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May 31, 2017



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Estimated average burden Mail Processinannual Audited Report hours per response..... 12.00 Section **FORM X-17A-5** MAR 07 ZUTT SEC FILE NUMBER PART III 8-69499 Weshington DC FACING PAGE Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder 12/31/2016 12/31/2015 **REPORT FOR THE PERIOD BEGINNING** AND ENDING MM/DD/YY MM/DD/YY A. REGISTRANT IDENTIFICATION Meridian Capital LLC NAME OF BROKER-DEALER: OFFICIAL USE ONLY ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.) FIRM I.D. NO. 1809 7th Ave, Ste 1330 (No. and Street) Seattle 98101 WA (State) (Zip Code) (City) NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT Brian Murphy - 206-224-6156 (Area Code - Telephone Number) **B. ACCOUNTANT IDENTIFICATION** INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\* Breard & Associates, Inc., Certified Public Accountants (Name - if individual, state last, first, middle name) 9221 Corbin Avenue, Suite 170 91324 Northridge CA (Address) (City) (Zip Code) (State) **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)

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.

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Meridian Capital, LLC Report Pursuant to Rule 17a-5 (d) Financial Statements For The Year End December 31, 2016 find a .

#### OATH OR AFFIRMATION

Meridian Capital LLC of December 31	, 20 <u>16</u> , 20 <u>16</u> , are true and correct. I further swear (or affirm) that
either the company nor any partner, p	proprietor, principal officer or director has any proprietary interest in any account
lassified solely as that of a customer,	
	Sin March
	Signature
	CEO and Managing Director
	Title
his report ** contains (check all appli	cable boxes):
(a) Facing Page.	
<ul> <li>(b) Statement of Financial Conditi</li> <li>(c) Statement of Income (Loss)</li> </ul>	on.
(c) Statement of Income (Loss).	

- (d) Statement of Changes in Financial Condition.
- (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' 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 Requirements 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.
- $\square$  (1) 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(2) (DER A

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of <u>Washing ton</u> County of <u>King</u>

A SOLIC PARTY OF WASHINGTO

Subscribed and sworn to (or affirmed) before me on this <u>29</u> day of <u>Feb</u>, <u>2018</u> by <u>(ex)(cer Alberts</u> proved to me on the basis of satisfactory evidences to be the person who appeared before me.

Notary Public Ching Culler



Report of Independent Registered Public Accounting Firm,

Members Meridian Capital, LLC

We have audited the accompanying statement of financial condition of Meridian Capital, LLC as of December 31, 2016, and the related statements of income, changes in members' equity, and cash flows for the year then ended. These financial statements are the responsibility of Meridian Capital, LLC'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 also 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 evaluation of the overall financial statement presentation. We believe that our audit provides a basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Meridian Capital, LLC as of December 31, 2016, and the results of its operations and its cash flows for the year then ended, in conformity with accounting principles generally accepted in the United States.

The information contained in Schedule I and II (supplemental information) has been subjected to audit procedures performed in conjunction with the audit of Meridian Capital, LLC's financial statements. The supplemental information is the responsibility of Meridian Capital, LLC'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.

Branco Gassile Fra

Breard & Associates, Inc. Certified Public Accountants

Seattle, Washington February 27, 2017

9221 Corbin Avenue, Suite 170, Northridge, California 91324 phone 818.886.0940 fax 818.886.1924 web www.baicpa.com LOS ANGELES CHICAGO NEW YORK OAKLAND SEATTLE

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# Meridian Capital, LLC Statement of Financial Condition December 31, 2016

### Assets

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Cash Account Receivable, Net Prepaid expenses Property and equipment	\$	449,134 975,931 4,953 22,792
Total assets	\$	1,452,810
Liabilities and Members' Equity		
Liabilities		
Account payable and accrued expenses Wages payable Deferred rent liability	\$	82,194 112,357 29,204
Total liabilities		223,755
Commitments and contingencies		
Members' Equity		
Members' Equity		1,229,055
Total Members' Equity		1,229,055
Total Liabilities And Members' Equity	<u>\$</u>	1,452,810

# Meridian Capital, LLC Statement of Income For The Year End December 31, 2016

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### Revenues

Advisory fee Other income	\$ 3,988,504 44,255	
Total revenues	4,032,759	
Expenses	ar a constante da c	
Employee compensation and benefits	1,165,425	
Guaranteed payments	833,864	
Professional fees	52,192	
Occupancy	140,054	
Communication	83,184	
Tax and licenses	69,831	
Other operating expenses	406,476	
Advertising	22,086	
Total expenses	2,773,112	
Net income (loss)	1,259,647	

