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Washington, D.C. 20549

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

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8-42106

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 01/01/16 AND ENDING 12/31/16  
MM/DD/YY MM/DD/YY

**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER: UMB Distribution Services, LLC

OFFICIAL USE ONLY  
FIRM I.D. NO.

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

(No. and Street)

Milwaukee

WI

53212

(City)

(State)

(Zip Code)

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

Christine Mortensen

414-299-2233

(Area Code - Telephone Number)

**B. ACCOUNTANT IDENTIFICATION**

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

Baker Tilly Virchow Krause, LLP

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

777 E Wisconsin Ave 32nd Floor Milwaukee

WI

53202

(Address)

(City)

(State)

(Zip Code)

CHECK ONE:

Certified Public Accountant

Public Accountant

Accountant not resident in United States or any of its possessions.

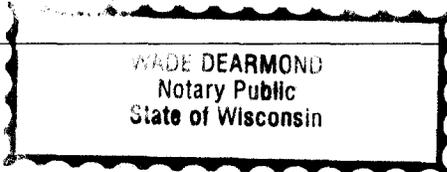
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\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

KS

OATH OR AFFIRMATION

I, Christine Mortensen, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of UMB Distribution Services, LLC, as of December 31, 2016, 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:



Christine Mortensen
Signature

Treasurer
Title

[Signature]
Notary Public

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

- (a) Facing Page.
(b) Statement of Financial Condition. Balance Sheet
(c) Statement of Income (Loss).
(d) Statement of Changes in Financial Condition. Cash Flow
(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).

**UMB DISTRIBUTION SERVICES, LLC**

Milwaukee, Wisconsin

**FINANCIAL STATEMENTS**

Report of Independent Registered Public Accounting Firm

As of and for the Year Ended December 31, 2016

# UMB DISTRIBUTION SERVICES, LLC

## TABLE OF CONTENTS

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<b>Report of Independent Registered Public Accounting Firm</b>	1
<b>Financial Statements</b>	
Statement of Financial Condition	2
Statement of Income and Member's Equity	3
Statement of Cash Flows	4
Notes to Financial Statements	5 - 9
<b>Supplemental Information</b>	
Schedule I - Computation of Net Capital Under Rule 15c3-1 of the Securities and Exchange Commission Capital Rule	10
Schedule II - Computation for Determination of Reserve Requirements Under Rule 15c3-3 and Information for Possession or Control Requirements Under Rule 15c3-3 of the Securities and Exchange Commission	11

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Sole Member  
UMB Distribution Services, LLC  
Milwaukee, Wisconsin

We have audited the accompanying statement of financial condition of UMB Distribution Services, LLC as of December 31, 2016, and the related statements of income and member's equity, and cash flows for the year then ended. These financial statements are the responsibility of UMB Distribution Services, LLC's management. Our responsibility is to express an opinion on these 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 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. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of UMB Distribution Services, LLC as of December 31, 2016, 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.

The supplemental information contained in pages 10-11 has been subjected to audit procedures performed in conjunction with the audit of UMB Distribution Services, LLC's financial statements. The supplemental information is the responsibility of UMB Distribution Services, LLC's management. Our audit procedures included determining whether the supplemental information reconciles to the 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 17 C.F.R. § 240.17a5. In our opinion, the supplemental information is fairly stated, in all material respects, in relation to the financial statements as a whole.

*Baker Tilly Virchow Krause, LLP*

Milwaukee, Wisconsin  
February 23, 2017

**UMB DISTRIBUTION SERVICES, LLC**

STATEMENT OF FINANCIAL CONDITION  
As of December 31, 2016

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**ASSETS**

<b>ASSETS</b>	
Cash and cash equivalents	\$ 2,652,405
Accounts receivable	240,863
Prepaid expenses	112,322
Other assets	393
Deferred tax assets – related party	<u>2,216</u>
<b>TOTAL ASSETS</b>	<b><u>\$ 3,008,199</u></b>

**LIABILITIES AND MEMBER'S EQUITY**

<b>LIABILITIES</b>	
Accrued expenses	\$ 14,550
Taxes payable – related party	<u>62,342</u>
<b>TOTAL LIABILITIES</b>	<b>76,892</b>
<b>MEMBER'S EQUITY</b>	<b><u>2,931,307</u></b>
<b>TOTAL LIABILITIES AND MEMBER'S EQUITY</b>	<b><u>\$ 3,008,199</u></b>

See accompanying notes to financial statements.

