTC ACCOUNT IN EXCHANGE FOR IMMEDIATE FUNDS.

IN DECEMBER 2015, RESPONDENT FAILED TO PROPERLY SEGREGATE A CUSTOMER'S EXCESS MARGIN SECURITIES, CAUSING APPROXIMATELY \$17.7 MILLION OF THE CUSTOMER'S EXCESS MARGIN SECURITIES TO BE LOANED OUT BY CLEARING FIRM A. RESPONDENT DID NOT OBTAIN THE CUSTOMERS' CONSENT BEFORE MOVING OR PLEDGING THESE SECURITIES. IN DOING SO, RESPONDENT VIOLATED THE CUSTOMER PROTECTION RULE AND THE HYPOTHECATION RULES.

FURTHER, RESPONDENT'S FAILURE TO OBTAIN AND MAINTAIN PHYSICAL POSSESSION OR CONTROL OF CUSTOMER ASSETS ALSO CAUSED IT TO VIOLATE THE FINANCIAL REPORTING RULE, BECAUSE IT FAILED TO REPORT SUCH POSSESSION OR CONTROL FAILURES IN ITS MONTHLY AND QUARTERLY FOCUS REPORTS AND THE SUPPORTING SCHEDULE TO ITS ANNUAL FINANCIAL REPORT FOR 2015.

Initiated By: UNITED STATES SECURITIES AND EXCHANGE COMMISSION ("SEC")

Date Initiated: 03/19/2018

Docket/Case Number: 3-18406

Principal Product Type: Other

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Cease and Desist

Other Sanction(s)/Relief Sought:

Resolution: Order

Resolution Date: 03/19/2018

Sanctions Ordered: Censure
Monetary/Fine \$80,000.00

Other Sanctions Ordered:

Sanction Details: RESPONDENT IS CENSURED AND ORDERED TO CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTIONS 15(C)(2) AND (3), AND 17(A)(1) OF THE EXCHANGE ACT, AND RULES 15C2(A)(1), 15C3-3 AND 17A-5 THEREUNDER. RESPONDENT IS ALSO ORDERED TO PAY A CIVIL MONEY PENALTY IN THE AMOUNT OF \$80,000.

Firm Statement ALL VIOLATIONS WERE THE DECISIONS AND ACTIONS OF PRIOR SENIOR



MANAGEMENT. AS A RESULT, ETC WAS FOUND TO HAVE WILLFULLY VIOLATED SECTIONS 15(C)(2) AND (3), AND 17(A)(1) OF THE EXCHANGE ACT, AND RULES 15C2-1(A)(1), 15C3-3, 17A-5(A) AND 17A-5(D)(2) THEREUNDER.

IT WAS ORDERED THAT RESPONDENT IS CENSURED AND SHALL CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTIONS 15(C)(2) AND (3), AND 17(A)(1) OF THE EXCHANGE ACT, AND RULES 15C2(A)(1), 15C3-3 AND 17A-5 THEREUNDER. RESPONDENT IS ALSO ORDERED TO PAY A CIVIL MONEY PENALTY IN THE AMOUNT OF \$80,000.

RESPONDENT, UNDER NEW SENIOR MANAGEMENT, SUBMITTED AN OFFER OF SETTLEMENT WHICH THE COMMISSION HAS ACCEPTED.

Disclosure 37 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO TAKE REASONABLE STEPS TO ESTABLISH THAT THE INTERMARKET SWEEP ORDERS (ISOS) IT ROUTED MET THE DEFINITIONAL REQUIREMENTS SET FORTH IN RULE 600(B)(30) OF REGULATION NMS. THE FINDINGS STATED THAT THE FIRM IMPROPERLY RELIED UPON THE SYSTEMS OF A NON-BROKER-DEALER CUSTOMER TO TAKE MARKET DATA SNAPSHOTS AND MAKE CORRECT ISO ROUTING DECISIONS. IN ADDITION, THE MARKET DATA SNAPSHOTS THAT THE FIRM OBTAINED FROM ITS CUSTOMER FAILED TO CAPTURE PROTECTED QUOTATIONS FOR ALL OF THE APPLICABLE EXCHANGES. AS SUCH, THE FIRM FAILED TO CAPTURE PROTECTED QUOTATIONS FOR CERTAIN SECURITIES, FOR PURPOSES OF COMPLYING WITH RULE 600(B)(30). AS A CONSEQUENCE, THE FIRM FAILED TO SIMULTANEOUSLY SEND ISOS TO EXECUTE AGAINST THE FULL DISPLAYED SIZE OF CERTAIN PROTECTED QUOTATIONS OF SECURITIES WHEN ROUTING ISOS TO OTHER MARKETS, INCLUDING BYX, WHICH LED TO CERTAIN TRADE-THROUGHS OF SUCH PROTECTED QUOTATIONS. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO HAVE ADEQUATE PROCEDURES FOR COMPLYING WITH THE REGULATORY REQUIREMENTS OF RULE 611(C), AND FAILED TO PROVIDE DOCUMENTATION EVIDENCING THAT IT CONDUCTED POST-TRADE REVIEWS OF THE ISOS THAT WERE HANDLED BY THE FIRM. THE FIRM ALSO DID NOT PROVIDE FOR SUPERVISION, INCLUDING WRITTEN SUPERVISORY PROCEDURES (WSPS), REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO RULE 611(C) AND BYX RULE 11.13(B)(3)(F). IN ADDITION, THE DATA THAT



THE FIRM UTILIZED IN ITS SUPERVISORY REVIEWS DID NOT ALLOW THE FIRM TO ADEQUATELY VERIFY THE ACCURACY OF THE MARKET DATA SNAPSHOTS THAT WERE PROVIDED BY ITS CUSTOMER. ACCORDINGLY, THE FIRM VIOLATED BYX RULES 11.13(B)(3)(F), 5.1 AND 3.1, AND RULE 611(C).

Initiated By: BATS BYX EXCHANGE, INC.

Date Initiated: 02/07/2018

Docket/Case Number: 2014043787005

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 03/08/2018

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$6,800.00

Other Sanctions Ordered: UNDERTAKING: REVISE THE FIRM'S WSPS

Sanction Details: THE FIRM WAS CENSURED, FINED A TOTAL OF \$40,000, TO BE PAID JOINTLY TO FINRA AND THE EXCHANGES, OF WHICH \$6,800 SHALL BE PAID TO BYX AND UNDERTAKES TO REVISE THE FIRM'S CONTROLS AND WSPS WITH RESPECT TO THE AREAS DESCRIBED IN THIS MATTER. THE AWC BECAME FINAL ON MARCH 8, 2018.

Reporting Source: Firm

Current Status: Final

Appealed To and Date Appeal Filed: --



Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO TAKE REASONABLE STEPS TO ESTABLISH THAT THE INTERMARKET SWEEP ORDERS (ISOS) IT ROUTED MET THE DEFINITIONAL REQUIREMENTS SET FORTH IN RULE 600(B)(30) OF REGULATION NMS. THE FINDINGS STATED THAT THE FIRM IMPROPERLY RELIED UPON THE SYSTEMS OF A NON-BROKER-DEALER CUSTOMER TO TAKE MARKET DATA SNAPSHOTS AND MAKE CORRECT ISO ROUTING DECISIONS. IN ADDITION, THE MARKET DATA SNAPSHOTS THAT THE FIRM OBTAINED FROM ITS CUSTOMER FAILED TO CAPTURE PROTECTED QUOTATIONS FOR ALL OF THE APPLICABLE EXCHANGES. AS SUCH, THE FIRM FAILED TO CAPTURE PROTECTED QUOTATIONS FOR CERTAIN SECURITIES, FOR PURPOSES OF COMPLYING WITH RULE 600(B)(30). AS A CONSEQUENCE, THE FIRM FAILED TO SIMULTANEOUSLY SEND ISOS TO EXECUTE AGAINST THE FULL DISPLAYED SIZE OF CERTAIN PROTECTED QUOTATIONS OF SECURITIES WHEN ROUTING ISOS TO OTHER MARKETS, INCLUDING BYX, WHICH LED TO CERTAIN TRADE-THROUGHS OF SUCH PROTECTED QUOTATIONS. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO HAVE ADEQUATE PROCEDURES FOR COMPLYING WITH THE REGULATORY REQUIREMENTS OF RULE 611(C), AND IN SOME INSTANCES FAILED TO PROVIDE DOCUMENTATION EVIDENCING THAT IT CONDUCTED POST-TRADE REVIEWS OF THE ISOS THAT WERE HANDLED BY THE FIRM. THE FIRM ALSO DID NOT PROVIDE FOR SUPERVISION, INCLUDING WRITTEN SUPERVISORY PROCEDURES (WSPS), REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO RULE 611(C) AND BYX RULE 11.13(B)(3)(F). IN ADDITION, THE DATA THAT THE FIRM UTILIZED IN ITS SUPERVISORY REVIEWS DID NOT ALLOW THE FIRM TO ADEQUATELY VERIFY THE ACCURACY OF THE MARKET DATA SNAPSHOTS THAT WERE PROVIDED BY ITS CUSTOMER. ACCORDINGLY, THE FIRM VIOLATED BYX RULES 11.13(B)(3)(F), 5.1 AND 3.1, AND RULE 611(C).

Initiated By: BATS BYX EXCHANGE, INC.
Date Initiated: 11/07/2017
Docket/Case Number: 2014043787005
Principal Product Type: Other
Other Product Type(s): UNSPECIFIED SECURITIES
Principal Sanction(s)/Relief Sought: Censure
Other Sanction(s)/Relief Sought: --
Resolution: Acceptance, Waiver & Consent(AWC)



Resolution Date:	01/26/2018
Sanctions Ordered:	Censure Monetary/Fine \$6,800.00
Other Sanctions Ordered:	--
Sanction Details:	THE FIRM WAS CENSURED, FINED A TOTAL OF \$40,000, TO BE PAID JOINTLY TO FINRA AND THE EXCHANGES, OF WHICH \$6,800 SHALL BE PAID TO BATS BYX EXCHANGE, INC. AND UNDERTAKES TO REVISE THE FIRM'S CONTROLS AND WSPS WITH RESPECT TO THE AREAS DESCRIBED IN THIS MATTER. THIS AWC SHALL BECOME FINAL ON FEBRUARY 26, 2018
Firm Statement	--

Disclosure 38 of 61

Reporting Source:	Regulator
Current Status:	Final
Allegations:	<p>WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO TAKE REASONABLE STEPS TO ESTABLISH THAT THE INTERMARKET SWEEP ORDERS (ISOS) IT ROUTED MET THE DEFINITIONAL REQUIREMENTS SET FORTH IN RULE 600(B)(30) OF REGULATION NMS. THE FINDINGS STATED THAT THE FIRM IMPROPERLY RELIED UPON THE SYSTEMS OF A NON-BROKER-DEALER CUSTOMER TO TAKE MARKET DATA SNAPSHOTS AND MAKE CORRECT ISO ROUTING DECISIONS. IN ADDITION, THE MARKET DATA SNAPSHOTS THAT THE FIRM OBTAINED FROM ITS CUSTOMER FAILED TO CAPTURE PROTECTED QUOTATIONS FOR ALL OF THE APPLICABLE EXCHANGES. AS SUCH, THE FIRM FAILED TO CAPTURE PROTECTED QUOTATIONS FOR CERTAIN SECURITIES, FOR PURPOSES OF COMPLYING WITH RULE 600(B)(30). AS A CONSEQUENCE, THE FIRM FAILED TO SIMULTANEOUSLY SEND ISOS TO EXECUTE AGAINST THE FULL DISPLAYED SIZE OF CERTAIN PROTECTED QUOTATIONS OF SECURITIES WHEN ROUTING ISOS TO OTHER MARKETS, INCLUDING BZX, WHICH LED TO CERTAIN TRADE-THROUGHS OF SUCH PROTECTED QUOTATIONS. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO HAVE ADEQUATE PROCEDURES FOR COMPLYING WITH THE REGULATORY REQUIREMENTS OF RULE 611(C), AND FAILED TO PROVIDE DOCUMENTATION EVIDENCING THAT IT CONDUCTED POST-TRADE REVIEWS OF THE ISOS THAT WERE HANDLED BY THE FIRM. THE FIRM ALSO DID NOT PROVIDE FOR SUPERVISION, INCLUDING WRITTEN SUPERVISORY PROCEDURES (WSPS), REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO RULE 611(C) AND BZX RULE 11.9(D). IN ADDITION, THE DATA THAT THE FIRM UTILIZED IN ITS SUPERVISORY REVIEWS DID NOT ALLOW THE FIRM TO ADEQUATELY VERIFY THE ACCURACY OF THE MARKET DATA SNAPSHOTS</p>



THAT WERE PROVIDED BY ITS CUSTOMER. ACCORDINGLY, THE FIRM VIOLATED BZX RULES 11.9(D), 5.1 AND 3.1, AND RULE 611(C).

Initiated By: BATS BZX EXCHANGE, INC.

Date Initiated: 02/07/2018

Docket/Case Number: 2014043787004

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 03/08/2018

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$6,800.00

Other Sanctions Ordered: UNDERTAKING: REVISE THE FIRM'S WSPS

Sanction Details: THE FIRM WAS CENSURED, FINED A TOTAL OF \$40,000, TO BE PAID JOINTLY TO FINRA AND THE EXCHANGES IN RELATED DISCIPLINARY MATTERS, OF WHICH \$6,800 SHALL BE PAID TO BZX AND UNDERTAKES TO REVISE THE FIRM'S CONTROLS AND WSPS WITH RESPECT TO THE AREAS DESCRIBED IN THIS MATTER. THE AWC BECAME FINAL ON MARCH 8, 2018.

Reporting Source: Firm

Current Status: Final

Appealed To and Date Appeal Filed: --

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO TAKE REASONABLE STEPS TO ESTABLISH THAT THE INTERMARKET



SWEEP ORDERS (ISOS) IT ROUTED MET THE DEFINITIONAL REQUIREMENTS SET FORTH IN RULE 600(B)(30) OF REGULATION NMS. THE FINDINGS STATED THAT THE FIRM IMPROPERLY RELIED UPON THE SYSTEMS OF A NON-BROKER-DEALER CUSTOMER TO TAKE MARKET DATA SNAPSHOTS AND MAKE CORRECT ISO ROUTING DECISIONS. IN ADDITION, THE MARKET DATA SNAPSHOTS THAT THE FIRM OBTAINED FROM ITS CUSTOMER FAILED TO CAPTURE PROTECTED QUOTATIONS FOR ALL OF THE APPLICABLE EXCHANGES. AS SUCH, THE FIRM FAILED TO CAPTURE PROTECTED QUOTATIONS FOR CERTAIN SECURITIES, FOR PURPOSES OF COMPLYING WITH RULE 600(B)(30). AS A CONSEQUENCE, THE FIRM FAILED TO SIMULTANEOUSLY SEND ISOS TO EXECUTE AGAINST THE FULL DISPLAYED SIZE OF CERTAIN PROTECTED QUOTATIONS OF SECURITIES WHEN ROUTING ISOS TO OTHER MARKETS, INCLUDING BZX, WHICH LED TO CERTAIN TRADE-THROUGHS OF SUCH PROTECTED QUOTATIONS. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO HAVE ADEQUATE PROCEDURES FOR COMPLYING WITH THE REGULATORY REQUIREMENTS OF RULE 611(C), AND IN SOME INSTANCES FAILED TO PROVIDE DOCUMENTATION EVIDENCING THAT IT CONDUCTED POST-TRADE REVIEWS OF THE ISOS THAT WERE HANDLED BY THE FIRM. THE FIRM ALSO DID NOT PROVIDE FOR SUPERVISION, INCLUDING WRITTEN SUPERVISORY PROCEDURES (WSPS), REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO RULE 611(C) AND BZX RULE 11.9(D). IN ADDITION, THE DATA THAT THE FIRM UTILIZED IN ITS SUPERVISORY REVIEWS DID NOT ALLOW THE FIRM TO ADEQUATELY VERIFY THE ACCURACY OF THE MARKET DATA SNAPSHOTS THAT WERE PROVIDED BY ITS CUSTOMER. ACCORDINGLY, THE FIRM VIOLATED BZX RULES 11.9(D), 5.1 AND 3.1, AND RULE 611(C).

Initiated By: BATS BZX EXCHANGE, INC.

Date Initiated: 11/07/2017

Docket/Case Number: 2014043787004

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought: Censure

Other Sanction(s)/Relief Sought: --

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 01/26/2018

Sanctions Ordered: Censure
Monetary/Fine \$6,800.00



Other Sanctions Ordered: --

Sanction Details: THE FIRM WAS CENSURED, FINED A TOTAL OF \$40,000, TO BE PAID JOINTLY TO FINRA AND THE EXCHANGES, OF WHICH \$6,800 SHALL BE PAID TO BATS BZX EXCHANGE, INC. AND UNDERTAKES TO REVISE THE FIRM'S CONTROLS AND WSPS WITH RESPECT TO THE AREAS DESCRIBED IN THIS MATTER. THIS AWC SHALL BECOME FINAL ON FEBRUARY 26, 2018.

Firm Statement --

Disclosure 39 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO TAKE REASONABLE STEPS TO ESTABLISH THAT THE INTERMARKET SWEEP ORDERS (ISOS) IT ROUTED MET THE DEFINITIONAL REQUIREMENTS SET FORTH IN RULE 600(B)(30) OF REGULATION NMS. THE FINDINGS STATED THAT THE FIRM IMPROPERLY RELIED UPON THE SYSTEMS OF A NON-BROKER-DEALER CUSTOMER TO TAKE MARKET DATA SNAPSHOTS AND MAKE CORRECT ISO ROUTING DECISIONS. IN ADDITION, THE MARKET DATA SNAPSHOTS THAT THE FIRM OBTAINED FROM ITS CUSTOMER FAILED TO CAPTURE PROTECTED QUOTATIONS FOR ALL OF THE APPLICABLE EXCHANGES. AS SUCH, THE FIRM FAILED TO CAPTURE PROTECTED QUOTATIONS FOR CERTAIN SECURITIES, FOR PURPOSES OF COMPLYING WITH RULE 600(B)(30). AS A CONSEQUENCE, THE FIRM FAILED TO SIMULTANEOUSLY SEND ISOS TO EXECUTE AGAINST THE FULL DISPLAYED SIZE OF CERTAIN PROTECTED QUOTATIONS OF SECURITIES WHEN ROUTING ISOS TO OTHER MARKETS, INCLUDING NYSE AMERICAN, WHICH LED TO CERTAIN TRADE-THROUGHS OF SUCH PROTECTED QUOTATIONS. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO HAVE ADEQUATE PROCEDURES FOR COMPLYING WITH THE REGULATORY REQUIREMENTS OF RULE 611(C), AND FAILED TO PROVIDE DOCUMENTATION EVIDENCING THAT IT CONDUCTED POST-TRADE REVIEWS OF THE ISOS THAT WERE HANDLED BY THE FIRM. THE FIRM ALSO DID NOT PROVIDE FOR SUPERVISION, INCLUDING WRITTEN SUPERVISORY PROCEDURES (WSPS), REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO RULE 611(C) AND NYSE RULE 13(3) DURING THE REVIEW PERIOD. IN ADDITION, THE DATA THAT THE FIRM UTILIZED IN ITS SUPERVISORY REVIEWS DID NOT ALLOW THE FIRM TO ADEQUATELY VERIFY THE ACCURACY OF THE MARKET DATA SNAPSHOTS THAT WERE PROVIDED BY ITS CUSTOMER. ACCORDINGLY, THE FIRM VIOLATED NYSE RULES 13(3), 342 (FOR CONDUCT PRIOR TO



DECEMBER 1, 2014), 3110 (FOR CONDUCT ON OR AFTER DECEMBER 1, 2014), AND 2010, AND RULE 611(C).

Initiated By: NEW YORK STOCK EXCHANGE

Date Initiated: 01/26/2018

Docket/Case Number: 2014043787001

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 02/26/2018

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$6,800.00

Other Sanctions Ordered: UNDERTAKING: REVISE THE FIRM'S WSPS

Sanction Details: THE FIRM WAS CENSURED, FINED A TOTAL OF \$40,000 TO BE PAID JOINTLY TO THE EXCHANGES IN RELATED DISCIPLINARY MATTERS, OF WHICH \$6,800 SHALL BE PAID TO THE NYSE, AND UNDERTAKES TO REVISE THE FIRM'S WSPS. THE AWC BECAME FINAL ON FEBRUARY 26, 2018.

Reporting Source: Firm

Current Status: Final

Appealed To and Date Appeal Filed: --

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO TAKE REASONABLE STEPS TO ESTABLISH THAT THE INTERMARKET SWEEP ORDERS (ISOS) IT ROUTED MET THE DEFINITIONAL



REQUIREMENTS SET FORTH IN RULE 600(B)(30) OF REGULATION NMS. THE FIRM IMPROPERLY RELIED UPON THE SYSTEMS OF A NON-BROKER-DEALER CUSTOMER TO TAKE MARKET DATA SNAPSHOTS AND MAKE CORRECT ISO ROUTING DECISIONS. THE SNAPSHOTS THAT THE FIRM OBTAINED FROM ITS CUSTOMER FAILED TO CAPTURE PROTECTED QUOTATIONS FOR ALL OF THE APPLICABLE EXCHANGES. THE FIRM FAILED TO CAPTURE PROTECTED QUOTATIONS FOR CERTAIN SECURITIES, FOR PURPOSES OF COMPLYING WITH RULE 600(B)(30). THE FIRM FAILED TO SIMULTANEOUSLY SEND ISOS TO EXECUTE AGAINST THE FULL DISPLAYED SIZE OF CERTAIN PROTECTED QUOTATIONS OF SECURITIES WHEN ROUTING ISOS TO OTHER MARKETS, INCLUDING NYSE AMERICAN, WHICH LED TO CERTAIN TRADE-THROUGHS OF SUCH PROTECTED QUOTATIONS. THE FIRM FAILED TO HAVE ADEQUATE PROCEDURES FOR COMPLYING WITH THE REGULATORY REQUIREMENTS OF RULE 611(C), AND IN SOME INSTANCES FAILED TO PROVIDE DOCUMENTATION EVIDENCING THAT IT CONDUCTED POST-TRADE REVIEWS OF THE ISOS THAT WERE HANDLED BY THE FIRM. THE FIRM'S WSPS WERE NOT REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO RULE 611(C) AND NYSE RULE 13(3) DURING THE REVIEW PERIOD. IN ADDITION, THE DATA THAT THE FIRM UTILIZED IN ITS SUPERVISORY REVIEWS DID NOT ALLOW THE FIRM TO ADEQUATELY VERIFY THE ACCURACY OF THE MARKET DATA SNAPSHOTS THAT WERE PROVIDED BY ITS CUSTOMER. ACCORDINGLY, THE FIRM VIOLATED NYSE RULES 13(3), 342 (FOR CONDUCT PRIOR TO DECEMBER 1, 2014), 3110 (FOR CONDUCT ON OR AFTER DECEMBER 1, 2014), AND 2010, AND RULE 611(C).

Initiated By: NEW YORK STOCK EXCHANGE

Date Initiated: 11/07/2017

Docket/Case Number: 2014043787001

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought: Censure

Other Sanction(s)/Relief Sought: --

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 01/26/2018

Sanctions Ordered: Censure
Monetary/Fine \$6,800.00

Other Sanctions Ordered: --



Sanction Details: THE FIRM WAS CENSURED, FINED A TOTAL OF \$40,000, TO BE PAID JOINTLY TO FINRA AND THE EXCHANGES, OF WHICH \$6,800 SHALL BE PAID TO THE NYSE AND UNDERTAKES TO REVISE THE FIRM'S CONTROLS AND WSPS WITH RESPECT TO THE AREAS DESCRIBED IN THIS MATTER. THIS AWC SHALL BECOME FINAL ON FEBRUARY 26, 2018, UNLESS REVIEW BY THE NYSE EXCHANGE BOARD OF DIRECTORS IS REQUESTED.

Firm Statement --

Disclosure 40 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO TAKE REASONABLE STEPS TO ESTABLISH THAT THE INTERMARKET SWEEP ORDERS (ISOS) IT ROUTED MET THE DEFINITIONAL REQUIREMENTS SET FORTH IN RULE 600(B)(30) OF REGULATION NMS. THE FINDINGS STATED THAT THE FIRM IMPROPERLY RELIED UPON THE SYSTEMS OF A NON-BROKER-DEALER CUSTOMER TO TAKE MARKET DATA SNAPSHOTS AND MAKE CORRECT ISO ROUTING DECISIONS. IN ADDITION, THE MARKET DATA SNAPSHOTS THAT THE FIRM OBTAINED FROM ITS CUSTOMER FAILED TO CAPTURE PROTECTED QUOTATIONS FOR ALL OF THE APPLICABLE EXCHANGES. AS SUCH, THE FIRM FAILED TO CAPTURE PROTECTED QUOTATIONS FOR CERTAIN SECURITIES, FOR PURPOSES OF COMPLYING WITH RULE 600(B)(30). AS A CONSEQUENCE, THE FIRM FAILED TO SIMULTANEOUSLY SEND ISOS TO EXECUTE AGAINST THE FULL DISPLAYED SIZE OF CERTAIN PROTECTED QUOTATIONS OF SECURITIES WHEN ROUTING ISOS TO OTHER MARKETS, INCLUDING EDGX, WHICH LED TO CERTAIN TRADE-THROUGHS OF SUCH PROTECTED QUOTATIONS. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO HAVE ADEQUATE PROCEDURES FOR COMPLYING WITH THE REGULATORY REQUIREMENTS OF RULE 611(C), AND FAILED TO PROVIDE DOCUMENTATION EVIDENCING THAT IT CONDUCTED POST-TRADE REVIEWS OF THE ISOS THAT WERE HANDLED BY THE FIRM. THE FIRM ALSO DID NOT PROVIDE FOR SUPERVISION, INCLUDING WRITTEN SUPERVISORY PROCEDURES (WSPS), REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO RULE 611(C) AND EDGX RULE 11.8(C) DURING THE REVIEW PERIOD. IN ADDITION, THE DATA THAT THE FIRM UTILIZED IN ITS SUPERVISORY REVIEWS DID NOT ALLOW THE FIRM TO ADEQUATELY VERIFY THE ACCURACY OF THE MARKET DATA SNAPSHOTS THAT WERE PROVIDED BY ITS CUSTOMER. ACCORDINGLY, THE FIRM VIOLATED EDGX RULES 11.5(D)(1) (FOR CONDUCT PRIOR TO OCTOBER 29, 2014), 11.8(C) (FOR CONDUCT ON OR AFTER OCTOBER 29, 2014), 5.1, AND 3.1, AND RULE



611(C).

