#### Required fields are shown with yellow backgrounds and asterisks.

OMB APPROVAL

OMB Number: 3235-0045
Estimated average burden hours per response.......38

Page 1 of '	18		EXCHANGE CO GTON, D.C. 208 orm 19b-4	549		File No.* :	SR - 2014 - * 016 mendments *)	
Filing by Financial Industry Regulatory Authority								
Pursuant to Rule 19b-4 under the Securities Exchange Act of 1934								
Initial * ✓	Amendment *	Withdrawal	Section 19(b)	_	Section 🗸	n 19(b)(3)(A) *	Section 19(b)(3)(B) *	
1 1101	Extension of Time Period for Commission Action *	Date Expires *		19	9b-4(f)( 9b-4(f)( 9b-4(f)(	2) 19b-4(f)(5)		
	proposed change pursuant	to the Payment, Clear Section 806(e)(2) *	ing, and Settleme	ent Act of 201		Security-Based Swap to the Securities Exch Section 3C(b)(2)	-	
Exhibit 2 S	_	Exhibit 3 Sent As Paper Do	ocument					
Provide a brief description of the action (limit 250 characters, required when Initial is checked *).  Proposed Rule Change to Update Rule Cross-References and Make Non-Substantive Technical Changes to Certain FINRA Rules								
Contact Information  Provide the name, telephone number, and e-mail address of the person on the staff of the self-regulatory organization prepared to respond to questions and comments on the action.								
First Na	me * Philip		Last Name * S	haikun				
Title *	Vice President and A	Vice President and Associate General Counsel philip.shaikun@finra.org						
E-mail *	philip.shaikun@finra.							
Telephor	ne * (202) 728-8451	Fax (202) 728-8264	1					
Signature  Pursuant to the requirements of the Securities Exchange Act of 1934,  has duly caused this filing to be signed on its behalf by the undersigned thereunto duly authorized.								
(Title *)  Date 03/31/2014 Senior Vice President and Deputy General Counsel								
-	3/31/2014		Senior Vice Pre	sident and D	eputy	General Counsel		
By P	atrice Gliniecki							
this form.	(Name *)  king the button at right will digit A digital signature is as legally bi  and once signed, this form canno	inding as a physical		Patrice Glii	niecki			

#### SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 For complete Form 19b-4 instructions please refer to the EFFS website. The self-regulatory organization must provide all required information, presented in a Form 19b-4 Information \* clear and comprehensible manner, to enable the public to provide meaningful comment on the proposal and for the Commission to determine whether the proposal Remove is consistent with the Act and applicable rules and regulations under the Act. The Notice section of this Form 19b-4 must comply with the guidelines for publication Exhibit 1 - Notice of Proposed Rule Change \* in the Federal Register as well as any requirements for electronic filing as published by the Commission (if applicable). The Office of the Federal Register (OFR) offers guidance on Federal Register publication requirements in the Federal Register Add Remove View Document Drafting Handbook, October 1998 Revision. For example, all references to the federal securities laws must include the corresponding cite to the United States Code in a footnote. All references to SEC rules must include the corresponding cite to the Code of Federal Regulations in a footnote. All references to Securities Exchange Act Releases must include the release number, release date, Federal Register cite, Federal Register date, and corresponding file number (e.g., SR-[SRO] -xx-xx). A material failure to comply with these guidelines will result in the proposed rule change being deemed not properly filed. See also Rule 0-3 under the Act (17 CFR 240.0-3) The Notice section of this Form 19b-4 must comply with the guidelines for publication **Exhibit 1A- Notice of Proposed Rule** in the Federal Register as well as any requirements for electronic filing as published Change, Security-Based Swap Submission, by the Commission (if applicable). The Office of the Federal Register (OFR) offers or Advance Notice by Clearing Agencies \* guidance on Federal Register publication requirements in the Federal Register Document Drafting Handbook, October 1998 Revision. For example, all references to the federal securities laws must include the corresponding cite to the United States Code in a footnote. All references to SEC rules must include the corresponding cite to the Code of Federal Regulations in a footnote. All references to Securities Exchange Act Releases must include the release number, release date, Federal Register cite, Federal Register date, and corresponding file number (e.g., SR-[SRO] -xx-xx). A material failure to comply with these guidelines will result in the proposed rule change, security-based swap submission, or advance notice being deemed not properly filed. See also Rule 0-3 under the Act (17 CFR 240.0-3) Exhibit 2 - Notices, Written Comments, Copies of notices, written comments, transcripts, other communications. If such **Transcripts, Other Communications** documents cannot be filed electronically in accordance with Instruction F, they shall be filed in accordance with Instruction G. Remove View Add Exhibit Sent As Paper Document П Exhibit 3 - Form, Report, or Questionnaire Copies of any form, report, or questionnaire that the self-regulatory organization proposes to use to help implement or operate the proposed rule change, or that is Add Remove View referred to by the proposed rule change. Exhibit Sent As Paper Document The full text shall be marked, in any convenient manner, to indicate additions to and **Exhibit 4 - Marked Copies** deletions from the immediately preceding filing. The purpose of Exhibit 4 is to permit Add Remove View the staff to identify immediately the changes made from the text of the rule with which it has been working. **Exhibit 5 - Proposed Rule Text** The self-regulatory organization may choose to attach as Exhibit 5 proposed changes to rule text in place of providing it in Item I and which may otherwise be more easily readable if provided separately from Form 19b-4. Exhibit 5 shall be considered part Add Remove View of the proposed rule change. If the self-regulatory organization is amending only part of the text of a lengthy **Partial Amendment** proposed rule change, it may, with the Commission's permission, file only those portions of the text of the proposed rule change in which changes are being made if the filing (i.e. partial amendment) is clearly understandable on its face. Such partial

