

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

RECEIVED

MAY 21 2015

NEW HAMPSHIRE BUREAU  
OF SECURITIES REGULATION

IN THE MATTER OF: )

Euro Pacific Capital, Inc. )  
Respondent )

INV2015-0003

CONSENT ORDER

- I. For purposes of settling the above-referenced matter and in lieu of further administrative proceedings, Euro Pacific Capital, Inc. (hereinafter referred to as "Euro"), 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, the Respondent does hereby consent to the following findings, conclusions, undertakings and sanctions:

**The Facts**

1. Euro is a broker-dealer firm with an address on record with the Bureau of 88 Post Road West, 2<sup>nd</sup> Floor, Westport, Connecticut 06880. Euro is registered with the Securities and Exchange Commission ("SEC"), is a member of the Financial Industry Regulatory Association ("FINRA"), and many of its broker-dealer records are kept on the FINRA's Central Registry Depository system ("CRD"). Euro's CRD number is 8361, and SEC number is 8-25132.
2. Euro was issued a broker-dealer license in the State of New Hampshire on 8/18/2004.
3. Euro has failed to pay the Bureau a penalty of \$1,625.00 for late filing of its year 2011 audited financial report.

**The Law**

1. RSA 421-B:8,I requires every broker-dealer within 60 days after the close of the fiscal year, to make and transmit to the secretary of state an audited financial

statement certified by an independent certified public accountant.

2. RSA 421-B:8,II requires every broker-dealer to pay to the state \$25 for each day of delinquency.
3. RSA 421-B:10,I(a) and (b)(2) allows the secretary of state to revoke a broker-dealer license if he finds that it is in the public interest and that the broker-dealer or any officer of the broker-dealer has willfully failed to comply with any provision of the Act or rules thereunder. Euro willfully failed to comply with provisions of the Act and rules by failing to pay the late filing penalty of \$1,625.00.
4. RSA 421-B:10,VI provides that the secretary of state, may upon hearing, assess an administrative fine of not more than \$2,500 per violation, in lieu of or in addition to, an order to revoke a license. Euro is subject to fine under this section.
5. RSA 421-B:23 authorizes the issuance of a cease and desist order.
6. Pursuant to RSA 421-B:26,III, any person who, either knowingly or negligently, violates any provisions of this chapter may, upon hearing, and in addition to any other penalty provided for by law, be subject to such suspension, revocation or denial of any registration or license, or an administrative fine not to exceed \$2,500, or both. Each of the acts specified shall constitute a separate violation. Euro is subject to a suspension, revocation, and a fine under this section. RSA 421-B:8,I requires every broker-dealer within 60 days after the close of the fiscal year, to make and transmit to the secretary of state an audited financial statement certified by an independent certified public accountant.

II. In view of the foregoing, the Respondent agrees to the following undertaking and sanctions:

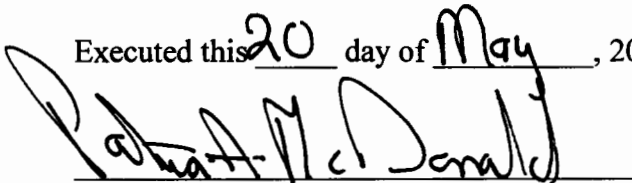
1. Respondent agrees that that they have voluntarily consented to the entry of this Order and represent and aver that no employee or representative of the Bureau has made any promise, representation or threat to induce their execution.
2. Respondent agrees to waive their right to an administrative hearing and any appeal therein under this chapter.
3. Respondent agrees to further cease and desist from violations under this chapter.

4. Upon execution of this order by the Respondent, the Respondent agrees to pay the back owed penalty of One Thousand Six Hundred and Twenty-Five Dollars \$1,625.00.
5. Upon execution of this order by Respondent, Respondent, agrees to pay an administrative fine in the amount of One Thousand Two Hundred and Fifty Dollars (\$1,250.00) to the State of New Hampshire.
6. Payment shall be made by 1) United States postal money order, certified check, bank cashier's check, or bank money order; 2) made payable to the State of New Hampshire; and 3) hand-delivered or mailed to the Bureau of Securities Regulation, Department of State, State House, Room 204, Concord, New Hampshire, 03301. Total payment is \$2,875.00.
7. Respondent agrees that this Order is entered into for purposes of resolving the matter as described herein. This order shall not be construed to restrict the Bureau's right to initiate an administrative investigation or proceeding relative to conduct by Respondents which the Bureau has no knowledge at the time of the date of final entry of this order.
8. The Respondent may not take any action or make or permit to be made any public statement, including in regulatory filings or otherwise, denying, directly or indirectly, any allegation in this consent agreement or create the impression that the consent agreement is without factual basis. Nothing in this provision affects the Respondent's testimonial obligations or right to take legal positions in litigation in which the State of New Hampshire is not a party.

III. 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 ORDERED THAT:**

1. Respondent cease and desist from further violations of the act.
2. Respondent pay an administrative fine in the amount of One Thousand Two Hundred Fifty Dollars (\$1,250.00), and a back owed penalty of One Thousand Six Hundred Twenty-Five Dollars (\$1,625.00); total \$2,875.00.
3. Respondent comply with the above-referenced undertakings.

Executed this 20 day of May, 2015.

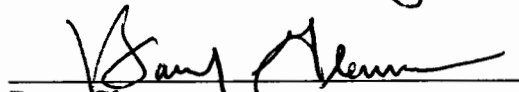


on behalf of Euro

Please print name below:

Patricia A. McDonald

Entered this 2<sup>nd</sup> day of June, 2015.



Barry Glennon  
Deputy Secretary of State