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

SEC FILE NUMBER  
8-67231

FEB 25 2019

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 01/01/2018 AND ENDING 12/31/2018  
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: CenterPoint M & A Advisors, Inc.

OFFICIAL USE ONLY  
FIRM I.D. NO.

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)  
21550 Oxnard Street, Suite 960

Woodland Hills CA 91367  
(City) (State) (Zip Code)

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

(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

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

Brian W. Anson, CPA

18401 Burbank Blvd #120 Tarzana CA 91356  
(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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DM

RMS

OATH OR AFFIRMATION

I, Chris Bandouveris, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of CenterPoint M & A Advisors, Inc., as of December 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:

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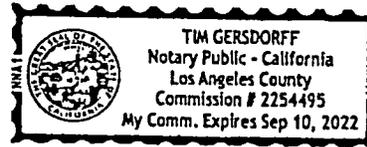
Washington, DC

Harold C. Gersdorff  
Signature

CEO

Title

[Signature]  
Notary Public.



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

- (a) Facing Page.
- (b) Statement of Financial Condition.
- (c) Statement of Income (Loss) or, if there is other comprehensive income in the period(s) presented, a Statement of Comprehensive Income (as defined in §210.1-02 of Regulation S-X).
- (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).

**BRIAN W. ANSON**

*Certified Public Accountant*

18401 Burbank Blvd., Suite 120, Tarzana, CA 91356 • Tel. (818) 636-5660 • Fax (818) 401-8818

**REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

To the Shareholders' and Board of Directors of CenterPoint M&A Advisors, Inc.

**Opinion on the Financial Statements**

I have audited the accompanying statement of financial condition of CenterPoint M&A Advisors, Inc. as of December 31, 2018, the related statements of operations, changes in stockholder's equity, and cash flows for the year then ended, and the related notes (collectively referred to as the financial statements). In my opinion, the financial statements present fairly, in all material respects, the financial position of CenterPoint M&A Advisors, Inc. as of December 31, 2018, and the results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

**Basis for Opinion**

These financial statements are the responsibility of CenterPoint M&A Advisors, Inc.'s management. My responsibility is to express an opinion on CenterPoint M&A Advisors, Inc.'s financial statements based on my audit. I am a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and am required to be independent with respect to CenterPoint M&A Advisors, Inc. in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

I conducted my audit in accordance with the standards of the PCAOB. Those standards require that I 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. My 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. My audit also included evaluating the accounting principles used and significant estimates made by management, as evaluating the overall presentation of the financial statements. I believe that my audit provides a reasonable basis for my opinion.

**Supplemental Information**

The information contained in Schedule 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. My 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 my opinion on the Supplemental Information, I evaluated whether the Supplemental Information, including its form and content is presented in conformity with 17 C.F.R. § 240.17a-5. In my opinion, Schedules I, II, and III are fairly stated, in all material respects, in relation to the financial statements taken as a whole.



Brian W. Anson, CPA

I have served as CenterPoint M&A Advisors, Inc.'s auditor since 2015.

Tarzana, California

February 12, 2019

CENTERPOINT M&A ADVISORS, INC

Statement of Financial Condition  
December 31, 2018

ASSETS

Cash	\$152,817
Accounts receivable	12,000
Furniture and equipment, net of accumulated depreciation of \$60,090	11,083
Other assets	<u>2,226</u>
Total assets	<u><u>\$178,126</u></u>

LIABILITIES AND STOCKHOLDERS' EQUITY

LIABILITIES:

Accounts payable	29,753
Accrued Expenses	<u>2,500</u>
Total liabilities	<u><u>\$32,253</u></u>

STOCKHOLDERS' EQUITY:

Common stock, \$1 par value 2,000 shares authorized 2,000 shares issued, and outstanding	2,000
Additional paid in capital	48,000
Retained earnings	<u>95,873</u>
Total stockholders' equity	145,873
Total liabilities and stockholders' equity	<u><u>\$178,126</u></u>

CENTERPOINT M&A ADVISORS, INC

Statement of Operations  
For the year ended December 31, 2018

REVENUES:

Advisory fees	\$ 487,823
Interest income	125
Total revenues	<u>487,948</u>

EXPENSES:

Depreciation	5,060
Employee compensation and benefits/pension	407,877
Occupancy	40,828
Professional fees	44,989
Insurance	33,743
Telephone	11,237
Other general and administrative expenses	59,416
Total expenses	<u>603,150</u>

NET LOSS BEFORE INCOME TAXES \$ (115,202)

Income Tax Expense 800

NET LOSS AFTER INCOME TAXES \$ (116,002)