amendment shall be clearly identified and marked to show deletions and additions.

#### 1. Text of the Proposed Rule Change

(a) Pursuant to the provisions of Section 19(b)(1) of the Securities Exchange Act of 1934 ("Act"), <sup>1</sup> Financial Industry Regulatory Authority, Inc. ("FINRA") is filing with the Securities and Exchange Commission ("SEC" or "Commission") a proposed rule change to update cross-references and make other non-substantive changes within FINRA rules, primarily as the result of approval of new consolidated FINRA rules.

The text of the proposed rule change is attached as Exhibit 5.

\* \* \* \* \*

- (b) Not applicable.
- (c) Not applicable.

### 2. <u>Procedures of the Self-Regulatory Organization</u>

The Chief Legal Officer of FINRA authorized the filing of the proposed rule change with the SEC pursuant to delegated authority. No other action by FINRA is necessary for the filing of the proposed rule change.

FINRA has filed the proposed rule change for immediate effectiveness. The implementation date for the proposed rule change will be May 1, 2014.

# 3. <u>Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change</u>

(a) Purpose

FINRA is in the process of developing a consolidated rulebook ("Consolidated FINRA Rulebook").<sup>2</sup> That process involves FINRA submitting to the Commission for

<sup>&</sup>lt;sup>1</sup> 15 U.S.C. 78s(b)(1).

The current FINRA rulebook consists of (1) FINRA Rules; (2) NASD Rules; and (3) rules incorporated from NYSE ("Incorporated NYSE Rules") (together, the NASD Rules and Incorporated NYSE Rules are referred to as the "Transitional")

approval a series of proposed rule changes over time to adopt rules in the Consolidated FINRA Rulebook. The phased adoption and implementation of those rules necessitates periodic amendments to update rule cross-references and other non-substantive changes in the Consolidated FINRA Rulebook.

The proposed rule change would make several such changes, as well as other non-substantive changes unrelated to the adoption of rules in the Consolidated FINRA Rulebook.

First, the proposed rule change would update rule cross-references to reflect the adoption of new consolidated financial and operational rules. On November 27, 2013, the SEC approved a proposed rule change to adopt Incorporated NYSE Rules 296 and 402 as FINRA Rules 4314, 4330 and 4340, with several changes. FINRA also deleted in their entirety the corresponding NASD Rules 2330 and NASD Interpretive Materials 2330. The new rules will be implemented on May 1, 2014. As such, the proposed rule change would update references to the new rule numbers in FINRA Rules 0150 (Application of Rules to Exempted Securities Except Municipal Securities), 6630 (Applicability of FINRA Rules to Securities Previously Designated as PORTAL Securities) and 9810 (Initiation of Proceeding).

Second, the proposed rule change would make technical changes to FINRA Rule 2111.01 (General Principle) to reflect FINRA Manual style convention changes.

Rulebook"). While the NASD Rules generally apply to all FINRA members, the Incorporated NYSE Rules apply only to those members of FINRA that are also members of the NYSE ("Dual Members"). The FINRA Rules apply to all FINRA members, unless such rules have a more limited application by their terms. For more information about the rulebook consolidation process, see Information Notice, March 12, 2008 (Rulebook Consolidation Process).

