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Washington, D.C. 20549

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

OMB APPROVAL	
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Section
MAY 02 2018
Washington DC

SEC FILE NUMBER
8-50986

**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 04/01/17 AND ENDING 03/31/18
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: Thomas Capital Group, Inc.

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)
4221 Harborview Drive, Suite 200

OFFICIAL USE ONLY
FIRM I.D. NO.

(No. and Street)		
<u>Gig Harbor</u>	<u>Washington</u>	<u>98332</u>
(City)	(State)	(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT
Jay Gettenberg (212) 668-8700
(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

Breard & Associates, Inc. Certified Public Accountants

(Name - if individual, state last, first, middle name)			
<u>9221 Corbin Avenue, Suite 170</u>	<u>Northridge</u>	<u>CA</u>	<u>91324</u>
(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)

OATH OR AFFIRMATION

I, Stephen Myott, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Thomas Capital Group, Inc. of March 31, 2018, 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
Managing Director
Title

Caren J. Hicks
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).

Thomas Capital Group, Inc.

**Report on Audit of Financial Statements
and Supplementary Information**

As of and for the Year Ended March 31, 2018

Thomas Capital Group, Inc.

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As of and for the Year Ended March 31, 2018

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BREARD & ASSOCIATES, INC.
CERTIFIED PUBLIC ACCOUNTANTS

Report of Independent Registered Public Accounting Firm

To the Directors and Equity owners of Thomas Capital Group, Inc.

Opinion on the Financial Statements

We have audited the accompanying statement of financial condition of Thomas Capital Group, Inc. (the "Company") as of March 31, 2018, the related statements of income, changes in stockholders' capital, and cash flows for the year then ended, and the related notes (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of March 31, 2018, and the results of its operations and its cash flows for year then ended, in conformity with accounting principles generally accepted in the United States.

Basis for Opinion

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements 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 statements are 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 statements, 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.

Supplemental Information

The information contained in Schedules I, II and III ("Supplemental Information") has been subjected to audit procedures performed in conjunction with the audit of the Company's 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 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. § 240.17a-5. In our opinion, Schedules I, II and III are fairly stated, in all material respects, in relation to the financial statements taken as a whole.

Breard & Associates, Inc.
Certified Public Accountants

We have served as the Company's auditor since 2008.
Seattle, Washington
April 27, 2018

9221 Corbin Avenue, Suite 170, Northridge, California 91324
phone 818.886.0940 fax 818.886.1924 web www.baicpa.com

LOS ANGELES CHICAGO NEW YORK OAKLAND SEATTLE

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Thomas Capital Group, Inc.

Statement of Financial Condition
Year Ended March 31, 2018

ASSETS

Cash and cash equivalents	\$	280,159
Accounts receivable		5,000
Client Reimbursement Receivable		18,120
Prepaid expenses		7,396
Investments in securities, at fair market value		4,957
Investments in private investment funds, at estimated fair value		522,697
Furniture and equipment, net of accumulated depreciation of \$20,289		<u>6,726</u>

TOTAL ASSETS **\$ 825,055**

LIABILITIES AND STOCKHOLDERS' CAPITAL

LIABILITIES:

Accounts payable and accrued expenses \$ 38,697

TOTAL LIABILITIES 38,697

STOCKHOLDERS' CAPITAL

Common Stock, no par value, 200,000 shares authorized, 106,820 issued, and outstanding \$ 3,064,485
Accumulated Deficit (2,278,127)

TOTAL STOCKHOLDERS' CAPITAL 786,358

TOTAL LIABILITIES AND STOCKHOLDERS' CAPITAL **\$ 825,055**

See report of independent registered public accounting firm

Thomas Capital Group, Inc.

