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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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SEC  
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Section  
MAR 04 2016

ANNUAL AUDITED REPORT  
FORM X-17A-5  
PART III

FOCUS/A  
NON-PUBLIC

SEC FILE NUMBER
8-66218

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

FACING PAGE

REPORT FOR THE PERIOD BEGINNING 1/1/15 AND ENDING 12/31/15  
mm/dd/yy mm/dd/yy

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: FTP Securities LLC  
ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)  
555 Mission Street, 23<sup>rd</sup> Floor  
(No. and Street)  
San Francisco California 94105  
(City) (State) (Zip Code)

OFFICIAL USE ONLY
FIRM ID NO

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT  
Jeffrey R. Wong 415-992-8829  
(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\*

Ernst Wntter & Associates LLP, Certified Public Accountants  
(Name - if individual, state last, first, middle name)

675 Ygnacio Valley Road, Suite A200 Walnut Creek California 94596  
(Address) (City) (State) (Zip Code)

CHECK ONE:

- Certified Public Accountant
- Public Accountant
- Accountant not resident in United States or any of its possessions.

FOR OFFICIAL USE ONLY

\*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 the basis for the exemption. See Section 240.17a-5(e)(2).

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Washington DC  
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**FTP Securities LLC**

**Annual Audit Report**

**December 31, 2015**

OATH OR AFFIRMATION

I, Jeffrey R. Wong, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of FTP Securities LLC, as of December 31, 2015, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:

NONE



*[Handwritten Signature]*  
Signature

Chief Financial Officer  
Title

*[Handwritten Signature]*  
Notary Public

This report\*\* contains (check all applicable boxes):

- (a) Facing page
- (b) Statement of Financial Condition.
- (c) Statement of Income (Loss).
- (d) Statement of Cash Flows.
- (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietor's Capital.
- (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- (g) Computation of Net Capital.
- (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- (i) Information Relating to the Possession or control Requirements Under Rule 15c3-3.
- (j) A Reconciliation, including appropriate explanation, of the Computation of Net Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirement Under Exhibit A of Rule 15c3-3.
- (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- (l) An Oath or Affirmation.
- (m) A copy of the SIPC Supplemental Report.
- (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.

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

# FTP Securities LLC

December 31, 2015

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675 Ygnacio Valley Road, Suite A200  
Walnut Creek, CA 94596

(925) 933-2626  
Fax (925) 944-6333

**Report of Independent Registered Public Accounting Firm**

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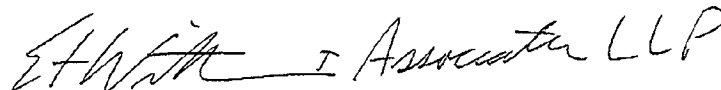
To the Member  
FTP Securities LLC

We have audited the accompanying statement of financial condition of FTP Securities LLC (the "Company") as of December 31, 2015, and the related statements of income, changes in member's equity, and cash flows for the year then ended. These financial statements are the responsibility of the Company's management. 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 of 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 statements referred to above present fairly, in all material respects, the financial position of FTP Securities LLC as of December 31, 2015, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Schedules I and II have been subjected to audit procedures performed in conjunction with the audit of the Company's financial statements. The supplemental information is the responsibility of the Company's management. Our audit procedures included determining whether the supplemental information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental information. In forming our opinion on the supplemental information, we evaluated whether the supplemental information, including its form and content, is presented in conformity with 17 C.F.R. §240.17a-5. In our opinion, Schedules I and II are fairly stated, in all material respects, in relation to the financial statements as a whole.

 Ernst Winter & Associates LLP

Walnut Creek, California  
February 26, 2016

# FTP Securities LLC

## Statement of Financial Condition

December 31, 2015

---

<b>Assets</b>	
Cash and cash equivalents	\$ 2,162,614
Securities owned	322,286
Accrued fees	2,073,169
Accounts receivable, net of \$419,766 allowance for doubtful accounts	1,376,653
Secured convertible promissory note	484,956
Prepaid expenses and other assets	23,402
<b>Total Assets</b>	<b>\$ 6,443,080</b>

<b>Liabilities and Member's Equity</b>	
<b>Liabilities</b>	
Accounts payable	\$ 13,299
Accrued expenses	69,451
Due to member	122,765
<b>Total Liabilities</b>	<b>205,515</b>
<b>Member's Equity</b>	<b>6,237,565</b>
<b>Total Liabilities and Member's Equity</b>	<b>\$ 6,443,080</b>

---

See accompanying notes to the financial statements.

