

BrokerCheck Report

MSC - BD, LLC

CRD# 142927

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When communicating online or investing with any professional, make sure you know who you're dealing with. <u>Imposters</u> might link to sites like BrokerCheck from <u>phishing</u> or similar scam websites, or through <u>social media</u>, 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
 - o 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.

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.

www.finra.org/brokercheck **User Guidance**

MSC - BD, LLC

CRD# 142927

SEC# 8-67511

Main Office Location

5 CENTERPOINTE DRIVE SUITE. 400 LAKE OSWEGO, OR 97035 Regulated by FINRA Denver Office

Mailing Address

5 CENTERPOINTE DRIVE SUITE 400 LAKE OSWEGO, OR 97035

Business Telephone Number

503 515 1313

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 Florida on 07/10/2006. 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
- 13 U.S. states and territories

Is this brokerage firm currently suspended with any regulator? No

This firm conducts 5 types of businesses.

This firm is not affiliated with any 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:

Туре	Count	
Regulatory Event	1	
Arbitration	1	

This firm is classified as a limited liability company.

This firm was formed in Florida on 07/10/2006.

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.

MSC - BD, LLC

Doing business as MSC - BD, LLC

CRD# 142927

SEC# 8-67511

Main Office Location

5 CENTERPOINTE DRIVE SUITE. 400 LAKE OSWEGO, OR 97035

Regulated by FINRA Denver Office

Mailing Address

5 CENTERPOINTE DRIVE SUITE 400 LAKE OSWEGO, OR 97035

Business Telephone Number

503 515 1313



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): MADISON STREET CAPITAL, LLC

Is this a domestic or foreign entity or an individual?

Domestic Entity

Position OWNER

Position Start Date 04/2011

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): BOTCHWAY, CHARLES OKAI

5752036

Is this a domestic or foreign entity or an individual?

Individual

Position PRESIDENT

Position Start Date 04/2011

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):

DIAMOS, ANTHONY SOLON

4872899

Is this a domestic or foreign entity or an individual?

Individual

Position

FINOP/CFO, PRINCIPAL FINANCIAL OFFICER, PRINCIPAL OPERATIONS

OFFICER

Position Start Date 03/2007

User Guidance

Direct Owners and Executive Officers (continued)

Percentage of Ownership

Less than 5%

Does this owner direct the management or policies of

No

the firm?

No

Is this a public reporting company?

MCINTYRE, PAUL JOSEPH

1002368

Is this a domestic or foreign

Legal Name & CRD# (if any):

Individual

entity or an individual?

CCO

Position Start Date

07/2006

Percentage of Ownership

Less than 5%

Does this owner direct the management or policies of

No

the firm?

Position

Is this a public reporting

company?

No

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



Indirect Owners

Legal Name & CRD# (if any): BOTCHWAY, CHARLES OKAI

5752036

Is this a domestic or foreign entity or an individual?

Individual

Company through which indirect ownership is established

MADISON STREET CAPITAL, LLC

Relationship to Direct Owner

CEO

Relationship Established

11/2010

Percentage of Ownership

25% but less than 50%

Does this owner direct the management or policies of the firm?

Yes

Is this a public reporting

No

company?

Legal Name & CRD# (if any): MARSALA, ANTHONY JAMES

Is this a domestic or foreign entity or an individual?

Individual

Company through which indirect ownership is established

MADISON STREET CAPITAL LLC

Relationship to Direct Owner

SHAREHOLDER

Relationship Established

04/2011

Percentage of Ownership

25% but less than 50%

Does this owner direct the management or policies of the firm?

No

Is this a public reporting

No

company?

Firm History

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

FINCA

No information reported.

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 13 U.S. states and territories.

Federal Regulator	Status	Date Effective
SEC	Approved	06/14/2007

SEC Registration Questions

This firm is registered with the SEC as:

A broker-dealer: Yes

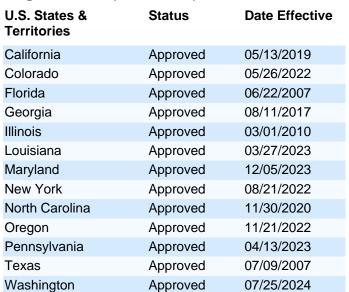
A broker-dealer and government securities broker or dealer: No

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	06/14/2007

Registrations (continued)





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 5 types of businesses.

