

BrokerCheck Report

COMERICA SECURITIES

CRD# 17079

<u>Section Title</u>	<u>Page(s)</u>
Report Summary	1
Firm Profile	2 - 5
Firm History	6
Firm Operations	7 - 14
Disclosure Events	15



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:
 - o 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.



COMERICA SECURITIES

CRD# 17079

SEC# 8-35001

Main Office Location

3701 HAMLIN ROAD
MC 3291
AUBURN HILLS, MI 48326
Regulated by FINRA Chicago Office

Mailing Address

3701 HAMLIN ROAD
MC 3291
AUBURN HILLS, MI 48326

Business Telephone Number

214-462-1117

This firm is a brokerage firm and an investment adviser firm. For more information about investment adviser firms, visit the SEC's Investment Adviser Public Disclosure website at: <https://www.adviserinfo.sec.gov>

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 corporation.
This firm was formed in Michigan on 10/10/1985.
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:

- 1 Self-Regulatory Organization
- 20 U.S. states and territories

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

This firm conducts 4 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	13
Arbitration	3

The number of disclosures from non-registered control affiliates is 2



Firm Profile

This firm is classified as a corporation.

This firm was formed in Michigan on 10/10/1985.

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.

COMERICA SECURITIES,INC.

Doing business as COMERICA SECURITIES

CRD# 17079

SEC# 8-35001

Main Office Location

3701 HAMLIN ROAD

MC 3291

AUBURN HILLS, MI 48326

Regulated by FINRA Chicago Office

Mailing Address

3701 HAMLIN ROAD

MC 3291

AUBURN HILLS, MI 48326

Business Telephone Number

214-462-1117



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): COMERICA INVESTMENT SERVICES, INC.

Is this a domestic or foreign entity or an individual? Domestic Entity

Position SHAREHOLDER

Position Start Date 10/1993

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): SCHELL, RICHARD EDWARD

1543415

Is this a domestic or foreign entity or an individual? Individual

Position DIRECTOR/ SENIOR VICE PRESIDENT/ CCO

Position Start Date 10/2019

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



Firm Profile

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

Indirect Owners

Legal Name & CRD# (if any):	FIFTH THIRD BANCORP
Is this a domestic or foreign entity or an individual?	Domestic Entity
Company through which indirect ownership is established	FIFTH THIRD FINANCIAL CORP
Relationship to Direct Owner	SHAREHOLDER
Relationship Established	02/2026
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

Legal Name & CRD# (if any):	FIFTH THIRD BANK, NA
Is this a domestic or foreign entity or an individual?	Domestic Entity
Company through which indirect ownership is established	COMERICA INVESTMENT SERVICES, INC.
Relationship to Direct Owner	SHAREHOLDER
Relationship Established	02/2026
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):	FIFTH THIRD FINANCIAL CORPORATION
Is this a domestic or foreign entity or an individual?	Domestic Entity

Firm Profile



Indirect Owners (continued)

Company through which indirect ownership is established	FIFTH THIRD BANK
Relationship to Direct Owner	SHAREHOLDER
Relationship Established	02/2026
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

Firm History

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

No information reported.





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 1 SRO and 20 U.S. states and territories.

Self-Regulatory Organization	Status	Date Effective
FINRA	Termination Requested	10/01/2026



Firm Operations

Registrations (continued)

U.S. States & Territories	Status	Date Effective	U.S. States & Territories	Status	Date Effective
Alaska	Termination Requested	10/01/2026		Requested	
Arizona	Termination Requested	10/01/2026			
California	Termination Requested	10/01/2026			
Colorado	Termination Requested	10/01/2026			
Hawaii	Termination Requested	10/01/2026			
Louisiana	Termination Requested	10/01/2026			
Maryland	Termination Requested	10/01/2026			
Massachusetts	Termination Requested	10/01/2026			
Michigan	Termination Requested	10/01/2026			
Mississippi	Termination Requested	10/01/2026			
Montana	Termination Requested	10/01/2026			
Oregon	Termination Requested	10/01/2026			
Puerto Rico	Termination Requested	10/01/2026			
South Dakota	Termination Requested	10/01/2026			
Tennessee	Termination Requested	10/01/2026			
Texas	Termination Requested	10/01/2026			
Utah	Approved	10/01/2026			
Virgin Islands	Termination Requested	10/01/2026			
Washington	Termination Requested	10/01/2026			
Wyoming	Termination	10/01/2026			

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 4 types of businesses.

Types of Business

Broker or dealer retailing corporate equity securities over-the-counter

Broker or dealer selling corporate debt securities

Underwriter or selling group participant (corporate securities other than mutual funds)

Private placements of securities

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.

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.



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.**

FRANKLIN STREET ADVISORS INC. is under common control with the firm.

CRD #:	106275
Business Address:	1450 RALEIGH ROAD SUITE 300 CHAPEL HILL, NC 75034
Effective Date:	02/01/2026
Foreign Entity:	No
Country:	
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	THE APPLICANT AND THE ENTITY NAMED HEREIN ARE UNDER THE COMMON CONTROL OF FIFTH THIRD BANK, NATIONAL ASSOCIATION.

FIFTH THIRD WEALTH ADVISORS LLC is under common control with the firm.

CRD #:	313015
Business Address:	38 FOUNTAIN SQUARE PLAZA CINCINNATI, OH 75034
Effective Date:	02/01/2026
Foreign Entity:	No
Country:	
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	THE APPLICANT AND THE ENTITY NAMED HEREIN ARE UNDER THE

Firm Operations



Organization Affiliates (continued)

COMMON CONTROL OF FIFTH THIRD BANK, NATIONAL ASSOCIATION.

FIFTH THIRD INSURANCE AGENCY is under common control with the firm.

Business Address:	38 FOUNTAIN SQUARE PLAZA CINCINNATI, OH 75034
Effective Date:	02/01/2026
Foreign Entity:	No
Country:	
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	THE APPLICANT AND THE ENTITY NAMED HEREIN ARE UNDER THE COMMON CONTROL OF FIFTH THIRD BANK, NATIONAL ASSOCIATION.

FIFTH THIRD SECURITIES, INC. is under common control with the firm.

CRD #:	628
Business Address:	34 FOUNTAIN SQUARE PLAZA MD 1090AM CINCINNATI, OH 75034
Effective Date:	02/01/2026
Foreign Entity:	No
Country:	
Securities Activities:	Yes
Investment Advisory Activities:	Yes
Description:	THE APPLICANT AND THE ENTITY NAMED HEREIN ARE UNDER THE COMMON CONTROL OF FIFTH THIRD BANK, NATIONAL ASSOCIATION.

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

Firm Operations



Organization Affiliates (continued)

· or foreign bank

FIFTH THIRD BANCORP is a Bank Holding Company and controls the firm.

Business Address: 34 FOUNTAIN SQUARE PLAZA
CINCINNATI, OH 75034

Effective Date: 02/01/2026

Description: COMERICA SECURITIES IS A DIRECT SUBSIDIARY OF COMERICA INVESTMENT SERVICES, INC. COMERICA INVESTMENT SERVICES, INC. IS A WHOLLY-OWNED SUBSIDIARY OF FIFTH THIRD BANK, NATIONAL ASSOCIATION. FIFTH THIRD BANK IS WHOLLY-OWNED SUBSIDIARY OF FIFTH THIRD FINANCIAL CORPORATION. FIFTH THIRD FINANCIAL CORPORATION IS A WHOLLY-OWNED SUBSIDIARY OF FIFTH THIRD BANCORP, A BANK HOLDING COMPANY.

FIFTH THIRD BANK, NATIONAL ASSOCIATION is a National Bank and controls the firm.

Business Address: 38 FOUNTAIN SQUARE PLAZA
CINCINNATI, OH 75034

Effective Date: 02/01/2026

Description: COMERICA SECURITIES IS A DIRECT SUBSIDIARY OF COMERICA INVESTMENT SERVICES, INC. COMERICA INVESTMENT SERVICES, INC. IS A WHOLLY-OWNED SUBSIDIARY OF FIFTH THIRD BANK, NATIONAL ASSOCIATION.

FIFTH THIRD FINANCIAL CORPORATION is a Bank Holding Company and controls the firm.

Business Address: 38 FOUNTAIN SQUARE PLAZA
SUITE 300
CINCINNATI, OH 75034

Effective Date: 02/01/2026

Description: COMERICA SECURITIES IS A DIRECT SUBSIDIARY OF COMERICA INVESTMENT SERVICES, INC. COMERICA INVESTMENT SERVICES, INC. IS A WHOLLY-OWNED SUBSIDIARY OF FIFTH THIRD BANK, NATIONAL ASSOCIATION. FIFTH THIRD BANK, NATIONAL ASSOCIATION, IS WHOLLY-OWNED SUBSIDIARY OF FIFTH THIRD FINANCIAL CORPORATION. FIFTH THIRD FINANCIAL CORPORATION IS A WHOLLY-OWNED SUBSIDIARY OF FIFTH THIRD BANCORP, A BANK HOLDING COMPANY.



