

3/10



15047104

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

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

SEC
Mail Processing
Section
FEB 26 2015

SEC FILE NUMBER
8-67086

FACING PAGE

Washington DC
484

**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 01/01/14 AND ENDING 12/31/14
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: GrowthPoint Technology Partners, LLC

OFFICIAL USE ONLY
FIRM I.D. NO.

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

835 Page Mill Road
(No. and Street)

Palo Alto
(City)

California
(State)

94304
(Zip Code)

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

John Savage

650-322-2500

(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

Rowbotham & Company LLP

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

101 Second Street, Suite 1200
(Address)

San Francisco
(City)

California
(State)

94105
(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.

3/10

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

CONSOLIDATED FINANCIAL STATEMENTS

For the Year Ended December 31, 2014

With

Report of Independent Registered Public Accounting Firm



Rowbotham
& Company LLP

TABLE OF CONTENTS

	<u>Page</u>
Report of Independent Registered Public Accounting Firm	1
Oath of Corporate Officer	2
Financial Statements:	
Consolidated Statement of Financial Condition	3
Consolidated Statement of Operations	4
Consolidated Statement of Comprehensive Loss	5
Consolidated Statement of Changes in Members' Equity	6
Consolidated Statement of Cash Flows	7
Notes to the Consolidated Financial Statements	8 - 14
Supplemental Information:	15
Computation of Net Capital Under Rule 15c3-1 of the Securities and Exchange Commission	16
Computation for Determination of Reserve Requirements Under Rule 15c3-3 of the Securities and Exchange Commission and Information Relating to Possession or Control Requirements Under Rule 15c3-3 of the Securities and Exchange Commission	17
Reconciliation Pursuant to Rule 17a-5(d)(4) of the Securities and Exchange Commission	18
Consolidating Statement of Financial Condition	19
Consolidating Statement of Operations	20



Report of Independent Registered Public Accounting Firm

To the Members of
GrowthPoint Technology Partners, LLC

We have audited the accompanying consolidated financial statements of GrowthPoint Technology Partners, LLC and its subsidiary (the "Company"), which comprise the consolidated statement of financial condition as of December 31, 2014, and the related consolidated statements of operations, comprehensive loss, changes in members' equity, and cash flows for the year then ended that are filed pursuant to Rule 17a-5 under the Securities Exchange Act of 1934, and the related notes to the consolidated financial statements and supplemental information. The Company's management is responsible for these consolidated financial statements. Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audit included consideration of internal control over financial reporting as a basis for designing 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 over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall consolidated financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial condition of GrowthPoint Technology Partners, LLC and its Subsidiary as of December 31, 2014, and the results of their operations and their cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

The supplemental information contained on pages 16 to 20 has been subjected to audit procedures performed in conjunction with the audit of the Company's consolidated 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 consolidated 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 supplemental information, we evaluated whether the supplemental information, including its form and content, is presented in conformity with Rule 17a-5 of the Securities Exchange Act of 1934. In our opinion, the supplemental information is fairly stated, in all material respects, in relation to the consolidated financial statements as a whole.

Rowbotham & Company LLP

San Francisco, California
February 20, 2015

101 SECOND STREET, SUITE 1200, SAN FRANCISCO, CA 94105 TEL. (415) 433 - 1177 FAX (415) 433 - 1653

WEBSITE: WWW.ROWBOTHAM.COM E-MAIL - CONSULTING@ROWBOTHAM.COM

Member of the AICPA and PCAOB

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

Oath of Corporate Officer
December 31, 2014

I affirm that to the best of my knowledge and belief the accompanying consolidated financial statements and supporting schedules pertaining to the firm of GrowthPoint Technology Partners, LLC are true and correct. I further affirm that neither GrowthPoint Technology Partners, LLC nor any member, proprietor, principal officer, or director has any proprietary interest in any account classified solely as that of a customer.



