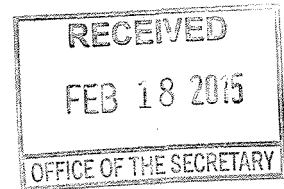


HARD COPY



UNITED STATES OF AMERICA  
Before the  
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING  
File No. 3-16178

In the Matter of

Gregory T. Bolan, Jr. and  
Joseph C. Ruggieri,

Respondents.

THE DIVISION OF ENFORCEMENT'S SUPPLEMENTAL SUBMISSION  
OPPOSING RESPONDENTS' MOTIONS FOR SUMMARY DISPOSITION

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February 13, 2015

Pursuant to the Court's Order dated February 12, 2015, the Division of Enforcement (the "Division") respectfully submits this supplemental submission in further opposition to the motions for summary disposition filed by Respondents Bolan and Ruggieri.<sup>1</sup>

**I. BOLAN PERSONALLY BENEFITED BY TIPPING RUGGIERI.**

**A. Background: Wells Fargo's Broker-Dealer Business**

1. Wells Fargo's research department, including the equity research group in which Bolan worked, did not directly generate any revenue or profit for Wells Fargo. (Todd Wickwire ("Wickwire") GFB.)

2. For equity trades, each of Wells Fargo's institutional clients paid a certain amount of money (fixed by contract with the client) per share of stock Wells Fargo's traders traded for the client. (Matthew Brown ("Brown") GFB.) Research by Bolan and other analysts helped generate revenue for Wells Fargo only to the extent the research generated client trades through Wells Fargo. (Wickwire GFB.)

3. Generally, Wells Fargo clients who were pleased with its research and other sales and trading services directed trading to Wells Fargo, and Wells Fargo earned commissions from the trades. (Wickwire & Brown GFB.)

4. Bolan and other research analysts had responsibilities in addition to publishing research reports, notes, and squawks (short, widely circulated research updates). Among other things, Wells Fargo urged analysts to help the traders and sales traders understand the contents of previously published notes and squawks. (Wickwire GFB.)

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<sup>1</sup> This supplemental submission uses the same short forms and citations used in the Division's original opposition brief, except that exhibits referenced herein for the first time are attached to this submission. Citations to a witness's name followed by the abbreviation "GFB" means that the Division has a good-faith belief that the witness will testify accordingly at the hearing.

5. Wells Fargo analysts were not universally good at communicating with their trader counterparts. (Wickwire GFB.)

**B. Bolan and Ruggieri, Bolan's Most Important Internal Client, Developed a Meaningful Relationship at Wells Fargo.**

6. Bolan joined Wells Fargo in June 2008 as an equity research analyst in Nashville, Tennessee. (Ex. 39 at 8–9; Ex. 135 at 7.) He covered stocks in two sub-sectors of the health care industry and later added a third sub-sector. (Ex. 110 at 10–12, 15–18.)

7. Ruggieri joined Wells Fargo in August 2009 as a trader of health care stocks in New York, New York. (Ex. 111 at 10, 15–16; Ex. 134 at 9.)

8. At the time, Wells Fargo had only two health care traders: Ruggieri and Chip Short (“Short”), a more junior trader. (Ex. 111A at 60; Ex. 132A at 38.) Ruggieri “primarily” traded the stocks Bolan covered, although Short covered for Ruggieri if he was out. (Ex. 111A at 60–61.)

9. Over his time at Wells Fargo, Bolan spoke to Ruggieri more than any other Wells Fargo trader. (Ex. 110 at 54–55.)

10. Within months, and at least by October 2009, Bolan and Ruggieri had established a strong relationship and rapport. Wells Fargo’s senior management asked all traders to “comment on the analysts who you believe have been the most helpful” during the prior quarter, so that management could communicate the results to the equity research managers — Bolan’s supervisors. (Lieberman Reply Aff. Ex. 1.) Ruggieri named four analysts and shared his view of Bolan: “Bolan’s in a league of his own- great dialogue w/ clients and gets it.” (*Id.*)

11. Bolan and Ruggieri became “pretty good friends,” in Ruggieri’s words. (Ex. 111 at 51–52.) Bolan and Ruggieri spoke with each other “on a daily basis” and “[o]ften multiple times a day.” (Ex. 111 at 51, 75.) They talked not only about work but also about “stuff outside of work.” (*Id.* at 51–52; Ex. 110 at 56.)

12. Bolan and Ruggieri socialized outside the office when Bolan traveled to New York. (Ex. 110 at 29–31.) They “discuss[ed] work and... discuss[ed] family, and...just would be guys.” (Ex. 110A at 30.)

13. Bolan and Ruggieri also entertained clients together, including on a fishing trip and a golf trip. (Ex. 111A at 59.)

14. In early March 2010, Ruggieri attended a health care client conference in Utah that Bolan and Wells Fargo had sponsored. (Ex. 172.) Afterwards, Bolan emailed his own supervisors and Ruggieri’s supervisor’s supervisor, Chris Bartlett (“Bartlett”), to praise Ruggieri for attending the event. (*Id.*) When Ruggieri learned of Bolan’s praise, he emailed Bolan: “I love you. Thanks bro, appreciate.” (*Id.*) Bolan replied: “Well deserved brotha!” (*Id.*)

15. Ruggieri and Bolan were “partners” trying to improve the standing of their health care “sector team” to benefit their own and each other’s career. (Ex. 44.)

**C. Bolan Tipped Ruggieri To His Ratings Changes Over a One-Year Period.**

16. Wells Fargo’s compliance policies specifically prohibited research analysts from sharing the timing and contents of forthcoming research reports with anyone outside the research department. (Ex. 30 at 21–22; Ex. 69 at 34–35.)

17. In fact, Wells Fargo held mandatory annual compliance meetings for its research department. (Exs. 31 & 106.) Before each such meeting, Wells Fargo circulated a PowerPoint presentation to research department employees, including Bolan. (Exs. 30 & 69.) In 2009 and 2010, the annual compliance presentation informed research analysts that there should be “no previewing research/opinion/estimates,” and that research analysts should have “no discussions on timing and views of reports with anyone outside of [the] research [department].” (Exs. 30 & 69.) Bolan received the 2009 and 2010 presentations by email and verified that he had dialed into the annual compliance meetings. (Exs. 31 & 106.)

18. In April 2009, to reinforce the importance of this policy, Wells Fargo sent Bolan a compliance bulletin. (Ex. 7.) The bulletin, entitled “Trading Ahead of Research Reports – FINRA Rule 5280,” informed Bolan that Wells Fargo “maintain[ed] Information Barriers to prohibit the flow of information about pending research reports outside of the Global Research Department so as to prevent [Wells Fargo’s] Trading Departments from front-running the publication of a research report for the benefit of the firm or its clients.” (*Id.*) The bulletin further advised Bolan that Wells Fargo research analysts “MAY NOT preview changes in research opinions or estimates, or contradicting or signaling a change from your published views.” (*Id.*)

19. About six months after Bolan and Ruggieri began working together — after they had become friends and trusted colleagues — Bolan started tipping Ruggieri to his upcoming ratings changes. From March 2010 through March 2011, Bolan published eight research reports changing his rating of the covered stock, including one initiation of coverage with an outperform/buy or underperform/sell rating. (Ex. 133.) Before six of those eight ratings changes, Bolan tipped Ruggieri to his forthcoming ratings change before Wells Fargo published the report. (Ex. 130.)

20. Each time he was tipped, Ruggieri either purchased the relevant stock ahead of Bolan’s upgrades or sold the relevant stock short ahead of Bolan’s downgrade. (Ex. 130.) Once Wells Fargo issued Bolan’s reports, the stock prices of the companies Bolan upgraded rose, while the stock price of the company Bolan downgraded sank. (Ex. 128.)

21. All six times, Ruggieri closed out his positions with profitable trades. (Ex. 130.) In total, Bolan’s tips enabled Ruggieri to generate over \$117,000 in gross profits in an account in which he traded on Wells Fargo’s behalf.<sup>2</sup> (Ex. 130.)

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<sup>2</sup> Although irrelevant to Respondents’ motion concerning Bolan’s personal benefit, it appears that Ruggieri in fact had a verbal compensation guarantee, apparently undocumented, during one calendar year of his employment at Wells Fargo. (Brown GFB.) His supervisor did not expect to provide a second year of guaranteed compensation to Ruggieri. (Brown GFB.) During the

**D. Ruggieri Helped Bolan Succeed and Get a Promotion and Raise.**

22. After Ruggieri had profitably traded on Bolan's first three ratings change tips, senior management asked him again in late July 2010 to provide feedback on research analysts who had been helpful in the preceding quarter. (Ex. 130; Lieberman Reply Aff. Ex. 2.) Ruggieri praised Bolan effusively: "Bolan is far and away the best." (Lieberman Reply Aff. Ex. 2.)

23. After Ruggieri had profitably traded on Bolan's fourth ratings change tip, senior management asked him in early December 2010 to provide feedback on research analysts who had been helpful in the preceding quarter. (Ex. 130; Lieberman Reply Aff. Ex. 3.) Ruggieri again praised Bolan effusively: "Bolan – the best in our space. Proactive, great dialogue/traction with clients, communication with the desk is excellent and business in his names are the example." (Lieberman Reply Aff. Ex. 3.)

24. In late 2010 or early 2011, Wickwire, Bolan's supervisor, considered Bolan for a promotion from vice president to director. (Ex. 132 at 69–70.) Generally, a research department vice president had to have served in that role for three years before being considered for promotion. (Wickwire GFB.) Bolan had been at the firm for approximately two years. (Ex. 135 at 8.)

25. Wickwire completed a director nomination form (the "Nomination Form") that he then submitted to the research department's management committee, comprising his supervisor, himself, and the heads of the other research groups. (Ex. 132 at 70–71; Ex. 27.)

26. Wickwire's Nomination Form reflected the trading desk's — and specifically Ruggieri's — glowing reviews of Bolan: "Greg [Bolan] is among the best analysts in the department in terms of his dialogue with trading. We consistently hear from trading that Greg [Bolan] provides

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guaranteed year, Ruggieri was expected to perform well by continuing to generate as much revenue for Wells Fargo as possible. (Brown GFB.) To do so, Ruggieri had to earn commissions for Wells Fargo by trading on behalf of clients, while trying to minimize Wells Fargo's losses when he traded out of the positions. (Brown GFB.) Ruggieri's illegal trades on Bolan's tips helped Ruggieri boost the profitability of his trading, which was important to his success as a trader.

great information flow to the desk and they are able to monetize his efforts. They often hold [him] out as the standard.” (Ex. 27 at 5; Ex. 132 at 69–70, 78–80.) By “monetize,” Wickwire meant that the trading desk was able to generate commission revenue from Bolan’s research. (Ex. 132 at 79.)

27. In deciding whether to promote Bolan, the research management committee discussed the trading desk’s feedback about Bolan and factored that in “on the positive side of the ledger” in deciding to promote Bolan. (Ex. 132A at 82.) The committee ultimately decided to promote Bolan, who received the accompanying raise of \$50,000 in approximately March 2011. (Ex. 132 at 79–80; Ex. 118.)

**E. Bolan’s Tips Were Part of His Practice of Repeatedly Violating Wells Fargo’s Compliance Policies To Reward Key Clients Who Could Enhance His Career.**

28. As described above, Bolan unlawfully tipped Ruggieri to obtain career and reputational benefits in exchange for providing advance notice of his ratings changes to his most important internal client. Similarly, Bolan repeatedly violated Wells Fargo’s policies by providing other as-yet-unpublished research to Ruggieri and a select group of external, institutional clients. Bolan did so for the same reasons he tipped Ruggieri: to curry favor with clients and boost his own research career. In the end, after uncovering Bolan’s and Ruggieri’s misconduct, Wells Fargo decided to terminate them both.

29. In August 2010, Bolan hired Timothy Evans (“Evans”) as his associate analyst. (Ex. 112 at 9–11.) Evans reported directly to Bolan, and he and Bolan were Wells Fargo’s only broker-dealer employees and the only research analysts working in Wells Fargo’s Nashville office. (Tr. 112 at 11, 20–21.)

30. Soon after he started, Evans became concerned that Bolan was violating Wells Fargo’s compliance policies by sharing unpublished research with select external clients. (Exs. 92, 93, 94.)

31. Evans raised his concerns with Bolan on three separate occasions. (Exs. 92, 93, 94.) Each time, Bolan rebuffed Evans. (*Id.*) Each time, concerned that he might be implicated in Bolan's misconduct, Evans documented that he had raised the issue with Bolan. (*Id.*) Each time, he sent himself an email, with the subject line "compliance," describing his communication with Bolan. (*Id.*)

32. The third time, on November 12, 2010, Evans documented Bolan's dismissive treatment of Evans' adherence to Wells Fargo's compliance policies: "Spoke to Greg [Bolan] yesterday on trip to Louisville regarding my growing discomfort with his treatment of comp[li]ance rules. He was dismissive. Said he likes to shoot for middle of the road...not too conservative, not too libe[r]al." (Ex. 94.)

33. On March 31, 2011, a senior Wells Fargo compliance officer, Scott Friedman ("Friedman"), received an email from a compliance officer at SAC, a prominent hedge fund, alerting him to a "compliance issue." (Ex. 15 at 19.) The SAC compliance officer informed Friedman that a Wells Fargo employee whose screen name was "uncjoewfc" — Ruggieri — appeared to have sent an instant message to a SAC trader about unpublished research by Bolan, on which Bolan had published a research note later the same day. (*Id.*; Ex. 159 at 41–42.)

34. Wells Fargo's compliance department began investigating Ruggieri and Bolan. (Ex. 15.) In the process, the compliance department uncovered several instances in which Bolan had shared material, as-yet-unpublished research with Ruggieri and/or select external clients. (Ex. 15.) At times, Bolan had shared the same information with over 30 external clients. (*Id.*)

35. These discoveries concerned Wells Fargo's compliance department, because Bolan's communication of nonpublic research to clients violated Wells Fargo's prohibition against previewing as-yet-unpublished research and the firm's requirement that research be publicly disseminated at the time of its disclosure, not distributed to select clients first. (Ex. 159 at 28–30, 49, 54–55, 64–65, 79–80, 89–92.)



36. Friedman drafted a chronology of events and assembled the problematic emails and instant messages that the compliance department had uncovered. (Ex. 15; Ex. 159 at 36–38.)

37. Separately, on approximately April 1, 2011, Evans became alarmed when Bolan yet again shared his as-yet-unpublished research with external clients. (Ex. 112 at 33, 47–48.) On approximately April 4, 2011, Evans escalated his concerns directly to Bolan’s supervisor, Wickwire. (*Id.*; Ex. 15 at 4.) Wickwire promptly informed the compliance department. (Ex. 15 at 4.)

38. On April 6, 2011, Friedman and other compliance officers questioned Bolan by phone. (Ex. 15 at 4.) Bolan falsely claimed that Mike Madsen (“Madsen”), a supervisory analyst in Wells Fargo’s research department, had told Bolan that he could email nonpublic research to fewer than twenty clients because that did not constitute the dissemination of research. (Ex. 15 at 4–5.)

39. In fact, Madsen had never provided such guidance, which would have contradicted Wells Fargo’s policies requiring public dissemination of material research. (Ex. 155 at 22–24; Ex. 15 at 5.)

40. In April 2011, Wells Fargo terminated Ruggieri as a result of its internal inquiry. (Ex. 164 at 1.) Wells Fargo also decided to terminate Bolan. (Ex. 159 at 35–36.) Wickwire travelled to Nashville to terminate him, but Bolan resigned before Wickwire could do so. (Ex. 132A at 25; Ex. 159 at 35–36; Ex. 163 at 3–4.)

**F. Bolan and Ruggieri Continued Their Friendship, and Ruggieri Continued To Help Bolan After Their Professional Relationship Ended.**

41. After their departures from Wells Fargo, Bolan’s and Ruggieri’s friendship continued. Ruggieri gave Bolan the keys to his apartment so that Bolan could use it when interviewing for positions in New York. (Ex. 45; Ex. 110A at 71.) In late April 2011, Bolan in fact stayed at Ruggieri’s apartment to save hotel costs while interviewing for a job. (Ex. 110A at 71.) Ruggieri let Bolan keep a copy of the keys until at least the next month. (*Id.*; Ex. 45.)

42. In approximately early May 2011, Ruggieri recommended Bolan for an analyst position at International Strategy & Investment (“ISI”), where Ruggieri became a partner the following month. (Ex. 110A at 69; Ex. 168; Ex. 77.) Ruggieri reviewed and commented on Bolan’s job application. (Ex. 168.)

43. In late May 2011, Ruggieri offered to let Bolan stay at his apartment again with Ruggieri and his wife, whom Bolan had not met before. (Ex. 45.)

44. In early June 2011, after Bolan seemed to have secured a job at another firm, Ruggieri enthusiastically congratulated him: “Congrats on the offer as well. Awesome stuff now go drink 4 bourbons for me! Just had 2 red stripes in your honor.” (Ex. 169.) Bolan continued to express his interest in working for Ruggieri’s new firm, ISI: “By combining forces with you, Joe [Ruggieri] and the entire ISI platform, we could absolutely move mountains.” (Ex. 169.)

45. In September 2011, Ruggieri and Bolan emailed each other about Bolan’s recent research. (Ex. 167.) Ruggieri said he had talked to a couple of his clients about it and that the stock had “def[initely] reacted.” (*Id.*) Bolan also invited Ruggieri to his wedding. (*Id.*)

## **II. BOLAN TIPPED TRADER A TO HELP A CLOSE, TRUSTED FRIEND.**

46. Bolan and Trader A were “old,” “close” friends. (Ex. 110 at 112–13; Ex. 119.) They had met in 2005, when they had worked together on the trading desk at First New York. (Ex. 39 at 9; Ex. 110 at 110, 112.) From then until Trader A’s death, they spoke on the phone “a couple of times a month.” (Ex. 110 at 113.)

47. Trader A suffered from a debilitating chronic disease that rarely permitted him to leave his apartment. (Ex. 110 at 110–12.)

48. From at least June 2009 through November 2010, Trader A was unemployed. (Bolan Mem. 3 (“Trader A’s unemployment is confirmed on his Brokercheck report.”).)

49. From March 2010 through August 2010, Bolan tipped Trader A to three of his forthcoming ratings changes — three of the very same ratings changes to which he tipped Ruggieri. (Ex. 131.) Each time, Trader A either purchased the relevant stock ahead of Bolan’s upgrades or sold the relevant stock short ahead of Bolan’s downgrade. (Ex. 131.)

50. Trader A illegally profited by over \$10,000 from his trades on Bolan’s three tips. (*Id.*)

51. In February 2011, Bolan treated Trader A to dinner. (Ex. 170.) Trader A thanked him and told him it had been nice to see him. (*Id.*) Bolan replied: “Likewise bro – see u in Nashville!” (*Id.*)

52. In March 2011, Bolan referred to Trader A as a “very good friend” and a “trusted friend” in an email to Bartlett, the head of equity sales and trading at Wells Fargo. (Ex. 119.) Bolan asked Bartlett whether there were any job openings for Trader A and recommended him as having “all of the right credentials.” (*Id.*)

53. Around the time Wells Fargo was conducting its internal inquiry into Bolan’s conduct, Bolan asked Trader A for a reference for a lawyer. (Ex. 110 at 110–11.) Trader A recommended Bolan’s current counsel, Sadis & Goldberg. (*Id.*) Later, when Bolan received an investigative subpoena from the Division, Bolan told Trader A. (*Id.*) Trader A again recommended Sadis & Goldberg. (*Id.*)

DIVISION OF ENFORCEMENT

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**Additional Division Exhibits In Support of Its  
Supplemental Submission Dated February 13, 2015**

Exhibit No.	Description
45	Instant message dated May 21, 2011
92	Email dated October 13, 2010
93	Email dated November 3, 2010
94	Email dated November 12, 2010
110A	Transcript of Bolan's investigative testimony dated June 6, 2013 (excerpts)
111A	Transcript of Ruggieri's investigative testimony dated June 7, 2013 (excerpts)
112	Transcript of Evans' investigative testimony dated December 4, 2013 (excerpts)
132A	Transcript of Wickwire's investigative testimony dated May 30, 2013 (excerpts)
155	Transcript of Madsen's investigative testimony dated May 31, 2013 (excerpts)
159	Transcript of Friedman's investigative testimony dated December 5, 2013 (excerpts)
163	Bolan Form U-5 dated April 25, 2011
164	Ruggieri Form U-5 dated April 25, 2011
167	Email dated September 1, 2011
168	Email dated May 12, 2011
169	Email dated June 2, 2011
170	Email dated February 8, 2011
172	Instant message dated March 12, 2010



Greg Bola [redacted]

**yo, you got room for me to crash Thursday night?**

4 messages

Greg Bolan [redacted]

Sat, May 21, 2011 at 9:00 AM

To: Joe Ruggieri [redacted]

Joe Ruggieri [redacted]

Sat, May 21, 2011 at 9:36 AM

To: Greg Bolan [redacted]

Always bro. We are leaving for Nantucket in the morning. I will be in long island most of the day and evening playing in member/guest but be back that night. You will get to meet Kerry. You still have the keys in case she's at work right? Were back that next Monday then leaving tues thru sat so if you have to come back and want to bring Alana you def can. All yours that week

On May 21, 2011, at 10:00 AM, Greg Bolan [redacted] wrote:

>

Greg Bolan [redacted]

Sat, May 21, 2011 at 9:59 AM

To: Joe Ruggieri [redacted]

Sweet! Yeah, I still have the keys. I will be in NJ on Wed and Thurs at WIL then will have car take me to your place on Thursday evening. My meeting with Mark is at 9am on Friday morning. I wonder if I should email Mark to ask if I will be meeting with Vin as well?

Thanks brotha!  
[Quoted text hidden]

Greg Bolan [redacted]

Tue, Oct 18, 2011 at 3:56 PM

To: [redacted]

[Quoted text hidden]

Exhibit  
45  
6/6/13 BM

----- Forwarded message -----

From: **Tim Evans** <Redacted>

Date: Wed, Oct 13, 2010 at 6:03 PM

Subject: Compliance

To: Timothy Evans <Redacted>

Tonight I voiced my strong opposition to the channel check emails Greg claims have been cleared through compliance. I said that we need to put them in a note form next quarter. He seemed to blow off my concern.

Tim

Sent from my mobile device

Exhibit  
92  
12/4/13 DM

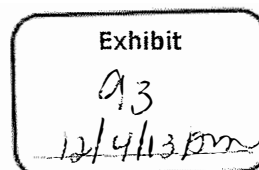
----- Forwarded message -----

From: **Tim Evans** <[Redacted]>  
Date: Wed, Nov 3, 2010 at 7:32 AM  
Subject: Compliance  
To: Timothy Evans <[Redacted]>

I raised objections to Greg today regarding how he tends to disseminate material selectively sometimes. He was noncommittal in his response to me regarding potential remedies.

Tim

Sent from my mobile device





----- Forwarded message -----

From: **Tim Evans** <[Redacted]>

Date: Fri, Nov 12, 2010 at 8:54 AM

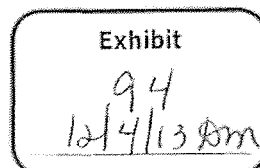
Subject: Compliance

To: Timothy Evans <[Redacted]>

Spoke to Greg yesterday on trip to Louisville regarding my growing discomfort with his treatment of compliance rules. He was dismissive. Said he likes to shoot for middle of the road...not too conservative, not too liberal.  
Tim

Sent from my mobile device

Confidential Treatment Requested



WF-002848210

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

In the Matter of:                    )  
  ) File No. NY-8432  
RESEARCH ANALYST REPORTS        )  
  )

WITNESS:           GREG BOLAN

PAGES:   1-226

PLACE:   Securities and Exchange Commission  
          Three World Financial Center - Suite 4300  
  
          New York, New York 10281

DATE:     June 6, 2013

          The above-entitled matter came on for  
hearing at 9:17 o'clock a.m.

1 Q. Good point.  
 2 Did you socialize with Mr. Ruggieri outside  
 3 of the workplace while employed at Wells Fargo?  
 4 A. Yes.  
 5 Q. How frequently did you socialize with  
 6 Mr. Ruggieri outside of the workplace while employed at  
 7 Wells Fargo?  
 8 A. I'd say probably about three times in 2010,  
 9 maybe, four times. Three or four times.  
 10 Q. What about in 2009?  
 11 A. I'd say probably once, maybe twice.  
 12 Q. And in 2011?  
 13 A. I'd say zero, maybe once.  
 14 Q. Take us through what you did at each of these  
 15 visits with Mr. Ruggieri.  
 16 A. Well, we would go to the bar and we would  
 17 discuss work and we'd discuss family, and we just would be  
 18 guys.  
 19 Q. Was it just the two of you?  
 20 A. Typically, no.  
 21 Q. Typically, who else was there?  
 22 A. Other colleagues from Wells Fargo.  
 23 Q. Who?  
 24 A. Salespersons.  
 25 Q. Who?