Initiated By: BATS EDGX EXCHANGE, INC.**Date Initiated:** 02/07/2018**Docket/Case Number:** 2014043787006**Principal Product Type:** Other**Other Product Type(s):** UNSPECIFIED SECURITIES**Principal Sanction(s)/Relief Sought:****Other Sanction(s)/Relief Sought:****Resolution:** Acceptance, Waiver & Consent(AWC)**Resolution Date:** 03/08/2018**Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?** No**Sanctions Ordered:** Censure
Monetary/Fine \$6,800.00**Other Sanctions Ordered:** UNDERTAKING: REVISE THE FIRM'S WSPS**Sanction Details:** THE FIRM WAS CENSURED, FINED A TOTAL OF \$40,000, TO BE PAID JOINTLY TO FINRA AND THE EXCHANGES, OF WHICH \$6,800 SHALL BE PAID TO EDGX AND UNDERTAKES TO REVISE THE FIRM'S CONTROLS AND WSPS WITH RESPECT TO THE AREAS DESCRIBED IN THIS MATTER. THE AWC BECAME FINAL ON MARCH 8, 2018.**Reporting Source:** Firm**Current Status:** Final**Appealed To and Date Appeal Filed:** --**Allegations:** WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO TAKE REASONABLE STEPS TO ESTABLISH THAT THE INTERMARKET SWEEP ORDERS (ISOS) IT ROUTED MET THE DEFINITIONAL



REQUIREMENTS SET FORTH IN RULE 600(B)(30) OF REGULATION NMS. THE FINDINGS STATED THAT THE FIRM IMPROPERLY RELIED UPON THE SYSTEMS OF A NON-BROKER-DEALER CUSTOMER TO TAKE MARKET DATA SNAPSHOTS AND MAKE CORRECT ISO ROUTING DECISIONS. IN ADDITION, THE MARKET DATA SNAPSHOTS THAT THE FIRM OBTAINED FROM ITS CUSTOMER FAILED TO CAPTURE PROTECTED QUOTATIONS FOR ALL OF THE APPLICABLE EXCHANGES. AS SUCH, THE FIRM FAILED TO CAPTURE PROTECTED QUOTATIONS FOR CERTAIN SECURITIES, FOR PURPOSES OF COMPLYING WITH RULE 600(B)(30). AS A CONSEQUENCE, THE FIRM FAILED TO SIMULTANEOUSLY SEND ISOS TO EXECUTE AGAINST THE FULL DISPLAYED SIZE OF CERTAIN PROTECTED QUOTATIONS OF SECURITIES WHEN ROUTING ISOS TO OTHER MARKETS, INCLUDING EDGX, WHICH LED TO CERTAIN TRADE-THROUGHS OF SUCH PROTECTED QUOTATIONS. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO HAVE ADEQUATE PROCEDURES FOR COMPLYING WITH THE REGULATORY REQUIREMENTS OF RULE 611(C), AND IN SOME INSTANCES FAILED TO PROVIDE DOCUMENTATION EVIDENCING THAT IT CONDUCTED POST-TRADE REVIEWS OF THE ISOS THAT WERE HANDLED BY THE FIRM. THE FIRM ALSO DID NOT PROVIDE FOR SUPERVISION, INCLUDING WRITTEN SUPERVISORY PROCEDURES (WSPS), REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO RULE 611(C) AND EDGX RULE 11.8(C) DURING THE REVIEW PERIOD. IN ADDITION, THE DATA THAT THE FIRM UTILIZED IN ITS SUPERVISORY REVIEWS DID NOT ALLOW THE FIRM TO ADEQUATELY VERIFY THE ACCURACY OF THE MARKET DATA SNAPSHOTS THAT WERE PROVIDED BY ITS CUSTOMER. ACCORDINGLY, THE FIRM VIOLATED EDGX RULES 11.5(D)(1) (FOR CONDUCT PRIOR TO OCTOBER 29, 2014), 11.8(C) (FOR CONDUCT ON OR AFTER OCTOBER 29, 2014), 5.1, AND 3.1, AND RULE 611(C).

Initiated By: BATS EDGX EXCHANGE, INC.

Date Initiated: 11/07/2017

Docket/Case Number: 2014043787006

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought: Censure

Other Sanction(s)/Relief Sought: --

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 01/26/2018

Sanctions Ordered: Censure



Monetary/Fine \$6,800.00

Other Sanctions Ordered: --

Sanction Details: THE FIRM WAS CENSURED, FINED A TOTAL OF \$40,000, TO BE PAID JOINTLY TO FINRA AND THE EXCHANGES, OF WHICH \$6,800 SHALL BE PAID TO BATS EDGX EXCHANGE, INC. AND UNDERTAKES TO REVISE THE FIRM'S CONTROLS AND WSPS WITH RESPECT TO THE AREAS DESCRIBED IN THIS MATTER. THIS AWC SHALL BECOME FINAL ON FEBRUARY 26, 2018

Firm Statement --

Disclosure 41 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO TAKE REASONABLE STEPS TO ESTABLISH THAT THE INTERMARKET SWEEP ORDERS (ISOS) IT ROUTED MET THE DEFINITIONAL REQUIREMENTS SET FORTH IN RULE 600(B)(30) OF REGULATION NMS. THE FINDINGS STATED THAT THE FIRM IMPROPERLY RELIED UPON THE SYSTEMS OF A NON-BROKER-DEALER CUSTOMER TO TAKE MARKET DATA SNAPSHOTS AND MAKE CORRECT ISO ROUTING DECISIONS. IN ADDITION, THE MARKET DATA SNAPSHOTS THAT THE FIRM OBTAINED FROM ITS CUSTOMER FAILED TO CAPTURE PROTECTED QUOTATIONS FOR ALL OF THE APPLICABLE EXCHANGES. AS SUCH, THE FIRM FAILED TO CAPTURE PROTECTED QUOTATIONS FOR CERTAIN SECURITIES, FOR PURPOSES OF COMPLYING WITH RULE 600(B)(30). AS A CONSEQUENCE, THE FIRM FAILED TO SIMULTANEOUSLY SEND ISOS TO EXECUTE AGAINST THE FULL DISPLAYED SIZE OF CERTAIN PROTECTED QUOTATIONS OF SECURITIES WHEN ROUTING ISOS TO OTHER MARKETS, WHICH LED TO CERTAIN TRADE-THROUGHS OF SUCH PROTECTED QUOTATIONS. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO HAVE ADEQUATE PROCEDURES FOR COMPLYING WITH THE REGULATORY REQUIREMENTS OF RULE 611(C), AND FAILED TO PROVIDE DOCUMENTATION EVIDENCING THAT IT CONDUCTED POST-TRADE REVIEWS OF THE ISOS THAT WERE HANDLED BY THE FIRM. THE FIRM ALSO DID NOT PROVIDE FOR SUPERVISION, INCLUDING WRITTEN SUPERVISORY PROCEDURES (WSPS), REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO RULE 611(C). IN ADDITION, THE DATA THAT THE FIRM UTILIZED IN ITS SUPERVISORY REVIEWS DID NOT ALLOW THE FIRM TO ADEQUATELY VERIFY THE ACCURACY OF THE MARKET DATA SNAPSHOTS THAT WERE PROVIDED BY ITS CUSTOMER.

Initiated By: FINRA



Date Initiated: 02/07/2018
Docket/Case Number: 2014043787003
Principal Product Type: Other
Other Product Type(s): UNSPECIFIED SECURITIES
Principal Sanction(s)/Relief Sought:
Other Sanction(s)/Relief Sought:
Resolution: Acceptance, Waiver & Consent(AWC)
Resolution Date: 02/07/2018
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No
Sanctions Ordered: Censure
 Monetary/Fine \$6,000.00
Other Sanctions Ordered: UNDERTAKINGS
Sanction Details: THE FIRM WAS CENSURED, FINED A TOTAL OF \$40,000, TO BE PAID JOINTLY TO FINRA AND THE EXCHANGES, OF WHICH \$6,000 SHALL BE PAID TO FINRA AND UNDERTAKES TO REVISE THE FIRM'S CONTROLS AND WSPS WITH RESPECT TO THE AREAS DESCRIBED IN THIS MATTER. FINES PAID IN FULL ON FEBRUARY 15, 2018.

Reporting Source: Firm
Current Status: Final
Appealed To and Date Appeal Filed: --

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO TAKE REASONABLE STEPS TO ESTABLISH THAT THE INTERMARKET SWEEP ORDERS (ISOS) IT ROUTED MET THE DEFINITIONAL REQUIREMENTS SET FORTH IN RULE 600(B)(30) OF REGULATION NMS. THE FIRM IMPROPERLY RELIED UPON THE SYSTEMS OF A NON-BROKER-DEALER CUSTOMER TO TAKE MARKET DATA SNAPSHOTS AND MAKE



CORRECT ISO ROUTING DECISIONS. THE SNAPSHOTS THAT THE FIRM OBTAINED FROM ITS CUSTOMER FAILED TO CAPTURE PROTECTED QUOTATIONS FOR ALL OF THE APPLICABLE EXCHANGES. THE FIRM FAILED TO CAPTURE PROTECTED QUOTATIONS FOR CERTAIN SECURITIES, FOR PURPOSES OF COMPLYING WITH RULE 600(B)(30). THE FIRM FAILED TO SIMULTANEOUSLY SEND ISOS TO EXECUTE AGAINST THE FULL DISPLAYED SIZE OF CERTAIN PROTECTED QUOTATIONS OF SECURITIES WHEN ROUTING ISOS TO OTHER MARKETS, INCLUDING NYSE AMERICAN, WHICH LED TO CERTAIN TRADE-THROUGHS OF SUCH PROTECTED QUOTATIONS. THE FIRM FAILED TO HAVE ADEQUATE PROCEDURES FOR COMPLYING WITH THE REGULATORY REQUIREMENTS OF RULE 611(C), AND IN SOME INSTANCES FAILED TO PROVIDE DOCUMENTATION EVIDENCING THAT IT CONDUCTED POST-TRADE REVIEWS OF THE ISOS THAT WERE HANDLED BY THE FIRM. THE FIRM'S WSPS WERE NOT REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO RULE 611(C) AND NYSE RULE 13(3) DURING THE REVIEW PERIOD. IN ADDITION, THE DATA THAT THE FIRM UTILIZED IN ITS SUPERVISORY REVIEWS DID NOT ALLOW THE FIRM TO ADEQUATELY VERIFY THE ACCURACY OF THE MARKET DATA SNAPSHOTS THAT WERE PROVIDED BY ITS CUSTOMER.

Initiated By: FINRA

Date Initiated: 11/07/2017

Docket/Case Number: 2014043787003

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought: Censure

Other Sanction(s)/Relief Sought: --

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 01/26/2018

Sanctions Ordered: Censure
Monetary/Fine \$6,000.00

Other Sanctions Ordered: --

Sanction Details: THE FIRM WAS CENSURED, FINED A TOTAL OF \$40,000, TO BE PAID JOINTLY TO FINRA AND THE EXCHANGES, OF WHICH \$6,000 SHALL BE PAID TO FINRA AND UNDERTAKES TO REVISE THE FIRM'S CONTROLS AND WSPS WITH RESPECT TO THE AREAS DESCRIBED IN THIS MATTER. THIS AWC SHALL BECOME FINAL ON FEBRUARY 26, 2018.



Firm Statement --

Disclosure 42 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO TAKE REASONABLE STEPS TO ESTABLISH THAT THE INTERMARKET SWEEP ORDERS (ISOS) IT ROUTED MET THE DEFINITIONAL REQUIREMENTS SET FORTH IN RULE 600(B)(30) OF REGULATION NMS. THE FINDINGS STATED THAT THE FIRM IMPROPERLY RELIED UPON THE SYSTEMS OF A NON-BROKER-DEALER CUSTOMER TO TAKE MARKET DATA SNAPSHOTS AND MAKE CORRECT ISO ROUTING DECISIONS. IN ADDITION, THE MARKET DATA SNAPSHOTS THAT THE FIRM OBTAINED FROM ITS CUSTOMER FAILED TO CAPTURE PROTECTED QUOTATIONS FOR ALL OF THE APPLICABLE EXCHANGES. AS SUCH, THE FIRM FAILED TO CAPTURE PROTECTED QUOTATIONS FOR CERTAIN SECURITIES, FOR PURPOSES OF COMPLYING WITH RULE 600(B)(30). AS A CONSEQUENCE, THE FIRM FAILED TO SIMULTANEOUSLY SEND ISOS TO EXECUTE AGAINST THE FULL DISPLAYED SIZE OF CERTAIN PROTECTED QUOTATIONS OF SECURITIES WHEN ROUTING ISOS TO OTHER MARKETS, INCLUDING NYSE AMERICAN, WHICH LED TO CERTAIN TRADE-THROUGHS OF SUCH PROTECTED QUOTATIONS. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO HAVE ADEQUATE PROCEDURES FOR COMPLYING WITH THE REGULATORY REQUIREMENTS OF RULE 611(C), AND FAILED TO PROVIDE DOCUMENTATION EVIDENCING THAT IT CONDUCTED POST-TRADE REVIEWS OF THE ISOS THAT WERE HANDLED BY THE FIRM. THE FIRM ALSO DID NOT PROVIDE FOR SUPERVISION, INCLUDING WRITTEN SUPERVISORY PROCEDURES (WSPS), REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO RULE 611(C) AND NYSE AMERICAN RULE 13(3) - EQUITIES DURING THE REVIEW PERIOD. IN ADDITION, THE DATA THAT THE FIRM UTILIZED IN ITS SUPERVISORY REVIEWS DID NOT ALLOW THE FIRM TO ADEQUATELY VERIFY THE ACCURACY OF THE MARKET DATA SNAPSHOTS THAT WERE PROVIDED BY ITS CUSTOMER. ACCORDINGLY, THE FIRM VIOLATED NYSE AMERICAN RULES 13(3), 342 (FOR CONDUCT PRIOR TO DECEMBER 1, 2014), 3110 (FOR CONDUCT ON OR AFTER DECEMBER 1, 2014), AND 2010 - EQUITIES, AND RULE 611(C).

Initiated By: NYSE AMERICAN LLC

Date Initiated: 01/26/2018

Docket/Case Number: 2014043787002



Principal Product Type: Other
Other Product Type(s): UNSPECIFIED SECURITIES
Principal Sanction(s)/Relief Sought:
Other Sanction(s)/Relief Sought:
Resolution: Acceptance, Waiver & Consent(AWC)
Resolution Date: 02/26/2018
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No
Sanctions Ordered: Censure
 Monetary/Fine \$6,800.00
Other Sanctions Ordered: UNDERTAKING: REVISE THE FIRM'S WSPS
Sanction Details: THE FIRM WAS CENSURED, FINED A TOTAL OF \$40,000 TO BE PAID JOINTLY TO FINRA AND THE EXCHANGES IN RELATED DISCIPLINARY MATTERS, OF WHICH \$6,800 SHALL BE PAID TO NYSE AMERICAN, AND UNDERTAKES TO REVISE THE FIRM'S WSPS. THE AWC BECAME FINAL ON FEBRUARY 26, 2018.

Reporting Source: Firm
Current Status: Final
Appealed To and Date Appeal Filed: --
Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO TAKE REASONABLE STEPS TO ESTABLISH THAT THE INTERMARKET SWEEP ORDERS (ISOS) IT ROUTED MET THE DEFINITIONAL REQUIREMENTS SET FORTH IN RULE 600(B)(30) OF REGULATION NMS. THE FIRM IMPROPERLY RELIED UPON THE SYSTEMS OF A NON-BROKER-DEALER CUSTOMER TO TAKE MARKET DATA SNAPSHOTS AND MAKE CORRECT ISO ROUTING DECISIONS. THE SNAPSHOTS THAT THE FIRM OBTAINED FROM ITS CUSTOMER FAILED TO CAPTURE PROTECTED QUOTATIONS FOR ALL OF THE APPLICABLE EXCHANGES. THE FIRM FAILED TO CAPTURE PROTECTED QUOTATIONS FOR CERTAIN SECURITIES, FOR



PURPOSES OF COMPLYING WITH RULE 600(B)(30). THE FIRM FAILED TO SIMULTANEOUSLY SEND ISOS TO EXECUTE AGAINST THE FULL DISPLAYED SIZE OF CERTAIN PROTECTED QUOTATIONS OF SECURITIES WHEN ROUTING ISOS TO OTHER MARKETS, INCLUDING NYSE AMERICAN, WHICH LED TO CERTAIN TRADE-THROUGHS OF SUCH PROTECTED QUOTATIONS. THE FIRM FAILED TO HAVE ADEQUATE PROCEDURES FOR COMPLYING WITH THE REGULATORY REQUIREMENTS OF RULE 611(C), AND IN SOME INSTANCES FAILED TO PROVIDE DOCUMENTATION EVIDENCING THAT IT CONDUCTED POST-TRADE REVIEWS OF THE ISOS THAT WERE HANDLED BY THE FIRM. THE FIRM'S WSPS WERE NOT REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO RULE 611(C) AND NYSE RULE 13(3) DURING THE REVIEW PERIOD. IN ADDITION, THE DATA THAT THE FIRM UTILIZED IN ITS SUPERVISORY REVIEWS DID NOT ALLOW THE FIRM TO ADEQUATELY VERIFY THE ACCURACY OF THE MARKET DATA SNAPSHOTS THAT WERE PROVIDED BY ITS CUSTOMER. ACCORDINGLY, THE FIRM VIOLATED NYSE AMERICAN RULES 13(3), 342 (FOR CONDUCT PRIOR TO DECEMBER 1, 2014), 3110 (FOR CONDUCT ON OR AFTER DECEMBER 1, 2014), AND 2010 - EQUITIES, AND RULE 611(C).

Initiated By: NYSE AMERICAN LLC

Date Initiated: 11/07/2017

Docket/Case Number: 2014043787002

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought: Censure

Other Sanction(s)/Relief Sought: --

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 01/26/2018

Sanctions Ordered: Censure
Monetary/Fine \$6,800.00

Other Sanctions Ordered: --

Sanction Details: THE FIRM WAS CENSURED, FINED A TOTAL OF \$40,000, TO BE PAID JOINTLY TO FINRA AND THE EXCHANGES, OF WHICH \$6,800 SHALL BE PAID TO THE NYSE AMERICAN LLC AND UNDERTAKES TO REVISE THE FIRM'S CONTROLS AND WSPS WITH RESPECT TO THE AREAS DESCRIBED IN THIS MATTER. THIS AWC SHALL BECOME FINAL ON FEBRUARY 26, 2018, UNLESS REVIEW BY THE NYSE EXCHANGE BOARD OF DIRECTORS IS REQUESTED.



Firm Statement --

Disclosure 43 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT IMPROPERLY CANCELED A TOTAL OF 45 MARKET-ON-CLOSE ("MOC") ORDERS AFTER THE PRESCRIBED CUTOFF TIME, WHEN CANCELLATIONS ARE ONLY PERMITTED TO CORRECT LEGITIMATE ERRORS.

THE FINDINGS STATED THAT AS THE BROKER PROVIDING MARKET ACCESS, THE FIRM IS ULTIMATELY RESPONSIBLE FOR ENSURING THAT ORDERS ENTERED AND CANCELED ON THE NYSE BY ITS MARKET ACCESS CUSTOMERS VIA ITS MNEMONIC COMPLY WITH ALL EXCHANGE RULES AND REGULATIONS. ON NOVEMBER 25, 2016, A 1:00 P.M. EARLY CLOSING DAY, THE FIRM'S CUSTOMER (THE "CUSTOMER") ENTERED 45 MOC ORDERS THROUGH A THIRD-PARTY ORDER MANAGEMENT SYSTEM (THE "OMS"). THE ORDERS WERE THEN ROUTED TO NYSE FOR EXECUTION.

THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH AND MAINTAIN A SYSTEM OF RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO PREVENT THE ENTRY OF ORDERS UNLESS THERE HAS BEEN COMPLIANCE WITH ALL REGULATORY REQUIREMENTS AND FAILED TO MAINTAIN DIRECT AND EXCLUSIVE CONTROL OVER ITS RISK MANAGEMENT CONTROLS. THE FIRM'S WRITTEN SUPERVISORY PROCEDURES ("WSPS") CONCERNING COMPLIANCE WITH NYSE RULE 123C DID NOT ADDRESS EARLY CLOSING DAYS OR THE CANCELLATION OF MOC AND LIMIT-ON-CLOSE ("LOC") ORDERS FOR LEGITIMATE ERROR. ADDITIONALLY, WHILE THE FIRM'S WSPS DID PROVIDE FOR A DAILY "MOC/LOC POST 15:45 CANCELS" EXCEPTION REPORT, THE FIRM'S MOC/LOC EXCEPTION REPORT FAILED TO CAPTURE THE CUSTOMER'S 45 UNTIMELY MOC ORDER CANCELLATIONS BECAUSE THE OMS FAILED TO INCLUDE THE NECESSARY CODES TO IDENTIFY MOC/LOC ORDERS IN THE DAILY ORDER CANCEL FILE THE OMS PROVIDED TO THE FIRM. AS A RESULT, THE FIRM WAS UNAWARE OF THE CANCELLATIONS AT THE TIME OF OCCURRENCE. THE FIRM'S MARKET ACCESS WSPS STATED THAT THE FIRM'S RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES MUST BE UNDER ITS DIRECT AND EXCLUSIVE CONTROL, AND THAT "APPROPRIATE FIRM PERSONNEL WILL BE ABLE TO DIRECTLY MONITOR THE OPERATION OF THE FINANCIAL AND REGULATORY RISK

MANAGEMENT CONTROLS IN REAL-TIME." AS DISCUSSED ABOVE, THE FIRM FAILED TO EXERCISE DIRECT AND EXCLUSIVE CONTROL OVER ITS NYSE RULE 123C RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES AND ALSO FAILED TO DIRECTLY MONITOR THOSE CONTROLS IN REAL-TIME.

THE FINDINGS ALSO INCLUDED THAT THE FIRM FAILED TO IMPLEMENT ADEQUATE SUPERVISORY SYSTEMS AND CONTROLS REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH NYSE RULE 123C. THE FIRM FAILED TO ESTABLISH AND MAINTAIN RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO ENSURE COMPLIANCE WITH ALL REGULATORY REQUIREMENTS, AND FAILED TO MAINTAIN DIRECT AND EXCLUSIVE CONTROL OVER ITS RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES.

Initiated By: NEW YORK STOCK EXCHANGE

Date Initiated: 09/15/2017

Docket/Case Number: 2016-11-00072

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 10/10/2017

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$18,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED \$18,000.

PURSUANT TO NYSE MKT RULE 9310(A)(1)(B), THIS AWC BECAME FINAL ON OCTOBER 10, 2017, SINCE NO REVIEW WAS REQUESTED BY THE NYSE



EXCHANGE BOARD OF DIRECTORS.

Regulator Statement

IN RESOLVING THE MATTER, NYSE REGULATION ALSO CONSIDERED REPRESENTATIONS MADE BY THE FIRM CONCERNING ITS SUBSEQUENT REMEDIAL ACTIONS, INCLUDING TERMINATION OF THE RELATIONSHIP WITH THE CUSTOMER AND THE THIRD-PARTY ORDER MANAGEMENT SYSTEM.

Reporting Source:

Firm

Current Status:

Final

Allegations:

WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT IMPROPERLY CANCELED A TOTAL OF 45 MARKET-ON-CLOSE ("MOC") ORDERS AFTER THE PRESCRIBED CUTOFF TIME, WHEN CANCELLATIONS ARE ONLY PERMITTED TO CORRECT LEGITIMATE ERRORS. THE FINDINGS STATED THAT AS THE BROKER PROVIDING MARKET ACCESS, THE FIRM IS ULTIMATELY RESPONSIBLE FOR ENSURING THAT ORDERS ENTERED AND CANCELED ON THE NYSE BY ITS MARKET ACCESS CUSTOMERS VIA ITS MNEMONIC COMPLY WITH ALL EXCHANGE RULES AND REGULATIONS. ON NOVEMBER 25, 2016, A 1:00 P.M. EARLY CLOSING DAY, THE FIRM'S CUSTOMER (THE "CUSTOMER") ENTERED 45 MOC ORDERS THROUGH A THIRD-PARTY ORDER MANAGEMENT SYSTEM (THE "OMS"). THE ORDERS WERE THEN ROUTED TO NYSE FOR EXECUTION. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH AND MAINTAIN A SYSTEM OF RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO PREVENT THE ENTRY OF ORDERS UNLESS THERE HAS BEEN COMPLIANCE WITH ALL REGULATORY REQUIREMENTS AND FAILED TO MAINTAIN DIRECT AND EXCLUSIVE CONTROL OVER ITS RISK MANAGEMENT CONTROLS. THE FIRM'S WRITTEN SUPERVISORY PROCEDURES ("WSPS") CONCERNING COMPLIANCE WITH NYSE RULE 123C DID NOT ADDRESS EARLY CLOSING DAYS OR THE CANCELLATION OF MOC AND LIMIT-ON-CLOSE ("LOC") ORDERS FOR LEGITIMATE ERROR. ADDITIONALLY, WHILE THE FIRM'S WSPS DID PROVIDE FOR A DAILY "MOC/LOC POST 15:45 CANCELS" EXCEPTION REPORT, THE FIRM'S MOC/LOC EXCEPTION REPORT FAILED TO CAPTURE THE CUSTOMER'S 45 UNTIMELY MOC ORDER CANCELLATIONS BECAUSE THE OMS FAILED TO INCLUDE THE NECESSARY CODES TO IDENTIFY MOC/LOC ORDERS IN THE DAILY ORDER CANCEL FILE THE OMS PROVIDED TO THE FIRM. AS A RESULT, THE FIRM WAS UNAWARE OF THE CANCELLATIONS AT THE TIME OF OCCURRENCE. THE FIRM'S MARKET ACCESS WSPS STATED THAT THE FIRM'S RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES MUST BE UNDER ITS DIRECT AND EXCLUSIVE CONTROL, AND THAT "APPROPRIATE FIRM PERSONNEL WILL BE ABLE TO DIRECTLY MONITOR



THE OPERATION OF THE FINANCIAL AND REGULATORY RISK MANAGEMENT CONTROLS IN REAL-TIME." AS DISCUSSED ABOVE, THE FIRM FAILED TO EXERCISE DIRECT AND EXCLUSIVE CONTROL OVER ITS NYSE RULE 123C RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES AND ALSO FAILED TO DIRECTLY MONITOR THOSE CONTROLS IN REAL-TIME. THE FINDINGS ALSO INCLUDED THAT THE FIRM FAILED TO IMPLEMENT ADEQUATE SUPERVISORY SYSTEMS AND CONTROLS REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH NYSE RULE 123C. THE FIRM FAILED TO ESTABLISH AND MAINTAIN RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO ENSURE COMPLIANCE WITH ALL REGULATORY REQUIREMENTS, AND FAILED TO MAINTAIN DIRECT AND EXCLUSIVE CONTROL OVER ITS RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES.

