BrokerCheck Report

CAPSTONE PARTNERS

CRD# 132185

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When communicating online or investing with any professional, make sure you know who you're dealing with. Imposters might link to sites like BrokerCheck from phishing or similar scam websites, or through social media, trying to steal your personal information or your money.

Please contact FINRA with any concerns.

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.
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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.

CAPSTONE PARTNERS

CRD# 132185

SEC# 8-66572

Main Office Location

10 POST OFFICE SQUARE
SUITE 800N
BOSTON, MA 02109
Regulated by FINRA Boston Office

Mailing Address

10 POST OFFICE SQUARE
SUITE 800N
BOSTON, MA 02109

Business Telephone Number

617-619-3300

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 limited liability company.

This firm was formed in Delaware on 04/08/2004.

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:

- the SEC
- 1 Self-Regulatory Organization
- 19 U.S. states and territories

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

This firm conducts 2 types of businesses.

This firm is affiliated with financial or investment institutions.

This firm does not have 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	1

The number of disclosures from non-registered control affiliates is 6

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Firm Profile

This firm is classified as a limited liability company.

This firm was formed in Delaware on 04/08/2004.

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.

CAPSTONE CAPITAL MARKETS LLC

Doing business as CAPSTONE PARTNERS

CRD# 132185

SEC# 8-66572

Main Office Location

10 POST OFFICE SQUARE
SUITE 800N
BOSTON, MA 02109

Regulated by FINRA Boston Office

Mailing Address

10 POST OFFICE SQUARE
SUITE 800N
BOSTON, MA 02109

Business Telephone Number

617-619-3300

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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):	CAPSTONE CORPORATE FINANCE LLC
Is this a domestic or foreign entity or an individual?	Domestic Entity
Position	DIRECT OWNER
Position Start Date	04/2004
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):	BEEKMAN, TODD ANDREW 6291198
Is this a domestic or foreign entity or an individual?	Individual
Position	DIRECTOR
Position Start Date	06/2022
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):	FERRARA, JOHN MARIO II 2097226
Is this a domestic or foreign entity or an individual?	Individual
Position	PRESIDENT
Position Start Date	04/2004

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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):	HOHENSTEIN, THOMAS 3123815
Is this a domestic or foreign entity or an individual?	Individual
Position	CHIEF FINANCIAL OFFICER
Position Start Date	08/2026
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

Legal Name & CRD# (if any):	JANSON, PAUL EDWARD 4992234
Is this a domestic or foreign entity or an individual?	Individual
Position	DIRECTOR
Position Start Date	04/2018
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):	KLEINMAN, SCOTT DAVID

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Firm Profile

Direct Owners and Executive Officers (continued)

	2357636
Is this a domestic or foreign entity or an individual?	Individual
Position	DIRECTOR
Position Start Date	06/2022
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):	MILCETICH, MATTHEW LOUIS
	6419334
Is this a domestic or foreign entity or an individual?	Individual
Position	EXECUTIVE MANAGING DIRECTOR
Position Start Date	06/2022
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):	SZWAGULAK, JOHN
	4033023
Is this a domestic or foreign entity or an individual?	Individual
Position	CHIEF COMPLIANCE OFFICER
Position Start Date	01/2026
Percentage of Ownership	Less than 5%

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Firm Profile

Direct Owners and Executive Officers (continued)

Does this owner direct the management or policies of the firm?	Yes
Is this a public reporting company?	No

Legal Name & CRD# (if any):	VALDIVIA, SERENA 7790899
Is this a domestic or foreign entity or an individual?	Individual
Position	AML OFFICER
Position Start Date	06/2024
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

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Firm Profile

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

Indirect Owners

Legal Name & CRD# (if any):	HUNTINGTON BANCSHARES INCORPORATED
Is this a domestic or foreign entity or an individual?	Domestic Entity
Company through which indirect ownership is established	CAPSTONE CORPORATE FINANCE LLC
Relationship to Direct Owner	INDIRECT OWNER
Relationship Established	06/2022
Percentage of Ownership	75% or more
Does this owner direct the management or policies of the firm?	Yes
Is this a public reporting company?	Yes

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Firm History

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

No information reported.

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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 the SEC, 1 SRO and 19 U.S. states and territories.

Federal Regulator	Status	Date Effective
SEC	Approved	01/13/2005

SEC Registration Questions

This firm is registered with the SEC as:

A broker-dealer: Yes

A broker-dealer and government securities broker or dealer: No

A government securities broker or dealer only: No

This firm has ceased activity as a government securities broker or dealer: No

Self-Regulatory Organization	Status	Date Effective
FINRA	Approved	01/13/2005

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Firm Operations

Registrations (continued)

U.S. States & Territories	Status	Date Effective
Arizona	Approved	12/19/2016
California	Approved	08/30/2023
Colorado	Approved	10/04/2017
Florida	Approved	03/27/2024
Georgia	Approved	12/18/2025
Idaho	Approved	07/03/2024
Illinois	Approved	06/24/2024
Louisiana	Approved	07/17/2023
Massachusetts	Approved	01/16/2018
Michigan	Approved	09/25/2023
New Jersey	Approved	10/07/2024
New York	Approved	07/16/2023
North Carolina	Approved	07/30/2026
Ohio	Approved	07/17/2023
Oregon	Approved	12/12/2023
Pennsylvania	Approved	08/09/2023
Texas	Approved	10/30/2023
Vermont	Approved	09/12/2024
Virginia	Approved	11/13/2023

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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 2 types of businesses.

Types of Business

Private placements of securities
Other - MERGERS AND ACQUISITIONS ADVISORY.

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:

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Firm Operations

Clearing Arrangements

This firm does not hold or maintain funds or securities or provide clearing services for other broker-dealer(s).

Introducing Arrangements

This firm does not refer or introduce customers to other brokers and dealers.

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Firm Operations

Industry Arrangements

This firm does not have books or records maintained by a third party.

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.

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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.

THE HUNTINGTON INVESTMENT COMPANY is under common control with the firm.

CRD #:	16986
Business Address:	41 S HIGH STREET COLUMBUS, OH 43215
Effective Date:	06/16/2022
Foreign Entity:	No
Country:	
Securities Activities:	Yes
Investment Advisory Activities:	Yes
Description:	THE APPLICANT AND THE HUNTINGTON INVESTMENT COMPANY ARE BOTH WHOLLY OWNED SUBSIDIARIES OF HUNTINGTON BANCSHARES INCORPORATED.

