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NEW HAMPSHIRE
DEPARTMENT OF STATE

STATE OF NEW HAMPSHIRE
DEPARTMENT OF STATE
BUREAU OF SECURITIES REGULATION
CONCORD, NEW HAMPSHIRE

IN THE MATTER OF:

DAI SECURITIES, LLC

I-2020000020

RESPONDENT

CONSENT ORDER

- I. For purposes of settling the above-referenced matter and in lieu of further administrative proceedings, DAI Securities, LLC (hereinafter referred to as "DAI"), has submitted an offer of settlement, which the Bureau of Securities Regulation, Department of State, State of New Hampshire (hereinafter referred to as "the Bureau") has determined to accept. Accordingly, DAI, without admitting or denying the allegations or findings contained herein, does hereby consent to the entry of this Order and the following undertakings and sanctions:

THE FACTS

1. On January 2, 2020, DAI filed an application to become registered as a broker-dealer in New Hampshire.
2. On January 31, 2020 and March 4, 2020, DAI made two separate sales to New Hampshire investors, on behalf of two different offerors.
3. The sales were facilitated through an agent of DAI.
4. DAI and the agent received payment in the form of commission as a result of the two sales.
5. Both DAI and its agent were not effectively registered in New Hampshire as a broker-dealer and broker-dealer agent until March 16, 2020

THE LAW

- II. The staff of the Bureau hereby make the following statements of law under the New Hampshire Revised Statutes Annotated, N.H. RSA 421-B, and regulations thereunder:
1. DAI is a "person" within the meaning of N.H. RSA 421-B:1-102(39) and a "broker-dealer" under N.H. RSA 421-B:1-102(6).

2. Pursuant to N.H. RSA 421-B1-102(3), an agent is an individual who represents an issuer in effecting or attempting to effect purchases or sales of the issuer's securities. The individual who facilitated the transaction on behalf of DAI and the issuers is an agent under this definition.
3. Pursuant to N.H. RSA 421-B:4-401(a), "It is unlawful for a person to transact business in this state as a broker-dealer unless the person is registered under this chapter as a broker-dealer. . . ." DAI is subject to this provision.
4. Pursuant to N.H. RSA 421-B:4-402 (a), it is unlawful for an individual to transact business in this state as an agent unless they are registered as an agent or are exempt from registration. Further, pursuant to N.H. RSA 421-B:4-402(b)(4), an individual who represents an issuer that effects transactions in a federal covered security described in section 18(b)(4)(F) of the Securities Act of 1933 ("section 18(b)(4)(F)") is not exempt from registration if the individual is compensated in connection with the agent's participation by the payment of commissions or other remuneration based, directly or indirectly, on transactions in those securities. Securities sold under Rule 506 are "covered securities" under section 18(b)(4)(F). DAI's agent is subject to this provision.
5. Pursuant to N.H. RSA 421-B:4-402 (d) "It is unlawful for a broker-dealer, or an issuer engaged in offering, selling, or purchasing securities in this state, to employ or associate with an agent who transacts business in this state on behalf of broker-dealers or issuers unless the agent is registered." DAI is subject to this provision.
6. Pursuant to N.H. RSA 421-B:6-604, d, in a final order, the secretary of state may impose a civil penalty up to a maximum of \$2,500 for a single violation.
7. Pursuant to N.H. RSA 421-B:6-604, g, in a final order, the Secretary of may charge the costs of the investigation or proceedings for a violation of 421-B.

III. In view of the foregoing, DAI agrees to the following:

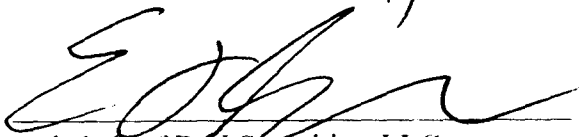
1. DAI agrees that this Consent Order is entered into for purposes of resolving only the matter as described herein. This Consent Order shall have no collateral estoppel effect in any other lawsuit, proceeding, or action not described herein. Likewise, this Consent Order shall not be construed to restrict the Bureau's right to initiate an administrative investigation or proceeding relative to conduct by DAI or the agent referenced herein of which the Bureau has no knowledge at the time of the date of final entry of the Consent Order.
2. DAI agrees to waive their right to an administrative hearing on this matter and any appeal therein under N.H. RSA 421-B.
3. DAI agrees not to take any action or make any public statement, including in regulatory filings or otherwise, denying, directly or indirectly, any allegation in this Consent Agreement or create the impression that the Consent Order is without factual basis.

4. DAI agrees to pay an administrative penalty in the amount of Four Thousand (\$4,000) and the Bureau's costs of this investigation in the amount of One Thousand (\$1,000), (total \$5,000). Payment shall be made upon execution of this Consent Order. Payment of the Five Thousand Dollars (\$5,000) shall be made to the State of New Hampshire upon execution of the Consent Order. Payment must be made by 1) business check, certified check, or postal money order, 2) made payable to the State of New Hampshire, and 3) mailed to the Bureau of Securities Regulation, Department of State, State House Room 204, Concord, New Hampshire 03301.
5. Failure to comply with the terms of this Consent Order shall enable the Bureau to withdraw from the Consent Order and proceed with such enforcement action allowed by RSA 421-B.

IV. Based on the foregoing, the Bureau deems it appropriate and in the public interest to accept and enter into this Order. **THEREFORE, IT IS HEREBY AGREED THAT:**

1. DAI will pay an administrative fine and the Bureau's costs of investigation, totaling an amount of Five Thousand Dollars (\$5,000) as stated above.
2. DAI will cease and desist from any further violations of N.H. RSA 421-B.
3. DAI will comply with all other undertakings outlined herein.

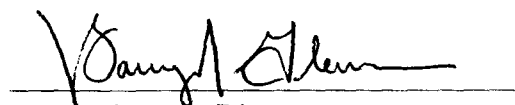
Executed this 31 day of August, 2020.



on behalf of DAI Securities, LLC
(Please print name below)

ERNEST S. STEAKS

Entered this 11th day of September, 2020.



Barry Glennon, Director
N.H. Bureau of Securities Regulation