

**BEFORE THE
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC**

In the Matter of the Application of
Wood (Arthur W.) Company, Inc.
For Review of Action Taken by
Financial Industry Regulatory Authority
File No. 3-22492

**FINRA'S OPPOSITION TO
MOTION FOR STAY**

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July 17, 2025

**BEFORE THE
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC**

In the Matter of the Application of

Wood (Arthur W.) Company, Inc.

For Review of Disciplinary Action Taken by

FINRA

File No. 3-22492

**FINRA'S OPPOSITION TO
MOTION FOR STAY**

I. INTRODUCTION

Applicant Wood (Arthur W.) Company, Inc. (the "Firm") seeks a stay of its July 9, 2025 expulsion, which was imposed by operation of FINRA Rule 9552. In February 2025, after the Firm failed to file timely its Form Custody Report, its FOCUS Report, and its Supplemental State of Income ("SSOI") for the quarter ending December 31, 2024, as well as its annual Schedule I FOCUS ("Schedule I") Report for 2024 (collectively, the "2024 Reports"), FINRA sent the Firm four separate notices that it would be suspended under FINRA Rule 9552 unless it filed the 2024 Reports before the stated suspension dates. Although the notices informed the Firm that it had the opportunity to request a hearing (and thereby stay suspension), the Firm did not do so. Nor did the Firm file any of the 2024 Reports.

As a result, the Firm was suspended on March 10, 2025 (for its failure to file the Form Custody Report, the FOCUS Report, and the Schedule I Report), and on March 14, 2025 (for its failure to file the SSOI), by operation of FINRA Rule 9552(d). The notices also advised the

Firm that its failure to request termination of its suspension on grounds of full compliance within three months of the dates of the notices would result in its expulsion. The Firm never requested termination on grounds of full compliance, and in fact never filed the 2024 Reports. As a result, the Firm was expelled on July 9, 2025. On July 10, 2025, the Firm moved the Commission for a stay.¹

The Commission should deny the Stay Motion because the Firm has failed to demonstrate that extraordinary circumstances warrant such relief. First, the Firm has not demonstrated that it is likely to succeed on the merits of the application for review or that its application raises a serious legal question. The Firm does not contest that it failed to file the 2024 Reports as required, and was therefore subject to expulsion under FINRA's rules, and it does not raise any legal issue, let alone a serious legal question on the merits. Moreover, the Firm has not shown that its application is properly before the Commission, as the Commission's precedent is clear that dismissal is proper where, as here, an applicant fails to exhaust FINRA Rule 9552's administrative remedies. For these reasons, the Commission should deny the Stay Motion.

Second, the other factors that the Commission considers in deciding whether to grant a stay weigh in favor of maintaining the Firm's expulsion during this appeal. The Firm has not demonstrated that it (or anyone else) will suffer irreparable harm without a stay. To the contrary,

¹ On July 10, 2025, the Firm served FINRA with its "Request for Stay of FINRA Expulsion and Emergency Relief" ("Stay Motion"), which FINRA understands to also be its application for review of FINRA's action expelling the Firm. Stay Mtn. at 1 (all citations to "Stay Mtn. at ___" refer to the Stay Motion). On July 14, 2025, the Commission acknowledged the Firm's appeal. On the same day, FINRA notified the Commission that it was agreeing to an interim stay of the effectiveness of the Firm's expulsion until the Commission decided the Stay Motion. Accordingly, the Stay Motion does not qualify for expedited consideration under SEC Rule of Practice 401(d)(3).

the Firm, by its own admission, conducts no securities business, has no customers, and does not generate revenue, which weighs against any finding of irreparable harm. The Firm also has not shown that the public interest favors a stay, as the Firm has repeatedly failed to timely meet its financial reporting obligations and persists in its refusal to take responsibility for its failures. Instead, the Firm blames financial constraints for its inability to comply with FINRA rules and employ key personnel but fails to explain how this is relevant when considering the Stay Motion and the Firm's failure to exhaust its administrative remedies, or how it will overcome those financial constraints given that the Firm is not a going concern and has not been for some time.

