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

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**ANNUAL AUDITED REPORT  
FORM X-17A-5  
PART II**

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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 01/01/2014 AND ENDING 12/31/2014  
MM/DD/YY MM/DD/YY

**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER: Teachers Financial Investment Corporation

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

23441 South Pointe Drive, Ste. 150

(No. and Street)

Laguna Hills

CA

92653

(City)

(State)

(Zip Code)

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

Robert Ferraro

949-598-7082

(Area Code - Telephone Number)

**B. ACCOUNTANT IDENTIFICATION**

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

Tuttle, Nathan Talmadge

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

14220 Park Row, Ste. 831

Houston

TX

77084

(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)

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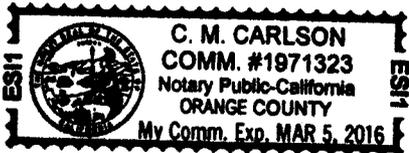
OATH OR AFFIRMATION

I, Robert Ferraro, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Teachers Financial Corporation, 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:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Robert O. Ferraro  
Signature  
President  
Title

C.M. Carlson  
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).

**ACKNOWLEDGMENT**

State of California  
County of Orange,

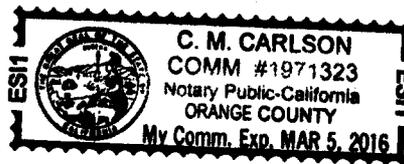
On Feb 22, 2015 before me, C.M. Carlson  
(insert name and title of the officer)

personally appeared Robert D. Ferraro  
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature C.M. Carlson (Seal)



**Teachers Financial Investment Corporation**

**Financial Statements and Supplemental Schedules**  
**Required by the U.S. Securities and Exchange Commission**

**Including Independent Auditors Report Thereon**  
**and**  
**Supplemental Report on Internal Controls**

**For the Year-Ended December 31, 2014**

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## **Nathan T. Tuttle, CPA**

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14220 Park Row, Suite 831  
Houston, Texas 77084

Phone: (713) 256-1084  
Fax: (832) 426-5786

### **INDEPENDENT AUDITOR'S REPORT**

To the Board of Directors  
and Shareholders of  
Teacher Financial Investment Corporation

I have audited the accompanying statement of financial condition of Teacher Financial Investment Corporation (the "Company") as of December 31, 2014, and the related statements of operations, changes in stockholder's equity, changes in liabilities subordinated to claims of general creditors, 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 financial statements.

#### Management's responsibility for the financial statements

Management is responsible for the preparation and fair representation 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 of material misstatement, whether due to fraud or error.

#### Auditor's responsibility

My responsibility is to express an opinion on these financial statements based on my audit. I conducted the audit in accordance with auditing standards of the Public Company Accounting Oversight Board (United States). Those standards require that I plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. I believe that the audit evidence that I obtained is sufficient and appropriate to provide a reasonable basis for my audit opinion.

#### Opinion

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Company as of December 31, 2014, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

#### Other Matter

This audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplementary information contained in the Supplemental Schedules required by Rule 17a-5 under the Securities and Exchange Act of 1934 is presented for the purpose of additional analysis and is not a required part of the financial statements. 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 of the Public Company Accounting Oversight Board (United States). In my opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

  
Houston, Texas  
February 18, 2015

Certified Public Accountant

**Teachers Financial Investment Corporation**  
**Financial Statements**

Statement of Financial Condition  
As of December 31, 2014

**ASSETS**

Cash and Cash Equivalents	11,768
Prepaid Expenses	1,394
Commissions Receivable	<u>3,265</u>
Total Current Assets	<u>\$ 16,427</u>
Total Assets	<u><u>\$ 16,427</u></u>

**LIABILITIES**

Accounts Payable and Accrued Expenses	-
Commissions Payable	<u>518</u>
Total Current Liabilities	\$ 518

**Stockholders' Equity**

Common stock, no par value; 10,000,000 shares authorized; 5,000,500 shares issued and outstanding	78,423
Retained Deficit	(64,101)
Net Loss	1,587
Total Stockholders' Equity	<u>15,909</u>
Total Liabilities and Stockholders' Equity	<u><u>\$ 16,427</u></u>

# Teachers Financial Investment Corporation

## Financial Statements

### Statement of Operations As of December 31, 2014

Revenue	
Commission Income	<u>\$ 20,668</u>
Expenses	
Commission Expenses	1,963
Professional Fees	10,585
Other General and Administrative	<u>6,536</u>
Total Expenses	<u>19,084</u>
Income from Operations	<u>1,584</u>
Other Income:	
Interest Income	<u>3</u>
Net Income	<u>\$ 1,587</u>

