

BrokerCheck Report

GUY PATRICK WYSER-PRATTE

CRD# 473794

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

Please contact FINRA with any concerns.

About BrokerCheck®

BrokerCheck offers information on all current, and many former, registered securities brokers, and all current and former registered securities firms. FINRA strongly encourages investors to use BrokerCheck to check the background of securities brokers and brokerage firms before deciding to conduct, or continue to conduct, business with them.

- **What is included in a BrokerCheck report?**

- BrokerCheck reports for individual brokers include information such as employment history, professional qualifications, disciplinary actions, criminal convictions, civil judgments and arbitration awards. BrokerCheck reports for brokerage firms include information on a firm's profile, history, and operations, as well as many of the same disclosure events mentioned above.
- Please note that the information contained in a BrokerCheck report may include pending actions or allegations that may be contested, unresolved or unproven. In the end, these actions or allegations may be resolved in favor of the broker or brokerage firm, or concluded through a negotiated settlement with no admission or finding of wrongdoing.

- **Where did this information come from?**

- The information contained in BrokerCheck comes from FINRA's Central Registration Depository, or CRD® and is a combination of:
 - information FINRA and/or the Securities and Exchange Commission (SEC) require brokers and brokerage firms to submit as part of the registration and licensing process, and
 - information that regulators report regarding disciplinary actions or allegations against firms or brokers.

- **How current is this information?**

- Generally, active brokerage firms and brokers are required to update their professional and disciplinary information in CRD within 30 days. Under most circumstances, information reported by brokerage firms, brokers and regulators is available in BrokerCheck the next business day.

- **What if I want to check the background of an investment adviser firm or investment adviser representative?**

- To check the background of an investment adviser firm or representative, you can search for the firm or individual in BrokerCheck. If your search is successful, click on the link provided to view the available licensing and registration information in the SEC's Investment Adviser Public Disclosure (IAPD) website at <https://www.adviserinfo.sec.gov>. In the alternative, you may search the IAPD website directly or contact your state securities regulator at <http://www.finra.org/Investors/ToolsCalculators/BrokerCheck/P455414>.

- **Are there other resources I can use to check the background of investment professionals?**

- FINRA recommends that you learn as much as possible about an investment professional before deciding to work with them. Your state securities regulator can help you research brokers and investment adviser representatives doing business in your state.

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.](http://www.finra.org)

GUY P. WYSER-PRATTE

CRD# 473794

This broker is not currently registered.

Report Summary for this Broker

This report summary provides an overview of the broker's professional background and conduct. Additional information can be found in the detailed report.

Broker Qualifications

This broker is not currently registered.

This broker has passed:

- 1 Principal/Supervisory Exam
- 2 General Industry/Product Exams
- 0 State Securities Law Exams

Registration History

This broker was previously registered with the following securities firm(s):

- B WYSER-PRATTE & CO., INC.**
CRD# 28056
BEDFORD, NY
04/1991 - 04/2019
- B DEPAOLIS & CO.**
CRD# 8241
NEW YORK, NY
02/1991 - 04/1991
- B PRUDENTIAL-BACHE SECURITIES INC.**
CRD# 7471
NEW YORK, NY
09/1977 - 12/1990

Disclosure Events

All individuals registered to sell securities or provide investment advice are required to disclose customer complaints and arbitrations, regulatory actions, employment terminations, bankruptcy filings, and criminal or civil judicial proceedings.

Are there events disclosed about this broker? **Yes**

The following types of disclosures have been reported:

Type	Count
Regulatory Event	4
Judgment/Lien	1

Broker Qualifications



Registrations

This section provides the self-regulatory organizations (SROs) and U.S. states/territories the broker is currently registered and licensed with, the category of each license, and the date on which it became effective. This section also provides, for every brokerage firm with which the broker is currently employed, the address of each branch where the broker works.

This broker is not currently registered.