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	13	0
Arbitration	N/A	3	N/A

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:**
 - o 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:**
 - o 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 13

Reporting Source: Regulator

Current Status: Final



Allegations: IA RELEASE 40-5143 / MARCH 11, 2019: THE SECURITIES AND EXCHANGE COMMISSION DEEMS IT APPROPRIATE AND IN THE PUBLIC INTEREST THAT PUBLIC ADMINISTRATIVE AND CEASE-AND-DESIST PROCEEDINGS BE INSTITUTED AGAINST COMERICA SECURITIES, INC. ("RESPONDENT"). ON THE BASIS OF THIS ORDER AND RESPONDENT'S OFFER, THE COMMISSION FINDS THAT THESE PROCEEDINGS ARISE OUT OF BREACHES OF FIDUCIARY DUTY AND INADEQUATE DISCLOSURES BY THE RESPONDENT IN CONNECTION WITH ITS MUTUAL FUND SHARE CLASS SELECTION PRACTICES AND THE FEES IT RECEIVED. AT TIMES DURING THE RELEVANT PERIOD, RESPONDENT PURCHASED, RECOMMENDED, OR HELD FOR ADVISORY CLIENTS MUTUAL FUND SHARE CLASSES THAT CHARGED 12B-1 FEES INSTEAD OF LOWER-COST SHARE CLASSES OF THE SAME FUNDS FOR WHICH THE CLIENTS WERE ELIGIBLE. RESPONDENT RECEIVED 12B-1 FEES IN CONNECTION WITH THESE INVESTMENTS. RESPONDENT FAILED TO DISCLOSE IN ITS FORM ADV OR OTHERWISE THE CONFLICTS OF INTEREST RELATED TO (A) ITS RECEIPT OF 12B-1 FEES, AND/OR (B) ITS SELECTION OF MUTUAL FUND SHARE CLASSES THAT PAY SUCH FEES. DURING THE RELEVANT PERIOD, RESPONDENT RECEIVED 12B-1 FEES FOR ADVISING CLIENTS TO INVEST IN OR HOLD SUCH MUTUAL FUND SHARE CLASSES. AS A RESULT OF THE CONDUCT, RESPONDENT WILLFULLY VIOLATED SECTIONS 206(2) AND 207 OF THE ADVISERS ACT.

Initiated By: UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Date Initiated: 03/11/2019

Docket/Case Number: 3-19046

Principal Product Type: Mutual Fund(s)

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Order

Resolution Date: 03/11/2019

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

Sanctions Ordered: Censure



Disgorgement/Restitution
Cease and Desist/Injunction

Other Sanctions Ordered:

UNDERTAKINGS AND PREJUDGMENT INTEREST

Sanction Details:

THE RESPONDENT SHALL CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTIONS 206(2) AND 207 OF THE ADVISERS ACT. RESPONDENT IS CENSURED, SHALL PAY DISGORGEMENT OF \$175,891.40 AND PREJUDGMENT INTEREST OF \$10,486.31, AND SHALL COMPLY WITH THE UNDERTAKINGS ENUMERATED IN THE OFFER OF SETTLEMENT.

Regulator Statement

RESPONDENT HAS SUBMITTED AN OFFER OF SETTLEMENT WHICH THE COMMISSION HAS DETERMINED TO ACCEPT. IN VIEW OF THE FOREGOING, THE COMMISSION DEEMS IT APPROPRIATE IN THE PUBLIC INTEREST TO IMPOSE THE SANCTIONS AGREED TO IN THE RESPONDENT'S OFFER. ACCORDINGLY, IT IS ORDERED THAT RESPONDENT SHALL CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTIONS 206(2) AND 207 OF THE ADVISERS ACT. RESPONDENT IS CENSURED, SHALL PAY DISGORGEMENT OF \$175,891.40 AND PREJUDGMENT INTEREST OF \$10,486.31, AND SHALL COMPLY WITH THE UNDERTAKINGS ENUMERATED IN THE OFFER OF SETTLEMENT.

RESPONDENT SELF-REPORTED TO THE COMMISSION THE VIOLATIONS DISCUSSED IN THIS ORDER PURSUANT TO THE DIVISION OF ENFORCEMENT'S SHARE CLASS SELECTION DISCLOSURE INITIATIVE ("SCSD INITIATIVE"). ACCORDINGLY, THIS ORDER AND RESPONDENT'S OFFER ARE BASED ON THE INFORMATION SELF-REPORTED BY RESPONDENT.

Reporting Source:

Firm

Current Status:

Final

Allegations:

WITHOUT ADMITTING OR DENYING THE FINDINGS, COMERICA SECURITIES CONSENTED TO REMEDIAL SANCTIONS AND TO THE ENTRY OF FINDINGS THAT, AS A RESULT OF ITS SELF-REPORTED CONDUCT, IT WILLFULLY VIOLATED SECTIONS 206(2) AND 207 OF THE ADVISERS ACT. THE ORDER FINDS THAT THE VIOLATIONS RESULTED FROM THE FOLLOWING SELF-REPORTED CONDUCT OF COMERICA SECURITIES: THE FIRM, WITHOUT ADEQUATE DISCLOSURE OF THE ASSOCIATED CONFLICTS OF INTEREST RELATED TO ITS AND ITS ASSOCIATED PERSONS' RECEIPT OF 12B-1 FEES AND ITS SELECTION OF MUTUAL FUNDS THAT PAY SUCH FEES, INVESTED ADVISORY CLIENTS IN MUTUAL FUND SHARE CLASSES WITH 12B-1 FEES INSTEAD OF AVAILABLE LOWER-COST SHARE CLASSES OF THE SAME FUNDS WITHOUT 12B-1 FEES.



Initiated By:	U.S. SECURITIES AND EXCHANGE COMMISSION
Date Initiated:	03/11/2019
Docket/Case Number:	3-19046
Principal Product Type:	Mutual Fund(s)
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Cease and Desist
Other Sanction(s)/Relief Sought:	THE FIRM SHALL CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTIONS 206(2) AND 207 OF THE ADVISERS ACT. THE FIRM WAS CENSURED, SHALL PAY DISGORGEMENT OF \$175,891.40 AND PREJUDGMENT INTEREST OF \$10,486.31, AND SHALL COMPLY WITH THE UNDERTAKINGS ENUMERATED IN THE OFFER OF SETTLEMENT.
Resolution:	Order
Resolution Date:	03/11/2019
Sanctions Ordered:	Censure Disgorgement/Restitution Cease and Desist/Injunction
Other Sanctions Ordered:	UNDERTAKINGS
Sanction Details:	THE FIRM SHALL CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTIONS 206(2) AND 207 OF THE ADVISERS ACT. THE FIRM WAS CENSURED, SHALL PAY DISGORGEMENT OF \$175,891.40 AND PREJUDGMENT INTEREST OF \$10,486.31, AND SHALL COMPLY WITH THE UNDERTAKINGS ENUMERATED IN THE OFFER OF SETTLEMENT.
Firm Statement	ON MARCH 11, 2019, DUE TO ITS SELF-REPORTED CONDUCT PURSUANT TO THE DIVISION OF ENFORCEMENT'S SHARE CLASS SELECTION DISCLOSURE INITIATIVE AND WITHOUT ADMITTING OR DENYING THE FINDINGS, COMERICA SECURITIES CONSENTED TO REMEDIAL SANCTIONS AND TO THE ENTRY OF FINDINGS DESCRIBED ABOVE IN ITEM 7. THE OFFER OF SETTLEMENT REQUIRES COMERICA SECURITIES TO CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF ADVISERS ACT SECTIONS 206(2) AND 207; CENSURES COMERICA SECURITIES; REQUIRES THE FIRM TO COMPLY WITH THE UNDERTAKINGS ENUMERATED IN THE OFFER OF SETTLEMENT; AND REQUIRES THE FIRM TO PAY DISGORGEMENT OF \$175,891.40, AND PREJUDGMENT INTEREST OF \$10,486.31 TO COMPENSATE ADVISORY CLIENTS AFFECTED BY CONDUCT DETAILED IN THE ORDER, WHICH WAS



PAID INTO AN ESCROW ACCOUNT ON MARCH 12, 2019.

Disclosure 2 of 13

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 EFFECTED CUSTOMERS' TRANSACTIONS IN A MUNICIPAL SECURITY IN AN AMOUNT LOWER THAN THE MINIMUM DENOMINATION OF THE ISSUE WHICH WAS NOT SUBJECT TO AN EXCEPTION UNDER THE RULE. THE FINDINGS STATED THAT THE FIRM'S SUPERVISORY SYSTEM DID NOT PROVIDE FOR SUPERVISION REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO THE APPLICABLE SECURITIES LAWS AND REGULATIONS, AND THE MUNICIPAL SECURITIES RULEMAKING BOARD (MSRB) RULES, CONCERNING MUNICIPAL TRANSACTIONS EFFECTED ON BEHALF OF A CUSTOMER BELOW AN ISSUE'S MINIMUM DENOMINATION AS STATED ON RELEVANT OFFERING DOCUMENTS.
Initiated By:	FINRA
Date Initiated:	06/14/2017
Docket/Case Number:	2015046581901
Principal Product Type:	Debt - Municipal
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	
Other Sanction(s)/Relief Sought:	
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	06/14/2017
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	No
Sanctions Ordered:	Censure Monetary/Fine \$32,500.00



Other Sanctions Ordered: RESCISSION

Sanction Details: THE FIRM WAS CENSURED, FINED \$32,500, AND ORDERED TO OFFER RESCISSION TO CUSTOMERS WHO EXECUTED THE TRANSACTIONS AT EITHER THE ORIGINAL PURCHASE PRICE OR THE CURRENT FAIR MARKET VALUE, WHICHEVER IS HIGHER. FINE PAID IN FULL ON JUNE 26, 2017.

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 EFFECTED CUSTOMERS' TRANSACTIONS IN A MUNICIPAL SECURITY IN AN AMOUNT LOWER THAN THE MINIMUM DENOMINATION OF THE ISSUE WHICH WAS NOT SUBJECT TO AN EXCEPTION UNDER THE RULE. THE FINDINGS STATED THAT THE FIRM'S SUPERVISORY SYSTEM DID NOT PROVIDE FOR SUPERVISION REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO THE APPLICABLE SECURITIES LAWS AND REGULATIONS, AND THE MUNICIPAL SECURITIES RULEMAKING BOARD (MSRB) RULES, CONCERNING MUNICIPAL TRANSACTIONS EFFECTED ON BEHALF OF A CUSTOMER BELOW AN ISSUE'S MINIMUM DENOMINATION AS STATED ON RELEVANT OFFERING DOCUMENTS.

Initiated By: FINRA

Date Initiated: 06/14/2017

Docket/Case Number: [2015046581901](#)

Principal Product Type: Debt - Municipal

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Censure

Other Sanction(s)/Relief Sought: THE FIRM WAS CENSURED, FINED \$32,500, AND ORDERED TO OFFER RESCISSION TO CUSTOMERS WHO EXECUTED THE TRANSACTIONS AT EITHER THE ORIGINAL PURCHASE PRICE OR THE CURRENT FAIR MARKET VALUE, WHICHEVER IS HIGHER.

