

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

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

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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 1/1/2018 AND ENDING 12/31/2018
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: Wall Street Access

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

100 Wall Street , Suite 804

OFFICIAL USE ONLY

FIRM I.D. NO.

NEW YORK
(City)

NEW YORK
(No. and Street)
(State)

10005
(Zip Code)

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

Arthur Goetchius

212 709-9453

(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

WithumSmith+Brown, PC

1411 BROADWAY, 9th FLOOR
(Address)

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

NEW YORK
(City)

NEW YORK
(State)

10018
(Zip Code)

CHECK ONE:



Certified Public Accountant



Public Accountant



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

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*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, Arthur Goetchius, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Wall Street Access, as of December 31, 20 18, 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:

GREGORY D. VISCOVICH
NOTARY PUBLIC-STATE OF NEW YORK
No. 01VI6213234
Qualified in Nassau County
My Commission Expires November 02, 2021

Arthur Goetchius
Signature

CEO
Title

[Signature]
Notary Public

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

- ☒ (a) Facing Page.
- ☒ (b) Statement of Financial Condition.
- ☒ (c) Statement of Income (Loss) or, if there is other comprehensive income in the period(s) presented, a Statement of Comprehensive Income (as defined in §210.1-02 of Regulation S-X).
- ☒ (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).

WALL STREET ACCESS (a general partnership)

FINANCIAL STATEMENTS
AND
REPORT OF INDEPENDENT REGISTERED
PUBLIC ACCOUNTING FIRM
(WITH SUPPLEMENTAL INFORMATION)
DECEMBER 31, 2018

(CONFIDENTIAL PURSUANT TO RULE 17a-5(e)(3))

WALL STREET ACCESS (a general partnership)

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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Management and Partners of
Wall Street Access (a general partnership)

Opinion on the Financial Statements

We have audited the accompanying statement of financial condition of Wall Street Access (a general partnership) (the "Company"), as of December 31, 2018, and the related statements of operations, changes in partners' capital and cash flows for the year then ended and the related notes and schedules (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2018, and the results of its operations and its cash flows for the year ended December 31, 2018, in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

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 are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) ("PCAOB") and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. Our audit included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audit also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion.

Supplemental Information

The supplemental information, the Computation of Net Capital under Rule 15c3-1 of the Securities and Exchange Commission and the Computation for Determination of Reserve Requirements and Information Relating to Possession or Control Requirements Under Rule 15c3-3 of the Securities and Exchange Commission, has 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 supplementary information, we evaluated whether the supplementary information, including its form and content, is presented in conformity with 17 C.F.R. § 240.17a-5. In our opinion, the supplemental information is fairly stated, in all material respects, in relation to the financial statements as a whole.

WithumSmith+Brown, PC

We have served as the Company's auditor since 2016.

Whippany, New Jersey
February 28, 2019

WALL STREET ACCESS (a general partnership)

STATEMENT OF FINANCIAL CONDITION

December 31, 2018

ASSETS

Cash and cash equivalents	\$	133,007
Cash, segregated for the exclusive benefit of customers		467,683
Investments owned, at fair value		61,754,399
Due from broker, including clearing deposits of \$413,000		3,118,267
Due from affiliates		623,040
Property and equipment, net		236,989
Commissions and fees receivable		236,881
Accrued interest receivable		353,199
Prepaid expenses and other assets		<u>329,291</u>
Total assets	\$	<u>67,252,756</u>

LIABILITIES AND PARTNERS' CAPITAL

Liabilities

Securities sold, not yet purchased, at fair value	\$	11,697,162
Due to broker		33,086,674
Accounts payable and accrued expenses		939,746
Employee compensation payable		2,051,415
Due to affiliates		<u>648,630</u>
Total liabilities		<u>48,423,627</u>

Partners' capital

Total liabilities and partners' capital	\$	<u>67,252,756</u>
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WALL STREET ACCESS (a general partnership)

STATEMENT OF OPERATIONS

Year Ended December 31, 2018

Revenues

Commissions and fees	\$ 9,441,125
Investment gains and losses, net	(899,418)
Gains on securities trading	9,533,608
Dividends and interest	907,205
Other income	37,158

Total revenues

19,019,678

Expenses

Employee compensation and benefits	10,325,385
Clearing, exchange and execution	4,824,812
Communications and data processing	2,106,852
Occupancy and related expenses	458,630
Professional services	311,628
Depreciation and amortization	73,021
Equipment rental	370,284
Travel and transportation	98,911
Dues and assessments	132,536
Insurance	195,381
Promotion	19,467
Regulatory	62,357
Printing, postage and office supplies	51,291
Expense sharing allocation	(261,270)
Other expenses	406,650