Types of Business

Mutual fund retailer

Broker or dealer selling variable life insurance or annuities

Broker or dealer selling tax shelters or limited partnerships in primary distributions

Private placements of securities

Other - MERGERS AND ACQUISITIONS, INVESTMENT BANKING, WHOLESALE DISTRIBUTION OF FINANCIAL PRODUCTS TO BROKER DEALERS AND RIA FIRMS

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:





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.

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.

Organization Affiliates

FINCA

This section provides information on control relationships the firm has with other firms in the securities, investment advisory, or banking business.

This firm is not, 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.

This firm is not 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

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
Arbitration	N/A	1	N/A



Disclosure Event Details

What you should know about reported disclosure events:

- 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:
 - o 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.
 - o 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



Allegations:

WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO ESTABLISH, MAINTAIN, AND ENFORCE A SUPERVISORY SYSTEM WITH RESPECT TO THE ACTIVITIES OF A FIRM'S REGISTERED REPRESENTATIVE AND HIS INVESTMENT BANKING CONSULTING BUSINESS THROUGH THE FIRM (THE FINDER PLATFORM), IN WHICH HE ACTED AS A "FINDER" OF POTENTIAL INVESTORS FOR MICROCAP ISSUERS PURSUANT TO CONSULTING AGREEMENTS BETWEEN THOSE ISSUERS AND THE FINDER PLATFORM.

THE FINDINGS STATED THAT THE FIRM FAILED TO ESTABLISH A SUPERVISORY SYSTEM AND WRITTEN SUPERVISORY PROCEDURES (WSPS) REASONABLY DESIGNED TO ENSURE THAT THE REPRESENTATIVE HAD CONDUCTED ADEQUATE DUE DILIGENCE ON THE ISSUER CLIENTS OF THE FINDER PLATFORM BEFORE INTRODUCING THEM TO POTENTIAL INVESTORS, OR THAT AN INVESTMENT IN THOSE ISSUERS WOULD BE SUITABLE FOR THE POTENTIAL INVESTORS. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH A SUPERVISORY SYSTEM AND WSPS REASONABLY DESIGNED TO DETECT AND PREVENT THE REPRESENTATIVE FROM CAUSING THE FIRM TO PARTICIPATE IN SECURITIES TRANSACTIONS CONDUCTED IN VIOLATION OF THE REGISTRATION REQUIREMENTS OF SECTION 5 OF THE SECURITIES EXCHANGE ACT OF 1934. OR THAT MAY HAVE OTHERWISE BEEN UNLAWFUL UNDER THE SECURITIES LAWS. THE FINDINGS FURTHER STATED THAT THE FIRM ALSO FAILED TO ENFORCE AN UNWRITTEN POLICY OF PLACING ISSUER CLIENTS OF THE FINDER PLATFORM ON THE FIRM'S RESTRICTED LIST UPON THE EXECUTION OF A CONSULTING AGREEMENT BETWEEN THE ISSUER CLIENT AND THE FINDER PLATFORM, AND AS A RESULT, THE FIRM FAILED TO MAINTAIN CURRENT RESTRICTED LISTS WITH RESPECT TO THE ISSUER CLIENTS OF THE FINDER PLATFORM. FINRA FOUND THAT THE FIRM FAILED TO REASONABLY INVESTIGATE OR EVIDENCE ITS REVIEW OF THE REPRESENTATIVE'S TRADING ACTIVITY INVOLVING ISSUER CLIENTS OF THE FINDER PLATFORM IN AN OUTSIDE BROKERAGE ACCOUNT AS REQUIRED. INCLUDING THE DEPOSIT OF A LARGE VOLUME OF PHYSICAL SHARE CERTIFICATES, THE IMMEDIATE SALES OF THE SHARES, AND THE WIRING OF THE PROCEEDS FROM THE ACCOUNT. FINRA ALSO FOUND THAT THE FIRM ALSO FAILED TO EVIDENCE AN ADEQUATE SUPERVISORY REVIEW OF THE REPRESENTATIVE'S ELECTRONIC EMAIL COMMUNICATIONS. IN ADDITION, FINRA DETERMINED THAT UPON RECEIVING NOTICE THAT THE REPRESENTATIVE WAS CONSULTING FOR AN OUTSIDE FAMILY FUND. THE FIRM FAILED TO ADEQUATELY REVIEW AND EVALUATE THE REPRESENTATIVE'S OUTSIDE BUSINESS ACTIVITY WITH RESPECT TO THE FAMILY FUND. SPECIFICALLY, THE FIRM FAILED TO MAINTAIN RECORDS EVIDENCING ANY ANALYSIS OF THE OUTSIDE BUSINESS ACTIVITY. INCLUDING ANY ANALYSIS OF POTENTIAL CONFLICTS OF INTEREST OR