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 06/14/2017

Sanctions Ordered: Censure
Monetary/Fine \$32,500.00

Other Sanctions Ordered: RESCISSION



Sanction Details:	THE FIRM WAS CENSURED, ORDERED TO OFFER RESCISSION TO AFFECTED CUSTOMERS, AND ON JUNE 26, 2017, PAID A FINE OF \$32,500.
Firm Statement	ON JUNE 14, 2017, WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO SANCTIONS, AND THE ENTRY OF FINDINGS THAT (I) IT EFFECTED CUSTOMER TRANSACTIONS IN A MUNICIPAL SECURITY IN AN AMOUNT LOWER THAN THE MINIMUM DENOMINATION OF THE ISSUE THAT WAS NOT SUBJECT TO AN EXCEPTION UNDER MSRB RULES; AND (II) ITS SUPERVISORY SYSTEM DID NOT PROVIDE FOR SUPERVISION REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH RESPECT TO THE APPLICABLE SECURITIES LAWS AND REGULATIONS. THE FIRM HAS TAKEN STEPS TO STRENGTHEN ITS SUPERVISORY PROCESSES WITH RESPECT TO THE APPLICABLE REQUIREMENTS. THE FIRM WAS CENSURED AND ORDERED TO OFFER RESCISSION TO THE AFFECTED CUSTOMERS; HOWEVER, ALL POSITIONS HAD ALREADY MATURED OR WERE CALLED WITH A SINGLE EXCEPTION; ONE POSITION HAD BEEN SOLD AT PAR. ON JUNE 26, 2017, THE FIRM PAID A FINE OF \$32,500.

Disclosure 3 of 13

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 IDENTIFY AND APPLY SALES CHARGE DISCOUNTS TO CERTAIN CUSTOMERS' ELIGIBLE PURCHASES OF UNIT INVESTMENT TRUSTS (UITs) RESULTING IN CUSTOMERS PAYING EXCESSIVE SALES CHARGES OF APPROXIMATELY \$197,757.78. THE FINDINGS STATED THAT THE FIRM HAS PAID RESTITUTION TO ALL AFFECTED CUSTOMERS. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN AND ENFORCE A SUPERVISORY SYSTEM AND WRITTEN SUPERVISORY PROCEDURES (WSPs) REASONABLY DESIGNED TO ENSURE THAT CUSTOMERS RECEIVED SALES CHARGE DISCOUNTS ON ALL ELIGIBLE UIT PURCHASES. THE FIRM RELIED PRIMARILY ON ITS REGISTERED REPRESENTATIVES TO ENSURE THAT CUSTOMERS RECEIVED APPROPRIATE UIT SALES CHARGE DISCOUNTS, DESPITE THE FACT THAT THE FIRM DID NOT EFFECTIVELY TRAIN REPRESENTATIVES AND THEIR SUPERVISORS TO IDENTIFY AND APPLY SUCH SALES CHARGE DISCOUNTS. THE FIRM ALSO FAILED TO MAINTAIN ANY WSPs WITH RESPECT TO THE IDENTIFICATION OF UIT TRANSACTIONS ELIGIBLE FOR SALES CHARGE DISCOUNTS.
Initiated By:	FINRA
Date Initiated:	10/19/2015
Docket/Case Number:	2014041677101



Principal Product Type:	Unit Investment Trust(s)
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Other
Other Sanction(s)/Relief Sought:	N/A
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	10/19/2015
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	No
Sanctions Ordered:	Censure Monetary/Fine \$150,000.00 Disgorgement/Restitution
Other Sanctions Ordered:	
Sanction Details:	THE FIRM WAS CENSURED, FINED \$150,000, AND PAID RESTITUTION OF \$197,757.78 TO CUSTOMERS. FINE PAID IN FULL ON NOVEMBER 3, 2015.
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 IDENTIFY AND APPLY SALES CHARGE DISCOUNTS TO CERTAIN CUSTOMERS' ELIGIBLE PURCHASES OF UNIT INVESTMENT TRUSTS (UITs) RESULTING IN CUSTOMERS PAYING EXCESSIVE SALES CHARGES OF APPROXIMATELY \$197,757.78. THE FINDINGS STATED THAT THE FIRM HAS PAID RESTITUTION TO ALL AFFECTED CUSTOMERS. THE FINDINGS ALSO STATED THAT THE FIRM FAILED TO ESTABLISH, MAINTAIN AND ENFORCE A SUPERVISORY SYSTEM AND WRITTEN SUPERVISORY PROCEDURES (WSPS) REASONABLY DESIGNED TO ENSURE THAT CUSTOMERS RECEIVED SALES CHARGE DISCOUNTS ON ALL ELIGIBLE UIT PURCHASES. THE FIRM RELIED PRIMARILY ON ITS REGISTERED REPRESENTATIVES TO ENSURE THAT CUSTOMERS RECEIVED APPROPRIATE UIT SALES CHARGE



DISCOUNTS, DESPITE THE FACT THAT THE FIRM DID NOT EFFECTIVELY TRAIN REPRESENTATIVES AND THEIR SUPERVISORS TO IDENTIFY AND APPLY SUCH SALES CHARGE DISCOUNTS. THE FIRM ALSO FAILED TO MAINTAIN ANY WSPS WITH RESPECT TO THE IDENTIFICATION OF UIT TRANSACTIONS ELIGIBLE FOR SALES CHARGE DISCOUNTS.

Initiated By:	FINRA
Date Initiated:	10/19/2015
Docket/Case Number:	2014041677101
Principal Product Type:	Unit Investment Trust(s)
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Censure
Other Sanction(s)/Relief Sought:	THE FIRM WAS CENSURED, FINED \$150,000 AND PAID \$197,757.78 IN RESTITUTION.
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	10/19/2015
Sanctions Ordered:	Censure Monetary/Fine \$150,000.00 Disgorgement/Restitution
Other Sanctions Ordered:	
Sanction Details:	THE FIRM WAS CENSURED, AS OF FEBRUARY 27, 2015 PAID RESTITUTION OF \$197,757.78 AND ON NOVEMBER 3, 2015 PAID A FINE OF \$150,000.
Firm Statement	ON OCTOBER 19, 2015, WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO SANCTIONS AND TO THE ENTRY OF FINDINGS THAT IT FAILED TO IDENTIFY AND APPLY CERTAIN ROLLOVER AND VOLUME BREAKPOINT DISCOUNTS TO CERTAIN CUSTOMERS WITH ELIGIBLE PURCHASE OF UNIT INVESTMENT TRUSTS RESULTING IN THOSE CUSTOMERS PAYING EXCESSIVE SALES CHARGES OF \$197,757.78. THE FIRM WAS CENSURED, AS OF FEBRUARY 27, 2015 PAID FULL RESTITUTION TO ALL AFFECTED CUSTOMERS, AND ON NOVEMBER 3, 2015 PAID A FINE OF \$150,000.

Disclosure 4 of 13

Reporting Source:	Regulator
Current Status:	Final
Allegations:	SEC ADMIN RELEASES 33-9950; 34-76047; SEPTEMBER 30, 2015: THE



SECURITIES AND EXCHANGE COMMISSION DEEMS IT APPROPRIATE AND IN THE PUBLIC INTEREST THAT PUBLIC ADMINISTRATIVE AND CEASE-AND-DESIST PROCEEDINGS BE, AND HEREBY ARE, INSTITUTED AGAINST COMERICA SECURITIES, INC., ("RESPONDENT"). RESPONDENT WILLFULLY VIOLATED SECTION 17(A)(2) OF THE SECURITIES ACT. THIS MATTER INVOLVES VIOLATIONS OF AN ANTIFRAUD PROVISION OF THE FEDERAL SECURITIES LAWS IN CONNECTION WITH RESPONDENT'S UNDERWRITING OF CERTAIN MUNICIPAL SECURITIES OFFERINGS. RESPONDENT, A REGISTERED BROKER-DEALER, CONDUCTED INADEQUATE DUE DILIGENCE IN CERTAIN OFFERINGS AND AS A RESULT, FAILED TO FORM A REASONABLE BASIS FOR BELIEVING THE TRUTHFULNESS OF CERTAIN MATERIAL REPRESENTATIONS IN OFFICIAL STATEMENTS ISSUED IN CONNECTION WITH THOSE OFFERINGS. THIS RESULTED IN RESPONDENT OFFERING AND SELLING MUNICIPAL SECURITIES ON THE BASIS OF MATERIALLY MISLEADING DISCLOSURE DOCUMENTS. THE VIOLATIONS WERE SELF-REPORTED BY RESPONDENT TO THE COMMISSION PURSUANT TO THE DIVISION OF ENFORCEMENT'S (THE "DIVISION") MUNICIPALITIES CONTINUING DISCLOSURE COOPERATION (MCDC) INITIATIVE.

Initiated By: UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Date Initiated: 09/30/2015

Docket/Case Number: 3-16862

Principal Product Type: Debt - Municipal

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Cease and Desist

Other Sanction(s)/Relief Sought:

Resolution: Order

Resolution Date: 09/30/2015

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

Sanctions Ordered: Monetary/Fine \$60,000.00
Cease and Desist/Injunction

Other Sanctions Ordered: UNDERTAKINGS

**Sanction Details:**

THE RESPONDENT SHALL CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTION 17(A)(2) OF THE SECURITIES ACT, PAY A CIVIL MONEY PENALTY IN THE AMOUNT OF \$60,000.00 AND COMPLY WITH THE UNDERTAKINGS ENUMERATED IN THE OFFER OF SETTLEMENT.

