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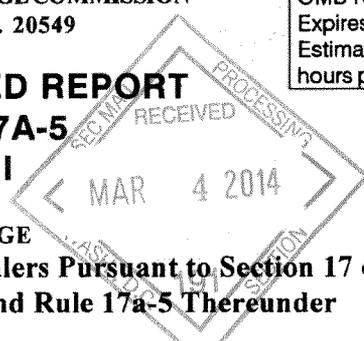
UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549



14047874

**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 01/01/2013 AND ENDING 12/31/13  
MM/DD/YY MM/DD/YY

**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER: AKIN BAY COMPANY LLC

OFFICIAL USE ONLY  
FIRM I.D. NO.

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

780 THIRD AVENUE

(No. and Street)

NEW YORK

NY

10017

(City)

(State)

(Zip Code)

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

JAMES RYBAKOFF

(212) 583-9800

(Area Code - Telephone Number)

**B. ACCOUNTANT IDENTIFICATION**

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

RICH AND BANDER, LLP

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

15 W 28TH STREET, STE 7A

NEW YORK

NY

10001

(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)

SEC 1410 (06-02)

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.

Handwritten signature and date 3/5/14

OATH OR AFFIRMATION

I, JAMES RYBAKOFF, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of AKIN BAY COMPANY, LLC, as of DECEMBER 31, 2013, 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:

NONE

[Handwritten Signature]

Signature

PRESIDENT

Title

[Handwritten Signature] SHENGYU CAO Notary Public, State of New York No. 01CA6246104 Qualified in New York County Commission Expires 08-08-14 Notary Public

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).

**RICH AND BANDER, LLP**  
CERTIFIED PUBLIC ACCOUNTANTS

PETER R. RICH, CPA

JONATHAN A. BANDER, CPA

**Independent Auditors' Report**

To the Members of  
Akin Bay Company LLC  
New York, NY

***Report on the Financial Statements***

We have audited the accompanying financial statements of Akin Bay Company LLC, which comprise the statement of financial condition as of December 31, 2013, and the related statements of income, changes in members' equity, and cash flows for the year then ended that you are filing pursuant to Rule 17a-5 under the Securities Exchange Act of 1934, and the related notes to the financial statements.

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

Management is responsible for the preparation and fair presentation of these financial statements 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 financial statements that are free from material misstatement, whether due to fraud or error.

***Auditor's Responsibility***

Our responsibility is to express an opinion on these financial statements 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 statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity'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 statements.

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 statements referred to above present fairly, in all material respects, the financial position of Akin Bay Company LLC as of December 31, 2013 and the results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

***Other-Matter***

Our audit was conducted for the purpose of forming an opinion on the financial statements taken as a whole. The supplementary information is presented for purposes of additional analysis and is not a required part of the financial statements, but is supplementary information required by Rule 17a-5 under the Securities Exchange Act of 1934. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

*Rich and Bander, LLP*

New York, NY  
February 28, 2014

**RICH AND BANDER, LLP**  
CERTIFIED PUBLIC ACCOUNTANTS

**AKIN BAY COMPANY LLC  
STATEMENT OF FINANCIAL CONDITION  
DECEMBER 31, 2013**

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**ASSETS**

**Current assets**

Cash and cash equivalents	\$ 17,248
Due from member	100

**Total current assets** 17,348

**Property and equipment, net of accumulated depreciation** 60,555

**Other assets**

Security deposit	16,148
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**Total other assets** 16,148

**TOTAL ASSETS** \$ 94,051

**LIABILITIES AND MEMBERS' EQUITY**

**Current liabilities**

Accounts payable and accrued expenses	\$ 25,070
Due to member	1,966

**Total current liabilities** 27,036

**Members' equity** 67,015

**TOTAL LIABILITIES AND MEMBERS' EQUITY** \$ 94,051

The accompanying notes are an integral part of these financial statements.