Broker Qualifications

Industry Exams this Broker has Passed

This section includes all securities industry exams that the broker has passed. Under limited circumstances, a broker may attain a registration after receiving an exam waiver based on exams the broker has passed and/or qualifying work experience. Any exam waivers that the broker has received are not included below. A passed exam or exam waiver does not permit a broker to do business without an active SRO or state registration.

This individual has passed 1 principal/supervisory exam, 2 general industry/product exams, and 0 state securities law exams.

Principal/Supervisory Exams

Exam	Category	Date
B General Securities Principal Examination	Series 00	02/26/1973

General Industry/Product Exams

Exam	Category	Date
B Securities Industry Essentials Examination	SIE	10/01/2018
B Registered Representative Examination	Series 1	06/03/1971

State Securities Law Exams

Exam	Category	Date
No information reported.		

Additional information about the above exams or other exams FINRA administers to brokers and other securities professionals can be found at www.finra.org/brokerqualifications/registeredrep/.

Broker Qualifications



Professional Designations

This section details that the representative has reported **0** professional designation(s).

No information reported.



Registration and Employment History

Registration History

The broker previously was registered with the following firms:

Registration Dates	Firm Name	CRD#	Branch Location
B 04/1991 - 04/2019	WYSER-PRATTE & CO., INC.	28056	BEDFORD, NY
B 02/1991 - 04/1991	DEPAOLIS & CO.	8241	NEW YORK, NY
B 09/1977 - 12/1990	PRUDENTIAL-BACHE SECURITIES INC.	7471	NEW YORK, NY
B 08/1976 - 09/1977	BACHE HALSEY STUART INC.	7238	
B 02/1976 - 08/1976	BACHE & CO INCORPORATED	7058	
B 06/1971 - 02/1976	BACHE & CO., INCORPORATED	66	

Employment History

This section provides up to 10 years of an individual broker's employment history as reported by the individual broker on the most recently filed Form U4.

Please note that the broker is required to provide this information only while registered with FINRA or a national securities exchange and the information is not updated via Form U4 after the broker ceases to be registered. Therefore, an employment end date of "Present" may not reflect the broker's current employment status.

Employment	Employer Name	Position	Investment Related	Employer Location
12/1991 - Present	WYSER-PRATTE MANAGEMENT CO., INC.	PRESIDENT	Y	Bedford, NY, United States
01/1991 - Present	WYSER-PRATTE & CO., INC.	Shareholder	Y	Bedford, NY, United States

Other Business Activities

This section includes information, if any, as provided by the broker regarding other business activities the broker is currently engaged in either as a proprietor, partner, officer, director, employee, trustee, agent or otherwise. This section does not include non-investment related activity that is exclusively charitable, civic, religious or fraternal and is recognized as tax exempt.

01/18/2016, Kuka U.S. Holdings Company LLC, not investment related, 6600 Center Drive, Sterling Heights, MI 48312, robotics development & manufacturing; Advisory Manager to provide contacts, approximately 1 hour per month during trading hours.

FINRA District 10 has instructed me to report my affiliation with the following organization that is tax exempt under IRC Section 501(c)(3):

10/31/2007, Marine Corps University Foundation, 715 Broadway Street, Quantico, VA 22134, approximately 2 hours per month during trading hours/2 hours per month outside of trading hours, Chairman of the Finance and Investment Committee which sets policy for the Foundation's endowment, Bank of America Merrill Lynch, has full discretion over and manages the investments of the Foundation. I am proud to serve this institution on a volunteer, unpaid basis.

Registration and Employment History



Other Business Activities, continued

Crowfields LLC, 504 Guard Hill Rd., Bedford, NY 10506, Member, Restaurants, 01/05/2018, 30 hours per month, 1 hr. during trading hours, lessee of Bedford Post Restaurant at 954 Old Post Rd., Bedford, NY 10506.