Thus, the Firm has not demonstrated that a stay is warranted and FINRA urges the Commission to deny the Stay Motion.

II. BACKGROUND

A. FINRA Issues the Firm Three Notices Under Rule 9552(a) Concerning Delinquent Reports

Pursuant to Rule 17a-5 of the Securities Exchange Act of 1934 ("Exchange Act"), the Firm was required to file its Form Custody Report and its FOCUS Report for the quarter ending December 31, 2024, and its 2024 Schedule I Report, by January 27, 2025.² See February 12 FINRA Rule 9552(a) Notices, attached as Exhibits A-C, at 1.

² Exchange Act Rule 17a-5 of the Securities Exchange Act of 1934 ("Exchange Act") requires firms to file periodic FOCUS Reports, which are the "basic financial and operational report[s] required of those brokers or dealers subject to any minimum net capital requirement." SEC Form X-17A-5 Part IIA (FOCUS Report), SEC, General Instructions, https://www.sec.gov/files/formx-17a-5_2a.pdf, at 1. In addition, Exchange Act Rule 17a-5 requires firms to file on a quarterly basis a Form Custody Report detailing whether and how the firm maintains custody of securities and funds of its customers. Rule 17a-5 also requires firms to file annually a supplemental FOCUS report, referred to as "Schedule I," which contains "general information designed to measure certain economic and financial characteristics of the registrant." SEC Form X-17A-5 Schedule I, SEC, General Instructions, <https://www.sec.gov/files/formx->

[Footnote continued on next page]

The Firm, however, did not file these required reports. Accordingly, on February 12, 2025, FINRA sent the Firm three separate notices pursuant to FINRA Rule 9552(a) (“February 12 Suspension Notices”) advising the Firm that it had failed to file its Form Custody Report, its FOCUS Report, and its Schedule I Report by January 28, 2025,³ and that the Firm’s failure to file each respective report would result in its suspension on March 10, 2025.⁴ Exhibits A-C, at 2.⁵ Consistent with Rule 9552(c) and (d), each of the February 12 Suspension Notices informed the Firm that, pursuant to FINRA Rules 9552 and 9559, it could request a hearing before the

17a-5_schedi.pdf, at 1. The filing deadline for these three reports was January 27, 2025. *See FINRA Information Notice 110123*, 2023 NASD LEXIS 16 (Nov. 1, 2023).

³ Firms have until 11:59 p.m. the day of the applicable deadline to file their reports. The system FINRA uses to generate Suspension Notices does not deem reports untimely until the following day.

⁴ FINRA Rule 9552(a) states that:

[i]f a member, person associated with a member or person subject to FINRA’s jurisdiction fails to provide any information, report, material, data, or testimony requested or required to be filed pursuant to the FINRA By-Laws or FINRA rules, or fails to keep its membership application or supporting documents current, FINRA staff may provide written notice to such member or person specifying the nature of the failure and stating that the failure to take corrective action within 21 days after service of the notice will result in suspension of membership or of association of the person with any member.

⁵ The February 12 Suspension Notices, which FINRA sent via courier to the Firm’s business address as reflected in the Central Registration Depository (“CRD”®), were returned as undeliverable. As a result, on February 14, 2025, FINRA sent the February 12 Suspension Notices through FINRA Gateway, FINRA’s compliance portal, which provides FINRA members the ability to view in one place all outstanding FINRA requests and reporting requirements. *See Declaration of Jessica Greenberg*, attached as Exhibit E. When FINRA sent the February 12 Suspension Notices through FINRA Gateway, this generated an email notification to the Firm’s President and CEO, who is the Firm’s designated contact. *See id.* FINRA staff on the same day also discussed the February 12 Suspension Notices over the phone with the Firm’s President and CEO. *See id.* The Firm’s President and CEO downloaded the February 12 Suspension Notices on February 18, 2025. *See id.*

effective suspension date, which would then stay the suspension.⁶ The February 12 Suspension Notices further notified the Firm that a member that is subject to a suspension pursuant to FINRA Rule 9552 may file a written request for termination of the suspension on the ground of full compliance and that, if it did not do so within three months of the issuance of the respective Suspension Notice, the Firm would be automatically expelled. *See* FINRA Rules 9552(f), (h); Exhibits A-C, at 2.

