

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2013035508101**

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

RE: Gregory H. Noble, Respondent
Former Registered Representative
CRD No. 1770038

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure, I 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

Respondent entered the securities industry in May 1988 as a General Securities Representative with a FINRA firm. Between May 1988 and March 5, 2002, Respondent was registered as a General Securities Representative with several different FINRA firms. Between July 3, 2003 and October 1, 2003, Respondent was associated with FINRA firm AF. From January 22, 2008 until March 27, 2008, Respondent was associated with FINRA firm CS. Finally, from December 19, 2011 until January 3, 2013, Respondent was registered with FINRA firm WF as a Corporate Securities Representative (Series 62).

FINRA retains jurisdiction over Noble pursuant to Article V, Section 4 of FINRA's By-Laws because the conduct that serves as the basis for this action commenced prior to Noble's termination of association with a FINRA member, and the AWC has been filed within two years after his termination of association from a FINRA member.

RELEVANT DISCIPLINARY HISTORY

Respondent has no prior disciplinary history.

OVERVIEW

Respondent wilfully failed to disclose in five separate Form U4 filings that he had been charged and pled guilty to a felony charge. Respondent thereby violated Article V, Section 2 of the NASD By-Laws, NASD Rule 2110, Article V, Section 2 of the FINRA By-Laws, FINRA Rule 1122, and FINRA Rule 2010.

FACTS AND VIOLATIVE CONDUCT

On August 30, 2002, Respondent was arrested and charged with a felony. In December 2002, Respondent pled guilty to the felony and was sentenced to two years of probation, a fine and community service. Thereafter, as described below, while associated or registered with a FINRA firm, Respondent filed Form U4s on five different occasions and in each filing, he wilfully failed to disclose that he had been charged and pled guilty to a felony.

On July 3, 2003, while associated with FINRA firm AF, Respondent filed a Form U4 to register with the firm. In response to Questions 14A(1)(a), and 14A(1)(b) relating to whether he had ever been charged or pled guilty or *nolo contendere* to any felony, Respondent answered that he had not, thereby wilfully providing inaccurate responses. Noble failed to complete the registration process for that firm and was terminated.

On January 30, 2008, while associated with FINRA firm CS, Respondent filed a Form U4 to register with that firm. Respondent once again wilfully responded inaccurately to Questions 14A(1)(a), and 14A(1)(b) by stating that he had not been charged with or convicted of any felony. Respondent did not become registered with CS.

On December 16, 2011, December 19, 2011, and January 9, 2012, Respondent filed Form U4s as part of his registration with FINRA firm WF. In each of the three Form U4 filings, he again wilfully responded inaccurately to Questions 14A(1)(a), and 14A(1)(b) by stating that he had not been charged with or convicted of any felony. Those filings were inaccurate and misleading in that they did not disclose Respondent's felony arrest or guilty plea. Noble was terminated on January 3, 2013.

As a result of the foregoing conduct, Respondent Noble willfully violated Article V, Section 2, of the NASD By-Laws and NASD Rule 2110 (with respect to the July 3, 2003 filing); Article V, Section 2 of the FINRA By-Laws and NASD Rule

2110 (with respect to the January 2008 filing); and willfully violated Article V, Section 2 of the FINRA By-Laws and FINRA Rules 1122 and 2010 (with respect to the December 2011 and January 2012 filings).¹

B. I also consent to the imposition of the following sanctions:

- A suspension from association in any capacity with any FINRA member firm for six months; and
- A fine of \$5,000

The fine shall be due and payable either immediately upon re-association with a member firm following the six month suspension noted above, or prior to any application or request for relief from any statutory disqualification resulting from this or any other event or proceeding, whichever is earlier.

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

I understand that if I am barred or suspended from associating with any FINRA member, 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. Accordingly, I may not be associated with any FINRA member in any capacity, including clerical or ministerial functions, during the period of the bar or suspension (see FINRA Rules 8310 and 8311).

I understand that this settlement includes a finding that I 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 me subject to a statutory disqualification with respect to association with a member.

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;

¹ FINRA Rule 2010 replaced NASD Rule 2110 and became effective December 15, 2008. Article V of the FINRA By-Laws replaced Article V of the NASD By-Laws and was adopted effective July 30, 2007. FINRA Rule 1122 became effective on August 17, 2009.

- 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 response to public inquiries about my disciplinary record;

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. I 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. I 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.

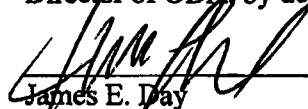
11/17/14
Date



Gregory H. Noble
Respondent

11/24/17
Date

Signed on behalf of the
Director of ODA by delegated authority



James E. Day
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