Statement of Income
For the Year Ended March 31, 2018

REVENUE:

Investment banking fees	\$ 1,422,130
Net gain on investments	<u>247,759</u>
Total revenue	<u>1,669,889</u>

OPERATING EXPENSES:

Employee compensation and benefits	924,552
Rent	31,338
Regulatory fees and expenses	13,813
Communications	18,617
Professional Fees	86,041
Insurance Expense	114,117
Travel and entertainment	62,266
Dues and subscriptions	37,733
Other Operating Expenses	<u>47,983</u>

Total expenses 1,336,460

NET INCOME

\$ 333,429

See report of independent registered public accounting firm

Thomas Capital Group, Inc.

Statement of Changes in Stockholders' Capital
For the Year Ended March 31, 2018

	<u>Common Stock</u>	<u>Accumulated Deficit</u>	<u>Stockholders' Capital</u>
April 1, 2017	\$ 3,064,485	\$ (2,551,217)	\$ 513,268
Distributions		(60,339)	(60,339)
Net Income	<u>-</u>	<u>333,429</u>	<u>333,429</u>
March 31, 2018	<u>\$ 3,064,485</u>	<u>\$ (2,278,127)</u>	<u>\$ 786,358</u>

See report of independent registered public accounting firm

Thomas Capital Group, Inc.

Statement of Cash Flows
For the Year Ended March 31, 2018

OPERATING ACTIVITIES:

Net income	\$ 333,429
Adjustments to reconcile net income to net cash provided by operating activities	
Net gain on investment	(247,759)
Depreciation expense	4,118
Changes in operating assets and liabilities	
Increase in accounts receivable	(2,750)
Decrease in due from clients	2,940
Decrease in prepaid expenses and deposits	4,269
Decrease in accounts payable and accrued expenses	<u>(12,728)</u>
Net cash provided by operating activities	<u>81,521</u>

INVESTING ACTIVITIES:

Withdrawal of investment in private company	31,015
Purchase of furniture and equipment	<u>(7,028)</u>
Net cash provided by investing activities	<u>23,987</u>

FINANCING ACTIVITIES:

Capital distributions	<u>(60,339)</u>
Net cash used by financing activities	<u>(60,339)</u>

NET INCREASE IN CASH AND CASH EQUIVALENTS	45,169
CASH AT BEGINNING OF YEAR	<u>214,990</u>
CASH AT END OF YEAR	<u>\$ 260,159</u>

See report of independent registered public accounting firm

Thomas Capital Group, Inc.

Notes to Financial Statements
Year Ended March 31, 2018

Note 1 - Description of Operations and Summary of Significant Accounting Policies

Operations - Pursuant to a plan of reorganization effective January 1, 2008, Thomas Capital Group, Inc. (the "Company"), a Washington Subchapter S Corporation, is the successor organization to Thomas Capital Group, LLC. Thomas Capital Group, Inc. assumed all of the assets and liabilities of Thomas Capital Group, LLC, and no changes in ownership and/or control occurred. The Company continues the business of the registered predecessor broker-dealer as a private equity placement agent focused on raising capital for private equity funds and alternative investment products from institutional investors. It is 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). The Company's primary source of revenue is contractual retainer and placement fees.

In 2011, the Company formed a wholly owned investment adviser subsidiary, Thomas Investment Group, LLC, which it registered in the State of Washington. This subsidiary company has not been funded nor has it yet to conduct any business.

Revenue Recognition - Revenues include fees arising from client offerings in which the Company acts as an agent. Revenues also include fees earned from providing financial consulting services. Generally, retainer fees for contracted services are due on a periodic basis during the estimated contract term. The Company recognizes nonrefundable retainer fees when received. A success fee is recognized when earned at the closing of a sale of an investment interest (or at the initial fund drawdown if later). Reimbursable out-of-pocket expenses are recorded as incurred.

Cash and cash equivalents - The Company may hold cash in financial institutions that exceeds the Federal Deposit Insurance Corporation (FDIC) insurable limit. The Company mitigates this credit risk by only using highly qualified financial institutions.

For purposes of the Statement of Cash Flows, the Company considers all highly liquid debt instruments purchased with maturities of three months or less to be cash equivalents. The Company includes money market accounts as cash equivalents.