Total expenses

19,175,935

Net loss

\$ (156,257)

WALL STREET ACCESS (a general partnership)

STATEMENT OF CHANGES IN PARTNERS' CAPITAL

Year Ended December 31, 2018

Partners' capital, beginning of year	\$ 20,783,199
Capital distributions	(1,797,813)
Net loss	<u>(156,257)</u>
Partners' capital, end of year	<u>\$ 18,829,129</u>

WALL STREET ACCESS (a general partnership)

STATEMENT OF CASH FLOWS

Year Ended December 31, 2018

Cash flows from operating activities

Net loss	\$	(156,257)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Depreciation and amortization		73,021
Changes in operating assets and liabilities:		
Investments owned, at fair value		254,044
Due from broker		(2,574,652)
Due from affiliates		(355,254)
Commissions and fees receivable		(109,930)
Accrued interest receivable		(163,750)
Prepaid expenses and other assets		111,936
Securities sold, not yet purchased, at fair value		(7,241,602)
Due to broker		10,963,310
Accounts payable and accrued expenses		349,361
Employee compensation payable		904,422
Due to affiliates		141,199

Net cash provided by operating activities

2,195,848

Cash flows from investing activities

Purchases of property and equipment	(177,258)
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Cash flows from financing activities

Capital distributions	(1,797,813)
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Net change in cash and cash equivalents

220,777

Cash and cash equivalents including segregated cash, beginning of year

Cash and cash equivalents	196,428	
Segregated cash	183,485	
		<hr/> 379,913

Cash and cash equivalents including segregated cash, end of year

Cash and cash equivalents	133,007
Segregated cash	467,683

Cash and cash equivalents including segregated cash, end of year

\$ 220,777

WALL STREET ACCESS (a general partnership)

NOTES TO FINANCIAL STATEMENTS

1. Nature of business

Wall Street Access ("WSA" or the "Partnership") is a New York general partnership between DPK Securities, LLC and Denis P. Kelleher, LLC (the "General Partners"). The General Partners are single-member LLCs owned by Wall Street Access, LLC. Wall Street Access, LLC is owned 100% by Wall Street Access Corporation (the "Parent.") WSA provides securities research and brokerage execution to institutional customers and acts as an equities market maker and a fixed income securities dealer to institutional customers and other broker-dealers. In addition, WSA is engaged in proprietary trading of securities for its own account.

WSA is a broker-dealer formed under the Securities Exchange Act of 1934 and is registered with the Securities and Exchange Commission (the "SEC"). WSA is a member of the Financial Industry Regulatory Authority, Inc. ("FINRA"), and New York Stock Exchange, Inc. (the "NYSE").

2. Summary of significant accounting policies

Basis of Presentation

The financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("GAAP").

Cash Equivalents

The Partnership considers all highly liquid investment instruments with original maturities of 90 days or less to be cash equivalents.

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

Property and Equipment

Property, equipment and leasehold improvements are recorded at cost less accumulated depreciation and amortization, respectively, using the straight-line method over the estimated useful lives of the assets or, for leasehold improvements, the lesser of the useful life of the improvements or the term of the lease. Fixed assets are depreciated over three to five years.

Valuation of Investments and Securities Sold, Not Yet Purchased, at Fair Value - Definition and Hierarchy

In accordance with GAAP, fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (i.e., the "exit price") in an orderly transaction between market participants at the measurement date.

In determining fair value, the Partnership uses various valuation approaches. GAAP establishes a fair value hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are those that market participants would use in pricing the asset or liability based on market data obtained from sources independent of the Partnership. Unobservable inputs reflect the Partnership's assumptions about the inputs market participants would use in pricing the asset or liability developed based on the best information available in the circumstances. The fair value hierarchy is categorized into three levels based on the inputs as follows:

WALL STREET ACCESS (a general partnership)

NOTES TO FINANCIAL STATEMENTS

Level 1 - Valuations based on unadjusted quoted prices in active markets for identical assets or liabilities that the Partnership has the ability to access. Valuation adjustments and block discounts are not applied to Level 1 securities. Since valuations are based on quoted prices that are readily and regularly available in an active market, valuation of these securities does not entail a significant degree of judgment.

Level 2 - Valuations based on quoted prices in markets that are not active or for which all significant inputs are observable, either directly or indirectly.