B. FINRA Issues the Firm a Fourth Notice Under Rule 9552 Concerning Another Delinquent Report

Pursuant to FINRA Rule 4524, the Firm was also required to file its SSOI for the quarter ending December 31, 2024, by January 30, 2025.⁷ *See* February 18 FINRA Rule 9552(a) Notice, attached as Exhibit D, at 1.

The Firm, however, failed to do so. Consequently, on February 18, 2025, FINRA sent the Firm a fourth notice pursuant to FINRA Rule 9552(a) (“February 18 Suspension Notice”)

⁶ FINRA Rule 9552(c) provides that a notice pursuant to Rule 9552 “shall state when the FINRA action will take effect and explain what the respondent must do to avoid such action. The notice shall state that the respondent may file a written request for a hearing with the Office of Hearing Officers pursuant to Rule 9559.” FINRA Rule 9552(d) states that a suspension pursuant to the rule “shall become effective 21 days after service of the notice, unless stayed by a request for a hearing.”

⁷ FINRA requires firms to file on a quarterly basis an SSOI, a supplement to the FOCUS Report. FINRA Rule 4524; *FINRA Regulatory Notice 12-11*, 2012 FINRA LEXIS 13 (Feb. 2012). The SSOI provides FINRA with more granular detail regarding a firm’s revenue and expense information. *See Notice of Filing of Amendment No. 2 and Order Granting Accelerated Approval of a Proposed Rule Change, as Modified by Amendment No. 2, Adopting FINRA Rule 4524 (Supplemental FOCUS Information) and Proposed Supplementary Schedule to the Statement of Income (Loss) Page of FOCUS Reports*, 77 Fed. Reg. 8938, 8938 (Feb. 15, 2012) (hereinafter “*Order Approving Proposed Rule Change*”). This enables FINRA to better understand the specific risks each firm faces and, in turn, to better allocate examination resources. *Id.* The filing deadline for the December 2024 SSOI was January 30, 2024. *See FINRA Information Notice*, 2023 NASD LEXIS 16.

(collectively with the February 12 Suspension Notices, the “Suspension Notices”) advising the Firm that it had missed the January 31, 2025 deadline to file its December 2024 SSOI, and that, if it did not file the SSOI, it would be suspended on March 1, 2025. Exhibit D, at 2.⁸ Similar to the February 12 Suspension Notices, the February 18 Suspension Notice informed the Firm that, pursuant to Rules 9552 and 9559, it could request a hearing before the effective date of the suspension, and it contained the same explanation that a timely hearing request would stay the effectiveness of the suspension, and the same warning concerning possible automatic expulsion. *See id.*

C. The Firm Fails to File the 2024 Reports and Is Suspended

The Firm did not file any of the 2024 Reports by the deadlines identified in the Suspension Notices, and it did not request a hearing. Consequently, FINRA imposed on the Firm a total of four suspensions, one for each of the 2024 Reports. *See* Wood (Arthur W.) Company, Inc. CRD Report, attached as Exhibit G, at 15-19. FINRA imposed the suspensions for the Form Custody Report, the FOCUS Report, and the Schedule I Report on March 10, 2025. *See id.* at 15-18. FINRA imposed the suspension for the SSOI Report on March 14, 2025. *See id.* at 18-19.

D. The Firm Fails to Comply with the Suspension Notices and Is Expelled

Despite FINRA’s warnings that failure to file the delinquent 2024 Reports and request termination of the suspensions would result in the Firm’s expulsion, the Firm never filed the Form Custody Report, the FOCUS Report, the Schedule I Report, or the SSOI. Consequently,

⁸ FINRA sent the February 18 Suspension Notices via courier to the Firm’s business address as reflected in the Central Registration Depository (“CRD”®), and it was received by “M. Donald” on February 19, 2025. *See* February 19 Delivery Receipt, attached as Exhibit F.

on July 9, 2025, FINRA sent a letter notifying the Firm that it had been expelled pursuant to FINRA Rule 9552(h) (“Expulsion Notice”).⁹ *See* Expulsion Notice, attached as Exhibit H, at 1.