Due From Clients, net - The Company carries its accounts and notes receivable at cost, net of any allowance for estimated uncollectible amounts. Principal payments are generally made in one to ten installments subject to provisions of the client contract. The Company evaluates amounts due from clients on an ongoing basis and reserves for estimated uncollectible amounts. In its evaluation, the Company assesses the credit history and current relationships with clients having outstanding balances, as well as current market conditions. Reserved amounts are written-off when they are determined to be uncollectible. Based on its evaluation at March 31, 2018, no amounts have been reserved for, or written-off.

Furniture and Equipment - Furniture and equipment are stated at cost. Depreciation is computed on the straight-line basis over three to five years. Depreciation expense totals \$4,118 for the fiscal year ended March 31, 2018.

Marketable Securities - Equity securities held for investment purposes are carried at market value as determined by the closing price of the reporting period.

Thomas Capital Group, Inc.

Notes to Financial Statements
Year Ended March 31, 2018

Taxes - The Company has elected to be a Subchapter S Corporation for income tax purposes, and its net income or loss is included in the personal tax returns of the shareholders.

Taxes assessed by governmental authorities on revenue-producing transactions are recorded on a gross basis and are included in taxes and licenses expense on the accompanying statement of operations.

The Company has elected to report the statement of changes in shareholders' equity without disclosing the accumulated adjustment account and other equity accounts pertinent to an S Corporation. There is no financial impact to these financial statements.

The Company is required to file income tax returns in both federal and state tax jurisdictions. The Company's tax returns are subject to examination by taxing authorities in the jurisdictions in which it operates in accordance with the normal statutes of limitations in the applicable jurisdiction. For federal purposes, the statute of limitations is three years. Accordingly, the company is no longer subject to examination of federal returns filed more than three years prior to the date of these financial statements. The statute of limitations for state purposes is generally three years, but may exceed this limitation depending upon the jurisdiction involved. Returns that were filed within the applicable statute remain subject to examination. As of March 31, 2018, the IRS has not proposed any adjustment to the Company's tax position.

Use of Estimates - The preparation of the 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 amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Subsequent Events - The Company has evaluated events subsequent to the balance sheet date for items requiring recording or disclosure in the financial statements. The evaluation was performed through the date the financial statements were available to be issued. As a result of this review, the Company reported no events that would require disclosure or have a material impact on the financial statements.

Note 2 - Investments, at estimated fair value

Private Investment Funds - The Company holds investments in 2 nonpublic investment funds with restricted marketability. No quoted market exists for these investments. Each is stated at the closing fair market value as reported by management of the underlying company (Notes 3 and 7). Management believes this valuation method most fairly presents the amount that would have been realized had the investment been redeemed as of the date of these financial statements. Net investment gain on private investment funds is \$244,616 for the fiscal year ended March 31, 2018, and is included in net gain on investments on the accompanying statement of income.

<u>Private Investment Funds</u>	
Balance as of April 1, 2017	\$309,096
Change in gain (loss)	244,616
Return of capital	(31,015)
Balance as of March 31, 2018	<u>\$522,697</u>

Thomas Capital Group, Inc.

Notes to Financial Statements
Year Ended March 31, 2018

Note 3 - Fair Value Measurement

On January 1, 2009, the Company adopted FASB ASC 820, *Fair Value Measurements and Disclosures*, which defines fair value, establishes a framework for measuring fair value, and establishes a fair value hierarchy, which prioritizes the inputs to valuation techniques. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement assumes that the transaction to sell the asset or transfer the liability occurs in the principal market for the asset or liability or, in the absence of a principal market, the most advantageous market. Valuation techniques that are consistent with the market, income or cost approach, as specified by FASB ASC 820, are used to measure fair value.

