

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2016052001701**

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

RE: Jiaoni Zhu, Respondent
CRD No. 6129458

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

Jiaoni Zhu associated with Farmers Financial Solutions, LLC in January 2014 in an unregistered capacity and was registered through the firm as a General Securities Representative from October 2016 through January 2017. Although she is not currently registered or associated with a member firm, Zhu remains subject to FINRA's jurisdiction pursuant to Article V, Section 4 of FINRA's By-Laws. Zhu has no disciplinary history.

OVERVIEW

Zhu violated FINRA Rule 2010 by reviewing study materials and personal notes during unscheduled breaks from the General Securities Representative (Series 7) examination.

FACTS AND VIOLATIVE CONDUCT

The Series 7 examination is a qualification examination that assesses the competency of an individual to perform his or her job as a General Securities Representative. It is a closed-book test. Candidates are not permitted to use or access any study materials or personal notes during the test. Before beginning the

examination, a candidate must acknowledge that he or she will not use or attempt to use any such materials. All personal items—including study materials and personal notes a candidate may have brought to the testing center—must be stored in a locker provided by the test vendor prior to entering the test room. If a candidate takes an unscheduled break, the candidate may not access his or her locker. Using or attempting to use study materials or personal notes during an exam is a violation of FINRA Rule 2010.

On October 10, 2016, while associated with Farmers Financial Solutions, Zhu took the Series 7 examination at a test center in Glendale, California. Before beginning the examination, Zhu acknowledged that, for the duration of the examination, she would not use or attempt to use any personal items such as notes or study materials and would not access her locker during an unscheduled break.

During two unscheduled breaks from the examination, Zhu accessed her locker to retrieve and review a study guide and handwritten notes that related to the subject matter of the examination.

By virtue of the foregoing, Zhu violated FINRA Rule 2010.

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

- A bar from association with any FINRA member firm in any capacity.

The sanctions imposed herein shall be effective on a date set by FINRA staff. A bar or expulsion shall become effective upon approval or acceptance of this AWC.

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).

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. 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..

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.

5/22/2017
Date (mm/dd/yyyy)

Jiaoni Zhu
Respondent Jiaoni Zhu
(CRD No. 6129458)

Reviewed by: [Signature]
Robert J. Girard II, Esq.
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Counsel for Respondent

Accepted by FINRA:

6/29/17
Date

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

[Signature]
Joel T. Kornfeld
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FINRA Department of Enforcement
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