

S

17017693



OMB APPROVAL

OMB Number: 3235-0123

May 31, 2017 Expires:

Estimated average burden hours per response..... 12.00

FACING PAGE

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

REPORT FOR THE PERIOD BEGINNING	01/01/16	AND ENDING	142631716
·	MM/DD/YY		MM/DD/YY
A. RE	GISTRANT IDENTIFICA	ATION	
NAME OF BROKER-DEALER: CGA Securities LLC		OFFICIAL USE ONLY	
ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)			FIRM I.D. NO.
9475 Deereco Road, Suite 300			
	(No. and Street)		
Timonium	Maryland		21093
(City)	(State)		(Zip Code)
NAME AND TELEPHONE NUMBER OF PRichard A. Jacobs	ERSON TO CONTACT IN RE	GARD TO THIS RE	EPORT 410-308-6210
			(Area Code – Telephone Number
B. ACC	COUNTANT IDENTIFIC	ATION	
INDEPENDENT PUBLIC ACCOUNTANT	whose opinion is contained in t	his Report*	
SC&H Group, LLC	•	· · · · · · · · · · · · · · · · · · ·	
	(Name - if individual, state last, firs	t, middle name)	
910 Ridgebrook Road	Sparks	MD	21152
(Address)	(City)	(State)	(Zip Code)
CHECK ONE:			
Certified Public Accountant			
Public Accountant			
Accountant not resident in Un	ited States or any of its possess	ions.	
	FOR OFFICIAL USE ON	LY	
	d		

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)

^{*}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)

OATH OR AFFIRMATION

I,	W. K	Kyle Gore	, swear (or affirm) that, to the best of
		nowledge and belief the accompanying financial statement a Securities LLC	
of	Dece	ecember 31 , 20 16	, are true and correct. I further swear (or affirm) that
		er the company nor any partner, proprietor, principal officer fied solely as that of a customer, except as follows:	r or director has any proprietary interest in any account
		-	Signature Managing Director
	K	Janus Heb Cleb	DAWN H. HOLSCHUH
	(a) (b) (c)	report ** contains (check all applicable boxes); a) Facing Page. b) Statement of Financial Condition. c) Statement of Income (Loss).	Notary Public State of Maryland Baltimore County My commission exp. May 19, 2020
	(e) (f) (g)	 Statement of Changes in Financial Condition. Statement of Changes in Stockholders' Equity or Partner. Statement of Changes in Liabilities Subordinated to Clair Computation of Net Capital. 	ms of Creditors.
	(i)	n) Computation for Determination of Reserve Requirements) Information Relating to the Possession or Control Requir) A Reconciliation, including appropriate explanation of the	rements Under Rule 15c3-3. Computation of Net Capital Under Rule 15c3-1 and the
		Computation for Determination of the Reserve Requirem A Reconciliation between the audited and unaudited Stat consolidation.	
$ \sqrt{} $	٠,	An Oath or Affirmation. A copy of the SIPC Supplemental Report.	
✓		n) A report describing any material inadequacies found to exis	st 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).

Financial Statements and Supplementary Information Pursuant To Rule 17a-5 Under The Securities Exchange Act of 1934

Together with Report of Independent Registered Public Accounting Firm For the Year Ended December 31, 2016

Balance Sheet As of December 31, 2016

		<u></u>
Assets		
Current Assets		
Cash	\$	228,735
Due from afilliate, net		149,595
Total Assets	\$	378,330
M	•	270 220
Member's Capital		378,330
Total Liabilities and Member's Capital	\$	378,330

The accompanying notes are an integral part of this financial statement.

Notes to the Financial Statements For the Year Ended December 31, 2016

1. DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Description of Business

CGA Securities LLC (CGA Securities or the Company), a Maryland limited liability company, is a broker-dealer registered with the United States Securities and Exchange Commission (SEC). CGA Securities (through predecessor entities) became an approved broker-dealer in 1993. The immediate predecessor to CGA Securities was acquired in October, 2012 by CGA Capital Holdings, LLC, the sole member of the Company. The Company's operations consist primarily of providing private placement services on behalf of affiliates, as described below, and executing secondary market private placements on behalf of institutional clients of CGA Securities.

The Company is a member of the Financial Industry Regulatory Authority, Inc. (FINRA), which came into existence as the result of the 2007 merger between the member regulatory operations of National Association of Securities Dealers, Inc. (NASD) and NYSE Group, Inc., and is registered to do business in the United States of America. The Company executes taxable private placements of debt financings secured by real property and other assets leased, generally, to investment-grade corporate users, the United States of America, state and local governments, municipalities, and not-for-profit organizations. Additionally, the Company may provide investment banking advice to owners and acquirers of net leased assets with regard to acquisitions, dispositions and recapitalizations. The Company is also approved to offer tax sheltered investments but currently does not do so.

