

**FINANCIAL INDUSTRY REGULATORY AUTHORITY  
LETTER OF ACCEPTANCE, WAIVER, AND CONSENT  
NO. 2019064511205**

TO: Department of Enforcement  
Financial Industry Regulatory Authority (FINRA)

RE: Richard S. Siminou (Respondent)  
General Securities Representative  
CRD No. 5605796

Pursuant to FINRA Rule 9216, Respondent Richard S. Siminou submits this Letter of Acceptance, Waiver, and Consent (AWC) for the purpose of proposing a settlement of the alleged rule violations described below. This AWC is submitted on the condition that, if accepted, FINRA will not bring any future actions against Respondent alleging violations based on the same factual findings described in this AWC.

**I.**

**ACCEPTANCE AND CONSENT**

- A. Respondent accepts and consents to the following findings by FINRA without admitting or denying them:

**BACKGROUND**

Siminou first became registered with FINRA in 2008 through his association with Newbridge Securities Corporation as a General Securities Representative. Newbridge filed a Uniform Termination Notice for Securities Industry Registration (Form U5) terminating Siminou's registration on February 21, 2019. Since March 2019, Siminou has been registered as a General Securities Representative through his association with other member firms.<sup>1</sup>

**OVERVIEW**

Between January 2017 and December 2018, Siminou excessively traded two customer accounts in violation of FINRA Rules 2111 and 2010.

**FACTS AND VIOLATIVE CONDUCT**

FINRA Rule 2111(a) requires in pertinent part that member firms and their associated persons "must have a reasonable basis to believe that a recommended transaction or investment strategy involving a security or securities is suitable for the customer, based on the information obtained through the reasonable diligence of the member or associated

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<sup>1</sup> For more information about the respondent, visit BrokerCheck® at [www.finra.org/brokercheck](http://www.finra.org/brokercheck).

person to ascertain the customer's investment profile.” FINRA Rule 2111 Supplementary Material .05 (Rule 2111.05) defines the “quantitative suitability” obligation, which requires a member or associated person who has actual or de facto control over trading in a customer account “to have a reasonable basis for believing that a series of recommended transactions, even if suitable when viewed in isolation, are not excessive and unsuitable for the customer when taken together in light of the customer's investment profile.”

Rule 2111.05(c) states that “[n]o single test defines excessive activity, but factors such as the turnover rate, the cost-equity ratio, and the use of in-and-out trading in a customer's account may provide a basis for a finding that a member or associated person has violated the quantitative suitability obligation.” Turnover rate represents the number of times that a portfolio of securities in an account is exchanged for another portfolio of securities. The cost-to-equity ratio measures the percentage return on the customer’s average net equity needed to cover commissions and other expenses. In other words, it is the break-even point where a customer may begin to see a return. A turnover rate of six or a cost-to-equity ratio above 20 percent generally indicates that an account has been excessively traded.

FINRA Rule 2010 requires that all members, in the conduct of their business, “shall observe high standards of commercial honor and just and equitable principles of trade.”

Between January 2017 and December 2018, while he was registered through Newbridge, Siminou engaged in excessive and unsuitable trading in the accounts of Customer A and Customer B.

Between January 2017 and January 2018, Siminou engaged in excessive and unsuitable trading in the account of Customer A. At the start of the relevant period, Customer A was a 68-year-old resident of the United Kingdom. During the relevant period, Customer A routinely followed Siminou’s recommendations. Although Customer A’s account had an average month-end equity of approximately \$40,800 for 12 months, Siminou recommended purchases with a total principal value of approximately \$351,000, which resulted in an annualized turnover rate in the account over 8. This trading resulted in an annualized cost-to-equity ratio over 29 percent—meaning Customer A’s investments had to grow by more than 29 percent just to break even. As a result of Siminou’s unsuitable recommendations, Customer A paid \$11,875 in commissions and fees.

Between January 2018 and December 2018, Siminou engaged in excessive and unsuitable trading in the account of Customer B. At the start of the relevant period, Customer B was a 64-year-old resident of Finland. During the relevant period, Customer B routinely followed Siminou’s recommendations. Although Customer B’s account had an average month-end equity of approximately \$15,000 for 12 months, Siminou recommended purchases with a total principal value of approximately \$157,000, which resulted in an annualized turnover rate in the account over 10. This trading resulted in an annualized cost-to-equity ratio over 34 percent—meaning Customer B’s investments had

to grow by more than 34 percent just to break even. As a result of Siminou's unsuitable recommendations, Customer B paid \$5,146 in commissions and fees.

Siminou's recommended securities transactions in the accounts of Customers A and B were excessive and unsuitable. Therefore, Siminou violated FINRA Rules 2111 and 2010.

B. Respondent also consents to the imposition of the following sanctions:

- a four-month suspension from associating with any FINRA member in all capacities;
- a \$5,000 fine; and
- restitution of \$17,021, plus interest as described below.

Respondent agrees to pay the monetary sanctions upon notice that this AWC has been accepted and that such payment is due and payable. Respondent has submitted an Election of Payment form showing the method by which he proposes to pay the fine imposed.

Restitution is ordered to be paid to the customers listed on Attachment A to this AWC (Eligible Customers) in the total amount of \$17,021, plus interest at the rate set forth in Section 6621(a)(2) of the Internal Revenue Code, 26 U.S.C. § 6621(a)(2), from January 3, 2017 until the date this AWC is accepted by the National Adjudicatory Council (NAC).