# Teachers Financial Investment Corporation

## Financial Statements

### Statement of Cash Flow As of December 31, 2014

Cash flow from Operating Activities:

Net Income		\$ 1,587
Adjustments to Reconcile Net Loss to Net Cash Provided by Operating Activities:		
(Increase) Decrease in Assets:		
Prepaid Expenses	255	
Commissions Receivable	(301)	
Increase (Decrease) in Liabilities:		
Accounts Payable and Accrued Expenses		
Commissions Payable	<u>81</u>	
Total Adjustments		<u>35</u>
Net Cash Generated by Operating Activities		1,622
Cash Flow from Financing Activities:		
Capital Distributions		
Capital Contributions	<u>0</u>	
Net Cash Used by Operating Activities		<u>0</u>
Net Increase in Cash		1,622
Cash at Beginning of Year		<u>10,146</u>
Cash at End of Year		<u><u>\$ 11,768</u></u>

Supplemental Disclosure of Cash Flow Information:

Cash Paid During the Year for:

Interest	\$ -	
Income Taxes	\$ -	800

**Teachers Financial Investment Corporation**  
**Financial Statements**

Statement of Changes in Ownership Equity  
As of December 31, 2014

	Common Stock no par value		Contributed	Retained	Total
	Shares	Amount	Capital	Deficit	
Balance, December 31, 2013	5,000,500	\$ -	\$ 78,422	\$ (64,101)	\$ 14,321
Capital Contribution				0	\$ 0
Net Loss				1,587	\$ 1,587
Balance, December 31, 2014	5,000,500	\$ -	\$ 78,422	\$ (62,514)	\$ 15,908

**Teachers Financial Investment Corporation**  
**Financial Statements**

Statement of Changes in Subordinated Liabilities  
As of December 31, 2014

Balance of Subordinated Claims at January 1, 2013		\$	-
Additions	\$	-	
Subtractions	\$	-	
Balance of Subordinated Claims at December 31, 2013		\$	-

**Teachers Financial Investment Corporation**  
**Notes to Financial Statements**  
**As of December 31, 2014**

**NOTE 1 – GENERAL**

Teachers Financial Investment Corporation (the “Company”) was incorporated on August 2, 2006. The Company’s business is based on assisting the teaching community with its 403(b) TSA and other investment needs. The Company was registered as a broker-dealer under the Securities and Exchange Act of 1934 on August 3, 2007. The Company commenced security transactions in October 2007.

The Company is registered with the Securities and Exchange Commission (the “Commission”) as a broker/dealer in securities and is a member of the Financial Industry Regulatory Authority (“FINRA”). The Company is exempt from the provisions of Rule 15c3-3 (pursuant to paragraph (k)(2)(i) of such rule) under the Securities Exchange Act of 1934, as the Company shall maintain a “Special Account for the Exclusive Benefit of customers”), and does not hold funds or securities for, or owe money or securities to, customers. Because of such exemptions, the Company is not required to prepare a determination of reserve requirements and possession or control requirements of Rule 15c3-3.

The Company, like other securities firms, is directly affected by general economic market conditions including fluctuations in volume and price levels of securities, changes in interest rates and demand for investment banking, securities brokerage and other services, all of which have an impact on the Company statement of financial condition as well as its liquidity.

**NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

*Risks, Uncertainties and Concentrations*

*Net Capital Requirements*

The Company must maintain, at all times, minimum net capital of \$5,000 or 6-2/3% of aggregate indebtedness, whichever is greater, and a ratio of aggregate indebtedness to net capital of less than 15 to 1, as defined under Commission Rule 15c3-1, “Net Capital Requirements for Broker Dealers.” As of December 31, 2014, the Company had net capital of \$11,250, which was \$6,250 in excess of the required minimum net capital, and had a ratio of aggregate indebtedness to net capital of 4.60% as of December 31, 2014.

*Cash*

At times, the Company may maintain cash balances in excess of the Federal Deposit Insurance Corporation (“FDIC”) and Securities Investor Protection Corporation (“SIPC”) limits per customer per financial institution, respectively. At December 31, 2014, the Company has no cash balance that was in excess of the FDIC and SIPC limits, respectively.

### *Customers*

Five customers accounted for all of the Company's revenues in 2014, including three customers accounting for approximately 95% of the Company's revenues.