Disclosure Events

What you should know about reported disclosure events:

1. All individuals registered to sell securities or provide investment advice are required to disclose customer complaints and arbitrations, regulatory actions, employment terminations, bankruptcy filings, and criminal or civil judicial proceedings.
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 broker is required to disclose a particular criminal event.
 - A customer dispute must involve allegations that a broker engaged in activity that violates certain rules or conduct governing the industry and that the activity resulted in damages of at least \$5,000.
 -
3. **Disclosure events in BrokerCheck reports come from different sources:**
 - As mentioned at the beginning of this report, information contained in BrokerCheck comes from brokers, brokerage firms and regulators. When more than one of these sources reports information for the same disclosure event, all 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.
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4. **There are different statuses and dispositions for disclosure events:**
 - A disclosure event may have a status of *pending*, *on appeal*, or *final*.
 - A "pending" event involves allegations that have not been proven or formally adjudicated.
 - An event that is "on appeal" involves allegations that have been adjudicated but are currently being appealed.
 - A "final" event has been concluded and its resolution is not subject to change.
 - A final event generally has a disposition of *adjudicated*, *settled* or *otherwise resolved*.
 - An "adjudicated" matter includes a disposition by (1) a court of law in a criminal or civil matter, or (2) an administrative panel in an action brought by a regulator that is contested by the party charged with some alleged wrongdoing.
 - A "settled" matter generally involves an agreement by the parties to resolve the matter. Please note that brokers and brokerage 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.

For your convenience, below is a matrix of the number and status of disclosure events involving this broker. Further information regarding these events can be found in the subsequent pages of this report. You also may wish to contact the broker to obtain further information regarding these events.

	Pending	Final	On Appeal
Regulatory Event	0	3	1
Judgment/Lien	1	N/A	N/A



Disclosure Event Details

When evaluating this information, please keep in mind that a disclosure event may be pending or involve allegations that are contested and have not been resolved or proven. The matter may, in the end, be withdrawn, dismissed, resolved in favor of the broker, or concluded through a negotiated settlement for certain business reasons (e.g., to maintain customer relationships or to limit the litigation costs associated with disputing the allegations) with no admission or finding of wrongdoing.

This report provides the information exactly as it was reported to CRD and therefore some of the specific data fields contained in the report may be blank if the information was not provided to CRD.

Regulatory - Final

This type of disclosure event may involve (1) a final, formal proceeding initiated by a regulatory authority (e.g., a state securities agency, self-regulatory organization, federal regulatory such as the Securities and Exchange Commission, foreign financial regulatory body) for a violation of investment-related rules or regulations; or (2) a revocation or suspension of a broker's authority to act as an attorney, accountant, or federal contractor.

Disclosure 1 of 3

Reporting Source:	Regulator
Regulatory Action Initiated By:	FINRA
Sanction(s) Sought:	Denial
Date Initiated:	03/07/2019
Docket/Case Number:	SD-2148
Employing firm when activity occurred which led to the regulatory action:	Wyser-Pratte & CO., Inc.
Product Type:	No Product
Allegations:	<p>Wyser-Pratte is statutorily disqualified because of an order issued by the Autorite des Marches Financiers' Sanctions Committee ("AMF") on July 25, 2013 (the "Disqualifying Order") which found that from June 2010 to August 2010, Wyser-Pratte used non-public information to acquire shares in an entity, Electricity and Water of Madagascar ("EEM"), in connection with EEM's early conclusion of an agreement to sell hotels in Vietnam.</p> <p>The Disqualifying Order found that Wyser-Pratte violated French law prohibiting the use of nonpublic information to buy or sell financial instruments to which the non-public information relates.</p>
Current Status:	Final



Limitation Details: The Decision became final on 4/9/19

Resolution: Decision

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

Resolution Date: 03/07/2019

Sanctions Ordered: Denial

If the regulator is the SEC, CFTC, or an SRO, did the action result in a finding of a willful violation or failure to supervise? No

(1) willfully violated any provision of the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Advisers Act of 1940, the Investment Company Act of 1940, the Commodity Exchange Act, or any rule or regulation under any of such Acts, or any of the rules of the Municipal Securities Rulemaking Board, or to have been unable to comply with any provision of such Act, rule or regulation?