## UMB DISTRIBUTION SERVICES, LLC

### STATEMENT OF INCOME AND MEMBER'S EQUITY For the Year Ended December 31, 2016

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<b>REVENUES</b>	
Distribution fees	\$ 3,474,356
Other revenue	<u>89,566</u>
Total Revenues	3,563,922
<b>EXPENSES</b>	
Employee compensation	2,023,602
Management and administrative fees	891,169
Registration fees	53,659
Professional fees	16,554
General and administrative	<u>98,953</u>
Total Expenses	<u>3,083,937</u>
<b>NET INCOME BEFORE INCOME TAXES</b>	479,985
Income tax expense	<u>174,479</u>
<b>NET INCOME AFTER INCOME TAXES</b>	305,506
MEMBER'S EQUITY - Beginning of Year	2,625,801
Member's distributions	<u>          -</u>
<b>MEMBER'S EQUITY - END OF YEAR</b>	<u>\$ 2,931,307</u>

See accompanying notes to financial statements.

# UMB DISTRIBUTION SERVICES, LLC

## STATEMENT OF CASH FLOWS For the Year Ended December 31, 2016

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### CASH FLOWS FROM OPERATING ACTIVITIES

Net Income	\$ 305,506
Adjustments to reconcile net income to net cash flows from operating activities	
Changes in assets and liabilities	
Accounts receivable	46,083
Prepaid expenses	7,778
Other assets	156
Accrued expenses	(11,896)
Taxes payable – related party	4,463
Deferred income taxes	<u>2,392</u>
Net Cash Flows From Operating Activities	<u>354,482</u>
Net Change in Cash and Cash Equivalents	354,482
CASH AND CASH EQUIVALENTS - Beginning of Year	<u>2,297,923</u>
CASH AND CASH EQUIVALENTS - END OF YEAR	<u>\$ 2,652,405</u>

### SUPPLEMENTAL INFORMATION

Income taxes paid	\$ 167,624
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# UMB DISTRIBUTION SERVICES, LLC

## NOTES TO FINANCIAL STATEMENTS As of and for the Year Ended December 31, 2016

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### **NOTE 1 - Summary of Significant Accounting Policies**

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#### *Nature of Operations*

UMB Distribution Services, LLC (the "Company"), is a broker-dealer registered with the Securities and Exchange Commission (SEC) and the Financial Industry Regulatory Authority (FINRA). The Company provides distribution and other services to registered investment companies. The Company is organized as a Wisconsin limited liability company and is 100% owned by UMB Fund Services, Inc. (the "Parent").

#### *Cash and Cash Equivalents*

The Company defines cash and cash equivalents as highly liquid, short-term investments with a maturity at the date of acquisition of three months or less.

#### *Concentration of Credit Risk*

The Company's cash accounts are on deposit at two financial institutions. The amounts on deposit at December 31, 2016 exceeded the \$250,000 federally-insured limit at both of the financial institutions by \$2,152,405.

#### *Accounts Receivable*

The Company uses the allowance method to account for uncollectible accounts receivable. The Company estimates the allowance based on historical collection experience and a review of the current status of accounts receivable. At December 31, 2016, no allowance for doubtful accounts was provided as all receivables are considered collectible.

#### *Revenue*

Revenue consists of fees for providing distribution and fulfillment services and is recognized when services are provided.

#### *Income Taxes*

The Company accounts for income taxes under the asset and liability method. Under the asset and liability method deferred taxes are determined based on the differences between the financial statement and the tax basis of assets and liabilities using enacted tax rates. Deferred tax assets are reduced by a valuation allowance, when in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. No valuation allowance has been recorded as of December 31, 2016.