# Meridian Capital, LLC Statement of changes in Member's Equity For the Year Ended December 31, 2016

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	Total Members' Equity
Balance at December 31, 2015	\$ 180,290
Capital distributions	(210,882)
Net income (loss)	1,259,647
Balance at December 31, 2016	<u>\$ 1,229,055</u>

# Meridian Capital, LLC Statement of Cash Flows December 31, 2016

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Cash flow from operating activities:	n an the second s	: : ```
Net income (loss)		\$ 1,259,647
Adjustments to reconcile net income (loss) to net		φ 1,239,047
cash provided by (used in) operating activities:		
Depreciation	\$ 1,104	
(Increase) decrease in :	ψ 1,104	le.
Account receivable	(760,108)	
Prepaid expense	1,003	·
(Decrease) increase in :	1,000	
Account payable and accrued expenses	51,884	
Bank overdraft	(25,325)	
Wage payables	106,872	
Deferred Rent Liability	29,204	
-		· (EOE 200)
Total adjustments		(595,366)
Net cash provided by (used in) operating activities	tan tan	664,281
Purchases of property and equipment	(4,265)	• .
Net cash provided by (used in) investing activities		(4,265)
Cash flow from financing activities		
Capital distributions	(210,882)	
Net cash provided by (used in) financing activities		(210,882)
Net increase (decrease) in cash		449,134
Cash at December 31, 2015		
Cash at December 31, 2016		<u>\$ 449,134</u>
		i na taj
Cash paid during the year for:		
Interest	<b>\$</b>	
Interest Income taxes	<b>\$</b>	• •
		• • •
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### Meridian Capital, LLC Notes to Financial Statements December 31, 2016

# NOTE 1: GENERAL AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### Organization

Meridian Capital, LLC (the "Company") is a Washington Limited Liability Company which registered in Washington on November 3, 2003. In 2016, the Company became a registered broker/dealer in securities under the Securities Exchange Act of 1934, as amended, to provide mergers and acquisitions, consulting, and private placement services. The Company is a member of the Financial Industry Regulatory Authority ("FINRA") and the Securities Investor Protection Corporation ("SIPC").

The Company is engaged in business as a securities broker-dealer, that provides several classes of services, including advisory services. Advisory fees generally consist of retainers that are paid after letters of engagement are signed for services, as well as success fees upon the closing of transactions in which the Company participated.

Under its membership agreement with FINRA and pursuant to Rule 15c3-3(k)(2)(i), the Company conducts business on a fully disclosed basis and does not execute or clear securities transactions for customers. Accordingly, the Company is exempt from the requirement of Rule 15c3-3 under the Securities Exchange Act of 1934 pertaining to the possession or control of customer assets and reserve requirements.

#### Summary of Significant Accounting Policies

The presentation of financial statements in conformity 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 and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Accounts receivable are valued and reported at net realizable value under the direct write-off method. Amounts written off were considered necessary because probable uncollectible accounts are material. As of December 31, 2016, the Company recorded \$36,776 as bad debt expense included in other operating expenses on the Statement of Income.

The Company receives success fees when transactions are completed. Success fees are recognized when earned, the Company has no further continuing obligations, and collection is reasonably assured.

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### Meridian Capital, LLC Notes to Financial Statements December 31, 2016

# NOTE 1: GENERAL AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

The Company recognizes its advisory fees when earned, usually after completion of the assignment or upon invoicing of non-refundable retainers or fee payments, in accordance with written terms of its engagement agreements.

Property and equipment is stated at cost. Repairs and maintenance to these assets are charged to expense as incurred; major improvements enhancing the function and/or useful life are capitalized. When items are sold or retired, the related cost and accumulated depreciation are removed from the accounts and any gains or losses arising from such transactions are recognized.

The Company, with the consent of its Members, has elected to be a Washington Limited Liability Company. For tax purposes the Company is treated like a partnership, therefore in lieu of business income taxes, the Members are taxed on the Company's taxable income. Accordingly, no provision or liability for Federal Income Taxes is included in these financial statements.

#### NOTE 2: INCOME TAXES

As discussed in the Summary of Significant Accounting Policies (Note 1), all tax effects of the Company's income or loss are passed through to the member. Therefore, no provision or liability for Federal Income Taxes in included in these financial statements.

#### NOTE 3: PROPERTY AND EQUIPMENT

Property and equipment are recorded net of accumulated depreciation and summarized by major classification as follows:

	nastrono Beunstrono o <u>n</u> destricte en la citada ana Barrada e constructiva general <b>Useful Life</b> a
	\$ 48,860 5
Leasehold improvement	17,39 <u>4</u> a. 39
Computer equipment	1999 - Casta <u>31,263</u> 5
	97,517
Less: accumulated depreciation	(74,725)
Computer equipment, net	\$ 22,792

Depreciation expense for the year ended December 31, 2016 was \$1,104.