(2) willfully aided, abetted, counseled, commanded, induced, or procured the violation by any person of any provision of the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Advisers Act of 1940, the Investment Company Act of 1940, the Commodity Exchange Act, or any rule or regulation under any of such Acts, or any of the rules of the Municipal Securities Rulemaking Board? or

(3) failed reasonably to supervise another person subject to your supervision, with a view to preventing the violation by such person of any provision of the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Advisers Act of 1940, the Investment Company Act of 1940, the Commodity Exchange Act, or any rule or regulation under any such Acts, or any of the rules of the Municipal Securities Rulemaking Board?

Regulator Statement

On March 7, 2019, the NAC issued Notice Pursuant to Section 19(d), Securities Exchange Act of 1934 finds the Membership Continuance Application (MC-400) submitted on February 13, 2017 by Wyser-Pratte & Co, Inc. denied. The NAC found it is not in the public interest, and would create an unreasonable risk of harm to the market or investors, for Wyser-Pratte to continue to associate with the Firm. The Application was denied for the following reasons: First, the Firm has failed to show that it can stringently supervise Wyser-Pratte; second, the Firm has not demonstrated that, under the circumstances, the proposed supervisor possesses the independence to effectively supervise Wyser-Pratte; third, the NAC found that we find that the proposed heightened supervisory plan is inadequate. If no further



action is taken, the decision will become final on April 9, 2019. The denial is in effect pending the Decision's finality; The Decision became final on 4/9/19.

Disclosure 2 of 3

Reporting Source:	Regulator
Regulatory Action Initiated By:	FINRA
Sanction(s) Sought:	
Date Initiated:	01/30/2019
Docket/Case Number:	2016047679301
Employing firm when activity occurred which led to the regulatory action:	WYSER-PRATTE & CO., INC.
Product Type:	No Product
Allegations:	Without admitting or denying the findings, Wyser-Pratte consented to the sanctions and to the entry of findings that he willfully failed to timely amend his Form U4 to disclose a finding by the Autorité des marchés financiers (AMF), the French stock market regulatory organization, that he committed insider trading. The findings stated that the AMF found that Wyser-Pratte traded while in possession of inside information. The AMF issued an order imposing a fine of 1.3 million Euro against Wyser-Pratte for this conduct. Wyser-Pratte had notice of the AMF's decision when it was issued, and appealed the decision. However, Wyser-Pratte did not amend his Form U4 to disclose the AMF decision and order until over three years later.
Current Status:	Final
Resolution:	Acceptance, Waiver & Consent(AWC)
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	No
Resolution Date:	01/30/2019
Sanctions Ordered:	Civil and Administrative Penalty(ies)/Fine(s) Suspension Other: Respondent understands that this settlement includes a finding that he willfully omitted to state a material fact on a Form U4, and that under Section



3(a)(39)(F) of the Securities Exchange Act of 1934 and Article III, Section 4 of FINRA's By-Laws, this omission makes Respondent subject to a statutory disqualification with respect to association with a member.

No

If the regulator is the SEC, CFTC, or an SRO, did the action result in a finding of a willful violation or failure to supervise?

(1) willfully violated any provision of the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Advisers Act of 1940, the Investment Company Act of 1940, the Commodity Exchange Act, or any rule or regulation under any of such Acts, or any of the rules of the Municipal Securities Rulemaking Board, or to have been unable to comply with any provision of such Act, rule or regulation?

(2) willfully aided, abetted, counseled, commanded, induced, or procured the violation by any person of any provision of the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Advisers Act of 1940, the Investment Company Act of 1940, the Commodity Exchange Act, or any rule or regulation under any of such Acts, or any of the rules of the Municipal Securities Rulemaking Board? or



(3) failed reasonably to supervise another person subject to your supervision, with a view to preventing the violation by such person of any provision of the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Advisers Act of 1940, the Investment Company Act of 1940, the Commodity Exchange Act, or any rule or regulation under any such Acts, or any of the rules of the Municipal Securities Rulemaking Board?

