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Securities and Exchange  
JUN 25 2018  
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# ANNUAL AUDITED REPORT FORM X-17A-5 PART III

SEC FILE NUMBER
B-29149

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 01/01/2017 AND ENDING 12/31/2017  
MM/DD/YY MM/DD/YY

## A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: GE Capital Markets, Inc.  
ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)  
901 Main Avenue

OFFICIAL USE ONLY
FIRM I.D. NO.

(No. and Street) Norwalk CT 06851  
(City) (State) (Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT  
Lawrence Alfieri 203-840-6536  
(Area Code - Telephone Number)

## B. ACCOUNTANT IDENTIFICATION

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

KPMG, LLP

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

345 Park Avenue New York NY 10154  
(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, Section 240.17a-5(e)(2)

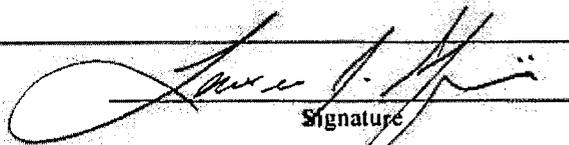
SEC 1410 (06-02)

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OATH OR AFFIRMATION

I, Lawrence Alfieri, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of \_\_\_\_\_, 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  
Chief Compliance Officer  
Title

  
Notary Public  
**AMY J DELOUGHY**  
**NOTARY PUBLIC**  
**State of Connecticut**  
**My Commission Expires 2/28/2021**

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).

**GE CAPITAL MARKETS, INC.**  
(A Wholly Owned Subsidiary of GE Capital U.S. Holdings, Inc.)

Statement of Financial Condition

December 31, 2017

(With Report of Independent Registered Public Accounting Firm Thereon)

These financial statements and schedules should be deemed confidential pursuant to  
subparagraph (e) (3) of Rule 17a-5



KPMG LLP  
345 Park Avenue  
New York, NY 10154-0102

## Report of Independent Registered Public Accounting Firm

To the Stockholders and the Board of Directors  
GE Capital Markets, Inc.:

### Opinion on the Financial Statement

We have audited the accompanying statement of financial condition of GE Capital Markets, Inc. (the Company) as of December 31, 2017, and the related notes (collectively, the financial statement). In our opinion, the financial statement presents fairly, in all material respects, the financial position of the Company as of December 31, 2017, in conformity with U.S. generally accepted accounting principles.

### *Basis for Opinion*

This financial statement is the responsibility of the Company's management. Our responsibility is to express an opinion on this 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 statement. 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 statement. We believe that our audit provides a reasonable basis for our opinion.

**KPMG LLP**

We have served as the Company's auditor since 1984.

New York, New York  
February 26, 2018

**GE CAPITAL MARKETS, INC.**  
(A Wholly Owned Subsidiary of GE Capital U.S. Holdings Inc.)

Statement of Financial Condition

December 31, 2017

**Assets**

Cash	\$ 2,345,172
Noninterest bearing deposit with the Financial Industry Regulatory Authority	24,302
Receivable from Parent, net (note 2 and 3)	119,488
Prepaid expenses	<u>57,035</u>
Total assets	<u>\$ 2,545,997</u>

**Liabilities and Stockholder's Equity**

<b>Liabilities:</b>	
Other liabilities	\$ <u>55,090</u>
Total liabilities	<u>55,090</u>

**Stockholder's equity:**

Common stock, \$1 par value; 1,000 shares authorized, issued and outstanding	1,000
Additional paid-in capital	2,451,751
Retained earnings	<u>38,156</u>
Total stockholder's equity	<u>2,490,907</u>
Total liabilities and stockholder's equity	<u>\$ 2,545,997</u>

See accompanying notes to financial statements.

**GE CAPITAL MARKETS, INC.**  
(A Wholly Owned Subsidiary of GE Capital U.S. Holdings, Inc.)

Notes to Statement of Financial Condition

December 31, 2017

**(1) Organization and Summary of Significant Accounting Policies**

**(a) Organization**

GE Capital Markets, Inc. (the Company) is a wholly owned subsidiary of GE Capital U.S. Holdings, Inc. (GECUSH or the Parent). The Company was incorporated on February 15, 1983 to provide various investment banking services and is a registered broker and dealer in securities registered under the Securities Exchange Act of 1934. The Company's principal operations consist of (i) developing new sources of debt finance, (ii) providing debt placement services and (iii) arranging debt syndications. These activities are primarily performed on behalf of GECUSH and its affiliates, however there were no securities transactions facilitated on behalf of GECUSH or its affiliates in 2017. Additionally, the Company is subject to regulations and oversight by both the Securities Exchange Commission (SEC) and Financial Industry Regulatory Authority (FINRA).

On December 1, 2015, General Electric Company (GE) completed the initial step of a complex set of internal reorganization efforts and merger activity which resulted in new legal entities holding all of General Electric Capital Corporation's domestic and international assets including stand-alone balance sheets. As a result of the reorganization, the company became a wholly owned subsidiary of GECUSH.