The fair value hierarchy prioritizes the inputs to valuation techniques used to measure fair value into three broad levels:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities the Company has the ability to access.
- Level 2 inputs are inputs (other than quoted prices included within level 1) that are observable for the asset or liability, either directly or indirectly.
- Level 3 are unobservable inputs for the asset or liability and rely on management's own assumptions about the assumptions that market participants would use in pricing the asset or liability. (The unobservable inputs should be developed based on the best information available in the circumstances and may include the Company's own data.)

The following table presents the Company's fair value hierarchy for those assets and liabilities measured at fair value on a recurring basis as of March 31, 2018.

<u>Assets</u>	<u>Fair Value</u>	<u>Level 1 Inputs</u>	<u>Level 2 Inputs</u>	<u>Level 3 Inputs</u>
Investments in securities	\$ 4,957	\$ 4,957	\$ -	\$ -
Investments in private investment funds	\$ 522,697	\$ -	\$ -	\$ 522,697
Total	<u>\$ 527,654</u>	<u>\$ 4,957</u>	<u>\$ -</u>	<u>\$ 522,697</u>

Note 4 - Furniture and Equipment

Furniture and equipment are recorded at cost.

		Depreciable <u>Life Years</u>
Computer Equipment	\$ 12,354	3
Equipment	1,998	4
Furniture	<u>12,663</u>	5
	27,015	
Less: Accumulated Depreciation	<u>(20,289)</u>	
Equipment and Furniture, net	<u>\$ 6,726</u>	

Depreciation expense for the fiscal year ended March 31, 2018 was \$4,118.

Thomas Capital Group, Inc.

Notes to Financial Statements
Year Ended March 31, 2018

Note 5 - Profit Sharing Plan

Effective January 1, 2004, the Company adopted a qualified Profit Sharing Plan (the "Plan"). Employees are eligible to participate in the Plan after completing six (6) months of service and attaining age 21. The Company profit sharing contributions are discretionary and are determined each year by the Company. The participants must be employed on the last day of the plan year and have worked at least 1,000 hours during the year to receive a pre-tax contribution. The profit sharing contributions are 100% vested at all times. The Company recorded no profit sharing contributions for the year ended March 31, 2018.

Note 6 - Commitments

Leases - The Company leases office space. Rent expense for the fiscal year ended March 31, 2018 totals \$31,338, of which \$18,698 was paid to TGH Realty, and \$12,000 was paid to JL & SM for the rental of their home office space. Future minimum rental payments under non-cancellable operating leases with an initial term of at least one year as of March 31, 2018 totalled \$88,758, and is broken down as follows:

Year	Operating Leases
2018	17,348
2019	17,867
2020	18,403
2021	18,955
2022	<u>16,187</u>
Total	<u>88,758</u>

Note 7 - Major Clients

For the fiscal year ended March 31, 2018, Castle Creek, HKW, and Tectonic accounted for \$1,070,532 or 64% of the Company's total revenues.

Note 8 - Recently Issued Accounting Pronouncements

For the year ending March 31, 2018, various Accounting Standards Updates issued by the FASB were either newly issued or had effective implementation dates that would require their provisions to be reflected in the financial statements for the year then ended. The Company has either evaluated or is currently evaluating the implications, if any, of each of these pronouncements and the possible impact they may have on the Company's financial statements. In most cases, management has determined that the pronouncement has either limited or no application to the company and, in all cases, implementation would not have a material impact on the financial statements taken as a whole.

Note 9 - Net Capital Requirements

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. Rule 15c3-1 also provides that equity capital may not be withdrawn or cash dividends paid if the resulting net capital ratio would exceed 10 to 1. Net capital and aggregate indebtedness change day to day, but on March 31, 2018, the company had net capital of \$225,675, which was \$220,675 in excess of its required net capital of \$5,000; and the Company's percentage of aggregate indebtedness to net capital was 17.5%.

Thomas Capital Group, Inc.