# FTP Securities LLC

## Statement of Income

For the Year Ended December 31, 2015

<b>Revenue</b>	
Investment banking fees	\$ 39,372,570
Reimbursement income	582,510
Interest income	14,523
Net loss on securities	(875,033)
<b>Total Revenue</b>	<b>39,094,570</b>
<hr/>	
<b>Expenses</b>	
Overhead expenses	1,880,100
Professional fees	1,066,033
Reimbursable expenses	582,510
Regulatory fees	231,034
Bad debt expense	178,630
Other operating expenses	13,649
<b>Total Expenses</b>	<b>3,951,956</b>
<b>Net Income</b>	<b>\$ 35,142,614</b>

See accompanying notes to the financial statements.

## FTP Securities LLC

### Statement of Changes in Member's Equity

For the Year Ended December 31, 2015

January 1, 2015	\$ 3,094,951
Distributions	(32,000,000)
Net income	35,142,614
<b>December 31, 2015</b>	<b>\$ 6,237,565</b>

See accompanying notes to the financial statements.



# FTP Securities LLC

## Statement of Cash Flows

For the Year Ended December 31, 2015

<b>Cash Flows from Operating Activities</b>	
Net income	\$ 35,142,614
Adjustments to reconcile net income to net cash provided by operating activities:	
Net loss on securities	875,033
Bad debt expense	178,630
Securities received as payment on contract	(150,000)
(Increase) decrease in:	
Accrued fees	(2,073,169)
Accounts receivable	(257,775)
Secured convertible promissory note	(484,956)
Prepaid expenses and other assets	890
Increase (decrease) in:	
Accounts payable	13,299
Accrued expenses	(62,130)
Due to member	(18,153)
<b>Net Cash Provided by Operating Activities</b>	<b>33,164,283</b>
<b>Cash Flows from Financing Activities</b>	
Distributions	(32,000,000)
<b>Net Cash Used by Financing Activities</b>	<b>(32,000,000)</b>
<b>Net Increase in Cash and Cash Equivalents</b>	<b>1,164,283</b>
Cash and cash equivalents at beginning of year	998,331
<b>Cash and Cash Equivalents at End of Year</b>	<b>\$ 2,162,614</b>

See accompanying notes to the financial statements.

# FTP Securities LLC

## Notes to the Financial Statements

December 31, 2015

### 1. Organization

FTP Securities LLC (the "Company") was organized as a limited liability company in the state of Delaware on June 5, 2003. The Company is wholly owned by Financial Technology Partners LP ("Partners") and operates in San Francisco, California. The Company engages in corporate merger and acquisition financial advisory services and private placement of securities.

### 2. Significant Accounting Policies

#### Cash and Cash Equivalents

The Company considers all demand deposits held in banks and certain highly liquid investments with original maturities of three months or less, other than those held for sale in the ordinary course of business, to be cash equivalents.

#### Accounts Receivable

Accounts receivable are carried at the invoiced or contract amounts. The allowance for doubtful accounts is based on management's estimate of the amount of probable credit losses in existing accounts receivable.

#### Secured Convertible Promissory Note

Secured convertible promissory note was obtained in the ordinary course of the Company's business and is stated at unpaid principal balance. The allowance for loan losses is based on management's estimate of the amount of probable credit losses on the note. At year end, there was no allowance for loan losses as the note is deemed fully collectible. Interest on the note is recognized monthly over the term of the loan and is calculated using the simple-interest method on principal amount outstanding. The total interest income earned by the Company on the note for the year ended December 31, 2015 was \$14,523 and has been reported under interest income on the statement of income.

#### Investment Banking Fees

Investment banking revenues are earned from providing private placement and advisory services. Revenue is recognized when earned either by fee contract or the success of a predetermined specified event and the income is reasonably determinable.

#### Use of Estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates and may have an impact on future periods.

#### Fair Value of Financial Instruments

Unless otherwise indicated, the fair values of all reported assets and liabilities that represent financial instruments (none of which are held for trading purposes) approximate the carrying values of such amounts.