On July 10, 2025, the Firm filed with the Commission its Stay Motion. In the Stay Motion, the Firm concedes that it did not file the 2024 Reports as required. Further, the Firm does not contest that its suspension and ultimate expulsion was in accordance with FINRA rules. Rather, the Firm states that it has been under “financial constraints” that have impacted its ability to hire a financial and operations principal (“FINOP”) to prepare and file the required reports and asks the Commission to stay its expulsion “to give [it] the necessary time to secure financing and reengage a properly licensed FINOP.” Stay Mtn. at 1-2.

III. ARGUMENT

A. Legal Standard

“[T]he imposition of a stay is an extraordinary and drastic remedy.” *William Timpinaro*, Exchange Act Release No. 29927, 1991 SEC LEXIS 2544, at *6 (Nov. 12, 1991). The moving party has the burden of establishing that a stay is appropriate. *See Potomac Cap. Mkts, LLC*, Exchange Act Release No. 91172, 2021 SEC LEXIS 404, at *3 (Feb. 19, 2021) (Order Denying Stay). In balancing the harms that would result from the grant or denial of a stay, the Commission generally considers four factors: (1) a strong likelihood that the movant will prevail on the merits; (2) whether the movant will suffer irreparable harm without a stay; (3) whether there would be substantial harm to other parties if a stay were granted; and (4) whether the issuance of a stay would serve the public interest. *John Montelbano*, Exchange Act Release No.

⁹ Although the Suspension Notices stated that the Firm would be automatically expelled if it failed to request termination of the suspension, on the ground of full compliance, within three months of the issuance of the Suspension Notice, FINRA waited beyond the three months, providing additional time for the Firm to file the 2024 Reports.

45107, 2001 SEC LEXIS 2490, at *12 & n.17 (Nov. 27, 2001) (internal citation omitted). “The first two factors are the most critical, but a stay decision rests on the balancing of all four factors.” *Potomac*, 2021 SEC LEXIS 404, at *3; *see also Bruce Zipper*, Exchange Act Release No. 82158, 2017 SEC LEXIS 3706, at *19 (Nov. 27, 2017) (stating that the D.C. Circuit has suggested that a movant cannot obtain a stay unless he shows both a likelihood of success and irreparable harm).

The Commission has observed that certain courts apply a somewhat different standard when considering whether to grant a stay. If a movant does not establish that it is likely to succeed on the merits of its appeal, this alternate standard requires that the movant must at least raise “a serious legal question on the merits” *and* show that the other three factors weigh *heavily* in its favor. *See Zipper*, 2017 SEC LEXIS 3706, at *19-21. The Commission emphasized that the overall burden on a movant under this standard “is no lighter than the one it bears under the ‘likelihood of success’ standard.” *Zipper*, 2017 SEC LEXIS 3706, at *21.

The Stay Motion does not address the standard for a stay, let alone make a showing that the applicable factors weigh in favor of a stay. To the contrary, the Stay Motion concedes that the Firm did not comply with its reporting requirements, and it does not contest that the suspension and ultimate expulsion were therefore proper under FINRA rules or raise any legal argument challenging FINRA’s action. These omissions in the Stay Motion, including that the

Firm does not identify why it is likely to succeed in its appeal or identify any serious legal question on the merits of FINRA's action, are reason enough to deny the motion.¹⁰

As discussed below, the Firm has not demonstrated that the relevant factors weigh in favor of the extraordinary relief it seeks, and FINRA urges the Commission to deny the Firm's Stay Motion.

B. The Firm Has Not Demonstrated a Strong Likelihood of Success and Has Not Raised a Serious Legal Question

The Firm has not shown a strong likelihood that it will succeed on the merits of its application. *See Montelbano*, 2001 SEC LEXIS 2490, at *12 & n.17. Indeed, the Firm has not raised any legal issues, let alone a "serious legal question on the merits." *See Zipper*, 2017 SEC LEXIS 3706, at *19-21. For these reasons alone, the Commission should deny the Stay Motion. *See Zipper*, 2017 SEC LEXIS 3706, at *19.