See Securities Exchange Act Release No. 70958 (November 27, 2013), 78 FR
 72951 (December 4, 2013) (Order Approving File No. SR-FINRA-2013-035).

Third, FINRA is proposing to make non-substantive changes to FINRA Rule 6272 (Character of Quotations) to update cross-references resulting from changes adopted in a FINRA proposed rule change regarding Firm Quotations.<sup>4</sup>

Finally, the proposed rule change would also delete from FINRA Manual the Series heading for NASD Rule 2100 (General Standards) and IM-2110-1 (Reserved) to reflect that the NASD Rule 2100 Series have fully been consolidated into the FINRA Rules.<sup>5</sup>

As noted in Item 2 of this filing, FINRA has filed the proposed rule change for immediate effectiveness. The implementation date for the proposed rule change will be May 1, 2014.

#### (b) Statutory Basis

FINRA believes that the proposed rule change is consistent with the provisions of Section 15A(b)(6) of the Act,<sup>6</sup> which requires, among other things, that FINRA rules must be designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, and, in general, to protect investors and the public interest. FINRA believes the proposed rule change will provide greater clarity to members and the public regarding FINRA's rules.

### 4. <u>Self-Regulatory Organization's Statement on Burden on Competition</u>

FINRA does not believe that the proposed rule change will result in any burden on competition that is not necessary or appropriate in furtherance of the purposes of the

See Securities Exchange Act Release No. 63255 (November 5, 2010), 75 FR
 69484 (November 12, 2010) (Order Approving File No. SR-FINRA-2010-049).

Securities Exchange Act Release No. 67774 (September 4, 2012), 77 FR 55519 (September 10, 2012) (Order Approving File No. SR-FINRA-2012-025).

<sup>&</sup>lt;sup>6</sup> 15 U.S.C. 78<u>o</u>-3(b)(6).

Act. The proposed rule change brings clarity and consistency to FINRA rules without adding any burden on firms.

# 5. <u>Self-Regulatory Organization's Statement on Comments on the Proposed</u> Rule Change Received from Members, Participants, or Others

Written comments were neither solicited nor received.

### **Extension of Time Period for Commission Action**

Not applicable.

# 7. <u>Basis for Summary Effectiveness Pursuant to Section 19(b)(3) or for Accelerated Effectiveness Pursuant to Section 19(b)(2) or Section 19(b)(7)(D)</u>

The proposed rule change is effective upon filing pursuant to Section 19(b)(3) of the Act<sup>7</sup> and paragraph (f)(6) of Rule 19b-4 thereunder,<sup>8</sup> in that the proposed rule change does not significantly affect the protection of investors or the public interest; does not impose any significant burden on competition; and does not become operative for 30 days after filing or such shorter time as the Commission may designate.

In accordance with Rule 19b-4(f)(6), FINRA submitted written notice of its intent to file the proposed rule change, along with a brief description and text of the proposed rule change, at least five business days prior to the date of filing, or such shorter time as the Commission may designate, as specified in Rule 19b-4(f)(6)(iii) under the Act. 10

<sup>&</sup>lt;sup>7</sup> 15 U.S.C. 78s(b)(3).

<sup>&</sup>lt;sup>8</sup> 17 CFR 240.19b-4(f)(6).

<sup>&</sup>lt;sup>9</sup> 17 CFR 240.19b-4(f)(6).

<sup>&</sup>lt;sup>10</sup> 17 CRF 240.19b-4(f)(6)(iii).

# 8. Proposed Rule Change Based on Rules of Another Self-Regulatory Organization or of the Commission

Not applicable.

### 9. Security-Based Swap Submissions Filed Pursuant to Section 3C of the Act

Not applicable.

## 10. Advance Notices Filed Pursuant to Section 806(e) of the Payment, Clearing and Settlement Supervision Act

Not applicable.

#### 11. Exhibits

Exhibit 1. Completed notice of proposed rule change for publication in the

### Federal Register.

Exhibit 5. Text of proposed rule change.