Sanction 1 of 1

Sanction Type: Suspension
Capacities Affected: All capacities
Duration: six months
Start Date: 02/19/2019
End Date: 08/18/2019

Monetary Sanction 1 of 1

Monetary Related Sanction: Civil and Administrative Penalty(ies)/Fine(s)
Total Amount: \$9,000.00
Portion Levied against individual: \$9,000.00
Payment Plan:
Is Payment Plan Current:
Date Paid by individual: 02/11/2019
Was any portion of penalty waived? No

Amount Waived:

Regulator Statement Fines paid in full on February 11, 2019.



Reporting Source: Broker

Regulatory Action Initiated By: Finra

Sanction(s) Sought: Civil and Administrative Penalty(ies)/Fine(s)
Suspension

Date Initiated: 01/06/2019

Docket/Case Number: [2016047679301](#)

Employing firm when activity occurred which led to the regulatory action: Wyser-Pratte & Co., Inc.

Product Type: No Product

Allegations: As a result of information provided by me during a routine FINRA examination, on January 6, 2019, I received written notice from FINRA that formal action was recommended against me for failure to make a timely amendment of my Form U4 to reflect a reportable event. An AWC executed by the parties on January 30, 2019 to resolve the matter.

Current Status: Final

Resolution: Acceptance, Waiver & Consent(AWC)

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

Resolution Date: 01/30/2019

Sanctions Ordered: Civil and Administrative Penalty(ies)/Fine(s)
Suspension

Sanction 1 of 1

Sanction Type: Suspension

Capacities Affected: All capacities

Duration: 6 month

Start Date: 02/19/2019



End Date: 08/18/2019

Monetary Sanction 1 of 1

Monetary Related Sanction: Civil and Administrative Penalty(ies)/Fine(s)

Total Amount: \$9,000.00

Portion Levied against individual: \$9,000.00

Payment Plan:

Is Payment Plan Current:

Date Paid by individual: 02/05/2019

Was any portion of penalty waived? No

Amount Waived:

Disclosure 3 of 3

Reporting Source: Regulator

Regulatory Action Initiated By: UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Sanction(s) Sought: Cease and Desist

Other Sanction(s) Sought: CENSURE AND CIVIL PENALTIES

Date Initiated: 05/09/2001

Docket/Case Number: RELS. 34-44283; IA-1943; FILE #3-10479

Employing firm when activity occurred which led to the regulatory action: (1) WYSER-PRATTE AND CO., INC., AND (2) WYSER-PRATTE MANAGEMENT CO., INC.

Product Type: Other

Other Product Type(s): UNKNOWN TYPE OF SECURITIES

Allegations: +05/18/2001+ SEC ADMINISTRATIVE PROCEEDING RELEASE #34-44283, DATED 05/09/2001, THE SEC HAS INSTITUTED ADMINISTRATIVE PROCEEDINGS PURSUANT TO SECTIONS 15(B)(6) AND 21C OF THE SECURITIES EXCHANGE ACT OF 1934 ("EXCHANGE ACT") AND SECTIONS 203(F) AND 203(K) OF THE INVESTMENT ADVISERS ACT OF 1940



("ADVISERS ACT") AGAINST GUY P. WYSER-PRATTE ("WYSER-PRATTE" OR "RESPONDENT") TO DETERMINE WHETHER WYSER-PRATTE VIOLATED, CAUSED OR AIDED AND ABETTED VIOLATIONS OF SECTION 15(F) OF THE EXCHANGE ACT, AND TO DETERMINE WHETHER WYSER-PRATTE VIOLATED, CAUSED OR AIDED AND ABETTED VIOLATIONS OF SECTION 204A OF THE ADVISERS ACT.

Current Status: Final

Resolution: Order

Resolution Date: 05/09/2001

Sanctions Ordered: Cease and Desist/Injunction
Censure
Monetary/Fine \$50,000.00

Other Sanctions Ordered: UNDERTAKING.

