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

RE: Sune Gaulsh, Respondent  
Former General Securities Representative  
CRD No. 5797295

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure, Respondent Sune Gaulsh 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 herein.

I. ACCEPTANCE AND CONSENT

A. Respondent hereby accepts and consents, without admitting or denying the findings, and solely for the purposes of this proceeding and any other proceeding brought by or on behalf of FINRA, or to which FINRA is a party, prior to a hearing and without an adjudication of any issue of law or fact, to the entry of the following findings by FINRA:

BACKGROUND

Gaulsh registered with FINRA for the first time in 2010 as a General Securities Representative through Barclays Capital Inc. (the Firm). On June 8, 2018 the Firm filed a Uniform Termination Notice for Securities Industry Registration (Form U5) terminating Gaulsh and describing the termination as "voluntary." The Form U5 also disclosed a Firm internal investigation "to determine if the registered representative sent the firm's proprietary business information to his personal email address." Although Gaulsh is no longer associated with a FINRA member firm, FINRA retains jurisdiction over him pursuant to Article V, Section 4, of FINRA's By-Laws.

RELEVANT DISCIPLINARY HISTORY

Respondent does not have any disciplinary history with the Securities and Exchange Commission, any state securities regulators, FINRA, or any other self-regulatory organization.
OVERVIEW

On four separate dates in March and April 2018 (the "Relevant Period"), Gaulsh sent, or attempted to send, to himself at a personal email address, confidential and proprietary documents and information belonging to his Firm without authorization. Gaulsh thereby violated FINRA Rule 2010.

FACTS AND VIOLATIVE CONDUCT

FINRA Rule 2010 requires brokers to "observe high standards of commercial honor and just and equitable principles of trade" in the conduct of their business. The Rule applies to all business-related misconduct, including the unauthorized taking or attempted taking of firm proprietary and confidential information.

On March 27, 2018, in anticipation of his leaving the Firm for another job and contrary to Firm policy as well as an agreement he signed when he joined the Firm, Gaulsh used his work email account to email to himself, at his personal email account, approximately 100 confidential and proprietary Firm documents. The documents included approximately 70 documents related to computer code, approximately 25 documents related to third party vendor data and 9 documents related to indices data—the unauthorized dissemination of which could have exposed the Firm to legal liability and had other negative consequences. The Firm detected Gaulsh's transmissions, required him to demonstrate that he had deleted the files at issue, and told him to refrain from such conduct.

Notwithstanding this directive, on March 29, April 9 and April 11, 2018, Gaulsh attempted to send to himself approximately 20 additional confidential and proprietary Firm documents in 13 separate emails. These documents primarily related to third party vendor data and one was related to computer code. During these attempts, Gaulsh took steps to conceal from the Firm's electronic filters the nature of the documents by placing them in zip archives and changing the archive file extensions in an effort to conceal the number and nature of the files being attached. The Firm's automated email filter system detected and blocked all 13 of the emails before they left the Firm.

By virtue of the foregoing conduct, Gaulsh violated FINRA Rule 2010.

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

- A suspension from associating with any FINRA member in all capacities for nine months; and
- A fine of $10,000.

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 fine shall be due and payable either immediately upon reassociation with a member Firm, or prior to any application or request for relief from any statutory disqualification resulting from this or any other event or proceeding, whichever is earlier.

Respondent specifically and voluntarily waives any right to claim an inability to pay, now or at any time hereafter, the monetary sanction imposed in this matter.

The sanctions imposed herein shall be effective on a date set by FINRA staff.

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 National Adjudicatory Council (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 acceptance or rejection of this AWC.

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 the subject matter thereof 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: (i) testimonial obligations; or (ii) right to take legal or factual positions in litigation or other legal proceedings in which FINRA is not a party.

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 or its staff.

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 herein and the prospect of avoiding the issuance of a Complaint, has been made to induce him to submit this AWC.

4/24/2020  Sune Gaulsh
Date  Respondent

Reviewed by:

Michael Mui
Counsel for Respondent
Sack & Sack LLP
70 East 55th Street, 10th Floor
New York, NY 10022

Accepted by FINRA:

5/8/2020  Signed on behalf of the
Date  Director of ODA, by delegated authority

Gregory G. Forfa
Senior Attorney
FINRA
Department of Enforcement
15200 Omega Drive, 3rd Floor
Rockville, MD 20850