Level 3 - Valuations based on inputs that are unobservable and significant to the overall fair value measurement.

The availability of valuation techniques and observable inputs can vary from investment to investment and is affected by a wide variety of factors including, the type of investment, whether the investment is new and not yet established in the marketplace, and other characteristics particular to the transaction. To the extent that valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgment. Those estimated values do not necessarily represent the amounts that may be ultimately realized due to the occurrence of future circumstances that cannot be reasonably determined. Because of the inherent uncertainty of valuation, those estimated values may be materially higher or lower than the values that would have been used had a ready market for the securities existed. Accordingly, the degree of judgment exercised by the Partnership in determining fair value is greatest for securities categorized in Level 3. In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the level in the fair value hierarchy within which the fair value measurement in its entirety falls, is determined based on the lowest level input that is significant to the fair value measurement.

Fair value is a market-based measure considered from the perspective of a market participant rather than an entity-specific measure. Therefore, even when market assumptions are not readily available, the Partnership's own assumptions are set to reflect those that market participants would use in pricing the asset or liability at the measurement date. The Partnership uses prices and inputs that are current as of the measurement date, including periods of market dislocation. In periods of market dislocation, the observability of prices and inputs may be reduced for many securities. This condition could cause a security to be reclassified to a lower level within the fair value hierarchy.

Transfers between levels are recognized at the beginning of the report period.

Valuation Techniques

The Partnership values investments in preferred and common stock, exchanged traded funds, mutual funds, limited partnerships, corporate bonds and securities sold, not yet purchased that are freely tradable and are listed on a national securities exchange or reported on the NASDAQ national market at their last sales price as of the last business day of the year.

Many cash and over-the-counter ("OTC") contracts have bid and ask prices that can be observed in the marketplace. Bid prices reflect the highest price that the marketplace participants are willing to pay for an asset. Ask prices represent the lowest price that the marketplace participants are willing to accept for an asset. For those securities whose inputs are based on bid-ask prices, the Partnership's valuation policies do not require that fair value always be a predetermined point in the bid-ask range. The Partnership's policy for securities traded in the OTC markets and listed securities for which no sale was reported on that date are valued at their last reported "bid" price if held long, and last reported "asked" price if sold short. Fair value for many cash and OTC contracts are derived using pricing models. Pricing models take into account the contract terms (including maturity) as well as multiple inputs, including, where applicable, time value, implied volatility, equity prices, interest rate yield curves, prepayment speeds, interest rates, loss severities, credit risks, credit curves, default rates and currency rates.

WALL STREET ACCESS (a general partnership)

NOTES TO FINANCIAL STATEMENTS

Investments in Private Investment Companies

Investments in private investment companies are valued, as a practical expedient, utilizing the net asset valuations provided by the underlying private investment companies, without adjustment, when the net asset valuations of the investments are calculated (or adjusted by the Partnership if necessary) in a manner consistent with GAAP for investment companies. The Partnership applies the practical expedient to its investments in private investment companies on an investment-by-investment basis, and consistently with the Partnership's entire position in a particular investment, unless it is probable that the Partnership will sell a portion of an investment at an amount different from the net asset valuation or in other situations where the practical expedient is not available, the Partnership considers other factors in addition to the net asset valuation, such as features of the investment, including subscription and redemption rights, expected discounted cash flows, transactions in secondary markets, bids received from potential buyers, and overall market conditions in its determination of fair value.

At December 31, 2018, the Partnership had investments in private investment companies of \$900,134 measured using net asset value as a practical expedient.

Investment in Private Operating Companies

The Partnership's investments in private operating companies consist of common stock and membership interests. The transaction price, excluding transaction costs, is typically the Partnership's best estimate of fair value at inception. When evidence supports a change to the carrying value from the transaction price, adjustments are made to reflect expected exit values in the investment's principal market under current market conditions. Ongoing reviews by the Partnership's management are based on an assessment of trends in the performance of each underlying investment from the inception date through the most recent valuation date. These assessments typically incorporate valuation methodologies that consider the evaluation of arm's length financing and sale transactions with third parties. These investments in private operating companies are generally included in Level 3 of the fair value hierarchy.

Fair Value - Valuation Processes

The Partnership establishes valuation processes and procedures to ensure that the valuation techniques for investments that are categorized within Level 3 of the fair value hierarchy are fair, consistent, and verifiable. The Partnership designates the Management to oversee the entire valuation process of the Partnership's Level 3 investments. Management is separate from the Partnership's portfolio management and deal team, and reports to the Partnership's management. The Management is responsible for developing the Partnership's written valuation processes and procedures, conducting periodic reviews of the valuation policies, and evaluating the overall fairness and consistent application of the valuation policies.

