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SEC

ANNUAL AUDITED REPORT Processing Section **FORM X-17A-5**

PART III

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Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

	January 1, 2015	AND ENDING	December 31, 2015	
-	MM/DD/YY		MM/DD/YY	
A. REGIS	TRANT IDENTIFICAT	TION		
IAME OF BROKER DEALER:				
Manorhaven Capital LLC (fka Bengal Partners LLC)		[OFFICIAL USE ONLY FIRM ID. NO.	
DDRESS OF PRINCIPAL PLACE OF BUSIN	NESS: (Do not use P.O. B	ox No.)	1 11 11 12 110	
120 Wall Street, 24th Floor				
	(No. And Street)			
New York	NY		10005	
(City)	(State)		(Zip Code)	
		(A	rea Code - Telephone Number)	
n Accou	INTERNATION OF THE PROPERTY OF		rea Code - Telephone Number)	
B. ACCOU	UNTANT IDENTIFICAT		rea Code - Telephone Number)	
		TION	rea Code - Telephone Number)	
NDEPENDENT PUBLIC ACCOUNTANT wh		TION	rea Code - Telephone Number)	
NDEPENDENT PUBLIC ACCOUNTANT wh		TION this Report *	rea Code - Telephone Number)	
NDEPENDENT PUBLIC ACCOUNTANT wh	nose opinion is contained in	TION this Report *	06897	
NDEPENDENT PUBLIC ACCOUNTANT wh Halpern & Associates LLC	nose opinion is contained in	TION 1 this Report * middle name)		
NDEPENDENT PUBLIC ACCOUNTANT when the Halpern & Associates LLC 218 Danbury Road (Address) CHECK ONE:	nose opinion is contained in Name - if individual state last, first, Wilton	rion in this Report * middle name) CT	06897	
NDEPENDENT PUBLIC ACCOUNTANT when the Halpern & Associates LLC 218 Danbury Road (Address) CHECK ONE: Certified Public Accountant	nose opinion is contained in Name - if individual state last, first, Wilton	rion in this Report * middle name) CT	06897	
NDEPENDENT PUBLIC ACCOUNTANT when the Halpern & Associates LLC 218 Danbury Road (Address) CHECK ONE:	Name - if individual state last, first, Wilton (City)	rion n this Report * middle name) CT (State)	06897	
NDEPENDENT PUBLIC ACCOUNTANT when the Halpern & Associates LLC 218 Danbury Road (Address) CHECK ONE: CHECK ONE: Public Accountant Public Accountant	Name - if individual state last, first, Wilton (City)	rion n this Report * middle name) CT (State)	06897	

*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as basis for the exemption. See section 240.17a-5(e)(2)

> Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1410 (06-02)

OATH OR AFFIRMATION

Ι, _		Zachary Marans	_, swear (or affirm) that, to the				
best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of							
Manorhaven Capital LLC , as of							
		December 31, 2015 , are true and correct. I further swear (or	affirm) that neither the company				
nor a	anv pa:	rtner, proprietor, principal officer or director has any proprietary interest in any	account classified solely as that				
or a	custon	ner, except as follows:					
	_						
	_						
	_						
		BRYAN S. DIXON	n				
		Notary Public, State of New York Registration #02Di6309073	Signature				
		Qualified in Richmond County					
	_	Commission Expires 08/04 / 2018 Ma	naging Member				
	4		Title				
—		Notary Public					
		Notary Music					
		t ** contains (check all applicable boxes):					
☑	(a)	Facing page.					
$\overline{\mathbf{Q}}$	(b)	Statement of Financial Condition.					
	(c)	Statement of Income (Loss).					
	(d)	Statement of Changes in Financial Condition.					
	(e)						
	(f)	Statement of Changes in Liabilities Subordinated to Claims of Creditors.					
	(g)	Computation of Net Capital.					
	(h)						
	(i)	•					
	(j)						
	Computation or Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.						
	(k)	A Reconciliation between the audited and unaudited Statements of Financial Con-	dition with respect to methods of				
		consolidation.					
☑	(1)	An Oath or Affirmation.					
	(m)	A copy of the SIPC Supplemental Report.					
	(n)	Report on management's assertion letter regarding 15c3-3 Exemption Report.					
	(o)	Management's assertion letter regarding 15c3-3 Exemption Report.					

^{**}For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).



Halpern & Associates, LLC

Certified Public Accountants and Consultants

218 Danbury Road • Wilton, CT 06897 • (203) 210-7364 • FAX (203) 210-7370 • Info@Halpemassoc.com

INDEPENDENT AUDITORS' REPORT

To the Member of Manorhaven Capital, LLC

We have audited the accompanying statement of financial condition of Manorhaven Capital, LLC (the "Company"), and the related notes as of December 31, 2015.