#### Income Taxes

The Company, a limited liability company, is taxed as a division of its sole member under the Internal Revenue Code and a similar state statute. In lieu of income taxes, the Company passes 100% of its taxable income and expenses to its sole member. Therefore, no provision or liability for federal or state income taxes is included in these financial statements. However, the Company is subject to the annual California LLC tax of \$800 and a California LLC fee of \$11,790 based on gross revenue. The Company is no longer subject to examinations by major tax jurisdictions for years before 2011.

# FTP Securities LLC

## Notes to the Financial Statements

December 31, 2015

### 3. Fair Value Measurements

The Fair Value Measurements Topic of the FASB Accounting Standards Codification establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to measurements involving significant unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are as follows:

- Level 1 Inputs that reflect unadjusted quoted prices in active markets for identical assets or liabilities that the Company has the ability to access at the measurement date;
- Level 2 Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly, including inputs in markets that are not considered to be active;
- Level 3 Unobservable inputs.

#### Determination of Fair Value

Under the Fair Value Measurements Topic of the FASB Accounting Standards Codification, the Company bases its fair value on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between participants at the measurement date. It is the Company's policy to maximize the use of observable inputs and minimize the use of unobservable inputs when developing fair value measurements, in accordance with the fair value hierarchy. Fair value measurements for assets and liabilities where there exists limited or no observable market data and, therefore, are based primarily upon management's own estimates, are often calculated based on current pricing policy, the economic and competitive environment the characteristics of the asset or liability and other such factors. Therefore, the results cannot be determined with precision and may not be realized in an actual sale or immediate settlement of the asset or liability. Additionally, there may be inherent weaknesses in any calculation technique, and changes in the underlying assumptions used, including discount rates and estimates of future cash flows, that could significantly affect the results of current or future value.

In determining the appropriate levels, the Company performed a detailed analysis of its assets and liabilities. At year end, there were no assets or liabilities for which the fair value measurement was based on significant unobservable inputs.

Secured convertible promissory note is valued at face value, which approximates fair value.

The following table provides fair value information related to the Company's financial assets at December 31, 2015:

	Assets at Fair Value as of December 31, 2015			
	Level 1	Level 2	Level 3	Total
Financial instruments owned, at fair value				
Securities				
Common stock	\$ 322,286	\$ -	\$ -	\$ 322,286
Total securities	\$ 322,286	\$ -	\$ -	\$ 322,286

# FTP Securities LLC

## Notes to the Financial Statements

### December 31, 2015

The following table provides a reconciliation of the beginning and ending balances for the assets at fair value using significant unobservable inputs (Level 3) for the year ended December 31, 2015:

	<u>Balance as of January 1, 2015</u>	<u>Securities Received</u>	<u>Securities Transferred</u>	<u>Balance as of December 31, 2015</u>
Series C preferred stock	\$ -	150,000	(150,000)	\$ -
Total Level 3	<u>\$ -</u>	<u>150,000</u>	<u>(150,000)</u>	<u>\$ -</u>

Securities received represent the gross amount of Level 3 assets that were received from a client as a payment on a contract. The amounts were recorded at fair value at the date of the transaction.

Securities transferred represent the gross amount of Level 3 assets that were transferred to a related party as payment for amounts due to member. The amounts were recorded at fair value at the date of the transaction.

#### 4. Net Capital Requirements

The Company is subject to the Securities and Exchange Commission's uniform net capital rule (Rule 15c3-1) which requires the Company to maintain a minimum net capital equal to or greater than \$5,000 and a ratio of aggregate indebtedness to net capital not exceeding 15 to 1, both as defined. At December 31, 2015, the Company's net capital was \$2,216,890 which exceeded the requirement by \$2,203,189.

#### 5. Related Party Transaction

The Company shares office space and general office overhead with Partners, the Company's sole member. Under an office sharing agreement with Partners, the Company agreed to pay a minimum of \$10,000 per month for office space and overhead costs. Additionally, the Company collects and reimburses Partners for expenses incurred by Partners on behalf of their joint customers. At December 31, 2015, the Company owed Partners \$122,765. The Company paid to Partners \$1,880,100 for overhead and \$1,792,513 for reimbursable and other expenses paid on its behalf during the year. Out of the amount paid for reimbursable and other expenses paid on Partners behalf during the year, \$150,000 was in the form of a client's Series C preferred stock. The Company's results of operations and financial position could differ significantly from those that would have been obtained if the entities were autonomous.

