



DISCIPLINARY DECISION
Cboe BZX Exchange, Inc.
Matter No. USRI-9865-05
Credit Suisse Securities (USA) LLC

Pursuant to Exchange Rule 8.3, attached to and incorporated as part of this Decision is a Letter of Consent.

Applicable Rules

- Section 17(a) of the Securities Exchange Act of 1934 and Exchange Act Rule 17a-3–
Records to be Made by Certain Exchange Members, Brokers and Dealers;
- BZX Rule 3.2 – Violations Prohibited; Rule 4.1 – Requirements, Rule 5.1 – Written Procedures, and Rule 11.21 – Input of Accurate Information

Sanction

A censure to Credit Suisse Securities (USA) LLC and a fine of \$7,500.

Effective Date

March 7, 2022

/s/ Greg Hoogasian

Greg Hoogasian, CRO, EVP

Cboe BZX Exchange, Inc.
LETTER OF CONSENT
File No. USRI-9865-05

In the Matter of:

Credit Suisse Securities (USA) LLC
11 Madison Avenue
New York, NY 10010

Subject

Pursuant to the provisions of Cboe BZX Exchange, Inc. (“BZX” or the “Exchange”) Rule 8.3 – Expedited Proceeding, Credit Suisse Securities (USA) LLC (“CSSU” or the “Firm”) submits this Letter of Consent for the purpose of proposing a settlement of the alleged rule violations described below.

The Firm neither admits nor denies that violations of Exchange Rules or the Securities Exchange Act of 1934, as amended (“Exchange Act”) and Exchange Act rules have been committed, and the stipulation of facts and findings described herein do not constitute such an admission.

BACKGROUND

1. During all relevant periods herein, the Firm was acting as a registered Broker-Dealer and was an Exchange Member. The Firm’s registrations remain in effect.
2. This matter originated from a review within the Financial Industry Regulatory Authority, Inc.’s (“FINRA”) Market Regulation Department.

VIOLATIVE CONDUCT

Applicable Rules

3. During all relevant periods herein, the following rules were in full force and effect: BZX Rules 3.2 – Violations Prohibited; Rule 4.1 – Requirements; Rule 5.1 – Written Procedures, and 11.21 – Input of Accurate Information; and Section 17(a) of the Securities Exchange Act of 1934, as amended (the “Exchange Act”) and Rule 17a-3 – Records to Be Made by Certain Exchange Members, Brokers and Dealers, thereunder.

4. During all relevant periods herein, BZX Rule 3.2 provided in pertinent part that no Member shall engage in conduct in violation of the Exchange Act, the rules or regulations thereunder, or BZX Rules.
5. During all relevant periods herein, BZX Rule 4.1 provided that each Member must “make and keep books, accounts, records, memoranda, and correspondence in conformity with Section 17 of the Exchange Act and rules thereunder, with all other applicable laws and the rules, regulations and statements of policy promulgated thereunder,” and with BZX Rules.
6. During all relevant periods herein, BZX Rule 5.1 provided that each Member must “establish, maintain and enforce written procedures which will enable it to supervise properly the activities of associated persons of the [m]ember and to assure their compliance with applicable securities laws, rules, regulations and statements of policy promulgated thereunder, with the rules of the designated self-regulatory organization, where appropriate,” and with BZX Rules.
7. During all relevant periods herein, BZX Rule 11.21 provided that each Member “shall input accurate information into the [BZX] System, including, but not limited to, whether the member acted in a Principal, Agent, or Riskless Principal capacity for each order entered.”
8. During all relevant periods herein, Section 17(a)(1) of the Exchange Act provided that every member of an exchange “shall make and keep for prescribed periods such records, furnish such copies thereof, and make and disseminate such reports as the [Securities and Exchange] Commission, by rule, prescribes as necessary or appropriate in the public interest, for the protection of investors, or otherwise in furtherance of the purposes of this chapter.”
9. During all relevant periods herein, Rule 17a-3(a)(6) of the Exchange Act provided that each member shall make and keep a memorandum of each brokerage order whether executed or unexecuted, that is given or received for the purchase or sale of a security, including any other instruction, given or received for the purchase or sale of securities, whether executed or unexecuted.

Inaccurate Order Capacity Reporting and Books and Records

10. From in or about August 2016 through June 2020 (the “Review Period”), the Firm entered approximately 31,357 orders on BZX marked with the Principal capacity code when they should have been marked with the Agency capacity code. As a

result, the Firm's books and records contained inaccurate information as to the correct capacity on each order.