### Meridian Capital, LLC Notes to Financial Statements December 31, 2016

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#### NOTE 4: CONCENTRATION OF CREDIT RISK

The Company is engaged in various trading and brokerage activities in which counter-parties primarily include broker-dealers, banks, and other financial institutions. In the event counter-parties do not fulfill their obligations, the Company may be exposed to risk. The risk of default depends on the creditworthiness of the counter-party or issuer of the instrument. It is the Company's policy to review, as necessary, the credit standing of each counter-party.

#### NOTE 5: COMMITMENTS AND CONTINGENCIES

#### Contingencies

The Company maintains bank accounts at financial institutions. These accounts are insured either by the Federal Deposit Insurance Commission ("FDIC"), up to \$250,000, or the Securities Investor Protection Corporation ("SIPC"), up to \$500,000. At times during the year, cash balances held in financial institutions were in excess of the FDIC and SIPC's insured limits. The Company has not experienced any losses in such accounts and management believes that it has placed its cash on deposit with financial institutions which are financially stable.

#### **Commitments**

The Company had no commitments, no contingent liabilities and had not been named as defendant in any lawsuit at December 31, 2016 or during the year then ended.

#### **NOTE 6: GUARANTEES**

FASB ASC 460, Guarantees, requires the Company to disclose information about its obligations under certain guarantee arrangements. FASB ASC 460 defines guarantees as contracts and indemnification agreements that contingently require a guarantor to make payments to the guaranteed party based on changes in an underlying factor (such as an interest or foreign exchange rate, security or commodity price, an index or the occurrence or nonoccurrence of a specified event) related to an asset, liability or equity security of a guaranteed party. This guidance also defines guarantees as contracts that contingently require the guarantor to make payments to the guaranteed party based on another entity's failure to perform under an agreement as well as indirect guarantees of indebtedness of others.

The Company has issued no guarantees at December 31, 2016 or during the year then ended.

# Meridian Capital, LLC **Notes to Financial Statements**

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### NOTE 7: SUBSEQUENT EVENTS

The Company has evaluated events subsequent to the balance sheet date for items requiring recording or disclosure in the financial statements. The evaluation was performed through the date the financial statements were available to be issued. Based upon this review, the Company has determined that there were no events which took place that would have a material impact on its financial statements.

#### NOTE 8: RECENTLY ISSUED ACCOUNTING STANDARDS

For the year ending December 31, 2016, various ASUs issued by the FASB were either newly issued or had effective implementation dates that would require their provisions to be reflected in the financial statements for the year then ended. The Company has either evaluated or is currently evaluating the implications, if any, of each of these pronouncements and the possible impact they may have on the Company's financial statements. In most cases, management has determined that the pronouncement has either limited or no application to the Company and, in all cases, implementation would not have a material impact on the financial statements taken as a whole. : 4

#### **NOTE 9: NET CAPITAL REQUIREMENTS**

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The Company is subject to the Securities and Exchange Commission Uniform Net Capital Rule (SEC 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 8 to 1. Rule 15c3-1 also provides that equity capital may not be withdrawn or cash dividends paid if the resulting net capital ratio would exceed 10 to 1. Net capital and aggregate indebtedness change day to day, but on December 31, 2016, the Company had net capital of \$225,379 which was \$197,410 in excess of its required net capital of \$27,969; and the Company's ratio of aggregate indebtedness of \$223,755 to net capital was 0.99 to 1.

# Meridian Capital, LLC Schedule I - Computation of Net Capital Requirements Pursuant to Rule 15c3-1 As of December 31, 2016

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Computation of net capital				
Members' Equity	\$	1,229,055		
Total Members' Equity			\$	1,229,055
Less: Non-allowable assets				
Account receivable		(975,931)		
Prepaid expenes		(4,953)		
Property and equipment		(22,792)		
Total non-allowable assets			<del></del>	(1,003,676)
Net Capital				225,379
Computation of net capital requirements Minimum net capital requirement				
12 1/2 percent of net aggregate indebtedness	\$	27,969		
Minimum dollar net capital required	<u>\$</u>	5,000		
Net capital required (greater of above)	,			27,969
Excess net capital			<u>\$</u>	197,410
Aggregate indebtedness			<u>\$</u>	223,755
Ratio of aggregate indebtedness to net capital	.*			0.99 : 1

There was a difference of \$29,204 between net capital computation shown here and the net capital conputation shown on the Company's unaudited Form X-17A-5 reported dated December 31, 2016.