CENTERPOINT M&A ADVISORS, INC

Statement of Changes in Stockholders' Equity  
For the year ended December 31, 2018

	Common Stock	Add'l Paid In Capital	Retained Earnings	Total Shareholder's Equity
Beginning balance January 1, 2018	\$ 2,000	\$ 48,000	\$ 211,875	\$ 261,875
Capital withdrawals				-
Net Loss			(116,002)	(116,002)
Ending balance December 31, 2018	\$ 2,000	\$ 48,000	\$ 95,873	\$ 145,873

CENTERPOINT M&A ADVISORS, INC

Statement of Cash Flows  
For the year ended December 31, 2018

CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss		\$ (116,002)
Adjustments to reconcile net loss to net cash		
Used in operating activities:		
Depreciation		5,060
(Increase) decrease in:		
Accounts receivable		36,570
Prepaid expense		381
Increase (decrease) in:		
Accounts payable		29,753
Income taxes payable		(4,828)
Total adjustments		66,936
	Net cash used in operating activities	(49,066)
CASH FLOWS FROM INVESTING ACTIVITIES		
	Purchase of Fixed Assets	(16,293)
	Net cash used in investing activities	(16,293)
	Decrease in cash	(65,359)
	Cash-beginning of period	218,176
	Cash-end of period	<u>\$ 152,817</u>
Supplemental disclosure of cash flow information		
Cash paid during the year for:		
	Interest	\$ -
	Income taxes	\$ 5,270

**CenterPoint M&A Advisors, Inc.**  
**Notes to Financial Statements**  
**December 31, 2018**

**Note 1: GENERAL AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

*General*

CenterPoint M&A Advisors, Inc. (the "Company") was incorporated in the State of California on January 20, 2004. The Company is a registered broker-dealer in securities under the Securities and Exchange Act of 1934, a member of the Financial Industry Regulatory Authority ("FINRA"), and the Securities Investor Protection Corporation ("SIPC").

The Company is engaged in business as a securities broker-dealer, that provides several classes of services, including a) Private placements of securities on a best efforts basis only, b) merger and acquisition, and c) other corporate finance advisory services.

Under its membership agreement with FINRA and pursuant to Rule 15c3-3(k)(2)(i), the Company conducts business on a fully disclosed basis and does not execute or clear securities transactions for customers. Accordingly, the Company is exempt from the requirement of Rule 15c3-3 under the Securities Exchange Act of 1934 pertaining to the possession or control of customer assets and reserve requirements.

*Summary of Significant Accounting Policies*

The presentation 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 disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

The Company receives fees in accordance with terms stipulated in its engagement contracts. Fees are recognized as earned. The Company also receives success fees when transactions are completed. Success fees are recognized when earned, the Company has no further continuing obligations, and collection is reasonably assured.

Property and equipment are stated at cost. Purchased over \$1,000 are capitalized. Repairs and maintenance to these assets are charged to expense as incurred; major improvements enhancing the function and/or useful life are capitalized. When items are sold or retired, the related cost and accumulated depreciation are removed from the accounts and any gains or losses arising from such transactions are recognized.

**CenterPoint M&A Advisors, Inc.**  
**Notes to Financial Statements**  
**December 31, 2018**

**Note 1: GENERAL AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES  
(CONTINUED)**

With the consent of its shareholders, the Company has elected to be treated as an S Corporation under Subchapter S of the Internal Revenue Code. Subchapter S of the Code provides that in lieu of corporate income taxes, the stockholders are individually taxed on the Company's taxable income; therefore, no provision or liability for Federal Income Taxes is included in these financial statements. The State of California has similar regulations, although there exists a provision for a minimum franchise tax and a tax rate of 1.5% over the minimum franchise fee of \$800.

**Note 2: ASC 606 REVENUE RECOGNITION**

Revenue

A. Significant accounting policy

Revenue is measured based on a consideration specified in a contract with a customer, and excludes any sales incentives and amounts collected on behalf of third parties. The Company recognizes revenue when it satisfied a performance obligation by transferring control over a product or service to a customer.

Taxes and regulatory fees assessed by a government authority or agency that are both imposed on and concurrent with a specified revenue-producing transaction, that are collected by the Company from a customer, are excluded from revenue.