Initiated By: NEW YORK STOCK EXCHANGE

Date Initiated: 09/15/2017

Docket/Case Number: 2016-11-00072

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITY

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 10/10/2017

Sanctions Ordered: Censure
Monetary/Fine \$18,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED \$18,000. PURSUANT TO NYSE MKT RULE 9310(A)(1)(B), THIS AWC BECAME FINAL ON OCTOBER 10, 2017, SINCE NO REVIEW WAS REQUESTED BY THE NYSE EXCHANGE BOARD OF DIRECTORS.

Firm Statement IN RESOLVING THE MATTER, NYSE REGULATION ALSO CONSIDERED REPRESENTATIONS MADE BY THE FIRM CONCERNING ITS SUBSEQUENT REMEDIAL ACTIONS, INCLUDING TERMINATION OF THE RELATIONSHIP WITH THE CUSTOMER AND THE THIRD-PARTY ORDER MANAGEMENT SYSTEM.

**Disclosure 44 of 61****Reporting Source:** Regulator**Current Status:** Final

Allegations: THE FIRM WAS NAMED A RESPONDENT IN A FINRA COMPLAINT ALLEGING THAT THE FIRM FAILED TO IMPLEMENT AML POLICIES, PROCEDURES, AND INTERNAL CONTROLS REASONABLY EXPECTED TO DETECT AND CAUSE THE REPORTING OF SUSPICIOUS TRANSACTIONS AND REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH THE BANK SECRECY ACT AND THE IMPLEMENTING REGULATIONS PROMULGATED THEREUNDER. THE COMPLAINT ALLEGES THAT THE FIRM IDENTIFIED APPROXIMATELY 30 SITUATIONS IN WHICH TRADERS GIVEN DIRECT MARKET ACCESS BY THE FIRM PARTICIPATED IN ACTIVITY IT DEEMED SUFFICIENTLY SUSPICIOUS SO AS TO CAUSE IT TO RESTRICT OR PROHIBIT THE TRADER'S TRADING ACTIVITY, INCLUDING POTENTIAL PREARRANGED TRADING AND TRANSACTIONS WITHOUT AN APPARENT ECONOMIC PURPOSE. THE FIRM, HOWEVER, FAILED TO TAKE ADDITIONAL STEPS TO ASSESS WHETHER THIS ACTIVITY WARRANTED THE FILING OF A SUSPICIOUS ACTIVITY REPORT. THE COMPLAINT ALSO ALLEGES THE FIRM FAILED TO ESTABLISH AND IMPLEMENT AN APPROPRIATE DUE DILIGENCE PROGRAM FOR FFIS AND HAD NO WRITTEN PROCEDURES RELATING TO ANY DUE DILIGENCE FOR CORRESPONDENT ACCOUNTS OF FFIS. THE FIRM FAILED TO IDENTIFY A CUSTOMER BASED IN BULGARIA AS AN FFI AND THEN FAILED TO PERFORM THE REQUIRED DUE DILIGENCE. THE COMPLAINT FURTHER ALLEGES THAT THE FIRM CALCULATED ITS CUSTOMER RESERVE MID-MONTH UTILIZING PROJECTED PASS-THROUGH FEES CHARGEABLE TO CLIENTS INSTEAD OF ACTUAL AMOUNTS NOT KNOWN UNTIL MONTH-END. THAT PRACTICE RESULTED IN A RECURRING DEFICIENCY IN THE CUSTOMER RESERVE FORMULA IN WILLFUL VIOLATION OF RULE 15C3-3 OF THE EXCHANGE ACT. IN ADDITION, THE COMPLAINT ALLEGES THAT THE FIRM WILLFULLY VIOLATED RULES 15C3-1, 15C3-3 AND 15C3-3(D)(4) OF THE EXCHANGE ACT BY FAILING TO MAINTAIN SUFFICIENT NET CAPITAL AND CUSTOMER RESERVES AS A RESULT OF FLAWED OR ERRONEOUS COMPUTATIONS AND CHARACTERIZATIONS OF FUNDS HELD DURING THE RELEVANT PERIOD. THESE RESULTED FROM THE MOVEMENT OF FUNDS BETWEEN ACCOUNTS THE FIRM HAD WITH THE U.S. BROKER-DEALER AFFILIATE OF A CANADIAN ENTITY AND A RELATED CANADIAN BANK, WHERE FUNDS WERE HELD, HOW THEY WERE USED AND HOW THEY WERE REFLECTED IN NET CAPITAL AND RESERVE COMPUTATIONS. MOREOVER, THE FIRM FAILED TO ADEQUATELY SUPERVISE ITS POSITION DATA PROCESSING AND CUSTOMER RESERVE CALCULATIONS, RESULTING IN INACCURATE SEGREGATION INSTRUCTIONS BEING PROVIDED TO THE U.S. BROKER-DEALER AFFILIATE OF A CHINESE ENTITY.



AS A RESULT, THE AFFILIATE DELIVERED OUT CUSTOMER SECURITIES THAT SHOULD HAVE BEEN LOCKED UP AND FAILED TO PROPERLY SEGREGATE SHARES. IN ADDITION, THE FIRM'S CALCULATIONS FOR THE SUFFICIENCY OF POSITIONS HELD AT THE AFFILIATE WERE INACCURATE, ITS EXCESS MARGIN CALCULATION PROCESS PRODUCED INACCURATE SEGREGATION REQUIREMENTS, AND THE FIRM PROVIDED INCORRECT TRADE INFORMATION TO THE AFFILIATE FOR TRANSACTIONS TO BE CLEARED BY THE AFFILIATE. FURTHERMORE, THE FIRM'S WSPS FOR MONITORING CUSTOMER MARGIN WERE INADEQUATE IN 2013. THE COMPLAINT ALLEGES THAT THE FIRM FAILED TO PROPERLY IMPLEMENT ITS PROCEDURES REGARDING THIRD PARTY WIRES. AS A RESULT, FUNDS WERE WIRED TO THIRD PARTIES WITHOUT THE FIRM HAVING PROPER DOCUMENTATION OR DOING ADEQUATE REVIEW TO SUPPORT THE TRANSFER OF FUNDS. THE FIRM ALSO FAILED TO PROPERLY IMPLEMENT ITS NEW ACCOUNT PROCEDURES, FAILING TO DETECT AND ADEQUATELY INVESTIGATE NEGATIVE INFORMATION ABOUT CERTAIN INDIVIDUALS GIVEN AUTHORITY OVER ACCOUNTS. THE FIRM FAILED TO ADEQUATELY DOCUMENT PAYMENTS MADE TO ITS PARENT COMPANY AND THE REASONS OR BASIS FOR THOSE PAYMENTS. ADDITIONALLY, THE FIRM FAILED TO RECORD CUSTOMER PASS-THROUGH FEES IN CUSTOMER ACCOUNTS IN A TIMELY FASHION IN WILLFUL VIOLATION OF RULES 17A-3 AND 17A-4 OF THE EXCHANGE ACT. FURTHER, THE FIRM WILLFULLY VIOLATED RULE 200 OF REGULATION SHO BY FAILING TO NET ALL POSITIONS FOR ACCOUNTS THAT WERE RELATED OR UNDER COMMON CONTROL IN ORDER TO DETERMINE WHETHER SALES WERE LONG OR SHORT AND SUBJECT TO THE SHORT SALE RULE REQUIREMENTS, AS REQUIRED BY REGULATION SHO.

Initiated By: FINRA

Date Initiated: 03/20/2017

Docket/Case Number: 2013037709301

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Decision & Order of Offer of Settlement

Resolution Date: 07/24/2017



Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?

No

Sanctions Ordered:

Censure
Monetary/Fine \$250,000.00

Other Sanctions Ordered:

Sanction Details:

THE FIRM WAS CENSURED AND FINED \$250,000.

Regulator Statement

WITHOUT ADMITTING OR DENYING THE ALLEGATIONS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO IMPLEMENT ANTI-MONEY LAUNDERING POLICIES, PROCEDURES, AND INTERNAL CONTROLS REASONABLY EXPECTED TO DETECT AND CAUSE THE REPORTING OF SUSPICIOUS TRANSACTIONS AND REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH THE BANK SECRECY ACT AND THE IMPLEMENTING REGULATIONS PROMULGATED THEREUNDER BY THE DEPARTMENT OF THE TREASURY. THE FINDINGS STATED THAT THE FIRM IDENTIFIED APPROXIMATELY 30 SITUATIONS IN WHICH TRADERS GIVEN DIRECT MARKET ACCESS BY THE FIRM PARTICIPATED IN ACTIVITY IT DEEMED SUFFICIENTLY SUSPICIOUS SO AS TO CAUSE IT TO RESTRICT OR PROHIBIT THE TRADER'S TRADING ACTIVITY, INCLUDING POTENTIAL PREARRANGED TRADING AND TRANSACTIONS WITHOUT AN APPARENT ECONOMIC PURPOSE. HOWEVER, IN THOSE SITUATIONS, THE FIRM DID NOT TAKE ANY FURTHER INVESTIGATIVE STEPS TO ASSESS WHETHER FILING A SUSPICIOUS ACTIVITY REPORT (SAR) WAS WARRANTED, NOTWITHSTANDING HAVING BEEN NOTIFIED A SHORT TIME BEFORE THAT FINRA WAS INTENDING TO BRING CHARGES FOR AN EARLIER IDENTICAL VIOLATION. THE FINDINGS ALSO STATED THAT DESPITE BEING ADVISED BY BOTH FINRA AND THE SEC THAT PREVIOUS CUSTOMERS MAY HAVE BEEN FOREIGN FINANCIAL INSTITUTIONS (FFI), THE FIRM FAILED TO ESTABLISH AND IMPLEMENT AN APPROPRIATE DUE DILIGENCE PROGRAM FOR FFIS AND DID NOT HAVE ANY WRITTEN PROCEDURES RELATING TO ANY DUE DILIGENCE FOR CORRESPONDENT ACCOUNTS OF FFIS. THE FIRM FAILED TO IDENTIFY BULGARIAN CUSTOMER AS AN FFI OR MAKE THE INITIAL DETERMINATION OF WHETHER THE CUSTOMER WAS AN FFI UNDER THE TERMS OF APPLICABLE BANK SECRECY ACT RULE, AND THEN FAILED TO PERFORM THE REQUIRED DUE DILIGENCE. THE FINDINGS ALSO INCLUDED THAT THE FIRM CALCULATED ITS CUSTOMER RESERVE MID-MONTH UTILIZING PROJECTED PASS-THROUGH FEES CHARGEABLE TO CLIENTS INSTEAD OF ACTUAL AMOUNTS NOT KNOWN UNTIL MONTH-END. THAT PRACTICE RESULTED IN A RECURRING DEFICIENCY IN THE CUSTOMER RESERVE



FORMULA THROUGHOUT THE PERIOD IN WHICH THE PRACTICE WAS FOLLOWED. IN ADDITION, THE FIRM FAILED TO MAINTAIN SUFFICIENT NET CAPITAL AND CUSTOMER RESERVES AS A RESULT OF FLAWED OR ERRONEOUS COMPUTATIONS AND CHARACTERIZATIONS OF FUNDS HELD. FINRA FOUND THAT THE FIRM FAILED TO ADEQUATELY SUPERVISE ITS OMNIBUS ACCOUNT RELATIONSHIP WITH A U.S. BROKER-DEALER ENTERED AFTER IT TERMINATED ITS RELATIONSHIP WITH THE CANADIAN BROKER-DEALER. FINRA ALSO FOUND THAT THE FIRM HAD INADEQUATE WRITTEN SUPERVISORY PROCEDURES (WSPS) IN 2013 REGARDING MARGIN LENDING. WHILE IT HAD CERTAIN PROCEDURES IN PLACE, IT FAILED TO ADEQUATELY DOCUMENT ALL RELEVANT PROCEDURES. THE FIRM'S WSPS FOR MONITORING CUSTOMER MARGIN DID NOT DISCUSS THE SYSTEMS USED BY THE FIRM TO MONITOR CUSTOMER ACCOUNTS, THE MARGIN REQUIRED FOR DIFFERENT TYPES OF SECURITIES WAS NOT CLEAR, THE WSPS DID NOT ADDRESS "HOUSE REQUIREMENTS," AND THE FIRM FAILED TO MEMORIALIZE A PROCESS TO REGULARLY REVIEW ITS MARGIN CUSTOMERS TO DETERMINE IF THEY REQUIRED ADDITIONAL MARGIN. MOREOVER, FINRA FOUND THAT THE FIRM FAILED TO PROPERLY IMPLEMENT ITS PROCEDURES REGARDING THIRD-PARTY WIRES. AS A RESULT, FUNDS WERE WIRED TO THIRD PARTIES WITHOUT THE FIRM HAVING PROPER DOCUMENTATION OR CONDUCTING AN ADEQUATE REVIEW TO SUPPORT THE TRANSFER OF FUNDS. IN ADDITION, THE FIRM FAILED TO PROPERLY IMPLEMENT ITS NEW ACCOUNT PROCEDURES, FAILING TO DETECT AND ADEQUATELY INVESTIGATE NEGATIVE INFORMATION ABOUT CERTAIN INDIVIDUALS GIVEN AUTHORITY OVER ACCOUNTS. FURTHERMORE, FINRA FOUND THAT THE FIRM FAILED TO ADEQUATELY DOCUMENT PAYMENTS MADE TO ITS PARENT COMPANY AND THE REASONS OR BASIS FOR THOSE PAYMENTS. THE FIRM ALSO FAILED TO RECORD CUSTOMER PASS-THROUGH FEES IN CUSTOMER ACCOUNTS IN A TIMELY FASHION. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO NET ALL POSITIONS FOR ACCOUNTS THAT WERE RELATED OR UNDER COMMON CONTROL IN ORDER TO DETERMINE WHETHER SALES WERE LONG OR SHORT AND SUBJECT TO THE SHORT SALE RULE REQUIREMENTS, AS REQUIRED BY REGULATION SHO.

Reporting Source:

Firm

Current Status:

Final

Allegations:

THE FIRM WAS NAMED A RESPONDENT IN A FINRA COMPLAINT ALLEGING THAT THE FIRM FAILED TO IMPLEMENT AML POLICIES, PROCEDURES, AND INTERNAL CONTROLS REASONABLY EXPECTED TO DETECT AND CAUSE THE REPORTING OF SUSPICIOUS TRANSACTIONS AND REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH THE BANK SECRECY ACT AND THE IMPLEMENTING REGULATIONS PROMULGATED THEREUNDER. THE



COMPLAINT ALLEGES THAT THE FIRM IDENTIFIED APPROXIMATELY 30 SITUATIONS IN WHICH TRADERS GIVEN DIRECT MARKET ACCESS BY THE FIRM PARTICIPATED IN ACTIVITY IT DEEMED SUFFICIENTLY SUSPICIOUS SO AS TO CAUSE IT TO RESTRICT OR PROHIBIT THE TRADER'S TRADING ACTIVITY, INCLUDING POTENTIAL PREARRANGED TRADING AND TRANSACTIONS WITHOUT AN APPARENT ECONOMIC PURPOSE. THE FIRM, HOWEVER, FAILED TO TAKE ADDITIONAL STEPS TO ASSESS WHETHER THIS ACTIVITY WARRANTED THE FILING OF A SUSPICIOUS ACTIVITY REPORT. THE COMPLAINT ALSO ALLEGES THE FIRM FAILED TO ESTABLISH AND IMPLEMENT AN APPROPRIATE DUE DILIGENCE PROGRAM FOR FFIS AND HAD NO WRITTEN PROCEDURES RELATING TO ANY DUE DILIGENCE FOR CORRESPONDENT ACCOUNTS OF FFIS. THE FIRM FAILED TO IDENTIFY A CUSTOMER BASED IN BULGARIA AS AN FFI AND THEN FAILED TO PERFORM THE REQUIRED DUE DILIGENCE. THE COMPLAINT FURTHER ALLEGES THAT THE FIRM CALCULATED ITS CUSTOMER RESERVE MID-MONTH UTILIZING PROJECTED PASS-THROUGH FEES CHARGEABLE TO CLIENTS INSTEAD OF ACTUAL AMOUNTS NOT KNOWN UNTIL MONTH-END. THAT PRACTICE RESULTED IN A RECURRING DEFICIENCY IN THE CUSTOMER RESERVE FORMULA IN WILLFUL VIOLATION OF RULE 15C3-3 OF THE EXCHANGE ACT. IN ADDITION, THE COMPLAINT ALLEGES THAT THE FIRM WILLFULLY VIOLATED RULES 15C3-1, 15C3-3 AND 15C3-3(D)(4) OF THE EXCHANGE ACT BY FAILING TO MAINTAIN SUFFICIENT NET CAPITAL AND CUSTOMER RESERVES AS A RESULT OF FLAWED OR ERRONEOUS COMPUTATIONS AND CHARACTERIZATIONS OF FUNDS HELD DURING THE RELEVANT PERIOD. THESE RESULTED FROM THE MOVEMENT OF FUNDS BETWEEN ACCOUNTS THE FIRM HAD WITH THE U.S. BROKER-DEALER AFFILIATE OF A CANADIAN ENTITY AND A RELATED CANADIAN BANK, WHERE FUNDS WERE HELD, HOW THEY WERE USED AND HOW THEY WERE REFLECTED IN NET CAPITAL AND RESERVE COMPUTATIONS. MOREOVER, THE FIRM FAILED TO ADEQUATELY SUPERVISE ITS POSITION DATA PROCESSING AND CUSTOMER RESERVE CALCULATIONS, RESULTING IN INACCURATE SEGREGATION INSTRUCTIONS BEING PROVIDED TO THE U.S. BROKER-DEALER AFFILIATE OF A CHINESE ENTITY. AS A RESULT, THE AFFILIATE DELIVERED OUT CUSTOMER SECURITIES THAT SHOULD HAVE BEEN LOCKED UP AND FAILED TO PROPERLY SEGREGATE SHARES. IN ADDITION, THE FIRM'S CALCULATIONS FOR THE SUFFICIENCY OF POSITIONS HELD AT THE AFFILIATE WERE INACCURATE, ITS EXCESS MARGIN CALCULATION PROCESS PRODUCED INACCURATE SEGREGATION REQUIREMENTS, AND THE FIRM PROVIDED INCORRECT TRADE INFORMATION TO THE AFFILIATE FOR TRANSACTIONS TO BE CLEARED BY THE AFFILIATE. FURTHERMORE, THE FIRM'S WSPS FOR MONITORING CUSTOMER MARGIN WERE INADEQUATE IN 2013. THE COMPLAINT ALLEGES THAT THE FIRM FAILED TO PROPERLY IMPLEMENT ITS PROCEDURES REGARDING THIRD PARTY WIRES. AS A RESULT, FUNDS WERE WIRED TO THIRD PARTIES WITHOUT THE FIRM HAVING PROPER



DOCUMENTATION OR DOING ADEQUATE REVIEW TO SUPPORT THE TRANSFER OF FUNDS. THE FIRM ALSO FAILED TO PROPERLY IMPLEMENT ITS NEW ACCOUNT PROCEDURES, FAILING TO DETECT AND ADEQUATELY INVESTIGATE NEGATIVE INFORMATION ABOUT CERTAIN INDIVIDUALS GIVEN AUTHORITY OVER ACCOUNTS. THE FIRM FAILED TO ADEQUATELY DOCUMENT PAYMENTS MADE TO ITS PARENT COMPANY AND THE REASONS OR BASIS FOR THOSE PAYMENTS. ADDITIONALLY, THE FIRM FAILED TO RECORD CUSTOMER PASS-THROUGH FEES IN CUSTOMER ACCOUNTS IN A TIMELY FASHION IN WILLFUL VIOLATION OF RULES 17A-3 AND 17A-4 OF THE EXCHANGE ACT. FURTHER, THE FIRM WILLFULLY VIOLATED RULE 200 OF REGULATION SHO BY FAILING TO NET ALL POSITIONS FOR ACCOUNTS THAT WERE RELATED OR UNDER COMMON CONTROL IN ORDER TO DETERMINE WHETHER SALES WERE LONG OR SHORT AND SUBJECT TO THE SHORT SALE RULE REQUIREMENTS, AS REQUIRED BY REGULATION SHO.

Initiated By: FINRA

Date Initiated: 03/20/2017

Docket/Case Number: 2013037709301

Principal Product Type: Other

Other Product Type(s): NO PRODUCT

Principal Sanction(s)/Relief Sought: Censure

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 07/24/2017

Sanctions Ordered: Censure
Monetary/Fine \$250,000.00

Other Sanctions Ordered:

Sanction Details: FIRM WAS CENSURED AND FINED \$250,000.

Firm Statement FIRM FAILED TO IMPLEMENT AML POLICIES, PROCEDURES, AND INTERNAL CONTROLS REASONABLY EXPECTED TO DETECT AND CAUSE THE REPORTING OF SUSPICIOUS TRANSACTIONS AND REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH THE BSA. THE FIRM IDENTIFIED APPROXIMATELY 30 SITUATIONS IN WHICH TRADERS GIVEN DIRECT MARKET ACCESS BY THE FIRM PARTICIPATED IN ACTIVITY IT DEEMED SUFFICIENTLY SUSPICIOUS SO AS TO CAUSE IT TO RESTRICT OR PROHIBIT THE TRADER'S TRADING ACTIVITY, INCLUDING POTENTIAL



PREARRANGED TRADING AND TRANSACTIONS WITHOUT AN APPARENT ECONOMIC PURPOSE. THE FIRM FAILED TO TAKE ADDITIONAL STEPS TO ASSESS WHETHER THIS ACTIVITY WARRANTED THE FILING OF A SUSPICIOUS ACTIVITY REPORT. FIRM FAILED TO ESTABLISH AND IMPLEMENT AN APPROPRIATE DUE DILIGENCE PROGRAM FOR FFIS AND HAD NO WRITTEN PROCEDURES RELATING TO ANY DUE DILIGENCE FOR CORRESPONDENT ACCOUNTS OF FFIS. THE FIRM CALCULATED ITS CUSTOMER RESERVE MID-MONTH UTILIZING PROJECTED PASS-THROUGH FEES CHARGEABLE TO CLIENTS INSTEAD OF ACTUAL AMOUNTS NOT KNOWN UNTIL MONTH-END. THAT PRACTICE RESULTED IN A RECURRING DEFICIENCY IN THE CUSTOMER RESERVE FORMULA IN WILLFUL VIOLATION OF RULE 15C3-3 OF THE EXCHANGE ACT. THE FIRM WILLFULLY VIOLATED RULES 15C3-1, 15C3-3 AND 15C3-(D)(4) THE FIRM CALCULATED ITS CUSTOMER RESERVE MID-MONTH UTILIZING PROJECTED PASS-THROUGH FEES CHARGEABLE TO CLIENTS INSTEAD OF ACTUAL AMOUNTS NOT KNOWN UNTIL MONTH-END. THAT PRACTICE RESULTED IN A RECURRING DEFICIENCY IN THE CUSTOMER RESERVE FORMULA IN WILLFUL VIOLATION OF RULE 15C3-3 OF THE EXCHANGE ACT. THE FIRM WILLFULLY VIOLATED RULES 15C3-1, 15C3-3 AND 15C3-3(D)(4) OF THE EXCHANGE ACT BY FAILING TO MAINTAIN SUFFICIENT NET CAPITAL AND CUSTOMER RESERVES AS A RESULT OF FLAWED OR ERRONEOUS COMPUTATIONS AND CHARACTERIZATIONS OF FUNDS HELD DURING THE RELEVANT PERIOD. THESE RESULTED FROM THE MOVEMENT OF FUNDS BETWEEN ACCOUNTS THE FIRM HAD WITH THE U.S. BROKER-DEALER AFFILIATE OF A CANADIAN ENTITY AND A RELATED CANADIAN BANK, WHERE FUNDS WERE HELD, HOW THEY WERE USED AND HOW THEY WERE REFLECTED IN NET CAPITAL AND RESERVE COMPUTATIONS. THE FIRM FAILED TO ADEQUATELY SUPERVISE ITS POSITION DATA PROCESSING AND CUSTOMER RESERVE CALCULATIONS, RESULTING IN INACCURATE SEGREGATION INSTRUCTIONS BEING PROVIDED TO THE U.S. BROKER-DEALER AFFILIATE OF A CHINESE ENTITY. AS A RESULT, THE AFFILIATE DELIVERED OUT CUSTOMER SECURITIES THAT SHOULD HAVE BEEN LOCKED UP AND FAILED TO PROPERLY SEGREGATE SHARES. THE FIRM'S CALCULATIONS FOR THE SUFFICIENCY OF POSITIONS HELD AT THE AFFILIATE WERE INACCURATE, ITS EXCESS MARGIN CALCULATION PROCESS PRODUCED INACCURATE SEGREGATION REQUIREMENTS, AND THE FIRM PROVIDED INCORRECT TRADE INFORMATION TO THE AFFILIATE FOR TRANSACTIONS TO BE CLEARED BY THE AFFILIATE. THE FIRM'S WSPS FOR MONITORING CUSTOMER MARGIN WERE INADEQUATE IN 2013. THE FIRM FAILED TO PROPERLY IMPLEMENT ITS PROCEDURES REGARDING THIRD PARTY WIRES. AS A RESULT, FUNDS WERE WIRED TO THIRD PARTIES WITHOUT THE FIRM HAVING PROPER DOCUMENTATION OR DOING ADEQUATE REVIEW TO SUPPORT THE TRANSFER OF FUNDS. THE FIRM ALSO FAILED TO PROPERLY IMPLEMENT ITS NEW ACCOUNT PROCEDURES, FAILING TO DETECT AND ADEQUATELY INVESTIGATE



NEGATIVE INFORMATION ABOUT CERTAIN INDIVIDUALS GIVEN AUTHORITY OVER ACCOUNTS. THE FIRM FAILED TO ADEQUATELY DOCUMENT PAYMENTS MADE TO ITS PARENT COMPANY AND THE REASONS OR BASIS FOR THOSE PAYMENTS. ADDITIONALLY, THE FIRM FAILED TO RECORD CUSTOMER PASS-THROUGH FEES IN CUSTOMER ACCOUNTS IN A TIMELY FASHION IN WILLFUL VIOLATION OF RULES 17A-3 AND 17A-4 OF THE EXCHANGE ACT. FURTHER, THE FIRM WILLFULLY VIOLATED RULE 200 OF REGULATION SHO BY FAILING TO NET ALL POSITIONS FOR ACCOUNTS THAT WERE RELATED OR UNDER COMMON CONTROL IN ORDER TO DETERMINE WHETHER SALES WERE LONG OR SHORT AND SUBJECT TO THE SHORT SALE RULE REQUIREMENTS, AS REQUIRED BY REGULATION SHO.

