

BCS AMERICAS, INC

STATEMENT OF FINANCIAL CONDITION

DECEMBER 31, 2016

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

OMB APPROVAL	
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**ANNUAL AUDITED REPORT
FORM X-17A-5
PART III**

SEC FILE NUMBER
8- 51950

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 12/31/16
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: BCS Americas, Inc

OFFICIAL USE ONLY

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)

FIRM I.D. NO.

1270 Avenue of the Americas, Suite 1805

(No. and Street)

New York

NY

10020

(City)

(State)

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

David Denson

212 421 7500

(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

WeiserMazars LLP

(Name - if individual, state last, first, middle name)

60 Crossways Park Drive West

Woodbury

NY

11797

(Address)

(City)

(State)

(Zip Code)

CHECK ONE:

☒

Certified Public Accountant

☐

Public Accountant

☐

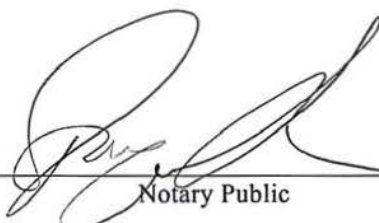
Accountant not resident in United States or any of its possessions.

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)

OATH OR AFFIRMATION

I, David Denson, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of BCS Americas, Inc., as of December 31, 20 16, 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:


Notary Public

2/27/17



Signature

PRESIDENT

Title

DOMINIQUE HICKS
Notary Public, State of New York
Registration #01HI6291660
Qualified In Queens County
Commission Expires October 21, 2017

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

- ☒ (a) Facing Page.
- ☒ (b) Statement of Financial Condition.
- ☐ (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.
- ☒ (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).**

BCS AMERICAS, INC

DECEMBER 31, 2016

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Report of Independent Registered Public Accounting Firm

To the Directors of
BCS Americas, Inc. (f/k/a Alforma Capital Markets, Inc.)

We have audited the accompanying statement of financial condition of BCS Americas, Inc. (the "Company") as of December 31, 2016. This financial statement is the responsibility of BCS Americas, Inc.'s management. Our responsibility is to express an opinion on this financial statement 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 statement is free of material misstatement. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statement. 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 BCS Americas, Inc. as of December 31, 2016, in conformity with accounting principles generally accepted in the United States.

The accompanying financial statement has been prepared assuming that the Company will continue as a going concern. As discussed in Note 1 to the financial statements, the Company has had limited operations in 2016 as BCS Americas, Inc., was recently acquired and the new shareholder is still in the process of setting up operations. Although the shareholder committed funds to purchase the broker-dealer, the Company currently has no revenue stream and will require additional capital infusions to finance operations. This condition raises substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

WeiserMazars LLP

February 28, 2017

WEISERMAZARS LLP

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WEISERMAZARS LLP IS AN INDEPENDENT MEMBER FIRM OF MAZARS GROUP.

BCS AMERICAS, INC
STATEMENT OF FINANCIAL CONDITION
DECEMBER 31, 2016

ASSETS

Cash	\$ 351,857
Due from clearing broker	389,379
Furniture, equipment and leasehold improvements, net of accumulated depreciation of \$55,709	39,916
Other assets	<u>105,063</u>
Total assets	<u>\$ 886,215</u>

LIABILITIES AND SHAREHOLDER'S EQUITY

Liabilities:	
Accrued expenses	<u>\$ 61,759</u>
Commitments and contingencies	
Shareholder's equity:	
Preferred stock - no par value; 500 shares authorized, none issued	
Common stock - no par value; 500 shares authorized, 187 shares issued and outstanding	\$ 11,500
Additional paid in capital	12,000,000
Accumulated deficit	<u>(11,187,044)</u>
Total shareholder's equity	<u>824,456</u>
Total liabilities and shareholder's equity	<u>\$ 886,215</u>

See notes to the financial statement

BCS AMERICAS, INC
NOTES TO THE STATEMENT OF FINANCIAL CONDITION
DECEMBER 31, 2016

1. ORGANIZATION AND DESCRIPTION OF BUSINESS

BCS Americas, Inc. (fka Alforma Capital Markets, Inc.) (the "Company") is a broker-dealer in securities registered with the Securities and Exchange Commission (the "SEC") and is a member of the Financial Industry Regulatory Authority ("FINRA") and the Securities Investor Protection Corporation ("SIPC"). The Company provides brokerage and investment services as an introducing broker for U.S. institutional clients investing in Russia and the Commonwealth of Independent States. On June 29, 2016, the Company was acquired by FG BCS Limited (the "Parent").

BCS Americas, Inc. has had limited operations in 2016. As the Company was recently acquired, the new shareholder is still in the process of setting up operations. Although the shareholder committed funds to purchase the broker dealer, the Company currently has no revenue stream and will require additional capital infusions to finance operations. It is the shareholders intent to fund these operational short falls until such time the Company can generate sufficient revenue to cover its operating expenses. As of the date of this report, the Company has not received or required any such capital infusions. The above condition raises substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Furniture, equipment and leasehold improvements, net

Depreciation and amortization of furniture, equipment and leasehold improvements is provided for on a straight-line basis over the estimated useful lives of such assets. Estimated useful lives of the furniture, equipment, and leasehold improvements are from five to seven years.