Sanction Details: IT IS ORDERED THAT: A. GUY P. WYSER-PRATTE: 1. BE, AND HEREBY IS, CENSURED; 2. CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATIONS OF, AND ANY FUTURE VIOLATIONS OF, SECTION 15(F) OF THE EXCHANGE ACT AND SECTION 204A OF THE ADVISERS ACT; AND 3. PAY A CIVIL MONEY PENALTY OF \$50,000 WITHIN TEN (10) DAYS OF THE ENTRY OF THIS ORDER; 4. WITHIN 30 DAYS OF THIS ORDER, RESPONDENT SHALL COMPLY WITH THE UNDERTAKING TO: (A) 1. RETAIN AN INDEPENDENT CONSULTANT, NOT UNACCEPTABLE TO THE COMMISSION, AT THE RESPONDENT'S EXPENSE, TO: (A) CONDUCT A COMPREHENSIVE REVIEW OF THE POLICIES, PROCEDURES, AND PRACTICES MAINTAINED AND IMPLEMENTED BY THE FIRMS PURSUANT TO SECTION 15(F) OF THE EXCHANGE ACT AND SECTION 204A OF THE ADVISERS ACT; AND (B) PREPARE A REPORT REVIEWING THE ADEQUACY OF THE FIRMS' CURRENT POLICIES AND PROCEDURES AND MAKING RECOMMENDATIONS AS TO HOW THE FIRMS SHOULD MODIFY OR SUPPLEMENT SUCH POLICIES AND PROCEDURES TO PREVENT THE MISUSE OF MATERIAL, NONPUBLIC INFORMATION IN COMPLIANCE WITH SECTION 15(F) OF THE EXCHANGE ACT AND SECTION 204A OF THE ADVISERS ACT. (B) PROVIDE THE COMMISSION'S STAFF, WITHIN 30 DAYS OF THE ENTRY OF THIS ORDER, WITH A COPY OF AN ENGAGEMENT LETTER DETAILING THE SCOPE OF THE INDEPENDENT CONSULTANT'S RESPONSIBILITIES PURSUANT TO PARAGRAPH 4 (A) ABOVE. (C) ADOPT, IMPLEMENT AND MAINTAIN THE PROCEDURES AND THE SYSTEM FOR APPLYING THOSE PROCEDURES RECOMMENDED BY THE INDEPENDENT CONSULTANT IN THE REPORT WITHIN THE PERIOD OF TIME PRESCRIBED BELOW. (D) REQUIRE THE INDEPENDENT CONSULTANT TO COMPLETE THE REVIEW AND DELIVER THE REPORT DESCRIBED IN ABOVE, TO THE RESPONDENT AND THE SEC STAFF WITHIN 90 DAYS OF THE ISSUANCE OF THIS ORDER. (E) REQUIRE



THE INDEPENDENT CONSULTANT TO REVIEW THE FIRMS' POLICIES, PROCEDURES, AND PRACTICES AND DELIVER A SUPPLEMENTAL REPORT ONE YEAR AFTER THE DELIVERY OF THE REPORT TO THE SEC STAFF, ANALYZING THE FIRMS' ADOPTION, IMPLEMENTATION, AND MAINTENANCE OF THE POLICIES, PROCEDURES, AND PRACTICES CONTAINED IN THE REPORT.