**AKIN BAY COMPANY LLC**  
**STATEMENT OF INCOME**  
**FOR THE YEAR ENDED DECEMBER 31, 2013**

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**Revenues**

Investment banking income \$ 3,126,682

**Expenses**

Consulting fees 1,019,750  
Wages and salaries 167,316  
Rent and occupancy costs 165,909  
Professional fees 114,488  
Depreciation 36,208  
Automobile 31,971  
Employee benefits 24,167  
Payroll taxes 12,491  
Regulatory and compliance 12,360  
Travel and entertainment 5,111  
Telephone 4,251  
Dues and subscriptions 2,189  
Advertising 631  
Other operating expenses 65,505  
1,662,347

**Net income**

**\$ 1,464,335**

AKIN BAY COMPANY LLC  
STATEMENT OF CHANGES IN MEMBERS' EQUITY  
FOR THE YEAR ENDED DECEMBER 31, 2013

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Balance at January 1, 2013	\$ 89,580
Member contributions	363,100
Member distributions	(1,850,000)
Net income	1,464,335
<b>Balance at December 31, 2013</b>	<b><u><u>\$ 67,015</u></u></b>

The accompanying notes are an integral part of these financial statements.

**AKIN BAY COMPANY LLC**  
**STATEMENT OF CASH FLOWS**  
**FOR THE YEAR ENDED DECEMBER 31, 2013**

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**Cash flows from operating activities:**

Net income	\$ 1,464,335
<i>Adjustments to reconcile net income to net cash flows provided by operating activities:</i>	
Depreciation	36,208
Expenses paid on behalf of Company by member	1,966
(Increase) decrease in operating assets:	
Increase (decrease) in operating liabilities:	
Accounts payable and accrued expenses	17,296
Total adjustments	<u>55,470</u>
<b>Net cash provided by operating activities</b>	<u><u>1,519,805</u></u>

**Cash flows from investing activities:**

Acquisition of property and equipment	(32,363)
<b>Net cash used in investing activities</b>	<u><u>(32,363)</u></u>

**Cash flows from financing activities:**

Member contributions	363,000
Member distributions	(1,850,000)
<b>Net cash used in financing activities</b>	<u><u>(1,487,000)</u></u>

Net increase in cash and cash equivalents 442

Cash and cash equivalents, beginning of year 16,806

Cash and cash equivalents, end of year \$ 17,248

**Supplemental disclosures of cash flow information:**

Cash paid during the year for:	
Interest expense	\$ 1,751
Income taxes	<u><u>\$ -</u></u>

**Noncash investing and financing activities::**

Capital contribution due from member	<u><u>\$ 100</u></u>
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**AKIN BAY COMPANY LLC  
NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2013**

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**1) NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

*Nature of Operations*

Akin Bay Company LLC (the "Company") was organized as a limited liability company under the laws of the State of New York on June 19, 1996. The Company is a broker-dealer registered with the Securities and Exchange Commission (SEC) and is a member of the Financial Industry Regulatory Authority (FINRA). The Company primarily engages in providing investment banking and advisory services to its clients. The Company is exempt from rule 15c3-3 of the SEC under paragraph (k)(2)(i) of that rule.

*Basis of Accounting*

Revenues and expenses are recorded on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

*Cash and Cash Equivalents*

The Company considers all highly liquid investments, except for those held for long-term investment, with maturities of three months or less when purchased to be cash equivalents.

*Accounts Receivable*

Investment banking income due but not yet received that is expected to be collected within one year is recorded as accounts receivable at net realizable value. If amounts become uncollectible, they will be charged to operations when that determination is made.

*Property and Equipment*

Property and equipment are recorded at cost. Depreciation for property and equipment is provided using the straight-line method for financial reporting purposes at rates based on the following estimated useful lives:

	<u>Years</u>
Leasehold improvements	Lease term
Office equipment	5
Furniture and fixtures	5

Upon sale or retirement, the cost and related accumulated depreciation are eliminated from the respective accounts, and the resulting gain or loss is reported. Expenditures for major renewals and improvements that extend the useful lives of the property and equipment are capitalized. Expenditures for maintenance and repairs are charged to expense as incurred.

**AKIN BAY COMPANY LLC  
NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2013**

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**1) NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)**

Revenue Recognition

Investment banking income, which includes investment advisory and other fees, is recognized when the transaction closes and realization is reasonably assured.

Advertising Costs

The Company expenses advertising costs as they are incurred. Advertising expense for the year ended December 31, 2013 was \$631.

Income Taxes

The Company is classified as a disregarded entity for Federal, New York State and City tax purposes, whereby the Company's net income or loss is reported on the member's individual tax return. Accordingly, no provision has been made for Federal, New York State and City taxes. As of December 31, 2013, the Company's tax years for 2012, 2011 and 2010 are subject to examination by the tax authorities.

The Company has evaluated its current tax positions and has concluded that as of December 31, 2013, the Company does not have any significant uncertain tax positions for which a reserve would be necessary.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclose contingent 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.