Disclosure 45 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO TRANSMIT REPORTABLE ORDER EVENTS (ROES) TO THE ORDER AUDIT TRAIL SYSTEM (OATS) ON BUSINESS DAYS. THE FINDINGS STATED THAT THE FIRM TRANSMITTED TO OATS COMBINED ORDER/ROUTE REPORTS (OR) THAT THE OATS SYSTEM WAS UNABLE TO LINK TO THE CORRESPONDING NEW ORDER TRANSMITTED BY THE DESTINATION MEMBER FIRM DUE TO INACCURATE, INCOMPLETE OR IMPROPERLY FORMATTED DATA. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO TIMELY REPORT ROES TO OATS. THE FINDINGS ALSO INCLUDED THAT THE FIRM'S SUPERVISORY SYSTEM DID NOT PROVIDE FOR SUPERVISION REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO THE APPLICABLE SECURITIES LAWS AND REGULATIONS, AND FINRA RULES, CONCERNING OATS. SPECIFICALLY, THE FIRM'S SUPERVISORY SYSTEM FAILED TO CONDUCT A COMPREHENSIVE REVIEW OF THE FIRM'S OATS DATA SUBMISSIONS ON THE OATS WEBSITE AND COMPARE THE ACCEPTED OATS DATA TO THE FIRM'S BOOKS AND RECORDS TO ENSURE ALL ROES WERE SUBMITTED. IN ADDITION, THE FIRM FAILED TO ENFORCE ITS WSPS, WHICH SPECIFIED THAT ANY EXCEPTIONS IDENTIFIED BY THE FIRM'S OATS REVIEWS WOULD BE BROUGHT TO THE ATTENTION OF THE CHIEF COMPLIANCE OFFICER (CCO) FOR APPROPRIATE ACTION. ALTHOUGH THE FIRM IDENTIFIED SOME EXCEPTIONS THROUGH ITS OATS REVIEWS, IT FAILED TO TAKE APPROPRIATE ACTION TO RESOLVE THE EXCEPTIONS IN A TIMELY MANNER. FINRA FOUND THAT THE FIRM SUBMITTED TO FINRA ITS SHORT INTEREST POSITION REPORTS, WHICH INCLUDED 946 SHORT INTEREST POSITIONS TOTALING 4,322,237 SHARES, WHEN THE FIRM SHOULD HAVE REPORTED 68 SHORT INTEREST



POSITIONS TOTALING 465,651 SHARES.

Initiated By: FINRA

Date Initiated: 05/13/2016

Docket/Case Number: 2013036531901

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 05/13/2016

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$75,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED \$75,000. FINES PAID IN FULL ON JUNE 3, 2019.

Reporting Source: Firm

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO TRANSMIT REPORTABLE ORDER EVENTS (ROES) TO THE ORDER AUDIT TRAIL SYSTEM (OATS) ON BUSINESS DAYS. THE FINDINGS STATED THAT THE FIRM TRANSMITTED TO OATS COMBINED ORDER/ROUTE REPORTS (OR) THAT THE OATS SYSTEM WAS UNABLE TO LINK TO THE CORRESPONDING NEW ORDER TRANSMITTED BY THE DESTINATION MEMBER FIRM DUE TO INACCURATE, INCOMPLETE OR IMPROPERLY FORMATTED DATA. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO TIMELY REPORT ROES TO OATS. THE FINDINGS ALSO INCLUDED THAT THE



FIRM'S SUPERVISORY SYSTEM DID NOT PROVIDE FOR SUPERVISION REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO THE APPLICABLE SECURITIES LAWS AND REGULATIONS, AND FINRA RULES, CONCERNING OATS. SPECIFICALLY, THE FIRM'S SUPERVISORY SYSTEM FAILED TO CONDUCT A COMPREHENSIVE REVIEW OF THE FIRM'S OATS DATA SUBMISSIONS ON THE OATS WEBSITE AND COMPARE THE ACCEPTED OATS DATA TO THE FIRM'S BOOKS AND RECORDS TO ENSURE ALL ROES WERE SUBMITTED. IN ADDITION, THE FIRM FAILED TO ENFORCE ITS WSPS, WHICH SPECIFIED THAT ANY EXCEPTIONS IDENTIFIED BY THE FIRM'S OATS REVIEWS WOULD BE BROUGHT TO THE ATTENTION OF THE CHIEF COMPLIANCE OFFICER (CCO) FOR APPROPRIATE ACTION. ALTHOUGH THE FIRM IDENTIFIED SOME EXCEPTIONS THROUGH ITS OATS REVIEWS, IT FAILED TO TAKE APPROPRIATE ACTION TO RESOLVE THE EXCEPTIONS IN A TIMELY MANNER. FINRA FOUND THAT THE FIRM SUBMITTED TO FINRA ITS SHORT INTEREST POSITION REPORTS, WHICH INCLUDED 946 SHORT INTEREST POSITIONS TOTALING 4,322,237 SHARES, WHEN THE FIRM SHOULD HAVE REPORTED 68 SHORT INTEREST POSITIONS TOTALING 465,651 SHARES.

Initiated By: FINANCIAL INDUSTRY REGULATORY AUTHORITY

Date Initiated: 05/13/2016

Docket/Case Number: 2013036531901

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 05/13/2016

Sanctions Ordered: Censure
Monetary/Fine \$75,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED \$75,000.

Disclosure 46 of 61

Reporting Source: Regulator

Current Status: Final

**Allegations:**

ELECTRONIC TRANSACTION CLEARING, INC. ("ETC"), AN EXCHANGE TPH ORGANIZATION, WAS CENSURED AND FINED \$150,000 FOR (I) FAILING TO APPLY ITS HOUSE PORTFOLIO MARGIN REQUIREMENT ON TWO CUSTOMER ACCOUNTS, FOR EACH OF WHICH ETC HELD SECURITIES POSITIONS IN AN OMNIBUS ACCOUNT AT ANOTHER BROKER DEALER. IN ADDITION, ETC EXCEEDED ITS "10X" INTRA-DAY BUYING POWER LIMITATION IN ONE OF THESE TWO CUSTOMER PORTFOLIO MARGIN ACCOUNTS WITHOUT IMPLEMENTING A MEANS OF QUANTIFYING AND DOCUMENTING THE HEDGE PROPERTIES OF THE PORTFOLIO TO EVIDENCE ITS HEDGING STRATEGY. FINALLY, ETC FAILED TO UPDATE ITS WSPS MANUAL TO REFLECT ETC'S CURRENT PORTFOLIO MARGIN PROCEDURES; (II) FAILING TO MAKE, MAINTAIN, AND PRESERVE APPROPRIATE RECORDS FOR 26 OUT OF 27 MARGIN CALLS ON ETC'S MARGIN CALL LOG; (III) UNDERSTATING EXCESS CREDITS OVER DEBITS FOR 13 OF 14 CUSTOMER RESERVE COMPUTATIONS, RESULTING IN DEFICIENCIES IN THE CORRESPONDING CUSTOMER RESERVE BANK ACCOUNTS; (IV) OVERSTATING ITS EXCESS NET CAPITAL BY \$17,803,890 AND, AS A RESULT, OPERATED WHILE BELOW ITS MINIMUM NET CAPITAL REQUIREMENT; (V) FAILING TO PROPERLY COMPUTE PORTFOLIO MARGIN REQUIREMENTS FOR 5 OUT OF 16 COMPUTATIONS REVIEWED, OR 31%. ETC COMPUTED A LOWER INITIAL MARGIN REQUIREMENT THAN WHAT WAS REQUIRED BY ETC'S PORTFOLIO MARGIN PROCEDURES; (VI) FAILING TO PROPERLY COMPUTE THE MARGIN REQUIREMENT FOR 1 OF 46 NON-PORTFOLIO MARGIN ACCOUNTS SAMPLED, OR 2%. ETC COMPUTED A LOWER MAINTENANCE MARGIN REQUIREMENT THAN WHAT WAS REQUIRED BY ITS WSPS; (VII) IMPROPERLY MARKING 210 OF 2,260 SAMPLED SELL ORDERS FROM NON BROKER-DEALER CUSTOMERS; (VIII) IMPROPERLY MARKING 809 OF 4,177 SAMPLED SELL ORDERS FROM NON BROKER-DEALER CUSTOMERS; (IX) FAILING TO ESTABLISH, MAINTAIN, AND ENFORCE PROCEDURES THAT WERE REASONABLY DESIGNED TO PREVENT THE IMPROPER USE OF THE "SHORT EXEMPT" ORDER MARKING WHILE ALLOWING THE USE OF THE SELL SHORT EXEMPT DESIGNATION BY NON BROKER-DEALER CUSTOMERS; (X) FAILING TO ADEQUATELY SUPERVISE TO ASSURE ETC'S COMPLIANCE WITH PORTFOLIO MARGIN AND MARGIN REQUIREMENTS; (XI) FAILING TO FOLLOW ITS WSPS WHEN ETC ALLOWED A CUSTOMER TO OPEN A CUSTOMER ACCOUNT BUT FAILED TO OBTAIN THE CUSTOMER'S CORPORATE DOCUMENTS, FAILED TO INQUIRE ABOUT THE SOURCE OF THE CUSTOMER'S ASSETS AND INCOME, AND FAILED TO OBTAIN INFORMATION REGARDING THE PRINCIPAL OWNER'S WEALTH, NET WORTH, AND SOURCES OF INCOME; (XII) FAILING TO ADEQUATELY SUPERVISE TO ASSURE THAT IT MAINTAINED SUFFICIENT NET CAPITAL BY PROPERLY CALCULATING ITS NET CAPITAL REQUIREMENT; (XIII) FAILING TO SUPERVISE TO ASSURE THAT ITS CUSTOMER RESERVE COMPUTATION WAS



ACCURATELY PREPARED. THE RESULT WAS THAT ETC'S CUSTOMER RESERVE ACCOUNT WAS DEFICIENT; AND (XIV) FAILING TO ADEQUATELY SUPERVISE TO ASSURE ETC'S COMPLIANCE WITH REGULATION SHO. SPECIFICALLY, ETC FAILED TO ADEQUATELY SUPERVISE ORDER MARKING BY ETC'S NON BROKER-DEALER CUSTOMERS AND FAILED TO MONITOR AND ENFORCE ANY POLICIES AND PROCEDURES DESIGNED TO PREVENT INCORRECT IDENTIFICATION OF ORDERS AS "SELL SHORT EXEMPT." (EXCHANGE RULES 4.1 - JUST AND EQUITABLE PRINCIPLES OF TRADE, 4.2 - ADHERENCE TO LAW, 12.1 - GENERAL RULE, 12.3 - MARGIN REQUIREMENTS, 12.4 - PORTFOLIO MARGIN, 12.12 - DAILY MARGIN RECORD, 13.1 - MINIMUM REQUIREMENTS, 15.1 - MAINTENANCE, RETENTION AND FURNISHING OF BOOKS, RECORDS AND OTHER INFORMATION, AND 15.8A - RISK ANALYSIS OF PORTFOLIO MARGIN ACCOUNTS; SECTION 15(C) OF THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED (THE "EXCHANGE ACT"), AND RULES 15C3-1 - NET CAPITAL REQUIREMENTS FOR BROKERS OR DEALERS AND 15C3-3 - CUSTOMER PROTECTION - RESERVES AND CUSTODY OF SECURITIES, THEREUNDER; SECTION 17(A) OF THE EXCHANGE ACT AND RULES 17A-3 - RECORDS TO BE MADE BY CERTAIN EXCHANGE MEMBERS, BROKERS AND DEALERS, 17A-4 - RECORDS TO BE PRESERVED BY CERTAIN EXCHANGE MEMBERS, BROKERS AND DEALERS, AND 17A-5 - REPORTS TO BE MADE BY CERTAIN BROKERS AND DEALERS, THEREUNDER; AND REGULATION SHO, PROMULGATED UNDER THE EXCHANGE ACT, AND RULES 200 AND 201)

Initiated By: CHICAGO BOARD OPTIONS EXCHANGE

Date Initiated: 04/20/2016

Docket/Case Number: 16-0013/ 20150460041

Principal Product Type: Options

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought:

Resolution: Decision & Order of Offer of Settlement

Resolution Date: 12/29/2016

Sanctions Ordered: Censure
Monetary/Fine \$150,000.00

Other Sanctions Ordered:

Sanction Details: A \$150,000 FINE AND A CENSURE.



Reporting Source: Firm

Current Status: Final

Allegations: EXCHANGE RULES 4.1 - JUST AND EQUITABLE PRINCIPLES OF TRADE, 4.2 - ADHERENCE TO LAW, 12.1 - GENERAL RULE, 12.3 - MARGIN REQUIREMENTS, 12.4 - PORTFOLIO MARGIN, 12.12 - DAILY MARGIN RECORD, 13.1 - MINIMUM REQUIREMENTS, 15.1 - MAINTENANCE, RETENTION AND FURNISHING OF BOOKS, RECORDS AND OTHER INFORMATION, AND 15.8A - RISK ANALYSIS OF PORTFOLIO MARGIN ACCOUNTS; SECTION 15(C) OF THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED (THE "EXCHANGE ACT"), AND RULES 15C3-1 - NET CAPITAL REQUIREMENTS FOR BROKERS OR DEALERS AND 15C3-3 - CUSTOMER PROTECTION - RESERVES AND CUSTODY OF SECURITIES, THEREUNDER; SECTION 17(A) OF THE EXCHANGE ACT AND RULES 17A-3 - RECORDS TO BE MADE BY CERTAIN EXCHANGE MEMBERS, BROKERS AND DEALERS, 17A-4 - RECORDS TO BE PRESERVED BY CERTAIN EXCHANGE MEMBERS, BROKERS AND DEALERS, AND 17A-5 - REPORTS TO BE MADE BY CERTAIN BROKERS AND DEALERS, THEREUNDER; AND REGULATION SHO, PROMULGATED UNDER THE EXCHANGE ACT, AND RULES 200 - DEFINITION OF "SHORT SALE" AND MARKING REQUIREMENTS AND 201 - CIRCUIT BREAKER,

Initiated By: CHICAGO BOARD OPTIONS EXCHANGE

Date Initiated: 04/20/2016

Docket/Case Number: 20150460041

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought:

Resolution: Settled

Resolution Date: 12/29/2016

Sanctions Ordered: Censure
Monetary/Fine \$150,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS FINED AND CENSURED \$150,000.



Firm Statement

WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS REGARDING EXCHANGE RULES 4.1 - JUST AND EQUITABLE PRINCIPLES OF TRADE, 4.2 - ADHERENCE TO LAW, 12.1 - GENERAL RULE, 12.3 - MARGIN REQUIREMENTS, 12.4 - PORTFOLIO MARGIN, 12.12 - DAILY MARGIN RECORD, 13.1 - MINIMUM REQUIREMENTS, 15.1 - MAINTENANCE, RETENTION AND FURNISHING OF BOOKS, RECORDS AND OTHER INFORMATION, AND 15.8A - RISK ANALYSIS OF PORTFOLIO MARGIN ACCOUNTS; SECTION 15(C) OF THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED (THE "EXCHANGE ACT"), AND RULES 15C3-1 - NET CAPITAL REQUIREMENTS FOR BROKERS OR DEALERS AND 15C3-3 - CUSTOMER PROTECTION - RESERVES AND CUSTODY OF SECURITIES, THEREUNDER; SECTION 17(A) OF THE EXCHANGE ACT AND RULES 17A-3 - RECORDS TO BE MADE BY CERTAIN EXCHANGE MEMBERS, BROKERS AND DEALERS, 17A-4 - RECORDS TO BE PRESERVED BY CERTAIN EXCHANGE MEMBERS, BROKERS AND DEALERS, AND 17A-5 - REPORTS TO BE MADE BY CERTAIN BROKERS AND DEALERS, THEREUNDER; AND REGULATION SHO, PROMULGATED UNDER THE EXCHANGE ACT, AND RULES 200 - DEFINITION OF "SHORT SALE" AND MARKING REQUIREMENTS AND 201 - CIRCUIT BREAKER,

Disclosure 47 of 61

Reporting Source:

Regulator

Current Status:

Final

Allegations:

WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT THIS MATTER INVOLVES SUPERVISORY VIOLATIONS COMMITTED BY THE FIRM DURING THE PERIOD OF NOVEMBER 1, 2009 THROUGH MARCH 31, 2015, IN CONNECTION WITH THE FIRM'S BUSINESS OF PROVIDING DIRECT MARKET ACCESS AND/OR SPONSORED MARKET ACCESS TO BOTH REGISTERED AND UNREGISTERED MARKET PARTICIPANTS TO MULTIPLE MARKET CENTERS, INCLUDING BATS EXCHANGE, INC. (BATS OR BZX), BATS Y-EXCHANGE, INC., EDGA EXCHANGE, INC., EDGX EXCHANGE, INC., NASDAQ STOCK MARKET LLC, NASDAQ OMX BX, INC., NASDAQ OMX PHLX LLC, NEW YORK STOCK EXCHANGE, LLC, NYSE ARCA EQUITIES, INC. AND NYSE MKT LLC (NYSE AMEX LLC PRIOR TO MAY 14, 2012) (COLLECTIVELY, THE EXCHANGES OR SROS). THE FIRM'S SUPERVISORY SYSTEMS AND PROCEDURES AND RISK MANAGEMENT CONTROLS WERE NOT REASONABLY DESIGNED TO SUPERVISE AND MANAGE THE RISKS OF ITS MARKET ACCESS BUSINESS INVOLVING THOUSANDS OF FOREIGN-BASED TRADERS, AND THEREFORE, COULD NOT REASONABLY MONITOR, DETECT AND PREVENT POTENTIALLY MANIPULATIVE ACTIVITY. THE FIRM FAILED TO DEDICATE SUFFICIENT COMPLIANCE RESOURCES AND STAFF



TO MEET ITS REGULATORY RESPONSIBILITIES AS ITS BUSINESS GREW, AND, IN SOME INSTANCES, TO CONDUCT ADEQUATE FOLLOW-UP AND REVIEW OF POTENTIALLY MANIPULATIVE ACTIVITY, SUCH AS WASH TRADES, PRE-ARRANGED TRADES, LAYERING, SPOOFING AND OTHER MOMENTUM IGNITION STRATEGIES, VIOLATIVE ODD-LOT TRADES, AND TRADES THAT IMPERMISSIBLY MARKED THE OPENING AND CLOSING OF TRADING. MOREOVER, CERTAIN OF THE SYSTEMS AND CONTROLS THE FIRM DID DESIGN AND IMPLEMENT WERE FLAWED AND NOT ADEQUATELY TAILORED TO ITS BUSINESS. BY FAILING TO ESTABLISH, MAINTAIN AND ENFORCE AN ADEQUATE SUPERVISORY SYSTEM, INCLUDING WRITTEN SUPERVISORY PROCEDURES (WSPS), REASONABLY DESIGNED TO MONITOR AND INVESTIGATE RED FLAGS, DETECT AND PREVENT POTENTIALLY MANIPULATIVE TRADES OF ITS MARKET ACCESS CUSTOMERS, AND ENSURE COMPLIANCE WITH THE FEDERAL SECURITIES LAWS AND REGULATIONS, INCLUDING THE MARKET ACCESS RULE, AND BZX, FINRA AND SRO RULES, THE FIRM VIOLATED BZX RULES 3.1 AND 5.1. BY FAILING TO ESTABLISH, DOCUMENT AND MAINTAIN AN ADEQUATE SYSTEM OF RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO MANAGE THE FINANCIAL AND REGULATORY RISKS AND ENSURE COMPLIANCE WITH ALL REGULATORY REQUIREMENTS IN CONNECTION WITH THE FIRM'S PROVISION OF MARKET ACCESS, THE FIRM VIOLATED SECTION 15(C)(3) OF THE SECURITIES EXCHANGE ACT OF 1934 AND RULE 15C3-5 THEREUNDER, AND ALSO VIOLATED BZX RULE 3.1. BY FAILING TO DEDICATE SUFFICIENT RESOURCES TO ENSURE APPROPRIATE REGULATORY RISK MANAGEMENT CONTROLS AND SUPERVISORY SYSTEMS AND PROCEDURES, AND FAILING TO PREVENT ITS MARKET ACCESS CUSTOMERS AND THEIR TRADERS FROM EXECUTING THOUSANDS OF POTENTIALLY MANIPULATIVE TRADES ON THE EXCHANGES, THE FIRM FAILED TO OBSERVE HIGH STANDARDS OF COMMERCIAL HONOR AND JUST AND EQUITABLE PRINCIPLES OF TRADE IN THE CONDUCT OF ITS BUSINESS, IN VIOLATION OF BZX RULE 3.1.

Initiated By: BATS Z-EXCHANGE, INC.

Date Initiated: 01/26/2016

Docket/Case Number: 2010025475604

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought: Other

Other Sanction(s)/Relief Sought: N/A



Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 02/24/2016

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$218,750.00

Other Sanctions Ordered: UNDERTAKING: CONDUCT A COMPREHENSIVE REVIEW OF THE ADEQUACY OF THE FIRM'S POLICIES, SYSTEMS AND PROCEDURES (WRITTEN AND OTHERWISE), AND TRAINING

Sanction Details: THE FIRM WAS CENSURED, FINED \$875,000, WHICH SHALL BE PAID COLLECTIVELY TO BATS, FINRA, NASDAQ, AND NYSE ARCA, OF WHICH \$218,750 SHALL BE PAID TO BATS. CONCURRENT WITH THIS OFFER, BY ENTERING INTO AN AWC AND AGREEING TO PAY FINRA A SEPARATE FINE OF \$125,000, THE FIRM IS ALSO RESOLVING RELATED AML VIOLATIONS IN FINRA MATTER NO. 20120352981, FOR A TOTAL FINE OF \$1,000,000 FOR FINRA MATTER NOS. 20100254756 AND 20120352981 AND UNDERTAKES TO CONDUCT A COMPREHENSIVE REVIEW OF THE ADEQUACY OF THE FIRM'S POLICIES, SYSTEMS AND PROCEDURES (WRITTEN AND OTHERWISE), AND TRAINING.

Reporting Source: Firm

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT THIS MATTER INVOLVES SUPERVISORY VIOLATIONS COMMITTED BY THE FIRM DURING THE PERIOD OF NOVEMBER 1, 2009 THROUGH MARCH 31, 2015, IN CONNECTION WITH THE FIRM'S BUSINESS OF PROVIDING DIRECT MARKET ACCESS AND/OR SPONSORED MARKET ACCESS TO BOTH REGISTERED AND UNREGISTERED MARKET PARTICIPANTS TO MULTIPLE MARKET CENTERS, INCLUDING BATS EXCHANGE, INC. (BATS OR BZX), BATS Y-EXCHANGE, INC., EDGA EXCHANGE, INC., EDGX EXCHANGE, INC., NASDAQ STOCK MARKET LLC, NASDAQ OMX BX, INC., NASDAQ OMX PHLX LLC, NEW YORK STOCK EXCHANGE, LLC, NYSE ARCA EQUITIES, INC. AND NYSE MKT LLC (NYSE AMEX LLC PRIOR TO MAY 14, 2012) (COLLECTIVELY, THE EXCHANGES OR SROS). THE FIRM'S SUPERVISORY SYSTEMS AND PROCEDURES AND RISK MANAGEMENT CONTROLS WERE NOT



REASONABLY DESIGNED TO SUPERVISE AND MANAGE THE RISKS OF ITS MARKET ACCESS BUSINESS INVOLVING THOUSANDS OF FOREIGN-BASED TRADERS, AND THEREFORE, COULD NOT REASONABLY MONITOR, DETECT AND PREVENT POTENTIALLY MANIPULATIVE ACTIVITY. THE FIRM FAILED TO DEDICATE SUFFICIENT COMPLIANCE RESOURCES AND STAFF TO MEET ITS REGULATORY RESPONSIBILITIES AS ITS BUSINESS GREW, AND, IN SOME INSTANCES, TO CONDUCT ADEQUATE FOLLOW-UP AND REVIEW OF POTENTIALLY MANIPULATIVE ACTIVITY, SUCH AS WASH TRADES, PRE-ARRANGED TRADES, LAYERING, SPOOFING AND OTHER MOMENTUM IGNITION STRATEGIES, VIOLATIVE ODD-LOT TRADES, AND TRADES THAT IMPERMISSIBLY MARKED THE OPENING AND CLOSING OF TRADING. MOREOVER, CERTAIN OF THE SYSTEMS AND CONTROLS THE FIRM DID DESIGN AND IMPLEMENT WERE FLAWED AND NOT ADEQUATELY TAILORED TO ITS BUSINESS. BY FAILING TO ESTABLISH, MAINTAIN AND ENFORCE AN ADEQUATE SUPERVISORY SYSTEM, INCLUDING WRITTEN SUPERVISORY PROCEDURES (WSPS), REASONABLY DESIGNED TO MONITOR AND INVESTIGATE RED FLAGS, DETECT AND PREVENT POTENTIALLY MANIPULATIVE TRADES OF ITS MARKET ACCESS CUSTOMERS, AND ENSURE COMPLIANCE WITH THE FEDERAL SECURITIES LAWS AND REGULATIONS, INCLUDING THE MARKET ACCESS RULE, AND BZX, FINRA AND SRO RULES, THE FIRM VIOLATED BZX RULES 3.1 AND 5.1. BY FAILING TO ESTABLISH, DOCUMENT AND MAINTAIN AN ADEQUATE SYSTEM OF RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO MANAGE THE FINANCIAL AND REGULATORY RISKS AND ENSURE COMPLIANCE WITH ALL REGULATORY REQUIREMENTS IN CONNECTION WITH THE FIRM'S PROVISION OF MARKET ACCESS, THE FIRM VIOLATED SECTION 15(C)(3) OF THE SECURITIES EXCHANGE ACT OF 1934 AND RULE 15C3-5 THEREUNDER, AND ALSO VIOLATED BZX RULE 3.1. BY FAILING TO DEDICATE SUFFICIENT RESOURCES TO ENSURE APPROPRIATE REGULATORY RISK MANAGEMENT CONTROLS AND SUPERVISORY SYSTEMS AND PROCEDURES, AND FAILING TO PREVENT ITS MARKET ACCESS CUSTOMERS AND THEIR TRADERS FROM EXECUTING THOUSANDS OF POTENTIALLY MANIPULATIVE TRADES ON THE EXCHANGES, THE FIRM FAILED TO OBSERVE HIGH STANDARDS OF COMMERCIAL HONOR AND JUST AND EQUITABLE PRINCIPLES OF TRADE IN THE CONDUCT OF ITS BUSINESS, IN VIOLATION OF BZX RULE 3.1.