HUNTINGTON SECURITIES, INC. is under common control with the firm.

CRD #:	2261
Business Address:	41 S HIGH STREET COLUMBUS, OH 43215
Effective Date:	06/16/2022
Foreign Entity:	No
Country:	
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	THE APPLICANT AND HUNTINGTON SECURITIES, INC. ARE BOTH WHOLLY

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Firm Operations

Organization Affiliates (continued)

OWNED SUBSIDIARIES OF HUNTINGTON BANCSHARES INCORPORATED.

This firm is directly or indirectly, controlled by the following:

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

HUNTINGTON BANCSHARES INCORPORATED is a Bank Holding Company and controls the firm.

Business Address:	41 S HIGH STREET COLUMBUS, OH 43287
Effective Date:	06/16/2022
Description:	THE APPLICANT IS A WHOLLY OWNED SUBSIDIARY OF HUNTINGTON BANCSHARES INCORPORATED.

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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	1	0

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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 1

Reporting Source:	Regulator
Current Status:	Final

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Allegations:

THE SEC DEEMS IT APPROPRIATE AND IN THE PUBLIC INTEREST THAT PUBLIC ADMINISTRATIVE AND CEASE-AND-DESIST PROCEEDINGS BE, AND HEREBY ARE, INSTITUTED AGAINST THE HUNTINGTON INVESTMENT COMPANY ("HIC"), HUNTINGTON SECURITIES, INC. ("HSI"), AND CAPSTONE CAPITAL MARKETS LLC ("CAPSTONE") (COLLECTIVELY, "RESPONDENTS" OR "HUNTINGTON") AND SECTIONS 203(E) AND 203(K) OF THE INVESTMENT ADVISERS ACT OF 1940 AGAINST HIC. IN ANTICIPATION OF THE INSTITUTION OF THESE PROCEEDINGS, RESPONDENTS HAVE SUBMITTED OFFERS OF SETTLEMENT ("OFFERS") THAT THE SEC HAS DETERMINED TO ACCEPT. THE SEC FINDS THAT THE FEDERAL SECURITIES LAWS IMPOSE RECORDKEEPING REQUIREMENTS ON BROKER-DEALERS AND REGISTERED INVESTMENT ADVISERS TO ENSURE THAT THEY RESPONSIBLY DISCHARGE THEIR CRUCIAL ROLE IN OUR MARKETS. THE SEC HAS LONG SAID THAT COMPLIANCE WITH THESE REQUIREMENTS IS ESSENTIAL TO INVESTOR PROTECTION AND THE SEC'S EFFORTS TO FURTHER ITS MANDATE OF PROTECTING INVESTORS, MAINTAINING FAIR, ORDERLY, AND EFFICIENT MARKETS, AND FACILITATING CAPITAL FORMATION. THESE PROCEEDINGS ARISE OUT OF HUNTINGTON'S IDENTIFICATION-AND SELF-REPORT-OF WIDESPREAD FAILURES OF CERTAIN HUNTINGTON EMPLOYEES THROUGHOUT THE FIRMS, INCLUDING AT SENIOR LEVELS, TO ADHERE TO CERTAIN OF THESE ESSENTIAL REQUIREMENTS AND HUNTINGTON'S OWN POLICIES. USING THEIR PERSONAL DEVICES, THESE EMPLOYEES COMMUNICATED BOTH INTERNALLY AND EXTERNALLY BY PERSONAL TEXT MESSAGES ("OFF-CHANNEL COMMUNICATIONS"). AFTER HUNTINGTON'S STAFF IDENTIFIED BUSINESS-RELATED ELECTRONIC COMMUNICATIONS ON A NON-APPROVED PLATFORM ON PERSONAL DEVICES, HUNTINGTON CONDUCTED AN INTERNAL INVESTIGATION AND SELF-REPORTED THE FACTS TO SEC. RESPONDENTS PROACTIVELY IDENTIFIED KEY DOCUMENTS AND FACTS, WHICH ASSISTED THE SEC IN EFFICIENTLY INVESTIGATING THE CONDUCT. PRIOR TO CONTACTING THE DIVISION OF ENFORCEMENT, RESPONDENTS ALSO UNDERTOOK SIGNIFICANT REMEDIAL MEASURES RELATING TO THEIR RECORDKEEPING PRACTICES, POLICIES AND PROCEDURES, AND RELATED SUPERVISORY PRACTICES, INCLUDING, MAKING AN ON-CHANNEL TEXTING APPLICATION AVAILABLE. FROM AT LEAST JANUARY 2019, HUNTINGTON EMPLOYEES SENT AND RECEIVED OFF-CHANNEL COMMUNICATIONS THAT RELATED TO HIC'S, HSI'S AND CAPSTONE'S BROKER-DEALER BUSINESSES AND WITH RESPECT TO HIC'S INVESTMENT ADVISORY BUSINESS, OFF-CHANNEL COMMUNICATIONS RELATED TO RECOMMENDATIONS MADE OR PROPOSED TO BE MADE AND ADVICE GIVEN OR PROPOSED TO BE GIVEN. RESPONDENTS DID NOT MAINTAIN OR PRESERVE THE MAJORITY OF THESE WRITTEN COMMUNICATIONS. RESPONDENTS' FAILURES WERE FIRM-WIDE AND INVOLVED EMPLOYEES AT VARIOUS LEVELS OF AUTHORITY. HUNTINGTON'S SUPERVISORS, WHO WERE RESPONSIBLE