Regulator Statement

IN ANTICIPATION OF THE INSTITUTION OF THESE PROCEEDINGS, RESPONDENT HAS SUBMITTED AN OFFER OF SETTLEMENT (THE "OFFER") WHICH THE COMMISSION HAS DETERMINED TO ACCEPT. SOLELY FOR THE PURPOSE OF THESE PROCEEDINGS AND ANY OTHER PROCEEDINGS BROUGHT BY OR ON BEHALF OF THE COMMISSION, OR TO WHICH THE COMMISSION IS A PARTY, AND WITHOUT ADMITTING OR DENYING THE FINDINGS, EXCEPT AS TO THE COMMISSION'S JURISDICTION OVER IT AND THE SUBJECT MATTER OF THESE PROCEEDINGS, WHICH ARE ADMITTED, RESPONDENT CONSENTS TO THE ENTRY OF THIS ORDER INSTITUTING ADMINISTRATIVE AND CEASE-AND-DESIST PROCEEDINGS PURSUANT TO SECTION 8A OF THE SECURITIES ACT OF 1933 AND SECTION 15(B) OF THE SECURITIES EXCHANGE ACT OF 1934, MAKING FINDINGS, AND IMPOSING REMEDIAL SANCTIONS AND A CEASE-AND-DESIST ORDER. IN VIEW OF THE FOREGOING, THE COMMISSION DEEMS IT APPROPRIATE AND IN THE PUBLIC INTEREST TO IMPOSE THE SANCTIONS AGREED TO IN RESPONDENT'S OFFER. ACCORDINGLY, IT IS HEREBY ORDERED THAT RESPONDENT SHALL, CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF 17(A)(2) OF THE SECURITIES ACT; WITHIN TEN (10) DAYS OF THE ENTRY OF THIS ORDER, PAY A CIVIL MONEY PENALTY IN THE AMOUNT OF \$60,000.00 TO THE SECURITIES AND EXCHANGE COMMISSION; AND RETAIN AN INDEPENDENT CONSULTANT TO CONDUCT A REVIEW OF RESPONDENT'S POLICIES AND PROCEDURES AS THEY RELATE TO MUNICIPAL SECURITIES UNDERWRITING DUE DILIGENCE.

Reporting Source:

Firm

Current Status:

Final

Allegations:

SEC ADMIN RELEASES 33-9950; 34-76047; SEPTEMBER 30, 2015: THE SECURITIES AND EXCHANGE COMMISSION DEEMS IT APPROPRIATE AND IN THE PUBLIC INTEREST THAT PUBLIC ADMINISTRATIVE AND CEASE-AND-DESIST PROCEEDINGS BE, AND HEREBY ARE, INSTITUTED AGAINST COMERICA SECURITIES, INC., ("RESPONDENT"). RESPONDENT WILLFULLY VIOLATED SECTION 17(A)(2) OF THE SECURITIES ACT. THIS MATTER INVOLVES VIOLATIONS OF AN ANTIFRAUD PROVISION OF THE FEDERAL SECURITIES LAWS IN CONNECTION WITH RESPONDENT'S UNDERWRITING OF CERTAIN MUNICIPAL SECURITIES OFFERINGS. RESPONDENT, A REGISTERED BROKER-DEALER, CONDUCTED INADEQUATE DUE



DILIGENCE IN CERTAIN OFFERINGS AND AS A RESULT, FAILED TO FORM A REASONABLE BASIS FOR BELIEVING THE TRUTHFULNESS OF CERTAIN MATERIAL REPRESENTATIONS IN OFFICIAL STATEMENTS ISSUED IN CONNECTION WITH THOSE OFFERINGS. THIS RESULTED IN RESPONDENT OFFERING AND SELLING MUNICIPAL SECURITIES ON THE BASIS OF MATERIALLY MISLEADING DISCLOSURE DOCUMENTS. THE VIOLATIONS WERE SELF-REPORTED BY RESPONDENT TO THE COMMISSION PURSUANT TO THE DIVISION OF ENFORCEMENT'S (THE "DIVISION") MUNICIPALITIES CONTINUING DISCLOSURE COOPERATION (MCDC) INITIATIVE.

Initiated By:	UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Date Initiated:	09/30/2015
Docket/Case Number:	3-16862
Principal Product Type:	Debt - Municipal
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Cease and Desist
Other Sanction(s)/Relief Sought:	CIVIL PENALTY AND UNDERTAKINGS
Resolution:	Order
Resolution Date:	09/30/2015
Sanctions Ordered:	Monetary/Fine \$60,000.00 Cease and Desist/Injunction
Other Sanctions Ordered:	UNDERTAKINGS
Sanction Details:	THE RESPONDENT SHALL CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATIONS OF SECTION 17(A)(2) OF THE SECURITIES ACT, PAY A CIVIL MONEY PENALTY IN THE AMOUNT OF \$60,000.00 AND COMPLY WITH THE UNDERTAKINGS ENUMERATED IN THE OFFER OF SETTLEMENT.
Firm Statement	PURSUANT TO THE SECURITIES AND EXCHANGE COMMISSION'S (SECS) MUNICIPALITIES CONTINUING DISCLOSURE COOPERATION ("MCDC") INITIATIVE, COMERICA SECURITIES, ALONG WITH NUMEROUS MUNICIPAL SECURITIES UNDERWRITERS, VOLUNTARILY SELF-REPORTED TO THE SEC INSTANCES IN WHICH AN ISSUER'S FAILURE TO MATERIALLY COMPLY WITH ITS CONTINUING DISCLOSURE REQUIREMENTS WAS NOT ACCURATELY DESCRIBED IN AN OFFICIAL STATEMENT AS REQUIRED UNDER SEC RULE 15C2-12. THE SEC FOUND THAT COMERICA SECURITIES FAILED TO CONDUCT ADEQUATE DUE DILIGENCE IN CERTAIN OFFERINGS



AND AS A RESULT, FAILED TO FORM A REASONABLE BASIS FOR BELIEVING THE TRUTHFULNESS OF CERTAIN MATERIAL REPRESENTATIONS IN OFFICIAL STATEMENTS ISSUED IN CONNECTION WITH THOSE OFFERINGS, WHICH RESULTED IN COMERICA SECURITIES OFFERING AND SELLING MUNICIPAL SECURITIES ON THE BASIS OF MATERIALLY MISLEADING DISCLOSURE DOCUMENTS IN VIOLATION OF SECTION 17(A)(2) OF THE SECURITIES ACT. ON SEPTEMBER 30, 2015 WITHOUT ADMITTING OR DENYING THE FINDINGS, COMERICA SECURITIES CONSENTED TO THE ENTRY OF AN ORDER BY THE SEC INSTITUTING ADMINISTRATIVE AND CEASE-AND-DESIST PROCEEDINGS PURSUANT TO SECTION 8A OF THE SECURITIES ACT OF 1933 AND SECTION 15(B) OF THE SECURITIES ACT OF 1934. COMERICA SECURITIES AGREED TO COMPLY WITH THE UNDERTAKINGS ENUMERATED IN THE ORDER AND PAID A FINE OF \$60,000.00 ON OCTOBER 5, 2015.

Disclosure 5 of 13

Reporting Source: Regulator

Current Status: Final

Allegations: NASD RULES 2110, 2210, 2211, 3010, MSRB RULES G-17, G-21, G-27 - COMERICA, INC. USED MATERIALS WITH CUSTOMER AND PROSPECTIVE CUSTOMERS THAT WERE NOT FAIR AND BALANCED AND DID NOT PROVIDE A SOUND BASIS FOR EVALUATING THE FACTS IN REGARD TO PURCHASES OF ARS. THE MATERIALS USED BY THE FIRM FAILED TO ADEQUATELY DISCLOSE THE RISKS OF INVESTING IN ARS, INCLUDING THE RISK THAT ARS AUCTIONS COULD FAIL; THAT INVESTMENTS IN ARS COULD BECOME ILLIQUID, AND THAT CUSTOMERS MIGHT BE UNABLE TO OBTAIN ACCESS TO FUNDS INVESTED IN ARS FOR SUBSTANTIAL PERIODS OF TIME. THE FIRM'S MATERIALS MADE INAPPROPRIATE COMPARISONS BETWEEN ARS AND OTHER MATERIALLY DIFFERENT INVESTMENTS. THE FIRM FAILED TO ESTABLISH AND MAINTAIN PROCEDURES REASONABLY DESIGNED TO ENSURE THAT IT MARKETED AND SOLD ARS IN COMPLIANCE WITH FEDERAL SECURITIES LAWS AND APPLICABLE NASD AND MSRB RULES. THE FIRM FAILED TO PROVIDE ADEQUATE TRAINING TO ITS REGISTERED REPRESENTATIVES REGARDING ARS AND OTHER INVESTMENTS. THE FIRM FAILED TO ESTABLISH AND MAINTAIN PROCEDURES REASONABLY DESIGNED TO ENSURE THAT MARKETING AND SALE OF ARS MATERIALS COMPLIED WITH THE APPROPRIATE DISCLOSURE STANDARDS IN NASD RULES 2210, 2211 AND MSRB RULE G-21.