Initiated By: BATS Z-EXCHANGE, INC
Date Initiated: 01/26/2016
Docket/Case Number: 2010025475604
Principal Product Type: Other
Other Product Type(s): UNSPECIFIED SECURITIES



Principal Sanction(s)/Relief Sought:	Other
Other Sanction(s)/Relief Sought:	N/A
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	02/24/2016
Sanctions Ordered:	Censure Monetary/Fine \$218,750.00
Other Sanctions Ordered:	UNDERTAKING: CONDUCT A COMPREHENSIVE REVIEW OF THE ADEQUACY OF THE FIRM'S POLICIES, SYSTEMS AND PROCEDURES (WRITTEN AND OTHERWISE), AND TRAINING
Sanction Details:	THE FIRM WAS CENSURED, FINED \$875,000, WHICH SHALL BE PAID COLLECTIVELY TO BATS, FINRA, NASDAQ, AND NYSE ARCA, OF WHICH \$218,750 SHALL BE PAID TO BATS. CONCURRENT WITH THIS OFFER, BY ENTERING INTO AN AWC AND AGREEING TO PAY FINRA A SEPARATE FINE OF \$125,000, THE FIRM IS ALSO RESOLVING RELATED AML VIOLATIONS IN FINRA MATTER NO. 20120352981, FOR A TOTAL FINE OF \$1,000,000 FOR FINRA MATTER NOS. 20100254756 AND 20120352981 AND UNDERTAKES TO CONDUCT A COMPREHENSIVE REVIEW OF THE ADEQUACY OF THE FIRM'S POLICIES, SYSTEMS AND PROCEDURES (WRITTEN AND OTHERWISE), AND TRAINING.

Disclosure 48 of 61

Reporting Source:	Regulator
Current Status:	Final
Allegations:	WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO ESTABLISH AND IMPLEMENT AML POLICIES, PROCEDURES, AND INTERNAL CONTROLS REASONABLY EXPECTED TO DETECT AND CAUSE THE REPORTING OF SUSPICIOUS TRANSACTIONS AND REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH THE BANK SECRECY ACT, 31 U.S.C. § 5311, EL SEQ., AND THE IMPLEMENTING REGULATIONS PROMULGATED THEREUNDER BY THE DEPARTMENT OF THE TREASURY. THE FINDINGS STATED THAT THE FIRM IDENTIFIED SITUATIONS IN WHICH TRADERS GIVEN DIRECT MARKET ACCESS BY THE FIRM PARTICIPATED IN ACTIVITY THAT CAUSED THE FIRM TO RESTRICT OR PROHIBIT THE TRADER'S TRADING ACTIVITY. HOWEVER, IN THOSE SITUATIONS WHERE IT RESTRICTED OR PROHIBITED THE TRADER'S TRADING ACTIVITY, THE FIRM DID NOT TAKE ANY FURTHER INVESTIGATIVE STEPS TO ASSESS WHETHER



A SUSPICIOUS ACTIVITY REPORT (SAR) WAS WARRANTED. A LARGE PERCENTAGE OF THE FIRM'S BUSINESS CONSISTED OF ACCOUNTS IN WHICH NUMEROUS TRADERS USED THIRD PARTY ORDER MANAGEMENT SYSTEM (OMS) SERVICE BUREAUS TO TRADE FOR A SINGLE ACCOUNT NUMBER. IN THOSE INSTANCES WHERE THE FIRM RESTRICTED OR PROHIBITED A TRADER'S TRADING ACTIVITY, OR ACTIVITY FOR MULTIPLE TRADERS FOR THE SAME CUSTOMER, THE FIRM DID NOT SUFFICIENTLY CONSIDER WHETHER THE CUSTOMER ASSOCIATED WITH THE TRADER(S) HAD ENGAGED IN SUSPICIOUS ACTIVITY. THE FIRM ALSO FAILED TO HAVE ADEQUATE WRITTEN AML PROCEDURES BECAUSE AFTER IT MADE CHANGES TO ITS AML SUPERVISORY SYSTEM, THE FIRM FAILED TO UPDATE THE WRITTEN PROCEDURES TO REFLECT THE THEN CURRENT POLICIES.

Initiated By: FINRA

Date Initiated: 02/24/2016

Docket/Case Number: 2012035298101

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Other

Other Sanction(s)/Relief Sought: N/A

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 02/24/2016

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$125,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED \$125,000.

Reporting Source: Firm



Current Status:	Final
Allegations:	<p>WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO ESTABLISH AND IMPLEMENT AML POLICIES, PROCEDURES, AND INTERNAL CONTROLS REASONABLY EXPECTED TO DETECT AND CAUSE THE REPORTING OF SUSPICIOUS TRANSACTIONS AND REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH THE BANK SECRECY ACT, 31 U.S.C. § 5311, EL SEQ., AND THE IMPLEMENTING REGULATIONS PROMULGATED THEREUNDER BY THE DEPARTMENT OF THE TREASURY. THE FINDINGS STATED THAT THE FIRM IDENTIFIED SITUATIONS IN WHICH TRADERS GIVEN DIRECT MARKET ACCESS BY THE FIRM PARTICIPATED IN ACTIVITY THAT CAUSED THE FIRM TO RESTRICT OR PROHIBIT THE TRADER'S TRADING ACTIVITY. HOWEVER, IN THOSE SITUATIONS WHERE IT RESTRICTED OR PROHIBITED THE TRADER'S TRADING ACTIVITY, THE FIRM DID NOT TAKE ANY FURTHER INVESTIGATIVE STEPS TO ASSESS WHETHER A SUSPICIOUS ACTIVITY REPORT (SAR) WAS WARRANTED. A LARGE PERCENTAGE OF THE FIRM'S BUSINESS CONSISTED OF ACCOUNTS IN WHICH NUMEROUS TRADERS USED THIRD PARTY ORDER MANAGEMENT SYSTEM (OMS) SERVICE BUREAUS TO TRADE FOR A SINGLE ACCOUNT NUMBER. IN THOSE INSTANCES WHERE THE FIRM RESTRICTED OR PROHIBITED A TRADER'S TRADING ACTIVITY, OR ACTIVITY FOR MULTIPLE TRADERS FOR THE SAME CUSTOMER, THE FIRM DID NOT SUFFICIENTLY CONSIDER WHETHER THE CUSTOMER ASSOCIATED WITH THE TRADER(S) HAD ENGAGED IN SUSPICIOUS ACTIVITY. THE FIRM ALSO FAILED TO HAVE ADEQUATE WRITTEN AML PROCEDURES BECAUSE AFTER IT MADE CHANGES TO ITS AML SUPERVISORY SYSTEM, THE FIRM FAILED TO UPDATE THE WRITTEN PROCEDURES TO REFLECT THE THEN CURRENT POLICIES.</p>
Initiated By:	FINANCIAL INDUSTRY REGULATORY AUTHORITY
Date Initiated:	02/24/2016
Docket/Case Number:	2012035298101
Principal Product Type:	No Product
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Other
Other Sanction(s)/Relief Sought:	N/A
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	02/24/2016



Sanctions Ordered: Censure
Monetary/Fine \$125,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED AND FINED \$125,000.

Disclosure 49 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: THIS DISCIPLINARY PROCEEDING INVOLVES SUPERVISORY VIOLATIONS COMMITTED BY THE FIRM FROM NOVEMBER 1, 2009, THROUGH MARCH 31, 2015, IN CONNECTION WITH THE FIRM'S BUSINESS OF PROVIDING DIRECT MARKET ACCESS AND SPONSORED MARKET ACCESS TO REGISTERED AND UNREGISTERED MARKET PARTICIPANTS (MARKET ACCESS CUSTOMERS) TO MULTIPLE MARKET CENTERS, INCLUDING NYSE ARCA, BATS EXCHANGE, INC., BATS Y-EXCHANGE, INC., EDGA EXCHANGE, INC., EDGX EXCHANGE, INC., THE NASDAQ STOCK MARKET, LLC, NASDAQ OMX BX, INC., NASDAQ OMX PHLX, LLC, NEW YORK STOCK EXCHANGE, LLC AND NYSE MKT LLC (NYSE AMEX LLC PRIOR TO MAY 14, 2012) (COLLECTIVELY, EXCHANGES OR SROS). THE FIRM'S SUPERVISORY SYSTEMS AND PROCEDURES AND RISK MANAGEMENT CONTROLS WERE NOT REASONABLY DESIGNED TO SUPERVISE AND MANAGE THE RISKS OF ITS MARKET ACCESS BUSINESS INVOLVING THOUSANDS OF FOREIGN-BASED TRADERS, AND THEREFORE, COULD NOT REASONABLY MONITOR, DETECT, AND PREVENT POTENTIALLY MANIPULATIVE ACTIVITY. DESPITE NUMEROUS RED FLAGS, HEIGHTENED RISKS, AND REPEATED NOTICE BY REGULATORS OF POTENTIALLY MANIPULATIVE ACTIVITY BEING EFFECTED BY CERTAIN MARKET ACCESS CUSTOMERS, THE FIRM'S APPROACH TO ITS REGULATORY RESPONSIBILITIES WAS INADEQUATE. THE FIRM ALSO FAILED TO DEDICATE SUFFICIENT COMPLIANCE RESOURCES AND STAFF TO MEET ITS REGULATORY RESPONSIBILITIES AS ITS BUSINESS GREW, AND, IN SOME INSTANCES, TO CONDUCT ADEQUATE FOLLOW-UP AND REVIEW OF POTENTIALLY MANIPULATIVE ACTIVITY, SUCH AS WASH TRADES, PRE-ARRANGED TRADES, LAYERING, SPOOFING AND OTHER MOMENTUM IGNITION STRATEGIES, VIOLATIVE ODD-LOT TRADES, AND TRADES THAT IMPERMISSIBLY MARKED THE OPENING AND CLOSING OF TRADING. MOREOVER, CERTAIN SYSTEMS AND CONTROLS THE FIRM DID DESIGN AND IMPLEMENT WERE FLAWED AND INADEQUATELY TAILORED TO ITS BUSINESS. BY FAILING TO ESTABLISH, MAINTAIN, AND ENFORCE AN ADEQUATE SUPERVISORY SYSTEM, INCLUDING WRITTEN SUPERVISORY PROCEDURES, REASONABLY DESIGNED TO MONITOR AND INVESTIGATE RED FLAGS, DETECT AND PREVENT POTENTIALLY MANIPULATIVE TRADES OF ITS MARKET ACCESS CUSTOMERS, AND ENSURE COMPLIANCE WITH



THE FEDERAL SECURITIES LAWS AND REGULATIONS, INCLUDING THE MARKET ACCESS RULE, AND NYSE ARCA RULES, FINRA RULES, AND SRO RULES, THE FIRM VIOLATED NYSE ARCA EQUITIES RULES 6.18, 6.1(B), AND 6.2(B) AND 2010. BY FAILING TO ESTABLISH, DOCUMENT, AND MAINTAIN AN ADEQUATE SYSTEM OF RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO MANAGE THE FINANCIAL AND REGULATORY RISKS AND ENSURE COMPLIANCE WITH ALL REGULATORY REQUIREMENTS IN CONNECTION WITH THE FIRM'S PROVISION OF MARKET ACCESS, THE FIRM VIOLATED SECTION 15(C)(3) OF THE SECURITIES EXCHANGE ACT OF 1934 AND RULE 15C3-5 THEREUNDER, AND ALSO VIOLATED NYSE ARCA EQUITIES RULES 6.1(B), 6.2(B), AND 2010. BY FAILING TO DEDICATE SUFFICIENT RESOURCES TO ENSURE APPROPRIATE REGULATORY RISK MANAGEMENT CONTROLS AND SUPERVISORY SYSTEMS AND PROCEDURES, AND FAILING TO PREVENT ITS MARKET ACCESS CUSTOMERS AND THEIR TRADERS FROM EXECUTING THOUSANDS OF POTENTIALLY MANIPULATIVE TRADES ON THE EXCHANGES, THE FIRM FAILED TO OBSERVE HIGH STANDARDS OF COMMERCIAL HONOR AND JUST AND EQUITABLE PRINCIPLES OF TRADE IN THE CONDUCT OF ITS BUSINESS, IN VIOLATION OF NYSE ARCA EQUITIES RULES 6.1(B), 6.2(B), AND 2010.

Initiated By: NYSE ARCA, INC.

Date Initiated: 02/18/2016

Docket/Case Number: 2010025475603

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought: Other

Other Sanction(s)/Relief Sought: N/A

Resolution: Decision

Resolution Date: 02/24/2016

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$218,750.00



Other Sanctions Ordered: UNDERTAKING: CONDUCT A COMPREHENSIVE REVIEW OF THE ADEQUACY OF THE FIRM'S POLICIES, SYSTEMS AND PROCEDURES (WRITTEN AND OTHERWISE), AND TRAINING

Sanction Details: THE FIRM WAS CENSURED, FINED \$875,000, OF WHICH \$218,750 SHALL BE PAID TO NYSE ARCA AND THE REMAINING AMOUNT SHALL BE PAID EQUALLY TO BATS EXCHANGE, INC., THE NASDAQ STOCK MARKET LLC, AND FINRA IN ACCORDANCE WITH THE TERMS OF PARALLEL SETTLEMENT AGREEMENTS IN RELATED MATTERS BETWEEN THE FIRM AND EACH OF THESE SELF-REGULATORY ORGANIZATIONS AND UNDERTAKES TO CONDUCT A COMPREHENSIVE REVIEW OF THE ADEQUACY OF THE FIRM'S POLICIES, SYSTEMS AND PROCEDURES (WRITTEN AND OTHERWISE), AND TRAINING. CONCURRENTLY, THE FIRM ENTERED INTO AN AWC TO RESOLVE FINRA MATTER NO. 20120352981 UNDER WHICH ETC AGREED TO PAY FINRA A SEPARATE FINE OF \$125,000 FOR RELATED AML VIOLATIONS, FOR A TOTAL FINE OF \$1 MILLION FOR FINRA MATTERS NOS. 20100254756 AND 20120352981.

Reporting Source: Firm

Current Status: Final

Allegations: THIS DISCIPLINARY PROCEEDING INVOLVES SUPERVISORY VIOLATIONS COMMITTED BY THE FIRM FROM NOVEMBER 1, 2009, THROUGH MARCH 31, 2015, IN CONNECTION WITH THE FIRM'S BUSINESS OF PROVIDING DIRECT MARKET ACCESS AND SPONSORED MARKET ACCESS TO REGISTERED AND UNREGISTERED MARKET PARTICIPANTS (MARKET ACCESS CUSTOMERS) TO MULTIPLE MARKET CENTERS, INCLUDING NYSE ARCA, BATS EXCHANGE, INC., BATS Y-EXCHANGE, INC., EDGA EXCHANGE, INC., EDGX EXCHANGE, INC., THE NASDAQ STOCK MARKET, LLC, NASDAQ OMX BX, INC., NASDAQ OMX PHLX, LLC, NEW YORK STOCK EXCHANGE, LLC AND NYSE MKT LLC (NYSE AMEX LLC PRIOR TO MAY 14, 2012) (COLLECTIVELY, EXCHANGES OR SROS). THE FIRM'S SUPERVISORY SYSTEMS AND PROCEDURES AND RISK MANAGEMENT CONTROLS WERE NOT REASONABLY DESIGNED TO SUPERVISE AND MANAGE THE RISKS OF ITS MARKET ACCESS BUSINESS INVOLVING THOUSANDS OF FOREIGN-BASED TRADERS, AND THEREFORE, COULD NOT REASONABLY MONITOR, DETECT, AND PREVENT POTENTIALLY MANIPULATIVE ACTIVITY. DESPITE NUMEROUS RED FLAGS, HEIGHTENED RISKS, AND REPEATED NOTICE BY REGULATORS OF POTENTIALLY MANIPULATIVE ACTIVITY BEING EFFECTED BY CERTAIN MARKET ACCESS CUSTOMERS, THE FIRM'S APPROACH TO ITS REGULATORY RESPONSIBILITIES WAS INADEQUATE. THE FIRM ALSO FAILED TO DEDICATE SUFFICIENT COMPLIANCE RESOURCES AND STAFF TO MEET ITS REGULATORY RESPONSIBILITIES AS ITS BUSINESS GREW, AND, IN SOME INSTANCES, TO CONDUCT ADEQUATE FOLLOW-UP AND



REVIEW OF POTENTIALLY MANIPULATIVE ACTIVITY, SUCH AS WASH TRADES, PRE-ARRANGED TRADES, LAYERING, SPOOFING AND OTHER MOMENTUM IGNITION STRATEGIES, VIOLATIVE ODD-LOT TRADES, AND TRADES THAT IMPERMISSIBLY MARKED THE OPENING AND CLOSING OF TRADING. MOREOVER, CERTAIN SYSTEMS AND CONTROLS THE FIRM DID DESIGN AND IMPLEMENT WERE FLAWED AND INADEQUATELY TAILORED TO ITS BUSINESS. BY FAILING TO ESTABLISH, MAINTAIN, AND ENFORCE AN ADEQUATE SUPERVISORY SYSTEM, INCLUDING WRITTEN SUPERVISORY PROCEDURES, REASONABLY DESIGNED TO MONITOR AND INVESTIGATE RED FLAGS, DETECT AND PREVENT POTENTIALLY MANIPULATIVE TRADES OF ITS MARKET ACCESS CUSTOMERS, AND ENSURE COMPLIANCE WITH THE FEDERAL SECURITIES LAWS AND REGULATIONS, INCLUDING THE MARKET ACCESS RULE, AND NYSE ARCA RULES, FINRA RULES, AND SRO RULES, THE FIRM VIOLATED NYSE ARCA EQUITIES RULES 6.18, 6.1(B), AND 6.2(B) AND 2010. BY FAILING TO ESTABLISH, DOCUMENT, AND MAINTAIN AN ADEQUATE SYSTEM OF RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO MANAGE THE FINANCIAL AND REGULATORY RISKS AND ENSURE COMPLIANCE WITH ALL REGULATORY REQUIREMENTS IN CONNECTION WITH THE FIRM'S PROVISION OF MARKET ACCESS, THE FIRM VIOLATED SECTION 15(C)(3) OF THE SECURITIES EXCHANGE ACT OF 1934 AND RULE 15C3-5 THEREUNDER, AND ALSO VIOLATED NYSE ARCA EQUITIES RULES 6.1(B), 6.2(B), AND 2010. BY FAILING TO DEDICATE SUFFICIENT RESOURCES TO ENSURE APPROPRIATE REGULATORY RISK MANAGEMENT CONTROLS AND SUPERVISORY SYSTEMS AND PROCEDURES, AND FAILING TO PREVENT ITS MARKET ACCESS CUSTOMERS AND THEIR TRADERS FROM EXECUTING THOUSANDS OF POTENTIALLY MANIPULATIVE TRADES ON THE EXCHANGES, THE FIRM FAILED TO OBSERVE HIGH STANDARDS OF COMMERCIAL HONOR AND JUST AND EQUITABLE PRINCIPLES OF TRADE IN THE CONDUCT OF ITS BUSINESS, IN VIOLATION OF NYSE ARCA EQUITIES RULES 6.1(B), 6.2(B), AND 2010.

Initiated By: NYSE ARCA, INC
Date Initiated: 02/18/2016
Docket/Case Number: 2010025475603
Principal Product Type: Other
Other Product Type(s): UNSPECIFIED SECURITIES
Principal Sanction(s)/Relief Sought: Other
Other Sanction(s)/Relief Sought: N/A
Resolution: Decision



Resolution Date:	02/24/2016
Sanctions Ordered:	Censure Monetary/Fine \$218,750.00
Other Sanctions Ordered:	UNDERTAKING: CONDUCT A COMPREHENSIVE REVIEW OF THE ADEQUACY OF THE FIRM'S POLICIES, SYSTEMS AND PROCEDURES (WRITTEN AND OTHERWISE), AND TRAINING
Sanction Details:	THE FIRM WAS CENSURED, FINED \$875,000, OF WHICH \$218,750 SHALL BE PAID TO NYSE ARCA AND THE REMAINING AMOUNT SHALL BE PAID EQUALLY TO BATS EXCHANGE, INC., THE NASDAQ STOCK MARKET LLC, AND FINRA IN ACCORDANCE WITH THE TERMS OF PARALLEL SETTLEMENT AGREEMENTS IN RELATED MATTERS BETWEEN THE FIRM AND EACH OF THESE SELF-REGULATORY ORGANIZATIONS AND UNDERTAKES TO CONDUCT A COMPREHENSIVE REVIEW OF THE ADEQUACY OF THE FIRM'S POLICIES, SYSTEMS AND PROCEDURES (WRITTEN AND OTHERWISE), AND TRAINING. CONCURRENTLY, THE FIRM ENTERED INTO AN AWC TO RESOLVE FINRA MATTER NO. 20120352981 UNDER WHICH ETC AGREED TO PAY FINRA A SEPARATE FINE OF \$125,000 FOR RELATED AML VIOLATIONS, FOR A TOTAL FINE OF \$1 MILLION FOR FINRA MATTERS NOS. 20100254756 AND 20120352981.

Disclosure 50 of 61

Reporting Source:	Regulator
Current Status:	Final
Allegations:	WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT OVER AN APPROXIMATELY TWO-YEAR PERIOD, IT SUBMITTED INCORRECT BLUE SHEETS TO FINRA THAT MISREPORTED TRANSACTIONS AND SUBMITTED INCORRECT BLUE SHEETS TO THE SEC THAT MISREPORTED TRANSACTIONS. THE FINDINGS STATED THAT DUE TO A CODING ERROR WITH THE FIRM'S SYSTEM, WHEN COMPILING BLUE SHEETS, THE FIRM'S SYSTEM CORRECTLY IDENTIFIED RESPONSIVE TRADES BY INTRODUCING FIRMS, BUT FAILED TO IDENTIFY THE CORRECT ACCOUNT INFORMATION (ACCOUNT NUMBER AND NAME) FOR THE TRADES. INSTEAD, THE FIRM'S SYSTEM RANDOMLY SELECTED ACCOUNT INFORMATION FROM AMONG THE INTRODUCING FIRM'S ACCOUNTS. BLUE SHEETS PROVIDE REGULATORS WITH CRITICAL INFORMATION ABOUT SUSPICIOUS TRANSACTIONS, INCLUDING THE NAME OF THE ACCOUNT OWNER, THE NATURE OF THE TRANSACTION (WHETHER IT WAS A BUY, SALE, OR SHORT SALE), AND THE PRICE AT WHICH THE TRANSACTION OCCURRED. THIS INFORMATION IS ESSENTIAL TO REGULATORS' ABILITY TO DISCHARGE THEIR ENFORCEMENT AND REGULATORY MANDATES. THE FINDINGS ALSO



STATED THAT THE FIRM HAD NO PROCEDURES FOR VALIDATING BLUE SHEETS FOR ACCURACY OR COMPLETENESS BEFORE SUBMITTING THEM TO REGULATORS.

Initiated By: FINRA

Date Initiated: 12/23/2015

Docket/Case Number: 2014039947501

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 12/23/2015

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$75,000.00

Other Sanctions Ordered: UNDERTAKING

Sanction Details: THE FIRM WAS CENSURED, FINED \$75,000, AND AGREED TO CONDUCT A REVIEW OF ITS POLICIES, SYSTEMS, AND PROCEDURES (WRITTEN OR OTHERWISE) RELATING TO ITS COMPILATION AND SUBMISSION OF BLUE SHEET DATA AND THE AUDIT DEFICIENCIES ADDRESSED IN THE AWC. FINE PAID IN FULL ON MARCH 7, 2016.

Reporting Source: Firm

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT OVER AN APPROXIMATELY TWO-YEAR PERIOD, IT SUBMITTED INCORRECT BLUE SHEETS TO FINRA THAT MISREPORTED TRANSACTIONS AND SUBMITTED INCORRECT BLUE SHEETS TO THE SEC THAT MISREPORTED

TRANSACTIONS. THE FINDINGS STATED THAT DUE TO A CODING ERROR WITH THE FIRM'S SYSTEM, WHEN COMPILING BLUE SHEETS, THE FIRM'S SYSTEM CORRECTLY IDENTIFIED RESPONSIVE TRADES BY INTRODUCING FIRMS, BUT FAILED TO IDENTIFY THE CORRECT ACCOUNT INFORMATION (ACCOUNT NUMBER AND NAME) FOR THE TRADES. INSTEAD, THE FIRM'S SYSTEM RANDOMLY SELECTED ACCOUNT INFORMATION FROM AMONG THE INTRODUCING FIRM'S ACCOUNTS. BLUE SHEETS PROVIDE REGULATORS WITH CRITICAL INFORMATION ABOUT SUSPICIOUS TRANSACTIONS, INCLUDING THE NAME OF THE ACCOUNT OWNER, THE NATURE OF THE TRANSACTION (WHETHER IT WAS A BUY, SALE, OR SHORT SALE), AND THE PRICE AT WHICH THE TRANSACTION OCCURRED. THIS INFORMATION IS ESSENTIAL TO REGULATORS' ABILITY TO DISCHARGE THEIR ENFORCEMENT AND REGULATORY MANDATES. THE FINDINGS ALSO STATED THAT THE FIRM HAD NO PROCEDURES FOR VALIDATING BLUE SHEETS FOR ACCURACY OR COMPLETENESS BEFORE SUBMITTING THEM TO REGULATORS.