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FOR SUPERVISING JUNIOR EMPLOYEES, ROUTINELY COMMUNICATED ON A NON-APPROVED PLATFORM USING THEIR PERSONAL DEVICES. IN FACT, SENIOR MANAGERS AND OFFICERS RESPONSIBLE FOR SUPERVISING JUNIOR EMPLOYEES THEMSELVES FAILED TO COMPLY WITH HUNTINGTON POLICIES BY COMMUNICATING USING NON-FIRM APPROVED METHODS ON THEIR PERSONAL DEVICES ABOUT THE FIRMS' BROKER-DEALERS AND HIC'S INVESTMENT ADVISER BUSINESS. HUNTINGTON'S WIDESPREAD FAILURE TO IMPLEMENT THEIR POLICIES AND PROCEDURES THAT PROHIBIT SUCH COMMUNICATIONS LED TO THEIR FAILURE REASONABLY TO SUPERVISE THEIR EMPLOYEES WITHIN THE MEANING OF SECTION 15(B)(4)(E) OF THE EXCHANGE ACT AS TO EACH OF THE FIRMS, AS WELL AS SECTION 203(E)(6) OF THE ADVISERS ACT AS TO HIC. DURING THE TIME THAT HIC FAILED TO MAINTAIN AND PRESERVE OFF-CHANNEL COMMUNICATIONS THAT ITS EMPLOYEES SENT AND RECEIVED RELATED TO THE BROKER-DEALER BUSINESS AND INVESTMENT ADVISER BUSINESS, HIC RECEIVED AND RESPONDED TO A SEC RECORDS REQUEST IN A SEC INVESTIGATION. AS A RESULT, HIC'S RECORDKEEPING FAILURES LIKELY IMPACTED THE SEC'S ABILITY TO CARRY OUT ITS REGULATORY FUNCTIONS AND INVESTIGATE VIOLATIONS OF THE FEDERAL SECURITIES LAWS IN THAT INVESTIGATION. AFTER HUNTINGTON INITIATED A REVIEW OF ITS RECORDKEEPING EFFORTS, HIC, HSI, AND CAPSTONE IDENTIFIED FAILURES AND SELF-REPORTED THEIR CONDUCT, AND FURTHER ENHANCED THEIR ONGOING PROGRAMS OF REMEDIATION.

Initiated By:	UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Date Initiated:	02/09/2024
Docket/Case Number:	3-21853
Principal Product Type:	No Product
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Cease and Desist
Other Sanction(s)/Relief Sought:	
Resolution:	Order
Resolution Date:	02/09/2024
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	No

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Sanctions Ordered:	Censure Monetary/Fine $1,250,000.00 Cease and Desist/Injunction
Other Sanctions Ordered:	UNDERTAKINGS
Sanction Details:	THE FIRM IS ORDERED TO CEASE AND DESIST; IS CENSURED; SHALL COMPLY WITH THE UNDERTAKINGS ENUMERATED IN THE ORDER; AND SHALL, JOINTLY AND SEVERALLY, PAY A CIVIL MONEY PENALTY IN THE AMOUNT OF $1,250,000 TO THE SEC.
Regulator Statement	AS A RESULT OF THE CONDUCT DESCRIBED ABOVE, FROM AT LEAST JANUARY 2019 THROUGH THE DATE OF THIS ORDER, HIC, HSI, AND CAPSTONE WILLFULLY VIOLATED SECTION 17(A) OF THE EXCHANGE ACT AND RULE 17A-4(B)(4) THEREUNDER; AND HIC, HSI, AND CAPSTONE FAILED REASONABLY TO SUPERVISE THEIR EMPLOYEES WITH A VIEW TO PREVENTING OR DETECTING CERTAIN OF THEIR EMPLOYEES' AIDING AND ABETTING VIOLATIONS OF SECTION 17(A) OF THE EXCHANGE ACT AND RULE 17A-4(B)(4) THEREUNDER, WITHIN THE MEANING OF SECTION 15(B)(4)(E) OF THE EXCHANGE ACT. IN VIEW OF THE FOREGOING, THE SEC DEEMS IT APPROPRIATE AND IN THE PUBLIC INTEREST TO IMPOSE THE SANCTIONS AGREED TO IN RESPONDENTS' OFFERS. ACCORDINGLY, PURSUANT TO SECTIONS 15(B) AND 21C OF THE EXCHANGE ACT AS TO HIC, HSI AND CAPSTONE, IT IS HEREBY ORDERED THAT HIC, HSI, AND CAPSTONE CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTION 17(A) OF THE EXCHANGE ACT AND RULE 17A-4 THEREUNDER; RESPONDENTS ARE CENSURED; RESPONDENTS SHALL COMPLY WITH THE UNDERTAKINGS ENUMERATED IN THE ORDER; AND RESPONDENTS SHALL, JOINTLY AND SEVERALLY, WITHIN 14 DAYS OF THE ENTRY OF THIS ORDER, PAY A CIVIL MONEY PENALTY IN THE AMOUNT OF $1,250,000 TO THE SEC.

Reporting Source:	Firm
Current Status:	Final
Allegations:	THE SECURITIES AND EXCHANGE COMMISSION, IN CONNECTION WITH THE BROKER-DEALER OFF-CHANNEL COMMUNICATIONS INITIATIVE, ISSUED AN ORDER ("ORDER") PURSUANT TO A SETTLEMENT WITH HUNTINGTON SECURITIES, INC., THE HUNTINGTON INVESTMENT COMPANY ("HIC"), AND CAPSTONE CAPITAL MARKETS LLC (COLLECTIVELY "HUNTINGTON") CONCERNING (1) HUNTINGTON'S FAILURE TO PRESERVE OFF-CHANNEL COMMUNICATIONS RELATING TO THE BROKER-DEALER BUSINESSES IT OPERATED IN WILLFUL VIOLATION OF SECTION 17(A) OF THE SECURITIES EXCHANGE ACT OF 1934 ("EXCHANGE ACT") AND RULE 17A-4(B)(4) THEREUNDER; (2) HIC'S FAILURE TO PRESERVE OFF-CHANNEL

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	COMMUNICATIONS RELATING TO THE INVESTMENT ADVISER BUSINESS IT OPERATED IN WILLFUL VIOLATION OF SECTION 204 OF THE INVESTMENT ADVISERS ACT OF 1940 ("ADVISERS ACT") AND RULE 204-2(A)(7) THEREUNDER; (3) HUNTINGTON'S FAILURE TO REASONABLY SUPERVISE ITS EMPLOYEES WITH A VIEW TO PREVENTING OR DETECTING CERTAIN OF ITS EMPLOYEES' AIDING AND ABETTING VIOLATIONS OF SECTION 17(A) OF THE EXCHANGE ACT AND RULE 17A-4(B)(4) THEREUNDER, WITHIN THE MEANING OF SECTION 15(B)(4)(E) OF THE EXCHANGE ACT; AND (4) HIC'S FAILURE TO REASONABLY SUPERVISE ITS EMPLOYEES WITH A VIEW TO PREVENTING OR DETECTING CERTAIN OF ITS EMPLOYEES' AIDING AND ABETTING VIOLATIONS OF SECTION 203(E)(6) OF THE ADVISERS ACT AND RULE 204-2(A)(7) THEREUNDER, WITHIN THE MEANING OF SECTION 203(E)(6) OF THE ADVISERS ACT.
Initiated By:	SECURITIES AND EXCHANGE COMMISSION
Date Initiated:	02/09/2024
Docket/Case Number:	ADMINISTRATIVE PROCEEDING FILE NO. 3-21853
Principal Product Type:	No Product
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	CEASE AND DESIST CENSURE UNDERTAKING
Resolution:	Order
Resolution Date:	02/09/2024
Sanctions Ordered:	Censure Monetary/Fine $1,250,000.00 Cease and Desist/Injunction
Other Sanctions Ordered:	UNDERTAKINGS
Sanction Details:	HUNTINGTON ADMITTED TO THE FACTS IN THE SETTLEMENT ORDER, ACKNOWLEDGED ITS CONDUCT VIOLATED THE FEDERAL SECURITIES LAWS, AND AGREED TO: (1) CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTION 17(A) OF THE EXCHANGE ACT AND RULE 17A-4 THEREUNDER, AND, IN THE CASE OF HIC, CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTION 204 OF THE ADVISERS ACT AND RULE 204-2 THEREUNDER; (2) BE CENSURED; (3) PAY A CIVIL MONETARY PENALTY IN THE AMOUNT OF $1,250,000; AND (4) COMPLY