1 A. I don't recall. I can recall a couple of  
 2 names: David Foerstch at Wells Fargo. It's been a while  
 3 I don't recall. Sometimes clients would join us.  
 4 Q. Did you and Mr. Ruggieri develop a  
 5 friendship?  
 6 A. I would say so.  
 7 Q. Did you continue to communicate with  
 8 Mr. Ruggieri after you left Wells Fargo?  
 9 A. Yes.  
 10 Q. How frequently?  
 11 A. Infrequently.  
 12 BY MR. RIELY:  
 13 Q. How frequently?  
 14 A. I would say after that, after Wells Fargo, in  
 15 2011, probably quite a bit for the first couple of months  
 16 because I was potentially going to go to ISI where he  
 17 actually found employment. And then it kind of died off  
 18 after I went to Madison Williams. It's been extremely  
 19 infrequent since then.  
 20 BY MR. SATWALEKAR:  
 21 Q. Did you interact socially with Mr. Ruggieri  
 22 after you left Wells Fargo?  
 23 A. Socially?  
 24 Q. Correct.  
 25 A. Once after the event happened, after we left

1 Wells Fargo, and then after that, no. I think -- oh, one  
 2 time last year we had drinks.  
 3 Q. When was that last year?  
 4 A. Middle of last year, I think.  
 5 Q. What did you discuss when you met with  
 6 Mr. Ruggieri in the middle of last year?  
 7 A. Family and work.  
 8 Q. What about work?  
 9 A. "How things going?"  
 10 Q. Did you discuss anything related to your time  
 11 at Wells Fargo when you met with him last year?  
 12 A. No.  
 13 Q. Since leaving Wells Fargo, have you discussed  
 14 anything about your time at Wells Fargo with Mr. Ruggieri?  
 15 A. Only right there after it happened. From  
 16 then, no.  
 17 Q. After what happened?  
 18 A. After we left Wells Fargo.  
 19 Q. So you haven't talked to Mr. Ruggieri about  
 20 anything that happened while you were at Wells Fargo since  
 21 right after you left Wells Fargo?  
 22 A. Within a couple of months of leaving, no, not  
 23 that I can recall.  
 24 Q. What did you discuss with Mr. Ruggieri about  
 25 your time at Wells Fargo after you left Wells Fargo?

1 A. A sense of frustration, dissatisfaction in  
 2 Wells Fargo. That's pretty much it.  
 3 Q. Frustration about the events leading up to  
 4 your departure from the firm?  
 5 A. Frustration with regard to how the firm  
 6 treated us at the end.  
 7 Q. Prior to your departure?  
 8 A. Correct.  
 9 Q. Have you ever gone fishing with Mr. Ruggieri?  
 10 A. Yes.  
 11 Q. When was that?  
 12 A. I would say it was a striped bass contest.  
 13 It had to have been sometime in '10, end of '10 or  
 14 beginning of '11, something like that.  
 15 Q. Was that a work-related event?  
 16 A. Yes.  
 17 Q. Were other folks from Wells Fargo at that  
 18 event?  
 19 A. Yes. It was a Wells Fargo-sponsored event.  
 20 Q. Where did that event occur?  
 21 A. I think right off Long Island, Long Island  
 22 Sound.  
 23 Q. Was everyone on one boat for that event?  
 24 A. No. There were probably -- I don't even know  
 25 how many boats. There were a lot of boats.

Page 66

1 Q. So did you ask Mr. Ruggieri to provide  
 2 feedback to Mr. Wickwire in order to improve your chances  
 3 of being promoted?  
 4 A. Like I said, I thought it would be helpful.  
 5 Q. So you did ask him to do that?  
 6 A. I asked him and I asked the other individuals  
 7 I just named to help, to give, you know, feedback.  
 8 Q. To Mr. Wickwire?  
 9 A. To Mr. Wickwire. Fairly standard.  
 10 Q. Did feedback from Wells Fargo's trading desk  
 11 factor into the determination to promote you?  
 12 A. I was not aware that it did, but I'm looking  
 13 at the review here and it looks like it did.  
 14 Q. Are the salespeople that you asked to provide  
 15 feedback also on Wells Fargo's trading desk?  
 16 A. They're all -- it's sales and trading. So  
 17 when you say trading, I am thinking sales and trading, so,  
 18 yes.  
 19 Q. I will take this exhibit back from you.  
 20 A. Sure.  
 21 (Handed.)  
 22 A. I wish I had a copy of this.  
 23 MR. SATWALEKAR: Off the record at 10:56 a.m.  
 24 (Short recess taken.)  
 25 MR. SATWALEKAR: Back on the record at

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1 11:05 a.m.  
 2 BY MR. SATWALEKAR:  
 3 Q. Mr. Bolan, during the break, did you have any  
 4 discussions concerning the substance of this investigation  
 5 with the SEC staff?  
 6 A. No, I did not.  
 7 Q. Have you ever been to Mr. Ruggieri's  
 8 residence?  
 9 A. Yes. After I left Wells Fargo, I stayed up  
 10 here at his apartment for interviews.  
 11 Q. How long did you stay at his apartment?  
 12 A. I think like three days.  
 13 Q. Was he there while you were at his apartment?  
 14 A. Yes.  
 15 Q. Have you ever met -- strike that.  
 16 Have you ever met any members of  
 17 Mr. Ruggieri's family?  
 18 A. No. In fact, I never even met his wife.  
 19 Q. While you stayed at Mr. Ruggieri's apartment,  
 20 did you spend time together?  
 21 A. Yes.  
 22 Q. What did you do?  
 23 A. Well, went running, got fruit juice and went  
 24 to dinner, I think.  
 25 Q. Is this with Mr. Ruggieri?

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1 A. Yes.  
 2 Q. Was anyone else there?  
 3 A. I don't recall. I don't think so.  
 4 Q. Has Mr. Ruggieri ever been to your residence?  
 5 A. He has never been to my residence.  
 6 Q. Had Mr. Ruggieri ever met any members of your  
 7 family?  
 8 A. He met my wife.  
 9 Q. When was that?  
 10 A. March of 2010 or '11, in Georgetown.  
 11 Q. In DC?  
 12 A. Yeah.  
 13 Q. Why did you all meet there?  
 14 A. I hosted events at a Society of Toxicology.  
 15 It's a conference that I cover.  
 16 Q. What was that about?  
 17 A. Society of Toxicology, it's an industry  
 18 conference for CROs.  
 19 Q. Why was your wife there?  
 20 A. She wanted to vacation and I had to work.  
 21 Q. Did you ever recommend Mr. Ruggieri for a  
 22 job?  
 23 A. After Wells Fargo?  
 24 Q. Correct.  
 25 A. I think I may have recommended him. I am

Page 69

1 just trying to remember if I recommended him to -- maybe I  
 2 didn't. I don't think I did.  
 3 Q. Did Mr. Ruggieri ever recommend you for a  
 4 job?  
 5 A. Yes.  
 6 Q. Describe that.  
 7 A. He recommended me for an analyst role at ISI.  
 8 Q. What is ISI?  
 9 A. I think it stands for International Strategy  
 10 something.  
 11 Q. Who did he recommend you to?  
 12 A. Mark Schoenbaum who runs health care research  
 13 at ISI.  
 14 Q. Did ISI offer you a job?  
 15 A. No.  
 16 Q. Did Ruggieri recommend you for any other  
 17 jobs?  
 18 A. Not that I can recall.  
 19 MR. SATWALEKAR: Mark this as the next  
 20 exhibit, please.  
 21 (Series of e-mails marked Exhibit 45 for  
 22 identification.)  
 23 Q. Mr. Bolan, please take a moment to look at  
 24 this document marked Exhibit 45.  
 25 MR. SATWALEKAR: Exhibit 45 is a series of

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1 communications between G. Bolan3@Gmail.com and  
 2 Ruggieri@Gmail.com.  
 3 A. Okay.  
 4 Q. Do you recognize this chain of  
 5 communications?  
 6 A. Yes. Like I mentioned, this was after Wells  
 7 Fargo, and I crashed at his place -- stayed at his place,  
 8 I'm sorry.  
 9 Q. You stayed at Mr. Ruggieri's place?  
 10 A. Yeah.  
 11 Q. Do you recognize the address  
 12 GBolan3@Gmail.com?  
 13 A. Yes. That is my personal e-mail address.  
 14 Q. Do you recognize the address  
 15 Ruggieri@Gmail.com?  
 16 A. Yes.  
 17 Q. What is that?  
 18 A. That is Joe Ruggieri's personal e-mail  
 19 address.  
 20 Q. Are the communications contained in this  
 21 exhibit e-mails?  
 22 A. What now?  
 23 Q. Are the communications in this exhibit  
 24 3-mails or instant messages or some other form of  
 25 communications?

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1 A. They are e-mails. They are e-mails.  
 2 Q. They are e-mails?  
 3 A. Yeah.  
 4 Q. You state in the third e-mail down, "Si,  
 5 yeah, I still have the keys." Is that a reference to  
 6 having the keys to Mr. Ruggieri's apartment?  
 7 A. Yes, because I had stayed there once before.  
 8 Q. When was that?  
 9 A. Right after the Wells Fargo event, so it  
 10 would have been probably late April.  
 11 Q. Why did you stay at Mr. Ruggieri's place in  
 12 late April?  
 13 A. Interviewing, to save on a hotel cost.  
 14 Q. Did you stay at Mr. Ruggieri's apartment  
 15 after the e-mails contained in this exhibit were sent?  
 16 A. No, I never did.  
 17 Q. Did you return the keys to Mr. Ruggieri's  
 18 apartment at some point?  
 19 A. I think I did, yeah.  
 20 Q. How did you return them?  
 21 A. I can't really recall. I may not have. I  
 22 don't recall. Maybe I did. If I did, it would have been  
 23 when I hung out with him the times that I told you.  
 24 Q. "Him" being Mr. Ruggieri?  
 25 A. Yes.

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1 Q. All right, I will take Exhibit 45 back from  
 2 you.  
 3 A. Sure.  
 4 (Handed.)  
 5 Q. Actually I will put Exhibit 45 back in front  
 6 of you for a moment.  
 7 A. Sure.  
 8 Q. Did you send Exhibit 45 to anyone?  
 9 A. Yes.  
 10 Q. To who?  
 11 A. The FINRA people.  
 12 Q. Why did you send Exhibit 45 to FINRA?  
 13 A. We received a request from FINRA for all of  
 14 my e-mail communication with Joe Ruggieri during a certain  
 15 time frame, I think it was '09 to 2011, and we complied.  
 16 Q. In Exhibit 45, there is the phrase, quote,  
 17 "Text hidden" in brackets in two places. Do you see that?  
 18 A. Yeah.  
 19 Q. What is that in reference to?  
 20 A. I honestly don't know.  
 21 Q. Was there any other text in this  
 22 communication that was hidden?  
 23 A. No. It's not a text. It's an e-mail -- oh,  
 24 text, yes -- no, no, no, no. No, I don't know what that  
 25 means.

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1 Q. Do you know of any text that was part of this  
 2 e-mail that's not contained -- strike that.  
 3 Do you know of any text that was part of this  
 4 e-mail chain that is not contained in this exhibit?  
 5 A. No.  
 6 Q. I will take Exhibit 45 back from you.  
 7 A. Surely.  
 8 (Handed.)  
 9 MR. SATWALEKAR: Please mark this as the next  
 10 exhibit.  
 11 (Document re PAREXEL, dated 4/7/10, marked  
 12 Exhibit 46 for identification.)  
 13 Q. Mr. Bolan, I am handing you --  
 14 A. Greg.  
 15 Q. -- an exhibit that I marked Exhibit 46.  
 16 MR. SATWALEKAR: Exhibit 46 is a multi-paged  
 17 document. It has a header of April 7, 2010, and it's  
 18 entitled, "Equity research PAREXEL International  
 19 Corporation."  
 20 A. Uh-hum.  
 21 Q. Do you recognize this document, Mr. Bolan?  
 22 A. I do.  
 23 Q. What is it?  
 24 A. I am downgrading PAREXEL International to a  
 25 market perform, which is like a hold, from buy. The

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EXHIBITS		
NUMBER	DESCRIPTION	PAGE
50	Chart	103
51	E-mail, first page Bates No. WFC894795	115
52	Chart	119
53	Multi-page document, first page dated 6/15/10	125
54	E-mail chain, Bates No. WFC654575	127
55	Chart	131
56	E-mail and attachment, Bates No. WFC6197773	137
57	E-mail chain, first page Bates No. WFC472248	140
58	Summary	143
59	Summary	145
60	Multi-Paged document, dated 2/8/11	148
61	E-mail chain, first page Bates No. WFC64623	152
62	Chart	154
63	Multi-paged document, first page dated 8/16/10	157
64	E-mail, Bates No. WFC625155	158
65	Summary	161
66	E-mails, Bates No. WFC632619	165
67	Summary	168
(Continued on next page)		

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SCOPIST'S CERTIFICATE

I, Rena Farber, hereby certify that the foregoing transcript consisting of 226 pages, is a complete, true and accurate transcript of the investigative hearing, held on Thursday, June 6, 2013, at 3 World Financial Center, New York, New York, in the matter of RESEARCH ANALYST REPORTS.

I further certify that this proceeding was reported by Deborah Moschitto and that the foregoing transcript has been scoped by me.

\_\_\_\_\_  
Rena Farber

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EXHIBITS		
NUMBER	DESCRIPTION	PAGE
68	Document	169
69	E-mail, Bates No. WFC784355, and attachment	181
70	E-mail chain, Bates No. WFC487147	197
* * *		

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
REPORTER'S CERTIFICATE

I, Deborah Moschitto, reporter, hereby certify that the foregoing transcript of 226 pages is a complete, true, and accurate transcript of the testimony indicated, held on Thursday, June 6, 2013, at 3 World Financial Center, New York, New York, in the matter of:

RESEARCH ANALYST REPORTS.

I further certify that this proceeding was recorded by me and that the foregoing transcript was prepared under my direction.

Date:

Official Reporter: Deborah Moschitto  
Diversified Reporting Services, Inc.

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PROOFREADER'S CERTIFICATE

In the Matter of: RESEARCH ANALYST REPORTS  
Witness: GREG BOLAN  
File Number: NY-8432  
Date: JUNE 6, 2013  
Location: 3 World Financial Center  
New York, New York

This is to certify that I, Deborah  
Moschitto, do hereby swear and affirm that the  
attached proceedings before the United States  
Securities and Exchange Commission were held  
according to the record and that this is the  
original, complete, true and accurate transcript  
that has been compared to the reporting or  
recording accomplished at the hearing.

\_\_\_\_\_  
Deborah Moschitto

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

In the Matter of:                    )  
  ) File No. NY-8432  
RESEARCH ANALYST REPORTS        )  
  )

WITNESS:           JOSEPH RUGGIERI

PAGES:             1-190

PLACE:   Securities and Exchange Commission  
          Three World Financial Center - Suite 4300  
          New York, New York 10281

DATE:       June 7, 2013

The above-entitled matter came on for  
hearing at 10:13 o'clock a.m.



1 A. Yes.  
 2 Q. Was it more than five?  
 3 A. Yes, I think so.  
 4 Q. Can you narrow the range for us?  
 5 A. I would guess -- I don't want to guess. I  
 6 would say under 50, under 25. I am not exactly sure. You  
 7 know, more than five, I am pretty sure that's accurate.  
 8 Q. Did you ever entertain clients with  
 9 Mr. Bolan?  
 10 A. Yes.  
 11 Q. On how many occasions?  
 12 A. I can't -- probably -- I mean -- I don't want  
 13 to speculate. Probably a similar amount. I mean,  
 14 typically, if -- if I saw him at a conference, we had  
 15 something going on there. If he came in town, we would  
 16 grab a drink or -- so I don't know how many times that  
 17 was, but...  
 18 Q. Was it more than ten times?  
 19 A. It may have been.  
 20 Q. Was it less than 30 times?  
 21 A. I would think so, without speculating, but...  
 22 Q. Focusing now just on the time at Wells Fargo,  
 23 not after you left.  
 24 A. Yup.  
 25 Q. While you were at Wells Fargo, did there ever

1 come a time that you socialized with Mr. Bolan outside of  
 2 the workplace?  
 3 A. Yes.  
 4 Q. How many times?  
 5 A. When you say "out of the workplace," does  
 6 that mean without clients present, like entertaining or --  
 7 because I know we had a couple of events, if I remember  
 8 correctly, one a fishing trip we did, one a golf trip  
 9 where clients were there.  
 10 Q. When you mentioned the fishing trip and the  
 11 golf trip, does that include your estimate of entertaining  
 12 clients with Mr. Bolan more than 10 times and less than 30  
 13 times?  
 14 A. I believe so, yes.  
 15 Q. I am trying to get an understanding, aside  
 16 from that, did you socialize with him outside of the  
 17 workplace at functions that were not related to your work?  
 18 A. I can't recall if we did, I apologize, but, I  
 19 mean -- outside of getting a drink with him or doing  
 20 something, you know, we may have done that a few times. I  
 21 can't remember, exactly.  
 22 Q. Do you remember ever having a drink with  
 23 Mr. Bolan without clients present?  
 24 A. Probably, yes. I can't remember the specific  
 25 time, but -- I can't recall, exactly.

1 MR. RIELY: We are off the record at 11:26.  
 2 (Short recess taken.)  
 3 MR. RIELY: We are back on the record at  
 4 11:43.  
 5 BY MR. RIELY:  
 6 Q. Mr. Ruggieri, while we were off the record,  
 7 we had no conversations about the substance of this  
 8 investigation; correct?  
 9 A. Correct.  
 10 Q. You've heard the name Chip Short?  
 11 A. Yes.  
 12 Q. Who is Chip Short?  
 13 A. Chip Short was my partner, trading partner.  
 14 Q. When you say "trading partner," what do you  
 15 mean by that?  
 16 A. He traded on the team. It was myself and him  
 17 were the traders in health care.  
 18 Q. Did Mr. Short interact with Mr. Bolan?  
 19 A. Yes.  
 20 Q. Did he interact with Mr. Bolan more or less  
 21 than you?  
 22 A. Probably less.  
 23 Q. Why did he interact with Mr. Bolan less?  
 24 A. I traded those stocks, Bolan and stocks  
 25 predominantly. I tried to run a -- given the model that

1 we had, you know, you had to, you know, focus on a sub  
 2 sector, you had to have a name attached to certain stocks  
 3 because of the commission model, but I tried to run our  
 4 team as if -- you know, as I did my other shops, that  
 5 everybody trades everything, covers everything, so you  
 6 have to know all the stocks. Especially if I am out, you  
 7 could cover it and know all the stories.  
 8 Chip worked with Greg before I got there so  
 9 he knew him before me, but I primarily traded those stocks  
 10 when I was there.  
 11 Q. When you say you primarily traded those  
 12 stocks, what are you referring to?  
 13 A. Greg Bolan's stocks.  
 14 Q. The stocks that Mr. Bolan covered?  
 15 A. Yes.  
 16 Q. As part of your answer, you also mentioned  
 17 commission model at Wells Fargo?  
 18 A. Right.  
 19 Q. Could you describe what you were referring  
 20 to?  
 21 A. That was what I mentioned earlier, the comp  
 22 structure of salary, bonus, bonus being part subjective,  
 23 part commission based.  
 24 Q. While you were at Wells Fargo, could you get  
 25 commissions relating to the sale of any name, or was it

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1 MR. VIOLA: No clarifying questions at this  
 2 time.  
 3 Q. Mr. Ruggieri, thank you for coming in today.  
 4 A. Thank you guys for your time.  
 5 Q. I have no further questions at this time. If  
 6 we need to call you back in, we will contact your counsel  
 7 Okay?  
 8 A. Thank you.  
 9 MR. RIELY: We are off the record at 4:10.  
 10 (Time noted: 4:10 o'clock p.m.)  
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 3 SCOPIST'S CERTIFICATE  
 4  
 5 I, Rena Farber, hereby certify that  
 6 the foregoing transcript consisting of 190 pages,  
 7 is a complete, true and accurate transcript of the  
 8 investigative hearing, held on Friday, June 7,  
 9 2013, at 3 World Financial Center, New York, New  
 10 York, in the matter of RESEARCH ANALYST REPORTS.  
 11 I further certify that this  
 12 proceeding was reported by Deborah Moschitto and  
 13 that the foregoing transcript has been scoped by  
 14 me.  
 15  
 16 \_\_\_\_\_  
 17 Rena Farber Date  
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1 INDEX  
 2 WITNESS EXAMINED BY PAGE  
 3 JOSEPH RUGGIERI Mr. Riely 3  
 4 EXHIBITS  
 5 NUMBER DESCRIPTION PAGE  
 6 71 Cover letter and Subpoena, 8  
 7 dated 4/2/13  
 8 72 Document, Bates No. 64  
 9 WF002848142  
 10 73 Chart 96  
 11 74 IM conversation, dated 130  
 12 2/7/11  
 13 75 Two-Page document, Bates 135  
 14 Nos. 002848152 and 53  
 15 76 Two-page document, Bates 138  
 16 Nos. WF0028481650 and 51  
 17 77 Background questionnaire 157  
 18 78 2009 Information Attestion, 159  
 19 two pages, Bates Nos. WFS0000008 and 9  
 20 79 Sign-in sheet, two pages, 162  
 21 Bates No. WF2848211  
 22 80 E-mail with attachment, 163  
 23 Bates No. WFC001514977  
 24 81 Chart, Bates No. WF002848176 167  
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 2  
 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 4 REPORTER'S CERTIFICATE  
 5  
 6 I, Deborah Moschitto, reporter, hereby certify  
 7 that the foregoing transcript of 190 pages is a  
 8 complete, true, and accurate transcript of the  
 9 testimony indicated, held on Friday, June 7, 2013,  
 10 at 3 World Financial Center, New York, New York,  
 11 in the matter of:  
 12 RESEARCH ANALYST REPORTS.  
 13 I further certify that this proceeding was  
 14 recorded by me and that the foregoing transcript  
 15 was prepared under my direction.  
 16  
 17 Date: \_\_\_\_\_  
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 19 Official Reporter: Deborah Moschitto  
 20 Diversified Reporting Services, Inc.  
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PROOFREADER'S CERTIFICATE

In the Matter of: RESEARCH ANALYST REPORTS  
Witness: JOSEPH RUGGIERI  
File Number: Ny-8432  
Date: June 7, 2013  
Location: 3 World Financial Center  
New York, New York

This is to certify that I, Deborah  
Moschitto, do hereby swear and affirm that the  
attached proceedings before the United States  
Securities and Exchange Commission were held  
according to the record and that this is the  
original, complete, true and accurate transcript  
that has been compared to the reporting or  
recording accomplished at the hearing.

\_\_\_\_\_  
Deborah Moschitto      Date

Page 1	<p>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</p> <p>In the Matter of:        )                                   ) File No. NY-8432 RESEARCH ANALYST REPORTS )                                   )</p> <p>WITNESS: TIMOTHY EVANS</p> <p>PAGES: 1-89</p> <p>PLACE: Securities and Exchange Commission Three World Financial Center - Suite 4300 New York, New York 10281</p> <p>DATE: December 4, 2013</p> <p>The above-entitled matter came on for hearing at 2:03 o'clock p.m.</p>	Page 3
Page 2	<p>1 APPEARANCES:</p> <p>2 On behalf of the Securities and Exchange</p> <p>3 Commission</p> <p>4 SANDEEP SATWALEKAR, ESQ. PETER LAMORE, Staff Accountant</p> <p>5 Enforcement Division Securities and Exchange Commission</p> <p>6 3 World Financial Center - Suite 4300 New York, New York 10281</p> <p>7</p> <p>8 On behalf of the Witness</p> <p>9 K&amp;L GATES 1601 K Street, N.W. Washington, D.C. 2006-1600</p> <p>10 BY: MICHAEL J. MASSAL, ESQ. 11 NOAM A. KUTLER, ESQ.</p> <p>12</p> <p>13 ***</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>	Page 4

1 (Subpoena pre-marked Exhibit 89 for  
2 identification.)  
3 MR. SATWALEKAR: On the record at 2:03  
4 on December 4, 2013.  
5 Please raise your right hand: Do you  
6 swear to tell the truth, the whole truth and nothing  
7 but the truth?  
8 THE WITNESS: I do.  
9 Whereupon,  
10 TIMOTHY EVANS,  
11 appeared as a witness herein and, having been first  
12 duly sworn, was examined and testified as follows:  
13 EXAMINATION BY  
14 MR. SATWALEKAR:  
15 Q. Please state your full name and spell  
16 your name for the record.  
17 A. Timothy Cameron Evans; T-I-M-O-T-H-Y  
18 C-A-M-E-R-O-N-E-V-A-N-S.  
19 Q. My name is Sandeep Satwalekar. With me  
20 today is Peter Lamore. We are officers of the  
21 Commission for purposes of this proceeding.  
22 This is an investigation by the United  
23 States Securities and Exchange Commission in the  
24 matter of the Research Analyst Reports to determine  
25 whether there have been violations of certain

1 provisions of the Federal Securities Laws. However,  
2 the facts developed in this investigation might  
3 constitute violations of other federal or state,  
4 civil or criminal laws.  
5 Prior to the opening of the record, you  
6 were provided with a copy of the Formal Order of  
7 Investigation in this matter. It will be available  
8 for your examination during the course of this  
9 proceeding.  
10 Mr. Evans, have you had an opportunity  
11 to review the Formal Order?  
12 A. Yes.  
13 Q. Prior to the opening of the record, you  
14 were also provided with a copy of the Commission's  
15 Supplemental Information Form. That form has been  
16 marked Exhibit No. 1.  
17 Have you had an opportunity to look over  
18 Exhibit No. 1?  
19 A. Yes.  
20 Q. Do you have any questions concerning  
21 this Notice?  
22 A. No.  
23 Q. Mr. Evans, do you understand that you're  
24 under oath?  
25 A. Yes.