The Firm has not shown that its application for review is properly before the Commission because it failed to exhaust the available administrative remedies in FINRA's forum.¹¹ The Commission has repeatedly held that requiring respondents to exhaust their administrative remedies before FINRA is necessary to FINRA's important regulatory functions, promotes development of the record, allows FINRA the opportunity to correct any error in its earlier

¹⁰ *See Dreamfunded Marketplace, LLC*, Exchange Act Release 93566, 2021 SEC LEXIS 3421, at *7 (Nov. 12, 2021) (Order Denying Stay) ("Applicants do not describe how those assertions relate to any of the four stay factors, nor do Applicants explain why any of these assertions entitle them to a stay of the expulsions and bars FINRA imposed."); *NYPPEX, LLC and Laurence Allen*, Exchange Act Release No. 100177, 2024 SEC LEXIS 1154, at *3 (May 20, 2024) (Order Denying Stay) (denying stay request where motion contained mere "conclusory and undeveloped assertions" and finding that motion "represents the mere skeleton, if that much, of a proper motion for a stay").

¹¹ FINRA plans to timely file a motion to dismiss the Firm's application for review on these grounds, at which point the Commission can consider the Firm's failure to exhaust on the merits.

decisions, and promotes the efficient resolution of disputes between FINRA and its members. *See, e.g., Bournehill Inv. Servs., Inc.*, Exchange Act Release No. 103369, 2025 SEC LEXIS 1828, at *5 (July 2, 2025); *Caryl Trewyn Lenahan*, Exchange Act Release No. 73146, 2014 SEC LEXIS 3503, at *6-7 (Sept. 19, 2014) (*quoting MFS Sec. Corp. v. SEC*, 380 F.3d 611, 621-22 (2d Cir. 2004)).

The Commission's precedent is clear that an applicant must exhaust the remedies available to it under FINRA Rule 9552 before it may properly challenge its expulsion under that rule before the Commission. *See Bournehill*, 2025 SEC LEXIS 1828, at *2-3, 5 (July 2, 2025) (dismissing application for review of FINRA's action expelling a firm under FINRA Rule 9552 where the firm failed to file its audited annual report, took no action before FINRA to avoid suspension, and "made no effort to prevent its automatic expulsion from FINRA membership"); *Patrick H. Dowd*, Exchange Release No. 83710, 2018 SEC LEXIS 1875, at *12-13 (July 25, 2018) (applicant failed to exhaust his administrative remedies before FINRA, as he failed to request a hearing or seek termination based on full compliance under FINRA Rule 9552); *David Richard Kerr III*, Exchange Act Release No. 79744, 2017 SEC LEXIS 76, at *11-12 (Jan. 5, 2017) (same).

Here, the Firm does not dispute that it received FINRA's Suspension Notices, failed to file the 2024 Reports, and did not request any hearings under FINRA Rule 9552(e) prior to the applicable suspension dates. And, while the Suspension Notices advised the Firm of the relevant time within which it could request termination of its suspension on the grounds of full compliance under FINRA Rule 9552(f), the Firm did not do so. Accordingly, pursuant to FINRA Rule 9552(h), the Firm was expelled.

Because the Firm did not file the 2024 Reports, did not request any hearing, and did not request termination of any of its suspensions based on full compliance, it failed to exhaust its administrative remedies and, consequently, is precluded from challenging FINRA’s action before the Commission. *See, e.g., Ricky D. Mullins*, Exchange Act Release No. 71926, 2014 SEC LEXIS 1268, at *13 (Apr. 10, 2014) (relying on “well-established precedent” when dismissing an application for review in a FINRA Rule 9552 proceeding where applicant failed to request a hearing or take corrective action in FINRA’s forum); *Gregory S. Profeta*, Exchange Act Release No. 62055, 2010 SEC LEXIS 1563, at *6 (May 6, 2010) (finding in a Rule 9552 proceeding that “FINRA’s actions were in accordance with its rules and the purposes of the Exchange Act [when] rules set forth the procedures for suspending and ultimately barring individuals who fail to supply requested information or take corrective action”).