Net capital per unaudited FOCUS Report	\$	254,583
Adjustments Members' Equity Non-allowable assets	(30,308) 1,104	
Net capital per audited financial statements	<u> </u>	(29,204) 225,379

See independent auditor's report

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### **Meridian Capital, LLC**

# Schedule II - Computation for Determination of the Reserve Requirements and Information Relating to Possession or Control Requirements For Brokers and Dealers Pursuant to SEC Rule 15c3-3

#### As of December 31, 2016

The Company is exempt from the provision of Rule 15c3-3 under paragraph (k)(2)(i) in that the Company carries no accounts, does not hold funds or securities for, or owe money or securities to customers. The Company will effectuate all financial transactions on behalf of its customers on a fully disclosed basis. Accordingly, there are no items to report under the requirements of this Rule.

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# Assertions Regarding Exemption Provisions

We, as members of management of Meridian Capital LLC ("the Company"), are responsible for compliance with the annual reporting requirements under Rule 17a-5 of the Securities Exchange Act of 1934. Those requirements compel a broker or dealer to file annuals reports with the Securities Exchange Commission (SEC) and the broker or dealer's designated examining authority (DEA). One of the reports to be included in the annual filing is an exemption report prepared by an independent public accountant based upon a review of assertions provided by the broker or dealer. Pursuant to that requirement, the management of the Company hereby makes the following assertions:

#### **Identified Exemption Provision:**

The Company claims exemption from the custody and reserve provisions of Rule 15c3-3 by operating under the exemption provided by Rule 15c3-3, Paragraph (k)(2)(i).

#### Statement Regarding Meeting Exemption Provision:

The Company met the identified exemption provision without exception throughout the period ending January 1, 2016 through December 31, 2016.

Meridian Capital LLC

By:

Brian Murphy - CEO and Managing Director

2/27/2017 (Date)

Meridian Capital, LLC Report on the SIPC Annual Assessment Pursuant to Rule 17a-5(e)4 For The Year End December 31, 2016



#### Report of Independent Registered Public Accounting Firm

We have reviewed management's statements, included in the accompanying Assertions Regarding Exemption Provisions, in which (1) Meridian Capital, LLC identified the following provisions of 17 C.F.R. § 15c3-3(k) under which Meridian Capital, LLC claimed an exemption from 17 C.F.R. § 240.15c3-3(k)(2)(i) (the "exemption provisions") and (2) Meridian Capital, LLC stated that Meridian Capital, LLC met the identified exemption provisions throughout the most recent fiscal year without exception. Meridian Capital, LLC'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 Meridian Capital, LLC'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.

mile R. Blandt

Breard & Associates, Inc. Certified Public Accountants

Seattle, Washington February 27, 2017

orar Corbin Avenue, Suite 170, Northridge, California 01324 plene 818,886,0040 Jax 818,886,1024 useb www.buietpa.com LOS ANDELES - CHICAGO NEW YORK - OARLAND SEVITER

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Meridian Capital, LLC Report on Exemption Provisions Report Pursuant to Provisions of 17 C.F.R. § 15c3-3(k) For The Year End December 31, 2016



BREARD & ASSOCIATES, INC.

Members Meridian Capital LLC

In accordance with Rule 17a-5(e)(4) under the Securities Exchange Act of 1934 and with the SIPC Series 600 Rules, we have performed the procedures enumerated below, which were agreed to by Meridian Capital LLC and the Securities Investor Protection Corporation ("SIPC") with respect to the accompanying General Assessment Reconciliation (Form SIPC-7) of Meridian Capital LLC (the "Company") for the year ended December 31, 2016, solely to assist you and SIPC in evaluating Meridian Capital LLC's compliance with the applicable instructions of the General Assessment Reconciliation (Form SIPC-7). 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 Public Company Accounting Oversight Board (United States). 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:

 Compared the listed assessment payments in Form SIPC-7 with respective cash disbursement records entries noting no differences;

Compared the Total Revenue amounts reported on the Annual Audited Report Form X-17A-

- 2. 5 Part III for the year ended December 31, 2016, with the Total Revenue amounts reported in Form SIPC-7 for the year ended December 31, 2016, noting no differences;
- Compared any adjustments reported in Form SIPC-7 with supporting schedules and working papers noting no differences;
- Recalculated 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
- 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.

We were not engaged to, and did not conduct an examination, the objective of which would be the expression of an opinion on compliance with the applicable instructions of the Form SIPC-7. 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.

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Breard & Associates, Inc. Certified Public Accountants

Seattle, Washington February 27, 2017

# Meridian Capital, LLC Schedule of Securities Investor Protection Corporation Assessments and Payments For The Year End December 31, 2016

	Aı	mount
Total assessment	\$	7,096
SIPC-6 general assessment		
Payment made on August 2, 2016		(4,438)
SIPC-7 general assessment		
Payment made on February 20, 2017		(2,658)
Total assessment balance		
(overpayment carried forward)	<u>\$</u>	-