Page 9

1 at Jeffries?  
 2 A. I worked for a period of months between  
 3 late 2006 and May 2007. I then took a different  
 4 internship over the summer and returned to Jeffries  
 5 & Company to work for a few months during the school  
 6 year that began late 2007 and went into 2008.  
 7 Q. And then in 2008, did you graduate?  
 8 A. Yes.  
 9 Q. Did you get your MBA?  
 10 A. Yes.  
 11 Q. After obtaining your MBA, did you go to  
 12 work at Jeffries?  
 13 A. I immediately went to work for Morgan  
 14 Keegan, and then that job only lasted for a month and  
 15 a half or so. And at that point, I went back to work  
 16 for Jeffries.  
 17 Q. Did you work at Jeffries from the  
 18 time -- strike that.  
 19 Did you work at Jeffries from that time,  
 20 sometime in 2008 through when you started working at  
 21 Wells Fargo?  
 22 A. Yes.  
 23 Q. And your start date at Wells Fargo was  
 24 what, again?  
 25 A. August 2010.

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1 Q. During that period that you worked at  
 2 Jeffries, were you working closely with Mr. Bolan?  
 3 A. No. Mr. Bolan had gone to Wachovia in  
 4 2008. I was able to get the job at Jeffries because  
 5 he left. So I essentially it took his spot as an  
 6 associate.  
 7 Q. Did you keep in touch with Mr. Bolan  
 8 while you were at Jeffries and he was at Wachovia?  
 9 A. Not to a great degree, but we had  
 10 occasional conversations, particularly once the  
 11 financial crisis took its toll, and I began to worry  
 12 about my job at Jeffries. We had some discussions  
 13 about, in particular, being able -- he may be able to  
 14 hire an associate and whether I would be a candidate  
 15 for that position or not.  
 16 Q. When did those conversations occur?  
 17 A. Those conversations probably took place  
 18 between, I would say, early 2009, periodically,  
 19 through the time I started in late 2010.  
 20 Q. Did you go through an interview process  
 21 prior to joining Wells Fargo?  
 22 A. Yes.  
 23 Q. Tell me about that.  
 24 A. I interviewed once with Greg, and then I  
 25 did a phone interview with Todd Wickwire.

Page 11

1 Q. When you first joined Wells Fargo, what  
 2 was your title?  
 3 A. Associate analyst.  
 4 Q. And who did you report to?  
 5 A. Greg Bolan.  
 6 Q. And how long were you an associate at  
 7 Wells Fargo for?  
 8 A. I was an associate until early 2012 when  
 9 I got promoted to vice president.  
 10 Q. How long did you report to Mr. Bolan  
 11 while you were at Wells Fargo?  
 12 A. Through his termination in April 2011, I  
 13 believe.  
 14 Q. What were your responsibilities at Wells  
 15 Fargo when you reported to Mr. Bolan?  
 16 A. I was responsible for helping him with  
 17 the research process, which involved building models,  
 18 conducting diligence on companies, various other  
 19 tasks, like maintenance of contact lists or marketing  
 20 materials, those types of things.  
 21 Q. What is a "research report"?  
 22 A. A research report is a discussion of a  
 23 company that contains an investment recommendation  
 24 Q. While you reported to Mr. Bolan at Wells  
 25 Fargo, did you have any role with the drafting of

Page 12

1 research reports?  
 2 A. Yes, I did.  
 3 Q. Describe that role.  
 4 A. I would frequently write the body of the  
 5 reports, particularly those in the contract research  
 6 organization sector, and he would write the summary  
 7 bullets on the first page. He tended to take more of  
 8 a leading role in the health care IT sector, because  
 9 I was far less familiar with those companies.  
 10 Q. Did Mr. Bolan cover the CRO and the  
 11 health IT sectors --  
 12 A. Yes.  
 13 Q. -- while he was at Wells Fargo?  
 14 A. Yes, he did.  
 15 Q. What securities were in the CRO sector  
 16 during the time that Bolan was at Wells Fargo?  
 17 A. May I just list the tickers?  
 18 Q. Sure.  
 19 A. AMRI, CRO, CVD, ICLR, PPDI, PRXL.  
 20 Q. And what securities were in the health  
 21 care IT sector when Bolan was at Wells Fargo?  
 22 A. ATHN, CERN, EM, MDAS, and there is one  
 23 that I am forgetting, that I can't remember at the  
 24 moment.  
 25 Q. Now, you said that you typically drafted

Page 17	Page 19
<p>1 A. Yes.</p> <p>2 Q. I will take this exhibit back from you.</p> <p>3 Thanks.</p> <p>4 Mr. Evans, I'm handing you a document</p> <p>5 that's been previously marked Exhibit 60. Exhibit 60</p> <p>6 consists of a multi-paged document. The title is,</p> <p>7 "Equity research Athenahealth, Inc., ATHI, soaring</p> <p>8 into the clouds upgrading to outperform significantly</p> <p>9 lifting estimates in valuation range." Do you</p> <p>10 recognize this document, Mr. Evans?</p> <p>11 A. Not specifically, although my name is on</p> <p>12 it, so it was published during the time that I was at</p> <p>13 Wells Fargo under Greg's supervision.</p> <p>14 Q. Did you draft any of the text of this</p> <p>15 document?</p> <p>16 A. I do not think I did.</p> <p>17 Q. Is that because Athenahealth -- strike</p> <p>18 that.</p> <p>19 And this document is a research report</p> <p>20 concerning Athenahealth; correct?</p> <p>21 A. Yes.</p> <p>22 Q. And Athenahealth is within the health</p> <p>23 care IT sector; right?</p> <p>24 A. Yes.</p> <p>25 Q. I believe you testified earlier that</p>	<p>1 person that you speak with on the desk?</p> <p>2 A. L-E-B-A-R-O-N W-I-L-L-A-R-D.</p> <p>3 Q. What do you speak with Mr. Willard</p> <p>4 about?</p> <p>5 A. Similar topics.</p> <p>6 Q. What's his role on the desk?</p> <p>7 A. He is the head trader in the health care</p> <p>8 sector.</p> <p>9 Q. Does your interaction with the trading</p> <p>10 desk help you in any way?</p> <p>11 A. Sometimes it might help me answer a</p> <p>12 client question as to why is this stock up or WHY is</p> <p>13 this stock down today, because it might have</p> <p>14 something do with a larger factor that I am directly</p> <p>15 aware of in my coverage of THE universe.</p> <p>16 Q. How frequently are you evaluated at</p> <p>17 Wells Fargo by your managers?</p> <p>18 A. We have a review every six months.</p> <p>19 Q. Do your managers ever obtain input from</p> <p>20 the trading DESK as part of these reviews?</p> <p>21 A. I'm not sure.</p> <p>22 Q. When was the last time you spoke with</p> <p>23 Greg Bolan?</p> <p>24 A. It was a few days after he was</p> <p>25 terminated.</p>
Page 18	Page 20
<p>1 Mr. Bolan did most of the work when it came to</p> <p>2 drafting research reports concerning securities in</p> <p>3 the health care IT sector; is that right?</p> <p>4 A. That's correct.</p> <p>5 Q. I will take this exhibit back.</p> <p>6 Does Wells Fargo have a trading desk?</p> <p>7 A. Yes.</p> <p>8 Q. In your current position at Wells Fargo,</p> <p>9 do you have interactions with the trading desk?</p> <p>10 A. Yes.</p> <p>11 Q. Who do you speak with?</p> <p>12 A. I typically speak with Bruce Mackle or</p> <p>13 Lebaron Willard.</p> <p>14 Q. Who is Bruce Mackle?</p> <p>15 A. He is a desk analyst. He is not</p> <p>16 directly a trader, but he helps them keep track of</p> <p>17 information and generally provides some market color</p> <p>18 to clients.</p> <p>19 Q. What do you speak with Mr. Mackle about?</p> <p>20 A. I speak with him to kind of explain or</p> <p>21 boil down our research into brief sound bites that</p> <p>22 are more easily digestible by traders, and also to</p> <p>23 understand trends that might be moving the market</p> <p>24 that day outside of our sector directly.</p> <p>25 Q. Could you spell the name of the second</p>	<p>1 Q. What did you discuss with him?</p> <p>2 A. He called me -- my belief is that he</p> <p>3 called me to apologize for inconveniencing me, and he</p> <p>4 also indicated that he was going to do some</p> <p>5 consulting work at the time and asked me if I wanted</p> <p>6 to be involved in the consulting work, which I</p> <p>7 declined, and I asked him not to contact me anymore.</p> <p>8 Q. Since that time, have you spoken with</p> <p>9 him or communicated with him in any way?</p> <p>10 A. He sent an e-mail maybe a week or two</p> <p>11 later to my work address, which I reported to</p> <p>12 compliance, and ignored subsequently.</p> <p>13 Q. Other than that communication, have you</p> <p>14 had any communication with Mr. Bolan since that</p> <p>15 telephone conversation?</p> <p>16 A. No.</p> <p>17 Q. When you worked for Mr. Bolan at Wells</p> <p>18 Fargo, where were you located?</p> <p>19 A. In Nashville, Tennessee.</p> <p>20 Q. Is that where Mr. Bolan was located as</p> <p>21 well?</p> <p>22 A. Yes.</p> <p>23 Q. Do you currently work in Tennessee?</p> <p>24 A. No, I currently work in New York City.</p> <p>25 Q. When did that move occur?</p>

5 (Pages 17 to 20)

Page 21	Page 23
<p>1 A. In September 2011.</p> <p>2 Q. What was the office setup in Nashville,</p> <p>3 Tennessee when you worked there?</p> <p>4 A. We each had an office with full walls</p> <p>5 and doors that were closeable, that were adjacent to</p> <p>6 each other. We worked in a commercial banking</p> <p>7 building where we were the only employees of the</p> <p>8 research department.</p> <p>9 Q. And by "full walls," do you mean floor</p> <p>10 and ceiling walls?</p> <p>11 A. Yes.</p> <p>12 Q. Could you hear Bolan speak with folks on</p> <p>13 the telephone when he was speaking in his office and</p> <p>14 you were in yours?</p> <p>15 A. Not typically, unless his conversation</p> <p>16 was very, very loud.</p> <p>17 Q. Did that happen, at all, where his</p> <p>18 conversations were loud?</p> <p>19 A. Occasionally, but rarely.</p> <p>20 Q. Did Bolan ever work from home?</p> <p>21 A. Yes, frequently.</p> <p>22 Q. How frequently?</p> <p>23 A. I would estimate that he was either</p> <p>24 working from home or on the road more than 50 percent</p> <p>25 of the time, and the majority of that time was</p>	<p>1 A. Yes.</p> <p>2 Q. What is that?</p> <p>3 A. It's another term to describe the</p> <p>4 contract research organization sector.</p> <p>5 Q. What was Bolan's reputation in the CRO</p> <p>6 sector?</p> <p>7 A. He was viewed as like an up and comer, I</p> <p>8 would say, as far as, you know, he was a new analyst,</p> <p>9 but I think clients viewed him as an up and comer, I</p> <p>10 guess is the best way to describe it.</p> <p>11 Q. What do you mean by "up and comer"?</p> <p>12 A. Someone that they thought would mature</p> <p>13 into one of the leading analysts in the sector over</p> <p>14 time.</p> <p>15 Q. What was his reputation in that sector</p> <p>16 around the time that you were working with him at</p> <p>17 Wells Fargo, as opposed to sort of how he would</p> <p>18 mature? Did he have a reputation during that time?</p> <p>19 A. It wasn't -- I wouldn't say that he was</p> <p>20 the most influential analyst in the space by any</p> <p>21 means, but he was, I would say, above average level</p> <p>22 of influence, you know, I guess would be the best way</p> <p>23 to describe him.</p> <p>24 Q. What was Bolan's reputation in the</p> <p>25 health care IT sector when he was working at Wells</p>
Page 22	Page 24
<p>1 probably spent working from home rather than being on</p> <p>2 the road.</p> <p>3 Q. And you're referring to the time that</p> <p>4 both of you were at Wells Fargo?</p> <p>5 A. Yes.</p> <p>6 Q. While you were at Wells Fargo working</p> <p>7 for Bolan, what was his title at the firm?</p> <p>8 A. He was a VP when I first started, and I</p> <p>9 believe he was then subsequently promoted to director</p> <p>10 somewhere around the beginning of 2011.</p> <p>11 Q. And during the time that the both of you</p> <p>12 worked at Wells Fargo, what sectors did he cover?</p> <p>13 A. Contract research organizations, health</p> <p>14 care IT, and then right before we left, we were just</p> <p>15 beginning to initiate coverage of the life science</p> <p>16 tool sector.</p> <p>17 Q. What securities are in the life science</p> <p>18 tools sector?</p> <p>19 A. There are many, but the two we initiated</p> <p>20 coverage on were BRKR Corporation, BRKR, Waters, WAT</p> <p>21 Other major securities in that sector would include</p> <p>22 Thermo Fisher, TMO; Agilent, letter A; Sigma</p> <p>23 Aldridge, SIAL, et cetera.</p> <p>24 Q. Have you heard the term "pharmaceutical</p> <p>25 services"?</p>	<p>1 Fargo?</p> <p>2 A. Far less relevant than he was in the CRO</p> <p>3 sector.</p> <p>4 Q. What was Bolan's reputation in the life</p> <p>5 science tools sector while he worked at Wells Fargo?</p> <p>6 A. Given that we covered it for such a</p> <p>7 short amount of time, I would say virtually</p> <p>8 irrelevant.</p> <p>9 Q. Did you ever look to see whether Bolan's</p> <p>10 ratings changes at Wells Fargo moved stock prices?</p> <p>11 A. No, I did not track that. In general, I</p> <p>12 think those things are very difficult to track</p> <p>13 because it's difficult to say on any given day</p> <p>14 whether an analyst report is having an influence</p> <p>15 given all the other factors that are moving the</p> <p>16 markets that day.</p> <p>17 Q. So you never actually looked to see</p> <p>18 whether a stock price moved after Bolan upgraded or</p> <p>19 downgraded it at Wells Fargo?</p> <p>20 A. I might casually note whether we thought</p> <p>21 perhaps we were having an impact, but I did not</p> <p>22 systematically track anything, so I don't recollect</p> <p>23 any specific instances.</p> <p>24 Q. Did Bolan have interactions with Wells</p> <p>25 Fargo's trading desk when you worked there?</p>

6 (Pages 21 to 24)

Page 33

1 Q. To whom?  
 2 A. I talked to Todd Wickwire on either  
 3 April 5th or 6th, 2011.  
 4 Q. Tell me about that discussion.  
 5 A. I felt like an e-mail that was published  
 6 on April 1st had definitely crossed the line, and I  
 7 determined that I needed to contact Todd. I sent him  
 8 an e-mail or an IM or called him, I don't remember  
 9 which, on that day and said that I needed to talk to  
 10 him, the matter was time sensitive.  
 11 He called me back right away, and I  
 12 expressed my concerns to him. He said that he would  
 13 look into it and get back to me, which he did a  
 14 couple of days later.  
 15 Q. And what did you discuss with him when  
 16 he got back to you?  
 17 A. He said that the compliance department  
 18 would take a closer look at the matter, that I needed  
 19 to just keep doing my job, not mention it to Greg  
 20 and, you know, let them do their job, essentially, to  
 21 investigate.  
 22 Q. Did you discuss anything else on that  
 23 call?  
 24 A. Not to my recollection.  
 25 Q. Going back to the earlier call -- and

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1 these were telephone conversations; right?  
 2 A. Yes.  
 3 Q. Going back to the earlier conversation  
 4 with Mr. Wickwire when he said that he would get back  
 5 to you in a couple or a few days -- right?  
 6 A. Right.  
 7 Q. Tell me what was discussed during that  
 8 call.  
 9 A. I believe that I -- in addition to this  
 10 particular e-mail and my concerns over how he was  
 11 handling these company checks broadly, I expressed my  
 12 concern to Todd that Greg would learn that I was  
 13 telling him this information. I wasn't really  
 14 comfortable working with him in Nashville anymore,  
 15 and just a general sense of unease around the  
 16 situation.  
 17 Q. Did Wickwire say anything in response?  
 18 A. He asked me if I had any other concerns.  
 19 To the best of my recollection, I think I mentioned  
 20 just Greg's tendency to be aggressive with his  
 21 administrative assistants and other support staff, a  
 22 general volatile type of personality that I had grown  
 23 a little bit uncomfortable around.  
 24 Q. You referred to an e-mail on April 1st,  
 25 2011 that concerned you?

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1 A. Yes.  
 2 Q. Who was that e-mail from and who was  
 3 that e-mail to?  
 4 A. It was from Greg to the select group of  
 5 clients that we had discussed.  
 6 Q. And what did that e-mail concern?  
 7 A. It concerned one of the private company  
 8 checks that we did. It contained what I viewed as  
 9 analyst opinion that this particular check was  
 10 particularly positive for preclinical CROs which  
 11 would have been Charles River, CRL, and Covance, CVD.  
 12 Q. What was the name of the company that  
 13 the channel check was conducted on?  
 14 A. I don't specifically remember that off  
 15 the top of my head.  
 16 Q. Were you included on this e-mail chain?  
 17 A. I don't remember. I eventually saw the  
 18 e-mail but I don't remember if I looked at it on his  
 19 computer, if I was copied on it. I don't remember  
 20 how I saw it.  
 21 Q. But you have a recollection of seeing  
 22 the e-mail around the time it was sent?  
 23 A. Yes. I think it was after it was sent,  
 24 though.  
 25 Q. Did you have any communications with

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1 Bolan about the e-mail?  
 2 A. Yes. Subsequent to publishing the  
 3 e-mail, clients began to call, some to ask questions  
 4 about it, some to ask why stocks were moving up on a  
 5 quiet Friday afternoon. And I went to Greg's office  
 6 and I said, "This is clearly too much, you know,  
 7 because you are publishing opinions that now seem to  
 8 be moving the market, and this needs to go through  
 9 the proper publication process."  
 10 Q. What particular stocks were moving?  
 11 A. The one that I remember looking at  
 12 specifically was CVD.  
 13 Q. And what did you see?  
 14 A. It was up, to the best of my  
 15 recollection, something like 5 percent.  
 16 Q. And this was after Mr. Bolan had sent  
 17 out this e-mail to the select group of clients?  
 18 A. Yes.  
 19 Q. Take me through that conversation that  
 20 you had with Mr. Bolan when you went to his office.  
 21 A. I told him that we are getting client  
 22 calls, the stocks are moving higher, his e-mail  
 23 contains opinions that need to go through the  
 24 publication process. And I told him that I was upset  
 25 because I felt like he was putting us both at risk by



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<p>1 entirety. Some of the content of the e-mail would be                  2 taken from notes that I may have taken myself during                  3 the call, but I don't believe I -- I don't                  4 specifically recall seeing the e-mail in its                  5 entirety.</p> <p>6 Q. What company does the e-mail in                  7 WF2848154 concern?</p> <p>8 A. We typically did not disclose which                  9 company we talked to, so I don't know. It would be                  10 one of the four that I mentioned earlier, though.</p> <p>11 Q. If you could turn in Exhibit 15 to                  12 WF28448163.</p> <p>13 A. Okay.</p> <p>14 Q. Have you seen this e-mail before?</p> <p>15 A. Yes.</p> <p>16 Q. In what context have you seen it?</p> <p>17 A. This is the e-mail that prompted me to                  18 talk to Greg on Friday, April 1st, and then                  19 subsequently to talk to Todd the following week.</p> <p>20 Q. Is this the e-mail that raised your                  21 concerns about Bolan violating Wells Fargo's                  22 policies?</p> <p>23 A. Yes.</p> <p>24 Q. Why did it do so?</p> <p>25 A. Because the e-mail contains text that,</p>	<p>1 A. I think it was 1796 Capital, something                  2 like that.</p> <p>3 Q. Looking at the timing of the e-mail                  4 Bates labeled WF2848163, the time of that e-mail is                  5 2:01 p.m., April 1st, 2011; correct?</p> <p>6 A. Correct.</p> <p>7 Q. And then looking at the e-mail that's                  8 contained in Exhibit 91, the e-mail in which Bolan                  9 sent the squawk -- to the equity squawks mailbox, the                  10 timing of that e-mail was April 1st, 2011 at 2:34                  11 p.m.; is that right?</p> <p>12 A. Correct.</p> <p>13 Q. So there is a 33-minute difference                  14 between these two e-mails.</p> <p>15 A. Correct.</p> <p>16 Q. Do you believe that you went to speak                  17 with Mr. Bolan in between the sending of these two                  18 e-mails?</p> <p>19 A. Yes.</p> <p>20 Q. So you believe that the e-mail,                  21 WF2848163 was sent out, you somehow became aware of                  22 it, then went to talk with Mr. Bolan about your                  23 concerns about it, and after that talk, Bolan sent                  24 the e-mail that's Exhibit 91; is that your                  25 understanding?</p>
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<p>1 in my view, is clearly indicative of an opinion. The                  2 subject line says, "Very positive." There is text in                  3 the first paragraph that says, "Extremely bullish and                  4 highest confidence." Those are words to me that                  5 indicate analyst opinion.</p> <p>6 Q. And why is that relevant?</p> <p>7 A. Because opinion specifically -- well,                  8 analyst's opinion should be published through the                  9 research process if it is coming from new information                  10 sources or if it's a new or some sort of change in                  11 opinion, specifically. And this appears to be at                  12 least an update of the opinion, if not necessarily a                  13 change.</p> <p>14 Q. Who is Jim Patricelli?</p> <p>15 A. He is apparently one of the clients that                  16 was on this shorter distribution list that Greg used                  17 to disseminate these e-mails.</p> <p>18 Q. And who is -- do you recognize the name                  19 Jim Patricelli?</p> <p>20 A. Yes. He is -- he is a client or was a                  21 client, I believe.</p> <p>22 Q. Who is Johan Utterman, U-T-T-E-R-M-A-N?</p> <p>23 A. He is also a client, I believe, at the                  24 same firm.</p> <p>25 Q. What's the name of that firm?</p>	<p>1 A. That is correct.</p> <p>2 Q. And then the e-mail that is Exhibit 91                  3 is essentially Bolan sending text to the equity                  4 squawks mailbox in order to get the approval to                  5 distribute that text as a squawk?</p> <p>6 A. Yes.</p> <p>7 Q. All right, I will take both of these                  8 exhibits back from you.</p> <p>9 You know what, Mr. Evans, I am going to                  10 hand back to you Exhibit 15 very briefly. If you                  11 could turn back to that e-mail that we were just                  12 discussing, WF2848163, correct me if I'm wrong, but                  13 believe you testified earlier today that the e-mail                  14 that raised concerns for you about Bolan's conduct in                  15 April of 2011 was an e-mail that was sent to a                  16 selected group of clients; right?</p> <p>17 A. Correct.</p> <p>18 Q. Is it possible that for the e-mail that                  19 raised your concerns in April 2011, maybe as opposed                  20 to the other months, that it was an e-mail that was                  21 just sent to a few clients, such as Mr. Patrocelli                  22 and Mr. Utterman, or do you have a distinct                  23 recollection of that e-mail being -- in April of 2011                  24 being sent to the selected distribution list of 35 or                  25 so clients?</p>

12 (Pages 45 to 48)

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1	INDEX		1		
2	WITNESS	EXAMINED BY	2		
3	TIMOTHY EVANS	Mr. Satwalekar	3	SCOPIST'S CERTIFICATE	
4		3	4	I, Rena Farber, hereby certify that	
5	***		5	the foregoing transcript consisting of 89 pages,	
6			6	is a complete, true and accurate transcript of the	
7	EXHIBITS		7	investigative hearing, held on Wednesday, December	
8			8	4, 2013, at 3 World Financial Center, New York,	
9	NUMBER	DESCRIPTION	9	New York, in the matter of RESEARCH ANALYST	
10	89	Subpoena (pre-marked)	10	REPORTS.	
11	90	Document entitled "Equity Research BRKR Corp.,"	11	I further certify that this	
12		14	12	proceeding was reported by Deborah Moschitto and	
13	91	E-mail, Bates No. WFC29217	13	that the foregoing transcript has been scoped by	
14		39	14	me.	
15	92	E-mail, Bates No. WF2848208	15		
16		54	16	Rena Farber	
17	93	E-mail, Bates No. WF2848209	17	DATE	
18		58	18		
19	94	E-mail, Bates No. WF2848210	19		
20		60	20		
21	95	E-mail chain, Bates Nos. WFC18860 to WFC18865	21		
22		65	22		
23	96	E-mail chain, Bates Nos. WCF18608 to WCF18610	23		
24		69	24		
25	97	E-mail chain, Bates Nos. WFC32994 to WFC32998	25		
		70			
	98	Compliance Manual, Bates Nos. WF509294 to WF509495			
		80			
	***				
	(Continued on next page)				
Page 86			Page 88		
1			1		
2			2		
3	PREVIOUSLY MARKED EXHIBITS REFERRED TO		3	UNITED STATES SECURITIES AND EXCHANGE COMMISSION	
4	NUMBER	PAGES	4	REPORTER'S CERTIFICATE	
5			5		
6	3	14	6	I, Deborah Moschitto, reporter, hereby certify	
7	7	79	7	that the foregoing transcript of 89 pages is a	
8	15	43, 45, 48	8	complete, true, and accurate transcript of the	
9	60	17	9	testimony indicated, held on Wednesday,	
10	***		10	December 4, 2013, at 3 World Financial Center, New	
11			11	York, New York, in the matter of:	
12			12	RESEARCH ANALYST REPORTS.	
13			13	I further certify that this proceeding was	
14			14	recorded by me and that the foregoing transcript	
15			15	was prepared under my direction.	
16			16		
17			17		
18			18		
19			19	Deborah Moschitto	
20			20	DATE	
21			21		
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PROOFREADER'S CERTIFICATE

In the Matter of: RESEARCH ANALYST REPORTS  
Witness: TIMOTHY EVANS  
File Number: NY-8432  
Date: DECEMBER 4, 2013  
Location: 3 World Financial Center  
New York, New York

This is to certify that I, Deborah  
Moschitto, do hereby swear and affirm that the  
attached proceedings before the United States  
Securities and Exchange Commission were held  
according to the record and that this is the  
original, complete, true and accurate transcript  
that has been compared to the reporting or  
recording accomplished at the hearing.