# UMB DISTRIBUTION SERVICES, LLC

NOTES TO FINANCIAL STATEMENTS  
As of and for the Year Ended December 31, 2016

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## **NOTE 1 - Summary of Significant Accounting Policies (cont.)**

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### *Income Taxes (cont.)*

The Company is a single member limited liability company and is treated as a disregarded entity for federal income tax purposes. The Company files consolidated federal and state income tax returns with UMB Financial Corporation and its subsidiaries. With limited exceptions, the Company is no longer subject to examination by tax authorities for years prior to 2013. Income taxes are computed utilizing the incremental consolidated tax rates. Under the Company's tax sharing agreement, for consolidated state tax returns, tax is to be allocated in accordance with the allocation of federal expense/benefit, unless applicable law requires a different method of allocation.

The Company records the financial statement effects of an income tax position when it is more likely than not, based on the technical merits, that it will be sustained upon examination. Based on its evaluation, the Company has determined that there were no significant uncertain tax positions requiring recognition in the accompanying financial statements. As of December 31, 2016, the Company had no accrued interest or penalties related to uncertain tax positions.

### *Exemptive Provision*

Rule 15c3-3 of the Securities Exchange Act of 1934, as amended, also known as the customer protection rule, requires a broker-dealer that maintains custody of customer securities and cash to maintain (i) physical possession or control over customers' fully paid and excess margin securities and (ii) a reserve of cash or qualified securities in an account at a bank that is at least equal in value to the net cash owed to customers, including cash obtained from the use of customer securities.

The Company operates under the provisions of an exemption from Rule 15c3-3 provided in paragraph (k)(1) of Rule 15c3-3. In order to operate under the exemption provided for in paragraph (k)(1), a broker-dealer must satisfy the following three conditions: (i) transactions as principal of any company account are limited to the purchase, sale and redemption of redeemable securities of registered investment companies or participations in an insurance company separate account; (ii) transactions as broker (agent) are limited to (a) the sale and or redemption of redeemable securities of registered investment companies or participations in an insurance company separate account, (b) the solicitation of share accounts for savings and loan associations insured by an instrumentality of the United States and (c) the sale of securities for the account of a customer to obtain funds for the immediate reinvestment in redeemable securities of registered investment companies; and (iii) the broker or dealer promptly transmits all funds and delivers all securities received in connection with activities as a broker or dealer, and does not otherwise hold funds or securities for, or owe money or securities to, customers.

The Company meets all of the requirements necessary to claim the exemption provided for under paragraph (k)(1). The Company does not (i) conduct securities transactions as a principal; (ii) sell or redeem securities as an agent for customers and (iii) does not receive funds or securities in connection with activities as broker or dealer (and would transmit to the appropriate party promptly if so received), and does not otherwise hold funds or securities for, or owe money or securities to, customers.

# UMB DISTRIBUTION SERVICES, LLC

NOTES TO FINANCIAL STATEMENTS  
As of and for the Year Ended December 31, 2016

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## **NOTE 1 - Summary of Significant Accounting Policies (cont.)**

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### *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 and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

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## **NOTE 2 - Related Party Transactions**

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### *UMB Fund Services, Inc.*

The Company and the Parent entered into a management agreement which specifies a method by which certain expenses including salaries, benefits, rent, and administrative expenses are allocated from the Parent to the Company. The agreement also states which expenses are eligible for allocation. Expenses incurred under this agreement were \$891,169 for the year ended December 31, 2016.

The Company operates out of a location shared with the Parent.

The Company has clients in common with the Parent, but provides independent services on behalf of those clients.

At December 31, 2016, deferred tax assets were \$2,216 and taxes payable to the parent were \$62,342.

The Company had no distributions to the Parent in 2016.