**(b) Basis of Presentation**

The accompanying financial statements have been prepared from separate records maintained by the Company, and may not necessarily be indicative of the financial condition and results of operations, which would have existed if the Company had been operating as an unaffiliated entity.

**(c) Cash**

For purposes of the Statement of Cash Flows, cash includes highly liquid instruments, such as cash on deposit, but excludes cash segregated in a non-interest bearing deposit account under Federal Regulations.

**(d) Income Taxes**

General Electric Company, the ultimate parent of GECUSH, files consolidated U.S. Federal and state income tax returns which includes the Company's results of operations. The Parent allocates to the Company an amount of income tax expense or benefit attributable to the Company's stand-alone operations as though the Company filed separate income tax returns determined in accordance with the provisions of Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 740, *Income Taxes*. No provision for uncertain tax liabilities is required at December 31, 2017. The Internal Revenue Service (IRS) is currently auditing our consolidated U.S. income tax returns for 2012-2013 and has begun the audit for 2014-2015.

On December 22, 2017, the U.S. enacted the Tax Cuts and Jobs Act ("U.S. Tax Reform") that lowers the statutory tax rate on U.S. earnings, taxes historic foreign earnings at a reduced rate of tax, establishes a territorial tax system and enacts new taxes associated with global operations.

**GE CAPITAL MARKETS, INC.**  
(A Wholly Owned Subsidiary of GE Capital U.S. Holdings, Inc.)

Notes to Statement of Financial Condition

December 31, 2017

Given that GE Capital Markets is a wholly domestic entity that holds no subsidiaries and has no current or deferred U.S. tax or current tax timing differences, the US Tax Reform has no impact on the financial statements of the company for 2017.

**(e) Use of Estimates**

Preparing financial statements in conformity with U.S. generally accepted accounting principles requires the Company to make estimates and assumptions that affect reported amounts and related disclosure. Actual results could differ from those estimates.

**(f) Revenue Recognition**

In May of 2014, the FASB issued ASU 2014-09, *Revenue from Contracts with Customers*, which provides a consistent revenue accounting model across industries. Management has reviewed this update and other ASU's that were subsequently issued to further clarify the implementation guidance outlined in ASU 2014-09. The Company will adopt this ASU effective January 1, 2018. The Company's implementation efforts included an assessment of whether revenue streams are within the scope of the new guidance. Based on our overall assessment of revenue streams, substantially all of the Company's revenues are generated from activities that are outside the scope of this ASU, and therefore the adoption will not have a material impact on our financial statements.

**(2) Related Party Transactions**

The Company has, from time to time, performed services for affiliates for which the Company has received no compensation and incurred no direct costs. In such situations, the financial effects of these transactions are fully absorbed by the Parent and, therefore, are not reflected in the Company's financial statements. Additionally, expenses relating to payroll expenses (salaries, incentive compensation and benefits), rent, utilities, administrative expenses (including copy and fax machines, computer equipment and printers, among other things) and other office equipment shall be direct obligations of the Parent and are not separately recorded on the financial statements of the Company.

As of December 31, 2017, the Company has a receivable from Parent in the amount of \$119,488. This non-interest-bearing receivable primarily represents the amount of accrued state and federal income tax benefits that are paid by the Parent on behalf of the Company. During 2017, the Company settled state and federal taxes in the amount of \$557,840 with the Parent, which were recorded as a capital contribution to additional paid in capital on the Statement of Financial Condition. Income tax expenses are settled periodically as an adjustment to the intercompany receivable/payable.

**(3) Net Capital**

The Company, as a registered broker and dealer in securities, is subject to Rule 15c3-1 of the SEC. The Company computes its net capital under the aggregate indebtedness method. Under Rule 15c3-1, the Company is prohibited from engaging in any securities transactions whenever its "aggregate indebtedness" (as defined) exceeds fifteen times its "net capital" (as defined). Also, the Company may be required to reduce its business or may be prohibited from expanding its business if its ratio of aggregate indebtedness to net capital exceeds 10-to-1.

**GE CAPITAL MARKETS, INC.**  
(A Wholly Owned Subsidiary of GE Capital U.S. Holdings, Inc.)

Notes to Statement of Financial Condition

December 31, 2017

The Company is exempt from Rule 15c3-3, pursuant to Section (k)(2)(ii) of the Rule which requires all customer transactions to be cleared through another broker-dealer on a fully disclosed basis.

In addition, as a securities broker and dealer, the SEC requires the Company to maintain a minimum net capital level that is the greater of \$100,000 or 6 2/3% of total aggregate indebtedness. At December 31, 2017, the Company had net capital of \$2,290,082, which was \$2,190,082 more than the minimum net capital required under Rule 15c3-1.

**(4) Subsequent Events**

There were no reportable subsequent events through February 26, 2018, the date the financial statements were issued.