#### 6. Risk Concentration

At December 31, 2015, the Company held deposits at a financial institution which were in excess of applicable federal insurance limits by \$1,887,867.

Due to the nature of the investment banking business, the Company's revenue during the period was primarily the result of a few transactions. Approximately 57% of revenue, \$22,567,969 was generated by three customers. At December 31, 2015, 84% of net client receivables was from four customers.

#### 7. Litigation

The Company is subject from time to time to various threatened or filed legal actions. Although the amount of ultimate exposure cannot be determined, the Company accrues for losses that management considers probable at the balance sheet date.

# **FTP Securities LLC**

## **Notes to the Financial Statements**

**December 31, 2015**

### **8. Subsequent Events**

The Company has evaluated subsequent events through February 26, 2016, the date the financial statements were issued. There were no material subsequent events requiring disclosure through the evaluation date.

**FTP Securities LLC**  
**Schedule I**

**Computation of Net Capital Under Rule 15c3-1**  
**of the Securities and Exchange Commission**

**As of December 31, 2015**

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<b>Net Capital</b>	
Total member's equity	\$ 6,237,565
Less: Non-allowable assets	
Accrued fees	2,073,169
Accounts receivable, net	1,376,653
Note receivable, net	484,956
Prepaid expenses and other assets	23,402
Total non-allowable assets	3,958,180
Net capital before haircuts	2,279,385
Less: haircuts on securities	62,495
<b>Net Capital</b>	<b>2,216,890</b>
Net minimum capital requirement of 6 2/3 % of aggregate indebtedness of \$205,515 or \$5,000, whichever is greater	13,701
<b>Excess Net Capital</b>	<b>\$ 2,203,189</b>

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**Reconciliation with Company's Net Capital Computation**  
**(Included in Part II of Form X-17A-5 as of December 31, 2015)**

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There were no material differences noted in the Company's net capital computation at December 31, 2015.

See accompanying notes to the financial statements.

**FTP Securities LLC**  
**Schedule II**

**Computation for Determination of Reserve Requirements Under  
Rule 15c3-3 of the Securities and Exchange Commission**

**For the Year Ended December 31, 2015**

An exemption from Rule 15c3-3 is claimed, based upon section (k)(2)(i). All customer transactions are processed in accordance with Rule 15c3-1(a)(2).

**Information Relating to Possession or Control Requirements Under  
Rule 15c3-3 of the Securities and Exchange Commissions**

**For the Year Ended December 31, 2015**

An exemption from Rule 15c3-3 is claimed, based upon section (k)(2)(i).

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**Independent Accountant's Agreed-Upon Procedures Report on Schedule of Assessment and Payments  
(Form SIPC-7)**

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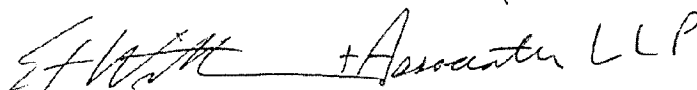
To the Member  
FTP Securities LLC

In accordance with Rule 17a-5(e)(4) under the Securities Exchange Act of 1934, we have performed the procedures enumerated below with respect to the accompanying Schedule of Assessment and Payments (Form SIPC-7) to the Securities Investor Protection Corporation (SIPC) for the year ended December 31, 2015, which were agreed to by FTP Securities LLC (the "Company"), and the Securities and Exchange Commission, Financial Industry Regulatory Authority, Inc., and SIPC, solely to assist you and the other specified parties in evaluating the Company's compliance with the applicable instructions of Form SIPC-7. The Company's management is responsible for the Company's compliance with those requirements. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of those parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose. The procedures we performed and our findings are as follows:

- 1) Compared the listed assessment payments in Form SIPC-7 with respective cash disbursement records entries, noting no differences;
- 2) Compared the amounts reported on the audited Form X-17A-5 for the year ended December 31, 2015, as applicable, with the amounts reported in Form SIPC-7 for the year ended December 31, 2015, noting no differences;
- 3) Compared any adjustments reported in Form SIPC-7 with supporting schedules and working papers, noting no differences;
- 4) Proved the arithmetical accuracy of the calculations reflected in Form SIPC-7 and in the related schedules and working papers supporting the adjustments noting no differences; and
- 5) Compared the amount of any overpayment applied to the current assessment with the Form SIPC-7 on which it was originally computed, noting no differences (if applicable).