Initiated By: FINANCIAL INDUSTRY REGULATORY AUTHORITY

Date Initiated: 12/23/2015

Docket/Case Number: 2014039947501

Principal Product Type: Other

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 12/23/2015

Sanctions Ordered: Censure
Monetary/Fine \$75,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM WAS CENSURED, FINED \$75,000, AND AGREED TO CONDUCT A REVIEW OF ITS POLICIES, SYSTEMS, AND PROCEDURES (WRITTEN OR OTHERWISE) RELATING TO ITS COMPILATION AND SUBMISSION OF BLUE SHEET DATA AND THE AUDIT DEFICIENCIES ADDRESSED IN THE AWC.

Disclosure 51 of 61

Reporting Source: Regulator



Current Status: Final

Allegations: ELECTRONIC TRANSACTION CLEARING, INC. ("ETC"), A FORMER CBOE STOCK EXCHANGE, LLC TPH ORGANIZATION, WAS CENSURED AND FINED \$25,000 FOR THE FOLLOWING. ETC: (I) MISMARKED 777,011 AGENCY ORDERS WITH A PRINCIPAL ORDER ORIGIN CODE OF "K"; (II) FAILED TO MAINTAIN ACCURATE BOOKS AND RECORDS; (III) FAILED TO IMPLEMENT ADEQUATE SUPERVISORY POLICIES AND PROCEDURES RELATED TO ORIGIN CODE MARKING TO ASSURE COMPLIANCE WITH EXCHANGE RULES AND THE RULE UNDER THE ACT; AND (IV) FAILED TO SUPERVISE TO ASSURE THE ACCURACY OF ITS ORDER ORIGIN CODE MARKING. (EXCHANGE RULES 4.2 - ADHERENCE TO LAW, 6.51 - REPORTING DUTIES, AND 15.1 - MAINTENANCE, RETENTION AND FURNISHING OF BOOKS, RECORDS AND OTHER INFORMATION, AND SECTION 17(A) OF THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED (THE "ACT"), AND RULE 17A-3 - RECORDS TO BE MADE BY CERTAIN EXCHANGE MEMBERS, BROKERS, AND DEALERS)

Initiated By: CHICAGO BOARD OPTIONS EXCHANGE

Date Initiated: 04/08/2015

Docket/Case Number: 15-0040 / 20150448985

Principal Product Type: Options

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought:

Resolution: Decision & Order of Offer of Settlement

Resolution Date: 07/12/2016

Sanctions Ordered: Censure
Monetary/Fine \$25,000.00

Other Sanctions Ordered:

Sanction Details: A \$25,000 FINE AND A CENSURE.

Reporting Source: Firm

Current Status: Final

Allegations: IT IS ALLEGED THAT ETC: (I)MISMARKED 777,011 AGENCY ORDERS WITH A



PRINCIPAL ORDER ORIGIN CODE OF "K"; (II) MISMARKED 777,011 AGENCY ORDERS WITH A PRINCIPAL ORDER ORIGIN CODE OF "K", AND AS A RESULT, ETC FAILED TO MAINTAIN ACCURATE BOOKS AND RECORDS; (III) FAILED TO IMPLEMENT ADEQUATE SUPERVISORY POLICIES AND PROCEDURES RELATED TO ORIGIN CODE MARKING TO ASSURE COMPLIANCE WITH EXCHANGE RULES AND THE RULE UNDER THE ACT; AND (IV) FAILED TO SUPERVISE TO ASSURE THE ACCURACY OF ITS ORDER ORIGIN CODE MARKING. (VIOLATIONS OF CBSX RULES 4.2, 6.51 AND 15.5, AND ACT RULE 17A-3)

Initiated By: CHICAGO BOARD OPTIONS EXCHANGE

Date Initiated: 04/08/2015

Docket/Case Number: 15-0040/20150448985

Principal Product Type: Equity Listed (Common & Preferred Stock)

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought:

Resolution: Decision & Order of Offer of Settlement

Resolution Date: 07/12/2016

Sanctions Ordered: Censure
Monetary/Fine \$25,000.00

Other Sanctions Ordered:

Sanction Details: \$25,000 FINE AND CENSURE

Disclosure 52 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: THE FIRM WAS NAMED A RESPONDENT IN A FINRA COMPLAINT ALLEGING THAT THE FIRM'S SUPERVISORY SYSTEMS AND PROCEDURES WERE INADEQUATE AND WERE NOT REASONABLY DESIGNED FOR ITS MARKET ACCESS BUSINESS, AS REQUIRED BY NASDAQ RULE 3010. SPECIFICALLY, THE RESPONDENT FAILED TO (I) ADEQUATELY MONITOR RED FLAGS AND THE TRADING OF THE FIRM'S MARKET ACCESS CUSTOMERS, PARTICULARLY THOSE THAT POSED HEIGHTENED RISK; (II) ADEQUATELY DETECT AND PREVENT SUSPICIOUS AND POTENTIALLY MANIPULATIVE



TRADES, INCLUDING PROMPT AND DECISIVE FOLLOW-UP AND REVIEW AND INVESTIGATION; (III) INVEST APPROPRIATE AND SUFFICIENT RESOURCES IN ITS SUPERVISORY TECHNOLOGY, COMPLIANCE INFRASTRUCTURE, AND COMPLIANCE STAFF; AND (IV) ENSURE THAT ALL TRADING ACTIVITIES ENTERED UNDER THE FIRM'S MNEMONICS OR MPIDS COMPLIED WITH APPLICABLE FEDERAL SECURITIES LAWS AND REGULATIONS AND THE RULES OF NASDAQ AND THE EXCHANGES. RESPONDENT ALSO SPECIFICALLY FAILED TO SUPERVISE TO ENSURE COMPLIANCE WITH THE SECURITIES EXCHANGE ACT OF 1934 (SEA) SECTION 15(C)(3) AND SEA RULE 15C3-5. IN ADDITION, RESPONDENT FAILED TO ESTABLISH, MAINTAIN AND ENFORCE WSPS REASONABLY DESIGNED FOR THE FIRM'S MARKET ACCESS BUSINESS AND TO SUPERVISE THE ACTIVITIES OF ITS MARKET ACCESS CUSTOMERS TO ENSURE COMPLIANCE WITH APPLICABLE SECURITIES LAWS, REGULATIONS AND NASDAQ RULES. THE COMPLAINT ALLEGES THAT IN THE FIRM'S CAPACITY AS A PROVIDER OF "MARKET ACCESS," THE FIRM FAILED TO ESTABLISH, DOCUMENT AND MAINTAIN A SYSTEM OF RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO MANAGE THE FINANCIAL, REGULATORY, AND OTHER RISKS OF PROVIDING MARKET ACCESS. THE FIRM ALSO FAILED TO ENSURE THAT ITS REGULATORY RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES WERE UNDER ITS DIRECT AND EXCLUSIVE CONTROL. BY FAILING TO ESTABLISH, DOCUMENT AND MAINTAIN A SYSTEM OF RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO MANAGE THE FINANCIAL, REGULATORY AND OTHER RISKS OF PROVIDING MARKET ACCESS, THE FIRM WILLFULLY VIOLATED SEA SECTION 15(C)(3) AND SEA RULE 15C3-5. THE COMPLAINT ALSO ALLEGES THAT THE SYSTEMIC DEFICIENCIES IN THE FIRM'S SUPERVISORY SYSTEMS AND PROCEDURES AND RISK MANAGEMENT CONTROLS ENABLED CERTAIN OF ITS MARKET ACCESS CUSTOMERS TO FLOOD THE MARKET WITH SUSPICIOUS AND POTENTIALLY MANIPULATIVE TRADES, AND THE TREMENDOUS VOLUME OF TRADING GENERATED BY THESE CUSTOMERS SUBSTANTIALLY CONTRIBUTED TO THE FIRM'S STATUS AS A SIGNIFICANT MARKET ACCESS PROVIDER. THE FIRM PROFITED SIGNIFICANTLY, EARNING MILLIONS OF DOLLARS FROM EXECUTING SECURITIES TRADES ON BEHALF OF ITS MARKET ACCESS CUSTOMERS. AS A RESULT OF THE FOREGOING, IN THE CONDUCT OF ITS BUSINESS, THE FIRM FAILED TO OBSERVE HIGH STANDARDS OF COMMERCIAL HONOR AND JUST AND EQUITABLE PRINCIPLES OF TRADE.

Initiated By: NASDAQ STOCK MARKET
Date Initiated: 04/24/2015
Docket/Case Number: 2010025475602



Principal Product Type:	Other
Other Product Type(s):	UNSPECIFIED SECURITIES
Principal Sanction(s)/Relief Sought:	Other
Other Sanction(s)/Relief Sought:	N/A
Resolution:	Decision & Order of Offer of Settlement
Resolution Date:	02/24/2016
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	No
Sanctions Ordered:	Censure Monetary/Fine \$218,750.00
Other Sanctions Ordered:	UNDERTAKINGS
Sanction Details:	THE FIRM WAS CENSURED, FINED IN THE TOTAL AMOUNT OF \$875,000, TO BE PAID COLLECTIVELY TO NASDAQ, BATS EXCHANGE, INC., FINRA, AND NYSE ARCA, OF WHICH \$218,750 SHALL BE PAID TO NASDAQ. CONCURRENT WITH THIS ORDER, BY ENTERING INTO AN AWC AND AGREEING TO PAY FINRA A SEPARATE FINE OF \$125,000, THE FIRM IS ALSO RESOLVING RELATED AML VIOLATIONS IN FINRA MATTER NO. 20120352981, FOR A TOTAL FINE OF \$1,000,000 FOR FINRA MATTER NOS. 20100254756 AND 20120352981. THE FIRM SHALL ALSO COMPLY WITH THE UNDERTAKING IN ACCORDANCE WITH THE TERMS OF THE OFFER.
Regulator Statement	WITHOUT ADMITTING OR DENYING THE ALLEGATIONS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT THE SYSTEMIC DEFICIENCIES IN THE FIRM'S SUPERVISORY SYSTEMS AND PROCEDURES AND RISK MANAGEMENT CONTROLS ENABLED CERTAIN OF THE FIRM'S MARKET ACCESS CUSTOMERS TO EFFECT POTENTIALLY MANIPULATIVE TRADES, AND THE TREMENDOUS VOLUME OF TRADING GENERATED BY THESE CUSTOMERS SUBSTANTIALLY CONTRIBUTED TO THE FIRM'S STATUS AS A SIGNIFICANT MARKET ACCESS PROVIDER. THE FIRM PROFITED SIGNIFICANTLY, EARNING MILLIONS OF DOLLARS FROM EXECUTING SECURITIES TRADES ON BEHALF OF ITS MARKET ACCESS CUSTOMERS. THE FIRM'S SUPERVISORY SYSTEMS AND PROCEDURES WERE INADEQUATE AND WERE NOT REASONABLY DESIGNED FOR ITS MARKET ACCESS BUSINESS. SPECIFICALLY, THE FIRM FAILED TO ADEQUATELY MONITOR RED FLAGS AND THE TRADING OF ITS MARKET



ACCESS CUSTOMERS, PARTICULARLY THOSE THAT POSED HEIGHTENED RISK; ADEQUATELY DETECT AND PREVENT POTENTIALLY MANIPULATIVE TRADES, INCLUDING PROMPT AND DECISIVE FOLLOW-UP AND REVIEW AND INVESTIGATION; INVEST APPROPRIATE AND SUFFICIENT RESOURCES IN ITS SUPERVISORY TECHNOLOGY, COMPLIANCE INFRASTRUCTURE, AND COMPLIANCE STAFF; AND ENSURE THAT ALL TRADING ACTIVITIES ENTERED UNDER THE FIRM'S MNEMONICS OR MPIDS COMPLIED WITH APPLICABLE FEDERAL SECURITIES LAWS AND REGULATIONS AND THE RULES OF NASDAQ, FINRA AND THE EXCHANGES. THE FIRM ALSO FAILED TO SUPERVISE TO ENSURE COMPLIANCE WITH SEA SECTION 15(C)(3) AND SEA RULE 15C3-5. IN ADDITION, THE FIRM FAILED TO ESTABLISH, MAINTAIN AND ENFORCE WSPS REASONABLY DESIGNED FOR THE FIRM'S MARKET ACCESS BUSINESS AND TO SUPERVISE THE ACTIVITIES OF ITS MARKET ACCESS CUSTOMERS TO ENSURE COMPLIANCE WITH APPLICABLE SECURITIES LAWS, REGULATIONS AND NASDAQ RULES, INCLUDING SEA RULE 15C3-5. BY FAILING TO ESTABLISH, IMPLEMENT AND ENFORCE ADEQUATE SUPERVISORY SYSTEMS AND PROCEDURES, INCLUDING WSPS, REASONABLY DESIGNED TO SUPERVISE ITS MARKET ACCESS BUSINESS AND ACHIEVE COMPLIANCE WITH THE SECURITIES LAWS, REGULATIONS AND NASDAQ RULES, THE FIRM VIOLATED NASDAQ RULES 3010, 2110 AND 2010A. IN ITS CAPACITY AS A PROVIDER OF "MARKET ACCESS," AS THE TERM IS DEFINED IN SEA RULE 15C3-5, THE FIRM FAILED TO ESTABLISH, DOCUMENT AND MAINTAIN A SYSTEM OF RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO MANAGE THE FINANCIAL, REGULATORY, AND OTHER RISKS OF PROVIDING MARKET ACCESS. THE FIRM ALSO FAILED TO ENSURE THAT IT HAD IN PLACE FINANCIAL AND REGULATORY RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO: PREVENT THE ENTRY OF ORDERS THAT EXCEED APPROPRIATE PRE-SET CREDIT LIMITS OR CAPITAL THRESHOLDS IN THE AGGREGATE FOR EACH MARKET ACCESS CUSTOMER; PREVENT THE ENTRY OF ERRONEOUS ORDERS BY REJECTING ORDERS THAT EXCEED APPROPRIATE PRICE OR SIZE PARAMETERS ON AN ORDER-BY-ORDER BASIS OR OVER A SHORT PERIOD OF TIME; PREVENT THE ENTRY OF ORDERS UNLESS THERE WAS COMPLIANCE WITH ALL REGULATORY REQUIREMENTS, INCLUDING, SPECIFICALLY, MONITORING FOR POTENTIALLY MANIPULATIVE TRADING ACTIVITY IN ACCORDANCE WITH NASDAQ RULES 3010, 2110 AND 2010A; AND RESTRICT ACCESS TO ITS TRADING SYSTEMS AND TECHNOLOGY TO APPROVED AND AUTHORIZED PERSONS. THE FIRM ALSO FAILED TO ENSURE THAT ITS REGULATORY RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES WERE UNDER ITS DIRECT AND EXCLUSIVE CONTROL. BY FAILING TO ESTABLISH, DOCUMENT AND MAINTAIN A SYSTEM OF RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO MANAGE THE FINANCIAL, REGULATORY AND OTHER RISKS OF PROVIDING MARKET



ACCESS, THE FIRM VIOLATED SEA SECTION 15(C)(3) AND SEA RULE 15C3-5 AND ALSO VIOLATED NASDAQ RULES 2110 AND 2010A. THERE WERE NO WILLFUL FINDINGS.

Reporting Source: Firm

Current Status: Final

Allegations: ON APRIL 24, 2015, THE NASDAQ STOCK MARKET, LLC ("NASDAQ") FILED A COMPLAINT AGAINST ETC ALLEGING THREE CAUSES OF ACTION: (1) THAT ETC VIOLATED NASDAQ RULES 3010, 2110 AND 2010A BY FAILING TO ESTABLISH, IMPLEMENT AND ENFORCE ADEQUATE SUPERVISORY SYSTEMS AND PROCEDURES, INCLUDING WRITTEN SUPERVISORY PROCEDURES, REASONABLY DESIGNED TO SUPERVISE ITS MARKET ACCESS BUSINESS AND ACHIEVE COMPLIANCE WITH THE SECURITIES LAWS, REGULATIONS AND FINRA RULES; (2) THAT ETC WILLFULLY VIOLATED SECURITIES EXCHANGE ACT SECTION 15(C)(3) AND SECURITIES EXCHANGE ACT RULE 15C3-5 AND VIOLATED NASDAQ RULES 2110 AND 2010A BY FAILING TO ESTABLISH, DOCUMENT AND MAINTAIN A SYSTEM OF RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO MANAGE THE FINANCIAL, REGULATORY AND OTHER RISKS OF PROVIDING MARKET ACCESS; AND (3) THAT BASED ON THE ABOVE, ETC VIOLATED NASDAQ RULES 2110 AND 2010A BY FAILING TO OBSERVE HIGH STANDARDS OF COMMERCIAL HONOR AND JUST AND EQUITABLE PRINCIPLES OF TRADE.

Initiated By: NASDAQ STOCK MARKET, LLC

Date Initiated: 04/24/2015

Docket/Case Number: 2010025475602

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought: Other

Other Sanction(s)/Relief Sought: N/A

Resolution: Decision & Order of Offer of Settlement

Resolution Date: 02/24/2016

Sanctions Ordered: Censure
Monetary/Fine \$218,750.00

**Other Sanctions Ordered:**

UNDERTAKINGS

Sanction Details:

THE FIRM WAS CENSURED, FINED IN THE TOTAL AMOUNT OF \$875,000, TO BE PAID COLLECTIVELY TO NASDAQ, BATS EXCHANGE, INC., FINRA, AND NYSE ARCA, OF WHICH \$218,750 SHALL BE PAID TO NASDAQ. CONCURRENT WITH THIS ORDER, BY ENTERING INTO AN AWC AND AGREEING TO PAY FINRA A SEPARATE FINE OF \$125,000, THE FIRM IS ALSO RESOLVING RELATED AML VIOLATIONS IN FINRA MATTER NO. 20120352981, FOR A TOTAL FINE OF \$1,000,000 FOR FINRA MATTER NOS. 20100254756 AND 20120352981. THE FIRM SHALL ALSO COMPLY WITH THE UNDERTAKING IN ACCORDANCE WITH THE TERMS OF THE OFFER.

Firm Statement

WITHOUT ADMITTING OR DENYING THE ALLEGATIONS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT THE SYSTEMIC DEFICIENCIES IN THE FIRM'S SUPERVISORY SYSTEMS AND PROCEDURES AND RISK MANAGEMENT CONTROLS ENABLED CERTAIN OF THE FIRM'S MARKET ACCESS CUSTOMERS TO EFFECT POTENTIALLY MANIPULATIVE TRADES, AND THE TREMENDOUS VOLUME OF TRADING GENERATED BY THESE CUSTOMERS SUBSTANTIALLY CONTRIBUTED TO THE FIRM'S STATUS AS A SIGNIFICANT MARKET ACCESS PROVIDER. THE FIRM PROFITED SIGNIFICANTLY, EARNING MILLIONS OF DOLLARS FROM EXECUTING SECURITIES TRADES ON BEHALF OF ITS MARKET ACCESS CUSTOMERS. THE FIRM'S SUPERVISORY SYSTEMS AND PROCEDURES WERE INADEQUATE AND WERE NOT REASONABLY DESIGNED FOR ITS MARKET ACCESS BUSINESS. SPECIFICALLY, THE FIRM FAILED TO ADEQUATELY MONITOR RED FLAGS AND THE TRADING OF ITS MARKET ACCESS CUSTOMERS, PARTICULARLY THOSE THAT POSED HEIGHTENED RISK; ADEQUATELY DETECT AND PREVENT POTENTIALLY MANIPULATIVE TRADES, INCLUDING PROMPT AND DECISIVE FOLLOW-UP AND REVIEW AND INVESTIGATION; INVEST APPROPRIATE AND SUFFICIENT RESOURCES IN ITS SUPERVISORY TECHNOLOGY, COMPLIANCE INFRASTRUCTURE, AND COMPLIANCE STAFF; AND ENSURE THAT ALL TRADING ACTIVITIES ENTERED UNDER THE FIRM'S MNEMONICS OR MPIDS COMPLIED WITH APPLICABLE FEDERAL SECURITIES LAWS AND REGULATIONS AND THE RULES OF NASDAQ, FINRA AND THE EXCHANGES. THE FIRM ALSO FAILED TO SUPERVISE TO ENSURE COMPLIANCE WITH SEA SECTION 15(C)(3) AND SEA RULE 15C3-5. IN ADDITION, THE FIRM FAILED TO ESTABLISH, MAINTAIN AND ENFORCE WSPS REASONABLY DESIGNED FOR THE FIRM'S MARKET ACCESS BUSINESS AND TO SUPERVISE THE ACTIVITIES OF ITS MARKET ACCESS CUSTOMERS TO ENSURE COMPLIANCE WITH APPLICABLE SECURITIES LAWS, REGULATIONS AND NASDAQ RULES, INCLUDING SEA RULE 15C3-5. BY FAILING TO ESTABLISH, IMPLEMENT AND ENFORCE ADEQUATE SUPERVISORY SYSTEMS AND PROCEDURES, INCLUDING WSPS, REASONABLY DESIGNED TO SUPERVISE ITS MARKET ACCESS BUSINESS AND ACHIEVE COMPLIANCE WITH THE SECURITIES LAWS, REGULATIONS AND NASDAQ RULES, THE FIRM VIOLATED NASDAQ RULES



3010, 2110 AND 2010A IN ITS CAPACITY AS A PROVIDER OF "MARKET ACCESS," AS THE TERM IS DEFINED IN SEA RULE 15C3-5, THE FIRM FAILED TO ESTABLISH, DOCUMENT AND MAINTAIN A SYSTEM OF RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO MANAGE THE FINANCIAL, REGULATORY, AND OTHER RISKS OF PROVIDING MARKET ACCESS. THE FIRM ALSO FAILED TO ENSURE THAT IT HAD IN PLACE FINANCIAL AND REGULATORY RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO: PREVENT THE ENTRY OF ORDERS THAT EXCEED APPROPRIATE PRE-SET CREDIT LIMITS OR CAPITAL THRESHOLDS IN THE AGGREGATE FOR EACH MARKET ACCESS CUSTOMER; PREVENT THE ENTRY OF ERRONEOUS ORDERS BY REJECTING ORDERS THAT EXCEED APPROPRIATE PRICE OR SIZE PARAMETERS ON AN ORDER-BY-ORDER BASIS OR OVER A SHORT PERIOD OF TIME; PREVENT THE ENTRY OF ORDERS UNLESS THERE WAS COMPLIANCE WITH ALL REGULATORY REQUIREMENTS, INCLUDING, SPECIFICALLY, MONITORING FOR POTENTIALLY MANIPULATIVE TRADING ACTIVITY IN ACCORDANCE WITH NASDAQ RULES 3010, 2110 AND 2010A; AND RESTRICT ACCESS TO ITS TRADING SYSTEMS AND TECHNOLOGY TO APPROVED AND AUTHORIZED PERSONS. THE FIRM ALSO FAILED TO ENSURE THAT ITS REGULATORY RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES WERE UNDER ITS DIRECT AND EXCLUSIVE CONTROL. BY FAILING TO ESTABLISH, DOCUMENT AND MAINTAIN A SYSTEM OF RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO MANAGE THE FINANCIAL, REGULATORY AND OTHER RISKS OF PROVIDING MARKET ACCESS, THE FIRM VIOLATED SEA SECTION 15(C)(3) AND SEA RULE 15C3-5 AND ALSO VIOLATED NASDAQ RULES 2110 AND 2010A. THERE WERE NO WILLFUL FINDINGS.

Disclosure 53 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: THE FIRM WAS NAMED A RESPONDENT IN A FINRA COMPLAINT ALLEGING THAT IT, ITS FORMER CHIEF COMPLIANCE OFFICER (CCO) AND ITS PRESIDENT AND CCO, FAILED TO ADEQUATELY MONITOR RED FLAGS AND THE TRADING OF ITS MARKET ACCESS CUSTOMERS, PARTICULARLY THOSE THAT POSED HEIGHTENED RISK, ADEQUATELY DETECT AND PREVENT SUSPICIOUS AND POTENTIALLY MANIPULATIVE TRADES, INCLUDING PROMPT AND DECISIVE FOLLOW-UP AND REVIEW AND INVESTIGATION, INVEST APPROPRIATE AND SUFFICIENT RESOURCES IN ITS SUPERVISORY TECHNOLOGY, COMPLIANCE INFRASTRUCTURE, AND COMPLIANCE STAFF, AND ENSURE THAT ALL TRADING ACTIVITIES ENTERED UNDER THE FIRM'S MNEMONICS OR MARKET PARTICIPANT



IDENTIFIERS (MPIDS) COMPLIED WITH APPLICABLE FEDERAL SECURITIES LAWS AND REGULATIONS AND THE RULES OF FINRA AND THE EXCHANGES. THE FINDINGS STATED THAT THE FIRM AND THE TWO INDIVIDUALS SPECIFICALLY FAILED TO SUPERVISE TO ENSURE COMPLIANCE WITH SECTION 15(C)(3) AND RULE 15C3-5 OF THE SECURITIES EXCHANGE ACT OF 1934. THE FIRM AND THE TWO INDIVIDUALS ALSO FAILED TO ESTABLISH, MAINTAIN AND ENFORCE WRITTEN SUPERVISORY PROCEDURES REASONABLY DESIGNED FOR THE FIRM'S MARKET ACCESS BUSINESS AND TO SUPERVISE THE ACTIVITIES OF ITS MARKET ACCESS CUSTOMERS TO ENSURE COMPLIANCE WITH APPLICABLE SECURITIES LAWS, REGULATIONS AND FINRA RULES. THE SYSTEMIC DEFICIENCIES IN THE FIRM'S SUPERVISORY SYSTEMS AND PROCEDURES AND RISK MANAGEMENT CONTROLS ENABLED CERTAIN OF ITS MARKET ACCESS CUSTOMERS TO FLOOD THE MARKET WITH SUSPICIOUS AND POTENTIALLY MANIPULATIVE TRADES, AND THE TREMENDOUS VOLUME OF TRADING GENERATED BY THESE CUSTOMERS SUBSTANTIALLY CONTRIBUTED TO THE FIRM'S STATUS AS A SIGNIFICANT MARKET ACCESS PROVIDER. THE FIRM PROFITED SIGNIFICANTLY, EARNING MILLIONS OF DOLLARS FROM EXECUTING SECURITIES TRADES ON BEHALF OF ITS MARKET ACCESS CUSTOMERS. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ENSURE THAT IT HAD IN PLACE FINANCIAL AND REGULATORY RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO PREVENT THE ENTRY OF ORDERS THAT EXCEED APPROPRIATE PRE-SET CREDIT LIMITS OR CAPITAL THRESHOLDS IN THE AGGREGATE FOR EACH MARKET ACCESS CUSTOMER, PREVENT THE ENTRY OF ERRONEOUS ORDERS BY REJECTING ORDERS THAT EXCEED APPROPRIATE PRICE OR SIZE PARAMETERS ON AN ORDER-BY-ORDER BASIS OR OVER A SHORT PERIOD OF TIME, PREVENT THE ENTRY OF ORDERS UNLESS THERE WAS COMPLIANCE WITH ALL REGULATORY REQUIREMENTS, INCLUDING, SPECIFICALLY, MONITORING FOR SUSPICIOUS AND POTENTIALLY MANIPULATIVE TRADING ACTIVITY AND RESTRICT ACCESS TO ITS TRADING SYSTEMS AND TECHNOLOGY TO APPROVED AND AUTHORIZED PERSONS. THE FIRM ALSO FAILED TO ENSURE THAT ITS REGULATORY RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES WERE UNDER ITS DIRECT AND EXCLUSIVE CONTROL. AS A RESULT, THE FIRM WILLFULLY VIOLATED SECTION 15(C)(3) AND RULE 15C3-5 OF THE SECURITIES EXCHANGE ACT OF 1934.