\_\_\_\_\_  
Deborah Moschitto                      DATE

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

In the Matter of: )

RESEARCH ANALYST REPORTS ) File No. NY-8432  
)  
)

WITNESS: TODD WICKWIRE

PAGES: 1-139

PLACE: Securities and Exchange Commission

Three World Financial Center - Suite 4300  
New York, New York 10281

DATE: May 30, 2013

The above-entitled matter came on for  
hearing at 10:21 o'clock a.m.

1 Nashville, working in their equity research department.  
 2 Q. When did you first meet him?  
 3 A. We had lost our prior analyst and I was in  
 4 the market talking to investors about who they thought was  
 5 an up and coming analyst in the space. We didn't want to  
 6 go out and hire Alex Rodriguez, we wanted to hire a two or  
 7 three-year type of player that was going to come up the  
 8 curve.  
 9 Just through conversations with various  
 10 investors, they pointed to him as a person who had not had  
 11 coverage yet, was an associate working for the best  
 12 analyst, a guy named Dave Winley at Jeffries. He was  
 13 going to be a rising star. We contacted him and had a  
 14 meeting with him in the summer of '09.  
 15 Q. What do you mean that he didn't have coverage  
 16 at the time?  
 17 A. He was an associate working for Dave Winley.  
 18 He was not a senior analyst. He was a junior person on  
 19 that team, not following his own stocks.  
 20 Q. When an analyst doesn't have coverage, does  
 21 that mean that the analyst is not publishing?  
 22 A. Correct. He was not publishing, he was  
 23 supporting a senior analyst; correct.  
 24 Q. After you heard that Bolen might be a  
 25 candidate to sort of fill this open slot at Wells Fargo,

1 what did you do?  
 2 A. Well, we had interviewed a number of people,  
 3 as we always do. Greg being the one who fit that mold of  
 4 junior person, dollar-wise, made sense, and we brought him  
 5 to New York for a series of interviews. Those went well.  
 6 We did an extensive reference check with investors and  
 7 came to the conclusion that he was the right individual  
 8 and we extended him an offer.  
 9 Q. When you say "we brought him to New York,"  
 10 who do you mean by "we"?  
 11 A. Myself. I invited him in. My boss, Diane  
 12 Shumaker, and my co-head Sam Pearlstein, were involved in  
 13 the interview process. So it was our collective decision  
 14 to bring him in, but I lead the recruiting effort.  
 15 Q. Who participated in the interviewing of  
 16 Mr. Bolen?  
 17 A. I don't recall the specifics. It would have  
 18 clearly been Diane, myself, Sam, and then we typically  
 19 will have a number of salespeople and senior analysts  
 20 interview them as well to basically test whether they are  
 21 ready to be a senior analyst, or if they are already a  
 22 senior analyst, if they have a credible franchise. Most  
 23 importantly, whether they would be a good cultural fit.  
 24 Q. After bringing Mr. Bolen to New York and  
 25 interviewing him, what happened?

1 A. Of the candidates that we spoke to, he was  
 2 the one that we were most interested in pursuing. We  
 3 conducted a series of, again, interviews, reference checks  
 4 with institutional investors. Those all came back  
 5 glowing. Again, I found somebody who at some point in the  
 6 future was going to be a strong analyst. Our clients knew  
 7 we wanted to hire that up and comer. Based on all that  
 8 work we did, we extended him an offer.  
 9 Q. Which institutional investors did you talk  
 10 to?  
 11 A. You know, I don't remember, but it would have  
 12 been, you know, your typical Fidelitys, Putnams, T. Rowe  
 13 Prices, the Wellingtons, the large mutual funds and  
 14 potentially some hedge funds as well.  
 15 Q. Do you recall the names of any of the hedge  
 16 funds?  
 17 A. I don't. I don't. I have hired -- since  
 18 2009, I probably hired 40 senior analysts, so not that  
 19 they all run together, but...  
 20 Q. Who ultimately made the decision to hire  
 21 Mr. Bolen?  
 22 A. The ultimate decision was Diane, but based on  
 23 my recommendation.  
 24 Q. Does Bolen still work at Wells Fargo?  
 25 A. He does not.

1 Q. Why?  
 2 A. He resigned his position at the firm sometime  
 3 in mid April of 2011.  
 4 Q. How did you come to know of his resignation?  
 5 A. He called me on my cell phone indicating that  
 6 he was resigning from the firm.  
 7 Q. Where were you at the time?  
 8 A. I was in the Nashville airport.  
 9 Q. Why were you in the Nashville airport?  
 10 A. I had scheduled a meeting with Greg prior to  
 11 that day, maybe the day or two before, indicating to him  
 12 that I needed to meet him in his office in Nashville on  
 13 that date and time to discuss something with him.  
 14 Q. What were you going to discuss with him?  
 15 A. Based on the events of the prior two weeks,  
 16 and in conversations with compliance and counsel around  
 17 some of the fact finding that had happened, we were  
 18 concerned that he had violated certain firm policies and  
 19 procedures that he had been trained on periodically.  
 20 Based on that, working with compliance and legal, I made  
 21 the decision, with Diane's support, that we were going to  
 22 terminate him.  
 23 Q. Did you communicate the decision to terminate  
 24 Mr. Bolen, to Mr. Bolen, over the telephone?  
 25 A. I did not. I just said it's not a practice I

1 Bruce Mackel who also worked on the desk as a trading  
 2 specialist.  
 3 Q. Who is Chip Short?  
 4 A. Chip Short was a junior health care trader  
 5 that worked on that health care trading team who reported  
 6 to Joe.  
 7 Q. Who is Bruce Mackel?  
 8 A. Bruce was, again, a trader, but his -- he  
 9 didn't have a direct responsibility for trading stocks.  
 10 His role as a specialist was to be more of an industry  
 11 expert around health care names, to help the traders  
 12 almost understand what the research meant and then come up  
 13 with trading ideas for clients.  
 14 As we write research, our basis, our rating,  
 15 our valuation is always based on a 12 to 18-month sort of  
 16 time frame, where Bruce was to come in and talk about--  
 17 with investors about maybe short-term trading ideas.  
 18 Q. Why do you say that you assumed that Bolen  
 19 talked with Mr. Short and Mr. Mackel?  
 20 A. The reason I say assume is I did have  
 21 conversations with Joe Ruggieri about his conversations  
 22 with Greg over the, whatever, two years that they worked  
 23 together. I don't recall having conversations with Chip  
 24 and Bruce about them speaking with Greg. I would assume  
 25 they did.

1 Q. Was Ruggieri Mr. Bolen's primary contact on  
 2 Wells Fargo's trading desk?  
 3 A. I don't know that. It could be that Chip  
 4 Short was, but all I -- my conversations with that trading  
 5 desk, you know, as the director of research, is more with  
 6 the senior person who spoke about his conversations with  
 7 Greg.  
 8 Q. Was Ruggieri that senior person?  
 9 A. Yes.  
 10 Q. Tell me about Mr. Bolen's relationship with  
 11 Mr. Ruggieri.  
 12 A. Relationship in terms of just the working  
 13 relationship?  
 14 Q. What do you know about either their working  
 15 or social relationship?  
 16 A. I don't know anything about their social  
 17 relationship. I do know that, again, from my  
 18 conversations with Joe and what he had talked to me about,  
 19 and what Greg had talked to me about, there seemed to be a  
 20 very good working relationship between the two of them.  
 21 They found it easy to work together and they were both  
 22 communicative. Greg would explain his research and Joe  
 23 was taking the time to understand that research.  
 24 There was a certain proactive dialogue  
 25 between the two.

1 Q. Did Bolen and Ruggieri communicate frequently  
 2 when they were employed at Wells Fargo?  
 3 A. My assumption is yes, based on their  
 4 conversations with me just about the fact that there was  
 5 good information flow back and forth, market color. Yes,  
 6 there was probably good communication there.  
 7 Q. In your supervisory role, do you review  
 8 electronic communications?  
 9 A. I don't, directly. It is done by the SA  
 10 group, so they do a periodic review of both e-mails and  
 11 instant messaging that happens. As those -- that review  
 12 uncovers certain problem at e-mails or IMs, those are  
 13 brought to my attention. If they rise to a level of  
 14 concern, if the SA feels I should know about that, they  
 15 will bring it to me for follow-up and determination for  
 16 further course of action.  
 17 Q. Did Ruggieri ever express to you an opinion  
 18 about Bolen's research skills?  
 19 A. I would say no, he didn't discuss his  
 20 research skills. I would say what he did discuss was his  
 21 just level of activity, level of pro activity and his  
 22 ability and desire to communicate with Joe. He never  
 23 opined on whether he thought the actual research product  
 24 was -- when you say skills, I think about the actual  
 25 research product.

1 I never heard him talk about the product  
 2 being, you know -- I never got color on it. He may have  
 3 thought it was great, he may have thought it was mediocre.  
 4 He said Greg Bolen was very active and communicative with  
 5 him. And believe it or not, you could have a lot of  
 6 success being active and service-oriented and be a  
 7 terrible analyst, sadly to say.  
 8 MR. SATWALEKAR: Mark this, please.  
 9 (E-mail, Bates No. WFC761883, and attachment  
 10 marked Exhibit 22 for identification.)  
 11 Q. Look at this exhibit marked Exhibit 22.  
 12 MR. SATWALEKAR: Exhibit 22 consists of an  
 13 e-mail and an attachment to that e-mail. The e-mail is  
 14 Bates labeled WFC761883.  
 15 Q. Mr. Wickwire, have you seen this e-mail  
 16 before?  
 17 A. I don't recall. I mean, I could have. I  
 18 received probably 250 e-mails a day, maybe more. I  
 19 probably could have.  
 20 Q. Do you recall Mr. Bolen and Mr. Ruggieri ever  
 21 fishing together?  
 22 A. I don't recall. I would imagine that this is  
 23 done on a client outing with clients. That was something  
 24 that at least we used to do. It could be a client outing.  
 25 Q. What do you understand this e-mail to state?

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1           When Shumaker and her direct reports came  
 2 together to discuss promotions in 2010, was there a  
 3 discussion about Mr. Bolan's candidacy for promotion?  
 4           A. Oh, yeah, yeah. That committee meeting was  
 5 convened to discuss Greg and I assume others who were up  
 6 for promotion from vice president to director.  
 7           Q. Was Mr. Bolan's reputation amongst the Wells  
 8 Fargo trading desk something that was discussed?  
 9           A. Yes. Most likely, yes.  
 10          Q. Do you have a recollection of it being  
 11 discussed?  
 12          A. I do, yeah.  
 13          Q. Was that discussed as a factor in his favor  
 14 for promotion?  
 15          A. Yes. I would say it was a -- again, a -- in  
 16 addition to his sales rank and impact rank, an additional  
 17 factor that the committee was made aware of.  
 18          Q. And was it a factor that was in favor of his  
 19 being promoted?  
 20          A. Yes. It would have been on the positive side  
 21 of the ledger.  
 22          Q. If you could turn to page 5 of the Director  
 23 Nomination Form, do you see the section under "Answers,"  
 24 on -- strike that. We are already on page 5.  
 25            If we can look at the first page -- strike

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1           that as well.  
 2           If we can look at the first paragraph under,  
 3 "Answers" on page 5, you state, "Greg's sales rank No. 8  
 4 and impact rank No. 14 are very impressive and have  
 5 improved each year since his hire." What do you mean  
 6 there?  
 7           A. Again, by that I mean just the fact that in  
 8 two years, he moved from a new hire position up to ranking  
 9 within the top 10 for sales, and then the impact rank,  
 10 again, the proxy for how our accounts vote, moved up to  
 11 No. 14. So it was, you know, that move for a junior  
 12 person was very, very solid.  
 13          Q. Was Mr. Bolan ranked 8th out of all senior  
 14 analysts by the sales force?  
 15          A. It was 8 out of 50; correct.  
 16          Q. Looking at his sales rank and his impact  
 17 rank, it appears that Mr. Bolan was ranked amongst the  
 18 highest analysts at Wells Fargo; correct?  
 19          A. Correct.  
 20          Q. And given the fact that he was promoted, it  
 21 seems pretty clear that management in the research  
 22 department at Wells Fargo thought pretty highly of him;  
 23 correct?  
 24          A. Correct; correct.  
 25          Q. All right, I will take this exhibit back.

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1           (Handed.)  
 2          Q. Once again, Mr. Wickwire, if you need to take  
 3 a brake, just let me know.  
 4          A. Thank you.  
 5          MR. SATWALEKAR: Mark this, please.  
 6            (E-mail chain, Bates No. WFC29499, marked  
 7            Exhibit 28 for identification.)  
 8          Q. Mr. Wickwire, would you please take a momen  
 9 and look over this exhibit marked Exhibit 28.  
 10          MR. SATWALEKAR: Exhibit 28 consists of an  
 11 e-mail chain. The first page of the e-mail chain is Bates  
 12 labeled WFC29499.  
 13          Q. Mr. Wickwire, have you seen the e-mail at the  
 14 bottom of the first page of this exhibit going forward?  
 15          A. The one from Diane Shumaker?  
 16          Q. Correct.  
 17          A. Yes.  
 18          Q. Does Ms. Shumaker announce Mr. Bolan's  
 19 promotion to director in this e-mail?  
 20          A. She does.  
 21          Q. The date of this e-mail is March 16, 2011;  
 22 correct?  
 23          A. Yes.  
 24          Q. Does that further reinforce in your mind that  
 25 that Director Nomination Form, exhibit -- strike that.

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1           Does the fact that Ms. Shumaker sent this  
 2 e-mail in 2011 further reinforce in your mind that the  
 3 Director Nomination Form, Exhibit 27, was completed  
 4 sometime in 2010?  
 5          A. Yes; correct.  
 6          Q. Was it likely completed towards the end of  
 7 2010?  
 8          A. Yes, or early 2011; correct.  
 9          Q. All right, I will take Exhibit 28 back from  
 10 you.  
 11          (Handed.)  
 12          Q. Mr. Wickwire, I am going to put Exhibit  
 13 No. 28 in front of you one more time.  
 14          Ms. Shumaker states in her e-mail, "We would  
 15 like to congratulate the following top performers in  
 16 research and economics on their recent promotions." And  
 17 amongst the list of people is Mr. Bolan's name; correct?  
 18          A. Correct.  
 19          Q. Do you agree with that assessment of  
 20 Mr. Bolan -- strike that. Is Ms. Shumaker assessing  
 21 Mr. Bolan as a top performer in this e-mail?  
 22          A. Correct.  
 23          MR. MISSAL: Other than what it says here?  
 24          Q. Well, is it your understanding that  
 25 Ms. Shumaker --

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1 Have you heard of the Form U-5?

2 A. Yes.

3 Q. Did you have any role – strike that.

4 What is the Form U-5?

5 A. The Form U-5, from my understanding, is the

6 form that is used to process somebody's licensing –

7 licenses out of the firm where they are currently working.

8 Q. Did you have any role in the statements

9 contained in Mr. Bolan's U-5?

10 A. I remember conversations with counsel and

11 compliance around that, that form and the language, but I

12 don't recall specifically my having direct input. I

13 think, again, that was legal counsel and compliance along

14 with human resources were really driving that bus.

15 Q. Did you have any discussions regarding the

16 statements in Mr. Bolan's U-5 without counsel present?

17 A. No.

18 MR. SATWALEKAR: Off the record at 2:32 p.m.

19 (Short recess taken.)

20 MR. SATWALEKAR: Back on the record at

21 2:34 p.m.

22 BY MR. SATWALEKAR:

23 Q. Mr. Wickwire, during the break, did you have

24 any discussions regarding the substance of this

25 investigation with the SEC staff?

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1 A. I did not.

2 Q. Mr. Wickwire, have you heard the name Robert

3 Gilliam?

4 A. No.

5 Q. Have you heard of the name Andrew Weinberger?

6 A. No.

7 Q. Have you heard of the name Joshua Moskowitz?

8 A. No.

9 Q. Mr. Wickwire, we have no further questions

10 for you at this time. We may, however, call you again to

11 testify in this investigation. Should this be necessary,

12 we will contact Mr. Missal.

13 Do you wish to clarify anything or add

14 anything to the statements you have made here today?

15 A. I do not.

16 MR. SATWALEKAR: Mr. Missal, do you wish to

17 ask any clarifying questions?

18 MR. MISSAL: I do not, but thanks.

19 MR. SATWALEKAR: Off the record at 2:35 p.m.

20 on May 30, 2013.

21 (Time noted: 2:35 o'clock p.m.)

22

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1

2 INDEX

3 WITNESS EXAMINED BY PAGE

4 TODD WICKWIRE Mr. Satwalekar 3

5 \*\*\*

6 EXHIBITS

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11 23 E-mail, Bates No. WFC609725, and

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1

2 SCOPIST'S CERTIFICATE

3

4 I, Rena Farber, hereby certify that

5 the foregoing transcript consisting of 139 pages,

6 is a complete, true and accurate transcript of the

7 investigative hearing, held on Thursday, May 31,

8 2013, at 3 World Financial Center, New York, New

9 York, in the matter of RESEARCH ANALYST REPORTS

10 I further certify that this

11 proceeding was reported by Deborah Moschitto and

12 that the foregoing transcript has been scoped by

13 me.

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16 Rena Farber

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Date:

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PROOFREADER'S CERTIFICATE

In the Matter of: RESEARCH ANALYST REPORTS  
Witness: TODD WICKWIRE  
File Number: NY-8432  
Date: MAY 30, 2013  
Location: 3 World Financial Center  
New York, New York

This is to certify that I, Deborah  
Moschitto, do hereby swear and affirm that the  
attached proceedings before the United States  
Securities and Exchange Commission were held  
according to the record and that this is the  
original, complete, true and accurate transcript  
that has been compared to the reporting or  
recording accomplished at the hearing.

\_\_\_\_\_  
Deborah Moschitto

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

In the Matter of:                    )  
  ) File No. NY-8432  
RESEARCH ANALYST REPORTS        )  
  )

WITNESS:       MICHAEL MADSEN

PAGES:    1-49

PLACE:    Securities and Exchange Commission  
          Three World Financial Center - Suite 4300  
          New York, New York 10281

DATE:     May 31, 2013

          The above-entitled matter came on for  
hearing at 10:42 o'clock a.m.

Page 22

1 Q. What did you tell him about that?

2 A. I believe there was an e-mail review where I

3 said he needed to put it in a squawk in order to

4 distribute it.

5 Q. Tell me about that incident.

6 A. There was an e-mail that appeared in the

7 Assentor. Due to the content of the e-mail, I questioned

8 him about it. As a result of that, I told him that that

9 information needed to be distributed via a squawk and not

10 through e-mail channels. He had to put it through as a

11 squawk.

12 Q. Did you ever communicate to Bolan that if he

13 sent his research findings to less than 20 Wells Fargo

14 accounts, then his sending of these findings would not be

15 deemed research?

16 A. No.

17 Q. Did you ever communicate to Mr. Bolan that if

18 he sent his research findings to a certain number of

19 individuals, then his findings would not be considered

20 research?

21 A. No.

22 Q. Did you ever communicate with Mr. Bolan about

23 sending communications -- strike that.

24 Did you ever communicate to Mr. Bolan that if

25 he sent his research findings to less than a certain

Page 23

1 number of people, that he would not need to then publish

2 those findings?

3 A. No.

4 Q. Do you have a recollection of Mr. Friedman

5 asking you any questions, such as these, about your

6 communications with Mr. Bolan?

7 A. I'm not sure.

8 Q. Is it consistent with Wells Fargo's policies

9 to send research to fewer -- strike that.

10 Is it consistent with Wells Fargo policies

11 that sending research to fewer than 20 clients or accounts

12 is allowable and -- strike that.

13 Is it consistent with Wells Fargo policies

14 that research analysts can send their findings to fewer

15 than 20 accounts and if they do so, those findings are not

16 considered research?

17 A. No.

18 BY MR. REILY:

19 Q. Did you ever learn that Mr. Bolan had

20 indicated that you told him that if he sent research to

21 less than 20 people, that that would not be considered

22 research?

23 MR. MISSAL: Outside of any communications

24 with counsel; right?

25 MR. REILY: Yes, outside of any

Page 24

1 communications with counsel.

2 A. No, I had not.

3 Q. And you mentioned before you didn't tell him

4 that?

5 A. No, I would never have told him that.

6 Q. And you would not have told him that because

7 it's inconsistent with Wells Fargo policy?

8 A. We have no standard of 20 with any piece of

9 research, that a number has no --

10 Q. And if Mr. Bolan had that impression, do you

11 have any idea how he came to have that impression?

12 A. I don't. The only thing research would have

13 is the threshold for determining the public appearance,

14 and that's 15, so the number 20 doesn't have any --

15 perhaps he had that from another firm. I don't know. I

16 could speculate. But there is no 20 with any Wells Fargo

17 research procedure.

18 Q. What's the 15 number that you referenced?

19 A. That's for public appearance, if they go on a

20 field trip to tour a plant, if it's open to 10 clients,

21 it's a public appearance and they have to do a public

22 appearance approval process.

23 Q. So sometimes people can have

24 miscommunications -- I am trying to make sure there is no

25 circumstance in which there would be an understandable

Page 25

1 miscommunication where Mr. Bolan would be under the

2 impression that research -- e-mails sent to less than 20

3 people wouldn't be considered research?

4 A. No.

5 BY MR. SATWALEKAR:

6 Q. Can you take us through the public appearance

7 policy that you described a little bit?

8 A. Sure. Before analysts can conduct interviews

9 or otherwise appear before the public, so that includes

10 talking to media, going to a conference, being a

11 moderator, hosting a field trip, hosting a conference

12 call, they have to get approval through us.

13 There are certain elements we need to know:

14 The topic they want to talk about, the companies they

15 intend to speak about, whether they are aware of any

16 undisclosed conflicts of interest, who it is they want to

17 discuss, what it is they want to tour. We have to get

18 approval from research management and compliance and we

19 would fill out the form and tell the analyst if it was

20 approved or denied.

21 Q. Is there anything in Wells Fargo's policies,

22 to your knowledge, that allows research analysts to

23 distribute their research findings to a select group of

24 people outside of research without disseminating it to the

25 public?

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2                    I N D E X

3

4 WITNESS	5 EXAMINED BY	6 PAGE
6 MICHAEL MADSEN	7 Mr. Satwalekar	8 3

9

10                    E X H I B I T S

11 NUMBER	12 DESCRIPTION	13 PAGE
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14 34	15 E-mail, Bates No. WFC799662	16 26
15 35	16 E-mail chain, Bates No. WFC818344	17 28
16 36	17 Orientation Book	18 34
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2 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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5 I, Deborah Moschitto, reporter, hereby certify

6 that the foregoing transcript of 49 pages is a

7 complete, true, and accurate transcript of the

8 testimony indicated, held on Friday, May 31, 2013,

9 at 3 World Financial Center, New York, New York,

10 in the matter of:

11 RESEARCH ANALYST REPORTS

12 I further certify that this proceeding was

13 recorded by me and that the foregoing transcript

14 was prepared under my direction.

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16 Date:

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18 Official Reporter: Deborah Moschitto

19 Diversified Reporting Services, Inc.

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8 York, in the matter of RESEARCH ANALYST REPORTS.

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10 proceeding was reported by Deborah Moschitto and

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12 me.

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15 Rena Farber

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2 PROOFREADER'S CERTIFICATE

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4 In the Matter of: RESEARCH ANALYST REPORTS

5 Witness: MICHAEL MADSEN

6 File Number: NY-8432

7 Date: MAY 31, 2013

8 Location: 3 World Financial Center

9 New York, New York

10

11 This is to certify that I, Deborah

12 Moschitto, do hereby swear and affirm that the

13 attached proceedings before the United States

14 Securities and Exchange Commission were held

15 according to the record and that this is the

16 original, complete, true and accurate transcript

17 that has been compared to the reporting or

18 recording accomplished at the hearing.