### *Scout Investments, Inc. & Scout Distributors, LLC*

Scout Investments, Inc., Scout Distributors, LLC and the Company are subsidiaries of UMB Financial Corporation. Scout Investments, Inc., Scout Distributors, LLC and the Company entered into an agreement pursuant to which the Company provides distribution-related services to Scout Investments, Inc. and Scout Distributors, LLC. Pursuant to such agreement, Scout Investments, Inc. pays all fees and expenses related to the provision of such services. A portion of such expenses relates to the Company's agreement to compensate licensed representatives of the Company which are also employees of Scout Distributors, LLC, in compliance with applicable NASD rules. Revenue from Scout Investments, Inc. totaled \$2,281,854 for the year ended December 31, 2016, which is included in Distribution Fees in the Statement of Income and Member's Equity. Of that, \$2,023,602 is pass through revenue which is offset by employee compensation paid to Scout Distributors, LLC which totaled \$2,023,602 for the year ended December 31, 2016. The additional \$258,252 was revenue earned for distribution services provided to Scout Investments, Inc. for the year ended December 31, 2016.

## UMB DISTRIBUTION SERVICES, LLC

NOTES TO FINANCIAL STATEMENTS  
As of and for the Year Ended December 31, 2016

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### NOTE 3 - Major Clients

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For the year ended December 31, 2016, three clients accounted for \$3,049,724 or approximately 86% of the Company's total revenue. Accounts receivable from these clients at December 31, 2016 totaled \$157,263, or approximately 65% of total accounts receivable.

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### NOTE 4 - Net Capital Requirements

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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 (and the rule of the "applicable" exchange also provides that equity capital may not be withdrawn or cash distributions paid if the resulting net capital ratio would exceed 10 to 1).

At December 31, 2016, the Company had net capital of \$2,000,642 which was \$1,975,642 in excess of its required net capital of \$25,000. The Company's ratio of aggregate indebtedness to net capital was .0384 to 1 at December 31, 2016.

The Company is also subject to minimum capital requirements by certain state regulatory agencies and was in compliance with these requirements at December 31, 2016.

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### NOTE 5 - Income Taxes

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The Company is included in a consolidated federal income tax return and various consolidated or combined state returns. The consolidated current and deferred federal and state income tax expense of the group is allocated among the members in a systematic and consistent manner based on each member's share of the consolidated tax expense.

Income tax expense include the following components:

	Year Ended December 31, 2016
Current:	
Federal	\$ 163,158
State	8,871
Total current tax expense	172,029
Deferred:	
Federal	2,124
State	326
Total deferred tax benefit	2,450
Income tax expense	\$ 174,479

Deferred income tax assets and liabilities reflect the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax basis.

## UMB DISTRIBUTION SERVICES, LLC

NOTES TO FINANCIAL STATEMENTS  
As of and for the Year Ended December 31, 2016

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### NOTE 5 - Income Taxes (cont.)

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The significant components of the Company's deferred tax assets and liabilities are as follows:

	<u>December 31, 2016</u>
Deferred Tax Assets:	
Accrued expenses	\$ 3,127
Deferred Tax Liabilities:	
Prepaid expenses	<u>(911)</u>
Net Deferred Tax Asset	<u>\$ 2,216</u>

No valuation allowance, as defined by ASC Topic 740, is required as management believes it is more likely than not that the deferred tax assets are realizable.

The provision for income taxes differs from that computed at the federal statutory corporate tax rate for the year ended December 31, 2016 as follows:

Income before income tax expense	<u>\$ 479,985</u>
Tax expense at statutory rate of 35%	\$ 167,995
State income tax, net of federal effect	5,979
Other	492
Non deductible expense	13
Total income tax expense	<u>\$ 174,479</u>
Effective tax rate	36%

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### NOTE 6 - Subsequent Events

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The Company has evaluated subsequent events through date of issuance. No subsequent events were identified.