Initiated By: FINRA
Date Initiated: 03/30/2015
Docket/Case Number: 2010025475601
Principal Product Type: Other



Other Product Type(s):	UNSPECIFIED SECURITIES
Principal Sanction(s)/Relief Sought:	Other
Other Sanction(s)/Relief Sought:	N/A
Resolution:	Decision & Order of Offer of Settlement
Resolution Date:	02/24/2016
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	No
Sanctions Ordered:	Censure Monetary/Fine \$218,750.00
Other Sanctions Ordered:	UNDERTAKING
Sanction Details:	THE FIRM WAS CENSURED, FINED \$875,000, TO BE PAID COLLECTIVELY TO FINRA, NASDAQ, BATS EXCHANGE, INC., AND NYSE ARCA, OF WHICH \$218,750 SHALL BE PAID TO FINRA. CONCURRENT WITH THIS ORDER, BY ENTERING INTO AN AWC AND AGREEING TO PAY FINRA A SEPARATE FINE OF \$125,000, THE FIRM IS ALSO RESOLVING RELATED AML VIOLATIONS IN FINRA MATTER NO. 20120352981, FOR A TOTAL FINE OF \$1,000,000 FOR FINRA MATTER NOS. 20100254756 AND 20120352981. THE FIRM SHALL ALSO COMPLY WITH THE UNDERTAKING IN ACCORDANCE WITH THE TERMS OF THE OFFER. FINES PAID IN FULL ON APRIL 1, 2019.
Regulator Statement	WITHOUT ADMITTING OR DENYING THE ALLEGATIONS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT THE FIRM'S SUPERVISORY SYSTEMS AND PROCEDURES AND RISK MANAGEMENT CONTROLS WERE NOT REASONABLY DESIGNED TO SUPERVISE AND MANAGE THE RISKS OF ITS MARKET ACCESS BUSINESS INVOLVING THOUSANDS OF FOREIGN-BASED TRADERS, AND THEREFORE, COULD NOT REASONABLY MONITOR, DETECT AND PREVENT POTENTIALLY MANIPULATIVE ACTIVITY. THE FINDINGS STATED THAT THE FIRM PROFITED SIGNIFICANTLY, EARNING MILLIONS OF DOLLARS FROM EXECUTING SECURITIES TRADES ON BEHALF OF ITS MARKET ACCESS CUSTOMERS. THE FIRM FAILED TO ADEQUATELY MONITOR RED FLAGS AND THE TRADING OF ITS MARKET ACCESS CUSTOMERS, PARTICULARLY THOSE THAT POSED HEIGHTENED RISK;; ADEQUATELY DETECT AND PREVENT POTENTIALLY MANIPULATIVE TRADES, INCLUDING PROMPT AND DECISIVE FOLLOW-UP AND REVIEW AND INVESTIGATION, INVEST APPROPRIATE AND SUFFICIENT RESOURCES IN ITS SUPERVISORY TECHNOLOGY,



COMPLIANCE INFRASTRUCTURE, AND COMPLIANCE STAFF, AND ENSURE THAT ALL TRADING ACTIVITIES ENTERED UNDER THE FIRM'S MNEMONICS OR MPIDS COMPLIED WITH APPLICABLE FEDERAL SECURITIES LAWS AND REGULATIONS AND THE RULES OF FINRA AND OTHER EXCHANGES. DESPITE NUMEROUS RED FLAGS, HEIGHTENED RISKS AND REPEATED NOTICE BY REGULATORS OF POTENTIALLY MANIPULATIVE ACTIVITY BEING EFFECTED BY CERTAIN MARKET ACCESS CUSTOMERS, THE FIRM'S APPROACH TO ITS REGULATORY RESPONSIBILITIES WAS INADEQUATE. THE FIRM ALSO FAILED TO DEDICATE SUFFICIENT COMPLIANCE RESOURCES AND STAFF TO MEET ITS REGULATORY RESPONSIBILITIES AS ITS BUSINESS GREW, AND, IN SOME INSTANCES, TO CONDUCT ADEQUATE FOLLOW-UP AND REVIEW OF POTENTIALLY MANIPULATIVE ACTIVITY, SUCH AS WASH TRADES, PRE-ARRANGED TRADES, LAYERING, SPOOFING AND OTHER MOMENTUM IGNITION STRATEGIES, VIOLATIVE ODD-LOT TRADES, AND TRADES THAT IMPERMISSIBLY MARKED THE OPENING AND CLOSING OF TRADING. MOREOVER, CERTAIN OF THE SYSTEMS AND CONTROLS THE FIRM DID DESIGN AND IMPLEMENT WERE FLAWED AND NOT ADEQUATELY TAILORED TO ITS BUSINESS. FURTHER, THE FIRM FAILED TO ENSURE THAT ITS REGULATORY RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES WERE UNDER ITS DIRECT AND EXCLUSIVE CONTROL. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN AND ENFORCE AN ADEQUATE SUPERVISORY SYSTEM, INCLUDING WRITTEN SUPERVISORY PROCEDURES, REASONABLY DESIGNED TO MONITOR AND INVESTIGATE RED FLAGS, DETECT AND PREVENT POTENTIALLY MANIPULATIVE TRADES OF ITS MARKET ACCESS CUSTOMERS, AND ENSURE COMPLIANCE WITH THE FEDERAL SECURITIES LAWS AND REGULATIONS. THE FIRM ALSO FAILED TO ESTABLISH, DOCUMENT AND MAINTAIN AN ADEQUATE SYSTEM OF RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO MANAGE THE FINANCIAL AND REGULATORY RISKS AND ENSURE COMPLIANCE WITH ALL REGULATORY REQUIREMENTS IN CONNECTION WITH THE FIRM'S PROVISION OF MARKET ACCESS. THERE WERE NO WILLFUL FINDINGS.

Reporting Source:

Firm

Current Status:

Final

Allegations:

ON MARCH 30, 2015, FINRA'S DEPARTMENT OF MARKET REGULATION FILED A COMPLAINT AGAINST ETC ALLEGING THREE CAUSES OF ACTION: (1) THAT ETC VIOLATED NASD RULE 3010(A) AND (B) AND FINRA RULE 2010 BY FAILING TO ESTABLISH, IMPLEMENT AND ENFORCE ADEQUATE SUPERVISORY SYSTEMS AND PROCEDURES, INCLUDING WRITTEN SUPERVISORY PROCEDURES, REASONABLY DESIGNED TO SUPERVISE ITS MARKET ACCESS BUSINESS AND ACHIEVE COMPLIANCE WITH THE



SECURITIES LAWS, REGULATIONS AND FINRA RULES; (2) THAT ETC WILLFULLY VIOLATED SECURITIES EXCHANGE ACT SECTION 15(C)(3) AND SECURITIES EXCHANGE ACT RULE 15C3-5 AND VIOLATED FINRA RULE 2010 BY FAILING TO ESTABLISH, DOCUMENT AND MAINTAIN A SYSTEM OF RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO MANAGE THE FINANCIAL, REGULATORY AND OTHER RISKS OF PROVIDING MARKET ACCESS; AND (3) THAT BASED ON THE ABOVE, ETC VIOLATED FINRA RULE 2010 BY FAILING TO OBSERVE HIGH STANDARDS OF COMMERCIAL HONOR AND JUST AND EQUITABLE PRINCIPLES OF TRADE. ETC DENIES EACH ONE OF THESE ALLEGATIONS AND INTENDS TO CONTEST FINRA'S CHARGES.

Initiated By: FINANCIAL INDUSTRY REGULATORY AUTHORITY

Date Initiated: 03/30/2015

Docket/Case Number: 2010025475601

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought: Other

Other Sanction(s)/Relief Sought: N/A

Resolution: Decision & Order of Offer of Settlement

Resolution Date: 02/24/2016

Sanctions Ordered: Censure
Monetary/Fine \$218,750.00

Other Sanctions Ordered: UNDERTAKING

Sanction Details: THE FIRM WAS CENSURED, FINED \$875,000, TO BE PAID COLLECTIVELY TO FINRA, NASDAQ, BATS EXCHANGE, INC., AND NYSE ARCA, OF WHICH \$218,750 SHALL BE PAID TO FINRA. CONCURRENT WITH THIS ORDER, BY ENTERING INTO AN AWC AND AGREEING TO PAY FINRA A SEPARATE FINE OF \$125,000, THE FIRM IS ALSO RESOLVING RELATED AML VIOLATIONS IN FINRA MATTER NO. 20120352981, FOR A TOTAL FINE OF \$1,000,000 FOR FINRA MATTER NOS. 20100254756 AND 20120352981. THE FIRM SHALL ALSO COMPLY WITH THE UNDERTAKING IN ACCORDANCE WITH THE TERMS OF THE OFFER.

Firm Statement WITHOUT ADMITTING OR DENYING THE ALLEGATIONS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT THE FIRM'S SUPERVISORY SYSTEMS AND PROCEDURES AND RISK MANAGEMENT CONTROLS WERE NOT REASONABLY DESIGNED TO



SUPERVISE AND MANAGE THE RISKS OF ITS MARKET ACCESS BUSINESS INVOLVING THOUSANDS OF FOREIGN-BASED TRADERS, AND THEREFORE, COULD NOT REASONABLY MONITOR, DETECT AND PREVENT POTENTIALLY MANIPULATIVE ACTIVITY. THE FINDINGS STATED THAT THE FIRM PROFITED SIGNIFICANTLY, EARNING MILLIONS OF DOLLARS FROM EXECUTING SECURITIES TRADES ON BEHALF OF ITS MARKET ACCESS CUSTOMERS. THE FIRM FAILED TO ADEQUATELY MONITOR RED FLAGS AND THE TRADING OF ITS MARKET ACCESS CUSTOMERS, PARTICULARLY THOSE THAT POSED HEIGHTENED RISK; ADEQUATELY DETECT AND PREVENT POTENTIALLY MANIPULATIVE TRADES, INCLUDING PROMPT AND DECISIVE FOLLOW-UP AND REVIEW AND INVESTIGATION, INVEST APPROPRIATE AND SUFFICIENT RESOURCES IN ITS SUPERVISORY TECHNOLOGY, COMPLIANCE INFRASTRUCTURE, AND COMPLIANCE STAFF, AND ENSURE THAT ALL TRADING ACTIVITIES ENTERED UNDER THE FIRM'S MNEMONICS OR MPIDS COMPLIED WITH APPLICABLE FEDERAL SECURITIES LAWS AND REGULATIONS AND THE RULES OF FINRA AND OTHER EXCHANGES. DESPITE NUMEROUS RED FLAGS, HEIGHTENED RISKS AND REPEATED NOTICE BY REGULATORS OF POTENTIALLY MANIPULATIVE ACTIVITY BEING EFFECTED BY CERTAIN MARKET ACCESS CUSTOMERS, THE FIRM'S APPROACH TO ITS REGULATORY RESPONSIBILITIES WAS INADEQUATE. THE FIRM ALSO FAILED TO DEDICATE SUFFICIENT COMPLIANCE RESOURCES AND STAFF TO MEET ITS REGULATORY RESPONSIBILITIES AS ITS BUSINESS GREW, AND, IN SOME INSTANCES, TO CONDUCT ADEQUATE FOLLOW-UP AND REVIEW OF POTENTIALLY MANIPULATIVE ACTIVITY, SUCH AS WASH TRADES, PRE-ARRANGED TRADES, LAYERING, SPOOFING AND OTHER MOMENTUM IGNITION STRATEGIES, VIOLATIVE ODD-LOT TRADES, AND TRADES THAT IMPERMISSIBLY MARKED THE OPENING AND CLOSING OF TRADING. MOREOVER, CERTAIN OF THE SYSTEMS AND CONTROLS THE FIRM DID DESIGN AND IMPLEMENT WERE FLAWED AND NOT ADEQUATELY TAILORED TO ITS BUSINESS. FURTHER, THE FIRM FAILED TO ENSURE THAT ITS REGULATORY RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES WERE UNDER ITS DIRECT AND EXCLUSIVE CONTROL. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN AND ENFORCE AN ADEQUATE SUPERVISORY SYSTEM, INCLUDING WRITTEN SUPERVISORY PROCEDURES, REASONABLY DESIGNED TO MONITOR AND INVESTIGATE RED FLAGS, DETECT AND PREVENT POTENTIALLY MANIPULATIVE TRADES OF ITS MARKET ACCESS CUSTOMERS, AND ENSURE COMPLIANCE WITH THE FEDERAL SECURITIES LAWS AND REGULATIONS. THE FIRM ALSO FAILED TO ESTABLISH, DOCUMENT AND MAINTAIN AN ADEQUATE SYSTEM OF RISK MANAGEMENT CONTROLS AND SUPERVISORY PROCEDURES REASONABLY DESIGNED TO MANAGE THE FINANCIAL AND REGULATORY RISKS AND ENSURE COMPLIANCE WITH ALL REGULATORY REQUIREMENTS IN CONNECTION WITH THE FIRM'S PROVISION OF MARKET ACCESS. THERE WERE NO WILLFUL FINDINGS.



Disclosure 54 of 61

Reporting Source:	Firm
Current Status:	Final
Allegations:	<p>VIOLATION OF EXCHANGE RULE 8.2(C) IN THAT ETC FAILED TO FURNISH INFORMATION REQUESTED BY THE EXCHANGE IN CONNECTION WITH AN INVESTIGATION INTO IT'S ACTIVITY AS AN ETP HOLDER, WHICH DELAYED THE PROGRESS AN INVESTIGATION.</p> <p>VIOLATION OF EXCHANGE RULE 8.2(E) IN THAT IF FAILED TO FURNISH DOCUMENTARY OR OTHER INFORMATION REQUESTED BY THE EXCHANGE IN THE COURSE OF AN INVESTIGATION ON THE DATE OR WITHIN THE TIME PERIOD SPECIFIED BY THE EXCHANGE.</p>
Initiated By:	NATIONAL STOCK EXCHANGE
Date Initiated:	09/08/2014
Docket/Case Number:	N/A
Principal Product Type:	Equity Listed (Common & Preferred Stock)
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Censure
Other Sanction(s)/Relief Sought:	MONETARY FINE
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	11/06/2014
Sanctions Ordered:	Censure Monetary/Fine \$7,500.00
Other Sanctions Ordered:	
Sanction Details:	WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE DESCRIBED SANCTIONS AND TO THE ENTRY OF FINDINGS IN RELATION TO THE EXPEDITED PROCEEDING LETTER OF CONSENT FORM THE NSX; THEREFORE, THE FIRM IS CENSURED, FINED \$7,500.

Disclosure 55 of 61

Reporting Source:	Regulator
Current Status:	Final



Allegations: EDGX RULES 3.1, 5.1, 11.16(B): WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO REASONABLY AVOID DISPLAYING AND ENGAGED IN A PATTERN OR PRACTICE OF DISPLAYING QUOTATIONS THAT LOCKED OR CROSSED A PROTECTED QUOTATION. THE FIRM'S SUPERVISORY SYSTEM DID NOT PROVIDE FOR SUPERVISION REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO EDGX RULE 11.16(B) AND THE PREVENTION OF DISPLAYING QUOTATIONS THAT LOCKED OR CROSSED A PROTECTED QUOTATION.

Initiated By: EDGX EXCHANGE, INC.

Date Initiated: 04/02/2014

Docket/Case Number: 2011028033001

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 04/02/2014

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$12,500.00

Other Sanctions Ordered: UNDERTAKINGS: REVISE THE FIRM'S WRITTEN SUPERVISORY PROCEDURES

Sanction Details: SEE ABOVE

Reporting Source: Firm

Current Status: Final

Allegations: EDGX RULES 3.1, 5.1, 11.16(B): WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY



OF FINDINGS THAT IT FAILED TO REASONABLY AVOID DISPLAYING AND ENGAGED IN A PATTERN OR PRACTICE OF DISPLAYING QUOTATIONS THAT LOCKED OR CROSSED A PROTECTED QUOTATION. THE FIRM'S SUPERVISORY SYSTEM DID NOT PROVIDE FOR SUPERVISION REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO EDGX RULE 11.16(B) AND THE PREVENTION OF DISPLAYING QUOTATIONS THAT LOCKED OR CROSSED A PROTECTED QUOTATION.

Initiated By: EDGX EXCHANGE, INC.

Date Initiated: 04/02/2014

Docket/Case Number: 2011028033001

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 04/02/2014

Sanctions Ordered: Censure
Monetary/Fine \$12,500.00

Other Sanctions Ordered: REVISE THE FIRM'S WRITTEN SUPERVISORY PROCEDURES

Sanction Details: SEE ABOVE DETAILS

Disclosure 56 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: SEC RULE 17A-3, FINRA RULES 2010, 7450, NASD RULES 3010, 3110: THE FIRM TRANSMITTED TO THE ORDER AUDIT TRAIL SYSTEM (OATS) REPORTS THAT CONTAINED INACCURATE, INCOMPLETE, OR IMPROPERLY FORMATTED DATA. SPECIFICALLY, THE REPORTS CONTAINED INACCURATE HANDLING CODES AND AN INACCURATE TIMESTAMP. IN A NUMBER OF INSTANCES, THE FIRM INCORRECTLY MEMORIALIZED A LONG SALE AS A SHORT SALE; INCORRECTLY MEMORIALIZED A SHORT SALE AS A LONG SALE; FAILED TO MEMORIALIZE THE CLIENT ACCOUNT IDENTIFIER ON THE ORDER MEMORANDUM; FAILED TO MEMORIALIZE THE TIME IN FORCE CODE ON THE ORDER MEMORANDUM; FAILED TO MEMORIALIZE



THE CORRECT EXECUTION PRICE AND THE CLIENT ACCOUNT IDENTIFIER ON THE ORDER MEMORANDUM; AND FAILED TO MEMORIALIZE THE EXPIRATION TIME FOR AN ORDER WITH A GTT TIME IN FORCE. THE FIRM'S SUPERVISORY SYSTEM DID NOT PROVIDE FOR SUPERVISION REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO THE APPLICABLE SECURITIES LAWS AND REGULATIONS, AND FINRA OR SEC RULES. THE FIRM'S WRITTEN SUPERVISORY PROCEDURES (WSPS) FAILED TO PROVIDE FOR ADEQUATE WSPS CONCERNING OATS REPORTING AND BOOKS AND RECORDS.

Initiated By: FINRA

Date Initiated: 02/03/2014

Docket/Case Number: 2011026157603

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 02/03/2014

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$22,500.00

Other Sanctions Ordered: UNDERTAKING

Sanction Details: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE DESCRIBED SANCTIONS AND TO THE ENTRY OF FINDINGS; THEREFORE IT IS CENSURED, FINED \$22,500 AND REQUIRED TO REVISE THE FIRM'S WSPS WITH RESPECT TO OATS REPORTING AND BOOKS AND RECORDS. FINE PAID IN FULL 02/18/2014.

Reporting Source: Firm



Current Status: Final

Allegations: SEC RULE 17A-3, FINRA RULES 2010, 7450, NASD RULES 3010, 3110: THE FIRM TRANSMITTED TO THE ORDER AUDIT TRAIL SYSTEM (OATS) REPORTS THAT CONTAINED INACCURATE, INCOMPLETE, OR IMPROPERLY FORMATTED DATA. SPECIFICALLY, THE REPORTS CONTAINED INACCURATE HANDLING CODES AND AN INACCURATE TIMESTAMP. IN A NUMBER OF INSTANCES, THE FIRM INCORRECTLY MEMORIALIZED A LONG SALE AS A SHORT SALE; INCORRECTLY MEMORIALIZED A SHORT SALE AS A LONG SALE; FAILED TO MEMORIALIZE THE CLIENT ACCOUNT IDENTIFIER ON THE ORDER MEMORANDUM; FAILED TO MEMORIALIZE THE TIME IN FORCE CODE ON THE ORDER MEMORANDUM; FAILED TO MEMORIALIZE THE CORRECT EXECUTION PRICE AND THE CLIENT ACCOUNT IDENTIFIER ON THE ORDER MEMORANDUM; AND FAILED TO MEMORIALIZE THE EXPIRATION TIME FOR AN ORDER WITH A GTT TIME IN FORCE. THE FIRM'S SUPERVISORY SYSTEM DID NOT PROVIDE FOR SUPERVISION REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO THE APPLICABLE SECURITIES LAWS AND REGULATIONS, AND FINRA OR SEC RULES. THE FIRM'S WRITTEN SUPERVISORY PROCEDURES (WSPS) FAILED TO PROVIDE FOR ADEQUATE WSPS CONCERNING OATS REPORTING AND BOOKS AND RECORDS.

Initiated By: FINRA

Date Initiated: 02/03/2014

Docket/Case Number: 2011026157603

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 02/03/2014

Sanctions Ordered: Censure
Monetary/Fine \$22,500.00

Other Sanctions Ordered: UNDERTAKING

Sanction Details: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE DESCRIBED SANCTIONS AND TO THE ENTRY OF FINDINGS; THEREFORE IT IS CENSURED, FINED \$22,500 AND REQUIRED TO REVISE THE FIRM'S WSPS WITH RESPECT TO OATS REPORTING AND BOOKS AND



RECORDS.

Disclosure 57 of 61

Reporting Source:	Regulator
Current Status:	Final
Allegations:	SEC RULE 200(G) OF REGULATION SHO, NASDAQ RULES 2110, 3010, 4755 - ELECTRONIC TRANSACTION CLEARING, INC. INCORRECTLY MARKED LONG SALE ORDERS AS SHORT SALE ORDERS, AND AS A RESULT ALSO ENTERED ORDERS INTO THE NASDAQ MARKET CENTER THAT FAILED TO CORRECTLY INDICATE WHETHER THE ORDERS WERE A SHORT SALE OR LONG SALE. THE FIRM'S SUPERVISORY SYSTEM DID NOT PROVIDE FOR SUPERVISION REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH NASDAQ RULE 4755.
Initiated By:	NASDAQ STOCK MARKET
Date Initiated:	01/07/2014
Docket/Case Number:	2011026157602
Principal Product Type:	Other
Other Product Type(s):	UNSPECIFIED SECURITIES
Principal Sanction(s)/Relief Sought:	
Other Sanction(s)/Relief Sought:	
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	01/07/2014
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	No
Sanctions Ordered:	Censure Monetary/Fine \$12,500.00
Other Sanctions Ordered:	UNDERTAKING
Sanction Details:	WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE DESCRIBED SANCTIONS AND TO THE ENTRY OF FINDINGS; THEREFORE, THE FIRM IS CENSURED, FINED \$12,500 AND REQUIRED TO



REVISE ITS WRITTEN SUPERVISORY PROCEDURES REGARDING NASDAQ RULE 4755 WITHIN 30 BUSINESS DAYS OF ACCEPTANCE OF THIS AWC BY THE NASDAQ REVIEW COUNCIL.

Reporting Source: Firm

Current Status: Final

Allegations: SEC RULE 200(G) OF REGULATION SHO, NASDAQ RULES 2110, 3010, 4755 - ELECTRONIC TRANSACTION CLEARING, INC. INCORRECTLY MARKED LONG SALE ORDERS AS SHORT SALE ORDERS, AND AS A RESULT ALSO ENTERED ORDERS INTO THE NASDAQ MARKET CENTER THAT FAILED TO CORRECTLY INDICATE WHETHER THE ORDERS WERE A SHORT SALE OR LONG SALE. THE FIRM'S SUPERVISORY SYSTEM DID NOT PROVIDE FOR SUPERVISION REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH NASDAQ RULE 4755.

Initiated By: NASDAQ STOCK MARKET

Date Initiated: 01/07/2014

Docket/Case Number: 2011026157602

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief Sought: Censure

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 01/07/2014

Sanctions Ordered: Censure
Monetary/Fine \$12,500.00

Other Sanctions Ordered:

Sanction Details: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE DESCRIBED SANCTIONS AND TO THE ENTRY OF FINDINGS; THEREFORE, THE FIRM IS CENSURED, FINED \$12,500 AND REQUIRED TO REVISE ITS WRITTEN SUPERVISORY PROCEDURES REGARDING NASDAQ RULE 4755 WITHIN 30 BUSINESS DAYS OF ACCEPTANCE OF THIS AWC BY THE NASDAQ REVIEW COUNCIL.



Disclosure 58 of 61

Reporting Source:	Regulator
Current Status:	Final
Allegations:	EDGA RULES 5.1, 11.15 - ELECTRONIC TRANSACTION CLEARING, INC. ENTERED ORDERS INTO THE EDGA MARKET CENTER THAT FAILED TO CORRECTLY INDICATE WHETHER THE ORDERS WERE A SHORT SALE OR LONG SALE. THE FIRM'S SUPERVISORY SYSTEM DID NOT PROVIDE FOR SUPERVISION REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH EDGA RULE 11.15. THE FIRM'S SUPERVISORY SYSTEM DID NOT INCLUDE WRITTEN SUPERVISORY PROCEDURES (WSPS) PROVIDING FOR A STATEMENT OF THE SUPERVISORY STEPS TO BE TAKEN BY THE PERSON(S) RESPONSIBLE FOR SUPERVISION.
Initiated By:	EDGA EXCHANGE, INC.
Date Initiated:	12/18/2013
Docket/Case Number:	2011026157601
Principal Product Type:	Other
Other Product Type(s):	UNSPECIFIED SECURITIES
Principal Sanction(s)/Relief Sought:	
Other Sanction(s)/Relief Sought:	
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	12/18/2013
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	No
Sanctions Ordered:	Censure Monetary/Fine \$12,500.00
Other Sanctions Ordered:	UNDERTAKING
Sanction Details:	WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE DESCRIBED SANCTIONS AND TO THE ENTRY OF FINDINGS; THEREFORE, THE FIRM IS CENSURED, FINED \$12,500 AND REQUIRED TO REVISE ITS WSPS REGARDING EDGA RULE 11.15 WITHIN 30 BUSINESS DAYS OF ACCEPTANCE OF THIS AWC BY THE CHIEF REGULATORY



OFFICER.