Management reviews investments on a monthly basis, or more frequently as needed, to determine the valuations of the Partnership's Level 3 investments. Valuations determined by the Partnership are required to be supported by market data, industry accepted third-party pricing models, or other methods that Management deems to be appropriate, including the use of internal proprietary pricing models.

Since December 31, 2017, there have been no changes in valuation techniques within Level 2 and 3 fair value hierarchy that have made a material impact on the valuation of financial instruments.

WALL STREET ACCESS (a general partnership)

NOTES TO FINANCIAL STATEMENTS

Revenue Recognition

Transactions in securities owned and securities sold, not yet purchased, are recorded on a trade-date basis. Realized and unrealized gains and losses are reflected net in investment gains and losses on the statement of operations. The Partnership also earns trading profits on equity securities.

Gains on securities trading were earned by the Partnership by making markets in equities.

Dividends are recorded on the ex-dividend date.

Interest revenue represents the Partnership's participation in the net interest income on customer debit and credit balances through a clearing agreement with the Partnership's principal clearing broker. Interest income is recognized on an accrual basis. The Partnership also pays interest expense to its clearing broker to finance its proprietary trading and earns coupon interest on these positions.

Order flow rebates, earned from various brokers in exchange for routing trades to them for execution, are recorded on a trade-date basis and included in other income on the statement of operations.

Revenue Recognition from Contracts with Customers

Effective January 1, 2018, the Partnership adopted ASC Topic 606, Revenue from Contracts with Customers ("ASC Topic 606"). The new revenue recognition guidance requires that an entity recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The guidance requires an entity to follow a five step model to (a) identify the contract(s) with a customer, (b) identify the performance obligations in the contract, (c) determine the transaction price, (d) allocate the transaction price to the performance obligations in the contract, and (e) recognize revenue when (or as) the entity satisfies a performance obligation. In determining the transaction price, an entity may include variable consideration only to the extent that it is probable that a significant reversal in the amount of cumulative revenue recognized would not occur when the uncertainty associated with the variable consideration is resolved. The Partnership applied the modified retrospective method of adoption which resulted in no adjustment as of January 1, 2018.

The Partnership enters into contracts with customers with respect to the execution services provided to customers. Customers are charged a commission each time they enter into a buy or sell transaction. Commissions and related clearing charges are recorded on a trade date basis because that is when the underlying financial instrument and counterparties are identified, pricing is agreed upon and risks of ownership transfer to the customer.

The Partnership also permits certain customers to allocate a portion of their commissions to pay for research and other services provided by third party vendors ("soft dollar arrangements"). Soft dollar commissions and related expenses are recorded when the Partnership pays an invoice on behalf of its customer. The Partnership has determined itself to be acting as an agent under the soft dollar arrangement and records commissions on soft dollar transactions net of related expenses.

Contract liabilities arise when customers remit contractual cash payments in advance of the Company satisfying its performance obligations under the contract and are derecognized when the revenue associated with the contract is recognized when the performance obligation is satisfied.

The Partnership had a contract liability balance of \$60,325 on January 1, 2018 and \$332,137 on December 31, 2018. The Partnership recognized \$60,325 in income in 2018.

WALL STREET ACCESS (a general partnership)

NOTES TO FINANCIAL STATEMENTS

Commission Expense

The Partnership ensures that any soft dollar arrangements with customers fall within the safe harbor provisions of Rule 28(e) of the Securities Exchange Act of 1934 ("Rule 28(e)"), as amended, which provides for the payment of research, brokerage, quote services and other expenses permissible by Rule 28(e). Amounts due under these agreements are included in accounts payable and accrued expenses on the statement of financial condition.

Income Taxes

The Partnership is a disregarded subsidiary in the Parent's consolidated tax return. The Parent pays no federal or state income taxes. The Parent is subject to certain local taxes including New York City general corporation business tax. Income taxes are allocated to the Parent's subsidiaries on a separate return basis. The determination of the Partnership's provision for income taxes requires significant judgment, the use of estimates, and the interpretation and application of complex tax laws. Significant judgment is required in assessing the timing and amounts of deductible and taxable items and the probability of sustaining uncertain tax positions. The benefits of uncertain tax positions are recorded in the Partnership's financial statements only after determining a more-likely-than-not probability that the uncertain tax positions will withstand challenge, if any, from tax authorities. When facts and circumstances change, the Partnership reassesses these probabilities and records any changes in the financial statements as appropriate. Accrued interest and penalties related to income tax matters are classified as a component of income tax expense.