19

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22 Deborah Moschitto

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Page 1	Page 3
<p>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</p> <p>In the Matter of: )  ) File No. NY-8432  RESEARCH ANALYST REPORTS )  )</p> <p>WITNESS: SCOTT FRIEDMAN</p> <p>PAGES: 1-129</p> <p>PLACE: Securities and Exchange Commission  Three World Financial Center - Suite 4300  New York, New York 10281</p> <p>DATE: December 5, 2013</p> <p>The above-entitled matter came on for  hearing at 10:17 o'clock a.m.</p>	<p>1 MR. SATWALEKAR: On the record at 10:17  2 a.m. on December 5, 2013.  3 Mr. Friedman, please raise your right  4 hand: Do you swear to tell the truth the whole truth  5 and nothing but the truth?  6 THE WITNESS: I do.  7 Whereupon,  8 SCOTT FRIEDMAN,  9 appeared as a witness herein and, having been first  10 duly sworn, was examined and testified as follows:  11 EXAMINATION BY  12 MR. SATWALEKAR:  13 Q. Please state your full name and spell  14 your name for the record.  15 A. Scott Friedman; S-C-O-T-T  16 F-R-I-E-D-M-A-N.  17 Q. My name is Sandeep Satwalekar. With me  18 today is Peter Lamore. We are officers of the  19 Commission for the purposes of this proceeding.  20 This is an investigation by the United  21 States Securities and Exchange Commission in the  22 matter of Research Analyst Reports to determine  23 whether there have been violations of certain  24 provisions of the Federal Securities Laws. However,  25 the facts developed in this investigation might</p>
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<p>1 A P P E A R A N C E S :</p> <p>2 On behalf of the Securities and Exchange  3 Commission  4 SANDEEP SATWALEKAR, ESQ.  5 PETER LAMORE, Staff Accountant  6 Enforcement Division  7 Securities and Exchange Commission  8 3 World Financial Center - Suite 4300  9 New York, New York 10281</p> <p>10 On behalf of the Witness  11 K&amp;L GATES  12 1601 K Street, N.W.  13 Washington, D.C. 2006-1600  14 BY: MICHAEL J. MISSAL, ESQ.  15 NOAMA A. KUTLER, ESQ.</p> <p>16  17  18  19  20  21  22  23  24  25</p> <p style="text-align: center;">* * *</p>	<p>1 constitute violations of other federal or state,  2 civil or criminal laws.  3 Prior to the opening of the record, you  4 were provided with a copy of the Formal Order of  5 Investigation in this matter. It will be available  6 for your examination during the course of this  7 proceeding.  8 Mr. Friedman, have you had an  9 opportunity to review the Formal Order?  10 A. I have.  11 Q. Prior to the opening of the record, you  12 were also provided with a copy of the Commission's  13 Supplemental Information Form. That form has been  14 marked Exhibit No. 1.  15 Have you had an opportunity to review  16 Exhibit No. 1?  17 A. I have.  18 Q. Do you have any questions concerning  19 this notice?  20 A. I do not.  21 Q. Mr. Friedman, do you understand that you  22 are under oath?  23 A. I do.  24 Q. Do you understand that you are swearing  25 that your answers to my questions are true and</p>

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<p>1 on the street, they look at anything that you put out</p> <p>2 in terms of a note or a squawk or a compendium to be</p> <p>3 all pre-published research materials.</p> <p>4 Q. So the e-mail that you received</p> <p>5 consisted of text from a squawk that Bolan authored,</p> <p>6 and that text was received by SAC Capital before</p> <p>7 Bolan's squawk was published; correct?</p> <p>8 A. That is correct.</p> <p>9 Q. So after you received that e-mail, what</p> <p>10 happened?</p> <p>11 A. Well, as I had mentioned, I had</p> <p>12 forwarded it to my team. I was not in town. But</p> <p>13 come Monday, I engaged at that time Pat Hays and</p> <p>14 asked him, "Could you please take a look at some of</p> <p>15 the e-mails and see what's going on with the</p> <p>16 assertion made here, was it actually in the note</p> <p>17 versus their conversation, who did it involve? Do a</p> <p>18 lot of the legwork here."</p> <p>19 I, you know, was not thinking that it</p> <p>20 was, you know, an immediately -- you know, I gotta do</p> <p>21 something about it here. It didn't seem that way</p> <p>22 immediately. But at some point over the next couple</p> <p>23 of days, it began to appear through the review of</p> <p>24 e-mails and then more e-mails, that this was a bit</p> <p>25 more -- this was kind of disturbing.</p>	<p>1 A. That would be Greg Bolan. In some</p> <p>2 cases, it might have been Joe Ruggieri, the trader,</p> <p>3 who was taking some -- he would receive the</p> <p>4 information, too, prior to publication, and then send</p> <p>5 some of that out himself under his name.</p> <p>6 Q. Did you find anything else as part of</p> <p>7 your inquiry into Mr. Bolan?</p> <p>8 A. Involving this incident or just</p> <p>9 generally?</p> <p>10 Q. Generally. Anything that raised your</p> <p>11 concern.</p> <p>12 A. Yes, several things, including the</p> <p>13 volume of this activity, the length of time of this</p> <p>14 activity. It had different mutations, so to speak.</p> <p>15 There was an incident where it appeared that he had</p> <p>16 invited a specific client to join him on a channel</p> <p>17 check in an unannounced manner. That was surprising.</p> <p>18 There were -- there was the ghostwriting of some</p> <p>19 notes on behalf of the trader that we weren't</p> <p>20 comfortable with.</p> <p>21 There were a lot of things that opened</p> <p>22 our eyes to various offshoots of this conduct that we</p> <p>23 were not comfortable with.</p> <p>24 Q. You referred to an incident of allowing</p> <p>25 the client to listen in on a research call.</p>
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<p>1 Q. Who led this inquiry into Mr. Bolan's</p> <p>2 conduct?</p> <p>3 A. I would say me. From the compliance</p> <p>4 perspective and particularly initially for Bolan, it</p> <p>5 was me. There was a trader involved in this who I</p> <p>6 don't have jurisdiction over, by the name of Joseph</p> <p>7 Ruggieri, and that leg was conducted by Scott Yi and</p> <p>8 Dave Foreback, and the equity compliance folks.</p> <p>9 Q. What did you find as part of your review</p> <p>10 of the e-mails that you just discussed?</p> <p>11 A. Well, it began with the fact that</p> <p>12 several clients had received excerpts of the</p> <p>13 pre-published squawk. And then as we began to look</p> <p>14 at more e-mails, it appeared that not just one, but</p> <p>15 on another occasion, the same fact pattern arose and</p> <p>16 then, soon thereafter, it seemed that this was fairly</p> <p>17 routine, that excerpts of pre-published research were</p> <p>18 finding their way into certain clients prior to</p> <p>19 publication.</p> <p>20 Q. These are excerpts of Bolan's research?</p> <p>21 A. Excerpts of Bolan's research.</p> <p>22 Q. And who was sending those research --</p> <p>23 strike that.</p> <p>24 Who was sending that research to clients</p> <p>25 prior to the researcher's publication?</p>	<p>1 A. Yes.</p> <p>2 Q. Who was conducting that research call?</p> <p>3 A. The research analyst, Greg Bolan, was</p> <p>4 conducting the call with a representative of an</p> <p>5 entity, I don't know the entity at this moment, but</p> <p>6 an entity under the guise of channel check.</p> <p>7 Q. And what is a channel check?</p> <p>8 A. I guess an example of a channel check is</p> <p>9 someone wants to understand how many iPhones are</p> <p>10 being sold, so you call up the trucking company to</p> <p>11 see how many trucks are you sending out filled with</p> <p>12 iPhones. You go through different -- you try to</p> <p>13 figure out how much business is being done by going</p> <p>14 through different avenues that aren't necessarily</p> <p>15 directly asking the company: How many, to the</p> <p>16 suppliers of the end product, how much are you</p> <p>17 distributing, or, you know, calling up McDonald's and</p> <p>18 saying: How many customers are walking through your</p> <p>19 door for breakfast every day? You might get some</p> <p>20 information that you think is useful to your overall</p> <p>21 thesis. And analysts frequently do things of that</p> <p>22 nature.</p> <p>23 Q. And Bolan allowed a client to listen in</p> <p>24 on one of these channel check research calls?</p> <p>25 A. He did.</p>

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<p>1 Q. What was the name of that client?</p> <p>2 A. Robert Gilliam, Decade Capital. I think</p> <p>3 it's a Millennium offshoot.</p> <p>4 Q. So the name of the client was Decade</p> <p>5 Capital and Robert Gilliam was the name of the</p> <p>6 individual who worked there?</p> <p>7 A. That's my recollection of that, yes.</p> <p>8 Q. Was Bolan's conduct a violation of Wells</p> <p>9 Fargo's policies?</p> <p>10 A. In our judgment, that was not -- that</p> <p>11 was a violation of our policies at the time, yes.</p> <p>12 Q. Which policy did that violate, the</p> <p>13 conduct of letting a client listen in to a research</p> <p>14 call?</p> <p>15 A. We consider analysts' diligence</p> <p>16 activities to be confidential, and when you are</p> <p>17 allowing clients into the diligence activities that</p> <p>18 you're conducting, that's someone who does not need</p> <p>19 to know, our standard is a need to know standard.</p> <p>20 That was an immediate violation right there, that you</p> <p>21 would invite someone into your due diligence</p> <p>22 activities.</p> <p>23 Q. You also mentioned an instance of</p> <p>24 ghostwriting by Mr. Bolan; correct?</p> <p>25 A. Can I go back to my previous answer?</p>	<p>1 Q. So Bolan's conduct of allowing a client</p> <p>2 to listen in on a research call clearly violates the</p> <p>3 policy at Wells Fargo according to confidentiality of</p> <p>4 a research analyst's diligence?</p> <p>5 A. Yes.</p> <p>6 Q. And it potentially, that conduct</p> <p>7 potentially also violates Wells Fargo's policies on</p> <p>8 selective dissemination?</p> <p>9 A. Correct.</p> <p>10 Would you like another?</p> <p>11 Q. Sure.</p> <p>12 A. There is an ethical issue that our code</p> <p>13 of ethics covers. The client -- if you were to have</p> <p>14 a situation where you would do a channel check that</p> <p>15 was not designed to elicit anything material, I mean</p> <p>16 there are vanilla channeling checks, we would expect</p> <p>17 that a client would -- if clients were invited to</p> <p>18 listen, that they would be announced and that they</p> <p>19 would be -- that the person who was on the phone</p> <p>20 would know that others are on the phone and have them</p> <p>21 have the opportunity to say: I'm not comfortable</p> <p>22 with that, that's not something that I signed up for,</p> <p>23 I don't want to do that.</p> <p>24 By violating that ethical responsibility</p> <p>25 was an ethical issue in conflict with our company's</p>
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<p>1 Q. Sure.</p> <p>2 A. There is also the issue of selective</p> <p>3 dissemination. We have a policy on that, as well,</p> <p>4 where we would not want people to be advantaged at</p> <p>5 what information they have that's meaningful and</p> <p>6 impactful. That's why we have a distribution that</p> <p>7 puts everyone in an even playing field. They get it</p> <p>8 all at the same time.</p> <p>9 To invite a single client to possibly</p> <p>10 hear something material disadvantages everyone else.</p> <p>11 That would be another policy that was impacted.</p> <p>12 I'm sorry. Could you repeat the next</p> <p>13 question?</p> <p>14 Q. Sure. Just to be clear, Mr. Bolan's</p> <p>15 allowing of a client to listen in on a research call</p> <p>16 with another entity violated Wells Fargo's policies</p> <p>17 on selective dissemination; correct?</p> <p>18 A. Potentially, right, because you might</p> <p>19 not have heard anything meaningful, impactful,</p> <p>20 material on the call, but, nevertheless, you might</p> <p>21 have and that would have de facto put you in</p> <p>22 violation. It certainly violates the first, which is</p> <p>23 the confidentiality of your diligence. But you then</p> <p>24 run a risk of having someone hear something that they</p> <p>25 think is important enough to move on.</p>	<p>1 code of ethics.</p> <p>2 Q. Is the policy on the confidentiality of</p> <p>3 the research analyst's diligence efforts written down</p> <p>4 anywhere at Wells Fargo?</p> <p>5 A. It is.</p> <p>6 Q. Where is it written down?</p> <p>7 A. In various policies and procedures that</p> <p>8 have been in existence since Mr. Bolan's employment,</p> <p>9 and at all times covering his employment.</p> <p>10 Q. What about Wells Fargo -- strike that.</p> <p>11 What about Wells Fargo's policies on</p> <p>12 selective dissemination, is that written down</p> <p>13 anywhere?</p> <p>14 A. It is, and, same, those policies were in</p> <p>15 force and effect at all times that he was employed at</p> <p>16 Wells Fargo. We may have reissued policies, we may</p> <p>17 have rewritten policies and procedure manuals</p> <p>18 generally, but those sections would be in the further</p> <p>19 iterations.</p> <p>20 Q. And what about the policy, the last one</p> <p>21 that you just discussed, the code of ethics policy,</p> <p>22 is that contained in Wells Fargo's code of ethics?</p> <p>23 A. In the code of ethics, in the employee</p> <p>24 handbook, in various places. It's part of -- you</p> <p>25 know, your first day on the job you receive, you</p>

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<p>1 know, your code of ethical conduct. So fair</p> <p>2 treatment of clients is in there and expected to be</p> <p>3 followed.</p> <p>4 Can I give one more?</p> <p>5 Q. Sure.</p> <p>6 A. We have a policy against front-running</p> <p>7 at Wells Fargo where an analyst is -- and the trader</p> <p>8 and the salespeople are not permitted to know in</p> <p>9 advance of publication of research, the contents of</p> <p>10 that research for fear that they might divulge that</p> <p>11 information to people who should not know it.</p> <p>12 In fact, the traders and the salespeople</p> <p>13 should not know it. So when you let the salespeople</p> <p>14 and traders know about your future research product,</p> <p>15 you put into question the integrity of our trading</p> <p>16 activities and sales activities. I'm not saying that</p> <p>17 that happened here, but that was something that came</p> <p>18 into play by virtue of Bolan and Ruggieri's conduct.</p> <p>19 Q. And when you're saying you're not saying</p> <p>20 that's not something that happened here, you are not</p> <p>21 saying that front-running happened here because you</p> <p>22 don't know one way or the other?</p> <p>23 A. That is correct.</p> <p>24 Q. But the dissemination of research</p> <p>25 information to clients and Ruggieri before it was</p>	<p>1 modifications to it limited to changing things like</p> <p>2 "I." Bolan wrote it in the "I observed" to Ruggieri</p> <p>3 who changed it to the "we observed" and changed it, I</p> <p>4 think it was almost verbatim, out to his sales</p> <p>5 clients as though it was something that he was</p> <p>6 responsible for or could have been responsible for.</p> <p>7 But it originated with Greg Bolan.</p> <p>8 Q. And was this conduct by Mr. Bolan a</p> <p>9 violation of Wells Fargo's policies?</p> <p>10 A. Well, so the way I view that is a</p> <p>11 registration issue; right. So you have someone who</p> <p>12 is writing research content who is a registered</p> <p>13 equity research analyst requiring certain</p> <p>14 registrations who then gives it to someone who does</p> <p>15 not have those registrations and sending out</p> <p>16 research. So right there is a registration</p> <p>17 violation.</p> <p>18 As well as -- I don't want to give my</p> <p>19 own opinion, but it's unethical to have done that.</p> <p>20 Q. What, if anything, resulted from the</p> <p>21 inquiry of Mr. Bolan?</p> <p>22 A. Ultimately, it resulted in his</p> <p>23 termination for cause from the firm.</p> <p>24 I apologize, can I revise? Hundred</p> <p>25 percent right, Greg Bolan as a technical matter</p>
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<p>1 published by Bolan, that's something that you did</p> <p>2 witness as part of your review; correct?</p> <p>3 A. I did.</p> <p>4 Q. And that in and of itself is a violation</p> <p>5 of Wells Fargo's policies; correct?</p> <p>6 A. Right. And, again, similar to selective</p> <p>7 dissemination, I don't know if front-running</p> <p>8 occurred, but it would have been an issue that would</p> <p>9 have been examined pursuant to this incident.</p> <p>10 Q. And was that inquiry conducted after the</p> <p>11 attorneys became involved in the incident?</p> <p>12 A. I'm not 100 percent sure of the timing</p> <p>13 of that versus when the attorneys got involved. I</p> <p>14 simply know that it was conducted but I don't know</p> <p>15 when on that timeline.</p> <p>16 Q. Was that review conducted by another</p> <p>17 group at Wells Fargo?</p> <p>18 A. The equity and sales trading compliance</p> <p>19 representatives, yes.</p> <p>20 Q. You talked about finding evidence of</p> <p>21 ghostwriting as part of your inquiry into Mr. Bolan.</p> <p>22 What did you find?</p> <p>23 A. There was an incident where a summary of</p> <p>24 a channel check conducted by Greg Bolan was given to</p> <p>25 the trader, Joseph Ruggieri, who then made some</p>	<p>1 resigned prior to his termination. If you're just</p> <p>2 looking at the shear timeline of things, he said:</p> <p>3 I'm leaving, okay, so he was not terminated for</p> <p>4 cause. That's a misstatement on my part.</p> <p>5 Mr. Ruggieri, I think was, but I don't even want to</p> <p>6 say. But I do know that Greg Bolan resigned prior to</p> <p>7 anything.</p> <p>8 Q. And, Mr. Friedman, please feel free to</p> <p>9 correct any of your statements. It's perfectly</p> <p>10 understandable. We are talking about events that</p> <p>11 happened some time ago.</p> <p>12 A. Right.</p> <p>13 Q. Prior to Mr. Bolan's resignation, was he</p> <p>14 about to be terminated as a result of your inquiry?</p> <p>15 A. It was the intention of the firm to</p> <p>16 terminate him for cause.</p> <p>17 Q. Was that communicated to him in any way</p> <p>18 prior to his resignation?</p> <p>19 A. Not by me. I don't know if someone did.</p> <p>20 Q. Mr. Friedman, I'm handing you a document</p> <p>21 that's been previously marked as Exhibit 15. Do you</p> <p>22 recognize this document?</p> <p>23 A. I do.</p> <p>24 Q. What is it?</p> <p>25 A. Well, it is an attempt to putting</p>



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<p>1 together a timeline by me with respect to the events                  2 that I've described to you today, including certain                  3 supplemental information that I was -- I either                  4 collected or was given to me as part of the equity                  5 sales part of the review.                  6 MR. MISSAL: And this was your                  7 activities before lawyers got involved; is that                  8 correct?                  9 THE WITNESS: I mean, it may contain the                  10 moment that the lawyers became involved, but, yes,                  11 this was done prior to attorneys being involved.                  12 Q. So you put together the package of                  13 documents and notes that's contained in Exhibit 15?                  14 A. Yeah. I mean either I had policies and                  15 procedures that I added or communications where they                  16 were given to me by the folks who were doing the                  17 trading and sales part of the review and inserted it                  18 in here.                  19 But I guess you could say that this is                  20 me giving to others. Does that make sense?                  21 Q. I didn't really quite catch the last                  22 part. "This is me giving to others," what do you                  23 mean by that?                  24 A. Meaning that I would have collected                  25 information that equity compliance folks put together</p>	<p>1 things in here would be things that I wrote. The                  2 stuff that would relate to sales and trading                  3 observations, I probably did not write.                  4 There is also in here an excerpt from                  5 Todd Wickwire's statement that he made pursuant to                  6 his interview with Bolan that was mostly verbatim.                  7 This section was his writing that I put in here. So                  8 I'm responsible for putting that bullet in, but I                  9 didn't write the thing that was in quotations.                  10 Q. Are you referring to the first bullet                  11 under the title "Tuesday, April 5, 2011" in these                  12 notes?                  13 A. Yes, I am.                  14 Q. Other than discussions of trading                  15 activity and the verbatim bullet from Mr. Wickwire,                  16 did you draft the remainder of these notes?                  17 A. I want to be very precise. It's been a                  18 long time since I've reviewed this document, so I'm                  19 going to answer I'm not sure.                  20 Q. When was the last time you read these                  21 notes?                  22 A. Well --                  23 MR. MISSAL: Outside of preparation with                  24 counsel?                  25 MR. SATWALEKAR: Right. Strike that</p>
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<p>1 pursuant to where we were at the time, and then at                  2 the time that, let's say, attorneys got involved, I                  3 handed them this packet.                  4 Q. So you effectively collected the                  5 materials from various folks at Wells Fargo and                  6 compiled it into what is Exhibit 15?                  7 A. That's fair to say, yes.                  8 Q. Did you draft the notes that are                  9 contained in the first several pages of Exhibit 15?                  10 A. I would say that --                  11 MR. MISSAL: Let him finish the                  12 question.                  13 A. I'm sorry.                  14 Q. I could ask it again.                  15 Did you draft the notes that are                  16 contained from WF284144 to WF284149 in this exhibit?                  17 A. I did not draft every note in here.                  18 Most. But some were given to me by the sales and                  19 trading investigating team to be inserted into the                  20 timeline.                  21 Q. Sitting here today, are you able to                  22 identify what parts of these notes you did not draft?                  23 A. If I went through them, I probably could                  24 do a very good job of that, but, you know, I don't                  25 necessarily remember every one. But the majority of</p>	<p>1 question, because it could involve preparation with                  2 counsel.                  3 Q. To the best of your knowledge, are the                  4 notes contained in this exhibit an accurate                  5 reflection of the events that took place as part of                  6 the compliance review of Mr. Bolan?                  7 A. Through the time that it ends, yes,                  8 meaning that when I -- on Thursday, April 14, this                  9 represented my understanding of the incident.                  10 Q. So to the best of your knowledge, are                  11 these notes contained in Exhibit 15 an accurate                  12 reflection of the events that took place as a result                  13 of the compliance review of Mr. Bolan up to April 14,                  14 2011?                  15 A. Yes. Subsequently, other discoveries                  16 were made, other parts of a review happened that                  17 aren't in here and -- yeah.                  18 Q. And the events after April 14th, did                  19 they all involve attorneys at Wells Fargo?                  20 A. Yes. Yes, they did.                  21 Q. If you could turn to the Bates No.                  22 WF2848162 in this production, it has the No. 8                  23 handwritten at the top right-hand corner.                  24 A. Yes.                  25 Q. Is that your handwriting in the top</p>

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<p>1 right-hand corner?</p> <p>2 A. It is.</p> <p>3 Q. And did you make the notes contained on</p> <p>4 this -- strike that.</p> <p>5 Did you make the markings contained on</p> <p>6 this document, the handwritten markings?</p> <p>7 A. Yes, I did.</p> <p>8 Q. Have you seen the e-mail contained on</p> <p>9 this page before?</p> <p>10 A. Yes, I have.</p> <p>11 Q. What is it?</p> <p>12 A. This is the e-mail that I received while</p> <p>13 in San Francisco on April 1st that initially started</p> <p>14 the chain of events.</p> <p>15 Q. Are you referring to the chain of events</p> <p>16 concerning the compliance inquiry into Mr. Bolan?</p> <p>17 A. Yeah, everything that we have talked</p> <p>18 about today.</p> <p>19 Q. So this is the e-mail from the SAC</p> <p>20 Capital employee concerning the receipt of</p> <p>21 information contained in the channel check before</p> <p>22 that channel check that Bolan authored was published?</p> <p>23 A. Yes.</p> <p>24 Q. Do you recognize the screen name</p> <p>25 "Uncjoewfc"?</p>	<p>1 circumstances, other information collected, puts this</p> <p>2 communication in a light different from what it looks</p> <p>3 like just in this being sent to me.</p> <p>4 Q. If you could turn to pages WF2848150</p> <p>5 through 2848153, they are the pages with the</p> <p>6 handwritten notation "1, 1, 2 and 3" in the top</p> <p>7 right-hand corner.</p> <p>8 A. Yes.</p> <p>9 Q. Do you recognize the communications</p> <p>10 contained in these pages?</p> <p>11 A. Yes, I do.</p> <p>12 Q. Why were they included in Exhibit 15?</p> <p>13 A. Well, the item marked No. 1, ending in</p> <p>14 1551, is, in my mind, evidence of the ghostwriting of</p> <p>15 some of the notes that Bolan had created and then</p> <p>16 subsequently sent out by Mr. Ruggieri. Item 2,</p> <p>17 marked 52, ending in 52 --</p> <p>18 Q. Just to be clear, with item No. 1, in</p> <p>19 what way does item 1 evidence ghostwriting?</p> <p>20 A. Well, I mean, again, I had the benefit</p> <p>21 of having read a lot of the e-mails and including the</p> <p>22 one where Bolan sends the notes to Ruggieri and then</p> <p>23 putting together the timelines of different</p> <p>24 communications, including this instant message, and</p> <p>25 it appears that -- well, to me, trying to take the</p>
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<p>1 A. I do now, but at the moment that I</p> <p>2 received it, I didn't know who this was.</p> <p>3 Q. Whose screen name is that?</p> <p>4 A. This was Joe Ruggieri.</p> <p>5 Q. So this e-mail reflects a communication</p> <p>6 from Mr. Ruggieri to someone at SAC Capital in which</p> <p>7 Mr. Ruggieri communicates research information prior</p> <p>8 to that information being published in a squawk</p> <p>9 authored by Mr. Bolan?</p> <p>10 A. Yes.</p> <p>11 Q. And is it your understanding that this</p> <p>12 conduct by Mr. Ruggieri was a violation of Wells</p> <p>13 Fargo's policies?</p> <p>14 A. Well, at the time, no. It wasn't clear</p> <p>15 to me. So that's why we ended up looking into the</p> <p>16 matter more in depth. But getting this didn't</p> <p>17 immediately tell me much.</p> <p>18 Q. After comparing this e-mail to</p> <p>19 Mr. Bolan's subsequent squawk, did you reach a</p> <p>20 conclusion about whether Mr. Ruggieri's e-mailing</p> <p>21 this information or sending this information to SAC</p> <p>22 Capital was a violation of Wells Fargo's policies?</p> <p>23 A. Well, through a lot of review, yes.</p> <p>24 Again, this, in and of itself, doesn't say that</p> <p>25 something happened. But a review of the facts and</p>	<p>1 "I" out was from his original distribution where it</p> <p>2 contained "I" and protecting you would have been a</p> <p>3 communication evidencing that he doesn't want anyone</p> <p>4 to see Bolan's let's say fingerprints on the original</p> <p>5 communication, and then Bolan probably thanking him,</p> <p>6 "Gee, I didn't think about that, thank you for doing</p> <p>7 that."</p> <p>8 Q. So here in the document that's marked 1,</p> <p>9 in this exhibit, Ruggieri is stating that he is</p> <p>10 taking the "I" out of a subsequent -- strike that.</p> <p>11 He is saying that -- here in item marked</p> <p>12 1 in this exhibit, Ruggieri is stating that he took</p> <p>13 the "I" out of an e-mail in order to protect Bolan</p> <p>14 who had ghostwritten a piece on behalf of Ruggieri;</p> <p>15 is that correct?</p> <p>16 A. That is correct.</p> <p>17 Q. And that's how you understand this IM to</p> <p>18 read?</p> <p>19 A. Not reading this IM, there is no way</p> <p>20 anybody could get that. But when you're looking at</p> <p>21 the e-mail that came in from one to the other,</p> <p>22 looking at the time stamps and putting it all</p> <p>23 together, that's what this told me.</p> <p>24 Q. Understood.</p> <p>25 So this e-mail -- strike that.</p>