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#### EXHIBIT 1

SECURITIES AND EXCHANGE COMMISSION

(Release No. 34- ; File No. SR-FINRA-2014-016)

Self-Regulatory Organizations; Financial Industry Regulatory Authority, Inc.; Notice of Filing and Immediate Effectiveness of a Proposed Rule Change to Update Rule Cross-References and Make Non-Substantive Technical Changes to Certain FINRA Rules

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 ("Act")<sup>1</sup> and Rule 19b-4 thereunder,<sup>2</sup> notice is hereby given that on , Financial Industry Regulatory Authority, Inc. ("FINRA") filed with the Securities and Exchange Commission ("SEC" or "Commission") the proposed rule change as described in Items I, II, and III below, which Items have been prepared by FINRA. FINRA has designated the proposed rule change as constituting a "non-controversial" rule change under paragraph (f)(6) of Rule 19b-4 under the Act,<sup>3</sup> which renders the proposal effective upon receipt of this filing by the Commission. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

I. <u>Self-Regulatory Organization's Statement of the Terms of Substance of the Proposed Rule Change</u>

FINRA is proposing to update cross-references and make other non-substantive changes within FINRA rules, primarily as the result of approval of new consolidated FINRA rules.

<sup>&</sup>lt;sup>1</sup> 15 U.S.C. 78s(b)(1).

<sup>&</sup>lt;sup>2</sup> 17 CFR 240.19b-4.

<sup>&</sup>lt;sup>3</sup> 17 CFR 240.19b-4(f)(6).

The text of the proposed rule change is available on FINRA's website at <a href="http://www.finra.org">http://www.finra.org</a>, at the principal office of FINRA and at the Commission's Public Reference Room.

II. <u>Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis</u> for, the Proposed Rule Change

In its filing with the Commission, FINRA included statements concerning the purpose of and basis for the proposed rule change and discussed any comments it received on the proposed rule change. The text of these statements may be examined at the places specified in Item IV below. FINRA has prepared summaries, set forth in sections A, B, and C below, of the most significant aspects of such statements.

- A. <u>Self-Regulatory Organization's Statement of the Purpose of, and Statutory</u>
  <u>Basis for, the Proposed Rule Change</u>
- 1. Purpose

FINRA is in the process of developing a consolidated rulebook ("Consolidated FINRA Rulebook").<sup>4</sup> That process involves FINRA submitting to the Commission for approval a series of proposed rule changes over time to adopt rules in the Consolidated FINRA Rulebook. The phased adoption and implementation of those rules necessitates periodic amendments to update rule cross-references and other non-substantive changes in the Consolidated FINRA Rulebook.

The current FINRA rulebook consists of (1) FINRA Rules; (2) NASD Rules; and (3) rules incorporated from NYSE ("Incorporated NYSE Rules") (together, the NASD Rules and Incorporated NYSE Rules are referred to as the "Transitional Rulebook"). While the NASD Rules generally apply to all FINRA members, the Incorporated NYSE Rules apply only to those members of FINRA that are also members of the NYSE ("Dual Members"). The FINRA Rules apply to all FINRA members, unless such rules have a more limited application by their terms. For more information about the rulebook consolidation process, see Information Notice, March 12, 2008 (Rulebook Consolidation Process).

The proposed rule change would make several such changes, as well as other non-substantive changes unrelated to the adoption of rules in the Consolidated FINRA Rulebook.

First, the proposed rule change would update rule cross-references to reflect the adoption of new consolidated financial and operational rules. On November 27, 2013, the SEC approved a proposed rule change to adopt Incorporated NYSE Rules 296 and 402 as FINRA Rules 4314, 4330 and 4340, with several changes. FINRA also deleted in their entirety the corresponding NASD Rules 2330 and NASD Interpretive Materials 2330. The new rules will be implemented on May 1, 2014. As such, the proposed rule change would update references to the new rule numbers in FINRA Rules 0150 (Application of Rules to Exempted Securities Except Municipal Securities), 6630 (Applicability of FINRA Rules to Securities Previously Designated as PORTAL Securities) and 9810 (Initiation of Proceeding).

Second, the proposed rule change would make technical changes to FINRA Rule 2111.01 (General Principle) to reflect FINRA Manual style convention changes.

Third, FINRA is proposing to make non-substantive changes to FINRA Rule 6272 (Character of Quotations) to update cross-references resulting from changes adopted in a FINRA proposed rule change regarding Firm Quotations.<sup>6</sup>

Finally, the proposed rule change would also delete from FINRA Manual the Series heading for NASD Rule 2100 (General Standards) and IM-2110-1 (Reserved) to

 <sup>&</sup>lt;u>See</u> Securities Exchange Act Release No. 70958 (November 27, 2013), 78 FR
 72951 (December 4, 2013) (Order Approving File No. SR-FINRA-2013-035).