Reporting Source:	Firm
Current Status:	Final
Allegations:	DURING THE REVIEW PERIOD OF A TMMS EXAM, THE FIRM ENTERED 12 ORDERS INTO THE EDGA MARKET CENTER THAT FAILED TO CORRECTLY INDICATE WHETHER THE ORDERS WERE A SHORT SALE OR LONG SALE. DURING THE REVIEW PERIOD, THE FIRM'S SUPERVISORY SYSTEM DID NOT PROVIDE FOR SUPERVISION REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO EDGA RULE 11.5.
Initiated By:	EDGA EXCHANGE
Date Initiated:	11/18/2013
Docket/Case Number:	20110261576
Principal Product Type:	Equity Listed (Common & Preferred Stock)
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Censure
Other Sanction(s)/Relief Sought:	
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	12/15/2013
Sanctions Ordered:	Censure Monetary/Fine \$12,500.00
Other Sanctions Ordered:	UNDERTAKING
Sanction Details:	WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE DESCRIBED SANCTIONS AND TO THE ENTRY OF FINDINGS; THEREFORE, THE FIRM IS CENSURED, FINED \$12,500 AND REQUIRED TO REVISE ITS WSPS REGARDING EDGA RULE 11.15 WITHIN 30 BUSINESS DAYS OF ACCEPTANCE OF THIS AWC BY THE CHIEF REGULATORY OFFICER.
Firm Statement	DURING THE REVIEW PERIOD OF A TMMS EXAM, THE FIRM ENTERED 12 ORDERS INTO THE EDGA MARKET CENTER THAT FAILED TO CORRECTLY INDICATE WHETHER THE ORDERS WERE A SHORT SALE OR LONG SALE. DURING THE REVIEW PERIOD, THE FIRM'S SUPERVISORY SYSTEM DID NOT PROVIDE FOR SUPERVISION REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO EDGA RULE 11.5.



Disclosure 59 of 61

Reporting Source:	Regulator
Current Status:	Final
Allegations:	FINRA RULE 7450(A) - ELECTRONIC TRANSACTION CLEARING, INC. FAILED TO TRANSMIT TO THE ORDER AUDIT TRAIL SYSTEM 80 PERCENT OF ITS REPORTABLE ORDER EVENTS UNDER A PARTICULAR MARKET PARTICIPANT IDENTIFIER FOR WHICH IT HAD A REPORTING OBLIGATION DURING A CALENDAR QUARTER.
Initiated By:	FINRA
Date Initiated:	04/02/2013
Docket/Case Number:	2011029711701
Principal Product Type:	No Product
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	
Other Sanction(s)/Relief Sought:	
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	04/02/2013
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	No
Sanctions Ordered:	Censure Monetary/Fine \$7,500.00
Other Sanctions Ordered:	
Sanction Details:	WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE DESCRIBED SANCTIONS AND TO THE ENTRY OF FINDINGS; THEREFORE, THE FIRM IS CENSURED AND FINED \$7,500. FINE PAID IN FULL ON APRIL 29, 2013



Reporting Source: Firm

Current Status: Final

Allegations: DURING A PORTION OF THE REVIEW PERIOD FROM JANUARY 1, 2011 THROUGH MARCH 31, 2011 (THE "1Q11 REVIEW PERIOD") THE FIRM FAILED TO TRANSMIT TO OATS 5,639 REPORTABLE ORDER EVENTS ("ROES") UNDER ITS "ETCP" MPID. THE 5,639 ROES REPRESENT 80 PERCENT OF THE FIRM'S OATS REPORTING OBLIGATION (7,050) FOR THE MPID DURING THE 1Q11 REVIEW PERIOD. THE CONDUCT DESCRIBED IN THIS PARAGRAPH CONSTITUTES SEPARATE AND DISTINCT VIOLATIONS OF FINRA RULE 7450(A)

Initiated By: FINRA

Date Initiated: 04/02/2013

Docket/Case Number: 2011029711701

Principal Product Type: Equity Listed (Common & Preferred Stock)

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Censure

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 04/02/2013

Sanctions Ordered: Censure
Monetary/Fine \$7,500.00

Other Sanctions Ordered:

Sanction Details: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE DESCRIBED SANCTIONS AND THE ENTRY OF FINDINGS, THEREFORE, THE FIRM IS CENSURED AND FINED \$7,500.

Disclosure 60 of 61

Reporting Source: Regulator

Current Status: Final

Allegations: FINRA RULE 7450(A) - ELECTRONIC TRANSACTION CLEARING, INC. FAILED TO TRANSMIT REPORTABLE ORDER EVENTS (ROES) TO THE ORDER AUDIT TRAIL SYSTEM (OATS) UNDER TWO MARKET PARTICIPANT IDENTIFIERS (MPIDS). THE ROES THE FIRM FAILED TO REPORT FOR ONE MPID



REPRESENTED ALMOST ALL OF ITS OATS REPORTING OBLIGATION FOR THAT MPID DURING THE REVIEW PERIOD.

Initiated By: FINRA

Date Initiated: 10/22/2012

Docket/Case Number: 2011027293801

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 10/22/2012

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$10,000.00

Other Sanctions Ordered:

Sanction Details: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE DESCRIBED SANCTIONS AND TO THE ENTRY OF FINDINGS; THEREFORE, THE FIRM IS CENSURED AND FINED \$10,000. FINE PAID IN FULL ON 11/6/2012.

Reporting Source: Firm

Current Status: Final

Allegations: FINRA RULE 7450(A)_ETC FAILED TO TRANSMIT REPORTABLE ORDER EVENTS TO THE ORDER AUDIT TRAIL SYSTEM(OATS)UNDER TWO MARKET PARTICIPANT IDENTIFIERS(MPIDS) THE ROES THE FIRM FAILED TO REPORT FOR ONE MPID REPRESENTED ALMOST ALL OF ITS OATS REPORTING OBLIGATION FOR THE MPID DURING THE REVIEW PERIOD.

Initiated By: FINRA



Date Initiated: 10/22/2012

Docket/Case Number: 2011027293801

Principal Product Type: Equity Listed (Common & Preferred Stock)

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Censure

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 10/22/2012

Sanctions Ordered: Censure
Monetary/Fine \$10,000.00

Other Sanctions Ordered:

Sanction Details: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE DESCRIBED SANCTIONS AND THE ENTRY OF FINDINGS, THEREFORE, THE FIRM IS CENSURED AND FINED \$10,000.

Disclosure 61 of 61

Reporting Source: Regulator

Current Status: Final

Appealed To and Date Appeal Filed: SEC

Allegations: THE BUSINESS CONDUCT COMMITTEE ISSUED A HEARING DECISION ON FEBRUARY 14, 2014 IN THE MATTER OF ELECTRONIC TRANSACTION CLEARING, INC. ("ETC"), HARVEY CLOYD JR. ("CLOYD"), KEVIN MURPHY ("MURPHY") AND DAVID DICENSO ("DICENSO"). THE BCC MADE THE FOLLOWING FINDINGS: ETC (I) FAILED TO IMPLEMENT ANTI-MONEY LAUNDERING AND CUSTOMER IDENTIFICATION PROGRAMS SUFFICIENT TO REASONABLY DETECT AND PREVENT MONEY LAUNDERING AND MANIPULATIVE TRADING RISKS; (II) FAILED TO HAVE THE INDEPENDENT AUDIT OF ITS AML PROGRAM CONDUCTED BY AN INDEPENDENT INDIVIDUAL; AND (III) FAILED TO IMPLEMENT RISK PROCEDURES AND SURVEILLANCE TOOLS FOR DETECTING SUSPICIOUS TRADING ACTIVITIES OF ITS CUSTOMERS; (IV) FAILED TO CLOSE OUT ONE "FAIL-TO-DELIVER" BY EITHER BORROWING THE SECURITY OR BUYING THE SECURITY IN THE SECONDARY MARKET AFTER THE SECURITIES PRIMARY EXCHANGE HALTED TRADING OF THE SECURITY; (V) FAILED DURING THE RELEVANT

PERIOD TO IMPOSE DAY TRADING POWER LIMITS ON NUMEROUS INDIVIDUAL TRADERS UNDERLYING NUMEROUS CUSTOMER ACCOUNTS ETC CLEARED AND CARRIED; (VI) FAILED DURING THE RELEVANT PERIOD TO IMPOSE A \$25,000 MINIMUM EQUITY REQUIREMENT FOR PATTERN DAY TRADERS ON EACH OF NUMEROUS INDIVIDUALS UNDERLYING EACH OF NUMEROUS CUSTOMER ACCOUNTS ETC CLEARED AND CARRIED; (VII) FAILED DURING THE RELEVANT PERIOD TO IMPOSE A \$500,000 MINIMUM EQUITY REQUIREMENT FOR PORTFOLIO MARGIN ACCOUNTS SET IN ITS WRITTEN POLICIES AND PROCEDURES ON EACH OF NUMEROUS INDIVIDUALS UNDERLYING EACH OF NUMEROUS CUSTOMER ACCOUNTS ETC CLEARED AND CARRIED; (VIII) FAILED DURING THE RELEVANT PERIOD TO HAVE ADEQUATE POLICY AND PROCEDURES THAT PREVENT INDIVIDUAL TRADERS THAT UNDERLIE A SINGLE CUSTOMER PORTFOLIO MARGIN ACCOUNT WITH EQUITY OF AT LEAST \$5,000,000 THAT ETC CLEARED AND CARRIED FROM RECEIVING THE BENEFIT OF AN EXCEPTION FROM THE EXCHANGE'S DAY TRADING RULES. CLOYD AND MURPHY WERE FOUND TO HAVE COMMITTED VARIOUS SUPERVISORY VIOLATIONS. THE BCC DISMISSED THE STATEMENT OF CHARGES AGAINST DAVID DICENSO.

AS REPORTED AT THE LAST BOARD MEETING, THE SEC ON JUNE 16, 2016, ISSUED AN OPINION IN THE MATTER OF THE APPLICATION OF ELECTRONIC TRANSACTION CLEARING, INC. ("ETC"), KEVIN MURPHY, AND HARVEY C. CLOYD, JR.; RELEASE NO. 78093, ADMIN. PROC. FILE NO. 3-16285 (FOR REVIEW OF DISCIPLINARY ACTION TAKEN BY CBOE). IN ITS OPINION THE SEC REVERSED IN PART, AND AFFIRMED IN PART, CBOE'S FINDINGS. THE SEC AFFIRMED CBOE'S FINDINGS THAT ETC'S ANTI-MONEY LAUNDERING AUDIT VIOLATED CBOE'S RULES AND THAT ETC VIOLATED REG. SHO WHEN IT FAILED TO CLOSE A SHORT POSITION IN A TIMELY MANNER. THE SEC REMANDED THE CASE SO THAT CBOE COULD RECONSIDER THE ISSUE OF THE APPROPRIATE SANCTIONS FOR THE VIOLATIONS THAT WERE AFFIRMED.

AT THE DIRECTION OF CBOE'S BUSINESS CONDUCT COMMITTEE ("BCC"), CBOE, IN CONJUNCTION WITH FINRA MARKET REGULATION - LEGAL STAFF, AND RESPONDENTS' COUNSEL ENGAGED IN SETTLEMENT DISCUSSIONS. AS THE RESULT OF SUCH DISCUSSIONS, CBOE AND RESPONDENTS REACHED A SETTLEMENT IN PRINCIPLE AND JOINTLY PROPOSED THE FOLLOWING SANCTIONS TO THE BCC FOR CONSIDERATION:

- \$12,500 FINE OF ETC
- CENSURE OF ETC AND KEVIN MURPHY.

THE PROPOSED SANCTIONS WERE REVIEWED AND APPROVED BY THE



BCC AT ITS MEETING ON SEPTEMBER 28, 2016. AS A RESULT, THE BCC SUBSEQUENTLY ISSUED A REMAND DECISION AND ORDER ON SANCTIONS. THE MATTER IS NOW CONSIDERED FINAL.

Initiated By: CHICAGO BOARD OPTIONS EXCHANGE

Date Initiated: 03/31/2011

Docket/Case Number: 11-0009

Principal Product Type: Options

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought:

Resolution: Decision

Resolution Date: 09/28/2016

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$12,500.00

Other Sanctions Ordered:

Sanction Details: A \$12,500 FINE AND A CENSURE.

Reporting Source: Firm

Current Status: Final

Allegations: ON MARCH 31, 2011, THE BUSINESS CONDUCT COMMITTEE ("BCC") OF THE CHICAGO BOARD OPTIONS EXCHANGE (THE "CBOE") ISSUED A STATEMENT OF CHARGES TO ELECTRONIC TRANSACTION CORPORATION, INC. ("ETC" OR THE "FIRM"). THE STATEMENT OF CHARGES STATES THAT IN OR ABOUT JULY 2010, THE CBOE CONDUCTED A ROUTINE FINANCIAL AND OPERATIONAL EXAMINATION(SEE SECTION 13 FOR DETAILS)OF ETC THAT INCLUDED, BUT WAS NOT LIMITED TO, A REVIEW OF ETC'S POLICIES, PROCEDURES, AND PRACTICES FOR ITS ANTI-MONEY LAUNDERING ("AML") COMPLIANCE PROGRAM AND REGULATION SHO. IN PARTICULAR,



THE STATEMENT OF CHARGES ALLEGES THAT IN OR ABOUT JULY 2010, ETC AND MR. MURPHY AND CLOYD AS CONTROL PERDONS, VIOLATED (1) CBOE RULES 4.1, 4.2 AND 4.20 FOR FAILING TO IMPLEMENT AML AND CUSTOMER IDENTIFICATION PROGRAMS SUFFICIENT TO REASONABLY DETECT AND PREVENT MONEY LAUNDERING AND MANIPULATIVE TRADING RISKS AND FAILING TO HAVE THE INDEPENDENT AUDIT OF ITS AML PROGRAM CONDUCTED BY AN INDEPENDENT INDIVIDUAL; (2) CBOE RULES 4.1 AND 4.2 FOR FAILING TO IMPLEMENT EFFECTIVE RISK PROCEDURES AND SURVEILLANCE TOOLS FOR DETECTING SUSPICIOUS TRADING ACTIVITIES OF ITS CUSTOMERS; (3) CBOE RULES 4.2 AND 15.1; SECTION 17(A) OF THE SECURITIES EXCHANGE ACT OF 1934 (THE "EXCHANGE ACT") AND RULES 17A-3 AND 17A-4 THEREUNDER; AND REGULATION SHO OF THE EXCHANGE ACT AND RULE 204 THEREUNDER FOR FAILING TO CLOSE OUT ONE "FAIL-TO-DELIVER" BY EITHER BORROWING THE SECURITY OR BUYING THE SECURITY IN THE SECONDARY MARKET AFTER THE SECURITY'S PRIMARY EXCHANGE HALTED TRADING OF THE SECURITY; AND (4) CBOE RULES 4.2 AND 15.1; SECTION 17(A) OF THE EXCHANGE ACT AND RULES 17A-3 AND 17A-4 THEREUNDER; AND REGULATION SHO OF THE EXCHANGE ACT AND RULE 203 THEREUNDER BY FOR FAILING TO MAINTAIN AN ADEQUATE EASY-TO-BORROW LIST THAT RELIED ON REASONABLE SOURCES TO MAKE A DETERMINATION THAT A SECURITY WOULD BE AVAILABLE TO BORROW.

[ETC HAS MADE A NUMBER OF MODIFICATIONS TO ITS POLICIES AND PROCEDURES IN RESPONSE TO THE MATTERS RAISED BY THE BCC. THE FIRM ANTICIPATES RESOLVING THESE MATTERS EITHER BEFORE THE BCC OR OTHERWISE IN THE NEAR FUTURE.]
THE CHICAGO BOARD OPTIONS EXCHANGE (THE "CBOE") ISSUED AN AMENDED AND RESTATED STATEMENT OF CHARGES AGAINST ETC.

Initiated By: CHICAGO BOARD OPTIONS EXCHANGE

Date Initiated: 03/31/2011

Docket/Case Number: 11-0009

Principal Product Type: Equity Listed (Common & Preferred Stock)

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Decision

Resolution Date: 10/04/2016



Sanctions Ordered: Censure
Monetary/Fine \$12,500.00

Other Sanctions Ordered:

Sanction Details: CENSURE AND FINE \$12,500.

Firm Statement

ON MARCH 4, 2014, THE CBOE'S BUSINESS CONDUCT COMMITTEE ("BCC") ISSUED A DECISION FINDING THAT ETC VIOLATED CBOE RULES 4.1 (COMPLIANCE WITH JUST AND EQUITABLE PRINCIPLES OF TRADE), 4.2 (COMPLIANCE WITH APPLICABLE LAWS), 4.20 (REQUIRING MEMBERS TO DEVELOP AND IMPLEMENT AN AML COMPLIANCE PROGRAM), 12.3(J) (IMPOSING MARGIN REQUIREMENTS FOR PATTERN DAY TRADERS) AND 12.4(I) (IMPOSING ADDITIONAL MARGIN REQUIREMENTS FOR PORTFOLIO ACCOUNT CUSTOMERS), AND SEC EXCHANGE ACT RULE 204 OF REGULATION SHO (CLOSE-OUT REQUIREMENTS).THE BCC FINED ETC \$1,000,000 FOR THESE VIOLATIONS.

ETC APPEALED THE BCC'S DECISION TO THE SEC ON NOVEMBER 14, 2014.

IN AN OPINION AND ORDER ISSUED ON JUNE 16, 2016, THE SEC SET ASIDE AND VACATED MOST OF THE BCC'S FINDINGS. IN PARTICULAR, THE SEC SET ASIDE THE FINDINGS THAT ETC FAILED TO MAINTAIN EFFECTIVE SURVEILLANCE TOOLS IN 2010, FAILED TO IMPLEMENT AN ADEQUATE CUSTOMER IDENTIFICATION PROGRAM ("CIP") IN 2010 BY FAILING TO APPLY CIP PROCEDURES TO TRADERS FOR ETC'S ENTITY CUSTOMERS, AND FAILED TO APPLY MARGIN REQUIREMENTS TO TRADERS FOR ETC'S ENTITY CUSTOMERS. THE SEC SUSTAINED THE FINDINGS THAT ETC FAILED TO CONDUCT AN INDEPENDENT AML AUDIT IN 2009 AND FAILED TO CLOSE OUT ONE SHORT POSITION IN 2010.

THE SEC ALSO SET ASIDE THE SANCTIONS ISSUED BY THE BCC, INCLUDING THE \$1,000,000 FINE, AND REMANDED THE PROCEEDINGS BACK TO THE BCC SO THAT IT CAN RECONSIDER ITS DETERMINATIONS REGARDING SANCTIONS.

ON OCTOBER 4, 2016, ON REMAND FROM SEC (RELEASE NO. 78093), THE BCC ISSUED ITS REMAND DECISION AND ORDER ON SANCTIONS OF CENSURE AGAINST ETC AND FINE IN THE AMOUNT OF \$12,500.

Reporting Source: Firm

Current Status: Final

Allegations: ON MARCH 31, 2011, THE BUSINESS CONDUCT COMMITTEE ("BCC") OF THE CHICAGO BOARD OPTIONS EXCHANGE (THE "CBOE") ISSUED A



STATEMENT OF CHARGES TO ELECTRONIC TRANSACTION CORPORATION, INC. ("ETC" OR THE "FIRM"). THE STATEMENT OF CHARGES STATES THAT IN OR ABOUT JULY 2010, THE CBOE CONDUCTED A ROUTINE FINANCIAL AND OPERATIONAL EXAMINATION(SEE SECTION 13 FOR DETAILS)OF ETC THAT INCLUDED, BUT WAS NOT LIMITED TO, A REVIEW OF ETC'S POLICIES, PROCEDURES, AND PRACTICES FOR ITS ANTI-MONEY LAUNDERING ("AML") COMPLIANCE PROGRAM AND REGULATION SHO. IN PARTICULAR, THE STATEMENT OF CHARGES ALLEGES THAT IN OR ABOUT JULY 2010, ETC AND MR. MURPHY AND CLOYD AS CONTROL PERDONS, VIOLATED (1) CBOE RULES 4.1, 4.2 AND 4.20 FOR FAILING TO IMPLEMENT AML AND CUSTOMER IDENTIFICATION PROGRAMS SUFFICIENT TO REASONABLY DETECT AND PREVENT MONEY LAUNDERING AND MANIPULATIVE TRADING RISKS AND FAILING TO HAVE THE INDEPENDENT AUDIT OF ITS AML PROGRAM CONDUCTED BY AN INDEPENDENT INDIVIDUAL; (2) CBOE RULES 4.1 AND 4.2 FOR FAILING TO IMPLEMENT EFFECTIVE RISK PROCEDURES AND SURVEILLANCE TOOLS FOR DETECTING SUSPICIOUS TRADING ACTIVITIES OF ITS CUSTOMERS; (3) CBOE RULES 4.2 AND 15.1; SECTION 17(A) OF THE SECURITIES EXCHANGE ACT OF 1934 (THE "EXCHANGE ACT") AND RULES 17A-3 AND 17A-4 THEREUNDER; AND REGULATION SHO OF THE EXCHANGE ACT AND RULE 204 THEREUNDER FOR FAILING TO CLOSE OUT ONE "FAIL-TO-DELIVER" BY EITHER BORROWING THE SECURITY OR BUYING THE SECURITY IN THE SECONDARY MARKET AFTER THE SECURITY'S PRIMARY EXCHANGE HALTED TRADING OF THE SECURITY; AND (4) CBOE RULES 4.2 AND 15.1; SECTION 17(A) OF THE EXCHANGE ACT AND RULES 17A-3 AND 17A-4 THEREUNDER; AND REGULATION SHO OF THE EXCHANGE ACT AND RULE 203 THEREUNDER BY FOR FAILING TO MAINTAIN AN ADEQUATE EASY-TO-BORROW LIST THAT RELIED ON REASONABLE SOURCES TO MAKE A DETERMINATION THAT A SECURITY WOULD BE AVAILABLE TO BORROW.

[ETC HAS MADE A NUMBER OF MODIFICATIONS TO ITS POLICIES AND PROCEDURES IN RESPONSE TO THE MATTERS RAISED BY THE BCC. THE FIRM ANTICIPATES RESOLVING THESE MATTERS EITHER BEFORE THE BCC OR OTHERWISE IN THE NEAR FUTURE.]

THE CHICAGO BOARD OPTIONS EXCHANGE (THE "CBOE") ISSUED AN AMENDED AND RESTATED STATEMENT OF CHARGES AGAINST ETC.

Initiated By: CHICAGO BOARD OPTIONS EXCHANGE
Date Initiated: 03/31/2011
Docket/Case Number: 11-0009
Principal Product Type: Equity Listed (Common & Preferred Stock)
Other Product Type(s):



Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Decision

Resolution Date: 10/04/2016

Sanctions Ordered: Censure
Monetary/Fine \$12,500.00

Other Sanctions Ordered:

Sanction Details: CENSURE AND FINE \$12,500.

Firm Statement

ON MARCH 4, 2014, THE CBOE'S BUSINESS CONDUCT COMMITTEE ("BCC") ISSUED A DECISION FINDING THAT ETC VIOLATED CBOE RULES 4.1 (COMPLIANCE WITH JUST AND EQUITABLE PRINCIPLES OF TRADE), 4.2 (COMPLIANCE WITH APPLICABLE LAWS), 4.20 (REQUIRING MEMBERS TO DEVELOP AND IMPLEMENT AN AML COMPLIANCE PROGRAM), 12.3(J) (IMPOSING MARGIN REQUIREMENTS FOR PATTERN DAY TRADERS) AND 12.4(I) (IMPOSING ADDITIONAL MARGIN REQUIREMENTS FOR PORTFOLIO ACCOUNT CUSTOMERS), AND SEC EXCHANGE ACT RULE 204 OF REGULATION SHO (CLOSE-OUT REQUIREMENTS). THE BCC FINED ETC \$1,000,000 FOR THESE VIOLATIONS.

ETC APPEALED THE BCC'S DECISION TO THE SEC ON NOVEMBER 14, 2014.

IN AN OPINION AND ORDER ISSUED ON JUNE 16, 2016, THE SEC SET ASIDE AND VACATED MOST OF THE BCC'S FINDINGS. IN PARTICULAR, THE SEC SET ASIDE THE FINDINGS THAT ETC FAILED TO MAINTAIN EFFECTIVE SURVEILLANCE TOOLS IN 2010, FAILED TO IMPLEMENT AN ADEQUATE CUSTOMER IDENTIFICATION PROGRAM ("CIP") IN 2010 BY FAILING TO APPLY CIP PROCEDURES TO TRADERS FOR ETC'S ENTITY CUSTOMERS, AND FAILED TO APPLY MARGIN REQUIREMENTS TO TRADERS FOR ETC'S ENTITY CUSTOMERS. THE SEC SUSTAINED THE FINDINGS THAT ETC FAILED TO CONDUCT AN INDEPENDENT AML AUDIT IN 2009 AND FAILED TO CLOSE OUT ONE SHORT POSITION IN 2010.

THE SEC ALSO SET ASIDE THE SANCTIONS ISSUED BY THE BCC, INCLUDING THE \$1,000,000 FINE, AND REMANDED THE PROCEEDINGS BACK TO THE BCC SO THAT IT CAN RECONSIDER ITS DETERMINATIONS REGARDING SANCTIONS.

ON OCTOBER 4, 2016, ON REMAND FROM SEC (RELEASE NO. 78093), THE BCC ISSUED ITS REMAND DECISION AND ORDER ON SANCTIONS OF



CENSURE AGAINST ETC AND FINE IN THE AMOUNT OF \$12,500.

End of Report



This page is intentionally left blank.