We were not engaged to, and did not conduct an examination, the objective of which would be the expression of an opinion on compliance. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of the specified parties listed above and is not intended to be and should not be used by anyone other than these specified parties.

 + Associates LLP

Walnut Creek, California  
February 26, 2016



General Assessment Reconciliation

For the fiscal year ended 12/31/2015  
(Read carefully the instructions in your Working Copy before completing this Form)

TO BE FILED BY ALL SIPC MEMBERS WITH FISCAL YEAR ENDINGS

1. Name of Member, address, Designated Examining Authority, 1934 Act registration no. and month in which fiscal year ends for purposes of the audit requirement of SEC Rule 17a-5:

12\*12\*\*\*\*\*1187\*\*\*\*\*ALL FOR AADC 940  
066218 FINRA DEC  
FTP SECURITIES LLC  
555 MISSION ST 23RD FL  
SAN FRANCISCO CA 94105-0920

Note: If any of the information shown on the mailing label requires correction, please e-mail any corrections to form@sipc.org and so indicate on the form filed.

Name and telephone number of person to contact respecting this form.

- 2. A. General Assessment (item 2e from page 2) \$ 98,468
- B. Less payment made with SIPC-6 filed (exclude interest) \$ 29,016  
7/23/15  
Date Paid
- C. Less prior overpayment applied (                      )
- D. Assessment balance due or (overpayment) 69,452
- E. Interest computed on late payment (see instruction E) for            days at 20% per annum
- F. Total assessment balance and interest due (or overpayment carried forward) \$ 69,452
- G. PAID WITH THIS FORM:  
Check enclosed, payable to SIPC  
Total (must be same as F above) \$
- H. Overpayment carried forward \$

3 Subsidiaries (S) and predecessors (P) included in this form (give name and 1934 Act registration number):  
\_\_\_\_\_  
\_\_\_\_\_

The SIPC member submitting this form and the person by whom it is executed represent thereby that all information contained herein is true, correct and complete.

FTP Securities LLC  
(Name of Checkmaker, Firm, or Individual)  
JAC  
Authorized Signature  
CFO and COO  
Title

Dated the 22 day of February, 2016.

This form and the assessment payment is due 60 days after the end of the fiscal year. Retain the Working Copy of this form for a period of not less than 6 years, the latest 2 years in an easily accessible place.

SIPC REVIEWER

Dates:                      Postmarked                      Received                      Reviewed                     

Calculations                      Documentation                      Forward Copy                     

Exceptions:                     

Disposition of exceptions:

Item No.

2a Total revenue (FOCUS Line 12/Part IIA Line 9, Code 4030)

Eliminate cents

\$ 39,094,570

2b. Additions:

- (1) Total revenues from the securities business of subsidiaries (except foreign subsidiaries) and predecessors not included above.
- (2) Net loss from principal transactions in securities in trading accounts.
- (3) Net loss from principal transactions in commodities in trading accounts.
- (4) Interest and dividend expense deducted in determining item 2a.
- (5) Net loss from management of or participation in the underwriting or distribution of securities.
- (6) Expenses other than advertising, printing, registration fees and legal fees deducted in determining net profit from management of or participation in underwriting or distribution of securities.
- (7) Net loss from securities in investment accounts.

Total additions

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

875,033

39,969,603

2c. Deductions:

- (1) Revenues from the distribution of shares of a registered open end investment company or unit investment trust, from the sale of variable annuities, from the business of insurance, from investment advisory services rendered to registered investment companies or insurance company separate accounts, and from transactions in security futures products.
- (2) Revenues from commodity transactions.
- (3) Commissions, floor brokerage and clearance paid to other SIPC members in connection with securities transactions.
- (4) Reimbursements for postage in connection with proxy solicitation.
- (5) Net gain from securities in investment accounts.
- (6) 100% of commissions and markups earned from transactions in (i) certificates of deposit and (ii) Treasury bills, bankers acceptances or commercial paper that mature nine months or less from issuance date.
- (7) Direct expenses of printing advertising and legal fees incurred in connection with other revenue related to the securities business (revenue defined by Section 16(9)(L) of the Act).
- (8) Other revenue not related either directly or indirectly to the securities business. (See Instruction C):