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WITH CERTAIN UNDERTAKINGS RELATED TO THE RETENTION OF ELECTRONIC COMMUNICATIONS. THE PENALTY WAS PAID ON FEBRUARY 21, 2024.

Firm Statement

ON FEBRUARY 9, 2024, THE SECURITIES AND EXCHANGE COMMISSION ISSUED AN ORDER, PURSUANT TO AN OFFER OF SETTLEMENT, CONTAINING FINDINGS THAT: (1) HUNTINGTON FAILED TO PRESERVE OFF-CHANNEL COMMUNICATIONS RELATED TO THE BUSINESSES OF THE BROKER-DEALERS OPERATED BY HUNTINGTON, IN WILLFUL VIOLATION OF SECTION 17(A) OF THE EXCHANGE ACT AND RULE 17A-4 THEREUNDER; (2) HIC FAILED TO PRESERVE OFF-CHANNEL COMMUNICATIONS RELATED TO THE BUSINESS OF THE INVESTMENT ADVISER OPERATED BY HIC IN WILLFUL VIOLATION OF SECTION 204 OF THE ADVISERS ACT AND RULE 204-2 THEREUNDER; (3) HUNTINGTON FAILED TO REASONABLY SUPERVISE ITS EMPLOYEES WITH A VIEW TO PREVENTING OR DETECTING CERTAIN OF ITS EMPLOYEES' AIDING AND ABETTING VIOLATIONS OF SECTION 17(A) OF THE EXCHANGE ACT AND RULE 17A-4(B)(4) THEREUNDER, WITHIN THE MEANING OF SECTION 15(B)(4)(E) OF THE EXCHANGE ACT; AND (4) HIC FAILED TO REASONABLY SUPERVISE ITS EMPLOYEES WITH A VIEW TO PREVENTING OR DETECTING CERTAIN OF ITS EMPLOYEES' AIDING AND ABETTING VIOLATIONS OF SECTION 203(E)(6) OF THE ADVISERS ACT AND RULE 204-2(A)(7) THEREUNDER, WITHIN THE MEANING OF SECTION 203(E)(6) OF THE ADVISERS ACT. HUNTINGTON ADMITTED TO THE FACTS IN THE SETTLEMENT ORDER, ACKNOWLEDGED THAT ITS CONDUCT VIOLATED THE FEDERAL SECURITIES LAWS, AND AGREED TO: (1) CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTION 17(A) OF THE EXCHANGE ACT AND RULE 17A-4 THEREUNDER, AND, IN THE CASE OF HIC, CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTION 204 OF THE ADVISERS ACT AND RULE 204-2 THEREUNDER; (2) BE CENSURED; (3) PAY A CIVIL MONETARY PENALTY IN THE AMOUNT OF $1,250,000; AND (4) COMPLY WITH CERTAIN UNDERTAKINGS RELATED TO THE RETENTION OF ELECTRONIC COMMUNICATIONS.

Reporting Source: Firm

Current Status: Final

Allegations:

THE SECURITIES AND EXCHANGE COMMISSION, IN CONNECTION WITH THE BROKER-DEALER OFF-CHANNEL COMMUNICATIONS INITIATIVE, ISSUED AN ORDER ("ORDER") PURSUANT TO A SETTLEMENT WITH HUNTINGTON SECURITIES, INC., THE HUNTINGTON INVESTMENT COMPANY ("HIC"), AND CAPSTONE CAPITAL MARKETS LLC (COLLECTIVELY "HUNTINGTON") CONCERNING (1) HUNTINGTON'S FAILURE TO PRESERVE

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	OFF-CHANNEL COMMUNICATIONS RELATING TO THE BROKER-DEALER BUSINESSES IT OPERATED IN WILLFUL VIOLATION OF SECTION 17(A) OF THE SECURITIES EXCHANGE ACT OF 1934 ("EXCHANGE ACT") AND RULE 17A-4(B)(4) THEREUNDER; (2) HIC'S FAILURE TO PRESERVE OFF-CHANNEL COMMUNICATIONS RELATING TO THE INVESTMENT ADVISER BUSINESS IT OPERATED IN WILLFUL VIOLATION OF SECTION 204 OF THE INVESTMENT ADVISERS ACT OF 1940 ("ADVISERS ACT") AND RULE 204-2(A)(7) THEREUNDER; (3) HUNTINGTON'S FAILURE TO REASONABLY SUPERVISE ITS EMPLOYEES WITH A VIEW TO PREVENTING OR DETECTING CERTAIN OF ITS EMPLOYEES' AIDING AND ABETTING VIOLATIONS OF SECTION 17(A) OF THE EXCHANGE ACT AND RULE 17A-4(B)(4) THEREUNDER, WITHIN THE MEANING OF SECTION 15(B)(4)(E) OF THE EXCHANGE ACT; AND (4) HIC'S FAILURE TO REASONABLY SUPERVISE ITS EMPLOYEES WITH A VIEW TO PREVENTING OR DETECTING CERTAIN OF ITS EMPLOYEES' AIDING AND ABETTING VIOLATIONS OF SECTION 203(E)(6) OF THE ADVISERS ACT AND RULE 204-2(A)(7) THEREUNDER, WITHIN THE MEANING OF SECTION 203(E)(6) OF THE ADVISERS ACT.
Initiated By:	SECURITIES AND EXCHANGE COMMISSION
Date Initiated:	02/09/2024
Docket/Case Number:	ADMINISTRATIVE PROCEEDING FILE NO. 3-21853
Principal Product Type:	No Product
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	CEASE AND DESIST CENSURE UNDERTAKING
Resolution:	Order
Resolution Date:	02/09/2024
Sanctions Ordered:	Censure Monetary/Fine $1,250,000.00 Cease and Desist/Injunction
Other Sanctions Ordered:	UNDERTAKINGS
Sanction Details:	HUNTINGTON ADMITTED TO THE FACTS IN THE SETTLEMENT ORDER, ACKNOWLEDGED ITS CONDUCT VIOLATED THE FEDERAL SECURITIES LAWS, AND AGREED TO: (1) CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTION 17(A) OF THE EXCHANGE ACT AND RULE 17A-4 THEREUNDER, AND, IN THE