Mr. John Savage
GrowthPoint Technology Partners, LLC

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

Consolidated Statement of Financial Condition

As of December 31, 2014

	<u>2014</u>
Assets	
Cash	\$ 402,076
Restricted cash	26,461
Accounts receivable	148,750
Fixed assets, net	211,987
Other assets	483,568
Total assets	<u>\$1,272,842</u>
Liabilities and Members' Equity	
Accounts payable and accrued liabilities	\$ 168,572
Employee benefits payable	100,664
Income taxes payable	45,176
Accrued facility costs	35,142
Total liabilities	<u>349,554</u>
Commitments and contingencies	<u>---</u>
Members' equity	<u>923,288</u>
Total liabilities and members' equity	<u>\$1,272,842</u>

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

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

Consolidated Statement of Operations
For the Year Ended December 31, 2014

	<u>2014</u>
Revenues:	
Fees	<u>\$8,823,493</u>
Expenses:	
Operating expenses	1,176,258
Compensation and benefits	6,858,574
Professional fees	299,196
Marketing and development	953,189
Business taxes	<u>52,614</u>
Total expenses	<u>9,339,831</u>
Net loss before provision for income taxes	(516,338)
Provision for income taxes	<u>60,864</u>
Net loss	<u>\$ (577,202)</u>

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

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

Consolidated Statement of Comprehensive Loss
For the Year Ended December 31, 2014

	<u>2014</u>
Net loss	\$(577,202)
Foreign currency translation adjustment	<u>(40,861)</u>
Total comprehensive loss	<u><u>\$(618,063)</u></u>

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

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

Consolidated Statement of Changes in Members' Equity
For the Year Ended December 31, 2014

	<u>Members'</u> <u>Equity</u>	<u>Accumulated</u> <u>Other</u> <u>Comprehensive</u> <u>Income (Loss)</u>	<u>Total</u> <u>Members'</u> <u>Equity</u>
Balance at January 1, 2014	\$1,528,676	\$ 12,675	\$1,541,351
Net loss	(577,202)	---	(577,202)
Other comprehensive income	---	(40,861)	(40,861)
Balance at December 31, 2014	<u>\$ 951,474</u>	<u>\$(28,186)</u>	<u>\$ 923,288</u>

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

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

Consolidated Statements of Cash Flows
For the Year Ended December 31, 2014

	<u>2014</u>
Cash flows from operating activities:	
Net loss	\$(577,202)
Adjustments to reconcile net loss to net cash used in operating activities:	
Depreciation and amortization	93,634
Changes in assets and liabilities:	
Restricted cash	67,539
Accounts receivable	(48,750)
Other assets	97,545
Accts payable and accrued liabilities Accounts	84,367
Employee Benefits Payable	100,664
Income taxes payable	45,176
Accrued facility costs	<u>(2,666)</u>
Net cash used in operating activities	<u>(139,693)</u>
Cash flow from investing activities:	
Purchase of fixed assets	<u>(39,385)</u>
Net cash used in investing activities	<u>(39,385)</u>
Effect of exchange rate changes	<u>(40,861)</u>
Net decrease in cash	(219,939)
Cash at the beginning of the year	<u>622,015</u>
Cash at the end of the year	<u>\$ 402,076</u>

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

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

Notes to the Consolidated Financial Statements

For the Year Ended December 31, 2014

1. Summary of Significant Accounting Policies

General - GrowthPoint Technology Partners, LLC is a limited liability company established in September 2005. On January 13, 2006, the National Association of Securities Dealers, Inc. approved GrowthPoint Technology Partners, LLC's membership. GrowthPoint Technology Partners, LLC provides merger & acquisition, fundraising, and strategic advisory services to a wide range of technology companies. GrowthPoint Technology Partners, LLC will not hold customer funds or safe keep customer securities. GrowthPoint Technology Partners, LLC is a broker/dealer registered with the Securities and Exchange Commission ("SEC") and is a member of the Financial Industry Regulatory Authority ("FINRA") and the Securities Investor Protection Corporation ("SIPC").

On October 5, 2011, GrowthPoint Technology Partners, LLC formed GrowthPoint Technology Partners UK LTD. GrowthPoint Technology Partners UK LTD was capitalized and began operations in July 2012 upon receiving approval from the Financial Services Authority ("FSA") who regulates financial services markets, exchanges, and firms in the United Kingdom. GrowthPoint Technology Partners UK LTD was formed to support the activities of GrowthPoint Technology Partners, LLC. 100% of GrowthPoint Technology Partners UK LTD revenues will be from GrowthPoint Technology Partners, LLC and GrowthPoint Technology Partners UK LTD will incur its own operating expenses.

