

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT**

NO. 20080136798-04

TO: Department of Market Regulation
Financial Industry Regulatory Authority ("FINRA")

RE: Jeffrey Todd Anderson, Respondent
CRD No. 2267170

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure, I, Jeffrey Todd Anderson ("Anderson"), submit this Letter of Acceptance, Waiver and Consent ("AWC") for the purpose of proposing a settlement of the alleged rule violations described below. This AWC is submitted on the condition that, if accepted, FINRA will not bring any future actions against me alleging violations based on the same factual findings described herein.

I.

ACCEPTANCE AND CONSENT

- A. I hereby accept and consent, without admitting or denying the findings, and solely for the purposes of this proceeding and any other proceeding brought by or on behalf of FINRA, or to which FINRA is a party, prior to a hearing and without an adjudication of any issue of law or fact, to the entry of the following findings by FINRA:

BACKGROUND AND DISCIPLINARY HISTORY

Anderson first became employed by Deutsche Bank Securities, Inc. ("Deutsche Bank") on December 14, 1998. He registered as a General Securities Representative with FINRA on April 7, 2000, became registered as an Equity Trader Limited Representative on August 3, 2005, and as a General Securities Principal on April 13, 2006. Deutsche Bank was his employer during all times relevant to the violations described below, and he is currently employed by Deutsche Bank. His registrations remain in effect. Anderson has no disciplinary history.

SUMMARY

This AWC concerns a review by the Market Analysis Section of FINRA's Department of Market Regulation (the "staff") of the accuracy of trading volume advertised by the Respondent with private service providers such as AutEx Blockdata ("AutEx"), Bloomberg, and Thomson Reuters during the period January 1, 2008 through July 31, 2008 (the "review period").

FACTS AND VIOLATIVE CONDUCT

1. At all times relevant to this matter, Respondent was a trader at Deutsche Bank. As the trader assigned to certain securities, Respondent manually advertised trade volume in such securities. As such, Respondent was responsible for ensuring that the volume he advertised was accurate.
2. During the relevant period, Deutsche Bank's trade volume was advertised automatically with private service providers such as AutEx, Bloomberg and Reuters. Traders entered trades into the firm's order management system which then advertised the volume with private service providers. However, traders could, and did, manually advertise trade volume directly into the private service providers as well.
3. Private service providers ranked firms based on the amount of trade volume advertised with their services. These rankings were used by firms as means of attracting order flow and investment banking business.
4. During the review period, Respondent routinely received "Focus Lists" that identified certain securities in which the firm sought a high ranking in order to attract certain investment banking business. Two securities for which the Respondent advertised volume were on the "Focus Lists" he received.
5. In 32 instances during the review period, Respondent manually advertised trade volume that exceeded Deutsche Bank's executed trade volume in two securities that were on a Focus List. In the 32 instances, Respondent advertised over 700,000 shares that the firm did not execute. On average, Respondent over-advertised by more than 22,000 shares. Respondent's advertisements represented overstatements of between 10 percent and 1.8 million percent.
6. Respondent manually advertised trade volume that exceeded the firm's executed trade volume in order to obtain a high ranking and attract investment banking business for the firm.
7. The number of shares manually advertised by Respondent had no apparent relationship to the number of shares actually traded.
8. As a result of the activity described above, Respondent violated NASD Rules 2110, 2210, 3310 and IM-3310.

OTHER FACTORS CONSIDERED

The sanctions to which Anderson consents take into account the disciplinary action taken by Deutsche Bank in connection with the violations described in this AWC. Specifically, Anderson was suspended for ten business days without pay and issued a Letter of Admonishment.

B. I consent to the imposition of the following sanction:

A \$10,000 fine and a suspension from associating with any member of FINRA as an equity trader for a period of ten business days.

I agree to pay the monetary sanction(s) upon notice that this AWC has been accepted and that such payment(s) are due and payable. I have submitted an Election of Payment form showing the method by which I propose to pay the fine imposed.