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CASE OF HIC, CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTION 204 OF THE ADVISERS ACT AND RULE 204-2 THEREUNDER; (2) BE CENSURED; (3) PAY A CIVIL MONETARY PENALTY IN THE AMOUNT OF $1,250,000; AND (4) COMPLY WITH CERTAIN UNDERTAKINGS RELATED TO THE RETENTION OF ELECTRONIC COMMUNICATIONS. THE PENALTY WAS PAID ON FEBRUARY 21, 2024.

Firm Statement

ON FEBRUARY 9, 2024, THE SECURITIES AND EXCHANGE COMMISSION ISSUED AN ORDER, PURSUANT TO AN OFFER OF SETTLEMENT, CONTAINING FINDINGS THAT: (1) HUNTINGTON FAILED TO PRESERVE OFF-CHANNEL COMMUNICATIONS RELATED TO THE BUSINESSES OF THE BROKER-DEALERS OPERATED BY HUNTINGTON, IN WILLFUL VIOLATION OF SECTION 17(A) OF THE EXCHANGE ACT AND RULE 17A-4 THEREUNDER; (2) HIC FAILED TO PRESERVE OFF-CHANNEL COMMUNICATIONS RELATED TO THE BUSINESS OF THE INVESTMENT ADVISER OPERATED BY HIC IN WILLFUL VIOLATION OF SECTION 204 OF THE ADVISERS ACT AND RULE 204-2 THEREUNDER; (3) HUNTINGTON FAILED TO REASONABLY SUPERVISE ITS EMPLOYEES WITH A VIEW TO PREVENTING OR DETECTING CERTAIN OF ITS EMPLOYEES' AIDING AND ABETTING VIOLATIONS OF SECTION 17(A) OF THE EXCHANGE ACT AND RULE 17A-4(B)(4) THEREUNDER, WITHIN THE MEANING OF SECTION 15(B)(4)(E) OF THE EXCHANGE ACT; AND (4) HIC FAILED TO REASONABLY SUPERVISE ITS EMPLOYEES WITH A VIEW TO PREVENTING OR DETECTING CERTAIN OF ITS EMPLOYEES' AIDING AND ABETTING VIOLATIONS OF SECTION 203(E)(6) OF THE ADVISERS ACT AND RULE 204-2(A)(7) THEREUNDER, WITHIN THE MEANING OF SECTION 203(E)(6) OF THE ADVISERS ACT. HUNTINGTON ADMITTED TO THE FACTS IN THE SETTLEMENT ORDER, ACKNOWLEDGED THAT ITS CONDUCT VIOLATED THE FEDERAL SECURITIES LAWS, AND AGREED TO: (1) CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTION 17(A) OF THE EXCHANGE ACT AND RULE 17A-4 THEREUNDER, AND, IN THE CASE OF HIC, CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTION 204 OF THE ADVISERS ACT AND RULE 204-2 THEREUNDER; (2) BE CENSURED; (3) PAY A CIVIL MONETARY PENALTY IN THE AMOUNT OF $1,250,000; AND (4) COMPLY WITH CERTAIN UNDERTAKINGS RELATED TO THE RETENTION OF ELECTRONIC COMMUNICATIONS.

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Disclosure Events for Non-Registered Control Affiliates

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	5	0
Civil Event	0	1	0

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Disclosure Event Details

Regulatory - Final

Disclosure 1 of 5

Reporting Source:	Firm
Affiliate:	TCF NATIONAL BANK
Current Status:	Final
Allegations:	TCF NATIONAL BANK ("TCF") IS A NATIONAL BANK THAT ON JUNE 9, 2021 MERGED INTO THE HUNTINGTON NATIONAL BANK, AN AFFILIATE OF THE FIRM. TCF WAS FOUND TO HAVE ENGAGED IN DECEPTIVE PRACTICES IN CONNECTION WITH ITS OBTAINING THE CONSENT OF CUSTOMERS TO THE PAYMENT OF OVERDRAFTS FOR CERTAIN ATM AND DEBIT CARD TRANSACTIONS, WHICH WAS NECESSARY IN ORDER FOR TCF TO CHARGE OVERDRAFT FEES TO THESE CUSTOMERS.
Initiated By:	OFFICE OF THE COMPTROLLER OF THE CURRENCY
Date Initiated:	07/20/2018
Docket/Case Number:	AA-EC-2019-92
Principal Product Type:	Other
Other Product Type(s):	DEPOSIT ACCOUNTS
Principal Sanction(s)/Relief Sought:	Cease and Desist
Other Sanction(s)/Relief Sought:	RESTITUTION, UNDERTAKING, AND CIVIL AND ADMINISTRATIVE PENALTY(IES)/FINE(S)
Resolution:	Consent
Resolution Date:	07/20/2018
Sanctions Ordered:	Monetary/Fine $5,000,000.00 Disgorgement/Restitution Cease and Desist/Injunction
Other Sanctions Ordered:	TCF WAS REQUIRED TO APPOINT AND MAINTAIN AN ACTIVE COMPLIANCE COMMITTEE OF AT LEAST 3 DIRECTORS WITH RESPONSIBILITY FOR MONITORING AND OVERSEEING TCF'S COMPLIANCE WITH THE PROVISIONS OF THE ORDER AND REPORTING ON THE ACTIONS IT TOOK TO COMPLY WITH THE ORDER.
Sanction Details:	TCF WAS ORDERED TO PAY A $5,000,000 IN CIVIL MONEY PENALTIES AND RESTITUTION OF $25,000,000 PURSUANT TO THE ORDER AND A RELATED ORDER IN AN ACTION FILED BY THE CONSUMER FINANCIAL PROTECTION