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<p>1 Q. What is it?</p> <p>2 A. This is the actual squawk that was</p> <p>3 issued by the analyst on April 1st.</p> <p>4 Q. And so going back to the third document,</p> <p>5 the document marked 3 in this exhibit, that document</p> <p>6 consists of an e-mail that was sent on March 31;</p> <p>7 correct?</p> <p>8 A. Yes.</p> <p>9 Q. So looking at the dates of the document</p> <p>10 marked 3 versus the dates on the document marked 10,</p> <p>11 do you have a view of whether the sending of the</p> <p>12 e-mail contained in document 3 violated Wells Fargo's</p> <p>13 policies and procedures?</p> <p>14 A. Yeah. The communication represented on</p> <p>15 the 31st in comparison to the squawk published on the</p> <p>16 10th, in my judgment is a violation of policies and</p> <p>17 procedures.</p> <p>18 Q. Which ones?</p> <p>19 A. Failing to maintain confidentiality of</p> <p>20 diligence activities, selective dissemination of</p> <p>21 research products, again, as I mentioned, potentially</p> <p>22 front-running and various ethical matters that are</p> <p>23 raised by the company's policies and procedures.</p> <p>24 Q. Just to be clear, the squawk was</p> <p>25 published on April 1st; right?</p>	<p>1 from a channel check.</p> <p>2 Q. And Bolan is sending the e-mail; is that</p> <p>3 right?</p> <p>4 A. Yes.</p> <p>5 Q. And he also sends it to Mr. Ruggieri as</p> <p>6 well; right?</p> <p>7 A. Yes.</p> <p>8 Q. And the content of the e-mail in the</p> <p>9 document marked 9 is the same as part of the content</p> <p>10 of the channel check published and contained in the</p> <p>11 document marked 10; correct?</p> <p>12 Strike that.</p> <p>13 Is the content of the e-mail in the</p> <p>14 document marked 9 in any way related to the content</p> <p>15 of the channel check in the document marked 10?</p> <p>16 A. They look related, yes.</p> <p>17 Q. In what way?</p> <p>18 A. Well, I'm wondering if this -- now that</p> <p>19 I look at it, I probably have some notes here to tell</p> <p>20 me what I was thinking. Am I permitted to look at</p> <p>21 the chronology that references these documents?</p> <p>22 Q. Sure.</p> <p>23 A. Or would you prefer me not?</p> <p>24 Q. Sure, you could look at the chronology.</p> <p>25 A. Okay. So the relationship between 9 and</p>
Page 50	Page 52
<p>1 A. Well, yeah. The time -- the time stamp</p> <p>2 on this communication indicates April 1st. I have no</p> <p>3 reason to believe that that's not the correct time.</p> <p>4 Q. If you could please turn to the document</p> <p>5 marked 9 in Exhibit 15 in the top right-hand, it's</p> <p>6 WF2848163, do you recognize this document,</p> <p>7 Mr. Friedman?</p> <p>8 A. Well, this looks like a communication</p> <p>9 sent by Greg to certain participants -- to certain</p> <p>10 clients involving a channel check.</p> <p>11 Q. Is that your handwriting in the top</p> <p>12 right-hand corner of this document?</p> <p>13 A. It is, but some of it's missing from --</p> <p>14 this is my handwriting, yes, it is.</p> <p>15 Q. What part is missing?</p> <p>16 A. It says "E-Mails content," and I'm</p> <p>17 assuming that was e-mails content only is what I</p> <p>18 think should have been. It's a photocopy that looks</p> <p>19 like it got cut off: E-mails content only first.</p> <p>20 Q. What do you mean by that comment?</p> <p>21 A. Well, I'm reading it now. What I'm</p> <p>22 assuming is that he, Greg Bolan --</p> <p>23 Q. I don't want you to assume.</p> <p>24 A. I don't know what you're asking me.</p> <p>25 This looks like an e-mail to a client with content</p>	<p>1 10 in reading this was mainly to show his conviction</p> <p>2 on the importance of the information that he was</p> <p>3 conveying to people. The things that I identified in</p> <p>4 his note on 10 were things like extremely bullish,</p> <p>5 absolutely gives a strong conviction. And that, to</p> <p>6 me, was telling me that he felt that this was</p> <p>7 important stuff in his mind and that since it was</p> <p>8 important in his mind, that his giving that</p> <p>9 information to other people in advance of publication</p> <p>10 led me to believe that it might have been material.</p> <p>11 Q. So I believe at the top of the document,</p> <p>12 No. 9, is the subject to the e-mail like, "Hi, Jim</p> <p>13 and Johan, here is our second Q1 channel check. I</p> <p>14 have been very positive." That's the subject; right?</p> <p>15 A. Yes.</p> <p>16 Q. Was Bolan communicating information from</p> <p>17 the subsequent channel check that was published and</p> <p>18 contained in document 10 in his e-mail in document 9?</p> <p>19 A. Well, I'm having trouble saying yes or</p> <p>20 no without reading it.</p> <p>21 Q. You could take a minute, sure.</p> <p>22 A. I want to be a hundred percent positive.</p> <p>23 So the answer is I do believe that the information</p> <p>24 contained in 9 is information that was contained in</p> <p>25 the squawk on 10 later that day.</p>

13 (Pages 49 to 52)

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1 MR. MISSAL: Just so it's clear, I think  
 2 you may have said that attachment 3 may have been  
 3 related to the squawk. Is that true?  
 4 THE WITNESS: Yes, it is. That's part  
 5 of the reason I was a little confused. At least this  
 6 piece at the top, I'm referring to document 9, seems  
 7 to be pretty much verbatim.  
 8 MR. MISSAL: What about attachment 3? I  
 9 think you talked about that went out before the  
 10 squawk.  
 11 THE WITNESS: I think there were two  
 12 squawks, right, or two channel checks, I'm sorry. 3?  
 13 I don't think -- well, 3 as well, yeah.  
 14 Q. So could you take us through that one  
 15 more time? Is this the case that both document 3 and  
 16 document 9 consists of Bolan sending out information  
 17 contained in the subsequent squawk, which is document  
 18 10, to clients before that squawk was published?  
 19 A. Yes.  
 20 Q. And so looking at document 9, document 9  
 21 consists of an e-mail from Bolan to clients at Wells  
 22 Fargo -- strike that.  
 23 Looking at document 9, document 9 looks  
 24 like an e-mail from Bolan to Wells Fargo clients and  
 25 Mr. Ruggieri that contains information that was only

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1 later published in a squawk; is that right?  
 2 A. That is right.  
 3 Q. And is that why -- strike that.  
 4 Is that one of the reasons why you put  
 5 document 9, you included document 9 in Exhibit 15?  
 6 A. That's one of the reasons, yes.  
 7 Q. Did Mr. Bolan's e-mailing of the  
 8 information contained in document 9, when compared to  
 9 the squawk in document 10, violate Wells Fargo's  
 10 policy?  
 11 A. In my judgment, yes.  
 12 Q. Which policies are those?  
 13 A. Those would be selective dissemination,  
 14 breaching confidentiality provisions, potentially  
 15 front-running, various ethical issues as well.  
 16 Q. And just to be clear, Mr. Bolan violated  
 17 Wells Fargo's policies on selective dissemination  
 18 because he sent research information to a select  
 19 group of clients before that information was  
 20 published more broadly; correct?  
 21 A. That's correct, yes.  
 22 Q. And he violated Wells Fargo's policies  
 23 on the confidentiality of his research diligence by  
 24 sending his research findings to a few clients  
 25 without publishing those findings more broadly; is

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1 that right?  
 2 A. That is right.  
 3 Q. And evidence of these violations is  
 4 contained in the documents marked 9 and 3 in  
 5 Exhibit 15; correct?  
 6 A. Correct.  
 7 Q. Looking at document WF2848164, the  
 8 document marked 10 in this exhibit, did you make the  
 9 handwritten stars and other sort of highlights  
 10 contained in this exhibit?  
 11 A. I did.  
 12 Q. Looking through this exhibit, why did  
 13 you underline and bracket off certain portions of  
 14 Mr. Bolan's squawk?  
 15 A. You know, I underlined the time stamp  
 16 just to, you know, in my head, make sure that I got  
 17 the times correct. I highlighted -- I asterisked his  
 18 name because it was the squawk from Bolan.  
 19 And then the information that I  
 20 underlined here was regarding -- to answer your  
 21 question, the information that I underlined was for  
 22 me to understand what might have been his mindset  
 23 about how important the note was from his own  
 24 writing. So if he wrote that it's extremely bullish,  
 25 it would lead me to believe that the information that

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1 he sent out to clients was important information.  
 2 Q. So is that why you underlined his  
 3 reference "extremely bullish" in this squawk?  
 4 A. That is why I did that, yes.  
 5 Q. Did it, in your view, express Bolan's  
 6 view that his squawk was an important one?  
 7 A. Can you repeat that?  
 8 Q. Sure. I'm just trying to understand why  
 9 you underlined "extremely bullish" and also the  
 10 phrase "absolutely give us strong conviction that a  
 11 more meaningful and faster recovery is underway."  
 12 A. To help you understand, we had an  
 13 interview with Greg pursuant to our review of this  
 14 matter, and during that discussion, his position,  
 15 among others, was that this may not have been that  
 16 important of -- information. That was one of the  
 17 things he claimed.  
 18 Q. "This" meaning what?  
 19 A. That the information that he sent to  
 20 certain clients was not that big -- it wasn't that  
 21 important. It wasn't that big of a deal. It was not  
 22 material, okay?  
 23 And then when I examined his own words,  
 24 both with the trader and in his written piece, it --  
 25 that's not what he said in those written

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1 just want to make sure this is my observation --  
 2 okay, yeah. This is beginning from 5 is his channel  
 3 check, the official distribution of that. And then  
 4 subsequent to that, and the communications that  
 5 followed that, was both the mindset of Bolan.  
 6 But I think it's -- I also included it  
 7 because Bolan was apologizing to a client that the  
 8 client didn't get the notes, his pre-published notes,  
 9 in advance of the squawk. So Bolan is writing, "Oh,  
 10 my God, I'm sorry I didn't give you the information  
 11 prior to when I sent it out to everyone else," and  
 12 now, after the fact, is sending what his notes were  
 13 that he forget to send before the squawk.  
 14 I hope that's clear. To me, it was kind  
 15 of humorous he was apologizing for not treating him  
 16 special.  
 17 Q. So Bolan was, in effect, apologizing to  
 18 a client for not providing him with research  
 19 information before that research information was  
 20 published; correct?  
 21 A. That was my observation at the time of  
 22 reading this communication.  
 23 Q. And his reference to "super-duper ultra  
 24 mega bullish" in this same communication, that is  
 25 Bolan's reference to the super-duper ultra mega

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1 bullish is a reference to his findings contained in  
 2 this squawk that starts on page 5 of that  
 3 communication; correct?  
 4 A. Right, yes.  
 5 Q. And that's the same squawk we have been  
 6 talking about today; right?  
 7 A. Yes.  
 8 Q. If you could turn to the document marked  
 9 15, in Exhibit 15, it's FWF2848176, do you recognize  
 10 this document?  
 11 A. It was a document generated by Scott Yi,  
 12 Y-I, and David Foreback, equities compliance with  
 13 what looks like to be trading activity prior to --  
 14 with the dates, TD is trade date, and then TD plus 1  
 15 or TD minus 1 reflects the relationship between the  
 16 trade date and the activity in the stock.  
 17 Q. What does TD represent?  
 18 A. TD meaning trade date. So I'm assuming  
 19 that there was a trade date on 6/15, something  
 20 involving CVD, I don't know --  
 21 Q. Understood. I don't want you to assume,  
 22 Mr. Friedman.  
 23 Do you know whose trade activity is  
 24 being described in this document?  
 25 A. I do not.

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1 Q. Do you know if this document relates to  
 2 Mr. Bolan in any way?  
 3 A. I mean, these are companies that he  
 4 covers, some of them.  
 5 Q. Other than that, do you know if this  
 6 document relates to Mr. Bolan in any way?  
 7 A. No. This is not a document that I  
 8 produced.  
 9 Q. Does it relate to Mr. Ruggieri in any  
 10 way?  
 11 A. Well, I'm assuming it does. I did get  
 12 it from Scott Yi.  
 13 Q. Aside from assumptions, have you had any  
 14 conversations with anyone about this document?  
 15 A. No, I have not.  
 16 Q. If you could turn to the document marked  
 17 16 in this exhibit, it appears that there are two  
 18 separate policies and procedures contained in the  
 19 pages marked 16 in this exhibit. The first two  
 20 pages, do you recognize these pages?  
 21 A. Yeah.  
 22 Q. What are they?  
 23 A. These would be some policies and  
 24 procedures that I identified that would have been in  
 25 play pursuant to this incident from our firm's

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1 policies and procedures that existed at that time.  
 2 This is not in order, 2 -- and follows  
 3 12. They were excerpts that I gave.  
 4 Q. Did Bolan violate any of the policies  
 5 contained in these first two pages WF2848177 to 78?  
 6 A. In my judgment, Greg Bolan violated team  
 7 member conduct provisions found on 77.  
 8 Q. Which ones?  
 9 A. To "Observe high standards of commercial  
 10 honor and equitable trade principles," or "principles  
 11 of trade," as it's written here.  
 12 Q. In what way did Mr. Bolan violate that  
 13 provision of Wells Fargo's policies?  
 14 A. In my mind, by allowing certain clients  
 15 to be aware of his pre-published research to those  
 16 clients over his and the firm's client base.  
 17 Q. Any other sections of this policy that  
 18 Mr. Bolan violated?  
 19 A. Under B, "Description of Principles:  
 20 Must act with integrity in carrying out job function.  
 21 Must conduct business in compliance with the policies  
 22 and procedures of the firm."  
 23 Q. And in what way did he violate those  
 24 policies?  
 25 A. I think that, in my judgment, the act of

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<p>1 giving certain clients information above others is  2 not something that someone with integrity does.  3 And then violating those policies is  4 obviously part of that description of principles.  5 Going to the next page, general -- under  6 "Research and Economic Activities," "(B)  7 Communications with the public specific to research  8 activities," requires Mr. Bolan to disseminate his  9 research to his client base contemporaneously, which  10 did not happen in this particular fact pattern here  11 today.  12 Q. Because some clients received his  13 research information before others; correct?  14 A. That's correct. And then, again, I'm  15 not aware of any front-running, per se, but it's  16 possible that that could have occurred. But I'm not  17 aware.  18 Q. So in the e-mails that are marked 3 and  19 9 in Exhibit 15, does the sending of these e-mails in  20 violation of the adequate dissemination provision  21 that we just discussed WF2848178?  22 A. Yes, it does.  23 Q. It is a violation of that provision?  24 A. Yeah, it does violate that provision.  25 Yes, it violates that provision.</p>	<p>1 previously marked Exhibit 83. Exhibit 83 is a  2 one-page document Bates labeled WFS1. Have you seen  3 this document before?  4 A. I think I may have asked someone to  5 furnish it to me at some point.  6 Q. What is it?  7 A. This would be Greg Bolan's attestation  8 that he completed his orientation training as new  9 hire of the firm, which is part of our standard  10 on-boarding processes.  11 Q. Is this something that Bolan signed when  12 he started working at Wells Fargo?  13 A. I didn't conduct the training session,  14 but he would have been required to furnish the  15 signature like this before he was permitted to begin  16 his activities.  17 Q. You mentioned that you asked someone to  18 furnish this to you. In what context did you ask?  19 A. I said I may have. I didn't say I did.  20 All I'm saying is pursuant to the review, I collected  21 a lot of documents that were requested of me. This  22 might have been one that I asked: Could you please  23 secure me a copy of it.  24 Q. Thank you for clarifying that,  25 Mr. Friedman. If I ever sort of mischaracterize your</p>
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<p>1 Q. I am handing you a document that's been  2 marked Exhibit 98. Are these two pages that we just  3 went over from Exhibit 15, WF2848177 and 78,  4 excerpted from Exhibit 98?  5 And if it would help, I believe there is  6 a date on 77 in Exhibit 15.  7 A. Right, yes, I do see the date. I just  8 wanted to be clear.  9 Q. Please take your time.  10 A. Yes. The items contained from the  11 Exhibit 98 are the excerpts contained in the  12 materials contained in WF ending in 78 and 77.  13 Q. So WF2848177 to 78 is excerpted from  14 Exhibit 98; is that right?  15 A. Yes.  16 Q. And what is Exhibit 98?  17 A. Well, this would appear to me to be the  18 supervisory policies and procedures for equity  19 research, at least at the time that Bolan was  20 employed with us.  21 Q. Do the policies contained in Exhibit 98  22 apply to the research analysts at Wells Fargo?  23 A. All equity research analysts are  24 governed by the materials in this, in Exhibit 98.  25 Q. I'm handing you a document that's been</p>	<p>1 statement, feel free to correct me.  2 A. You are doing very well.  3 Q. Thank you. I appreciate it.  4 What is Bolan attesting to in  5 Exhibit 93 -- strike that.  6 What is Bolan attesting to in  7 Exhibit 83?  8 A. Greg Bolan is certifying that he  9 attended a training session with a member of  10 compliance and that he understood the items that were  11 reviewed with him and, in addition, his obligations  12 related to those duties.  13 Q. What items is he attesting to having  14 received?  15 A. Well, I don't know if it's clear in this  16 document.  17 Q. Is he attesting to having received the  18 Equity Research Analyst Independence Procedures and  19 the Supervisory Procedures For Equity Research and  20 Recommendations Activities?  21 A. Yes, yes.  22 Q. Is the second document that Bolan is  23 attesting to have received in Exhibit 83 the  24 Supervisory Procedures For Equity Research and  25 Recommendation Activities, is that the same document</p>

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<p>1 in perpetuity, they are kept there until they are no                  2 longer applicable and then they are removed.                  3 Q. And is this policy still available on                  4 that website that you referred to?                  5 A. I can't say for sure. It may have been                  6 incorporated into what is our governing policy manual                  7 overall. But this policy would still be active,                  8 whether it's -- I think they tried to pull down                  9 Wachovia bulletins from the website, but the                  10 information in here is contained in policies and                  11 procedures.                  12 Q. At the time you were conducting the                  13 review of Mr. Bolan, was this policy in effect?                  14 A. Yes, it was.                  15 Q. And this policy was available on that                  16 website at that time?                  17 A. Yes, it was.                  18 Q. And the website we are referring to is                  19 the Wells Fargo internal website containing its                  20 policies and procedures; correct?                  21 A. Yes.                  22 Q. If you could turn to the document marked                  23 17 in Exhibit 15, that's WF2848181 to 82, do you                  24 recognize this document?                  25 A. I do recognize it, because I assembled</p>	<p>1 is that right?                  2 A. Yes, that is correct.                  3 Q. And this portion of the compliance deck                  4 is from the compliance deck in 2010; correct?                  5 A. Yes.                  6 Q. Turning to the last page of Exhibit 15,                  7 which is a portion of that compliance deck, why was                  8 this page included in Exhibit 15?                  9 A. Well, we were showing that Mr. Bolan                  10 attended this session and that this was the content                  11 or at least some of the content that was reviewed                  12 during that session that he was in attendance for.                  13 Q. And why did you include this particular                  14 content in Exhibit 15?                  15 A. At the time, we believe that these would                  16 have been some of the issues that were involved in                  17 the incident that we are here today speaking about.                  18 Q. So this page from the slide deck that                  19 was excerpted is entitled "Front-Running;" correct?                  20 A. Yes.                  21 Q. And the first bullet of this page reads,                  22 "No previewing research/opinions/estimates;" correct?                  23 A. That is correct.                  24 Q. What does that mean, what does the word                  25 "previewing" mean in this context?</p>
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<p>1 the packet, but this was prior to my employment with                  2 Wells Fargo.                  3 Q. The annual compliance meeting -- strike                  4 that.                  5 This document refers to an annual                  6 compliance meeting in December 2010; correct?                  7 A. Yes.                  8 Q. Did you join Wells Fargo after that                  9 point?                  10 A. I'm sorry, I joined in April. I                  11 apologize, I erred. I was here during the time that                  12 this document was generated in 2010. I remember my                  13 team would have furnished the document here, yes.                  14 Q. What is this document?                  15 A. This is part of a training bag that we                  16 are required to provide to all of our registered and                  17 departmental employees on an annual basis. This one                  18 is designed specifically to equity research. There                  19 are sister decks that are given for credit and other                  20 disciplines. It goes out to all meeting participants                  21 prior to the meeting and it is reviewed during the                  22 meeting of governing policies and procedures.                  23 Q. So this is a portion of that compliance                  24 deck that's provided to members of the Wells Fargo                  25 research department as part of their annual training;</p>	<p>1 A. Either through verbal communications or                  2 e-mail communications, a research analyst should not                  3 be sharing research opinions that haven't been                  4 already published, with anyone outside of the                  5 research department who needs to know.                  6 Q. So this bullet point stating "No                  7 previewing research/opinions/estimates" sets forth                  8 the policy prohibiting Wells Fargo research analysts                  9 from sharing their research opinions and estimates to                  10 people outside of the research department prior to                  11 that research information being published; correct?                  12 A. That is correct.                  13 Q. And did Bolan violate this policy?                  14 A. In my judgment, he did.                  15 Q. By doing what?                  16 A. Greg Bolan shared his pre-published                  17 research with members outside of the research                  18 department prior to its dissemination to our client                  19 base.                  20 Q. Looking at document 9 in Exhibit 15,                  21 WF2848163, did Bolan violate Wells Fargo's policies                  22 against the previewing of research when he sent this                  23 e-mail?                  24 A. In my judgment today, yes.                  25 MR. SATWALEKAR: Off the record at</p>

20 (Pages 77 to 80)