Respondent shall submit satisfactory proof of payment of restitution and interest (separately specifying the date and amount of each paid to each Eligible Customer) or of reasonable and documented efforts undertaken to effect restitution. Such proof shall be submitted by email to [EnforcementNotice@FINRA.org](mailto:EnforcementNotice@FINRA.org). The email must identify Respondent and the case number and include a copy of the check, money order, or other method of payment. This proof shall be provided by email to [EnforcementNotice@FINRA.org](mailto:EnforcementNotice@FINRA.org) no later than 120 days after the date of the notice of acceptance of the AWC.

The restitution amount plus interest to be paid to each Eligible Customer shall be treated by the Respondent as the Eligible Customer's property for purposes of state escheatment, unclaimed property, abandoned property, and similar laws. If after reasonable and documented efforts undertaken to effect restitution Respondent is unable to pay all Eligible Customers within 120 days after the date of the notice of acceptance of the AWC, Respondent shall submit to FINRA in the manner described above a list of the unpaid Eligible Customers and a description of Respondent's plan, not unacceptable to FINRA, to comply with the applicable escheatment, unclaimed property, abandoned property, or similar laws for each such Eligible Customer.

Respondent specifically and voluntarily waives any right to claim an inability to pay, now or at any time after the execution of this AWC, the monetary sanctions imposed in this matter.

The imposition of a restitution order or any other monetary sanctions in this AWC, and the timing of such ordered payments, does not preclude customers from pursuing their own actions to obtain restitution or other remedies.

Respondent understands that if he is barred or suspended from associating with any FINRA member, he becomes subject to a statutory disqualification as that term is defined in Article III, Section 4 of FINRA's By-Laws, incorporating Section 3(a)(39) of the Securities Exchange Act of 1934. Accordingly, he may not be associated with any FINRA member in any capacity, including clerical or ministerial functions, during the period of the bar or suspension. See FINRA Rules 8310 and 8311.

The sanctions imposed in this AWC shall be effective on a date set by FINRA.

## **II.**

### **WAIVER OF PROCEDURAL RIGHTS**

Respondent specifically and voluntarily waives the following rights granted under FINRA's Code of Procedure:

- A. To have a complaint issued specifying the allegations against him;
- B. To be notified of the complaint and have the opportunity to answer the allegations in writing;
- C. To defend against the allegations in a disciplinary hearing before a hearing panel, to have a written record of the hearing made, and to have a written decision issued; and
- D. To appeal any such decision to the NAC and then to the U.S. Securities and Exchange Commission and a U.S. Court of Appeals.

Further, Respondent specifically and voluntarily waives any right to claim bias or prejudgment of the Chief Legal Officer, the NAC, or any member of the NAC, in connection with such person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including its acceptance or rejection.

Respondent further specifically and voluntarily waives any right to claim that a person violated the ex parte prohibitions of FINRA Rule 9143 or the separation of functions prohibitions of FINRA Rule 9144, in connection with such person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including its acceptance or rejection.

### III.

#### **OTHER MATTERS**

Respondent understands that:

- A. Submission of this AWC is voluntary and will not resolve this matter unless and until it has been reviewed and accepted by the NAC, a Review Subcommittee of the NAC, or the Office of Disciplinary Affairs (ODA), pursuant to FINRA Rule 9216;
- B. If this AWC is not accepted, its submission will not be used as evidence to prove any of the allegations against Respondent; and
- C. If accepted:
  - 1. this AWC will become part of Respondent's permanent disciplinary record and may be considered in any future action brought by FINRA or any other regulator against Respondent;
  - 2. this AWC will be made available through FINRA's public disclosure program in accordance with FINRA Rule 8313;
  - 3. FINRA may make a public announcement concerning this agreement and its subject matter in accordance with FINRA Rule 8313; and
  - 4. Respondent may not take any action or make or permit to be made any public statement, including in regulatory filings or otherwise, denying, directly or indirectly, any finding in this AWC or create the impression that the AWC is without factual basis. Respondent may not take any position in any proceeding brought by or on behalf of FINRA, or to which FINRA is a party, that is inconsistent with any part of this AWC. Nothing in this provision affects Respondent's right to take legal or factual positions in litigation or other legal proceedings in which FINRA is not a party. Nothing in this provision affects Respondent's testimonial obligations in any litigation or other legal proceedings.
- D. Respondent may attach a corrective action statement to this AWC that is a statement of demonstrable corrective steps taken to prevent future misconduct. Respondent understands that he may not deny the charges or make any statement that is inconsistent with the AWC in this statement. This statement does not constitute factual or legal findings by FINRA, nor does it reflect the views of FINRA.

Respondent certifies that he has read and understands all of the provisions of this AWC and has been given a full opportunity to ask questions about it; Respondent has agreed to the AWC's provisions voluntarily; and no offer, threat, inducement, or promise of any kind, other than the

terms set forth in this AWC and the prospect of avoiding the issuance of a complaint, has been made to induce him to submit this AWC.

August 18, 2023

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Date

*Richard S. Siminou*

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Richard S. Siminou  
Respondent

Reviewed by:

*Robert G. Heim*

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Robert G. Heim  
Counsel for Respondent  
Tarter Krinsky & Drogin LLP  
1350 Broadway  
New York, NY 10018

Accepted by FINRA:

Signed on behalf of the  
Director of ODA, by delegated authority

August 31, 2023

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Date

*Albert Anthony Starkus, III*

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Albert Anthony Starkus III  
Senior Counsel  
FINRA  
Department of Enforcement  
12801 N. Central Expwy. Suite 1050  
Dallas, TX 75243

**ATTACHMENT A**  
**TO LETTER OF ACCEPTANCE, WAIVER, AND CONSENT**  
**MATTER NO. 2019064511205**

Customer A: J.W. ....	\$11,875
Customer B: J.P.....	\$5,146