

TD Ameritrade Clearing, Inc.

Compliance Report

TD Ameritrade Clearing, Inc. (the "Firm") 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"). As required by 17 C.F.R. §240.17a-5(d)(1) and (3), the Firm states as follows:

- 1) The Firm has established and maintained Internal Control Over Compliance, as that term is defined in paragraph (d)(3)(ii) of Rule 17a-5;
- 2) The Firm's Internal Control Over Compliance was effective during the most recent fiscal year ended September 30, 2016;
- 3) The Firm's Internal Control Over Compliance was effective as of the end of the most recent fiscal year ended September 30, 2016;
- 4) The Firm was in compliance with 17 C.F.R. §240.15c3-1 and 17 C.F.R. §240.15c3-3(e) as of the end of the most recent fiscal year ended September 30, 2016; and
- 5) The information that the Firm used to state that the Firm was in compliance with 17 C.F.R. §240.15c3-1 and 17 C.F.R. §240.15c3-3(e) was derived from the books and records of the Firm.

I, Stephen J. Boyle, as CFO of TD Ameritrade Clearing, Inc., affirm that, to the best of my knowledge and belief, this Compliance Report is true and correct.

By: Stephen J. Boyle 

Title: Executive Vice President, Chief Financial Officer

November 18, 2016

Privileged and Confidential Treatment Requested