Initiated By: FINRA

Date Initiated: 01/05/2009



Docket/Case Number:	2008013055501
Principal Product Type:	Other
Other Product Type(s):	AUCTION RATE SECURITIES (ARS)
Principal Sanction(s)/Relief Sought:	
Other Sanction(s)/Relief Sought:	
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	01/05/2009
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	No
Sanctions Ordered:	Censure Monetary/Fine \$750,000.00
Other Sanctions Ordered:	UNDERTAKINGS: THE FIRM OR AN AFFILIATE HAS OFFERED PURSUANT TO AN AGREEMENT TO PURCHASE AT PAR ARS PURCHASED THROUGH THE FIRM DURING A CERTAIN PERIOD BY INVESTORS IN THE RELEVANT CLASS THAT ARE SUBJECT TO AUCTIONS THAT HAVE NOT BEEN SUCCESSFUL AS OF 9/16/08 AND ARE NOT SUBJECT TO CURRENT CALLS OR REDEMPTIONS FROM ALL INVESTORS IN THE RELEVANT CLASS. THE FIRM OR AN AFFILIATE SHALL COMMENCE THE BUYBACK NO LATER THAN 30 DAYS FOLLOWING THE DATE THIS AWC IS ACCEPTED AND BE COMPLETED NO LATER THAN 60 DAYS THEREAFTER. SIX MONTHS FROM THE DATE THIS AWC IS ACCEPTED, THE FIRM SHALL MAKE ITS BEST EFFORTS TO PROVIDE LIQUIDITY TO ALL OTHER INVESTORS NOT IN THE RELEVANT CLASS BUT WHO PURCHASED ELIGIBLE ARS FROM THE FIRM. NO LATER THAN THE COMPLETION OF THE BUYBACK, ANY INDIVIDUAL INVESTOR IN THE RELEVANT CLASS THAT THE FIRM CAN REASONABLY IDENTIFY WHO SOLD ELIGIBLE ARS BELOW PAR BETWEEN CERTAIN DATES WILL BE PAID THE DIFFERENCE BETWEEN PAR AND THE PRICE AT WHICH THE INVESTOR SOLD THE ELIGIBLE ARS. THE FIRM AGREES TO ARBITRATION CLAIMS FOR CONSEQUENTIAL DAMAGES THROUGH A SPECIAL ARBITRATION PROGRAM. [CONTINUED IN COMMENTS]
Sanction Details:	WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE DESCRIBED SANCTIONS AND TO THE ENTRY OF FINDINGS; THEREFORE, THE FIRM IS CENSURED, FINED \$750,000 AND REQUIRED TO COMPLY WITH THE UNDERTAKINGS.

**Regulator Statement**

THE FIRM SHALL PROVIDE FINRA WITH A REPORT NO LATER THAN 30 DAYS FOLLOWING COMPLETION OF THE BUYBACK SETTING FORTH THE NAMES AND ACCOUNT NUMBERS OF ALL INDIVIDUAL INVESTORS IN THE RELEVANT CLASS TO WHOM THE BUYBACK OFFER WAS MADE, AN ACCOUNTING OF EACH INSTANCE WHEN INDIVIDUAL INVESTORS ACCEPTED THE BUYBACK OFFER AND SOLD ELIGIBLE ARS TO THE FIRM, AND THE NAMES, ACCOUNT NUMBERS, AND AN ACCOUNTING OF THOSE INVESTORS PAID WHO SOLD BELOW PAR DURING A CERTAIN PERIOD.

Reporting Source:

Firm

Current Status:

Final

Allegations:

NASD RULES 2110,2210,2211,3010, MSRB RULES G-17,G-21,G-27 COMERICA SECURITIES USED MATERIALS WITH CUSTOMER AND PROSPECTIVE CUSTOMERS THAT WERE NOT FAIR AND BALANCED AND DID NOT PROVIDE A SOUND BASIS FOR EVALUATING THE FACTS IN REGARD TO PURCHASES OF ARS. THE MATERIALS USED BY THE FIRM FAILED TO ADEQUATELY DISCLOSE THE RISKS OF INVESTING IN ARS, INCLUDING THE RISK THAT ARS AUCTIONS WOULD FAIL; THAT INVESTMENTS IN ARS COULD BECOME ILLIQUID, AND THAT CUSTOMERS MIGHT BE UNABLE TO OBTAIN ACCESS TO FUNDS INVESTED IN ARS FOR SUBSTANTIAL PERIODS OF TIME. THE FIRM'S MATERIALS MADE INAPPROPRIATE COMPARISONS BETWEEN ARS AND OTHER MATERIALLY DIFFERENT INVESTMENTS. THE FIRM FAILED TO ESTABLISH AND MAINTAIN PROCEDURES REASONABLY DESIGNED TO ENSURE THAT IT MARKETED AND SOLD ARS IN COMPLIANCE WITH FEDERAL SECURITIES LAWS AND APPLICABLE NASD AND MSRB RULES. THE FIRM FAILED TO PROVIDE ADEQUATE TRAINING TO ITS REGISTERED REPRESENTATIVES REGARDING ARS AND OTHER INVESTMENTS. THE FIRM FAILED TO ESTABLISH AND MAINTAIN PROCEDURES REASONABLY DESIGNED TO ENSURE THAT MARKETING AND SALE OF ARS MATERIALS COMPLIED WITH THE APPROPRIATE DISCLOSURE STANDARDS IN NASD RULES 2210,2211,AND MSRB RULE G-21.

Initiated By:

FINANCIAL INDUSTRY REGULATORY AGENCY (FINRA)

Date Initiated:

01/05/2009

Docket/Case Number:[2008013055501](#)**Principal Product Type:**

Other

Other Product Type(s):

AUCTION RATE SECURITIES (ARS)

Principal Sanction(s)/Relief Sought:



Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 01/05/2009

Sanctions Ordered: Censure
Monetary/Fine \$750,000.00

Other Sanctions Ordered: UNDERTAKINGS: THE FIRM OR AN AFFILKIATE HAS OFFERED PURSUANT TO AN AGREEMENT TO PURCHASE AT PAR ARS PURCHASED THROUGH THE FIRM DURING A CERTAIN PERIOD BY INVESTORS IN THE RELEVANT CLASS THAT ARE SUBJECT TO AUCTIONS THAT HAVE NOT BEEN SUCCESSFUL AS OF 9/16/08 AND ARE NOT SUBJECT TO CURRENT CALLS OR REDEMPTIONS FROM ALL INVESTORS IN THE RELEVANT CLASS. THE FIRM OR AN AFFILIATE SHALL COMMENCE THE BUYBACK NO LATER THAN 30 DAYS FOLLOWING THE DATE THIS AWC IS ACCEPTED AND BE COMPLETED NO LATER THAN 60 DAYS THEREAFTER. SIX MONTHS FROM THE DATE THIS AWC IS ACCEPTED, THE FIRM SHALL MAKE ITS BEST EFFORTS TO PROVIDE LIQUIDITY TO ALL OTHER INVESTORS NOT IN THE RELEVANT CLASS BUT WHO PURCHASED ELIGIBLE ARS FROM THE FIRM. NO LATER THAN THE COMPLETION OF TH BUYBACK, ANY INDIVIDUAL INVESTOR IN THE RELEVANT CLASS THAT THE FIRM CAN REASONABLY IDENTIFY WHO SOLD ELIGIBLE ARS BELOW PAR BETWEEN CERTAIN DATES WILL BE PAID THE DIFFERENCE BETWEEN PAR AND THE PRICE AT WHICH THE INVESTOR SOLD THE ELIGIBLE ARS. THE FIRM AGREES TO ARBITRATION CLAIMS FOR CONSEQUENTIAL DAMAGES THROUGH A SPECIAL ARBITRATION PROGRAM.(CONTINUED IN COMMENTS)#13

Sanction Details: WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE DESCRIBED SANCTIONS AND TO THE ENTRY OF FINDINGS; THEREFORE, THE FIRM IS CENSURED, FINED \$750,000.00 AND REQUIRED TO COMPLY WITH THE UNDERTAKINGS.

Firm Statement THE FIRM SHALL PROVIDE FINRA WITH A REPORT NO LATER THAN 30 DAYS FOLLOWING COMPLETION OF THE BUYBACK SETTING FORTH THE NAMES AND ACCOUNT NUMBERS OF ALL INDIVIDUAL INVESTORS IN THE RELEVANT CLASS TO WHOM THE BUYBACK OFFER WAS MADE, AN ACCOUNTING OF EACH INSTANCE WHEN INDIVIDUAL INVESTORS ACCEPTED THE BUYBACK OFFER AND SOLD ELIGIBLE ARS TO THE FIRM, AND THE NAMES, ACCOUNT NUMBERS AND AN ACCOUNTING OF THOSE INVESTORS PAID WHO SOLD BELOW PAR DURING A CERTAIN PERIOD

Disclosure 6 of 13

Reporting Source: Regulator



Current Status: Final

Allegations: NASD RULE 6230(A) - RESPONDENT MEMBER FAILED TO REPORT TO THE TRADE REPORTING AND COMPLIANCE ENGINE (TRACE) TRANSACTIONS IN TRACE-ELIGIBLE SECURITIES EXECUTED ON A BUSINESS DAY DURING TRACE SYSTEM HOURS WITHIN 30 MINUTES OF THE TIME OF EXECUTION.

Initiated By: NASD

Date Initiated: 08/21/2007

Docket/Case Number: 20050014036-01

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 08/21/2007

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$7,500.00

Other Sanctions Ordered:

Sanction Details: WITHOUT ADMITTING OR DENYING THE FINDINGS,COMERICA SECURITIES CONSENTED TO THE DESCRIBED SANCTIONS AND TO THE ENTRY OF FINDINGS, THEREFORE, THE FIRM IS CENSURED AND FINED \$7,500.

Reporting Source: Firm

Current Status: Final

Allegations: NASD RULE 6230(A) - FIRM FAILED TO REPORT TO THE TRADE REPORTING AND COMPLIANCE ENGINE (TRACE) TRANSACTIONS IN TRACE-ELIGIBLE SECURITIES EXECUTED ON A BUSINESS DAY DURING TRACE SYSTEM HOURS WITHIN 30 MINUTES OF THE TIME OF EXECUTION.



Initiated By: FINANCIAL INDUSTRY REGULATORY AUTHORITY (FINRA)
Date Initiated: 08/21/2007
Docket/Case Number: 20050014036-01
Principal Product Type: No Product
Other Product Type(s):
Principal Sanction(s)/Relief Sought:
Other Sanction(s)/Relief Sought:
Resolution: Acceptance, Waiver & Consent(AWC)
Resolution Date: 08/21/2007
Sanctions Ordered: Censure
 Monetary/Fine \$7,500.00
Other Sanctions Ordered:
Sanction Details: WITHOUT ADMITTING OR DENYING THE FINDINGS, COMERICA SECURITIES
 CONSENTED TO THE DESCRIBED SANCTIONS AND TO THE ENTRY OF
 FINDINGS. COMERICA SECURITIES WAS CENSURED AND FINED \$7500.