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	BUREAU. PAYMENT WAS MADE ON JULY 17, 2018 AND RESTITUTION WAS MADE ON VARIOUS DATES IN COMPLIANCE WITH THE ORDER.
Firm Statement	ON JULY 20, 2018 THE OFFICE OF THE COMPTROLLER OF THE CURRENCY ("OCC") ENTERED A FINAL ORDER AGAINST TCF NATIONAL BANK CONTAINING FINDINGS THAT TCF ENGAGED IN DECEPTIVE PRACTICES REGARDING OPT-INS TO THE BANK'S OVERDRAFT SERVICE FOR THE PAYMENT OF OVERDRAFTS FOR ATM AND ONE-TIME DEBIT CARD TRANSACTIONS. THE ORDER FOUND THAT TCF PROVIDED CUSTOMERS WRITTEN DISCLOSURES CONCERNING ITS OVERDRAFT SERVICES THAT TECHNICALLY COMPLIED WITH REGULATION E OF THE FEDERAL RESERVE BOARD BUT THAT EMPLOYEES PROVIDED WITH CUSTOMERS INFORMATION THAT LEFT A DECEPTIVE "NET IMPRESSION" OF THE SERVICE. TCF CONSENTED TO THE ISSUANCE OF THE ORDER WITHOUT ADMITTING OR DENYING THE OCC'S FINDINGS. TCF AGREED TO PAY CIVIL MONEY PENALTIES OF $5,000,000 AND RESTITUTION OF $25,000,000 PURSUANT TO THE ORDER AND A RELATED ORDER IN AN ACTION FILED BY THE CONSUMER FINANCIAL PROTECTION BUREAU. TCF ALSO AGREED TO MAINTAIN A COMPLIANCE COMMITTEE OF AT LEAST THREE DIRECTORS WITH RESPONSIBILITY FOR MONITORING AND OVERSEEING TCF'S COMPLIANCE WITH THE PROVISIONS OF THE ORDER AND REPORTING ON THE ACTIONS IT TOOK TO COMPLY WITH THE ORDER. TCF COMPLIED WITH THE TERMS OF THE ORDER AND THE ORDER WAS TERMINATED ON DECEMBER 18, 2019.

Disclosure 2 of 5

Reporting Source:	Firm
Affiliate:	TCF NATIONAL BANK
Current Status:	Final
Allegations:	TCF NATIONAL BANK ("TCF") IS A NATIONAL BANK THAT ON JUNE 9, 2021 MERGED INTO THE HUNTINGTON NATIONAL BANK, AN AFFILIATE OF THE FIRM. TCF SETTLED THIS MATTER, WHICH ALLEGED THAT TCF ENGAGED IN DECEPTIVE PRACTICES IN CONNECTION WITH ITS OBTAINING THE CONSENT OF CUSTOMERS TO THE PAYMENT OF OVERDRAFTS FOR CERTAIN ATM AND DEBIT CARD TRANSACTIONS, WHICH WAS NECESSARY IN ORDER FOR TCF TO CHARGE OVERDRAFT FEES TO THESE CUSTOMERS.
Initiated By:	CONSUMER FINANCIAL PROTECTION BUREAU
Date Initiated:	01/19/2017
Docket/Case Number:	17-CV-00166

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Principal Product Type:	Options
Other Product Type(s):	DEPOSIT ACCOUNTS
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	RESTITUION AND UNDERTAKING
Resolution:	Stipulation and Consent
Resolution Date:	08/01/2018
Sanctions Ordered:	Monetary/Fine $5,000,000.00 Disgorgement/Restitution
Other Sanctions Ordered:	N/A - TCF WAS ORDERED TO TAKE VARIOUS ACTIONS WITH RESPECT TO CUSTOMERS WHO HAD OPTED IN TO ITS OVERDRAFT SERVICES, INCLUDING PROVIDING A FEDERAL NOTICE REGARDING OVERDRAFTS TO THE CUSTOMERS AND REQUESTING THAT CREDIT REPORTING AGENCIES CORRECT NEGATIVE INFORMATION REGARDING TCF CUSTOMERS RESULTING FROM THE OPT-INS.
Sanction Details:	TCF WAS ORDERED TO PAY $5,000,000 IN CIVIL MONEY PENALTIES AND RESTITUTION OF $25,000,000, IN CONNECTION WITH THIS ACTION AND A RELATED ACTION FILED BY THE OFFICE OF THE COMPTROLLER OF THE CURRENCY. PAYMENT WAS MADE ON AUGUST 2, 2018 AND RESTITUTION WAS MADE ON VARIOUS DATES IN COMPLIANCE WITH THE ORDER.
Firm Statement	ON AUGUST 1, 2018, AN ORDER WAS ISSUED IN CONNECTION WITH A CIVIL ACTION FILED AGAINST TCF NATIONAL BANK ("TCF") BY THE CONSUMER FINANCIAL PROTECTION BUREAU ("CFPB"). THE ORDER WAS ISSUED PURSUANT TO A STIPULATED FINAL JUDGMENT AND ORDER BETWEEN THE CFPB AND TCF. IN THE CIVIL ACTION THE CFPB ALLEGED THAT TCF ENGAGED IN DECEPTIVE PRACTICES REGARDING OPT-INS TO THE BANK'S OVERDRAFT SERVICE FOR THE PAYMENT OF OVERDRAFTS FOR ATM AND ONE-TIME DEBIT CARD TRANSACTIONS. TCF CONSENTED TO THE ISSUANCE OF THE ORDER WITHOUT ADMITTING OR DENYING THE CFPB'S ALLEGATIONS. TCF AGREED TO PAY CIVIL MONEY PENALTIES OF $5,000,000 AND RESTITUTION OF $25,000,000 PURSUANT TO THE ORDER AND A RELATED ORDER IN AN ACTION FILED BY THE OFFICE OF THE COMPTROLLER OF THE CURRENCY. TCF ALSO AGREED TO CONTACT ALL CONSUMER REPORTING AGENCIES TO WHICH IT FURNISHED NEGATIVE INFORMATION REGARDING CUSTOMERS WHO HAD OPTED INTO THE OVERDRAFT SERVICES AND REQUEST THAT SUCH INFORMATION BE CORRECTED. TCF AGREED NOT TO VIOLATE THE CONSUMER FINANCIAL PROTECTION ACT. TCF HAS COMPLIED WITH THE ORDER.