Operations outside of the United States are subject to risks inherent in operating under different legal systems and various political and economic environments. Among the risks are changes in existing tax laws, possible limitations on foreign investments and income repatriation, government price or foreign exchange controls, and restrictions on currency exchange. GrowthPoint Technology Partners, LLC and GrowthPoint Technology Partners UK LTD (the "Company") do not engage in hedging activities to mitigate its exposure to fluctuations in foreign currency exchange rates. During the year ended December 31, 2014, the Company reported \$182,166 in earnings from its foreign subsidiary. There were no dividends received from the foreign subsidiary. At December 31, 2014, assets of foreign operations were \$499,431, liabilities of foreign operations were \$112,206, and stockholder's equity was \$387,225. For the year ended December 31, 2014, GrowthPoint Technology Partners UK LTD's revenues were derived 100% from GrowthPoint Technology Partners, LLC.

Basis of Presentation - The accompanying consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America.

Principles of Consolidation - The consolidated financial statements include the financial statements of GrowthPoint Technology Partners, LLC and GrowthPoint Technology Partners UK LTD. All significant transactions and balances between these entities have been eliminated in consolidation.

Use of Estimates - The preparation of consolidated financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

Notes to the Consolidated Financial Statements

For the Year Ended December 31, 2014

Foreign Currencies - Assets and liabilities recorded in foreign currencies are translated at the exchange rate on the balance sheet date. Revenue and expenses are translated at average rates of exchange prevailing during the year. Translation adjustments resulting from this process are recorded to other comprehensive income.

Fair Value - Certain assets and liabilities are recorded at fair value.

The hierarchy below lists three levels of fair value based on the extent to which inputs used in measuring fair value are observable in the market. The Company categorizes each of their fair value measurements in one of these three levels based on the lowest level input that is significant to the fair value measurement in its entirety.

These levels are:

Level 1 - inputs are based upon unadjusted quoted prices for identical instruments traded in active markets.

Level 2 - inputs are based upon quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-based valuation techniques (e.g. the Black-Scholes model) for which all significant inputs are observable in the market or can be corroborated by observable market data for substantially the full term of the assets or liabilities. Where applicable, these models project future cash flows and discount the future amounts to a present value using market-based observable inputs including interest rate curves, foreign exchange rates, and forward and spot prices for currencies and commodities.

Level 3 - inputs are generally unobservable and typically reflect management's estimates of assumptions that market participants would use in pricing the asset or liability. The fair values are therefore determined using model-based techniques, including option pricing models and discounted cash flow models.

Realized gains and losses are recorded when securities are sold using the first in, first out cost method unless specifically identified.

Restricted Cash - In accordance with the lease agreement associated with the facility in California, a standby letter of credit agreement has been entered into between the Company and a bank. The standby letter of credit amount is \$26,461 at December 31, 2014. At December 31, 2014, the amount outstanding was \$26,461. Additionally, the Company is required to post cash collateral in the amount of \$26,461 at December 31, 2014 with the bank in accordance with the standby letter of credit agreement. These amounts have been deposited with the bank and are recorded as restricted cash.

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

Notes to the Consolidated Financial Statements

For the Year Ended December 31, 2014

Fixed Assets - The Company records fixed assets based on historical cost adjusted for accumulated depreciation and amortization. Depreciation and amortization are computed using the straight-line method over the estimated useful lives of the assets as follows:

	<u>Useful Lives</u>
Furniture and equipment	5 years
Computers	3 years
Leasehold improvements	5 years

Minor replacements, improvements, maintenance, and repairs are expensed as incurred. Gains and losses on sales and retirement of fixed assets are credited or charged to income.

Impairment of Long-Lived Assets - The Company continually evaluates whether events and circumstances have occurred that indicate the remaining estimated useful life of long-lived assets may warrant revision or that the remaining balance of long-lived assets may not be recoverable. When factors indicate that long-lived assets should be evaluated for possible impairment, the Company uses an estimate of the related undiscounted future cash flows over the remaining life of the long-lived assets in measuring whether they are recoverable. If the estimated undiscounted future cash flows are not in excess of the carrying value of the asset, a loss is recorded as the excess of the asset's carrying value over its fair value. No assets were determined to be impaired in 2014.

