



STATE OF MISSOURI
OFFICE OF SECRETARY OF STATE

IN THE MATTER OF:)
)
LERONA IMPEX SA d/b/a FINPARI and) AP-16-29
FINPARI.COM,)
)
Respondent.)
)

CONSENT ORDER

SUMMARY OF ENFORCEMENT SECTION’S ALLEGATIONS

1. The Enforcement Section of the Missouri Securities Division of the Office of Secretary of State (“Enforcement Section”), through its Counsel John R. Phillips has alleged that Finpari, an online binary options trading website, has been available to Missouri investors since at least 2015. Finpari’s website offers high returns and guaranteed withdrawals in the trade of binary options—options whereby the investor places all or nothing bets on the direction of the value of a particular security or commodity. Neither Finpari nor its parent company Lerona Impex SA (“Respondent”) are registered to offer and/or sell securities or commodities. At all times relevant to this matter, Respondent has never been registered in Missouri as an investment adviser, investment adviser representative, broker-dealer, broker-dealer agent, and/or issuer agent. At all times relevant to this matter, there was no registration, granted exemption, or notice filing indicating status as a “federal covered security” for the securities offered by Respondent. Nor is respondent registered as a commodity merchant or intermediary.
2. Respondent and the Enforcement Section desire to settle the allegations and the matters raised by the Enforcement Section relating to the Respondent’s alleged violations of Sections 409.3-301, 409.4-401, 409.803 and 409.808, RSMo (Cum. Supp. 2013).¹

¹ Unless otherwise noted, all statutory references are to the 2013 cumulative supplement to the Revised Statutes of Missouri

CONSENT TO JURISDICTION

3. Respondent and the Enforcement Section stipulate and agree that the Missouri Commissioner of Securities (“Commissioner”) has jurisdiction over the Respondents and these matters pursuant to the Missouri Securities Act of 2003, Chapter 409, *et seq.*
4. Respondent and the Enforcement Section stipulate and agree that the Commissioner has authority to enter this Order pursuant to Section 409.6-604(h), which provides:

“The commissioner is authorized to issue administrative consent orders in the settlement of any proceeding in the public interest under this act.”

WAIVER AND EXCEPTION

5. Respondent waives Respondent’s rights to a hearing with respect to this matter.
6. Respondent waives any right that Respondent may have to seek judicial review or otherwise challenge or contest the terms and conditions of this Order. Respondent specifically forever releases and holds harmless the Missouri Office of Secretary of State, Secretary of State, Commissioner, and their respective representatives and agents from any and all liability and claims arising out of, pertaining to, or relating to this matter.
7. Respondent stipulates and agrees with the Enforcement Section that, should the facts contained herein prove to be false or incomplete in a material way, the Enforcement Section reserves the right to pursue any and all legal or administrative remedies at its disposal.

CONSENT TO COMMISSIONER’S ORDER

8. Respondent and the Enforcement Section stipulate and agree to the issuance of this Consent Order without further proceedings in this matter, agreeing to be fully bound by the terms and conditions specified herein.
9. Respondent agrees not to take any action or to make or permit to be made any public statement creating the impression that this Order is without factual basis. Nothing in this paragraph affects Respondent’s (a) testimonial obligations; (b) right to take legal or factual positions in connection with litigation, arbitration, or other legal proceeding in which the Commissioner is not a party; or (c) right to make public statements that are factual.
10. Respondent agrees that Respondent is not the prevailing party in this action since the parties have reached a good faith settlement.
11. Respondent neither admits nor denies the allegations made by the Enforcement Section, but consents to the Commissioner’s Findings of Fact, Conclusions of Law, and Order as

set forth below solely for the purposes of resolving this proceeding and any proceeding that may be brought to enforce the terms of this Consent Order.