Disclosure 7 of 13

Reporting Source: Regulator
Current Status: Final
Allegations: NASD CONDUCT RULE 2110 AND NASD MEMBERSHIP AND REGISTRATION
 RULE 1031 - RESPONDENT MEMBER ALLOWED ONE OF ITS
 REPRESENTATIVE TO ENGAGE IN THE INVESTMENT BANKING AND
 SECURITIES BUSINESS, WHICH CONSISTED OF PROCESSING MONEY
 MARKET MUTUAL FUND ORDERS; HOWEVER, THE REPRESENTATIVE WAS
 NOT REGISTERED WITH NASD.
Initiated By: NASD
Date Initiated: 07/10/2003
Docket/Case Number: C8A030059
Principal Product Type: Other
Other Product Type(s): MONEY MARKET MUTUAL FUND



Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 07/10/2003

Sanctions Ordered: Monetary/Fine \$5,000.00

Other Sanctions Ordered:

Sanction Details: WITHOUT ADMITTING OR DENYING THE ALLEGATIONS, RESPONDENT MEMBER CONSENTED TO THE DESCRIBED SANCTION AND TO THE ENTRY OF FINDINGS; THEREFORE, THE FIRM IS FINED \$5,000.

Reporting Source: Firm

Current Status: Final

Allegations: DURING THE PERIOD FROM ON OR ABOUT SEPTEMBER 9, 2001 TO ON OR ABOUT DECEMBER 31, 2001 RESPONDENT COMERICA SECURITIES, INC. ALLOWED ONE OF ITS REPRESENTATIVES TO ENGAGE IN THE INVESTMENT BANKING AND SECURITIES BUSINESS, WHICH CONSISTED OF PROCESSING MONEY MARKET MUTUAL FUND ORDERS WHILE THE REPRESENTATIVE WAS NOT REGISTERED WITH NASD. THIS RESULTED IN VIOLATIONS OF NASD MEMBERSHIP AND REGISTRATION RULE 1031 AND NASD CONDUCT RULE 2110 BY RESPONDENT COMERICA SECURITIES.

Initiated By: NATIONAL ASSOCIATION OF SECURITIES DEALERS

Date Initiated: 06/17/2003

Docket/Case Number: C8A030059

Principal Product Type: Money Market Fund(s)

Other Product Type(s): NONE

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought: NONE

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 07/09/2003



Sanctions Ordered:	Monetary/Fine \$5,000.00
Other Sanctions Ordered:	NONE
Sanction Details:	COMERICA SECURITIES CONSENTED TO THE IMPOSITION OF A MONETARY FINE OF \$5,000.

Disclosure 8 of 13

Reporting Source:	Firm
Current Status:	Final
Allegations:	THAT THE APPLICANT EFFECTED TRANSACTIONS IN SECURITIES ABSENT REGISTRATION AS A BROKER-DEALER AND EMPLOYED TWO UNREGISTERED AGENTS.
Initiated By:	STATE OF HAWAII DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS
Date Initiated:	01/10/1995
Docket/Case Number:	CASE SEV95028
Principal Product Type:	Equity - OTC
Other Product Type(s):	EQUITY LISTED (COMMON & PREFERRED STOCK) MONEY MARKET FUNDS(S)
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	
Resolution:	Consent
Resolution Date:	06/02/1995
Sanctions Ordered:	Monetary/Fine \$500.00
Other Sanctions Ordered:	THE APPLICANT AND THE UNREGISTERED AGENTS, WHILE DENYING ANY VIOLATION OF THE HAWAII UNIFORM SECURITIES ACT, ENTERED INTO A CONSENT AGREEMENT WITH THE OFFICE OF THE COMMISSIONER, PROVIDING THAT THE APPLICANT AND THE UNREGISTERED AGENTS SHALL NOT ENGAGE IN ANY SECURITIES TRANSACTIONS IN THE STATE OF HAWAII UNLESS AND UNTIL PROPERLY REGISTERED AND UPON THE PAYMENT OF \$500 CIVIL PENALTIES EACH.
Sanction Details:	FINE OF \$500 TO COMERICA SECURITIES PAID ON 06/02/1995.
Firm Statement	THE APPLICANT AND ONE OF THE AGENTS HAVE BECOME REGISTERED IN THE STATE OF HAWAII.

**Disclosure 9 of 13**

Reporting Source: Regulator

Current Status: Final

Allegations: NASD RULES 1120(A), AND 2110 - RESPONDENT MEMBER, ACTING THROUGH AN INDIVIDUAL, PERMITTED ANOTHER INDIVIDUAL TO CONTINUE TO PERFORM DUTIES AS A REGISTERED REPRESENTATIVE OF THE FIRM DESPITE THE FACT THAT HIS REGISTRATION WITH THE NASD WAS INACTIVE DUE TO HIS FAILURE TO COMPLETE THE REGULATORY ELEMENT OF THE NASD'S CONTINUING EDUCATION PROGRAM).

Initiated By: NATIONAL ASSOCIATION OF SECURITIES DEALERS, INC.

Date Initiated: 06/18/1999

Docket/Case Number: C8A990055

Principal Product Type: Other

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 06/18/1999

Sanctions Ordered: Censure
Monetary/Fine \$4,000.00

Other Sanctions Ordered:

Sanction Details: WITHOUT ADMITTING OR DENYING THE ALLEGATIONS, COMERICA SECURITIES CONSENTED TO THE DESCRIBED SANCTIONS AND TO THE ENTRY OF FINDINGS, THEREFORE, THE FIRM IS CENSURED AND FINED \$4,000, JOINTLY AND SEVERALLY.

Reporting Source: Firm

Current Status: Final

Allegations: IT WAS ALLEGED THAT MEMBER ACTING THROUGH ITS PRINCIPAL, PERMITTED AN INDIVIDUAL TO CONTINUE TO PERFORM DUTIES OF A REGISTERED REPRESENTATIVE, INCLUDING EFFECTING TRANSACTIONS



FOR PUBLIC CUSTOMERS, DESPITE THE FACT THAT SAID INDIVIDUAL'S REGISTRATION WITH THE NASDR WAS INACTIVE DUE TO HIS FAILURE TO COMPLETE THE REGULATORY ELEMENT OF THE NASDR'S CONTINUING EDUCATION PROGRAM.

Initiated By: NASDR, INC.

Date Initiated: 07/27/1998

Docket/Case Number: COMPLAINT NUMBER C8A990055

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:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 06/18/1999

Sanctions Ordered: Censure
Monetary/Fine \$4,000.00

Other Sanctions Ordered:

Sanction Details: WITHOUT ADMITTING OR DENYING THE ALLEGATIONS, COMERICA SECURITIES CONSENTED TO THE DESCRIBED SACTIONS AND TO THE OTHER ENTRY OF FINDINGS, THEREFORE, THE FIRM IS CENSURED AND FINED \$4000, JOINTLY AND SEVERALLY.

Firm Statement THE COMPLIANCE DEPARTMENT SENT TWO NOTICES TO THE REP ABOUT HIS CE WINDOW. AT THE TIME, THE PRINCIPAL HAD COMPLIANCE OVERSIGHT OF 115 REGISTERED PEOPLE IN DIVERSE BUSINESS UNITS. ON MONDAY, MARCH 3,1997, THE SEC ARRIVED FOR AN UNANNOUNCED ROUTINE EXAM; THE FIRST SEC EXAM OF THE FIRM. THAT DAY THE SEC REQUESTED THAT 112 ITEMS BE PRODUCED AS SOON AS POSSIBLE. THE FULL RESPONSIBILITY FOR THE EXAM, INCLUDING DOCUMENT PRODUCTION AND INTERVIEWS, WAS WITH THE PRINCIPAL AND FINOP, WHO HAD ONLY BEEN WITH THE FIRM FOR FIVE WEEKS. THE BULK OF THE RESPONSIBILITY FELL TO THE PRINCIPAL IN QUESTION. THE REP'S WINDOW CLOSED WITHOUT DETECTION BY THE PRINCIPAL, AND HE STAYED IN THE FIELD WHILE INACTIVE. AS SOON AS THE FIRM RECEIVED NOTICE FROM THE CRD, THE PRINCIPAL IMMEDIATELY CONTACTED THE REP AND HIS SUPERVISOR AND HE WAS PULLED FROM THE FIELD. COMERICA SECIURITIES THEN TOOK THE NECESSARY STEPS TO HAVE HIM FORFEIT ANY COMMISSIONS GENERATED BY BUSINESS CONDUCTED



WHILE HE WAS INACTIVE.

Disclosure 10 of 13

Reporting Source: Regulator

Current Status: Final

Allegations:

Initiated By: NATIONAL ASSOCIATION OF SECURITIES DEALERS, INC.

Date Initiated: 11/05/1996

Docket/Case Number: C8A960062

Principal Product Type:

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 11/05/1996

Sanctions Ordered: Censure
Monetary/Fine \$2,500.00

Other Sanctions Ordered:

Sanction Details:

Regulator Statement

ON NOVEMBER 5, 1996, DISTRICT NO. 8 NOTIFIED COMERICA SECURITIES AND LARRY CHARLES KREUL THAT THE LETTER OF ACCEPTANCE, WAIVER AND CONSENT NO. C8A960062 WAS ACCEPTED; THEREFORE, THEY ARE CENSURED AND FINED \$2,500, JOINTLY AND SEVERALLY - (NASD RULE 2110 - RESPONDENT MEMBER, ACTING THROUGH RESPONDENT KREUL, FAILED TO PREPARE AND MAINTAIN A CURRENT AND ACCURATE TRIAL BALANCE AND GENERAL LEDGER; FAILED TO PROPERLY FUND ITS SPECIAL RESERVE ACCOUNT; AND, FAILED TO PREPARE AND MAINTAIN A RESERVE COMPUTATION).