Date of Management's Review

Management has evaluated subsequent events through February 28, 2014, which is the date the financial statements were available to be issued.

**2) COMPENSATED ABSENCES**

Employees of the Company are entitled to paid vacation, paid sick days, and personal days off, depending on job classification, length of service, and other factors. It is impracticable to estimate the amount of compensation for future absences, and accordingly, no liability has been recorded in the accompanying financial statements. The Company's policy is to recognize the costs of compensated absences when actually paid to employees.

**AKIN BAY COMPANY LLC**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2013**

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**3) FAIR VALUE MEASUREMENTS**

The Company has a number of financial instruments, none of which are held for trading purposes. The Company estimates that the fair value of all financial instruments at December 31, 2013, does not differ materially from the aggregate carrying values of its financial instruments recorded in the accompanying statement of financial condition. The estimated fair value amounts have been determined by the Company using available market information and appropriate valuation methodologies. Considerable judgment is necessarily required in interpreting market data to develop the estimates of fair value, and accordingly, the estimates are not necessarily indicative of the amounts that the Company could realize in a current market exchange.

**4) PROPERTY AND EQUIPMENT**

The following is a summary of property and equipment less accumulated depreciation as of December 31, 2013. Depreciation expense for the year then ended was \$36,208.

Leasehold improvements	\$ 63,069
Office equipment	51,878
Furniture and fixtures	<u>49,921</u>
	164,868
Less: accumulated depreciation	<u>104,313</u>
	<u>\$ 60,555</u>

**5) RELATED PARTY TRANSACTIONS**

*Due from Member – Blair Holdings, Inc.*

Pursuant to an agreement dated December 23, 2013, Blair Holdings, Inc. agreed to purchase ten (10) units of interest in the Company equal to a one percent (1%) ownership interest for the sum of \$100. Blair Holdings, Inc. is solely owned by the other member. The amount remained due from the member at year-end.

*Due to Member – James Rybakoff*

During the year ended December 31, 2013, expenses totaling \$1,966 were paid by a member on behalf of the Company. The entire amount remains payable to the member at year-end. The Company intends to reimburse the member during the following year.

**6) CONCENTRATIONS OF RISK**

The Company maintains its cash balances at a major financial institution. The balances are insured by the Federal Deposit Insurance Corporation (“FDIC”) up to \$250,000. As of December 31, 2013, there were no uninsured balances.

**AKIN BAY COMPANY LLC**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2013**

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**6) CONCENTRATIONS OF RISK (CONT'D)**

For the year ended December 31, 2013, 80% of the Company's investment banking income was received from one customer.

The Company engages in various investment banking and advisory services. In the event customers do not fulfill their obligations, the Company may be exposed to risk. The risk of default depends on the creditworthiness of the customers. It is the Company's policy to review, as necessary, the credit standing of each customer.

**7) COMMITMENTS**

The Company leases its office space under the terms of a non-cancelable operating lease expiring on January 31, 2017. The Company also leases office equipment and an automobile under non-cancelable operating leases expiring January 31, 2016 and June 5, 2014, respectively. Rent and occupancy costs, office equipment rental and automobile lease expense for the year ended December 31, 2013 were \$165,909, \$4,172 and \$12,069, respectively.

Future minimum lease payments under the non-cancelable leases are as follows:

December 31,	
2013	\$ 162,050
2014	157,048
2015	154,859
2016	12,889
2017	-
Thereafter	-
Total	<u>\$ 486,846</u>

**8) CONTINGENCIES**

The Company is a defendant in a lawsuit brought by a party who provided a loan to one of the Company's past clients in a financing deal facilitated by the Company. The complaint alleges negligent misrepresentation, claiming that the Company knew or should have known of material inaccuracies in its past client's financial information and induced it to make the loan in reliance on such misinformation. The Company intends to vigorously defend the lawsuit and, in the opinion of management, has meritorious defenses. Because the ultimate outcome of the lawsuit is not presently determinable or estimable, no loss has been included in the accompanying financial statements.

**AKIN BAY COMPANY LLC**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2013**

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**9) 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 minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1. At December 31, 2013, the Company had net capital of (\$9,788) which is \$14,788 deficient of its required net capital of \$5,000. The Company's net capital ratio at December 31, 2013 is not significant.

**10) ANNUAL REPORT ON FORM X-17A-5**

The annual report to the Securities and Exchange Commission on Form 17A-5 is available for examination and copying at the Company's office and at the regional office of the Securities and Exchange Commission.