B. Nature of services

The following is a description of activities – separated by reportable segments, per FINRA Form “Supplemental Statement of Income (SSOI)”; from which the Company generates its revenue. For more detailed information about reportable segments, see below

Fees earned: This includes fees earned from affiliated entities; investment banking fees, M&A advisory; account supervision and investment advisory fees; administrative fees, revenue from research services; rebates from exchanges/ECN and ATS; 12b-1 fees; Mutual fund fees other than concessions or 12b-1 fees; execution service fees; clearing services; fees earned from customer bank sweep into FDIC insured products or from '40Act companies and networking fees from '40 Act companies.

C. Contract Balances and transaction price allocated to remaining performance obligations

Due to the nature of the Company's business, changes in receivables, contract assets and contract liabilities with customers due to revenue recognized from performance obligations satisfied in

**CenterPoint M&A Advisors, Inc.**  
**Notes to Financial Statements**  
**December 31, 2018**

previous periods were immaterial.

**2. Changes in Accounting Policy:**

The Company adopted Topic 606 “Revenue from Contracts with Customers” with a date of January 1, 2018. As a result, it has changed its accounting policy for revenue recognition as detailed below.

The Company applied Topic 606 using the cumulative effect method – i.e. by recognizing the cumulative effect of initially applying Topic 606 as an adjustment to the opening balance of equity at January 1, 2018. This was immaterial. Therefore, any prior reporting information has not been adjusted and continues to be reported under Topic 606. The details of the significant changes and quantitative impact of the changes are set out below.

Advisory services contracts for public and corporate finance activities may contain a variety of promised goods and services. The Company may be engaged to assist its client may promise due diligence services, pre-transaction structuring advice, fairness opinion and finding prospective buyers. The Company will need to determine whether each promised good or service is capable as being distinct and distinct in the context of the contract because they are an input to the combined output of selling the business. The Company will apply significant judgement to identify the performance obligations and different conclusions may be reached based upon the specific terms and conditions of the contract. Many contracts contain variable considerations (e.g. success fees). The amount of variable consideration the Company can include will be limited to the amount for which it is probable that a significant revenue reversal will not occur when the uncertainties related to the variability are resolved. The Company will recognize the consideration allocated to specific performance obligations when, or as, those performance obligations are satisfied. Retainer fees (nonrefundable), announcement fees and success fees would not be recognized until the performance obligation has been satisfied (such as the close of sale). This may result in a change in the timing of recognition of the retainer fee compared to current practice prior to the adoption of Topic 606.

**Note 3: INCOME TAXES**

As discussed in Note 1, the Company has elected the S Corporate tax status; therefore, no federal income tax provision is included in these financial statements. The tax provision reported is the California franchise tax of \$800.

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 years ending December 31, 2015, 2016 and 2017. As of December 31, 2018, the taxing agencies have not proposed any adjustment to the Company's tax position.

**CenterPoint M&A Advisors, Inc.**  
**Notes to Financial Statements**  
**December 31, 2018**

**Note 4: PROPERTY AND EQUIPMENT, NET**

Property and equipment are recorded net of accumulated depreciation and summarized by major classifications as follows:

		<u>Useful Life</u>
Computers & Office Equipment	\$ 33,293	5
Furniture & fixtures	37,880	7
	<hr/>	
Total cost of property and equipment	60,090	
Less: accumulated depreciation	<u>(49,007)</u>	
Property and equipment, net	<u>\$ 11,083</u>	

Depreciation expense for the year ended December 31, 2018 was \$5,060.

**Note 5: PROFIT SHARING PLAN**

The Company's profit sharing plan also contains a 401(k) plan feature. The plan is for the benefit of all eligible employees with an employer matching feature. The Company may make discretionary contributions as determined by management. During the year ended December 31, 2018, the Company made contributions of \$71,234.

**Note 6: RELATED PARTY TRANSACTIONS**

The Company's lease agreement for office space is in the name of its two shareholders and the Company, and is guaranteed by both shareholders. CenterPoint M&A Advisors absorbs the entire expense of this lease.

**CenterPoint M&A Advisors, Inc.**  
**Notes to Financial Statements**  
**December 31, 2018**

**Note 7: COMMITMENTS AND CONTINGENCIES**

*Commitments*

The Company entered into a lease agreement for office space under a non-cancellable lease on December 31, 2003. A fifth amendment commenced to that lease on October 1, 2016 and expires on September 30, 2019. Occupancy expense for the year ending December 31, 2018 was \$40,828.

Future annual minimum annual payments are as follows: 2019 \$33,071.