In accordance with GAAP, the Partnership is required to determine whether a tax position of the Partnership is more likely than not to be sustained upon examination by the applicable taxing authority, including resolution of any related appeals or litigation processes, based on the technical merits of the position. The tax benefit to be recognized is measured as the largest amount of benefit that is greater than fifty percent likely of being realized upon ultimate settlement. De-recognition of a tax benefit previously recognized could result in the Partnership recording a tax liability that would reduce partners' capital. This policy also provides guidance on thresholds, measurement, de-recognition, classification, interest and penalties, accounting in interim periods, disclosure, and transition that is intended to provide better financial statement comparability among different entities. Management's conclusions regarding this policy may be subject to review and adjustment at a later date based on factors including, but not limited to, on-going analyses of and changes to tax laws, regulations and interpretations thereof.

The Parent files its income tax returns in the U.S. federal and various state and local jurisdictions. Generally, the Parent and its subsidiary companies are no longer subject to income tax examinations by major taxing authorities for years prior to 2016. Any potential examinations may include questioning the timing and amount of deductions, the nexus of income among various tax jurisdictions and compliance with U.S. federal, state and local tax laws. The Partnership's management does not expect that the total amount of unrecognized tax benefits will materially change over the next twelve months.

At December 31, 2018, Wall Street Access Corp's consolidated tax group has a New York City net operating loss carryforward ("NOL") of approximately \$5,059,000, which expires in 2032. The deferred tax asset from the Partnership's NOL is approximately \$97,000. A valuation allowance for the full amount of the deferred tax asset has been established. The valuation allowance decreased by approximately \$104,000 at December 31, 2018.

Use of Estimates

The preparation of financial statements in conformity with GAAP 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.

WALL STREET ACCESS (a general partnership)

NOTES TO FINANCIAL STATEMENTS

Fair Value of Financial Instruments

The financial instruments of the Partnership are reported in the statement of financial condition at fair value or at carrying amounts that approximate fair value because of the short maturity of the instruments.

Transactions in securities owned and securities sold, not yet purchased, are recorded on a trade-date basis. Realized and unrealized gains and losses are reflected net in investment gains and losses on the statement of operations. The Partnership also earns trading profits on equity securities.

Recently Issued Accounting Pronouncements

In November 2016, the FASB issued guidance which reduced the diversity in practice as to how changes in restricted cash are presented and classified in the statement of cash flows. The guidance required that the statement of cash flows explain the change during the period in the total cash, cash equivalents, and amounts generally described as restricted cash or restricted cash equivalents. Therefore, amounts generally described as cash and restricted cash equivalents should be included with cash and cash equivalents when reconciling the beginning-of-period and end-of-period total amounts shown on the statement of cash flows. The Partnership adopted the guidance as of January 1, 2018. Upon adoption, changes in restricted cash, which had previously been as operating activities, are now included with beginning and ending cash and cash equivalents, including restricted equivalents in our statement of cash flows.

In February 2016, the FASB issued guidance which amends and supersedes its previous guidance regarding leases. The new guidance requires the lessee to recognize the right to use assets and lease liabilities that arise from leases and present them in its statement of financial condition. The recognition of these assets and lease liabilities represent a change from previous GAAP, which did not require lease and lease liabilities to be recognized for most leases. The recognition, measurement and presentation of expenses and cash flows arising from a lease by a lessee have not significantly changed from previous US GAAP. There continues to be a differentiation between finance and operating leases. However, the principal difference from previous guidance is that the lease liabilities arising from operating leases should be recognized in the statement of financial condition. The guidance will become effective on January 1, 2019. The effect of grossing up the assets and liabilities and of January 1, 2019 will be approximately \$360,000.