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Disclosure 3 of 5

Reporting Source:	Firm
Affiliate:	GATEWAY ONE LENDING & FINANCE, LLC
Current Status:	Final
Allegations:	GATEWAY ONE LENDING & FINANCE LLC ("GATEWAY") IS AN AUTO LOAN ORIGINATOR, SECURITIZER, AND SERVICER BASED IN ANAHEIM, CALIFORNIA. ON JUNE 9, 2021, GATEWAY'S PARENT COMPANY, TCF NATIONAL BANK, N.A., MERGED INTO THE HUNTINGTON NATIONAL BANK, AN AFFILIATE OF THE FIRM. GATEWAY WAS FOUND TO HAVE GIVEN INVESTORS FALSE AND MISLEADING INFORMATION ABOUT THE PERFORMANCE OF AUTO LOANS THAT COMPRISED A SERIES OF SIX AUTO-LOAN-BACKED SECURITIES OFFERINGS BETWEEN 2014 AND 2016,. GATEWAY STOPPED SPONSORING AUTO LOAN-BACKED SECURITIZATIONS IN LATE 2016 AND CEASED SERVICING AUTO LOANS IN DECEMBER 2019.
Initiated By:	UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Date Initiated:	06/24/2021
Docket/Case Number:	3-20372
Principal Product Type:	Debt - Asset Backed
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Cease and Desist
Other Sanction(s)/Relief Sought:	DISGORGEMENT
Resolution:	Decision & Order of Offer of Settlement
Resolution Date:	06/24/2021
Sanctions Ordered:	Monetary/Fine $1,600,000.00 Disgorgement/Restitution Cease and Desist/Injunction
Other Sanctions Ordered:	
Sanction Details:	GATEWAY WAS ORDERED TO CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTIONS 17(A)(2) AND 17(A)(3) OF THE SECURITIES ACT, TO PAY DISGORGEMENT OF $3,915,077 AND PREJUDGMENT INTEREST OF $998,115.82 AND TO PAY A CIVIL MONETARY PENALTY IN THE AMOUNT OF $1,600,000 BY DEPOSITING THESE AMOUNTS INTO AN ESCROW ACCOUNT WITHIN TEN DAYS OF THE ORDER. GATEWAY MADE THE REQUIRED DEPOSITS ON JULY 1, 2021.

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Firm Statement	ON JUNE 24, 2021 THE COMMISSION ENTERED AN ORDER AGAINST GATEWAY MAKING FINDINGS THAT GATEWAY VIOLATED SECTIONS 17(A)(2) AND 17(A)(3) OF THE SECURITIES ACT BY PROVIDING INVESTORS WITH FALSE AND MISLEADING INFORMATION ABOUT THE PERFORMANCE OF AUTO LOANS THAT WERE SECURITIZED IN ASSET-BACKED SECURITIES OFFERINGS. GATEWAY CONSENTED TO THE ISSUANCE OF THE ORDER WITHOUT ADMITTING OR DENYING THE FINDINGS THEREIN. GATEWAY WAS ORDERED TO CEASE AND DESIST FROM COMMITTING OR CAUSING VIOLATIONS OR FUTURE VIOLATIONS OF SECTIONS 17(A)(2) AND 17(A)(3). GATEWAY WAS ALSO ORDERED TO PAY DISGORGEMENT OF $3,915,077, PREJUDGMENT INTEREST OF $998,116 AND A CIVIL MONETARY PENALTY OF $1,600,000, WITHIN 10 DAYS OF THE ORDER TO ESTABLISH A DISTRIBUTION FUND BY DEPOSITING THESE AMOUNTS INTO AN ESCROW FUND, AND DISTRIBUTE FROM THE DISTRIBUTION FUND AN AMOUNT REPRESENTING THE HARM SUFFERED BY INVESTORS WHO PURCHASED INTERESTS IN THE RELEVANT SECURITIES. GATEWAY IS REQUIRED TO SUBMIT A CALCULATION TO THE COMMISSION STAFF OF AN AMOUNT REPRESENTING THE HARM SUFFERED BY INVESTORS WITHIN 90 DAYS OF THE ORDER, SUBMIT A PAYMENT FILE FOR REVIEW AND APPROVAL BY THE COMMISSION STAFF WITHIN 30 DAYS OF THE STAFF'S APPROVAL AND DISBURSE FUNDS TO INVESTORS WITHIN 90 DAYS OF THE STAFF'S APPROVAL OF THE PAYMENT FILE AND SUBMIT A FINAL ACCOUNTING TO THE COMMISSION STAFF ALONG WITH PAYMENT OF ANY UNDISBURSED FUNDS TO THE COMMISSION WITHIN 150 DAYS OF COMPLETION OF THE DISTRIBUTION. GATEWAY ESTABLISHED THE DISTRIBUTION FUND BY DEPOSITING THE FULL AMOUNT OF THE DISGORGEMENT, PREJUDGMENT INTERESTS AND CIVIL MONETARY PENALTY INTO AN ESCROW ACCOUNT ON JULY 1, 2021.

Disclosure 4 of 5

Reporting Source:	Firm
Affiliate:	HBI TITLE SERVICES INC.
Current Status:	Final
Allegations:	HBI TITLE SERVICES INC., A TITLE INSURANCE PRODUCER ORGANIZATION LICENSED TO DO BUSINESS IN THE STATE OF INDIANA, VOLUNTARILY ENTERED INTO AN AGREED ENTRY WITH THE COMMISSIONER OF INSURANCE FOR THE STATE OF INDIANA CONTAINING FINDINGS THAT IT OVERCHARGED PREMIUM FEES ON SIXTY-ONE TITLE INSURANCE POLICIES BY AMOUNTS RANGING BETWEEN APPROXIMATELY $1 AND $570, IN CONTRAVENTION OF INDIANA CODE § 27-4-1-4(A)(7)(C)(III). THE OVERCHARGES WERE DUE TO CERTAIN INADVERTENT DATA ENTRY ERRORS AND THE INADVERTENT USE OF THE WRONG STATE'S RATE