Revenue Recognition - The Company's revenues are recognized when earned.

Expense Recognition - The Company's expenses are charged to expense as incurred.

Income Taxes - The Company uses a two-step approach to recognizing and measuring uncertain tax positions. The first step is to evaluate the tax position for recognition by determining if the weight of available evidence indicates that it is more likely than not that the position will be sustained on audit, including resolution of related appeals or litigation processes, if any. The second step is to measure the tax benefit as the largest amount that is more than 50% likely of being realized upon settlement. The Company classifies the liability for unrecognized tax benefits as current to the extent that the Company anticipates payment (or receipt) of cash within one year.

The provision for income tax includes foreign income taxes and interest and penalties on uncertain tax positions. Certain income and expenses are not reported in tax returns and consolidated financial statements in the same year. The tax effect of such temporary differences is reported as deferred income taxes. Deferred tax assets are reported net of a valuation allowance when it is more likely than not that a tax benefit will not be realized. The deferred income taxes are classified as current or long-term based on the classification of the related asset or liability.

For GrowthPoint Technology Partners, LLC, no provision for income taxes has been made because the taxable income of GrowthPoint Technology Partners, LLC is included in the income tax returns of the members, except the case where the Company is charged a fee for doing business in that state. Consequently, the provision for income taxes for GrowthPoint Technology Partners, LLC is minimal.

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

Notes to the Consolidated Financial Statements

For the Year Ended December 31, 2014

A number of the Company's tax returns remain subject to examination by taxing authorities. These include the United States federal returns for three years, United Kingdom tax returns for two years, and California state returns for four years.

Concentration of Credit Risk - Financial instruments that potentially subject the Company to a concentration of credit risk principally consist of cash and accounts receivable.

GrowthPoint Technology Partners, LLC maintains its cash in financial institutions which are insured by the Federal Deposit Insurance Corporation (the "FDIC"). At times, cash may be in excess of the FDIC insured limits.

GrowthPoint Technology Partners UK LTD maintains its cash in financial institutions which are insured by the Financial Services Compensation Scheme (the "FSCS"). At times, cash may be in excess of the FSCS insured limits.

Accounts receivable are stated at face value. The Company performs ongoing credit evaluations of its customers and generally does not require collateral. Historically, the Company has not incurred any significant credit related losses.

The Company had five customers that comprised 34%, 20%, 17%, 13%, and 13% of total accounts receivable at December 31, 2014.

For the year ended December 31, 2014, the Company had six customers that comprised 24%, 16%, 13%, 13%, 11%, and 10% of fees.

Subsequent Events - The Company has evaluated subsequent events for the period from December 31, 2014, the date of the consolidated financial statements, through February 20, 2015, the date the consolidated financial statements were available for issuance.

2. Fair Value

The following table presents the Company's assets and liabilities that are measured at fair value on a recurring basis at December 31, 2014:

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Cash	\$402,076	\$---	\$---	\$402,076
Restricted cash	26,461	---	---	26,461
Total	<u>\$428,537</u>	<u>\$---</u>	<u>\$---</u>	<u>\$428,537</u>

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

Notes to the Consolidated Financial Statements

For the Year Ended December 31, 2014

3. Fixed Assets

Fixed assets, net are comprised of the following at December 31, 2014:

	<u>2014</u>
Furniture and equipment	\$ 67,284
Computers	108,203
Leasehold improvements	<u>272,591</u>
Total fixed assets	448,078
Less accumulated depreciation and amortization	<u>(236,091)</u>
Fixed assets, net	<u>\$ 211,987</u>

For the year ended December 31, 2014, depreciation and amortization expense was \$93,634.