3. Fair value measurements

The Partnership's assets and liabilities recorded at fair value have been categorized based upon a fair value hierarchy in accordance with GAAP. See Note 2 for a discussion of the Partnership's policies. The following table presents information about the Partnership's assets and liabilities measured at fair value as of December 31, 2018:

WALL STREET ACCESS (a general partnership)

NOTES TO FINANCIAL STATEMENTS

	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Assets				
Investments (at fair value)				
Corporate bonds		\$ 3,524,259		\$ 3,524,259
Municipal bonds		25,600,061		25,600,061
Certificates of deposit		18,148,972		18,148,972
U.S. Treasury bonds		325,565		325,565
Exchange traded funds				
Financial institutions	734,490			734,490
Natural resources	95,346			95,346
Data processing	49,274			49,274
Limited partnerships				
Electrical services	20,718			20,718
Preferred stocks				
Natural resources	16,906			16,906
Common stocks				
Financial institutions	820,221			820,221
Computer hardware & software	1,689,830			1,689,830
Natural resources	170,614			170,614
Insurance	2,448,552			2,448,552
Home furnishings	5,248			5,248
Data processing	122,930			122,930
Medical	787,158			787,158
Travel	317,848			317,848
Electrical services	241,417			241,417
Communications	140,737			140,737
Healthcare	42,000			42,000
Other	743,315			743,315
Investments in private operating companies				
Financial institutions				-
Real estate			307,618	307,618
Mutual funds			500,000	500,000
Financial institutions	4,001,186			4,001,186
	12,447,790	47,598,857	807,618	60,854,265
Investments valued using practical expedient				900,134
Total	\$ 12,447,790	\$ 47,598,857	\$ 807,618	\$ 61,754,399

WALL STREET ACCESS (a general partnership)

NOTES TO FINANCIAL STATEMENTS

	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Liabilities				
Investments (at fair value)				
Corporate bonds		\$ 2,673,035	\$ -	\$ 2,673,035
US Treasuries		7,552,933		7,552,933
Municipal bonds		24,516		24,516
Future	81,175			81,175
Common stock				
Financial Institutions	1,197,160			1,197,160
Electrical services	81,075			81,075
Other	87,268			87,268
Total	\$ 1,446,678	\$ 10,250,484	\$ -	\$ 11,697,162

The following table presents additional information about Level 3 assets and liabilities measured at fair value. Both observable and unobservable inputs may be used to determine the fair value of positions that the Partnership has classified within the Level 3 category. As a result, the unrealized gains and losses for assets and liabilities within the Level 3 category may include changes in fair value that were attributable to both observable (e.g., changes in market interest rates) and unobservable (e.g., changes in unobservable long-dated volatilities) inputs.

Changes in Level 3 assets and liabilities measured at fair value for the year ended December 31, 2018:

	Level 3							Unrealized Gains (Losses) for Investments Still Held at December 31, 2018
	Beginning Balance January 1, 2018	Realized & Unrealized Gains (Losses)	Purchases	Sales	Settlements	Transfers In and/or (Out) of level 3*	Ending Balances December 31, 2018	
Assets (at fair value)								
Investments in private operating companies	\$ 822,844	\$ -	\$ -	\$ (15,226)	\$ -	\$ -	\$ 807,618	\$ -
Investments in private investment companies	-	-	-	-	-	-	-	-
	\$ 822,844	\$ -	\$ -	\$ (15,226)	\$ -	\$ -	\$ 807,618	\$ -

WALL STREET ACCESS (a general partnership)

NOTES TO FINANCIAL STATEMENTS

The following table summarizes the valuation techniques and significant unobservable inputs used in the Partnership's investments that are categorized within Level 3 of the fair value hierarchy as of December 31, 2018:

	Fair Value at December 31, 2018	Valuation Techniques	Unobservable Inputs	Range of Inputs (Weighted Average)
Assets (at fair value)				
Investments in securities				
Common stock	\$ 500,000	Market comparable companies	Tangible book value	1X(1X)
Real Estate	307,618	Market comparable properties	Price per square foot	1X(1X)

The Partnership's remaining Level 3 investments have been valued using unadjusted historical third party financial information. As a result, there were no unobservable inputs that have been internally developed by the Partnership in determining the fair values of these investments as of December 31, 2018.

There were no transfers between either levels 1, 2 or 3 during the year.

4. Investments in certain entities that calculate net asset value per share

As of December 31, 2018, the Partnership was invested in other private investment companies. Each of these investments has certain restrictions with respect to rights of withdrawal by the Partnership as specified in the respective agreements. Generally, the Partnership is required to provide notice of its intent to withdraw after the investment has been maintained for a certain period of time. The management agreements of the private investment companies provide for compensation to the managers in the form of fees ranging from 0% to 1.25% annually of net assets and performance incentive allocations or fees ranging from 0% to 20% of net profits earned.