**AKIN BAY COMPANY LLC**  
**SCHEDULE OF COMPUTATION OF NET CAPITAL FOR BROKERS**  
**AND DEALERS UNDER SEC RULE 15c3-1**  
**FOR THE YEAR ENDED DECEMBER 31, 2013**

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Total member's equity	\$ 67,015
Non-allowable assets, deductions and charges:	
Due from member	100
Property and equipment, net	60,555
Security deposit	<u>16,148</u>
Total non-allowable assets, deductions and charges	76,803
Net capital	<u><u>(9,788)</u></u>
<b>Computation of basic net capital requirements</b>	
Minimum net capital required (6 2/3% of aggregate indebtedness of \$27,036)	\$ 1,802
Minimum dollar net capital requirement	<u>5,000</u>
Minimum capital required	<u>5,000</u>
Excess net capital	<u><u>\$ (14,788)</u></u>
Excess net capital at 1000% (net capital less 10% of total aggregate indebtedness)	<u><u>\$ (12,492)</u></u>
<b>Computation of aggregate indebtedness</b>	
Total aggregate indebtedness in the statement of financial condition	<u><u>\$ 27,036</u></u>
Percentage of aggregate indebtedness to net capital	not meaningful
Ratio of aggregate indebtedness to net capital	not meaningful

See accompanying notes to the financial statements.

**AKIN BAY COMPANY LLC**  
**SCHEDULE OF RECONCILIATION OF NET CAPITAL PER FOCUS REPORT**  
**WITH AUDIT REPORT**  
**FOR THE YEAR ENDED DECEMBER 31, 2013**

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Net capital, as reported in Company's Part IIA unaudited Focus Report	\$ 8,403
Differences due to audit adjustments	\$ (18,191)
Net capital, per report pursuant to Rule 17a - 5(d)	<u>\$ (9,788)</u>

See the accompanying notes to the financial statements.

**AKIN BAY COMPANY LLC  
INFORMATION RELATING TO POSSESSION OR CONTROL REQUIREMENTS  
UNDER SEC RULE 15c3-3  
FOR THE YEAR ENDED DECEMBER 31, 2013**

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The Company is exempt from SEC Rule 15c3-3 under paragraph (k)(2)(i) of that rule.

**AKIN BAY COMPANY LLC  
COMPUTATION FOR DETERMINATION OF THE RESERVE REQUIREMENTS  
UNDER SEC RULE 15c3-3  
FOR THE YEAR ENDED DECEMBER 31, 2013**

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The Company is exempt from SEC Rule 15c3-3 under paragraph (k)(2)(i) of that rule.

See the accompanying notes to the financial statements.

**RICH AND BANDER, LLP**  
CERTIFIED PUBLIC ACCOUNTANTS

PETER R. RICH, CPA

JONATHAN A. BANDER, CPA

**Report on Internal Control Required by SEC Rule 17a-5(g)(1) for a  
Broker-Dealer Claiming an Exemption From SEC Rule 15c3-3**

To the Members of  
Akin Bay Company LLC  
New York, NY

In planning and performing our audit of the financial statements of Akin Bay Company LLC (the "Company") as of and for the year ended December 31, 2013 in accordance with auditing standards generally accepted in the United States of America, we considered the Company's internal control over financial reporting (internal control) as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, we do not express an opinion on the effectiveness of the Company's internal control.

Also, as required by Rule 17a-5(g)(1) of the Securities and Exchange Commission ("SEC"), we have made a study of the practices and procedures followed by the Company including consideration of control activities for safeguarding securities. This study included tests of such practices and procedures that we considered relevant to the objectives stated in Rule 17a-5(g) in making the periodic computations of aggregate indebtedness (or aggregate debits) and net capital under Rule 17a-3(a)(11) and for determining compliance with the exempt provisions of Rule 15c3-3. Because the Company does not carry securities accounts for customers or perform custodial functions relating to customer securities, we did not review the practices and procedures followed by the Company in any of the following:

1. Making quarterly securities examinations, counts, verifications and comparisons and recordation of differences required by Rule 17a-13
2. Complying with the requirements for prompt payment for securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve System

The management of the Company is responsible for establishing and maintaining internal control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of controls and of the practices and procedures referred to in the preceding paragraph and to assess whether those practices and procedures can be expected to achieve the SEC's above-mentioned objectives. Two of the objectives of internal control and the practices and procedures are to provide management with reasonable but not absolute assurance that assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition and that transactions are executed in accordance with management's authorization and recorded properly to permit the preparation of financial statements

in conformity with generally accepted accounting principles. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Because of inherent limitations in internal control and the practices and procedures referred to above, errors or fraud may occur and not be detected. Also, projection of any evaluation of them to future periods is subject to the risk that they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate.