4. Income Taxes

The provision for income taxes consists of the following for the year ended December 31, 2014:

	<u>2014</u>
Current taxes payable:	
Federal	\$ ---
State	13,060
Foreign	<u>47,804</u>
Total current taxes payable	<u>60,864</u>
Deferred taxes:	
Federal	---
State	---
Foreign	<u>---</u>
Total deferred taxes	<u>---</u>
Provision for income taxes	<u>\$60,864</u>

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

Notes to the Consolidated Financial Statements

For the Year Ended December 31, 2014

A reconciliation of income tax expense with the expected income tax expense computed by applying the federal statutory income tax rate (34%) to income before income tax expense is as follows for the years ended December 31, 2014:

	<u>2014</u>
Income tax benefit at federal statutory rate	\$(175,555)
United States losses at rates less than 34%	253,745
Foreign income at rates less than 34%	(30,386)
State income taxes	<u>13,060</u>
Provision for income taxes	<u>\$ 60,864</u>

5. Commitments

The Company conducts its operations from leased facilities in California and London. The current California lease will expire in August 2015, a new California lease effective August 2015 will expire in 2020, and the London lease will expire in July 2018. In addition, the Company has an obligation for additional pass-through operating costs on the current leased facility in California. Aggregate future minimum lease obligations for the operating leases in effect at December 31, 2014 are as follows:

Year ending December 31:	
2015	\$ 631,040
2016	841,248
2017	848,348
2018	818,244
2019	759,560
Thereafter	<u>516,400</u>
Total minimum lease obligations	<u>\$4,414,840</u>

For the year ended December 31, 2014, rent expense was \$514,763.

6. Employee Benefit Plan

GrowthPoint Technology Partners, LLC has a qualified employee savings plan for employees which includes profit sharing and 401(k) features. The 401(k) feature allows participants to make pretax contributions. To be eligible to become a participant, an employee must complete 3 months of service and be 21 years of age. Under the plan, GrowthPoint Technology Partners, LLC may make annual discretionary profit sharing contributions in an amount to be determined by the Managing Directors. To be eligible for any profit sharing contribution that may be made for that plan year, an employee must be employed as of the last day of the plan year.

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

Notes to the Consolidated Financial Statements

For the Year Ended December 31, 2014

GrowthPoint Technology Partners, LLC accrued a discretionary profit sharing contribution of \$100,664 for the year ended December 31, 2014.

7. Net Capital Requirements

GrowthPoint Technology Partners, LLC is subject to the Securities and Exchange Commission Uniform Net Capital Rule (rule 15c3-1), which requires both 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, 2014, GrowthPoint Technology Partners, LLC, unconsolidated, had net capital of \$30,431. At December 31, 2014, net capital is \$13,181 in excess of its required net capital of \$17,250. At December 31, 2014, GrowthPoint Technology Partners, LLC's ratio of aggregate indebtedness to net capital was 8.50 to 1, which is within the required regulatory range.

GrowthPoint Technology Partners UK LTD is subject the Financial Services Authority Capital Adequacy, which requires the maintenance of minimum net capital. At December 31, 2014, GrowthPoint Technology Partners UK LTD had net capital of £248,572. At December 31, 2014, net capital is £209,732 in excess of its required net capital of £38,840.

8. Cash Flow Information

Supplementary disclosure of interest and income taxes paid during the year ended December 31, 2014:

	<u>2014</u>
Interest	<u>\$ ---</u>
Income taxes	<u>\$13,060</u>

Supplementary disclosure of non-cash investing and financing activity are as follows for the year ended December 31, 2014:

	<u>2014</u>
Fully depreciated fixed assets that were written-off	<u>\$16,425</u>

9. Subsequent Events

No subsequent events were noted.

Supplemental Information

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

Computation of Net Capital
Under Rule 15c3-1 of the Securities and Exchange Commission
As of December 31, 2014

Net Capital

Total members' equity from statement of financial condition	\$ 936,791
Deductions and/or charges:	
Total nonallowable assets from statement of financial condition:	
Restricted cash	(26,461)
Accounts receivable	(148,750)
Fixed assets, net	(82,886)
Investment in GrowthPoint Technology Partners UK LTD	(400,728)
Other assets	(247,535)
Net capital before haircuts on securities position	30,431
Haircuts on securities	---
Net capital	\$ 30,431
Minimum net capital required (6-2/3% of total aggregate indebtedness)	\$ 17,250
Minimum dollar net capital required	\$ 5,000
Net capital requirement (greater of minimum net capital required or minimum dollar net capital required)	\$ 17,250
Excess net capital	\$ 13,181
<u>Aggregate Indebtedness</u>	
Total liabilities from statement of financial condition	\$ 258,743
Less non-aggregate indebtedness	---
Total aggregate indebtedness	\$ 258,743
Ratio: Aggregate indebtedness to net capital	8.5 to 1