The Partnership is subject to credit risk to the extent that the investment managers of the underlying private investment companies are unable to fulfill their obligations according to their organizational documents. The Partnership, through its investments in private investment companies, is subject to risk inherent when investing in securities and private investments. In connection with its investments, the Partnership is subject to the market and credit risk of those investments held or sold short by the private investment companies. Due to the nature of the Partnership's investments, the risks described above are limited to the Partnership's investment balances and unfunded commitments to private investment companies.

Fair value measurements of investments in certain entities that calculate net asset value per share are as follows:

	Fair Value	Commitments	Frequency	Notice Period
Arbitrage (a)	900,134		semi-annual	45 days
	<u>\$ 900,134</u>			

WALL STREET ACCESS (a general partnership)

NOTES TO FINANCIAL STATEMENTS

(a) This category includes investments in arbitrage funds. These investments take advantage of a price differential between two or more markets, striking a combination of matching deals that capitalize upon the imbalance. The fair market value of the investments in this category has been estimated using the net asset value per share of the investments.

5. Property and equipment

Details of property and equipment at December 31, 2018 are as follows:

Furniture and fixtures	\$ 416,200
Computer equipment	385,981
Leasehold improvements	1,271,368
Computer software	78,948
	<hr/>
	2,152,497
Less accumulated depreciation and amortization	<hr/>
	1,915,508
	<hr/>
	\$ 236,989

Depreciation and amortization expense was approximately \$73,000 for the year ended December 31, 2018.

6. Due to Broker

The Partnership clears certain of its proprietary transactions through another broker-dealer on a fully disclosed basis. The amount payable to the clearing broker related to the aforementioned transactions and is collateralized by securities owned by the partnership.

7. Off-balance sheet risk

In the normal course of business, the Partnership may enter into various transactions involving derivatives and other off-balance-sheet financial instruments.

Securities sold, not yet purchased, at fair value represent obligations of the Partnership to deliver the specified security at the contracted price and thereby creates a liability to repurchase the security in the market at prevailing prices. Accordingly, these transactions result in off-balance sheet risk, as the Partnership's ultimate obligation to satisfy the sale of securities sold, not yet purchased, at fair value may exceed the amount recognized in the statement of financial condition.

The risk of customers' failure to settle securities transactions is borne by the Partnership. The Partnership's exposure to credit risk can be directly impacted by the volatile securities markets which may impair the ability of customers to satisfy their contractual obligations. To mitigate such risks, the Partnership has developed credit monitoring procedures. The Partnership indemnifies its clearing brokers, Pershing LLC and ICBC, against certain losses the clearing brokers may sustain from customer accounts introduced by the Partnership. As of December 31, 2018, there were no unsecured amounts related to these accounts that were owed to the clearing broker.

At December 31, 2018, all principal securities positions were in possession or control of the clearing brokers with the exception of the private investment companies and private operating investments. Credit exposure may result in the event the clearing broker is unable to fulfill their contractual obligations.

WALL STREET ACCESS (a general partnership)

NOTES TO FINANCIAL STATEMENTS

8. Exemption from Rule 15c3-3

The Partnership is exempt from the SEC Rule 15c3-3 pursuant to the exemptive provision under sub-paragraph (k)(2)(ii) and, therefore, is not required to maintain a "Special Reserve Bank Account for the Exclusive Benefit of Customers."

9. Commitments and contingencies

The Partnership has two non-cancelable operating leases for office space expiring through June 2020. Future annual minimum payments are as follows:

Year ending December 31,	
2019	242,337
2020	117,994
	<u>\$ 360,331</u>

Rent expense for the year ended December 31, 2018 was approximately \$677,000.

The Partnership has various sublease agreements for its office space, which expired on various dates through December 2018. Rental income under these agreements was approximately \$284,000 and is included in occupancy and related expenses on the statement of operations.

10. Related party transactions

The Partnership has various receivables due from and payables due to related parties which largely represent reimbursements due for amounts received or paid on behalf of affiliated entities. All amounts represent cash transactions and have no impact on the results of operations of the Partnership.

As of December 31, 2018, the Partnership has receivables due from affiliates of approximately \$623,000 and a payable due to other affiliates of approximately \$649,000. These amounts are included in due to/from affiliates in the statement of financial condition.

The Partnership has service agreements with affiliated entities whereby the Partnership provides general and administrative services in return for a monthly fee based on the expense sharing agreement. Approximately \$261,000 is reported as a reduction of expenses in the statement of operations related to these service agreements.