11. The acts, practices, and conduct described in Paragraph 10 constitute violations of BZX Rules 3.2, 4.1, and 11.21, and Section 17(a) of the Exchange Act and Rule 17a-3 thereunder, in that the Firm submitted orders with an inaccurate capacity to BZX and failed to maintain accurate books and records relating to the capacity of such orders.

Supervision and Written Supervisory Procedures

12. During the Review Period, the Firm did not have procedures or a supervisory process in place that were reasonably designed to ensure compliance with BZX rules that require orders submitted to BZX be marked with accurate capacity codes. In particular, CSSU did not have procedures or a supervisory process in place designed to ensure that certain orders from foreign affiliates were designated and coded to correctly reflect CSSU's agency capacity on the resulting orders CSSU submitted to the BZX.
13. The acts, practices and conduct described in Paragraph 12 constitute violations of BZX Rule 5.1, in that the Firm's supervision, including its WSPs, was not reasonably designed to assure compliance with BZX Rule 11.21's capacity reporting requirements.

SANCTIONS

14. The Firm has relevant prior disciplinary history. It was fined \$15,000 in 2018 by BZX for improperly marking approximately 3.9 million customer orders with the Principal capacity code when the orders should have been marked with the Agency capacity code, due to a Firm coding error. Additionally, the Firm's supervisory system was not reasonably designed to comply with rules regarding submission of accurate capacity codes.
15. In light of the alleged rule violations described above, the Firm consents to the imposition of the following sanctions:
 - a. A censure; and
 - b. A monetary fine in the amount of \$7,500.¹

¹ This matter relates to other matters resolved on behalf of BYX (\$7500), EDGX (\$7500), and EDGA (\$7500).

If this Letter of Consent is accepted, the Firm acknowledges that it shall be bound by all terms, conditions, representations, and acknowledgements of this Letter of Consent, and, in accordance with the provisions of BZX Rule 8.3, waives the right to review or to defend against any of these allegations in a disciplinary hearing before a Hearing Panel. The Firm further waives the right to appeal any such decision to the Board of Directors, the U.S. Securities and Exchange Commission, a U.S. Federal District Court, or a U.S. Court of Appeals.

The Firm waives any right to claim bias or prejudgment of the Chief Regulatory Officer (“CRO”) in connection with the CRO’s participation in discussions regarding the terms and conditions of this Letter of Consent, or other consideration of this Letter of Consent, including acceptance or rejection of this Letter of Consent. The Firm further waives any claim that a person violated the ex parte prohibitions of BZX Rule 8.16, in connection with such person’s participation in discussions regarding the terms and conditions of this Letter of Consent, or other consideration of this Letter of Consent, including its acceptance or rejection.

The Firm agrees to pay the monetary sanction upon notice that this Letter of Consent has been accepted and that such payment is due and payable. The Firm specifically and voluntarily waives any right to claim that it is unable to pay, now or at any time hereafter, the monetary sanction imposed in this matter.

The Firm understands that submission of this Letter of Consent is voluntary and will not resolve this matter unless and until it has been reviewed and accepted by the CRO, pursuant to BZX Rule 8.3. If the Letter of Consent is not accepted, it will not be used as evidence to prove any of the allegations against the Firm.

The Firm understands and acknowledges that acceptance of this Letter of Consent will become part of its disciplinary record and may be considered in any future actions brought by BZX or any other regulator against the Firm. The Letter of Consent will be published on a website maintained by the Exchange in accordance with BZX Rule 8.18.

The Firm understands that it may not deny the charges or make any statement that is inconsistent with the Letter of Consent. The Firm may attach a Corrective Action Statement to this Letter of Consent that is a statement of demonstrable corrective steps taken to prevent future misconduct. Any such statement does not constitute factual or legal findings by the Exchange, nor does it reflect the views of the Exchange or its staff.

The undersigned, on behalf of the Firm, certifies that a person duly authorized to act on its behalf has read and understands all of the provisions of this Letter of Consent and has been given a full opportunity to ask questions about it; that it has agreed to the Letter of Consent’s provisions voluntarily; and that no offer, threat, inducement, or promise of any kind, other than the terms set forth herein, has been made to induce the Firm to submit it.

Date: 3/4/2022

Credit Suisse Securities (USA) LLC

By: 

Name: Lara Leaf

Title: Director