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

**Computation for Determination of Reserve Requirements
Under Rule 15c3-3 of the Securities and Exchange Commission
and
Information Relating to Possession or Control Requirements
Under Rule 15c3-3 of the Securities and Exchange Commission
*As of December 31, 2014***

The Company is exempt from Rule 15c3-3 of the Securities and Exchange Commission (“Rule 15c3-3”) and operates pursuant to section (k)(2)(i) of Rule 15c3-3.

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

Reconciliation Pursuant to Rule 17a-5(d)(4) of the Securities and Exchange Commission
As of December 31, 2014

Reconciliation of differences between Computation of Net Capital as filed by the Company in Part IIA and computation contained in supplementary information to the financial statements:

Net capital as reported by the Company in Part IIA	\$30,431
Audit adjustment - none	<u>---</u>
Net capital as reported in the financial statements	<u>\$30,431</u>

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

Consolidating Statement of Financial Condition

As of December 31, 2014

Assets	<u>GrowthPoint Technology Partners, LLC</u>	<u>GrowthPoint Technology Partners UK LTD</u>	<u>Eliminations</u>	<u>Total</u>
Cash	\$ 289,174	\$112,902	\$ ---	\$ 402,076
Restricted cash	26,461	---	---	26,461
Accounts receivable	148,750	---	---	148,750
Fixed assets:				
Furniture and equipment	67,284	---	---	67,284
Computers	108,203	---	---	108,203
Leasehold improvements	92,615	179,976	---	272,591
Total fixed assets	268,102	179,976	---	448,078
Less accumulated depreciation and amortization	(185,216)	(50,875)	---	(236,091)
Fixed assets, net	82,886	129,101	---	211,987
Other assets	247,535	257,428	(21,395)	483,568
Investment in GrowthPoint Technology Partners UK LTD	400,728	---	(400,728)	---
Total assets	<u>\$1,195,534</u>	<u>\$499,431</u>	<u>\$(422,123)</u>	<u>\$1,272,842</u>
Liabilities and Members' Equity				
Accounts payable and accrued liabilities	\$ 146,109	\$ 22,463	\$ ---	\$ 168,572
Employee benefits payable	100,664	---	---	100,664
Income taxes payable	---	45,176	---	45,176
Accrued facility costs	11,970	23,172	---	35,142
Deferred revenue	---	21,395	(21,395)	---
Total liabilities	258,743	112,206	(21,395)	349,554
Commitments and contingencies	---	---	---	---
Members' equity:				
Members' equity or stockholder's equity	936,791	386,045	(371,362)	951,474
Accumulated other comprehensive income	---	1,180	(29,366)	(28,186)
Total members' equity	936,791	387,225	(400,728)	923,288
Total liabilities and members' equity	<u>\$1,195,534</u>	<u>\$499,431</u>	<u>\$(422,123)</u>	<u>\$1,272,842</u>

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

Consolidating Statement of Operations
For the Year Ended December 31, 2014

	<u>GrowthPoint Technology Partners, LLC</u>	<u>GrowthPoint Technology Partners UK LTD</u>	<u>Eliminations</u>	<u>Total</u>
Revenues:				
Fees	<u>\$8,823,493</u>	<u>\$2,529,666</u>	<u>\$(2,529,666)</u>	<u>\$8,823,493</u>
Expenses:				
Operating expenses	939,764	236,494	---	1,176,258
Compensation and benefits	4,967,140	1,891,434	---	6,858,574
Professional fees	225,953	73,243	---	299,196
Marketing and development	903,867	49,322	---	953,189
Business taxes	3,411	49,203	---	52,614
Intercompany	<u>2,529,666</u>	<u>---</u>	<u>(2,529,666)</u>	<u>---</u>
Total expenses	<u>9,569,801</u>	<u>2,299,696</u>	<u>(2,529,666)</u>	<u>9,339,831</u>
Other income:				
Equity in subsidiary's net income	<u>182,166</u>	<u>---</u>	<u>(182,166)</u>	<u>---</u>
Total other income	<u>182,166</u>	<u>---</u>	<u>(182,166)</u>	<u>---</u>
Net income (loss) before provision for income taxes	(564,142)	229,970	(182,166)	(516,338)
Provision for income taxes	<u>13,060</u>	<u>47,804</u>	<u>---</u>	<u>60,864</u>
Net loss	<u>\$ (577,202)</u>	<u>\$ 182,166</u>	<u>\$ (182,166)</u>	<u>\$ (577,202)</u>