WHETHER THE FIRM SHOULD HAVE REQUIRED LIMITATIONS ON THE REPRESENTATIVE'S ACTIVITIES FOR THE FAMILY FUND. FURTHER, THE FIRM DID NOT EVALUATE WHETHER THE REPRESENTATIVE'S CONSULTING ARRANGEMENT WITH THE FAMILY FUND, IN RETURN FOR WHICH THE REPRESENTATIVE MAINTAINED A BENEFICIAL INTEREST IN THE FUND'S INVESTMENTS, RESULTED IN HIS PARTICIPATION IN PRIVATE SECURITIES TRANSACTIONS.

Initiated By: FINRA

Date Initiated: 05/02/2016

Docket/Case Number: 2014039285101

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief

Sought:

Other Sanction(s)/Relief

Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Nο

Resolution Date: 05/02/2016

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or

deceptive conduct?

Sanctions Ordered: Censure

Monetary/Fine \$15,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM IS CENSURED AND FINED \$15,000. FINE PAID IN FULL ON MAY 24,

2016.

Reporting Source: Firm

Current Status: Final

Allegations: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED

TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO ESTABLISH, MAINTAIN, AND ENFORCE A SUPERVISORY SYSTEM WITH RESPECT TO THE ACTIVITIES OF A FIRM'S REGISTERED REPRESENTATIVE