The Firm does not address its failure to exhaust its administrative remedies in its Stay Motion. The Firm instead makes excuses for its reporting deficiencies. Stay Mtn. at 1-2. The Firm claims it worked diligently to comply with all regulatory obligations, but that financial constraints have nonetheless impeded its ability to hire the requisite personnel to meet its reporting requirements. Stay Mtn. at 1. It asserts without support that, with “a modest extension of time,” it could achieve full compliance.¹² Stay Mtn. at 2. Even assuming the truth of the Firm’s assertions, it cannot demonstrate its likely success on appeal. The issue before the

¹² The Firm concedes in its Stay Motion that this is not the first time it has failed to timely meet its reporting obligations. Stay Mtn. at 1. The Firm claims that it “successfully appealed” FINRA’s November 2024 expulsion for failure to file its June 2024 Form Custody Report and its FOCUS Report (“June 2024 Reports”). Stay Mtn. at 1. In fact, the Commission granted FINRA’s motion to dismiss that application for review as moot because the Firm filed the June 2024 Reports on the same day that its expulsion became effective and, as a result, FINRA vacated the expulsion. *See Wood (Arthur W.) Company, Inc.*, Exchange Act Release No. 102501, 2025 SEC LEXIS 550, at *1 (Feb. 27, 2025) (Order Dismissing Proceeding).

Commission will not be the Firm’s underlying misconduct—its failure to meet its reporting requirements—but rather, whether the Firm failed to exhaust the available administrative remedies, and consequently, forfeited its ability to challenge FINRA’s action before the Commission.

Indeed, the Commission has been clear that arguments that a firm was unable to comply with reporting requirements due to financial constraints must be raised “with FINRA before seeking Commission review.” *Bournehill*, 2025 SEC LEXIS 1828, at *4 (dismissing application for review when respondent failed to exhaust its administrative remedies and raised for the first time before the Commission financial constraints associated with conducting its audited annual report).

The Firm’s arguments do not raise a “serious legal question,” let alone demonstrate a likelihood of success on the merits. *See Zipper*, 2017 SEC LEXIS 3706, at *19-21; *Montelbano*, 2001 SEC LEXIS 2490, at *12 & n.17. Based on the Firm’s failure to satisfy this factor alone, the Commission should deny its Stay Motion. *See Zipper*, 2017 SEC LEXIS 3706, at *19. Nevertheless, as discussed below, the Firm also has failed to demonstrate that the remaining factors weigh in favor of a stay.

C. The Firm Has Not Demonstrated that a Denial of the Stay Will Cause Irreparable Harm

The Firm has failed to satisfy another essential element for a stay—a showing that, absent a stay, it will suffer irreparable harm. *See Zipper*, 2017 SEC LEXIS 3706, at *19. To establish irreparable harm, an applicant “must show an injury that is ‘both certain and great’ and ‘actual and not theoretical.’” *Zipper*, 2017 SEC LEXIS 3706, at *13; *see also Whitehall Wellington Invs., Inc.*, Exchange Act Release No. 43051, 2000 SEC LEXIS 1481, at *5 (July 18, 2000) (holding that the movant must show that FINRA’s decision will impose injury that is “irreparable

as well as certain and great”); *Timpinaro*, 1991 SEC LEXIS 2544, at *8 (stating that “[t]he key word in this consideration is irreparable”). The Firm has not made such a showing. In fact, the Firm’s Stay Motion supports the opposite conclusion—that the Firm will not suffer irreparable harm if the motion is denied. The Firm therefore has not met its burden.

The Firm, by its own admission, is not currently operational. It is not conducting any securities business, it has no customers or customer accounts, and it generates no revenue. Stay Mtn. at 1. In contrast to a firm that is fully operational, the Firm does not risk the loss of customers or a significant depletion of revenue. *See DreamFunded*, 2021 SEC LEXIS 3421, at *9 (finding no irreparable harm where firm had not been operational for several years); *cf. Potomac*, 2021 SEC LEXIS 405, at *10 (finding financial statements evidencing low revenue raised questions regarding whether respondent could show irreparable harm); *New Pac. Overseas Group (USA) Inc. v. Excal Int’l Dev. Corp.*, No. 99 CIV. 2436 (DLC), 1999 U.S. Dist. LEXIS 6386, at *20 (S.D.N.Y. May 5, 1999) (plaintiff had not demonstrated irreparable harm where it had “no track record as a going concern” and offered no evidence that it would be successful in its business endeavor).

