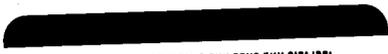


\*  
mm

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

OMB APPROVAL  
OMB Number: 3235-0123  
Expires: March 31, 2016  
Estimated average burden  
hours per response . . . 12.00

SEC FILE NUMBER  
8-69286



14046064

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

SEC  
Mail Processing  
Section

FEB 27 2014

FACING PAGE

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

Washington DC  
405

REPORT FOR THE PERIOD BEGINNING 01/01/13 AND ENDING 12/31/13  
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER - DEALER:

Aldwych Securities LLC (formerly Iceberg Capital LLC)

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

950 Third Avenue, 16<sup>th</sup> Floor  
(No. and Street)

New York NY 10022  
(City) (State) (Zip Code)

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

Rafael Beck (212) 509-7800  
(Area Code - Telephone No.)

OFFICIAL USE ONLY  
FIRM ID. NO.

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\*

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

100 Eagle Rock Avenue, Suite 200 East Hanover New Jersey 07936  
(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).

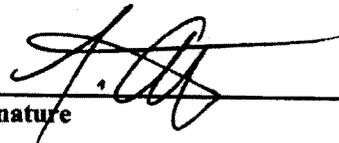
117  
3/20/14

**Aldwych Securities LLC**  
**(formerly Iceberg Capital LLC)**

**Statement of Financial Condition**  
**Pursuant to Rule 17a-5 under the**  
**Securities Exchange Act of 1934**  
**December 31, 2013**

**AFFIRMATION**

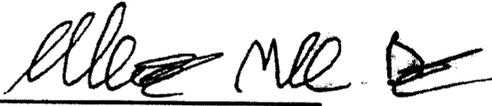
I, James Avery, affirm that, to the best of my knowledge and belief, the accompanying financial statements and supplemental schedules pertaining to Aldwych Securities LLC (formerly Iceberg Capital LLC) for the year ended December 31, 2013, are true and correct. I further affirm that neither the Company nor any officer or director has any proprietary interest in any account classified solely as that of a customer.



\_\_\_\_\_  
Signature

\_\_\_\_\_  
Chief Executive Officer  
Title

State of New York  
County of New York  
2/24/14



\_\_\_\_\_  
Notary Public

**ALEXANDER M. BRODY**  
Notary Public, State of New York  
Qualified in New York County  
No. 01BR6291844  
My Commission Expires 10/21/2017

# Aldwych Securities LLC (formerly Iceberg Capital LLC)

## TABLE OF CONTENTS

---

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

- Independent Auditors' Report.
- Facing Page.
- Statement of Financial Condition.
- Statement of Income.
- Statement of Changes in Member's Equity.
- Statement of Cash Flows.
- Statement of Changes in Liabilities Subordinated to Claims of General Creditors (not applicable).
  
- Computation of Net Capital for Brokers and Dealers Pursuant to Rule 15c3-1 under the Securities Exchange Act of 1934.
- Computation for Determination of Reserve Requirements for Brokers and Dealers Pursuant to Rule 15c3-3 under the Securities Exchange Act of 1934.
- Information Relating to the Possession or Control Requirements for Brokers and Dealers Pursuant to Rule 15c3-3 under the Securities Exchange Act of 1934 (not applicable).
- A Reconciliation, including appropriate explanations, of the Computation of Net Capital Pursuant to Rule 15c3-1 (included with item (g)) and the Computation for Determination of Reserve Requirements Under Rule 15c3-3 (included in item (g)).
- A Reconciliation Between the Audited and Unaudited Statements of Financial Condition With Respect to Methods of Consolidation (not applicable).
- An Affirmation.
- A copy of the SIPC Supplemental Report.
- A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit (Supplemental Report on Internal Control).
- Independent Auditors' Report on Internal Control Required by SEC Rule 17a-5(g)(1).

**\*\*** *For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).*

# **Aldwych Securities LLC (formerly Iceberg Capital LLC)**

## **Table of contents December 31, 2013**

---

	Page(s)
<b>Independent Auditors' Report</b> .....	1-2
<b>Financial Statement</b>	
Statement of Financial Condition .....	3
Notes to Financial Statement .....	4-5



**FRIEDMAN LLP**  
ACCOUNTANTS AND ADVISORS

**INDEPENDENT AUDITORS' REPORT**

To the Member  
of Aldwych Securities, LLC

We have audited the accompanying financial statement of Aldwych Securities, LLC, which comprise the statement of financial condition as of December 31, 2013, and the related notes to the financial statement.

**Management's Responsibility for the Financial Statement**

Management is responsible for the preparation and fair presentation of the financial statement in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the financial statement which is free from material misstatement, whether due to fraud or error.