**COMMISSIONER’S FINDINGS OF FACT,
CONCLUSIONS OF LAW, AND ORDER**

I. FINDINGS OF FACT

A. Respondents and Related Parties

12. Finpari is a website that is purported to be owned by Lerona Impex SA, based in Aberdeen, Scotland.
13. As used herein, the term “Respondent” refers to Lerona Impex SA d/b/a Finpari and Finpari.com.
14. At all times relevant to this matter, Respondent has never been registered in Missouri as an investment adviser, investment adviser representative, broker-dealer, broker-dealer agent, and/or issuer agent.
15. At all times relevant to this matter, there was no registration, granted exemption, or notice filing indicating status as a “federal covered security” for the securities offered by Respondent.
16. Upon information found in the National Futures Association’s BASIC database, at all times relevant to this matter, Respondent was not registered as any type of commodity merchant or Intermediary in connection with futures trading.²

B. Enforcement Section Investigation

17. On or around April 29, 2016, the Enforcement Section opened an investigation on Respondent and mailed a letter to Finpari’s parent company Lerona Impex SA. In addition, the letter was sent via email to support@finpari.com. The letter asked for, among other things, a list of all Missouri investors who invested with or had an account with Finpari.
18. With regard to the emailed letter, software connected to Microsoft Outlook indicated that “Delivery to these recipients is complete, but no delivery notification was sent by the destination server.”
19. Lerona Impex SA never responded to the letter in writing. The Enforcement Section never received a response regarding the emailed letter.

² BASIC is the database where futures commission merchants or intermediaries must register in order to be considered registered with the Commodities Futures Trading Commission.

20. On June 30, 2016, the Enforcement Section successfully created an account with Finpari using a decoy identity (“Decoy”). After creating the account, an online assistant offered assistance in making trades.
21. A call to the telephone number purported to be in the U.S. on Finpari’s website on July 1, 2016 resulted in the Finpari representative telling the Enforcement Section that the phone number is actually diverted to Scotland. After searching Finpari’s email records, the representative claimed that the Enforcement Section’s letter could not be found.
22. On June 30, 2016, the Decoy received an email response from someone purporting to be David from Finpari. The email stated, in part, the following:
 - a. David would be the Decoy’s “personal account manager”;
 - b. the Decoy should feel free to contact David “at anytime regarding [Finpari’s] trading platform”;
 - c. David “will be more than glad to help [Decoy] solving any of your questions”;
 - d. “. . . please tell me when would be a good time to call you”; and
 - e. “. . . check the features of accounts here: <https://www.finpari.com/trading#deposit> and fund [Decoy’s] account there as well. Our clients usually go for Silver account.”
23. On July 15, 2016, the Decoy received an email from support@finpari.com stating, among other things:
 - a. the Decoy was “entitled to get a 250\$ extra to your balance”;
 - b. the promo code for the additional funds was CRTONL;
 - c. in order to receive the additional \$250, the Decoy should login to “Account funding/Enter promo code” and enter the code;
 - d. additional funds would become available for trading with the Decoy’s next trading deposit of \$250 or more;
 - e. the promo code would be valid for the next 10 days; and
 - f. the Decoy should contact Finpari’s “clients support team” with any questions.

C. Finpari.com

24. As of July 1, 2016, Finpari’s website states and/or contains the following:

- a. “Binary Options-it’s easy! You predict currency or stock rates and earn up to 90% from deal’s amount”;
- b. “Binary options contest. Make more trades and win, regardless your trading results. 20 winners every week. Prize fund-20,000\$”;
- c. “#1 By Payouts Speed. Guaranteed Withdrawals within 1 Hour.”;
- d. “By funding a trading account, you can get the additional funds as a bonus. By investing more, your bonus can be even doubled.”;
- e. “Independently or with the help of our specialists you will learn trading strategies.”;
- f. “”Predict the market and earn!”