Income taxes

Income taxes are determined on an asset and liability approach for financial accounting and reporting of income taxes. Deferred income taxes are recognized for the tax consequences in future years of differences between the tax bases of assets and liabilities and their financial reporting amounts at each year end based on enacted tax laws and statutory tax rates applicable to the periods in which the differences are expected to affect taxable income. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized.

The types of temporary differences between the tax bases of assets and liabilities and their financial reporting amounts generally relate to differences between depreciation methods used for book and tax purposes.

BCS AMERICAS, INC
NOTES TO THE STATEMENT OF FINANCIAL CONDITION
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2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Concentration of risk

The Company maintains cash in bank accounts which, at times, may exceed federally insured limits. The Company has not experienced any losses in such accounts and does not believe it is exposed to any significant credit risk on cash.

The Company maintains cash balances at a bank in a foreign country. At December 31, 2016 such cash balances amount to \$284,300.

Uncertain tax positions

The Company has adopted the provisions of Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) No. 740, Income Taxes. As a result of the implementation of ASC No. 740, the Company has not recognized any respective liability for unrecognized tax benefits, as it has no known tax positions that would subject the Company to any material income tax exposure. The tax years that remain subject to examination are the periods beginning on January 1, 2013 for all major tax jurisdictions.

Use of estimates

The preparation 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 certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

3. FURNITURE, EQUIPMENT AND LEASEHOLD IMPROVEMENTS, net

As of December 31, 2016, furniture, equipment and leasehold improvements consist of the following:

Furniture and fixtures	\$ 15,037
Leasehold improvements	35,177
Office equipment	45,411
	<u>95,625</u>
Less: accumulated depreciation and amortization	55,709
	<u>\$ 39,916</u>

BCS AMERICAS, INC
NOTES TO THE STATEMENT OF FINANCIAL CONDITION
DECEMBER 31, 2016

4. CLEARANCE AGREEMENT

The Company has entered into an agreement with a clearing broker to execute and clear, on a fully disclosed basis, customer and proprietary accounts of the Company. As part of the agreement, the clearing broker executes orders, settles contracts and transactions in securities, and engages in all cashiering functions, including the receipt, delivery, and transfer of securities purchased, sold, borrowed or loaned and the receipt and distribution of interest and principal payments. As of December 31, 2016, the balance consisted of monies held at the clearing broker in the amount of \$289,379 and a clearing deposit of \$100,000 on the Statement of Financial Condition.

5. INCOME TAXES

At December 31, 2016, the Company had net operating loss carryforwards for income tax purposes of approximately \$1,300,000, which are available to offset federal taxable income through 2036. The carryforwards resulted in a deferred tax asset of approximately \$261,000 at December 31, 2016, for which the Company has provided a full valuation allowance due to the uncertainty about future realization of this tax benefit. The valuation allowance decreased by approximately \$1,728,000 during the year ended December 31, 2016.

As a result of a change in ownership the Company's net operating loss carryforwards are limited pursuant to section 382 of the Internal Revenue Code. As a result, the net operating loss carryforwards and the resulting deferred tax asset and valuation allowance have been reduced to reflect this limitation.

6. COMMITMENTS

The Company is obligated under non-cancelable lease agreements for office space expiring through January 2022. In general, the terms of the lease agreements require the Company to pay for insurance, taxes, and other costs relative to the leased property.

As of December 31, 2016, the future minimum rental payments under this non-cancellable lease are as follows:

2017	\$ 174,059
2018	189,882
2019	189,882
2020	189,882
2021	189,882
Thereafter	15,826
	<u><u>\$ 949,413</u></u>

BCS AMERICAS, INC
NOTES TO THE STATEMENT OF FINANCIAL CONDITION
DECEMBER 31, 2016

7. OFF-BALANCE SHEET RISK

The Company may be liable for charge backs on introduced customer accounts carried by the clearing broker. In addition, the Company may be exposed to off balance sheet credit risk in the event the clearing broker is unable to fulfill its contractual obligations.

8. NET CAPITAL REQUIREMENTS

The Company is subject to the uniform net capital requirements of Rule 15c3-1 of the Securities and Exchange Act, as amended, which requires the Company to maintain, at all times, sufficient liquid assets to cover indebtedness. In accordance with the Rule, the Company is required to maintain defined minimum net capital of the greater of \$250,000 or 6 2/3% of aggregate indebtedness.

At December 31, 2016, the Company had net capital, as defined, of \$395,005, which exceeded the required minimum net capital of \$250,000 by \$145,005. Aggregate indebtedness at December 31, 2016 totaled \$61,759. The Company's percentage of aggregate indebtedness to net capital was 15.63%.

9. SUBSEQUENT EVENTS

Management of the Company has evaluated events and transactions that have occurred since December 31 2016, through the date of this report and determined that there are no material events that would require disclosures in the Company's financial statements.