Independent Accountant's Agreed-Upon Procedures Report on Schedule of Assessment and Payments (Form SIPC 7)

To the Members of
GrowthPoint Technology Partners, LLC

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 ("Form SIPC-7") to the Securities Investor Protection Corporation ("SIPC") for the year ended December 31, 2014, which were agreed to by GrowthPoint Technology Partners, LLC (the "Company") and the Securities and Exchange Commission, Financial Industry Regulatory Authority, Inc., and SIPC, solely to assist you and the other specified parties in evaluating the Company's compliance with the applicable instructions of Form SIPC-7. The Company's management is responsible for the Company's compliance with those requirements. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the Public Company Accounting Oversight Board (United States). 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, check copies and cash disbursements journals, noting no differences;
2. Compared the amounts reported on the audited Form X-17A-5 for the year ended December 31, 2014, as applicable, with the amounts reported in Form SIPC-7 for the year ended December 31, 2014, noting no differences;
3. Compared any adjustments reported in Form SIPC-7 with supporting schedules and working papers, not applicable, none;
4. Proved the arithmetical accuracy of the calculations reflected in Form SIPC-7 and in the related schedules and working papers, supporting the adjustments noting no differences; and
5. Compared the amount of any overpayment applied to the current assessment with the Form SIPC-7 on which it was originally computed noting no differences, not applicable, none.

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.

Rowbotham & Company LLP

San Francisco, California
February 20, 2015

SIPC-7

(33-REV 7/10)

SECURITIES INVESTOR PROTECTION CORPORATION
P.O. Box 92185 Washington, D.C. 20090-2185
202-371-8300

General Assessment Reconciliation

SIPC-7

(33-REV 7/10)

For the fiscal year ended 12/31/2014

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

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:

12*12*****1341*****ALL FOR AADC 940
067086 FINRA DEC
GROWTHPOINT TECHNOLOGY PARTNERS LLC
835 PAGE MILL RD
PALO ALTO CA 94304-1011

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

Name and telephone number of person to contact respecting this form.

Karyn White (650) 320-8476

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

\$ 22,059.-

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

(11,794.-)

7-22-2014

Date Paid

C. Less prior overpayment applied

(0)

D. Assessment balance due or (overpayment)

10,265.-

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

0

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

\$ 10,265.-

G. PAID WITH THIS FORM:

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

\$ 10,265.-

H. Overpayment carried forward

\$(0)

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.

Growth Point Technology Partners LLC
(Name of Corporation, Partnership or other organization)

Karyn M. White
(Authorized Signature)

Dated the 19th day of Feb., 20 15.

Financial Principal, CFO
(Title)

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**

Amounts for the fiscal period
beginning 1/1/2014
and ending 12/31/2014

Item No.

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

Eliminate cents
\$ 8,823,493.-

2b. Additions:

- (1) Total revenues 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.

_____ 0 _____

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(9)(L) 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 3960). \$ _____

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

Total deductions

_____ 0 _____
\$ 8,823,493.-
\$ 22,059.-

2d. SIPC Net Operating Revenues

2e. General Assessment @ .0025

(to page 1, line 2.A.)