See Securities Exchange Act Release No. 63255 (November 5, 2010), 75 FR
 69484 (November 12, 2010) (Order Approving File No. SR-FINRA-2010-049).

reflect that the NASD Rule 2100 Series have fully been consolidated into the FINRA Rules.<sup>7</sup>

FINRA has filed the proposed rule change for immediate effectiveness. The implementation date for the proposed rule change will be May 1, 2014.

#### 2. Statutory Basis

FINRA believes that the proposed rule change is consistent with the provisions of Section 15A(b)(6) of the Act,<sup>8</sup> which requires, among other things, that FINRA rules must be designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, and, in general, to protect investors and the public interest. FINRA believes the proposed rule change will provide greater clarity to members and the public regarding FINRA's rules.

#### B. Self-Regulatory Organization's Statement on Burden on Competition

FINRA does not believe that the proposed rule change will result in any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act. The proposed rule change brings clarity and consistency to FINRA rules without adding any burden on firms.

C. <u>Self-Regulatory Organization's Statement on Comments on the Proposed</u> <u>Rule Change Received from Members, Participants, or Others</u>

Written comments were neither solicited nor received.

Securities Exchange Act Release No. 67774 (September 4, 2012), 77 FR 55519 (September 10, 2012) (Order Approving File No. SR-FINRA-2012-025).

<sup>&</sup>lt;sup>8</sup> 15 U.S.C. 78<u>o</u>-3(b)(6).

## III. <u>Date of Effectiveness of the Proposed Rule Change and Timing for Commission Action</u>

Because the foregoing proposed rule change does not: (i) significantly affect the protection of investors or the public interest; (ii) impose any significant burden on competition; and (iii) become operative for 30 days from the date on which it was filed, or such shorter time as the Commission may designate, it has become effective pursuant to Section 19(b)(3)(A) of the Act<sup>9</sup> and Rule 19b-4(f)(6) thereunder.<sup>10</sup>

At any time within 60 days of the filing of the proposed rule change, the Commission summarily may temporarily suspend such rule change if it appears to the Commission that such action is necessary or appropriate in the public interest, for the protection of investors, or otherwise in furtherance of the purposes of the Act. If the Commission takes such action, the Commission shall institute proceedings to determine whether the proposed rule should be approved or disapproved.

#### IV. Solicitation of Comments

Interested persons are invited to submit written data, views and arguments concerning the foregoing, including whether the proposed rule change is consistent with the Act. Comments may be submitted by any of the following methods:

#### **Electronic Comments:**

- Use the Commission's Internet comment form
   (<a href="http://www.sec.gov/rules/sro.shtml">http://www.sec.gov/rules/sro.shtml</a>); or
- Send an e-mail to <u>rule-comments@sec.gov</u>. Please include File Number
   SR-FINRA-2014-016 on the subject line.

<sup>&</sup>lt;sup>9</sup> 15 U.S.C. 78s(b)(3)(A).

<sup>&</sup>lt;sup>10</sup> 17 CFR 240.19b-4(f)(6).

#### Paper Comments:

Send paper comments in triplicate to Secretary, Securities and Exchange
 Commission, 100 F Street, NE, Washington, DC 20549-1090.

All submissions should refer to File Number SR-FINRA-2014-016. This file number should be included on the subject line if e-mail is used. To help the Commission process and review your comments more efficiently, please use only one method. The Commission will post all comments on the Commission's Internet website (http://www.sec.gov/rules/sro.shtml). Copies of the submission, all subsequent amendments, all written statements with respect to the proposed rule change that are filed with the Commission, and all written communications relating to the proposed rule change between the Commission and any person, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for website viewing and printing in the Commission's Public Reference Room, 100 F Street, NE, Washington, DC 20549, on official business days between the hours of 10 a.m. and 3 p.m. Copies of such filing also will be available for inspection and copying at the principal office of FINRA. All comments received will be posted without change; the Commission does not edit personal identifying information from submissions. You should submit only information that you wish to make available publicly. All submissions should refer to File Number SR-FINRA-2014-016 and should be submitted on or before [insert date 21 days from publication in the Federal Register].

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.  $^{11}$ 

Secretary

<sup>11 17</sup> CaFR 200.30-3(a)(12).

#### **EXHIBIT 5**

Below is the text of the proposed rule change. Proposed new language is underlined; proposed deletions are in brackets.