### *Cash Equivalent*

The Company considers all highly liquid investments with original maturities of three months or less when purchased, to be cash equivalents.

### *Use of Estimates*

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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. Such estimates affect the reported amounts of revenues and expenses during the reporting period.

### *Revenue Recognition*

Commission income is related to mutual fund and variable annuity and is recorded upon the close of the related transaction.

### *Liquidity and Risks*

The Company has a limited operating history and relies on a small group of customers for all of its operating cash flow.

The Company's continued operational success is dependent on, among other factors, the Company's ability to continue to generate adequate cash flows from operations to fund its operations.

### *Fair Value of Financial Instruments*

Substantially all of the Company's financial instruments are carried at fair value. Receivables and payables are carried at cost or cost plus accrued interest, which approximate fair value.

In accordance with Accounting Standard Codification 350, Goodwill and Other ("ASC 350") formerly Statement of Financial Accounting Standards No. 142, Goodwill and Other Intangible Assets ("SFAS No. 142"), goodwill is defined as the excess of the purchase price over the fair value assigned to individual assets acquired and liabilities assumed and is tested for impairment at the reporting unit level (operating segment or one level below an operating segment) on an annual basis in the Company's fourth fiscal quarter or more frequently if indicators of impairment exist. The performance of the test involves a two-step process. The first step of the impairment test involves comparing the fair value of the Company's reporting units with each respective reporting unit's carrying amount, including goodwill. The fair value of reporting units is generally determined using the income approach. If the carrying amount of a reporting unit exceeds the reporting unit's fair value, the second step of the goodwill impairment test is performed to determine the amount of any impairment loss. The second step of the goodwill impairment test involves comparing the implied fair value of the reporting unit's goodwill with the carrying amount of that goodwill. In accordance with ASC 350, no amortization is recorded for goodwill with indefinite useful life.

### **NOTE 3 – COMMITMENTS AND CONTINGENCIES**

#### *Indemnities and Guarantees*

During the normal course of business, the Company has made certain indemnities and guarantees under which it may be required to make payments in relation to certain transactions. These indemnities include certain agreements with the Company's officers, under which the Company may be required to indemnify such person for liabilities arising out of their employment relationship. The duration of these indemnities and guarantees varies and, in certain cases, is indefinite. The majority of these indemnities and guarantees do not provide for any limitation of the maximum potential future payments the Company could be obligated to make. Historically, the Company has not been obligated to make any payments for these obligations and no liabilities have been recorded for these indemnities and guarantees in the accompanying financial statements.

### **NOTE 4 - SUBSEQUENT EVENTS**

Management's evaluation of estimates, assumptions, and subsequent events considered in the preparation of these financial statements is limited to information readily available as of February 23, 2014, the date that the financial statements were available to be issued. There were no transactions or events that required disclosure as subsequent events.

**Teachers Financial Investment Corporation**  
**Supplementary Schedules Pursuant to SEA Rule 17a-5**  
**Of the Securities and Exchange Act of 1934**  
**As of and for the Year-Ended December 31, 2014**

**Computation of Net Capital**

Total Stockholder's Equity		\$15,909
Non-Allowable Assets		
Prepaid Expenses	\$ 1,394	
Commission Receivable	\$ 3,265	
Total Non-Allowable Assets		\$ 4,659
Haircuts on Securities Positions	\$ -	
Undue Concentration Charges	\$ -	
Total Securities Charges		\$ -
Net Allowable Capital		\$ 11,250

**Computation of Net Capital Requirement**

Minimum Net Capital Required as a Percentage of Aggregate Indebtedness	\$ 35
Minimum Dollar Net Capital Requirement of Reporting Broker/Dealer	\$ 5,000
Net Capital Requirement	\$ 5,000
Excess Net Capital	\$ 6,250

**Computation of Aggregate Indebtedness**

Total Aggregate Indebtedness	\$518
Percentage of Aggregate Indebtedness to Net Capital	4.60%

**Reconciliation of Computation of Net Capital**

Net Capital Computed and Reported on FOCUS IIA as of	December 31, 2014	\$ 11,250
Adjustments		
Change in Equity		\$ -
Change in Non-Allowable Assets		\$ -
Change in Securities Charges		\$ -
Net Capital per Audit		\$ 11,250
Reconciled Difference		\$ -

**Teachers Financial Investment Corporation**  
**Supplementary Schedules Pursuant to SEA Rule 17a-5**  
**Of the Securities and Exchange Act of 1934**  
**As of and for the Year-Ended December 31, 2014**