Schedule I

Computation of Net Capital Under Rule 15c3-1 of the Securities and Exchange Commission
Year Ended March 31, 2018

COMPUTATION OF NET CAPITAL

Shareholders' Capital	\$ 786,358
DEDUCTIONS	
Accounts receivable	5,000
Due from client, net	18,120
Prepaid expenses	7,396
Investments in private investment funds, at estimated fair value	522,697
Furniture and equipment, net of accumulated depreciation of \$20,289	6,726
Haircuts on securities	<u>744</u>
Net Capital	<u>225,675</u>
Minimum net capital required	<u>5,000</u>
Excess net capital	<u>\$ 220,675</u>

COMPUTATION OF AGGREGATE INDEBTEDNESS

Total liabilities and aggregate indebtedness	<u>\$ 38,697</u>
--	------------------

COMPUTATION OF BASIC NET CAPITAL REQUIREMENT

Minimum net capital required	<u>\$ 5,000</u>
Percentage of aggregate indebtedness to net capital	17.15%

The computation of net capital pursuant to Rule 15c3-1 as of March 31, 2018, computed by the Company in its unaudited Form X-17A-5, Part IIA, does not differ significantly from the above computation, which is based on unaudited financial statements.

See report of independent registered public accounting firm

Thomas Capital Group, Inc.

Schedule II
Computation for Determination of Reserve Requirement Pursuant to Rule 15c3-3
Year Ended March 31, 2018

The Company is exempt from Rule 15c3-3 under Section (k)(2)(i), in that it does not trade or carry customer accounts and does not hold customer funds or securities.

See report of independent registered public accounting firm

Thomas Capital Group, Inc.

Schedule III
Information Relating to Possession or Control Requirements Under Rule 15c3-3
Year Ended March 31, 2018

The Company is exempt from Rule 15c3-3 under Section (k)(2)(i), in that it does not trade or carry customer accounts and does not hold customer funds or securities.

See report of independent registered public accounting firm

Thomas Capital Group, Inc.
Report on Exemption Provisions
Report Pursuant to Provisions of 17 C.F.R. § 15c3-3(k)
For the Year Ended March 31, 2018



Report of Independent Registered Public Accounting Firm

We have reviewed management's statements, included in the accompanying Assertions Regarding Exemption Provisions, in which (1) Thomas Capital Group, Inc. identified the following provisions of 17 C.F.R. § 15c3-3(k) under which Thomas Capital Group, Inc. claimed an exemption from 17 C.F.R. § 240.15c3-3: (k)(2)(i) (the "exemption provisions") and (2) Thomas Capital Group, Inc. stated that Thomas Capital Group, Inc. met the identified exemption provisions throughout the most recent fiscal year without exception. Thomas Capital Group, Inc.'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 Thomas Capital Group, Inc.'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.



Breard & Associates, Inc.
Certified Public Accountants

Seattle, Washington
April 27, 2018



THOMAS CAPITAL GROUP

Member FINRA & SIPC

Exemption Report

April 27, 2018

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

To whom it may concern:

Thomas Capital Group, Inc., (the "Company") is a registered broker-dealer subject to Rule 17a-5 promulgated by the Securities and Exchange Commission (17 C.F.R. §240.17a-5, "Reports to be made by certain brokers and dealers"). This Exemption Report was prepared as required by 17 C.F.R. § 240.17a-5(d)(1) and (4). To the best of its knowledge and belief, the Company states the following:

- (1) The Company claimed an exemption from 17 C.F.R. § 240.15c3-3 under the following provisions of 17 C.F.R. § 240.15c3-3 (k): [(2)(i)]; and
- (2) The Company met the identified exemption provisions in Paragraph (k) of Rule 15c3-3 throughout the fiscal year ended March 31, 2018 without exception.

I, Stephen J. Myott, swear (or affirm) that, to my best knowledge and belief, we did not identify any exceptions to this exemption during this period.

DocuSigned by:

A8FDA0E78D2F4A3...