\* \* \* \* \*

#### **FINRA Rules**

\* \* \* \* \*

#### 0100. GENERAL STANDARDS

\* \* \* \* \*

#### 0150. Application of Rules to Exempted Securities Except Municipal Securities

- (a) through (b) No Change.
- (c) Unless otherwise indicated within a particular Rule, the following FINRA and NASD rules are applicable to transactions in, and business activities relating to, exempted securities, except municipal securities, conducted by members and associated persons: FINRA Rules 2010, 2020, 2060, 2111, 2150, 2210, 2212, 2261, 2268, 2269, 2320(g), 3220, 3270, 4120, 4130, 4210, 4311, 4330, 4360, 4510 Series, 4530, 5160, 5210, 5220, 5230, 5310, 5340, 8110, 8120, 8210, 8310, 8311, 8312, 8320, 8330 and 9552; NASD Rules IM-2210-2, [2330, IM-2330,] 2340, 2430, 2510, 3010, 3040, 3050, 3140.

\* \* \* \* \*

#### 2100. TRANSACTIONS WITH CUSTOMERS

2110. Recommendations

#### 2111. Suitability

(a) through (b) No Change.

• • • Supplementary Material: -----

.01 General Principles. Implicit in all member and associated person relationships with customers and others is the fundamental responsibility for fair dealing. Sales efforts must therefore be undertaken only on a basis that can be judged as being within the ethical standards of FINRA['s] rules, with particular emphasis on the requirement to deal fairly with the public. The suitability rule is fundamental to fair dealing and is intended to promote ethical sales practices and high standards of professional conduct.

.02 through .07 No Change.

\* \* \* \* \*

#### 6200. ALTERNATIVE DISPLAY FACILITY

\* \* \* \* \*

#### 6270. Quoting and Trading in ADF-Eligible Securities

\* \* \* \* \*

#### **6272.** Character of Quotations

- (a) through (b) No Change.
- (c) Firm Quotations
  - (1) No Change.
- (2) If an ADF Trading Center, upon receipt of an offer to buy or sell from another broker-dealer in any amount that is at least one normal unit of trading greater than its published quotation size as disseminated through the ADF at the time of receipt of any such offer, executes a transaction in an amount of shares less than the size of the offer, then such ADF Trading Center shall, immediately after such execution, display a revised quotation at a price that is inferior to its previous published quotation. The failure of an

ADF Trading Center to execute the offer in an amount greater than its published quotation size shall not constitute a violation of paragraph (c)[(b)](1) of this Rule.

(d) No Change.

\* \* \* \* \*

#### 6600. OTC REPORTING FACILITY

\* \* \* \* \*

# 6630. Applicability of FINRA Rules to Securities Previously Designated as PORTAL Securities

- (a) No Change.
- (b) The following are specifically applicable to transactions and business activities relating to PORTAL securities, with the exceptions specified below:
  - (1) FINRA Rule 2150[,] and 4330[NASD Rule 2330, except for paragraph (d)]; and
    - (2) No Change.
  - (c) through (d) No Change.

\* \* \* \* \*

#### 9800. TEMPORARY CEASE AND DESIST ORDERS

\* \* \* \* \*

#### 9810. Initiation of Proceeding

#### (a) Department of Enforcement or Department of Market Regulation

With the prior written authorization of FINRA's Chief Executive Officer or such other senior officers as the Chief Executive Officer may designate, the Department of Enforcement or the Department of Market Regulation may initiate a temporary cease and desist proceeding with

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respect to alleged violations of Section 10(b) of the Exchange Act and SEA Rule 10b-5

thereunder; SEA Rules 15g-1 through 15g-9; FINRA Rule 2010 (if the alleged violation is

unauthorized trading, or misuse or conversion of customer assets, or based on violations of

Section 17(a) of the Securities Act); FINRA Rule 2020; or FINRA Rule 4330 [NASD Rule

2330] (if the alleged violation is misuse or conversion of customer assets). The Department of

Enforcement or the Department of Market Regulation shall initiate the proceeding by serving a

notice on a member or associated person (hereinafter "Respondent") and filing a copy thereof

with the Office of Hearing Officers. The Department of Enforcement or the Department of

Market Regulation shall serve the notice by personal service, overnight commercial courier, or

facsimile. If service is made by facsimile, the Department of Enforcement or the Department of

Market Regulation shall send an additional copy of the notice by overnight commercial courier.

The notice shall be effective upon service.

(b) through (c) No Change.

\* \* \* \* \*

**NASD Rules** 

\* \* \* \* \*

[2100. GENERAL STANDARDS]

[IM-2110-1. Reserved]