D. Additional Findings

- 25. In connection with the offer of securities and/or commodities, Respondent failed to disclose, among other things, the following:
 - a. that Respondent was not registered to offer or sell securities/commodities in the State of Missouri;
 - b. that the securities/commodities were not registered or exempt from registration in the State of Missouri; and
 - c. that Respondent was not registered with the Commodity Futures Trading Commission.

II. CONCLUSIONS OF LAW

- 26. The Commissioner finds Respondent Lerona Impex SA, d/b/a Finpari and Finpari.com offered unregistered non-exempt securities to Missouri investors in violation of Sections 409.3-301 and 409.6-604.
- 27. The Commissioner, after consideration of the stipulations set forth above and on the consent of Respondent and the Enforcement Section, finds and concludes that the Commissioner has jurisdiction over Respondents and this matter and that the following Order is in the public interest, necessary for the protection of public investors and consistent with the purposes intended by Chapter 409.

III. ORDER

NOW, THEREFORE, it is hereby Ordered that:

1. Respondent Lerona Impex SA, d/b/a Finpari and Finpari.com is permanently enjoined and restrained from offering and selling unregistered, non-exempt securities in violation of Sections 409.3-301.
2. Respondent Lerona Impex SA, d/b/a Finpari and Finpari.com will within 30 days from the date of this Consent Order ensure that its products cannot be accessed by Missouri investors.
3. Respondent Lerona Impex SA, d/b/a Finpari and Finpari.com, is hereby ordered to pay \$7,500 to the Missouri Investor Education and Protection Fund. Within 14 days of the date of this Consent Order, Respondent shall send \$7,500 to the Securities Division at 600 W. Main Street, Jefferson City, Missouri 65101. Said payment shall be made payable to the Missouri Secretary of State's Investor Education and Protection Fund. The Division will send the money to the Missouri Secretary of State's Investor Education and Protection Fund.
4. Respondents shall pay their own costs and attorneys' fees with respect to this matter.

SO ORDERED:

WITNESS MY HAND AND OFFICIAL SEAL OF MY OFFICE AT JEFFERSON CITY,
MISSOURI THIS 26th DAY OF NOVEMBER, 2016.



JASON KANDER
SECRETARY OF STATE

Andrew M. Hartnett
ANDREW M. HARTNETT
COMMISSIONER OF SECURITIES

Consented to by:

THE ENFORCEMENT SECTION OF THE
MISSOURI SECURITIES DIVISION

John R. Phillips
John R. Phillips
Counsel for Petitioner

LERONA IMPEX SA, d/b/a FINPARI and
FINPARI.COM

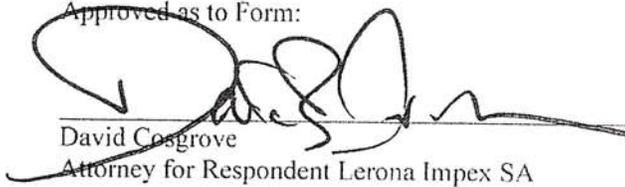
BY: Lerona Impex SA

NAME: Alexander Morozov

Alexander Morozov

TITLE: Director

Approved as to Form:


David Cosgrove
Attorney for Respondent Lerona Impex SA

CERTIFICATE OF SERVICE

I hereby certify that on this 21st day of November, 2016, a copy of the foregoing Consent Order in the above styled case was e-mailed and sent by U.S. mail to:

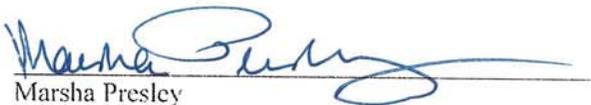
Lerona Impex SA
c/o David Cosgrove
Cosgrove Law Group, LLC
7733 Forsyth Boulevard, Suite 1675
St. Louis, Missouri 63105

And via e-mail:

support@finpari.com

And hand delivered to:

John R. Phillips
Director of Enforcement, Securities Division
Missouri Secretary of State's Office
600 West Main Street, Room 229
Jefferson City, Missouri 65101


Marsha Presley
Securities Office Manager