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	SHEET.
Initiated By:	STATE OF INDIANA, COMMISSIONER OF INSURANCE
Date Initiated:	05/26/2021
Docket/Case Number:	19983-AG21-0308-053
Principal Product Type:	Insurance
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	RESTITUTION
Resolution:	Consent
Resolution Date:	05/26/2021
Sanctions Ordered:	Monetary/Fine $6,763.00 Disgorgement/Restitution
Other Sanctions Ordered:	
Sanction Details:	HBI TITLE WAS ORDERED TO PAY RESTITUTION OF $6,932.54 TO AFFECTED CONSUMERS AND A CIVIL PENALTY IN THE AMOUNT OF $6,763.00.
Firm Statement	ON MAY 26, 2021, THE COMMISSIONER OF INSURANCE FOR THE STATE OF INDIANA ENTERED A FINAL ORDER AGAINST HBI TITLE CONTAINING FINDINGS THAT IT OVERCHARGED PREMIUM FEES ON SIXTY-ONE (61) TITLE INSURANCE POLICIES BY AMOUNTS RANGING BETWEEN APPROXIMATELY $1 AND $570, IN CONTRAVENTION OF INDIANA CODE § 27-4-1-4(A)(7)(C)(III). THE OVERCHARGES WERE DUE TO CERTAIN INADVERTENT DATA ENTRY ERRORS AND THE INADVERTENT USE OF THE WRONG STATE'S RATE SHEET. HBI TITLE CONSENTED TO THE ISSUANCE OF THE ORDER WITHOUT ADMITTING OR DENYING THE FINDINGS THEREIN. HBI TITLE WAS ORDERED TO REMIT $6,763.00 TO THE INDIANA DEPARTMENT OF INSURANCE, SEND CHECKS TOTALING $6,932.54 TO THE SIXTY ONE AFFECTED CONSUMERS WITH ANY ACCOMPANYING LETTER EXPLAINING THE BASIS FOR THE REFUND, AND PROVIDE PROOF OF EACH REFUND TO THE DEPARTMENT WITHIN THIRTY DAYS OF THE FINAL ORDER.

Disclosure 5 of 5

Reporting Source:	Firm
Affiliate:	HUNTINGTON BANCSHARES INCORPORATED

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Current Status:	Final
Allegations:	IMPROPER ACCOUNTING PRACTICES WHICH RESULTED IN MISSTATED EARNINGS BY HUNTINGTON BANCSHARES INCORPORATED.
Initiated By:	UNITED STATES SECURITIES EXCHANGE COMMISSION
Date Initiated:	06/02/2005
Docket/Case Number:	3-11940
Principal Product Type:	No Product
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Cease and Desist
Other Sanction(s)/Relief Sought:	DISGORGEMENT
Resolution:	Decision & Order of Offer of Settlement
Resolution Date:	06/02/2005
Sanctions Ordered:	Disgorgement/Restitution Cease and Desist/Injunction
Other Sanctions Ordered:	
Sanction Details:	HUNTINGTON BANCSHARES INCORPORATED WAS ORDERED BY THE COMMISSION TO CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTIONS 17(A)(2) AND 17(A)(3) OF THE SECURITIES ACT AND SECTIONS 13(A), 13(B)(2)(A), AND 13(B)(2)(B) OF THE EXCHANGE ACT AND RULES 12B-20 AND 13A-1. HUNTINGTON BANCSHARES INCORPORATED WAS ORDERED TO PAY DISGORGEMENT OF $1.00, WHICH WAS PAID ON JUNE 8, 2005.
Firm Statement	IN JUNE 2005 THE SECURITIES AND EXHANGE COMMISSION ACCEPTED AN OFFER OF SETTLEMENT MADE BY HUNTINGTON BANCSHARES INCORPORATED IN CONNECTION WITH FINANCIAL REPORTING FOR FISCAL YEARS 2001 AND 2002, RESULTING FROM THE IMPROPER ACCOUNTING THAT WAS DEEMED QUALITATIVELY MATERIAL BY THE COMMISSION. HUNTINGTON BANCSHARES INCORPORATED CONSENTED TO THE ENTRY OF THE COMMISSION'S ORDER WITHOUT ADMITTING OR DENYING THE FINDINGS. HUNTINGTON BANCSHARES INCORPORATED WAS ORDERED BY THE COMMISSION TO CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTIONS 17(A)(2) AND 17(A)(3) OF THE SECURITIES ACT AND SECTIONS 13(A), 13(B)(2)(A), AND 13(B)(2)(B) OF THE EXCHANGE ACT AND RULES 12B-20 AND 13A-1. THE FULL DETAIL OF THIS MATTER IS

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Civil - Final

Disclosure 1 of 1

Reporting Source:	Firm
Affiliate:	HUNTINGTON BANCSHARES INCORPORATED
Current Status:	Final
Allegations:	IMPROPER ACCOUNTING PRACTICES WHICH RESULTED IN MISSTATED EARNINGS BY HUNTINGTON BANCSHARES INCORPORATED.
Initiated By:	UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Court Details:	UNITED STATES DISTRICT COURT, SOUTHERN DISTRICT OF OHIO, EASTERN DIVISION. CASE NUMBER #05CV538.
Date Court Action Filed:	06/02/2005
Principal Product Type:	No Product
Other Product Types:	
Relief Sought:	Civil Penalty(ies)/Fine(s)
Other Relief Sought:	
Resolution:	Consent
Resolution Date:	06/02/2005
Sanctions Ordered or Relief Granted:	Monetary/Fine $7,500,000.00
Other Sanctions:	
Sanction Details:	HUNTINGTON BANCSHARES INCORPORATED WAS ORDERED TO PAY A $7,500,000.00 CIVIL MONEY PENALTY WHICH MAY BE DISTRIBUTED PURSUANT TO SECTION 308(A) OF THE SARBANES-OXLEY ACT OF 2002 ("FAIR FUND DISTRIBUTION"). HUNTINGTON BANCSHARES INCORPORATED PAID THE CIVIL MONEY PENALTY JUNE 8, 2005.
Firm Statement	ACCORDING TO THE COMMISSION'S COMPLAINT, HUNTINGTON BANCSHARES INCORPORATED USED AN IMPROPER ACCOUNTING TECHNIQUE DURING FISCAL YEARS 2001 AND 2002 THAT CAUSED THE REPORTING OF INFLATED EARNINGS IN ITS FINANCIAL STATEMENTS. HUNTINGTON BANCSHARES INCORPORATED CONSENTED TO THE ENTRY OF THE COMMISSION'S ORDER WITHOUT ADMITTING OR DENYING THE ALLEGTIONS OF THE COMPLAINT. THE FULL DETAIL OF THIS MATTER IS DESCRIBED IN CASE NO. 05CV538.

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End of Report

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