A *control deficiency* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A *significant deficiency* is a control deficiency, or combination of control deficiencies, that adversely affects the entity's ability to initiate, authorize, record, process, or report financial data reliably in accordance with generally accepted accounting principles such that there is more than a remote likelihood that a misstatement of the entity's financial statements that is more than inconsequential will not be prevented or detected by the entity's internal control.

A *material weakness* is a significant deficiency, or combination of significant deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements will not be prevented or detected by the entity's internal control.

Our consideration of internal control was for the limited purpose described in the first and second paragraphs and would not necessarily identify all deficiencies in internal control that might be material weaknesses. We did not identify any deficiencies in internal control and control activities for safeguarding securities that we consider to be material weaknesses, as defined above.

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the SEC to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on our study, we believe that the Company's practices and procedures, as described in the second paragraph of this report, were adequate at December 31, 2013, to meet the SEC's objectives.

This report is intended solely for the information and use of the Board of Directors, management, the SEC, the Financial Industry Regulatory Authority, Inc. and other regulatory agencies that rely on Rule 17a-5(g) under the Securities Exchange Act of 1934 in their regulation of registered brokers and dealers, and is not intended to be and should not be used by anyone other than these specified parties.

*Rich and Bander, LLP*

New York, NY  
February 28, 2014

**RICH AND BANDER, LLP**  
CERTIFIED PUBLIC ACCOUNTANTS

**RICH AND BANDER, LLP**  
CERTIFIED PUBLIC ACCOUNTANTS

PETER R. RICH, CPA

JONATHAN A. BANDER, CPA

**Independent Accountants' Report on Applying  
Agreed-Upon Procedures Related to an Entity's  
SIPC Assessment Reconciliation**

To the Members of  
Akin Bay Company LLC  
New York, NY

In accordance with Rule 17a-5(e)(4) under the Securities Exchange Act of 1934, we have performed the procedures enumerated below with respect to the accompanying Schedule of Assessment and Payments [General Assessment Reconciliation (Form SIPC-7)] to the Securities Investor Protection Corporation (SIPC) for the year ended December 31, 2013, which were agreed to by Akin Bay Company LLC and the Securities and Exchange Commission, Financial Industry Regulatory Authority, Inc., and SIPC, solely to assist you and the other specified parties in evaluating Akin Bay Company LLC's compliance with the applicable instructions of the General Assessment Reconciliation (Form SIPC-7). Akin Bay Company LLC's management is responsible for the Akin Bay Company LLC's compliance with those requirements.

This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of those parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose. The procedures we performed and our findings are as follows:

1. Compared the listed assessment payments in Form SIPC-7 with respective cash disbursement records entries from the general ledger, noting no differences;
2. Compared the amounts reported on the audited Form X-17A-5 for the year ended December 31, 2013, as applicable, with the amounts reported in Form SIPC-7 for the year ended December 31, 2013, noting no differences;
3. Compared any adjustments reported in Form SIPC-7 with supporting schedules and working papers; and
4. Proved the arithmetical accuracy of the calculations reflected in Form SIPC-7 and in the related schedules and working papers related to accruals, expenses, and the payment made with SIPC-6, supporting the adjustments noting no differences.

**Independent Accountants' Report on Applying  
Agreed-Upon Procedures Related to an Entity's  
SIPC Assessment Reconciliation**

We were not engaged to, and did not conduct an examination, the objective of which would be the expression of an opinion on compliance. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of the specified parties listed above and is not intended to be and should not be used by anyone other than these specified parties.

*Rich and Bander, LLP*

New York, NY  
February 28, 2014

SIPC-7

(93 REV 7/10)

SECURITIES INVESTOR PROTECTION CORPORATION  
P.O. Box 83185 Washington, D.C. 20080-2185  
202 371 6300

General Assessment Reconciliation

For the fiscal year ended 12/31/2013

(Read carefully the instructions in your Working Copy before completing this Form)

SIPC-7

(93 REV 7/10)

TO BE FILED BY ALL SIPC MEMBERS WITH FISCAL YEAR ENDINGS

1. Name of Member, address, Designated Examining Authority, 1934 Act registration no. and month in which fiscal year ends for purposes of the audit requirement of SEC Rule 17a-5:

044363 FINRA DEC  
AKIN BAY COMPANY LLC S\*5  
780 3RD AVE  
NEW YORK NY 10017-2024

Note: If any of the information shown on the mailing label requires correction, please e-mail any corrections to [form@sipc.org](mailto:form@sipc.org) and so indicate on the form filed.