**Auditors' Responsibility**

Our responsibility is to express an opinion on this financial statement based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statement. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

**Opinion**

In our opinion, the financial statement referred to above presents fairly, in all material respects, the financial position of Aldwych Securities, LLC as of December 31, 2013, in accordance with accounting principles generally accepted in the United States of America.

*Friedman LLP*

February 19, 2014

# Aldwych Securities LLC (formerly Iceberg Capital LLC)

## Statement of Financial Condition December 31, 2013

---

### Assets

Cash	\$	74,567
Prepaid expense and other		<u>23,823</u>
	\$	<u><u>98,390</u></u>

### Liabilities and Member's Equity

#### Liabilities:

Deferred income	\$	20,000
Accrued expenses		<u>18,356</u>
		38,356

Member's equity		<u>60,034</u>
	\$	<u><u>98,390</u></u>

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

# **Aldwych Securities LLC (formerly Iceberg Capital LLC)**

## **Notes to Financial Statement December 31, 2013**

---

### **1. Organization and Business**

Aldwych Securities LLC (formerly Iceberg Capital LLC) (the "Company"), a wholly-owned subsidiary of Aldwych Capital Partners, LLC (the "Parent"), is a limited liability company and was formed under the laws of the State of New York. On June 27, 2013, the Company became a broker-dealer registered with the Securities and Exchange Commission (the "SEC") and is a member of the Financial Industry Regulatory Authority ("FINRA").

The Company acts as a private placement agent with respect to securities, especially the offer and sale of interests in companies in the energy industry.

The liability of the Member is limited to the capital held by the Company.

### **2. Summary of Significant Accounting Policies**

#### **Basis of Presentation**

These financial statements were prepared in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP") which 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 amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates.

#### **Revenue Recognition**

Advisory fees from private placements, financial and advisory services include retainer fees and success fees. Retainer fees are recorded on a pro rata basis as the services related to the underlying transaction are earned under the terms of the engagement. Success fees are recorded when the underlying transactions are consummated or when specified services have been rendered or milestones reached.

#### **Income Taxes**

As a single member LLC whose Parent is also a single member LLC, the Company's taxable income or loss is reported on the tax returns of its ultimate owner. The Company's open tax years (2012-2013) remain subject to income tax audits.

### **3. Transactions with Related Parties**

The Company maintains an expense sharing agreement with the Parent. Pursuant to the agreement, the Parent provides office space and other administrative services. The Parent provides these services at no cost to the Company. Management has determined that the value of services provided to the Company for the year ended December 31, 2013 was approximately \$15,000.

### **4. Regulatory Requirements**

The Company is subject to SEC Uniform Net Capital Rule 15c3-1 under the Securities Exchange Act of 1934, 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 15 to 1 (8 to 1 in its first

# **Aldwych Securities LLC (formerly Iceberg Capital LLC)**

## **Notes to Financial Statement December 31, 2013**

---

year of operations). At December 31, 2013, the Company had net capital of \$36,211 which exceeded the required net capital by \$31,211. The Company's aggregate indebtedness to net capital was 1.06 to 1.

### **5. Concentrations**

#### **Concentrations of Credit Risk for Cash**

All cash deposits are held by one financial institution and therefore is subject to the credit risk at that financial institution. The Company has not experienced any losses in such accounts and does not believe there to be any significant credit risk with respect to this deposit.

#### **Major Customers**

The Company earned advisory and success fees from twelve customers in the year ended December 31, 2013, of which fees earned from four customers accounted for approximately 84% (37%, 23%, 12% and 12%) of total advisory and success fees.

### **6. Recent Regulatory Developments**

In July 2013, the U.S. Securities and Exchange Commission ("SEC") adopted amendments to its broker-dealer reports rules, which will now require, among other things, that audits of all SEC-registered broker-dealers be conducted under Public Company Accounting Oversight Board ("PCAOB") standards for fiscal years ending on or after June 1, 2014, effectively replacing the American Institute of Certified Public Accountants with the PCAOB as the auditing standard-setter for auditors of broker-dealers, and replacing Generally Accepted Auditing Standards with PCAOB standards for broker-dealers that are subject to audit. Broker-dealers will be required to file either compliance reports or exemption reports, as applicable, and file reports of independent public accountants covering compliance reports or exemption reports (prepared in accordance with the PCAOB standards). Additionally, effective December 31, 2013, if a broker-dealer is a SIPC member firm, broker-dealer audited financial statements will also be required to be submitted to SIPC, and broker-dealers will be required to file a new quarterly Form Custody.

In addition, SEC adopted amendments to various financial responsibility rules. For a broker-dealer such as the Company, these amendments were mostly technical in nature and effectively ratified various interpretive and no-action positions taken by SEC staff over many years or which conformed to existing practices or self-regulatory organization rules.

Management has evaluated the implications of the amendments to the broker-dealer reports and the financial responsibility rules and does not expect that the adoption of the amendments will have a material impact on the Company or its financial statements.