

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER, AND CONSENT
NO. 2021069142301**

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

RE: Revere Securities LLC (Respondent)
Member Firm
CRD No. 14178

Pursuant to FINRA Rule 9216, Respondent Revere Securities LLC 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

Revere became a FINRA member in 1983. The firm conducts a general securities business and is headquartered in New York, New York. The firm employs 32 registered representatives across three branches.¹

OVERVIEW

Between April 2013 and February 2023, Revere mismarked approximately 19,000 order tickets as unsolicited when, in fact, nearly all the transactions were solicited. Accordingly, Revere maintained inaccurate books and records in violation of Section 17(a) of the Securities Exchange Act of 1934, Rule 17a-3 thereunder, and FINRA Rules 4511 and 2010. As a result, Revere is censured and fined \$125,000.

FACTS AND VIOLATIVE CONDUCT

This matter originated from a regulatory tip.

FINRA Rule 4511(a) requires members to make and preserve books and records as required under FINRA rules, the Exchange Act, and applicable Exchange Act rules.

¹ For more information about the firm, including prior regulatory events, visit BrokerCheck® at www.finra.org/brokercheck.

Section 17(a)(1) of the Exchange Act and Rule 17a-3(a)(6)(i) thereunder require broker-dealers to make and keep current a “memorandum of each brokerage order” that includes “the terms and conditions of the order.” Implicit in the requirement to make and preserve books and records is the requirement that the information in those books and records be accurate. Marking a solicited transaction as unsolicited makes the record of the transaction inaccurate in violation of FINRA Rule 4511. A violation of FINRA Rule 4511 is also a violation of FINRA Rule 2010, which requires member firms to observe high standards of commercial honor and just and equitable principles of trade in the conduct of their business.

Since at least April 2013 through February 2023, Revere had a practice of marking order tickets in syndicate offerings as unsolicited because such SEC-registered offerings are sold only by prospectus, regardless of whether the registered representative recommended the transaction to the customer. Accordingly, in all syndicate offerings during that time period, the firm mismarked thousands of trade tickets for investments in syndicate offerings of IPOs, bonds, and REITs as unsolicited. In fact, Revere’s registered representatives had solicited most of these syndicate trades. Therefore, Revere violated Section 17(a) of the Exchange Act, Rule 17a-3 thereunder, and FINRA Rules 4511 and 2010.

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

- a censure; and
- a \$125,000 fine.

Revere agrees to pay the monetary sanction 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 it proposes to pay the fine imposed.

Revere 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 sanction imposed in this matter.

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 it;
- 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 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 it 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.

The undersigned, on behalf of Revere Securities LLC, certifies that a person duly authorized to act on its behalf has read and understands all of the provisions of this AWC and has been given a full opportunity to ask questions about it; that it has agreed to the AWC's provisions voluntarily; and that 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 Revere Securities LLC to submit this AWC.

March 27, 2025
Date

William F. Moreno
Revere Securities LLC
Respondent

Print Name: William F. Moreno

Title: N/Chairman

Reviewed by:

Charles M. O'Rourke
Charles M. O'Rourke, Esq.
Counsel for Respondent
2 Swenson Drive
Woodbury, NY 11797

Accepted by FINRA:

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

April 2, 2025
Date

Sathish Dhandayutham
Sathish Dhandayutham
Principal Counsel
FINRA Department of Enforcement
Gira Building, 9509 Key West Avenue
Rockville, MD 20850