Reimbursed expenses  
 (Deductions in excess of \$100,000 require documentation)

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

582,570

(9) (i) Total interest and dividend expense (FOCUS Line 22/PART IIA Line 13, Code 4075 plus line 2b(4) above) but not in excess of total interest and dividend income. \$ \_\_\_\_\_

(ii) 40% of margin interest earned on customers securities accounts (40% of FOCUS line 5, Code 3960). \$ \_\_\_\_\_

Enter the greater of line (i) or (ii)

Total deductions

\$ 39,387,093

2d. SIPC Net Operating Revenues

2e. General Assessment @ .0025

\$ 98,468

(10 page 1, line 2.A.)

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**Review Report of Independent Registered Public Accounting Firm**

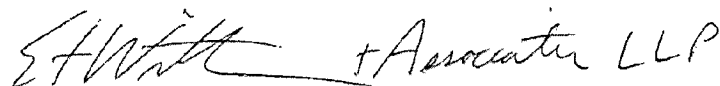
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To the Member  
FTP Securities LLC

We have reviewed management's statements, included in the accompanying SEA 15c3-3 Exemption Report, in which (1) FTP Securities LLC (the "Company") identified the following provisions of 17 C.F.R. §15c3-3(k) under which the Company claimed an exemption from 17 C.F.R. §240.15c3-3: (2)(i) (the "exemption provisions") and (2) the Company stated that it met the identified exemption provisions throughout the most recent fiscal year without exception. The Company's management is responsible for compliance with the exemption provisions and its statements.

Our review was conducted in accordance with the standards of the Public Company Accounting Oversight Board (United States) and, accordingly, included inquiries and other required procedures to obtain evidence about the Company's compliance with the exemption provisions. A review is substantially less in scope than an examination, the objective of which is the expression of an opinion on management's statements. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to management's statements referred to above for them to be fairly stated, in all material respects, based on the provisions set forth in paragraph (k)(2)(i) of Rule 15c3-3 under the Securities Exchange Act of 1934.

 Ernst Winter & Associates LLP

Walnut Creek, California  
February 26, 2016

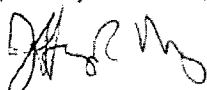
February 22, 2016

**SEA 15c3-3 Exemption Report**

I, Jeffrey Wong, Chief Financial Officer of FTP Securities LLC (the "Company") represent the following:

1. The Company claims the k(2)(i) exemption to SEA §240.15c3-3;
2. The Company met the identified exemption provisions in SEA §240.15c3-3(k) throughout the most recent fiscal year as December 31, 2015 without exception; and
3. There were no exceptions during the most recent fiscal year in meeting the identified exemption provisions in SEA §240.15c3-3(k).

Respectfully submitted,



Jeffrey Wong  
Chief Financial Officer

FTP Securities LLC  
555 Mission Street, 23rd Floor  
San Francisco CA 94105

Member NASD / SIPC

FINANCIAL  
TECHNOLOGY  
PARTNERS

March 3, 2016

SEC  
Mail Processing  
Section

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Washington DC  
409

Securities and Exchange Commission  
Registrations Branch  
Mail Stop 8031  
100 F Street, NE  
Washington, DC 20549  
(202) 942-8088

Re: Annual Audit Report as of 12/31/2015 for FTP Securities LLC (CRD#129356, SEC File #8-66218)

To Whom It May Concern:

We realized that the Annual Audit Report previously submitted by FTP Securities LLC (CRD#129356, SEC File #8-66218) for December 31, 2015 on February 29, 2016 inadvertently omitted the Report of Independent Registered Public Accounting Firm page when our audit firm assembled the report for issuance. Enclosed please find a completed document, for which we would like to receive confidential treatment. This replacement Annual Audit Report is otherwise unchanged from the original submission. We apologize for the omission. If you have any questions, please contact me at (415) 992-8829.

Sincerely,



Jeffrey R. Wong  
CFO and COO

Encl