I specifically and voluntarily waive any right to claim that I am unable to pay, now or at any time hereafter, the monetary sanction(s) imposed in this matter.

I understand that if I am barred or suspended from associating with any FINRA member in a limited capacity, I become subject to a statutory disqualification as that term is defined in Article III, Section 4 of FINRA's By-Laws, incorporating Section 3(a)(39) of the Securities Exchange Act of 1934, as amended. Accordingly, I may not be associated with any FINRA member as an equity trader, during the period of the bar or suspension (see FINRA Rules 8310 and 8311). Furthermore, because I am subject to a statutory disqualification during the suspension, if I remain associated with a member firm in a non-suspended capacity, an application to continue that association may be required.

The sanctions imposed herein shall be effective on a date set by FINRA staff.

II.

WAIVER OF PROCEDURAL RIGHTS

I specifically and voluntarily waive the following rights granted under FINRA's Code of Procedure:

- A. To have a Complaint issued specifying the allegations against me;
- B. To be notified of the Complaint and have the opportunity to answer the allegations in writing;
- C. To defend against the allegations in a disciplinary hearing before a hearing panel, to have a written record of the hearing made and to have a written decision issued; and
- D. To appeal any such decision to the National Adjudicatory Council ("NAC") and then to the U.S. Securities and Exchange Commission and a U.S. Court of Appeals.

Further, I specifically and voluntarily waive any right to claim bias or prejudgment of the Chief Legal Officer, the NAC, or any member of the NAC, in connection with such person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including acceptance or rejection of this AWC.

I further specifically and voluntarily waive any right to claim that a person violated the ex parte prohibitions of FINRA Rule 9143 or the separation of functions prohibitions of FINRA Rule 9144, in connection with such person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including its acceptance or rejection.

III.

OTHER MATTERS

I understand that:

- A. Submission of this AWC is voluntary and will not resolve this matter unless and until it has been reviewed and accepted by the NAC, a Review Subcommittee of the NAC, or the Office of Disciplinary Affairs ("ODA"), pursuant to FINRA Rule 9216;
- B. If this AWC is not accepted, its submission will not be used as evidence to prove any of the allegations against me; and
- C. If accepted:
 - 1. this AWC will become part of my permanent disciplinary record and may be considered in any future actions brought by FINRA or any other regulator against me;
 - 2. this AWC will be made available through FINRA's public disclosure program in accordance with FINRA Rule 8313;
 - 3. FINRA may make a public announcement concerning this agreement and the subject matter thereof in accordance with FINRA Rule 8313; and
 - 4. I may not take any action or make or permit to be made any public statement, including in regulatory filings or otherwise, denying, directly or indirectly, any finding in this AWC or create the impression that the AWC is without factual basis. Respondent may not take any position in any proceeding brought by or on behalf of FINRA, or to which FINRA is a party, that is inconsistent with any part of this AWC. Nothing in this provision affects my: (i) testimonial obligations; or (ii) right to take legal or factual positions in litigation or other legal proceedings in which FINRA is not a party.
- D. Respondent may attach a Corrective Action Statement to this AWC that is a statement of demonstrable corrective steps taken to prevent future misconduct. I understand that I may not deny the charges or make any statement that is inconsistent with the AWC in this Statement. This Statement does not constitute factual or legal findings by FINRA, nor does it reflect the views of FINRA or its staff.

I certify that I have read and understand all of the provisions of this AWC and have been given a full opportunity to ask questions about it; that I have agreed to its provisions voluntarily; and that no offer, threat, inducement, or promise of any kind, other than the terms set forth herein and the prospect of avoiding the issuance of a Complaint, has been made to induce me to submit it.

March 5, 2015
Date

Respondent

Jeffrey T. Anderson
Jeffrey Todd Anderson

Reviewed by:

John K.
Counsel for Respondent

Accepted by FINRA:

3/9/15
Date

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

Tina Salehi Gubb
Tina Salehi Gubb
Chief Counsel
Department of Market Regulation