****\$2,500.00 PAID J&S ON 11/21/96, INVOICE #96-8A-841****



Reporting Source:	Firm
Current Status:	Final
Allegations:	IT WAS ALLEGED THAT MEMBER ACTING THROUGH FINOP FAILED TO PREPARE AND MAINTAIN ACCURATE GENERAL LEDGER FOR NOV. 1995; FAILED TO PROPERLY FUND SPECIAL RESERVE ACCOUNT FOR NOV. 1995; AND FAILED TP PREPARE AND MAINTAIN RESERVE COMPUTATION FOR NOV. 1995.
Initiated By:	NASDR, INC.
Date Initiated:	12/19/1995
Docket/Case Number:	COMPLAINT NUMBER C8A960062
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:	
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	11/05/1996
Sanctions Ordered:	Censure Monetary/Fine \$2,500.00
Other Sanctions Ordered:	
Sanction Details:	COMERICA SECURITIES AND ITS FINOP WAS FINED AND CENSURED FOR FAILING TO MAINTAIN ACCURATE GENREAL LEDGER, FAILED TO PROPERLY FUND SPECIAL ACCOUNT, AND MAINTAIN RESERVE COMPUTATION FOR NOVEMBER 1995. PAID A FINE OF \$2,500.00 JOINT AND SEVERAL ON 08/05/1996.
Firm Statement	IN NOVEMBER 1995, COMERICA SECURITIES CONVERTED IT'S FIXED INCOME TRADING AND ACCOUNTING SYSTEM FROM REALTIME TO INTRADER. AT THE SAME TIME, THE FIRM TOOK ON SAFEKEEPING RESPONSIBILITY AND TRANSFERRED ASSETS FROM COMERICA BANK TO BANKER'S TRUST. NOVEMBER 30, 1995 WAS THE FIRST MONTH END AFTER THESE CHANGES. ACCOUNTS INTENDED TO HAVE A "ZERO BALANCE" DID CONTAIN CUSTOMER CREDITS/DEBITS. "ZERO BALANCE" ACCOUNTS AT THAT TIME WERE NOT CARRIED ON THE GENERAL LEDGER UNDER COMERICA INCORPORATED'S CONTROLLER DEPT. PROCEDURES.



THIS HAS BEEN RECTIFIED AND ALL ACCOUNTS ESTABLISHED ON THE
GENERAL LEDGER.

Disclosure 11 of 13

Reporting Source:	Regulator
Current Status:	Final
Allegations:	UPON FILING A BROKER/DEALER APPLICATION, COMERICA SECURITIES DISCLOSED PRIOR SALES FROM ALABAMA THROUGH AN EMPLOYEE STOCK OWNERSHIP PLAN. MATTER WAS RESOLVED THROUGH CORRESPONDENCE WITH COMERICA SECURITIES.
Initiated By:	AL
Date Initiated:	09/26/1994
Docket/Case Number:	CO-94-0058
URL for Regulatory Action:	
Principal Product Type:	
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	
Other Sanction(s)/Relief Sought:	
Resolution:	Decision
Resolution Date:	09/26/1994
Sanctions Ordered:	
Other Sanctions Ordered:	
Sanction Details:	SAME AS ALLEGATIONS
Regulator Statement	SAME AS ALLEGATIONS CONTACT: ALABAMA SECURITIES COMMISSION (205)242-2984

Reporting Source:	Firm
Current Status:	Final
Allegations:	THAT THE APPLICANT TRANSACTED BUSINESS AS A SECURITIES DEALER



AS A SECURITIES DEALER IN THE STATE OF ALABAMA WHILE UNREGISTERED.

Initiated By:	ALABAMA SECURITIES COMMISSION
Date Initiated:	07/01/1994
Docket/Case Number:	ADMINISTRATIVE ORDER NO. CO940058
Principal Product Type:	Equity Listed (Common & Preferred Stock)
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	
Resolution:	Order
Resolution Date:	09/23/1994
Sanctions Ordered:	Monetary/Fine \$750.00
Other Sanctions Ordered:	THE APPLICANT, WHILE NEITHER ADMITTING NOR DENYING THAT THE ALLEGATIONS WERE TRUE, AND THE ALABAMA SECURITIES COMMISSION ENTERED INTO A CONSENT ORDER PROVIDING THAT THE APPLICANT SHALL REFRAIN FROM SELLING ANY SECURITIES INTO, WITHIN OR FROM THE STATE OF ALABAMA UNTIL PROPERLY REGISTERED, AND PAY \$750 IN ADMINISTRATIVE ASSESSMENTS AND COSTS.
Sanction Details:	ADMINISTRATIVE ASSESSMENT OF \$500 AND INVESTIGATION COSTS WERE PAID ON 09/23/1994.
Firm Statement	THE ALABAMA SECURITIES COMMISSION GRANTED APPLICATION REGISTRATION AS A SECURITIES DEALER.

Disclosure 12 of 13

Reporting Source:	Regulator
Current Status:	Final
Allegations:	Not Provided
Initiated By:	TEXAS STATE SECURITIES BOARD
Date Initiated:	08/01/1994
Docket/Case Number:	CDO-1005
URL for Regulatory Action:	



Principal Product Type:

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Consent

Resolution Date: 08/01/1994

Sanctions Ordered: Cease and Desist/Injunction

Other Sanctions Ordered:

Sanction Details: ON AUGUST 1, 1994, THE TEXAS SECURITIES COMMISSIONER ISSUED AN ORDER GRANTING REGISTRATION OF A DEALER AND CONSENT CEASE AND DESIST ORDER AGAINST COMERICA SECURITIES, INC. THE COMMISSIONER FOUND THAT RESPONDENT AND ITS AGENTS HAD SOLD SECURITIES AT A TIME WHEN NOT PROPERLY REGISTERED IN THE STATE OF TEXAS. THE ORDER WAS CONSENTED TO WITHOUT ADMITTING OR DENYING ANY OF THE FINDINGS OF FACT OR CONCLUSIONS OF LAW CONTAINED THEREIN.

Regulator Statement CONTACT: JOHN PERALTA (512) 305-8392

Reporting Source: Firm

Current Status: Final

Allegations: THAT THE APPLICANT OFFERED FOR SALE AND SOLD SECURITIES THROUGH SALESMEN AND AGENTS TO TEXAS RESIDENTS AT A TIME WHEN NEITHER APPLICANT NOR ITS SALESMEN AND AGENTS WERE REGISTERED UNDER SECTION 12 OF THE TEXAS SECURITIES ACT.

Initiated By: STATE SECURITIES BOARD OF THE STATE OF TEXAS

Date Initiated: 02/15/1994

Docket/Case Number: DOCKET NO. CDO-1005

Principal Product Type: Equity - OTC

Other Product Type(s): EQUITY LISTED (COMMON & PREFERRED STOCK)



Principal Sanction(s)/Relief Sought:	Cease and Desist
Other Sanction(s)/Relief Sought:	
Resolution:	Order
Resolution Date:	08/01/1994
Sanctions Ordered:	Cease and Desist/Injunction
Other Sanctions Ordered:	THE TEXAS SECURITIES COMMISSIONER GRANTED APPLICANT REGISTRATION AS A SECURITIES DEALER AND ENTERED INTO A CONSENT CEASE AND DESIST ORDER WITH APPLICANT AGAINST FUTURE VIOLATIONS OF THE DEALER AND AGENT REGISTRATION PROVISION OF THE TEXAS SECURITIES ACT.
Sanction Details:	THE CEASE AND DESIST ORDER WAS SIGNED BY COMERICA SECURITIES ON 07/29/1994.
Firm Statement	APPLICANT WAS THE SURVIVING CORPORATION IN A MERGER IN MID-1992 OF TWO BROKER-DEALERS (THE OTHER BROKER-DEALER WAS PREVIOUSLY REGISTERED AS A SECURITIES DEALER IN TEXAS). IN JUNE 1992, PRIOR TO THE EFFECTIVE DATE OF THE MERGER, APPLICANT FILED AN APPLICATION FOR REGISTRATION AS A SECURITIES DEALER IN TEXAS. THAT APPLICATION APPARENTLY NEVER WAS FINALIZED, AND THE TEXAS SECURITIES COMMISSIONER SUBSEQUENTLY ALLEGED THAT APPLICANT HAD OFFERED FOR SALE AND SOLD SECURITIES IN TEXAS AT A TIME WHEN NEITHER IT NOR ITS SALESMEN OR AGENTS HAD BEEN REGISTERED UNDER SECT. 12 OF THE TEXAS SECURITIES ACT. FOR PURPOSES OF COMPROMISE AND SETTLEMENT, AND WITHOUT ADMITTING THE COMMISSIONER'S ALLEGATIONS, APPLICANT AGREED TO THE CONSENT CEASE AND DESIST ORDER DESCRIBED ABOVE. THE TEXAS SECURITIES COMMISSIONER ALSO GRANTED APPLICANT REGISTRATION AS A SECURITIES DEALER. THIS FULLY RESOLVED THE ISSUES RAISED BY THE TEXAS SECURITIES COMMISSIONER.

Disclosure 13 of 13

Reporting Source:	Regulator
Current Status:	Final
Allegations:	FROM APPROXIMATELY 1/93 THROUGH 3/94, THE FIRM ALLEGEDLY TRANSACTED BUSINESS AS A BROKER-DEALER ABSENT REGISTRATION UNDER SECTION 36-474(a) OF THE CONNECTICUT UNIFORM SECURITIES ACT AND EMPLOYED UNREGISTERED AGENTS IN



CONTRAVENTION OF SECTION 36-474(b) OF THE ACT.