**SUPPLEMENTAL INFORMATION**

## UMB DISTRIBUTION SERVICES, LLC

### SCHEDULE I – COMPUTATION OF NET CAPITAL UNDER RULE 15c3-1 of the Securities and Exchange Commission Capital Rule As of December 31, 2016

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<b>AGGREGATE INDEBTEDNESS</b>	
Accrued expenses	\$ 14,550
Taxes payable – related party	<u>62,342</u>
Total Aggregate Indebtedness	<u>\$ 76,892</u>
Minimum required net capital (based on aggregate indebtedness)	<u>\$ 5,126</u>
<b>NET CAPITAL</b>	
Member's equity	\$ 2,931,307
Deductions:	
Accounts receivable	(240,863)
Prepaid expenses	(112,322)
Other assets	(393)
Deferred tax assets – related party	(2,216)
Non allowable cash	<u>(574,871)</u>
Net Capital	2,000,642
Net capital requirement (Minimum)	<u>25,000</u>
Capital in excess of minimum requirement	<u>\$ 1,975,642</u>
Ratio of aggregate indebtedness to net capital	<u>.0384 to 1</u>

There were no material differences between the above calculation and the Company's calculation of net capital as reflected on the unaudited Form 17a-5, Part IIA.

**UMB DISTRIBUTION SERVICES, LLC**

**SCHEDULE II – COMPUTATION FOR DETERMINATION OF THE RESERVE REQUIREMENTS  
UNDER RULE 15c3-3 and INFORMATION RELATING TO THE POSSESSION OR CONTROL  
REQUIREMENTS UNDER RULE 15c3-3 of the Securities and Exchange Commission  
As of December 31, 2016**

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**COMPUTATION FOR DETERMINATION OF THE RESERVE REQUIREMENTS UNDER RULE 15c3-3**

UMB Distribution Services, LLC is exempt from Rule 15c3-3 under the provision of Rule 15c3-3(k)(1).

**INFORMATION RELATING TO THE POSSESSION OR CONTROL REQUIREMENTS UNDER  
RULE 15c3-3**

UMB Distribution Services, LLC is exempt from Rule 15c3-3 under the provision of Rule 15c3-3(k)(1).

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**UMB DISTRIBUTION SERVICES, LLC**  
Milwaukee, Wisconsin

**EXEMPTION REPORT**

Including Report of Independent Registered  
Public Accounting Firm

As of and for the Year Ended December 31, 2016

# UMB DISTRIBUTION SERVICES, LLC

## TABLE OF CONTENTS

---

Report of Independent Registered Public Accounting Firm	1
Exemption Report	2

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Sole Member  
UMB Distribution Services, LLC  
Milwaukee, Wisconsin

We have reviewed management's statements, included in the accompanying Exemption Report, in which (1) UMB Distribution Services, LLC identified the following provision of 17 C.F.R. § 15c3-3(k) under which UMB Distribution Services, LLC claimed an exemption from 17 C.F.R. § 240.15c3-3: (K)(1) (the "exemption provisions") and (2) UMB Distribution Services, LLC stated that UMB Distribution Services, LLC met the identified exemption provisions throughout the most recent fiscal year without exception. UMB Distribution Services, LLC 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 UMB Distribution Services, 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 conditions set forth in paragraph (K)(1) of Rule 15c3-3 under the Securities Exchange Act of 1934.

*Baker Tilly Virchow Krause, LLP*

Milwaukee, Wisconsin  
February 23, 2017



February 13, 2017

Securities and Exchange Commission  
100 F Street, NE  
Washington, D.C. 20549

To Whom It May Concern:

UMB Distribution Services, LLC operates under the provisions of the exemption from Rule 15c3-3 of the Securities Act of 1934, as amended, provided in paragraph (k)(1) of Rule 15c3-3.

UMB Distribution Services, LLC met all of the requirements necessary to claim the exemption provided for under paragraph (k)(1) for the year ended December 31, 2016 without exception.

Sincerely,

A handwritten signature in cursive script that reads "Christine Mortensen".

Christine Mortensen  
Senior Vice President - Finance

**Distribution Services, LLC**

235 West Galena Street  
Milwaukee, Wisconsin 53212

888.844.3350  
414.299.2171 Fax

[umbfs.com](http://umbfs.com)