During the year the Partnership entered into a transfer agreement (the "Agreement") with another broker-dealer whereby the Partnership agreed to hire certain of the other broker-dealer's employees and assume its lease for office space. The Partnership agreed to pay the broker-dealer a share of the profits in excess of a certain threshold. The Partnership did not incur any expense under this agreement during the year ended December 31, 2018.

11. Concentration of revenue

During the year ended December 31, 2018, two customers provided approximately 40% of the commission and fees revenue.

WALL STREET ACCESS (a general partnership)

NOTES TO FINANCIAL STATEMENTS

12. Net capital requirements

As a registered broker-dealer, WSA is subject to the SEC Uniform Net Capital Rule 15c3-1. This rule requires the maintenance of minimum net capital and that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1 and that equity capital may not be withdrawn, or cash dividends paid if the resulting net capital ratio would exceed 10 to 1. At December 31, 2018, WSA's net capital was approximately \$9,758,000, which was approximately \$8,758,000 in excess of its minimum requirement of approximately \$1,000,000.

WALL STREET ACCESS (a general partnership)

COMPUTATION OF NET CAPITAL UNDER RULE 15c3-1 OF THE SECURITIES AND EXCHANGE COMMISSION Schedule 1

December 31, 2018

Partners' capital	\$ 18,829,129
Less deductions and/or other charges	
Futures	<u>162,350</u>
Less nonallowable assets	
Investments owned, at fair value	1,707,751
Petty cash	3,000
Due from affiliates	623,040
Property and equipment, net	236,989
Commissions and fees receivable	59,325
Prepaid expenses and other assets	<u>923,966</u>
	<u>3,554,071</u>
Net capital before haircuts	<u>15,112,708</u>
Haircuts	
U.S. equity securities investments	2,500,729
Exempted securities	975,094
Corporate bonds	272,322
Municipal bonds	<u>1,606,897</u>
	<u>5,355,042</u>
Net capital	\$ 9,757,666
Aggregate indebtedness	\$ 3,644,085
Computed minimum net capital required (6 2/3% of aggregate indebtedness)	\$ 242,939
Minimum net capital required (under SEC Rule 15c3-1)	\$ 1,000,000
Excess net capital (\$9,757,666 - \$1,000,000)	\$ 8,757,666
Percentage of aggregate indebtedness to net capital	<div><div>\$ 3,644,085</div><div>\$ 9,757,666</div><div><u>37%</u></div></div>

There are no material differences between the computation of net capital presented above and the computation of net capital reported in the Partnership's unaudited Form X-17A-5 Part II-A filing as of December 31, 2018.

WALL STREET ACCESS (a general partnership)

COMPUTATION FOR DETERMINATION OF RESERVE REQUIREMENTS AND INFORMATION RELATING TO THE POSSESSION OR CONTROL REQUIREMENTS UNDER RULE 15c3-3 OF THE SECURITIES AND EXCHANGE COMMISSION

Schedule 2

December 31, 2018

The Partnership is exempt from the Securities and Exchange Commission ("SEC") Rule 15c3-3 pursuant to the exemptive provisions of sub-paragraph (k)(2)(ii) and, therefore, is not required to maintain a "Special Reserve Bank Account for the Exclusive Benefit of Customers."

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Management and Partners of
Wall Street Access (a general partnership)

We have reviewed management's statements, included in the accompanying Rule 15c3-3 Exemption Report pursuant to SEC Rule 17a-5, in which Wall Street Access (a general partnership) 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: k(2)(ii), (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 Partnership'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 Rule 15c3-3 under the Securities Exchange Act of 1934.

WithumSmith+Brown, PC

Whippany, New Jersey

February 28, 2019



Wall Street Access' Exemption Report

Wall Street Access (the "Company") is a registered broker-dealer subject to Rule 17a-5 promulgated by the Securities and Exchange Commission (17 C.F.R. §240.17a-5, "Reports to be made by certain brokers and dealers"). This Exemption Report was prepared as required by 17 C.F.R. §240.17a-5 (d)(1) and (4). To the best of its knowledge and belief, the Company states the following:

- (1) The Company claimed an exemption from 17 C.F.R. §240.15c3-3 under the following provisions of 17 C.F.R. §240.15c3-3(k)(2)(ii):
- (2) The Company met the identified exemption provisions in 17 C.F.R. §240.15c3-3 (k)(2)(ii) throughout the most recent fiscal year without exception

Wall Street Access

I, ARTHUR GOETCHIUS, affirm that, to the best of my knowledge and belief, this Exemption Report is true and correct


By: Arthur Goetchius

Chief Executive Officer

February 28, 2019