Regulator Statement

RESPONDENT HAS SUBMITTED AN OFFER OF SETTLEMENT WITHOUT ADMITTING OR DENYING THE FINDINGS, EXCEPT AS TO THE JURISDICTION OF THE SEC, AND CONSENTED TO THE ENTRY OF THIS CEASE-AND-DESIST ORDER. THE SEC FINDS THAT: THIS MATTER CONCERNS THE FAILURE TO ESTABLISH, MAINTAIN AND ENFORCE WRITTEN POLICIES AND PROCEDURES REASONABLY DESIGNED TO PREVENT THE MISUSE OF MATERIAL NONPUBLIC INFORMATION AT A BROKER-DEALER FIRM ("FIRM") REGISTERED WITH THE SEC, AND AT AN INVESTMENT ADVISER ("ADVISER FIRM") REGISTERED WITH THE SEC. (THE FIRM AND ADVISER FIRM, HEREINAFTER ARE REFERRED TO COLLECTIVELY AS "THE FIRMS.") THE FIRMS ARE UNDER THE COMMON OWNERSHIP AND CONTROL OF RESPONDENT WYSER-PRATTE. WYSER-PRATTE IS ENGAGED IN MERGER ARBITRAGE AND IN INVESTMENT INITIATIVES INVOLVING COMPANIES WHERE WYSER-PRATTE PURSUE CHANGES IN THE COMPANIES' GOVERNANCE (HEREINAFTER "INVESTMENT INITIATIVES"). IN CERTAIN INSTANCES THE INVESTMENT INITIATIVES HAVE INVOLVED INVESTMENTS IN COMPANIES THAT HAVE REJECTED MERGER OR TAKEOVER PROPOSALS FROM OTHER COMPANIES. THE INITIATIVES HAVE OFTEN INVOLVED CONTACTS BETWEEN WYSER-PRATTE AND VARIOUS MARKET PARTICIPANTS, INCLUDING CORPORATE OFFICERS AND DIRECTORS, THEIR AGENTS, AND OTHER PERSONS IN POSSESSION OF MATERIAL NONPUBLIC INFORMATION. WYSER-PRATTE'S CONTACTS WITH SUCH MARKET PARTICIPANTS, AND HIS CONTROL OVER ALL TRADING ACTIVITIES AT THE FIRMS, COUPLED WITH THE FAILURE OF THE FIRMS TO ESTABLISH ADEQUATE POLICIES AND PROCEDURES RELATING TO MATERIAL NONPUBLIC INFORMATION, CREATED AN IDENTIFIABLE POTENTIAL FOR THE MISUSE OF SUCH INFORMATION. ACCORDINGLY, THE SEC FINDS THAT: GUY P. WYSER-PRATTE WILLFULLY AIDED AND ABETTED, AND WAS A CAUSE OF VIOLATIONS OF SECTION 15(F) OF THE EXCHANGE ACT AND SECTION 204A OF THE ADVISERS ACT.

Reporting Source:	Broker
Regulatory Action Initiated By:	UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Sanction(s) Sought:	Cease and Desist Censure



Civil and Administrative Penalty(ies)/Fine(s)

Date Initiated: 05/09/2001

Docket/Case Number: ADMINISTRATIVE PROCEEDING 3-10479

Employing firm when activity occurred which led to the regulatory action: WYSER-PRATTE & CO., INC.; WYSER-PRATTE MANAGEMENT CO., INC.

Product Type: No Product

Allegations: SECTION 15(f)[currently, Section 15(g)] PROCEDURES WERE INADEQUATE GIVEN THE NATURE OF THE BUSINESSES OF THE FIRMS.

Current Status: Final

Resolution: Settled

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

Resolution Date: 05/09/2001

Sanctions Ordered: Cease and Desist
Censure
Civil and Administrative Penalty(ies)/Fine(s)

Monetary Sanction 1 of 1

Monetary Related Sanction: Civil and Administrative Penalty(ies)/Fine(s)

Total Amount: \$450,000.00

Portion Levied against individual: \$50,000.00

Payment Plan:

Is Payment Plan Current:

Date Paid by individual: 05/15/2001

Was any portion of penalty waived? No

Amount Waived:



Broker Statement

THIS ADMINISTRATIVE PROCEEDING WAS FILED AS A SETTLED ACTION
AND THE PENALTIES HAVE BEEN PAID.



Regulatory - On Appeal

This type of disclosure event may involve (1) a formal proceeding initiated by a regulatory authority (e.g., a state securities agency, self-regulatory organization, federal regulator such as the Securities and Exchange Commission, foreign financial regulatory body) for a violation of investment-related rules or regulations that is currently on appeal; or (2) a revocation or suspension of a broker's authority to act as an attorney, accountant, or federal contractor that is currently on appeal.