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<p>1 with the interview, Pat Hays, subsequently asked him</p> <p>2 about where he would have gotten that idea, meaning</p> <p>3 Bolan, where Bolan would have gotten that idea, and</p> <p>4 was he at all involved in giving any kind of advice</p> <p>5 like that.</p> <p>6 Q. Hays asked Mattson this?</p> <p>7 A. Hays asking Mattson this. Which Mattson</p> <p>8 said words to the effect: No, never did. That is</p> <p>9 what is reflected in the notes there.</p> <p>10 Q. Have you ever come across anyone else in</p> <p>11 the research department who has posited to you that</p> <p>12 they understood Wells Fargo's policies to allow for</p> <p>13 the distribution of research to fewer than 20 clients</p> <p>14 before it's published?</p> <p>15 A. No, no.</p> <p>16 Q. In fact, is that claim inconsistent with</p> <p>17 basic policies and procedures at Wells Fargo?</p> <p>18 A. It is, yes.</p> <p>19 Q. I will take Exhibit 15 back from you.</p> <p>20 Thanks.</p> <p>21 Mr. Friedman, I'm handing you a document</p> <p>22 marked Exhibit 95. Exhibit 95 consists of</p> <p>23 multi-paged e-mails, Bates labeled WFC18860 to</p> <p>24 WFC18865. Do you recognize this e-mail? Have you</p> <p>25 seen it before?</p>	<p>1 facilitated. So, yeah.</p> <p>2 Q. And does Mr. Gilliam state that he</p> <p>3 would -- strike that.</p> <p>4 Does Mr. Gilliam state in this e-mail</p> <p>5 that he will just go on mute for the call?</p> <p>6 A. That's what he wrote, Mr. Gilliam.</p> <p>7 Q. Is this the e-mail communication you</p> <p>8 referred to earlier today when you talked about</p> <p>9 Mr. Bolan allowing clients to participate in research</p> <p>10 calls while being on mute?</p> <p>11 A. Well, this was one of them. I recall an</p> <p>12 instant message communication between the trader, Joe</p> <p>13 Ruggieri, and Greg Bolan, confirming that Mr. Gilliam</p> <p>14 was, in fact, on the line. So the two of them</p> <p>15 together.</p> <p>16 Q. Was that instant message communication</p> <p>17 part of this same call?</p> <p>18 A. It didn't occur during the call. After</p> <p>19 the fact, there was an instant message: Did you have</p> <p>20 this channel check? The response was: I did. I'm</p> <p>21 not saying verbatim. Was Gilliam on the line? He</p> <p>22 was. Not simultaneous to this but after the fact.</p> <p>23 Q. Was Gilliam's participation in that</p> <p>24 channel check a violation of Wells Fargo's policies?</p> <p>25 A. In my opinion, his unannounced</p>
Page 90	Page 92
<p>1 A. I have seen it before.</p> <p>2 Q. In what context?</p> <p>3 A. Pursuant to our review of this matter on</p> <p>4 this, it was part of an e-mail communication that we</p> <p>5 observed.</p> <p>6 Q. And was this part of your review of</p> <p>7 Mr. Bolan?</p> <p>8 A. Well, the e-mail, itself, was part of</p> <p>9 our review, but not -- we did not investigate this</p> <p>10 matter. Or I shouldn't say "we," I did not</p> <p>11 investigate this matter beyond basically reading the</p> <p>12 e-mail and drawing, you know, my own conclusion from</p> <p>13 it.</p> <p>14 Q. What did you understand this e-mail to</p> <p>15 state?</p> <p>16 A. It looks like it was, to me, at the</p> <p>17 time, that he had invited this Gilliam fellow, who at</p> <p>18 the time, you know, we thought Bolan was speaking to</p> <p>19 Mr. Gilliam voluminously, and that he invited</p> <p>20 Mr. Gilliam to join a channel check call.</p> <p>21 Q. And was Mr. Gilliam planning on</p> <p>22 participating in that call?</p> <p>23 A. Well, it looks like, from the back and</p> <p>24 forth, that they were coordinating how he would</p> <p>25 participate and when and, you know, how it would be</p>	<p>1 participation in that setting was a violation of</p> <p>2 company policies and procedures.</p> <p>3 Q. And so Bolan violated Wells Fargo's</p> <p>4 policies and procedures by allowing Gilliam to</p> <p>5 participate on the channel check call while keeping</p> <p>6 his line on mute?</p> <p>7 A. In my opinion he facilitated that, yes.</p> <p>8 Q. And, once again, the policy that he was</p> <p>9 violating in this context was the policy requiring</p> <p>10 the confidentiality of diligence; right?</p> <p>11 A. Yes.</p> <p>12 Q. All right, I will take Exhibit 95 back</p> <p>13 from you.</p> <p>14 Handing you a document that's been</p> <p>15 previously marked as Exhibit 96, have you seen --</p> <p>16 strike that.</p> <p>17 Exhibit 96 consists of multi-page</p> <p>18 e-mails, Bates labeled WCF18608 to 18610. Have you</p> <p>19 seen this document before?</p> <p>20 A. It's possible. I mean, I don't -- it</p> <p>21 doesn't read back to me that I immediately recollect</p> <p>22 it. I read a lot of e-mails. This could have been</p> <p>23 one of them.</p> <p>24 Q. Does this e-mail evidence Bolan sending</p> <p>25 research call notes to Gilliam?</p>



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1 INDEX

2

3 WITNESS EXAMINED BY PAGE

4 SCOTT FRIEDMAN Mr. Satwalekar 3

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6 \* \* \*

7

8 EXHIBITS

9 NUMBER DESCRIPTION PAGE

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11 100 Multi-page spreadsheet 12

12 101 Multi-Page e-mail, Bates  
Nos. WFC887029 to 887033 93

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14 102 Multi-Page e-mail, Bates  
Nos. WFC88449 to 88454 93

15 103 Multi-page e-mail, Bates  
Nos. WFC62495 to WFC62499 94

16

17 104 Compilation of equity issued  
squawks, Bates Nos. WF2848237  
to WF2848253 96

18

19 105 Policy, Bates Nos. WF284263  
to WF284266 119

20

21 \* \* \*

22 (Continued on next page)

23

24

25

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1 SCOPIST'S CERTIFICATE

2 I, Rena Farber, hereby certify that

3 the foregoing transcript consisting of 129 pages,

4 is a complete, true and accurate transcript of the

5 investigative hearing, held on Thursday, December

6 5, 2013, at 3 World Financial Center, New York,

7 New York, in the matter of RESEARCH ANALYST

8 REPORTS.

9 I further certify that this

10 proceeding was reported by Deborah Moschitto and

11 that the foregoing transcript has been scoped by

12 me.

13

14 \_\_\_\_\_

15 Rena Farber DATE

16

17

18

19

20

21

22

23

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1 PREVIOUSLY MARKED EXHIBITS REFERRED TO

2

3 NUMBER PAGES

4 6 110, 111

5 15 36-38, 40, 43, 50, 54,  
62, 65-66, 77, 78-80, 82

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10 98 66, 69

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Page 128

1 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

2 REPORTER'S CERTIFICATE

3

4 I, Deborah Moschitto, reporter, hereby certify

5 that the foregoing transcript of 129 pages is a

6 complete, true, and accurate transcript of the

7 testimony indicated, held on Thursday, December 5,

8 2013, at 3 World Financial Center, New York, New

9 York, in the matter of:

10 RESEARCH ANALYST REPORTS.

11 I further certify that this proceeding was

12 recorded by me and that the foregoing transcript

13 was prepared under my direction.

14

15 \_\_\_\_\_

16 Official Reporter: DATE

17

18

19

20

21

22

23

24

25

1 PROOFREADER'S CERTIFICATE  
2  
3 In the Matter of: RESEARCH ANALYST REPORTS  
4 Witness: SCOTT FRIEDMAN  
5 File Number: NY-8432  
6 Date: DECEMBER 5, 2013  
7 Location: 3 World Financial Center  
New York, New York

8  
9 This is to certify that I, Deborah  
10 Moschitto, do hereby swear and affirm that the  
11 attached proceedings before the United States  
12 Securities and Exchange Commission were held  
13 according to the record and that this is the  
14 original, complete, true and accurate transcript  
15 that has been compared to the reporting or  
16 recording accomplished at the hearing.

17  
18  
19 \_\_\_\_\_  
Deborah Moschitto DATE

20  
21  
22  
23  
24  
25

**FORM U5  
UNIFORM TERMINATION NOTICE FOR SECURITIES INDUSTRY REGISTRATION**

U5 - AMENDMENT 07/08/2011

Rev. Form U5 (05/2009)

Individual Name: BOLAN, GREGORY T (4901541)

Firm Name: WELLS FARGO SECURITIES, LLC (126292)

**NOTICE TO THE INDIVIDUAL WHO IS THE SUBJECT OF THIS FILING**

*Even if you are no longer registered you continue to be subject to the jurisdiction of regulators for at least two years after your registration is terminated and may have to provide information about your activities while associated with this firm. Therefore, you must forward any residential address changes for two years following your termination date or last Form U5 amendment to: CRD Address Changes, P.O. Box 9495, Gaithersburg, MD 20898-9495.*

**1. GENERAL INFORMATION**

<b>First Name:</b> GREGORY [REDACTED]	<b>Middle Name:</b> T <b>Firm Name:</b> WELLS FARGO SECURITIES, LLC	<b>Last Name:</b> BOLAN <b>Firm NFA #:</b>	<b>Suffix:</b>
<b>Individual CRD #:</b> [REDACTED]	<b>Individual SSN:</b> xxx-xx-xxxx	<b>Individual NFA #:</b>	<b>Firm Billing Code:</b> [REDACTED]

Office of Employment Address							
CRD Branch #	NYSE Branch Code #	Firm Billing Code	Address	Private Residence	Type of Office	Start Date	End Date
201063	HQ		[REDACTED]	N	Supervised From	06/30/2008	04/25/2011
375134	EQRES04		[REDACTED] UNITED STATES	N	Located At	08/25/2008	04/25/2011

**2. CURRENT RESIDENTIAL ADDRESS**

**NOTICE TO THE FIRM**

*This is the last reported residential address. If this is not current, please enter the current residential address.*

From	To	Street	City	State	Country	Postal Code
08/2007	PRESENT	[REDACTED]	NASHVILLE	TN	USA	37215

**3. FULL TERMINATION**

Is this a **FULL TERMINATION**?  Yes  No

Note: A "Yes" response will terminate ALL registrations with all SROs and all jurisdictions.

Reason for Termination: Voluntary

**Termination Explanation:**

If the Reason for Termination entered above is Permitted to Resign, Discharged or Other, provide an explanation below:

If amending the Reason for Termination and/or termination explanation, provide an explanation below:

**4. DATE OF TERMINATION**

Date Terminated (MM/DD/YYYY): 04/25/2011

A complete date of termination is required for full termination. This date represents the date the firm terminated the individual's association with the firm in a capacity for which registration is required.

For partial termination, the date of termination is only applicable to post-dated termination requests during the renewal period.

Notes: For full termination, this date is used by jurisdictions/SROs to determine whether an individual is required to requalify by examination or obtain an appropriate waiver upon reassociating with another firm.

The SRO/jurisdiction determines the effective date of termination of registration.

If amending the Date of Termination, provide an explanation below:

**7. DISCLOSURE QUESTIONS**

IF THE ANSWER TO ANY OF THE FOLLOWING QUESTIONS IN SECTION 7 IS 'YES', COMPLETE DETAILS OF ALL EVENTS OR PROCEEDINGS ON APPROPRIATE DRP(S). IF THE INFORMATION IN SECTION 7 HAS ALREADY BEEN REPORTED ON FORM U4 OR FORM U5, DO NOT RESUBMIT DRPs FOR THESE ITEMS. REFER TO THE EXPLANATION OF TERMS SECTION OF FORM U5 INSTRUCTIONS FOR EXPLANATION OF ITALICIZED WORDS.

Disclosure Certification Checkbox (optional):

By selecting the Disclosure Certification Checkbox, the firm certifies that (1) there is no additional information to be reported at this time; (2) details relating to Questions 7A, 7C, 7D and 7E have been previously reported on behalf of the individual via Form U4 and/or amendments to Form U4 (if applicable); and (3) updated information will be provided, if needed, as it becomes available to the firm. Note: Use of "Disclosure Certification Checkbox" is optional.

**Investigation Disclosure**

7A. Currently is, or at termination was, the individual the subject of an *investigation* or *proceeding* by a domestic or foreign governmental body or *self-regulatory organization* with jurisdiction over *investment-related* businesses? (Note: Provide details of an *investigation* on an Investigation Disclosure Reporting Page and details regarding a *proceeding* on a Regulatory Act on Disclosure Reporting Page.) YES NO

**Internal Review Disclosure**

7B. Currently is, or at termination was, the individual under internal review for fraud or wrongful taking of property, or violating *investment-related* statutes, regulations, rules or industry standards of conduct? YES NO

**Criminal Disclosure**

7C. While employed by or associated with your *firm*, or in connection with events that occurred while the individual was employed by or associated with your *firm*, was the individual:  
 1. convicted of or did the individual plead guilty or nolo contendere ("no contest") in a domestic, foreign or military court to any *felony*?    
 2. charged with any *felony*?    
 3. convicted of or did the individual plead guilty or nolo contendere ("no contest") in a domestic, foreign or military court to a *misdemeanor involving*: investments or an *investment-related* business, or any fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses?    
 4. charged with a *misdemeanor* specified in 7(C)(3)?

**Regulatory Action Disclosure**

7D. While employed by or associated with your *firm*, or in connection with events that occurred while the individual was employed by or associated with your *firm*, was the individual *involved* in any *disciplinary action* by a domestic or foreign governmental body or *self-regulatory organization* (other than those designated as a "*minor rule violation*" under a plan approved by the U.S. Securities and Exchange Commission) with jurisdiction over the *investment-related* businesses? YES NO

**Customer Complaint/Arbitration/Civil Litigation Disclosure**

7E. 1. In connection with events that occurred while the individual was employed by or associated with your *firm*, was the individual named as a respondent/defendant in an *investment-related*, consumer-initiated arbitration or civil litigation which alleged that the individual was *involved* in one or more *sales practice violations* and which:  
 (a) is still pending, or;    
 (b) resulted in an arbitration award or civil judgment against the individual, regardless of amount, or;    
 (c) was settled, prior to 05/18/2009, for an amount of \$10,000 or more, or;    
 (d) was settled, on or after 05/18/2009, for an amount of \$15,000 or more?    
 2. In connection with events that occurred while the individual was employed by or associated with your *firm*, was the individual the subject of an *investment-related*, consumer-initiated (written or oral) complaint, which alleged that the individual was *involved* in one or more *sales practice violations*, and which  
 (a) was settled, prior to 05/18/2009, for an amount of \$10,000 or more, or;    
 (b) was settled, on or after 05/18/2009, for an amount of \$15,000 or more?    
 3. In connection with events that occurred while the individual was employed by or associated with your *firm*, was the individual the subject of an *investment-related*, consumer-initiated, written complaint, not otherwise reported under questions 7(E)(2) above, which:  
 (a) would be reportable under question 14I(3)(a) on Form U4, if the individual were still employed by your *firm*, but which has not previously been reported on the individual's Form U4 by your *firm*; or    
 (b) would be reportable under question 14I(3)(b) on Form U4, if the individual were still employed by your *firm*, but which has not previously been reported on the individual's Form U4 by your *firm*.

Answer questions (4) and (5) below only for arbitration claims or civil litigation filed on or after 05/18/2009

4. In connection with events that occurred while the individual was employed by or associated with your *firm*, was the individual the subject of an *investment-related*, consumer-initiated, arbitration claim or civil litigation which alleged that the individual was *involved* in one or more *sales practice violations*, and which:  
 (a) was settled for an amount of \$15,000 or more, or;    
 (b) resulted in an arbitration award or civil judgment against any named respondent(s)/defendant(s), regardless of amount?    
 5. In connection with events that occurred while the individual was employed by or associated with your *firm*, was the individual the subject of an *investment-related*, consumer-initiated, arbitration claim or civil litigation not otherwise reported under question 7E (4) above, which:  
 (a)

- (b) would be reportable under question 14I(5)(a) on Form U4, if the individual were still employed by your *firm*, but which has not previously been reported on the individual's Form U4 by your *firm*; or  
 would be reportable under question 14I(5)(b) on Form U4, if the individual were still employed by your *firm*, but which has not previously been reported on the individual's Form U4 by your *firm*.

**Termination Disclosure**

- |  | YES                   | NO                               |
|--|-----------------------|----------------------------------|
| <b>7F.</b> Did the individual voluntarily <i>resign</i> from your <i>firm</i> , or was the individual discharged or permitted to <i>resign</i> from your <i>firm</i> , after allegations were made that accused the individual of: |                       |                                  |
| 1. violating <i>investment-related</i> statutes, regulations, rules or industry standards of conduct?  | <input type="radio"/> | <input checked="" type="radio"/> |
| 2. fraud or the wrongful taking of property?   | <input type="radio"/> | <input checked="" type="radio"/> |
| 3. failure to supervise in connection with <i>investment-related</i> statutes, regulations, rules or industry standards of conduct?  | <input type="radio"/> | <input checked="" type="radio"/> |

**8. SIGNATURE**

Please Read Carefully

All signatures required on this Form U5 filing must be made in this section.

A "Signature" includes a manual signature or an electronically transmitted equivalent. For purposes of an electronic form filing, a signature is effected by typing a name in the designated signature field. By typing a name in this field, the signatory acknowledges and represents that the entry constitutes in every way, use, or aspect, his or her legally binding signature.

**8A. FIRM ACKNOWLEDGMENT**

This section must be completed on all U5 form filings submitted by the *firm*.

**8B. INDIVIDUAL ACKNOWLEDGMENT AND CONSENT**

This section must be completed on amendment U5 form filings where the individual is submitting changes to Part II of the INTERNAL REVIEW DRP or changes to Section 2 (CURRENT RESIDENTIAL ADDRESS).

**8A. FIRM ACKNOWLEDGMENT**

I VERIFY THE ACCURACY AND COMPLETENESS OF THE INFORMATION CONTAINED IN AND WITH THIS FORM.

**Person to contact for further information**  
 RENEE ALLEN

**Telephone # of person to contact**  
 Redacted

**Signature of Appropriate Signatory**  
 HEATHER DAUTEL

**Date (MM/DD/YYYY)**  
 07/08/2011

Signature \_\_\_\_\_

**8B. INDIVIDUAL ACKNOWLEDGMENT AND CONSENT**

I VERIFY THE ACCURACY AND COMPLETENESS OF THE INFORMATION CONTAINED IN SECTION 2 (CURRENT RESIDENTIAL ADDRESS) AND/OR IN PART II OF THE INTERNAL REVIEW DRP.

**Individual Signature**

**Date (MM/DD/YYYY)**

Signature \_\_\_\_\_

**CRIMINAL DRP**

No Information Filed

**CUSTOMER COMPLAINT/ARBITRATION/CIVIL LITIGATION DRP**

No Information Filed

**INTERNAL REVIEW DRP**

This Disclosure Reporting Page is an  **INITIAL** or  **AMENDED** response to report details for affirmative response(s) to **Question(s) 7B** on Form U5;

Check the question(s) you are responding to, regardless of whether you are answering the question(s) "yes" or amending the answer(s) to "no":

**INTERNAL REVIEW**

Rev. DRP (05/2009)

7B

If the individual has been notified that the internal review has been concluded without formal action, complete items 4 and 5 of this DRP to update.

**PART I**

1. Notice Received From (Name of firm initiating the internal review):  
 WELLS FARGO SECURITIES, LLC

2. Date internal review initiated (MM/DD/YYYY):  
 04/04/2011  Exact  Explanation  
 If not exact, provide explanation:

3. Describe briefly the nature of the internal review. (The information must fit within the space provided):  
 INTERNAL REVIEW REGARDING THE SELECTIVE DISSEMINATION OF INFORMATION AND FAILURE TO PRESERVE CONFIDENTIAL INFORMATION.

4.

Is internal review pending?

Yes  No

If no, complete tem 5. If yes, skip to item 6.

5. Resolution Details:

A. Date internal review concluded (MM/DD/YYYY):

07/08/2011  Exact  Explanation

If not exact, provide explanation:

B. How was internal review concluded (prov de details of the conclusion)?

AFFIRMATION OF SUBJECT INDIVIDUAL'S SELECTIVE DISSEMINATION OF INFORMATION AND FAILURE TO PRESERVE CONFIDENTIAL INFORMATION.

6. Comment (Opt onal). You may use this field to prov de a brief summary of the circumstances leading to the act on, as well as the current status or final disposition. Your information must fit w thin the space provided.

**PART II**

**INDIVIDUAL SUBJECT MAY USE THIS SPACE FOR DETAILS TO AFFIRMATIVE ANSWERS OF ITEM 7(B) ONLY**

The individual who is the subject of the internal review may provide a brief summary of this event limited to 4000 characters. The summary may be subm tted electronically to the Registration and Disclosure Department by the terminating firm or may be sent via hard copy to:

Registration and Disclosure  
FINRA  
P.O. Box 9495  
Gaithersburg, MD 20898-9495

Note: Section 8B. **INDIVIDUAL ACKNOWLEDGEMENT AND CONSENT** of the Form U5 requires individuals to verify the accuracy and completeness of the information in Part II of the Internal Review DRP. An executed (i.e. signed and dated) acknowledgement and consent must be subm tted w th the summary.

**INVESTIGATION DRP**

No Information Filed

**REGULATORY ACTION DRP**

No Information Filed

**TERMINATION DRP**

No Information Filed

**FORM U5  
UNIFORM TERMINATION NOTICE FOR SECURITIES INDUSTRY REGISTRATION**

U5 - AMENDMENT 07/08/2011

Rev. Form U5 (05/2009)

Individual Name: RUGGIERI, JOSEPH CLAY (4484775)

Firm Name: WELLS FARGO SECURITIES, LLC (126292)

**NOTICE TO THE INDIVIDUAL WHO IS THE SUBJECT OF THIS FILING**

*Even if you are no longer registered you continue to be subject to the jurisdiction of regulators for at least two years after your registration is terminated and may have to provide information about your activities while associated with this firm. Therefore, you must forward any residential address changes for two years following your termination date or last Form U5 amendment to: CRD Address Changes, P.O. Box 9495, Gaithersburg, MD 20898-9495.*

**1. GENERAL INFORMATION**

<b>First Name:</b> JOSEPH	<b>Middle Name:</b> CLAY	<b>Last Name:</b> RUGGIERI	<b>Suffix:</b>
<b>Firm CRD #:</b> 126292	<b>Firm Name:</b> WELLS FARGO SECURITIES, LLC	<b>Firm NFA #:</b>	
<b>Individual CRD #:</b> [REDACTED]	<b>Individual SSN:</b> xxx-xx-xxxx	<b>Individual NFA #:</b>	<b>Firm Billing Code:</b> V840932

<b>Office of Employment Address</b>				<b>Private Residence</b>	<b>Type of Office</b>	<b>Start Date</b>	<b>End Date</b>
<b>CRD Branch #</b>	<b>NYSE Branch Code #</b>	<b>Firm Billing Code</b>	<b>Address</b>				
205882	FIEQIB01		[REDACTED]				

**2. CURRENT RESIDENTIAL ADDRESS**

**NOTICE TO THE FIRM**

*This is the last reported residential address. If this is not current, please enter the current residential address.*

From	To	Street	City	State	Country	Postal Code
06/2010	PRESENT	[REDACTED]	NEW YORK	NY	USA	10023
08/2008	PRESENT	[REDACTED]	NEW YORK	NY	USA	10016

**3. FULL TERMINATION**

Is this a **FULL TERMINATION**?  Yes  No

Note: A "Yes" response will terminate ALL registrations with all SROs and all jurisdictions.

Reason for Termination: Discharged

**Termination Explanation:**

If the Reason for Termination entered above is Permitted to Resign, Discharged or Other, provide an explanation below:

LOSS OF CONFIDENCE DUE TO FAILURE TO ESCALATE ISSUES REGARDING THE INAPPROPRIATE DISSEMINATION OF INFORMATION.

If amending the Reason for Termination and/or termination explanation, provide an explanation below:

**4. DATE OF TERMINATION**

**Date Terminated (MM/DD/YYYY):** 04/25/2011

A complete date of termination is required for full termination. This date represents the date the firm terminated the individual's association with the firm in a capacity for which registration is required.

For partial termination, the date of termination is only applicable to post-dated termination requests during the renewal period.

Notes: For full termination, this date is used by jurisdictions/SROs to determine whether an individual is required to requalify by examination or obtain an appropriate waiver upon reassociating with another firm.

The SRO/jurisdiction determines the effective date of termination of registration.

If amending the Date of Termination, provide an explanation below:

**7. DISCLOSURE QUESTIONS**

IF THE ANSWER TO ANY OF THE FOLLOWING QUESTIONS IN SECTION 7 IS 'YES', COMPLETE DETAILS OF ALL EVENTS OR PROCEEDINGS ON APPROPRIATE DRP(S). IF THE INFORMATION IN SECTION 7 HAS ALREADY BEEN REPORTED ON FORM U4 OR FORM U5, DO NOT RESUBMIT

DRPs FOR THESE ITEMS. REFER TO THE EXPLANATION OF TERMS SECTION OF FORM U5 INSTRUCTIONS FOR EXPLANATION OF ITALICIZED WORDS.

**Disclosure Certification Checkbox (optional):**

By selecting the Disclosure Certification Checkbox, the firm certifies that (1) there is no additional information to be reported at this time; (2) details relating to Questions 7A, 7C, 7D and 7E have been previously reported on behalf of the individual via Form U4 and/or amendments to Form U4 (if applicable); and (3) updated information will be provided, if needed, as it becomes available to the firm. Note: Use of "Disclosure Certification Checkbox" is optional.

**Investigation Disclosure**

**7A.** Currently is, or at termination was, the individual the subject of an *investigation or proceeding* by a domestic or foreign governmental body or *self-regulatory organization* with jurisdiction over *investment-related* businesses? (Note: Provide details of an *investigation* on an Investigation Disclosure Reporting Page and details regarding a *proceeding* on a Regulatory Act on Disclosure Reporting Page.)

YES NO

**Internal Review Disclosure**

**7B.** Currently is, or at termination was, the individual under internal review for fraud or wrongful taking of property, or violating *investment-related* statutes, regulations, rules or industry standards of conduct?

YES NO

**Criminal Disclosure**

**7C.** While employed by or associated with your *firm*, or in connection with events that occurred while the individual was employed by or associated with your *firm*, was the individual:

1. convicted of or did the individual plead guilty or nolo contendere ("no contest") in a domestic, foreign or military court to any *felony* charged with any *felony*?

