



SEC

18001473

OMB APPROVAL	
OMB Number:	3235-0123
Expires:	August 31, 2020
Estimated average burden hours per response.....	12.00

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

Mail Processing

Section

FEB 28 2018

Washington DC

SEC FILE NUMBER
8-69535

**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 01/01/17 AND ENDING 12/31/17  
MM/DD/YY MM/DD/YY

**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER: **Threadmark LP**

OFFICIAL USE ONLY

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

FIRM I.D. NO.

**300 Park Avenue 12 Fl**

(No. and Street)

**New York**

**NY**

**10022**

(City)

(State)

(Zip Code)

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

Bruce Chapman 44(0) 20 7647 8364

(Area Code - Telephone Number)

**B. ACCOUNTANT IDENTIFICATION**

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

**DeMarco Sciacotta Wilkens & Dunleavy, LLP**

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

**9645 W Lincolnway Lane, Suite 214A Frankfort**

**IL**

**60423**

(Address)

(City)

(State)

(Zip Code)

CHECK ONE:

Certified Public Accountant

Public Accountant

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

**FOR OFFICIAL USE ONLY**

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

SEC 1410 (06-02)

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

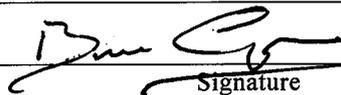
DB

yw

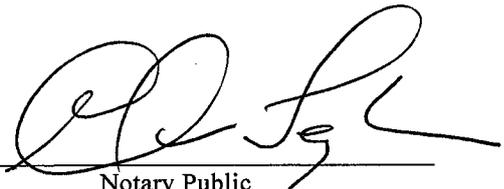
OATH OR AFFIRMATION

I, Bruce Chapman, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Threadmark LP, as of December 31, 2017, 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:

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

  
Signature

CCO, GP  
Title

  
Notary Public

CLAUDIA TAYLOR  
NOTARY PUBLIC, State of New York  
No. 01TA5068172  
Qualified in Kings County  
Commission Expires 10/28/2018

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).



## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

General Partner  
Threadmark LP

### Opinion on the Financial Statements

We have audited the accompanying statement of financial condition of Threadmark LP, (the "Company") as of December 31, 2017, and the related notes (collectively referred to as the financial statements). In our opinion, the statement of financial condition presents fairly, in all material respects, the financial position of Threadmark LP as of December 31, 2017 in conformity with accounting principles generally accepted in the United States of America.

### Basis for Opinion

This financial statement is the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statement based on our audit. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statement is free of material misstatement, whether due to error or fraud. Our audit included performing procedures to assess the risks of material misstatement of the financial statement, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audit also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion.

We have served as Threadmark LP's auditor since 2015.

*DeMarco Sciaccotta Wilkens & Dunleavy LLP*

Frankfort, Illinois  
February 23, 2018

**Threadmark LP**  
**Statement of Financial Condition**  
**As of December 31, 2017**

---

**ASSETS**

Cash	72,436
Prepaid Expenses	28,735
Due From Related Party	75,792
<b>Total Assets</b>	<b><u>\$ 176,963</u></b>

**LIABILITIES AND PARTNERS' EQUITY**

<b>Liabilities</b>	
Accounts Payable and Accrued Expenses	44,314
<b>Partners' Equity</b>	<b><u>132,649</u></b>
<b>Total Liabilities and Partners' Equity</b>	<b><u>\$ 176,963</u></b>

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

**Threadmark LP**  
**Notes to Financial Statements**  
**Year Ended December 31, 2017**

---

**1. Nature of Operations**

Threadmark LP (the “Partnership”) was formed on April 22, 2014. The General Partner is Threadmark GP, LLC. The Partnership is a broker-dealer registered with the Securities and Exchange Commission (“SEC”) and is also a member of the Financial Industry Regulatory Authority (“FINRA”) and the Securities Investor Protection Corporation (“SIPC”).

The Partnership’s operations consist primarily of introducing leading institutional investors to fund managers that make private equity, real estate and other non-traditional investments. The partnership also provides advice to fund managers regarding ways to improve their methods of raising capital.

**2. Summary of Significant Accounting Policies**

*Basis of Presentation*

The financial statements have been prepared in conformity with accounting principles generally accepted in the United State of America (“GAAP”).

*Use of Estimates*

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

The following is a summary of the significant accounting policies followed by the Partnership.

*Revenue Recognition*

The Partnership recognizes retainer revenues in accordance with the provisions of the respective agreements. Placement fees are related to non-underwritten transactions and are recorded on the closing date of the transaction.

*Fees Receivable*

The Partnership carries its fees receivable at cost less an allowance for doubtful accounts. On a periodic basis, the Partnership evaluates its fees receivable and establishes an allowance for doubtful accounts, if necessary, based on a history of past bad debts and collections and current credit conditions. Accounts are written off as uncollectible on a case-by-case basis.

*Income Taxes*

The partners report the Partnership’s income or loss on their income tax returns. Accordingly no provision for federal and state income taxes has been recorded.

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

**Threadmark LP**  
**Notes to Financial Statements**  
**Year Ended December 31, 2017**

---

**3. Related party transactions**

During the period ended December 31, 2017, the Partnership recognized 100% of its revenue from affiliated companies, Threadmark LLP (LLP) and Threadmark Partners Limited (PL). These affiliated companies are related through common ownership and management.

The Partnership shared general and administrative expenses with LLP and PL, under an Expense Sharing Agreement. Pursuant to this Agreement, shared expenses are allocated based upon allocation percentages as specified in the agreement. For the period ended December 31, 2017 the Partnership was allocated expenses totaling \$125,417.

At December 31, 2017, the Company was owed \$75,792 from affiliated entities.

**4. Concentrations**

The Partnership maintains all of its cash in one financial institution, which at times, may exceed federally insured limits. The Partnership has not experienced any loss in this account and believes it is not subject to any significant credit risk.

**5. Commitments**

The Partnership has office space at two locations pursuant to operating lease agreements. The operating leases are on a month to month basis. Rent expense amounted to approximately \$52,833 for the year ended December 31, 2017. Future minimum payments under one of the aforementioned lease agreement total approximately \$22,156. This total includes 1 year requirement under an expense sharing agreement which may be terminated with 3 months' notice.

**6. Net Capital Requirement**

The Partnership as a member of FINRA 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 15 to 1, and that equity capital may not be withdrawn if the resulting net capital ratio would exceed 12 to 1.

At December 31, 2017, the Partnership's net capital was approximately \$28,000, which was approximately \$23,000 in excess of its minimum requirement of \$5,000 under SEC Rule 15c3-1.

SEC  
Mail Processing  
Section

FEB 28 2018

Washington DC  
408

# **Threadmark LP**

**Financial Statements and Supplementary Schedules  
Pursuant to Rule 17a-5 under the Securities Exchange Act of  
1934**

**December 31, 2017**

**Threadmark LP**  
**Table of Contents**  
**As of December 31, 2017**

---

**Facing Page to Form X-17A-5**

**Affirmation to Officer**

**Report of Independent Registered Public Accounting Firm**

**Financial Statements**

Statement of Financial Condition

Notes to Financial Statements