Disclosure 1 of 1

Reporting Source:	Broker
Regulatory Action Initiated By:	Autorite des Marches Financiers (France) ("AMF")
Sanction(s) Sought:	Other: Fine of 1.3 million euros (converted to dollars at the then current rate in Item 13E, below).
Date Initiated:	05/07/2013
Docket/Case Number:	EP/SP 52735
Employing firm when activity occurred which led to the regulatory action:	Wyser-Pratte & Co., Inc. (the "Firm"); Wyser-Pratte Management Co., Inc. ("WPM")
Product Type:	Other: French equity security
Allegations:	Alleged that purchases were made for customer accounts of the Firm and client accounts of an affiliated investment adviser while in possession of inside information.
Current Status:	On Appeal
Limitation Details:	Not applicable
Action Appealed To:	European Commission
Date Appeal filed:	03/15/2019
Appeal Limitation Details:	
Resolution:	Order
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	No
Resolution Date:	07/25/2013



Sanctions Ordered: Civil and Administrative Penalty(ies)/Fine(s)

Monetary Sanction 1 of 1

Monetary Related Sanction: Civil and Administrative Penalty(ies)/Fine(s)

Total Amount: \$1,415,245.00

Portion Levied against individual: \$1,415,245.00

Payment Plan:

Is Payment Plan Current:

Date Paid by individual:

Was any portion of penalty waived? No

Amount Waived:

Broker Statement

On 1/22/2015 the Paris Court of Appeals upheld a decision of the Sanctions Committee of the AMF that I placed orders on behalf of customers of the Firm and clients of WPM to buy shares of Eaux et Electricite de Madagascar ("EEM") while in possession of inside information in violation of AMF Gen. Reg. 622-1. On 3/27/15 this decision was appealed to the French Cour de Cassation which on 7/10/18 dismissed the appeal stating that it does not have jurisprudence covering the definition of public vs. non-public information. An appeal from this ruling was filed in the European Court of Human Rights ("ECHR") on 10/31/18. On 2/7/19 the ECHR declined to decide my appeal on the ground of failure to exhaust remedies in the French legal system. I was informed of this on 2/20/2019. My lawyers have filed an appeal to the European Commission to urge that AMF & French courts failed to follow the EU norms when they found that information on a public website was not "public" & that I wasn't permitted to tie that information with other publicly-available data to form investment decisions on behalf of clients. Counsel seek to enlist support of amici curiae in investment and academic communities to highlight the importance of this issue to the entire market and in arguing this issue before the European Commission. I have bought and, since 05/2010, continue to buy stock of EEM for Firm customers & WPM clients as part of a plan to change the management of EEM with a view to increasing shareholder value, a key element of my investment strategy since 1974, having since launched 100 similar initiatives. The alleged "inside" information was obtained from public sources, including the IFC, a subsidiary of the World Bank. The IFC communique appeared on the Worldwide Web. I deny that I engaged in insider trading.



Judgment / Lien

This type of disclosure event involves an unsatisfied and outstanding judgments or liens against the broker.

Disclosure 1 of 1

Reporting Source:	Broker
Judgment/Lien Holder:	Commissioner of Taxation and Finance
Judgment/Lien Amount:	\$127,418.25
Judgment/Lien Type:	Tax
Date Filed with Court:	02/07/2019
Date Individual Learned:	02/19/2019
Type of Court:	State Court
Name of Court:	Commissioner of Taxation and Finance
Location of Court:	Albany, NY
Docket/Case #:	E-001200592-W009-1
Judgment/Lien Outstanding?	Yes
Broker Statement	I am contesting the New York State Department of Taxation and Finance's erroneous filing of a warrant for allegedly unpaid Sales and Use Tax allegedly arising by a business that I was not a party of. The warrant was erroneously filed against me individually because the New York State Department of Taxation and Finance (the "State") made an incorrect and appealable determination of "responsible party" based on inaccurate information furnished to the State by a third party. I have "appealed" the State's action.

End of Report



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