4/27/2018

Date: _____

Managing Director

Thomas Capital Group, Inc.
Report on the SIPC Annual Assessment
Pursuant to Rule 17a-5(e)4
For the Year Ended March 31, 2018



BREARD & ASSOCIATES, INC.
CERTIFIED PUBLIC ACCOUNTANTS

Board of Directors
Thomas Capital Group, Inc.

In accordance with Rule 17a-5(e)(4) under the Securities Exchange Act of 1934 and with the SIPC Series 600 Rules, we have performed the procedures enumerated below, which were agreed to by Thomas Capital Group, Inc. and the Securities Investor Protection Corporation (“SIPC”) with respect to the accompanying General Assessment Reconciliation (Form SIPC-7) of Thomas Capital Group, Inc. (the “Company”) for the year ended March 31, 2018, solely to assist you and SIPC in evaluating Thomas Capital Group, Inc.’s compliance with the applicable instructions of the General Assessment Reconciliation (Form SIPC-7). 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 noting no differences;
2. Compared the Total Revenue amounts reported on the Annual Audited Report Form X-17A-5 Part III for the year ended March 31, 2018, with the Total Revenue amounts reported in Form SIPC-7 for the year ended March 31, 2018, noting no differences;
3. Compared any adjustments reported in Form SIPC-7 with supporting schedules and working papers noting no differences;
4. Recalculated 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.

We were not engaged to, and did not conduct an examination, the objective of which would be the expression of an opinion on compliance with the applicable instructions of the Form SIPC-7. 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.

7221 Sunset Boulevard, Suite 170, Beverly Hills, California 90244
phone 818.886.0940 fax 818.886.1924 web www.baicpa.com

LOS ANGELES CHICAGO NEW YORK OAKLAND SEATTLE

WE FOCUS & CARE™

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.

A handwritten signature in black ink, appearing to read "Breard & Associates, Inc.", with a stylized flourish at the end.

Breard & Associates, Inc.
Certified Public Accountants

Seattle, Washington
April 27, 2018

Thomas Capital Group, Inc.
Schedule of Securities Investor Protection Corporation
Assessments and Payments
For the Year Ended March 31, 2018

	<u>Amount</u>
Total assessment	\$ 2,133
SIPC-6 general assessment Payment made on October 16, 2017	(1,315)
SIPC-7 general assessment Payment made on April 18, 2018	<u>(818)</u>
Total assessment balance (overpayment carried forward)	<u>\$ -</u>

See Accountant's Report on the SIPC Annual Assessment

SIPC-7

(35-REV 6/17)

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

General Assessment Reconciliation

SIPC-7

(35-REV 6/17)

For the fiscal year ended March 31, 2018

(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:

THOMAS CAPITAL GROUP, INC.
4221 HARBORVIEW DRIVE, SUITE 200
GIG HARBOR, WA 98332
8-50986

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.

Jay Gettenberg 212-668-8700

WORKING COPY

- 2. A. General Assessment (item 2a from page 2) \$ 2,133
- B. Less payment made with SIPC-6 filed (exclude interest) (1,315)
October 16, 2017
Date Paid
- C. Less prior overpayment applied (_____)
- D. Assessment balance due or (overpayment) 818
- E. Interest computed on late payment (see instruction E) for _____ days at 20% per annum
- F. Total assessment balance and interest due (or overpayment carried forward) \$ 818
- G. PAYMENT: the box
Check mailed to P.O. Box Funds Wired
Total (must be same as F above) \$ 818
- H. Overpayment carried forward \$(_____)

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.

THOMAS CAPITAL GROUP, INC.

(Name of Corporation, Partnership or other organization)

[Signature]
(Authorized Signature)

Accountant
(Title)

Dated the 10th day of April, 20 18.

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 April 1, 2017
and ending March 31, 2018

Item No.

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

Eliminate cents
\$ 1,669,889

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.

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

247,759

247,759

2d. SIPC Net Operating Revenues

\$ 1,422,130

2e. General Assessment @ .0015 Rate effective 1/1/2017

\$ 2,133

(to page 1, line 2.A.)