Initiated By: CONNECTICUT DEPT. OF BANKING

Date Initiated: 08/02/1994

Docket/Case Number: CO-94-2636-S

URL for Regulatory Action:

Principal Product Type:

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Consent

Resolution Date: 08/02/1994

Sanctions Ordered: Cease and Desist/Injunction

Other Sanctions Ordered:

Sanction Details: THE CONSENT ORDER ENTERED ON 8/2/94 DIRECTED THE FIRM TO REFRAIN FROM REGULATORY VIOLATIONS AND REQUIRED THAT THE FIRM REVIEW, REVISE AND IMPLEMENT SUPERVISORY AND COMPLIANCE PROCEDURES DESIGNED TO PREVENT AND DETECT REGULATORY VIOLATIONS. THE CONSENT ORDER ALSO REQUIRED THAT THE FIRM PAY \$2,500 TO THE AGENCY; \$2,000 OF THAT AMOUNT REPRESENTED A CIVIL PENALTY AND UNCOLLECTED REGISTRATION FEES DURING THE PERIOD OF UNREGISTERED ACTIVITY. THE REMAINING \$500 REPRESENTED REIMBURSEMENT FOR DIVISION INVESTIGATIVE COSTS.

Regulator Statement CONTACT: C. ANTANAITIS, 203-566-4560

Reporting Source: Firm

Current Status: Final

Allegations: THAT THE APPLICANT EFFECTED TRANSACTIONS IN SECURITIES ABSENT REGISTRATION AS A BROKER-DEALER AND EMPLOYED UNREGISTERED AGENTS.

Initiated By: BANKING COMMISSIONER OF THE STATE OF CONNECTICUT



Date Initiated:	05/26/1994
Docket/Case Number:	FILE NO. CO942636S
Principal Product Type:	Equity Listed (Common & Preferred Stock)
Other Product Type(s):	MUTUAL FUND(S)
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	CONSENT ORDER
Resolution:	Order
Resolution Date:	08/03/1994
Sanctions Ordered:	Monetary/Fine \$2,500.00 Cease and Desist/Injunction
Other Sanctions Ordered:	APPLICANT, WITHOUT ADMITTING ANY VIOLATIONS AND SOLELY FOR THE PURPOSE OF SETTLEMENT, ENTERED INTO A CONSENT ORDER WITH THE CONNECTICUT BANKING COMMISSIONER AGAINST FUTURE VIOLATIONS OF THE CONNECTICUT UNIFORM SECURITIES ACT, FOR THE IMPLEMENTATION OF CERTAIN SUPERVISORY AND COMPLIANCE PROCEDURES BY APPLICANT, AND FOR THE PAYMENT BY APPLICANT OF \$2500 AS A CIVIL PENALTY, COSTS, AND UNCOLLECTED REGISTRATION FEES.
Sanction Details:	THE FINE OF \$2500 AS PAID ON 7/26/1994.
Firm Statement	ON AUGUST 2, 1994, THE CONNECTICUT BANKING COMMISSIONER ALSO GRANTED APPLICANT REGISTRATION AS A BROKER/DEALER.



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 3

Reporting Source:	Regulator
Type of Event:	ARBITRATION
Allegations:	ACCOUNT ACTIVITY-BRCH OF FIDUCIARY DT; ACCOUNT ACTIVITY-OMISSION OF FACTS; ACCOUNT RELATED-FAILURE TO SUPERVISE; ACCOUNT RELATED-NEGLIGENCE
Arbitration Forum:	NASD
Case Initiated:	10/03/2002
Case Number:	02-05494
Disputed Product Type:	ANNUITIES; NO OTHER TYPE OF SEC INVOLVE
Sum of All Relief Requested:	\$120,000.00
Disposition:	AWARD AGAINST PARTY
Disposition Date:	10/20/2003
Sum of All Relief Awarded:	\$57,286.01

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

Disclosure 2 of 3

Reporting Source:	Regulator
Type of Event:	ARBITRATION
Allegations:	ACCOUNT ACTIVITY-BRCH OF FIDUCIARY DT; ACCOUNT RELATED-BREACH OF CONTRACT; ACCOUNT RELATED-FAILURE TO SUPERVISE; ACCOUNT RELATED-NEGLIGENCE
Arbitration Forum:	NASD
Case Initiated:	11/12/2003
Case Number:	03-07960



Disputed Product Type: NO OTHER TYPE OF SEC INVOLVE; UNKNOWN TYPE OF SECURITIES
Sum of All Relief Requested: \$184,000.00
Disposition: AWARD AGAINST PARTY
Disposition Date: 01/14/2005
Sum of All Relief Awarded: \$100,000.00

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

Disclosure 3 of 3

Reporting Source: Regulator
Type of Event: ARBITRATION
Allegations: ACCOUNT ACTIVITY-BRCH OF FIDUCIARY DT; ACCOUNT ACTIVITY-SUITABILITY; ACCOUNT RELATED-BREACH OF CONTRACT; ACCOUNT RELATED-FAILURE TO SUPERVISE
Arbitration Forum: NASD
Case Initiated: 01/28/2005
Case Number: [05-00419](#)
Disputed Product Type: COMMON STOCK; NO OTHER TYPE OF SEC INVOLVE; MUTUAL FUNDS
Sum of All Relief Requested: \$120,000.00
Disposition: AWARD AGAINST PARTY
Disposition Date: 02/02/2006
Sum of All Relief Awarded: \$93,492.92

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

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	2	0



Disclosure Event Details

Regulatory - Final

Disclosure 1 of 2

Reporting Source:	Firm
Affiliate:	COMERICA BANK
Current Status:	Final
Allegations:	COMERICA BANK EXTENSION OF CREDIT DIRECTLY OR INDIRECTLY SECURED BY MARGIN STOCK, IN AMOUNTS THAT EXCEEDED THE MAXIMUM LOAN VALUE OF THE COLLATERAL SECURING THE CREDIT. VIOLATION OF REGULATION U, 12 C.F.R. SECTION 221
Initiated By:	SECURITIES AND EXCHANGE COMMISSION
Date Initiated:	12/17/1993
Docket/Case Number:	LR-13910
Principal Product Type:	Other
Other Product Type(s):	EXTENSION OF CREDIT SECURED BY MARGIN STOCK
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	
Resolution:	Consent
Resolution Date:	12/17/1993
Sanctions Ordered:	Monetary/Fine \$100,000.00 Cease and Desist/Injunction
Other Sanctions Ordered:	
Sanction Details:	COMERICA BANK, CONSENTED, WITHOUT ADMITTING OR DENYING ANY LIABILITY, TO THE ENTRY OF A PERMANENT INJUCCTION AGAINST FURUTE VIOLATIONS OF REGUALTION U AND SECTION 7(D). AGREED TO PAY A \$100,000 FINE REPRESENTING A PENALTY PURSUANT TO THE SECURITIES ENFORCEMENT AND PENNY STOCK REFORM ACT OF 1990, 15 U.S.C. SECTION 78U(D)(3)

Disclosure 2 of 2

Reporting Source:	Firm
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Affiliate:	COMERICA INCORPORATED
Current Status:	Final
Allegations:	SEC ADMINISTRATIVE PROCEEDING RELEASE NO. 34-52041, ACCOUNTING AND AUDITING ENFORCEMENT 2278 DATED JULY 15, 2005; COMERICA VIOLATED REPORTING PROVISIONS, RECORDKEEPING PROVISIONS AND INTERNAL CONTROLS OF THE EXCHANGE ACT: IT FILED AND INACCURATE QUARTERLY REPORT WITH THE COMMISSION. DURING THE QUARTER ENDED JUNE 30,2002, COMERICA FAILED TO ESTABLISH AND APPROPRIATE ALLOWANCE FOR LOAN AND LEASE LOSSES ("ALLL") FOR ITS SUBSIDIARY COMERICA BANK. THIS FAILURE STEMMED FROM THE FLAWED METHODOLOGY THAT COMERICA USED FOR DETERMINING THE ALLL. AS A CONSEQUENCE OF UNDERSTATING THE ALLL, COMERICA'S NET INCOME WAS MATERIALLY OVERSTATED FOR THE QUARTER ENDED JUNE 30, 2002 AND NOT IN ACCORDANCE WITH GENERALLY ACCEPTED ACCOUNTING PRINCIPLES ("GAAP"). ACCORDINGLY, ON OCTOBER 2, 2002, COMERICA RESTATED THE FINANCIAL STATEMENTS INCLUDED IN ITS FORM 10-0 FOR THE PERIOD ENDED JUNE 30, 2002. THE RESTATEMENT REFLECTED THAT COMERIC'S SECOND QUARTER INCOME BEFORE INCOME TAXES HAD BEEN OVERSTATED BY APPROXIMATLEY 14.8%. FOLLOWING THE ANNOUNCEMENT OF THE RESTATEMENT AND TWO LARGER UNRELATED CHARGES BEING TAKEN IN THE THIRD QUARTER, THE CLOSING PRICE OF COMERICA'S STOCK FELL 20% FROM THE PREVIOUS DAY CLOSE. ACCORDINGLY VIOLATED THE REPORTING PROVISIONS OF THE EXCHANGE ACT. MOEOVER, BY FAILING TO DOCUMENT THE ALLL IN ACCORDANCE WITH GAAP, COMERICA VIOLATED THE RECORDKEEPING AND INTERNAL CONTROLS PROVISIONS OF THE EXCHANGE. COMERICA VIOLATED SECTION 13(A) OF THE EXCHANGE ACT RULES 12B-20 AND 13A-13.
Initiated By:	UNITES STATES SECURITIES AND EXCHANGE COMMISSION
Date Initiated:	07/15/2005
Docket/Case Number:	3-11984
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:	07/15/2005



Sanctions Ordered: Cease and Desist/Injunction

Other Sanctions Ordered:

Sanction Details: WITHOUT ADMITTING OR DENYING THE FINDINGS HEREIN, COMERICA CONSENTED TO THE ENTRY OF THIS ORDER. ACCORDINGLY, PURSUANT TO SECTION 8A OF THE SECURITIES ACT AND SECTION 21C OF THE EXCHANGE ACT IS ORDERED THAT COMERICA SHALL CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS AND ANY FUTURE VIOLATION OF SECTIONS 13(A), 13(B)(2)(A), AND 13 (B)(2)(A), AND 13(B)(2)(B) OF THE EXCHANGE ACT, AND RULES 12B-20 AND 13A-13 THEREUNDER.

End of Report



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