2. convicted of or did the individual plead guilty or nolo contendere ("no contest") in a domestic, foreign or military court to a *misdemeanor involving*: investments or an *investment-related* business, or any fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses?

3. convicted of or did the individual plead guilty or nolo contendere ("no contest") in a domestic, foreign or military court to a *misdemeanor* specified in 7(C)(3)?

4. charged with a *misdemeanor* specified in 7(C)(3)?

**Regulatory Action Disclosure**

**7D.** While employed by or associated with your *firm*, or in connection with events that occurred while the individual was employed by or associated with your *firm*, was the individual *involved* in any *disciplinary action* by a domestic or foreign governmental body or *self-regulatory organization* (other than those designated as a "*minor rule violation*" under a plan approved by the U.S. Securities and Exchange Commission) with jurisdiction over the *investment-related* businesses?

YES NO

**Customer Complaint/Arbitration/Civil Litigation Disclosure**

**7E.** 1. In connection with events that occurred while the individual was employed by or associated with your *firm*, was the individual *named* as a respondent/defendant in an *investment-related*, consumer-initiated arbitration or civil litigation which alleged that the individual was *involved* in one or more *sales practice violations* and which:

(a) is still pending, or;

(b) resulted in an arbitration award or civil judgment against the individual, regardless of amount, or;

(c) was settled, prior to 05/18/2009, for an amount of \$10,000 or more, or;

(d) was settled, on or after 05/18/2009, for an amount of \$15,000 or more?

2. In connection with events that occurred while the individual was employed by or associated with your *firm*, was the individual the subject of an *investment-related*, consumer-initiated (written or oral) complaint, which alleged that the individual was *involved* in one or more *sales practice violations*, and which:

(a) was settled, prior to 05/18/2009, for an amount of \$10,000 or more, or;

(b) was settled, on or after 05/18/2009, for an amount of \$15,000 or more?

3. In connection with events that occurred while the individual was employed by or associated with your *firm*, was the individual the subject of an *investment-related*, consumer-initiated, written complaint, not otherwise reported under questions 7(E)(2) above, which:

(a) would be reportable under question 14I(3)(a) on Form U4, if the individual were still employed by your *firm*, but which has not previously been reported on the individual's Form U4 by your *firm*; or

(b) would be reportable under question 14I(3)(b) on Form U4, if the individual were still employed by your *firm*, but which has not previously been reported on the individual's Form U4 by your *firm*.

**Answer questions (4) and (5) below only for arbitration claims or civil litigation filed on or after 05/18/2009**

4. In connection with events that occurred while the individual was employed by or associated with your *firm*, was the individual the subject of an *investment-related*, consumer-initiated, arbitration claim or civil litigation which alleged that the individual was *involved* in one or more *sales practice violations*, and which:

(a) was settled for an amount of \$15,000 or more, or;

(b) resulted in an arbitration award or civil judgment against any named respondent(s)/defendant(s), regardless of amount?

5. In connection with events that occurred while the individual was employed by or associated with your *firm*, was the individual the subject of an *investment-related*, consumer-initiated, arbitration claim or civil litigation not otherwise reported under question 7E(4) above, which:

(a) would be reportable under question 14I(5)(a) on Form U4, if the individual were still employed by your *firm*, but which has not previously been reported on the individual's Form U4 by your *firm*; or

(b) would be reportable under question 14I(5)(b) on Form U4, if the individual were still employed by your *firm*, but which has not previously been reported on the individual's Form U4 by your *firm*.

**Termination Disclosure**



<b>7F.</b>	Did the individual voluntarily <i>resign</i> from your <i>firm</i> , or was the individual discharged or permitted to <i>resign</i> from your <i>firm</i> , after allegations were made that accused the individual of:	<b>YES</b>	<b>NO</b>
1.	violating <i>investment-related</i> statutes, regulations, rules or industry standards of conduct?	<input type="radio"/>	<input checked="" type="radio"/>
2.	fraud or the wrongful taking of property?	<input type="radio"/>	<input checked="" type="radio"/>
3.	failure to supervise in connection with <i>investment-related</i> statutes, regulations, rules or industry standards of conduct?	<input type="radio"/>	<input checked="" type="radio"/>

**8. SIGNATURE**

Please Read Carefully

All signatures required on this Form U5 filing must be made in this section.

A "Signature" includes a manual signature or an electronically transmitted equivalent. For purposes of an electronic form filing, a signature is effected by typing a name in the designated signature field. By typing a name in this field, the signatory acknowledges and represents that the entry constitutes in every way, use, or aspect, his or her legally binding signature.

**8A. FIRM ACKNOWLEDGMENT**

This section must be completed on all U5 form filings submitted by the *firm*.

**8B. INDIVIDUAL ACKNOWLEDGMENT AND CONSENT**

This section must be completed on amendment U5 form filings where the individual is submitting changes to Part II of the INTERNAL REVIEW DRP or changes to Section 2 (CURRENT RESIDENTIAL ADDRESS).

**8A. FIRM ACKNOWLEDGMENT**

I VERIFY THE ACCURACY AND COMPLETENESS OF THE INFORMATION CONTAINED IN AND WITH THIS FORM.

**Person to contact for further information**

RENEE ALLEN

**Telephone # of person to contact**

Redacted

**Signature of Appropriate Signatory**

HEATHER DAUTEL

**Date (MM/DD/YYYY)**

07/08/2011

Signature \_\_\_\_\_

**8B. INDIVIDUAL ACKNOWLEDGMENT AND CONSENT**

I VERIFY THE ACCURACY AND COMPLETENESS OF THE INFORMATION CONTAINED IN SECTION 2 (CURRENT RESIDENTIAL ADDRESS) AND/OR IN PART II OF THE INTERNAL REVIEW DRP.

**Individual Signature**

**Date (MM/DD/YYYY)**

Signature \_\_\_\_\_

**CRIMINAL DRP**

No Information Filed

**CUSTOMER COMPLAINT/ARBITRATION/CIVIL LITIGATION DRP**

No Information Filed

**INTERNAL REVIEW DRP**

This Disclosure Reporting Page is an  **INITIAL** or  **AMENDED** response to report details for affirmative response(s) to **Question(s) 7B** on Form U5; Check the question(s) you are responding to, regardless of whether you are answering the question(s) "yes" or amending the answer(s) to "no":

**INTERNAL REVIEW**

Rev. DRP (05/2009)

**7B**

If the individual has been notified that the internal review has been concluded without formal action, complete items 4 and 5 of this DRP to update.

**PART I**

1. Notice Received From (Name of firm initiating the internal review):  
WELLS FARGO SECURITIES, LLC

2. Date internal review initiated (MM/DD/YYYY):  
04/04/2011  Exact  Explanation  
If not exact, provide explanation:

3. Describe briefly the nature of the internal review. (The information must fit within the space provided):  
INTERNAL REVIEW OF FAILURE TO ESCALATE ISSUES REGARDING THE INAPPROPRIATE DISSEMINATION OF INFORMATION.

4. Is internal review pending?  
 Yes  No  
If no, complete item 5. If yes, skip to item 6.

5. Resolution Details:

A. Date internal review concluded (MM/DD/YYYY):

07/08/2011  Exact  Explanation

If not exact, provide explanation:

- B. How was internal review concluded (provide details of the conclusion)?

**AFFIRMATION OF CAUSE FOR TERMINATION**

6. Comment (Optional). You may use this field to provide a brief summary of the circumstances leading to the action, as well as the current status or final disposition. Your information must fit within the space provided.

**PART II**

**INDIVIDUAL SUBJECT MAY USE THIS SPACE FOR DETAILS TO AFFIRMATIVE ANSWERS OF ITEM 7(B) ONLY**

The individual who is the subject of the internal review may provide a brief summary of this event limited to 4000 characters. The summary may be submitted electronically to the Registration and Disclosure Department by the terminating firm or may be sent via hard copy to:

Registration and Disclosure  
FINRA  
P.O. Box 9495  
Gaithersburg, MD 20898-9495

Note: **Section 8B. INDIVIDUAL ACKNOWLEDGEMENT AND CONSENT** of the Form U5 requires individuals to verify the accuracy and completeness of the information in Part II of the Internal Review DRP. An executed (i.e. signed and dated) acknowledgement and consent must be submitted with the summary.

**INVESTIGATION DRP**

No Information Filed

**REGULATORY ACTION DRP**

No Information Filed

**TERMINATION DRP**

No Information Filed

**Bolan, Gregory**

---

**From:** Joe Ruggieri [REDACTED]  
**Sent:** Thursday, September 01, 2011 1:18 PM  
**To:** Bolan, Gregory  
**Subject:** Re: how goes it over there - trading vols pickup much?

Niiice. He's away this week back next

---

**From:** Bolan, Gregory [REDACTED]  
**Sent:** Thursday, September 01, 2011 02:17 PM  
**To:** Joe Ruggieri  
**Subject:** RE: how goes it over there - trading vols pickup much?

Yeah – btw, vin has been getting all of my stuff



Greg T. Bolan  
Managing Director  
Healthcare Equity Research

MWC Trading Desk  
**Chris Weekes, Head of Trading**  
IM: [REDACTED]  
**Chris Pollard**  
IM: [REDACTED]  
**Matt Harris**  
IM: [REDACTED]  
Direct Trading Line: [REDACTED]

---

**From:** Joe Ruggieri [REDACTED]  
**Sent:** Thursday, September 01, 2011 1:17 PM  
**To:** Bolan, Gregory  
**Subject:** Re: how goes it over there - trading vols pickup much?

Nah no conversations in depth just couple sent me the note

---

**From:** Bolan, Gregory [REDACTED]  
**Sent:** Thursday, September 01, 2011 02:14 PM  
**To:** Joe Ruggieri

**Subject:** RE: how goes it over there - trading vols pickup much?

Yeah, just reactions you heard



Greg T. Bolan  
Managing Director  
Healthcare Equity Research

[Redacted]  
[Redacted]  
[Redacted]

MWC Trading Desk  
Chris Weekes, Head of Trading

IM: [Redacted]

Chris Pollard

IM: [Redacted]

Matt Harris

IM: [Redacted]

Direct Trading Line: [Redacted]

---

**From:** Joe Ruggieri [mailto:[Redacted]]  
**Sent:** Thursday, September 01, 2011 1:15 PM  
**To:** Bolan, Gregory  
**Subject:** Re: how goes it over there - trading vols pickup much?

What do you mean? Clients? Talked to couple, stocks def reacted

---

**From:** Bolan, Gregory [Redacted]  
**Sent:** Thursday, September 01, 2011 02:11 PM  
**To:** Joe Ruggieri  
**Subject:** RE: how goes it over there - trading vols pickup much?

U hear from anyone about my call yesterday?



Greg T. Bolan  
Managing Director  
Healthcare Equity Research

[Redacted]  
[Redacted]  
IM: [Redacted]

MWC Trading Desk  
Chris Weekes, Head of Trading

IM: Redacted  
Chris Pollard  
IM: Redacted  
Matt Harris  
IM: Redacted  
Direct Trading Line: Redacted

---

**From:** Joe Ruggieri [Redacted]  
**Sent:** Thursday, September 01, 2011 12:18 PM  
**To:** Bolan, Gregory  
**Subject:** Re: how goes it over there - trading vols pickup much?

Sounds good thx bro!

---

**From:** Bolan, Gregory [mailto:Redacted]  
**Sent:** Thursday, September 01, 2011 01:15 PM  
**To:** Joe Ruggieri  
**Subject:** RE: how goes it over there - trading vols pickup much?

Cool let me know when you get it



Greg T. Bolan  
Managing Director  
Healthcare Equity Research

[Redacted]  
[Redacted]  
[Redacted]

MWC Trading Desk  
Chris Weekes, Head of Trading

IM: Redacted  
Chris Pollard  
IM: Redacted  
Matt Harris  
IM: Redacted  
Direct Trading Line: Redacted

---

**From:** Joe Ruggieri [Redacted]  
**Sent:** Thursday, September 01, 2011 12:16 PM  
**To:** Bolan, Gregory  
**Subject:** Re: how goes it over there - trading vols pickup much?

Good to hear, sweet! Not yet..

---

**From:** Bolan, Gregory [REDACTED]  
**Sent:** Thursday, September 01, 2011 01:14 PM  
**To:** Joe Ruggieri  
**Subject:** RE: how goes it over there - trading vols pickup much?

Yeah, picking up here — pretty much trading in my names last few days — trading up pretty nicely over past few weeks — mix of HC quickly going up

Btw, u get our wedding invite yet? Just went out



Greg T. Bolan  
Managing Director  
Healthcare Equity Research



MWC Trading Desk  
**Chris Weekes, Head of Trading**  
IM: [REDACTED]  
**Chris Pollard**  
IM: [REDACTED]  
**Matt Harris**  
IM: [REDACTED]  
Direct Trading Line: [REDACTED]

---

**From:** Joe Ruggieri [mailto:[REDACTED]]  
**Sent:** Thursday, September 01, 2011 12:12 PM  
**To:** Bolan, Gregory  
**Subject:** Re: how goes it over there - trading vols pickup much?

Traveling today. aug was huge month, a record for the firm. Slow couple days into holiday w/e but going well. You?

---

**From:** Bolan, Gregory [mailto:[REDACTED]]  
**Sent:** Thursday, September 01, 2011 12:56 PM  
**To:** Joe Ruggieri  
**Subject:** how goes it over there - trading vols pickup much?



Greg T. Bolan  
Managing Director  
Healthcare Equity Research

MWC Trading Desk

**Chris Weekes, Head of Trading**

IM: Redacted

**Chris Pollard**

IM: Redacted

**Matt Harris**

IM: Redacted

Direct Trading Line: Redacted

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Greg Bolan [redacted]

# what do you think? tried to keep simple and open-ended

5 messages

Greg Bolan <[redacted]>  
[redacted]

Thu, May 12, 2011 at 9:34 AM

 ISI Bolan B Plan.doc  
246K

Joe Ruggieri [redacted]  
[redacted]

Thu, May 12, 2011 at 10:38 AM

Like it- Misspelled Healthcare on the 2nd page on the left- just spell check before you send. I don't know if they were thinking of hiring one Services analyst or possibly two (one for HMOs/Hospitals and potentially you). Do you think should put Rex/Hopkins names in there or just leave out and put prospective senior hire? I'm not sure either way. Looks good, let me know if you hear from them or get any feedback.... GOOD LUCK!! Keep me up

On Thu, May 12, 2011 at 10:34 AM, Greg Bolan <[gbolan3@gmail.com](mailto:gbolan3@gmail.com)> wrote:

[redacted]  
[redacted]

Thu, May 12, 2011 at 10:39 AM

Yeah, I took Rex and Hopkins out - just decided that shouldn't be in there. Thanks for catching the typo. Mark already emailed me back and said they would review "asap"

[Quoted text hidden]

[redacted]  
[redacted]

Thu, May 12, 2011 at 10:43 AM

Nice

Sent from my iPhone

[Quoted text hidden]

Greg Bolan [redacted]  
[redacted]

Tue, Oct 18, 2011 at 3:54 PM

[Quoted text hidden]



Greg Bolan [redacted]

**fyi - important**

15 messages

**Greg Bolan** [redacted] Thu, Jun 2, 2011 at 2:13 PM

To: Mark Schoenebaum [redacted]

Hi Mark, I just want to be open with you here. Firstly, I want to be EXTREMELY clear that ISI is my #1 choice! By combining forces with you, Joe and the entire ISI platform, we could absolutely move mountains.

So you know, within the past hour, I received an offer from RBC. The offer is base \$200k plus a \$300k bonus for the remainder of 2011, so a baseline of \$800k for 2012. Since I would be reporting to you, I decided you were the person to let know; I am more than happy to reach out to Vinayak as well.

I realize the you and the team are meeting tomorrow and I certainly don't want to rush anything. I just felt it was appropriate to let you guys know this very recent development.

Best,  
Greg

**Mark Schoenebaum** [redacted] Thu, Jun 2, 2011 at 2:16 PM

To: Greg Bolan [redacted]

Hey greg...congrats.. i will look into this right now..thx for this -  
[Quoted text hidden]

**Greg Bolan** [redacted] Thu, Jun 2, 2011 at 2:47 PM

To: Mark Schoenebaum [redacted]

Great - and just so you know, that offer was via email so I would characterize it as an "offer in the making" - just wanted to clarify  
[Quoted text hidden]

**Mark Schoenebaum** [redacted] Thu, Jun 2, 2011 at 2:55 PM

To: Greg Bolan [redacted]

TX GREG

—Original Message—

From: Greg Bolan [mailto:[redacted]]  
Sent: Thursday, June 02, 2011 3:48 PM  
To: Mark Schoenebaum  
[Quoted text hidden]

**Greg Bolan** [redacted] Thu, Jun 2, 2011 at 3:10 PM

[redacted]

let me know what you think... good or bad

[Quoted text hidden]

**Joe Ruggieri** [redacted]  
To: Greg Bolan [redacted]

Thu, Jun 2, 2011 at 3:32 PM

Good response I think and well said by you. Open and transparent. Hope this works out tomorrow! Keep me up!! Congrats on the offer as well. Awesome stuff now go drink 4 bourbons for me! Just had 2 red stripes in your honor

[Quoted text hidden]

**Greg Bolan** [redacted]  
To: Mark Schoenebaum [redacted]

Thu, Jun 2, 2011 at 3:45 PM

Congrats on the BMY initiation - 506 pages - awesome!!!!!!

On Thu, Jun 2, 2011 at 2:55 PM, Mark Schoenebaum

[Quoted text hidden]

**Greg Bolan** [redacted]  
To: Joe Ruggieri [redacted]

Thu, Jun 2, 2011 at 3:48 PM

Hahaha - will do - have fun down there brotha! Maybe one day we can chill in paradise permanently :o)

[Quoted text hidden]

**Mark Schoenebaum** <[redacted]>  
[redacted]

Thu, Jun 2, 2011 at 4:11 PM

;)

—Original Message—

From: Greg Bolan [mailto:[redacted]]

[Quoted text hidden]

**Mark Schoenebaum** [redacted]  
To: Greg Bolan [redacted]

Tue, Jun 7, 2011 at 6:48 AM

Greg - we have another meeting to discuss your candidacy at 4pm today.

—Original Message—

From: Greg Bolan [mailto:[redacted]]

Sent: Thursday, June 02, 2011 3:48 PM

To: Mark Schoenebaum

Subject: Re: fyi - important

**Greg Bolan** [redacted]  
To: Mark Schoenebaum [redacted]  
Cc: Joe Ruggieri [redacted]

Tue, Jun 7, 2011 at 7:33 AM

Awesome. Thanks for the heads up. Joe, stop picking your nose and put some trades on the tape :o)

[Quoted text hidden]

---

**Joe Ruggieri** [redacted] **Tue, Jun 7, 2011 at 7:43 AM**  
To: Greg Bolan [redacted] Mark Schoenebaum [redacted]

Ha! Back to the golf course!

—Original Message—

From: Greg Bolan [mailto:[redacted]]

[Quoted text hidden]

---

**Greg Bolan <gbolan3@gmail.com>** **Tue, Jun 7, 2011 at 7:54 AM**  
To: Joe Ruggieri [redacted]  
Cc: Mark Schoenebaum <[redacted]>

On my way to the tee box now!

[Quoted text hidden]

---

**Mark Schoenebaum <MSchoenebaum@isigrp.com>** **Tue, Jun 7, 2011 at 3:34 PM**  
To: Greg Bolan <gbolan3@gmail.com>

Hey - gimme a buzz [Redacted] or [Redacted]

—Original Message—

From: Greg Bolan [redacted]

Sent: Thursday, June 02, 2011 3:48 PM

To: Mark Schoenebaum

[Quoted text hidden]

---

**Greg Bolan <gbolan3@gmail.com>** **Tue, Oct 18, 2011 at 3:58 PM**  
To: robert.braine@finra.org

— Forwarded message —

From: **Mark Schoenebaum** [redacted]

Date: Tue, Jun 7, 2011 at 3:34 PM

Subject: RE: fyi - important

To: Greg Bolan [redacted]

[Quoted text hidden]

---

**From:** Bolan, Greg [Redacted]  
**Sent:** Tuesday, February 08, 2011 9:53 PM  
**To:** joshmoskowitz; [Redacted]  
**Subject:** Re:

Likewise bro - see u in Nashville!

Greg Bolan  
Wells Fargo Securities, LLC  
Office: 615.525.2418  
[Redacted]

---

**From:** josh moskowitz <[Redacted]>  
**To:** Bolan, Greg  
**Sent:** Tue Feb 08 21:43:49 2011  
**Subject:**

nice seeing you  
thx for dinner

---

**From:** Bolan, Greg [REDACTED]  
**Sent:** Friday, March 12, 2010 8:38 AM  
**To:** Ruggieri, Joseph  
**Subject:** Re: something I felt should be passed on

You picking up 6210?

Greg Bolan  
Wells Fargo Securities, LLC  
Office: 615.525.2418  
Cell: 615.483.9742

---

**From:** Ruggieri, Joseph  
**To:** Bolan, Greg  
**Sent:** Fri Mar 12 08:36:56 2010  
**Subject:** RE: something I felt should be passed on

Call me biotch

---

**From:** Bolan, Greg  
**Sent:** Friday, March 12, 2010 8:29 AM  
**To:** Ruggieri, Joseph  
**Subject:** Re: something I felt should be passed on

Well deserved brotha!

Greg Bolan  
Wells Fargo Securities, LLC  
Office: 615.525.2418  
Cell: 615.483.9742

---

**From:** Ruggieri, Joseph  
**To:** Bolan, Greg  
**Sent:** Fri Mar 12 07:08:45 2010  
**Subject:** FW: something I felt should be passed on

I love you. Thanks bro, appreciate

---

From: Brown, Matthew  
Sent: Friday, March 12, 2010 7:05 AM  
To: Ruggieri, Joseph  
Subject: Fw: something I felt should be passed on

U r making some impression.

---

From: Bartlett, Chris  
To: Brown, Matthew  
Cc: Shrewsberry, John [Wells Fargo - Corp Fin Prods]  
Sent: Thu Mar 11 21:50:14 2010  
Subject: Fw: something I felt should be passed on

Matt- Thanks for supporting Joe's trip west as you can see it was well received by both internal and external customers. Building a stronger relationship with our research partners is key to our long term success.

Chris H. Bartlett-  
Managing Director  
Head: Equity Sales & Trading  
Wells Fargo Securities  
375 Park Ave  
New York, N.Y. 10152

w: **Redacted**  
c: **Redacted**

**Redacted**

---

From: Schumaker, Diane  
To: Bolan, Greg; Bartlett, Chris; Wickwire, Todd; Pearlstein, Sam  
Sent: Thu Mar 11 17:45:34 2010  
Subject: Re: something I felt should be passed on

Greg, agree great endorsement of our commitment. Thanks for passing along.

Diane Schumaker-Krieg  
Global Head of Research & Economics  
Wells Fargo Securities, LLC  
(CLT) **Redacted** / (NY) **Redacted**

████████████████████  
-----  
Sent from my BlackBerry Wireless Handheld

-----  
From: Bolan, Greg  
To: Schumaker, Diane; Bartlett, Chris; Wickwire, Todd; Pearlstein, Sam  
Sent: Thu Mar 11 17:27:57 2010  
Subject: something I felt should be passed on

I wanted to let you know that we recently sponsored 3 very successful and well attended investor events at the Society of Toxicology in Salt Lake City. These events were attended by analysts from platinum accounts like Fidelity, TROW, and SAC.

Our HC trader, Joe Ruggieri, attended these events. I have never heard of a sector trader attending such an event, especially given the far distance from NYC. I really think Joe's attendance sent a clear message to clients that we are very serious about the CRO industry and, more importantly, speaks volumes about our commitment to the HC sector. Of course, it goes without saying that I was very pleased that Joe attended these events.

Best,

Greg

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Greg T. Bolan  
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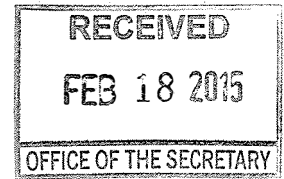
I certify that:

1) All views expressed in this research report accurately reflect my personal views about any and all of the subject securities or issuers discussed; and

2) No part of my compensation was, is, or will be, directly or indirectly, related to the specific recommendations or views expressed by me in this research report.



UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
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February 13, 2015

VIA FACSIMILE & UPS OVERNIGHT

Brent J. Fields, Secretary  
Office of the Secretary  
U.S. Securities and Exchange Commission  
100 F Street, N.E., Mail Stop 3628  
Washington, DC 20549  
Fax: (202) 772-9324

Re: *In the Matter of Gregory T. Bolan, Jr. and Joseph C. Ruggieri*, AP File No. 3-16178

Dear Mr. Fields:

On behalf of the Division of Enforcement (the "Division") in the above-captioned proceeding, please find attached for filing the Division's Supplemental Submission Opposing Respondents' Motions for Summary Disposition, a table of attached exhibits, and the attached exhibits. The overnight delivery contains an original and three copies of each document for filing.

Respectfully submitted,

Preethi Krishnamurthy  
Senior Trial Counsel  
Division of Enforcement

Encls.

cc: Judge Jason S. Patil (by email w/encls.)  
Sam Lieberman, Esq. (by email w/encls.)  
Paul Ryan, Esq. (by email w/encls.)