Name and telephone number of person to contact respecting this form

2. A. General Assessment (item 2e from page 2)

B. Less payment made with SIPC-6 filed (exclude interest)

7/29/13  
Date Paid

C. Less prior overpayment applied

D. Assessment balance due or (overpayment)

E. Interest computed on late payment (see instruction E) for \_\_\_\_\_ days at 20% per annum

F. Total assessment balance and interest due (or overpayment carried forward)

G. PAID WITH THIS FORM:

Check enclosed, payable to SIPC  
Total (must be same as F above)

H. Overpayment carried forward

\$ 7,816.71  
2,616.25  
5,200.46  
5,200.46  
5,200.46  
\$( \_\_\_\_\_ )

3. Subsidiaries (S) and predecessors (P) included in this form (give name and 1934 Act registration number):

The SIPC member submitting this form and the person by whom it is executed represent thereby that all information contained herein is true, correct and complete.

Akin Bay Company LLC  
[Signature]  
President & CEO

Dated this 28 day of February, 2014

This form and the assessment payment is due 60 days after the end of the fiscal year. Retain the Working Copy of this form for a period of not less than 6 years, the latest 2 years in an easily accessible place.

SIPC REVIEWER  
Dates: Postmarked Received Reviewed  
Calculations \_\_\_\_\_ Documentation \_\_\_\_\_ Forward Copy \_\_\_\_\_  
Exceptions: \_\_\_\_\_  
Disposition of exceptions: \_\_\_\_\_

**DETERMINATION OF "SIPC NET OPERATING REVENUES"  
AND GENERAL ASSESSMENT**

Accounts for the fiscal period  
beginning 1/1/2013  
and ending 12/31/2013

Item No.

2a. Total revenue (f FOCUS Line 12/Part IIA Line 9, Code 4030)

Eliminate cents

3,126,682

2b. Additions:

- (1) Total revenue from the securities business of subsidiaries (except foreign subsidiaries) and predecessors not included above
- (2) Net loss from principal transactions in securities in trading accounts.
- (3) Net loss from principal transactions in commodities in trading accounts.
- (4) Interest and dividend expense deducted in determining item 2a
- (5) Net loss from management of or participation in the underwriting or distribution of securities.
- (6) Expenses other than advertising, printing, registration fees and legal fees deducted in determining net profit from management of or participation in underwriting or distribution of securities.
- (7) Net loss from securities in investment accounts.

Total additions

2c. Deductions:

- (1) Revenues from the distribution of shares of a registered open end investment company or unit investment trust, from the sale of variable annuities, from the business of insurance, from investment advisory services rendered to registered investment companies or insurance company separate accounts, and from transactions in security futures products.
- (2) Revenues from commodity transactions.
- (3) Commissions, floor brokerage and clearance paid to other SIPC members in connection with securities transactions.
- (4) Reimbursements for postage in connection with proxy solicitation.
- (5) Net gain from securities in investment accounts.
- (6) 100% of commissions and markups earned from transactions in (i) certificates of deposit and (ii) Treasury bills, bankers acceptances or commercial paper that mature nine months or less from issuance date.
- (7) Direct expenses of printing advertising and legal fees incurred in connection with other revenue related to the securities business (revenue defined by Section 16(b)(1) of the Act).
- (8) Other revenue not related either directly or indirectly to the securities business (See Instruction C):

(Deductions in excess of \$100,000 require documentation)

(9) (i) Total interest and dividend expense (FOCUS Line 22/PART IIA Line 13, Code 4075 plus line 2b(4) above) but not in excess of total interest and dividend income

\$ \_\_\_\_\_

(ii) 40% of margin interest earned on customers securities accounts (40% of FOCUS line 5, Code 3860)

\$ \_\_\_\_\_

Enter the greater of line (i) or (ii)

Total deductions

2d. SIPC Net Operating Revenues

\$ 3,126,682

2e. General Assessment @ .0025

\$ 7,816.71

(to page 1, line 2.6)