The Firm asserts that if it is expelled it will face “starting from scratch despite a legacy that dates back over a century.” Stay Mtn. at 2. According to the Firm, it is “actively engaged in efforts to raise capital and/or sell a portion of the firm.” Stay Mtn. at 2. But, given the situation in which the Firm currently finds itself—non-operational and without any concrete prospects for financing—it cannot demonstrate that this rises to the level of irreparable injury.

D. Denial of the Stay Will Avoid Potential Harm to Others and Will Serve the Public Interest

Turning to the third and fourth criteria in deciding whether to grant a stay, the balance of equities weighs against staying the Firm’s expulsion. The Firm failed to file its 2024 Reports as

required under Exchange Act Rule 17a-5 and FINRA Rule 4524. Such delinquencies are not mere technical violations, as reporting requirements are “important to monitor the financial status of broker-dealers and to protect investors,” and violations of reporting requirements “are therefore serious.” *Gremo Invs., Inc.*, Exchange Act Release No. 64481, 2011 SEC LEXIS 1695, at *14-15 (May 12, 2011); *see also Clinger & Co., Inc.*, 51 S.E.C. 924, 926 (1993) (stating that the reports broker-dealers are required to file under Exchange Act Rule 17a-5 are “critical” and are “an important means of timely oversight of the financial health of broker-dealers and of protecting the investing public”); *Aristo Invs. of America, Inc.*, 51 S.E.C. 90, 91 (1992) (noting importance of timely FOCUS reports for protecting public investors). And, as noted above, the information included in the SSOI helps FINRA assess the unique risks each firm faces, which informs FINRA’s oversight of firms and enhances its ability to uncover fraud and abuse that undermine public confidence in the securities market. *See Order Approving Proposed Rule Change*, at *8941.


The Firm’s failure to file its 2024 Reports impeded FINRA’s ability to perform its basic oversight responsibilities. Moreover, the Firm’s persistent failure to take responsibility for its reporting deficiencies does not reflect favorably on its ability to meet its regulatory requirements going forward. *See Thomas C. Kocherhans*, 52 S.E.C. 528, 531 (1995) (“Participants in the securities industry must take responsibility for compliance with regulatory requirements.”).

In balancing the possibility of injury to the Firm against the possibility of harm to the investing public, the interest in protecting the public outweighs any potential injury to the Firm or any other parties. *See Montelbano*, 2001 SEC LEXIS 2490, at *12-13. Accordingly, the Commission would further the public interest by denying the Stay Motion.

IV. CONCLUSION

The Firm does not contest the grounds of its expulsion under FINRA's rules and has not raised any legitimate reason why its expulsion should be stayed pending the Commission's review of its appeal. Consequently, and for all the reasons discussed above, the Commission should deny the Firm's Stay Motion.

Respectfully submitted,

/s/ 
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July 17, 2025

CERTIFICATE OF COMPLIANCE

I, Elizabeth Sisul, certify that this Opposition to Motion to Stay complies with the Commission's Rules of Practice by omitting or redacting any sensitive personal information described in Rule of Practice 151(e).

/s/  _____

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July 17, 2025

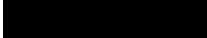
CERTIFICATE OF SERVICE

I, Elizabeth Sisul, certify that on this 17th day of July 2025, I caused a copy of FINRA's Opposition to Motion for Stay, In the Matter of the Application of Wood (Arthur W.) Company, Inc., Administrative Proceeding File No. 3-22492 to be filed through the SEC's eFAP system.

And served by electronic mail on:

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Respectfully submitted,

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FINRA'S INDEX TO EXHIBITS

<u>EXHIBIT</u>	<u>Description</u>
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