Rowbotham

& COMPANY LLP

ACCOUNTANTS & CONSULTANTS
SAN FRANCISCO

MEMBER OF



Report of Independent Registered Public Accounting Firm

To the Members of
GrowthPoint Technology Partners, LLC

We have reviewed management's statements, included in the accompanying Form X-17A-5 United States Securities and Exchange Commission Focus Report (Financial and Operational Combined Uniform Single Report) Part IIA, in which (1) GrowthPoint Technology Partners, LLC identified the following provisions of 17 C.F.R. §15c3-3(k) under which GrowthPoint Technology Partners, LLC claimed an exemption from 17 C.F.R. §240.15c3-3: (2)(i) (the "exemption provisions") and (2) GrowthPoint Technology Partners, LLC stated that GrowthPoint Technologies Partners, LLC met the identified exemption provisions throughout the most recent fiscal year without exception. GrowthPoint Technology Partners, LLC'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 GrowthPoint Technology Partners, LLC'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 paragraph (k)(2)(i) of Rule 15c3-3 under the Securities Exchange Act of 1934.

Rowbotham & Company LLP

San Francisco, California
February 20, 2015

**FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT
PART IIA**

BROKER OR DEALER

GROWTHPOINT TECHNOLOGY PARTNERS, LLC

as of 12/31/14

Exemptive Provision Under Rule 15c3-3

25. If an exemption from Rule 15c3-3 is claimed, identify below the section upon which such exemption is based :

- A. (k) (1) - Limited business (mutual funds and/or variable annuities only) \$ 4550
- B. (k) (2) (I) - "Special Account for the Exclusive Benefit of customers" maintained X 4560
- C. (k) (2) (II) - All customer transactions cleared through another broker-dealer on a fully disclosed basis.
Name(s) of Clearing Firm(s) - Please separate multiple names with a semi-colon
4335 4570
- D. (k) (3) - Exempted by order of the Commission 4580

**Ownership Equity and Subordinated Liabilities maturing or proposed to be
withdrawn within the next six months and accruals, (as defined below),
which have not been deducted in the computation of Net Capital.**

Type of Proposed Withdrawal or Accrual (See below for code to enter)	Name of Lender or Contributor	Insider or Outsider ? (In or Out)	Amount to be with- drawn (cash amount and/or Net Capital Value of Securities)	(MMDDYY) Withdrawal or Maturity Date	Expect to Renew (Yes or No)
<u>4600</u>	<u>4601</u>	<u>4602</u>	<u>4603</u>	<u>4604</u>	<u>4605</u>
<u>4610</u>	<u>4611</u>	<u>4612</u>	<u>4613</u>	<u>4614</u>	<u>4615</u>
<u>4620</u>	<u>4621</u>	<u>4622</u>	<u>4623</u>	<u>4624</u>	<u>4625</u>
<u>4630</u>	<u>4631</u>	<u>4632</u>	<u>4633</u>	<u>4634</u>	<u>4635</u>
<u>4640</u>	<u>4641</u>	<u>4642</u>	<u>4643</u>	<u>4644</u>	<u>4645</u>
<u>4650</u>	<u>4651</u>	<u>4652</u>	<u>4653</u>	<u>4654</u>	<u>4655</u>
<u>4660</u>	<u>4661</u>	<u>4662</u>	<u>4663</u>	<u>4664</u>	<u>4665</u>
<u>4670</u>	<u>4671</u>	<u>4672</u>	<u>4673</u>	<u>4674</u>	<u>4675</u>
<u>4680</u>	<u>4681</u>	<u>4682</u>	<u>4683</u>	<u>4684</u>	<u>4685</u>
<u>4690</u>	<u>4691</u>	<u>4692</u>	<u>4693</u>	<u>4694</u>	<u>4695</u>
TOTAL			\$ <u>4699</u>		

OMIT PENNIES

Instructions: Detail listing must include the total of items maturing during the six month period following the report date, regardless of whether or not the capital contribution is expected to be renewed. The schedule must also include proposed capital withdrawals scheduled within the six month period following the report date including the proposed redemption of stock and payments of liabilities secured by fixed assets (which are considered allowable assets in the capital computation pursuant to Rule 15c3-1(c) (2) (iv)), which could be required by the lender on demand or in less than six months.

WITHDRAWAL CODE:	DESCRIPTION
1.	Equity Capital
2.	Subordinated Liabilities
3.	Accruals
4.	15c3-1(c) (2) (iv) Liabilities

OATH OR AFFIRMATION

I, John Savage, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of GrowthPoint Technology Partners, LLC, as of December 31, 2014, 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



[Signature]

Notary Public

[Signature]

Signature

Member

Title

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).