**Statement Related to Uniform Net Capital Rule**

The Company is a member of the FINRA and is subject to the SEC Uniform Net Capital Rule 15c3-1. This rule requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 1500% (15 to 1). Net capital and the related net capital ratio may fluctuate on a daily basis. At December 31, 2014, the Company had net capital of \$11,250 which was \$6,250 in excess of its required net capital of \$5,000. The Company's net capital ratio was 4.60%. The Company has elected to use the basic computation method, as is permitted by the rule, which requires that the Company maintain minimum Net Capital pursuant to a fixed dollar amount or 6-2/3% percent of total aggregate indebtedness, as defined, whichever is greater, and does not, therefore, calculate its net capital requirement under the alternative reserve requirement method.

**Statement Related to Exemptive Provision (Possession and Control)**

The Company does not have possession or control of customer's funds or securities. There were no material inadequacies in the procedures followed in adhering to the exemptive provisions of SEA Rule 15c3-3(k)(2)(i); the Company shall maintain a "Special Account for the Exclusive Benefit of customers"

**Statement Related to Material Inadequacies**

This audit did not disclose any material inadequacies since the previous audit of the financial statements contained within the audit report of the Computation of Minimum Net Capital Requirement as reported in the Supplemental Schedules contained within the audit report or the filed Financial and Operational Combined Uniform Single Report filed pursuant to SEA Rule 15c3-1. The firm is exempt from 15c3-3; it does not maintain customer funds or securities and therefore does not maintain customer funds to segregate nor does it maintain separate accounts for customers.

**Statement Related to SIPC Reconciliation Requirement**

SEA Rule 17a-5(e)(4) requires a registered broker-dealer to file a supplemental report which includes procedures related to the broker-dealers SIPC annual general assessment reconciliation or exclusion from membership forms. In circumstances where the broker-dealer reports \$500,000 or less in gross revenue they are not required to file the supplemental SIPC report. The Company is exempt from filing the supplemental report under SEA Rule 17a-5(e)(4) because it is reporting less than \$500,000 in gross revenue.

**Teachers Financial Investment Corporation**  
**Supplementary Schedules Pursuant to SEA Rule 17a-5**  
**Of the Securities and Exchange Act of 1934**  
**As of and for the Year-Ended December 31, 2014**

**Exemption Report Pursuant to SEA Rule 17a-5(d)(1)(i)(B)(2)**

TEACHERS FINANCIAL INVESTMENT CORPORATION

January 1, 2015

SEA 15c3-3 Exemption Report

I, Robert D. Ferraro, President of Teachers Financial Investment Corporation, represent the following:

1. The Company claims the k(2)(i) exemption to SEA §240.15c3-3;
2. The Company met the identified exemption provisions in SEA §240.15c3-3(k) from January 1, 2014 through the remainder of the fiscal year ending December 31, 2014 without exception; and
3. There were no exceptions during January 1, 2014 through December 31, 2014 in meeting the identified exemption provisions in SEA §240.15c3-3(k).

Respectfully submitted,

  
Robert D. Ferraro  
President  
Teachers Financial Investment Corporation

2341 SOUTH POINTE DRIVE SUITE 150  
LAGUNA HILLS, CA. 92653 -3551 (949) 598-7080  
MEMBER FINRA/SIPC

NT Tuttle, CPA

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Houston, TX 77084

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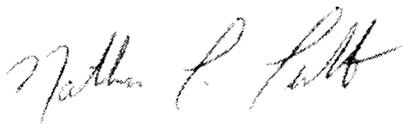
EXEMPTION REVIEW REPORT

February 18, 2015

Robert Ferraro  
Teachers Financial Investment Corporation  
23441 South Pointe Drive  
Suite 150  
Laguna Hill, CA 92653

Dear Mr. Ferraro:

We have reviewed management's statements, included in the accompanying Representation Letter of Exemptions, in which Teachers Financial Investment Corporation identified the following provisions of 17 C.F.R. § 15c3-3(k) under which Teachers Financial Investment Corporation claimed an exemption from 17 C.F.R. § 240.15c3-3(k)(2)(i) "will not hold customer funds or safe-keep customer securities." Teachers Financial Investment Corporation stated that Teachers Financial Investment Corporation met the identified exemption provisions throughout the most recent fiscal year without exception. Teachers Financial Investment Corporation'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 Teachers Financial Investment Corporation'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 my review, I am 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.



Houston, Texas  
February 18, 2015