Revenue Recognition

The Company recognizes revenues for placements when a placement is successfully completed based on the terms of the contract with a related counterparty. During 2016, such placements were executed on behalf of an affiliated entity. Investment banking revenue is recognized when earned.

Concentration of Credit Risk

The Company maintains all of its cash with one commercial bank. Accounts are guaranteed by the FDIC up to \$250,000 per depositor. The Company periodically maintains cash balances in excess of FDIC coverage. Management considers this to be a normal business risk.

Income Taxes

No provision for income taxes is recorded since the Company is recognized as a limited liability company for Federal and state income tax purposes. The sole Member of the Company, CGA Capital Holdings, LLC, reports the Company's taxable income or loss on its income tax return or the Members of CGA Capital Holdings, LLC report taxable income or loss on their respective income tax returns.

Notes to the Financial Statements For the Year Ended December 31, 2016

1. DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES -- cont'd.

Income Taxes - cont'd.

Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 740, *Income Taxes*, prescribes a recognition threshold and a measurement attribute for the financial statement recognition and measurement of tax positions taken or expected to be taken in a tax return as well as guidance on de-recognition, classification, interest and penalties and financial statement reporting disclosures.

For these benefits to be recognized, a tax position must be more-likely-than-not to be sustained upon examination by taxing authorities. The amount recognized is measured as the largest amount of benefit that is greater than fifty percent likely of being realized upon ultimate settlement. ASC 740 does not have an impact on the financial statements of the Company. The Company recognizes interest and penalties accrued on any unrecognized tax exposures as a component of income tax expense. The Company does not have any amounts accrued relating to interest and penalties as of December 31, 2016.

The Company is subject to routine audits by taxing jurisdictions; however, there are currently no audits in progress. The Company remains subject to examination by U.S. Federal and state taxing authorities for the years ended December 31, 2013 through 2016.

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 and disclosure of contingent assets and liabilities as of the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results may differ from those estimates.

Subsequent Events

The Company evaluated for disclosure any subsequent events through March 1, 2017, the date the financial statements were available to be issued, and determined there were no material events that warrant disclosure.

2. NET CAPITAL REQUIREMENTS

The Company is subject to the Securities and Exchange Commission Uniform Net Capital Rule (SEC Rule 15c3-1), which requires the maintenance of a minimum amount of net capital of \$5,000 and also requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1. Net capital and aggregate indebtedness changes from day to day, but as of December 31, 2016, the Company's net capital totaled \$228,330 and its ratio of indebtedness to net capital was 0.00 to 1.

Notes to the Financial Statements For the Year Ended December 31, 2016

2. NET CAPITAL REQUIREMENTS - cont'd.

The Company is subject to the provisions of Rule 15c3-3 of the Securities and Exchange Commission. However, the Company operates pursuant to the exemptive provisions of paragraph (k)(2)(i) of Rule 15c3-3. By operating under this exemption, the Company is prohibited from carrying client margin accounts, or otherwise holding client funds or securities, or performing custodial duties with respect to clients' securities. Therefore, the Company is not required to maintain a "Special Reserve Bank Account for the Exclusive Benefit of Customers."

3. RELATED PARTIES

The Company recognizes revenues for placements when a placement is successfully completed based on the terms of their contract. The Company has an ongoing contract with CGA Mortgage Capital, LLC (CGAMC), a related party sharing common ownership. This contract originally ran through December 31, 2015, whereby the Company was the exclusive placement agent for CGAMC. That agreement was extended through December 31, 2018. The Company's compensation on each transaction is determined based on a Form of Compensation and Understanding agreement signed by the Company and CGAMC.

Certain members of management of the Company are also owners of related party companies including the sole member of the Company. These parties are related to the Company by common ownership. Certain sales personnel are employees of a related party company and their services are leased to the Company. Salaries, related taxes, and fringes were paid by related parties and reimbursed by the Company and totaled \$763,088 during the year ended December 31, 2016. Revenues for work performed for these related parties totaled 100% of total revenues for the year ended December 31, 2016.

The Company leases office space on a month-to-month basis from CGA Capital, LLC (CGA Capital). Rent expense is covered under the Office Sharing agreement, which includes an allocation of rent, communications, information technology, etc., and totaled \$64,038 during the year ended December 31, 2016.

CGA Capital will periodically pay expenses for the Company and are reimbursed by the Company when incurred, not less frequently than monthly.

As of December 31, 2016, revenue totaling \$150,000 was due from CGA Capital for a placement that closed in December, 2016 and is shown net of amounts due to the affiliate of \$405. The balance was received by the Company in January, 2017.



Expertise That Works

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Member of CGA Securities LLC:

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

Start lawy Howing P.A

March 1, 2017

y pie