Management is responsible for the preparation and fair presentation of this financial statement in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statement referred to above presents fairly, in all material respects, the financial position of the Company as of December 31, 2015, for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Halpein É Associates, LLC

MANORHAVEN CAPITAL LLC (FKA BENGAL PARTNERS, LLC) STATEMENT OF FINANCIAL CONDITION DECEMBER 31, 2015

ASSETS

Cash and cash equivalents	\$	89,904
Receivable from clearing broker	<u> </u>	125,017
TOTAL ASSETS	\$	214,921
LIABILITIES AND MEMBER'S EQUITY		
LIABILITIES	Φ.	F 000
Accrued expenses and other liabilities	\$	5,000
MEMBER'S EQUITY		209,921
TOTAL LIABILITIES AND MEMBER'S EQUITY	\$	214,921

MANORHAVEN CAPITAL LLC (FKA BENGAL PARTNERS, LLC) NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2015

1. ORGANIZATION AND NATURE OF BUSINESS

Manorhaven Capital LLC (FKA Bengal Partners, LLC) (the "Company") was organized as a Delaware Limited Liability Company in March 1998 and subsequently began doing business as a registered broker-dealer in securities with the Securities and Exchange Commission and the Financial Industry Regulatory Authority. The Company operates on a fully disclosed basis through its clearing broker RBC Capital Markets LLC.

In the normal course of its business, the Company enters into financial transactions where the risk of potential loss due to changes in market (market risk) or failure of the other party to the transaction to perform (counterparty risk) exceeds the amounts recorded for the transaction.

The Company's policy is to continuously monitor its exposure to market and counterparty risk through the use of a variety of financial, position and credit exposure reporting and control procedures. In addition, the Company has a policy of reviewing the credit standing of each broker-dealer, clearing organization, customer and/or other counterparty with which it conducts business.

In November 2015, the Company (then known as Bengal Partners, LLC) was purchased by Coincross LLC (the "Parent") and became a single member LLC in addition to changing its name to Manorhaven Capital LLC.

2. SIGNIFICANT ACCOUNTING POLICIES

The Company maintains its books and records on an accrual basis in accordance with accounting principles generally accepted in the United States of America ("GAAP") which require management to make estimates and assumptions in determining the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from these estimates.

The Company records commission income and related revenues and expenses on a trade date basis.

Security transactions and financing with the clearing broker are classified as operating activities on the statement of cash flows since this is the Company's principal business.

MANORHAVEN CAPITAL LLC (FKA BENGAL PARTNERS, LLC) NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2015 (continued)

3. CASH AND CASH EQUIVALENTS

The Company maintains cash and cash equivalents with financial institutions. Funds deposited with a single bank are insured up to \$250,000 in the aggregate by the Federal Deposit Insurance Corporation ("FDIC"). Cash deposited with a single brokerage institution are insured up to \$500,000 per customer, including up to \$250,000 for cash deposits, by the Securities Investor Protection Corporation. ("SIPC"). The Company considers all highly liquid instruments purchased with a maturity date of three months or less when purchased to be cash equivalents.

4. INCOME TAXES

The Company is treated as a disregarded entity for federal and state income tax purposes and, therefore, does not record a provision for income taxes. Accordingly, the Parent reports its share of the Company's income or loss on its income tax returns. The Company's year-end for tax purposes is December 31.

FASB provides guidance for how uncertain tax positions should be recognized, measured, disclosed and presented in the financial statements. This requires the evaluation of tax positions taken or expected to be taken in the course of preparing the Partnership's tax returns to determine whether the tax positions are "more-likely-than-not" of being sustained "when challenged" or "when examined" by the applicable tax authority. Tax positions not deemed to meet the more-likely-than-not threshold would be recorded as a tax benefit or expense and liability in the current year. The tax years that remain subject to examination are 2012, 2013, 2014 and 2015. For the year ended December 31, 2015 management has determined that there are no material uncertain income tax positions.

5. COMMITMENTS AND CONTINGENT LIABILITIES

The Company had no contingent liabilities and has not been named as a defendant in any lawsuit at December 31, 2015 or the year then ended.

MANORHAVEN CAPITAL LLC (FKA BENGAL PARTNERS, LLC) NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2015 (continued)

6. RULE 15C3-3

The Company is exempt from the provisions of Rule 15c3-3 under paragraph (k)(2)(ii) in that the Company carries no margin accounts, promptly transmits all customer funds and delivers all securities received, does not otherwise hold funds or securities for or fower money or securities to customers and effectuates all financial transactions on behalf of customers on a fully disclosed basis.

7. NET CAPITAL REQUIREMENTS

The Company is subject to the Securities and Exchange Commission's Uniform Net Capital Rule 15c3-1, which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1. At December 31, 2015, the Company had net capital of \$209,920 which exceeded the minimum requirement of \$50,000 by \$159,920. The Company's ratio of aggregate indebtedness to net capital ratio was 0.02 to 1.

8. LIABILITIES SUBORDINATED TO THE CLAIMS OF GENERAL CREDITORS

As of December 31, 2015, the Company had not entered into any subordinated loans agreements.

9. SUBSEQUENT EVENTS

In January 2016, the Company entered into an expense sharing agreement with the Parent.

Events have been evaluated through the date that these financial statements were available to be issued and no further information is required to be disclosed.