AND HIS INVESTMENT BANKING CONSULTING BUSINESS THROUGH THE FIRM (THE FINDER PLATFORM), IN WHICH HE ACTED AS A "FINDER" OF POTENTIAL INVESTORS FOR MICROCAP ISSUERS PURSUANT TO CONSULTING AGREEMENTS BETWEEN THOSE ISSUERS AND THE FINDER PLATFORM. THE FINDINGS STATED THAT THE FIRM FAILED TO ESTABLISH A SUPERVISORY SYSTEM AND WRITTEN SUPERVISORY PROCEDURES (WSPS) REASONABLY DESIGNED TO ENSURE THAT THE REPRESENTATIVE HAD CONDUCTED ADEQUATE DUE DILIGENCE ON THE ISSUER CLIENTS OF THE FINDER PLATFORM BEFORE INTRODUCING THEM TO POTENTIAL INVESTORS, OR THAT AN INVESTMENT IN THOSE ISSUERS WOULD BE SUITABLE FOR THE POTENTIAL INVESTORS. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH A SUPERVISORY SYSTEM AND WSPS REASONABLY DESIGNED TO DETECT AND PREVENT THE REPRESENTATIVE FROM CAUSING THE FIRM TO PARTICIPATE IN SECURITIES TRANSACTIONS CONDUCTED IN VIOLATION OF THE REGISTRATION REQUIREMENTS OF SECTION 5 OF THE SECURITIES EXCHANGE ACT OF 1934. OR THAT MAY HAVE OTHERWISE BEEN UNLAWFUL UNDER THE SECURITIES LAWS. THE FINDINGS FURTHER STATED THAT THE FIRM ALSO FAILED TO ENFORCE AN UNWRITTEN POLICY OF PLACING ISSUER CLIENTS OF THE FINDER PLATFORM ON THE FIRM'S RESTRICTED LIST UPON THE EXECUTION OF A CONSULTING AGREEMENT BETWEEN THE ISSUER CLIENT AND THE FINDER PLATFORM, AND AS A RESULT, THE FIRM FAILED TO MAINTAIN CURRENT RESTRICTED LISTS WITH RESPECT TO THE ISSUER CLIENTS OF THE FINDER PLATFORM. FINRA FOUND THAT THE FIRM FAILED TO REASONABLY INVESTIGATE OR EVIDENCE ITS REVIEW OF THE REPRESENTATIVE'S TRADING ACTIVITY INVOLVING ISSUER CLIENTS OF THE FINDER PLATFORM IN AN OUTSIDE BROKERAGE ACCOUNT AS REQUIRED. INCLUDING THE DEPOSIT OF A LARGE VOLUME OF PHYSICAL SHARE CERTIFICATES, THE IMMEDIATE SALES OF THE SHARES, AND THE WIRING OF THE PROCEEDS FROM THE ACCOUNT. FINRA ALSO FOUND THAT THE FIRM ALSO FAILED TO EVIDENCE AN ADEQUATE SUPERVISORY REVIEW OF THE REPRESENTATIVE'S ELECTRONIC EMAIL COMMUNICATIONS. IN ADDITION, FINRA DETERMINED THAT UPON RECEIVING NOTICE THAT THE REPRESENTATIVE WAS CONSULTING FOR AN OUTSIDE FAMILY FUND. THE FIRM FAILED TO ADEQUATELY REVIEW AND EVALUATE THE REPRESENTATIVE'S OUTSIDE BUSINESS ACTIVITY WITH RESPECT TO THE FAMILY FUND. SPECIFICALLY. THE FIRM FAILED TO MAINTAIN RECORDS EVIDENCING ANY ANALYSIS OF THE OUTSIDE BUSINESS ACTIVITY. INCLUDING ANY ANALYSIS OF POTENTIAL CONFLICTS OF INTEREST OR WHETHER THE FIRM SHOULD HAVE REQUIRED LIMITATIONS ON THE REPRESENTATIVE'S ACTIVITIES FOR THE FAMILY FUND. FURTHER, THE FIRM DID NOT EVALUATE WHETHER THE REPRESENTATIVE'S CONSULTING ARRANGEMENT WITH THE FAMILY FUND. IN RETURN FOR WHICH THE REPRESENTATIVE MAINTAINED A BENEFICIAL INTEREST IN THE FUND'S



INVESTMENTS, RESULTED IN HIS PARTICIPATION IN PRIVATE SECURITIES

TRANSACTIONS.

Initiated By: FINRA

Date Initiated: 05/02/2016

Docket/Case Number: 2014039285101

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED SECURITIES

Principal Sanction(s)/Relief

Sought:

Other Sanction(s)/Relief

Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 05/02/2016

Sanctions Ordered: Censure

Monetary/Fine \$15,000.00

Other Sanctions Ordered:

Sanction Details: THE FIRM IS CENSURED AND FINED \$15,000.



Arbitration Award - Award / Judgment

Brokerage firms are not required to report arbitration claims filed against them by customers; however, BrokerCheck provides summary information regarding FINRA arbitration awards involving securities and commodities disputes between public customers and registered securities firms in this section of the report.

The full text of arbitration awards issued by FINRA is available at www.finra.org/awardsonline.

Disclosure 1 of 1

Reporting Source: Regulator

Type of Event: ARBITRATION

Allegations:

Arbitration Forum: FINRA

Case Initiated: 09/30/2020

Case Number: 20-03396

Disputed Product Type:

Sum of All Relief Requested: \$200,000.00

Disposition: AWARD AGAINST PARTY

Disposition Date: 01/18/2022

Sum of All Relief Awarded: \$221,338.76

There may be a non-monetary award associated with this arbitration. Please select the Case Number above to view more detailed information.

www.finra.org/brokercheck

End of Report



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