**Note 8: GUARANTEES**

FASB ASC 460, Guarantees, requires the Company to disclose information about its obligations under certain guarantee arrangements. FASB ASC 460 defines guarantees as contracts and indemnification agreements that contingently require a guarantor to make payments to the guaranteed party based on changes in an underlying factor (such as an interest or foreign exchange rate, security or commodity price, an index or the occurrence or nonoccurrence of a specified event) related to an asset, liability or equity security of a guaranteed party. This guidance also defines guarantees as contracts that contingently require the guarantor to make payments to the guaranteed party based on another entity's failure to perform under an agreement as well as indirect guarantees of indebtedness of others.

Other than mentioned above in Note 6, the Company has issued no guarantees at December 31, 2018 or during the year then ended.

**Note 9: SUBSEQUENT EVENTS**

The Company has evaluated events subsequent to the balance sheet date for items requiring recording or disclosure in the financial statements as of February 12, 2019. The evaluation was performed through the date the financial statements were available to be issued. Based upon this review, the Company has determined that there were no events which took place that would have a material impact on its financial statements.

**CenterPoint M&A Advisors, Inc.**  
**Notes to Financial Statements**  
**December 31, 2018**

**Note 10: 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 December 31, 2018, the Company had net capital of \$105,564 which was \$100,564 in excess of its required net capital of \$5,000; and the Company's ratio of aggregate indebtedness \$32,253 to net capital was 0.03 to 1, which is less than the 15 to 1 maximum allowed.

**Note 11: RECONCILIATION OF AUDITED NET CAPITAL TO UNAUDITED FOCUS**

There is no difference between the computation of net capital under net capital SEC. Rule 15c3-1 and the corresponding FOCUS part IIA.

CENTERPOINT M&A ADVISORS, INC

Statement of Net Capital  
 Schedule I  
 For the year ended December 31, 2018

	Focus 12/31/18	Audit 12/31/18	Change
Stockholders' equity, December 31, 2018	\$ 145,873	\$ 145,873	\$ -
Subtract - Non allowable assets:			
Accounts receivable	12,000	12,000	-
Fixed assets	11,083	11,083	-
Other	2,226	2,226	-
Tentative net capital	120,564	120,564	-
Haircuts	15,000	15,000	-
NET CAPITAL	105,564	105,564	-
Minimum net capital	5,000	5,000	-
Excess net capital	\$ 100,564	\$ 100,564	-
Aggregate indebtedness	32,253	32,253	-
Ratio of aggregate indebtedness to net capital	0.31	0.31	

There was no difference between the FOCUS filing and this net capital computation

CENTERPOINT M&A ADVISORS, INC

Schedule II  
Determination of Reserve Requirements  
Under Rule 15c3-3 of the Securities and Exchange Commission  
December 31, 2018

The Company is exempt from the Reserve Requirement of computation according to the provision of Rule 15c3-3(k)(2)(i).

Schedule III  
Information Relating to Possession or Control Requirements  
Under Rule 15c3-3 of the Securities and Exchange Commission  
December 31, 2018

The Company is exempt from the Rule 15c3-3 as it relates to Possession and Control requirements under the (k)(2)(i) exemptive provision.

## Assertions Regarding Exemption Provisions

I, as a member of management of CenterPoint M & A Advisors, Inc. ("the Company"), is responsible for compliance with the annual reporting requirements under Rule 17a-5 of the Securities Exchange Act of 1934. Those requirements compel a broker or dealer to file annual reports with the Securities Exchange Commission (SEC) and the broker's or dealer's designated examining authority (DEA). One of the reports to be included in the annual filing is an exemption report prepared by an independent public accountant based upon a review of assertions provided by the broker or dealer. Pursuant to that requirement, the management of the Company hereby makes the following assertions:

### Identified Exemption Provision:

The Company claims exemption from the custody and reserve provisions of Rule 15c3-3 by operating under the exemption provided by Rule 15c3-3(k)(2)(i).

### Statement Regarding Meeting Exemption Provision:

The Company met the identified exemption provision without exception throughout the period ending January 1, 2018 through December 31, 2018.

CenterPoint M & A Advisors, Inc.

By:

  
\_\_\_\_\_  
(Name and Title), CEO

\_\_\_\_\_  
February 12, 2019  
(Date)

**BRIAN W. ANSON**

*Certified Public Accountant*

18401 Burbank Blvd., Suite 120, Tarzana, CA 91356 • Tel. (818) 636-5660 • Fax (818) 401-8818

**REPORT OF INDEPENDENT REGISTERED PUBLIC  
ACCOUNTING FIRM**

Board of Directors  
CenterPoint M&A Advisors, Inc.  
Woodland Hills, California

I have reviewed management's statements, included in the accompanying CenterPoint M&A Advisors, Inc. Exemption Report in which (1) CenterPoint M&A Advisors, Inc. identified the following provisions of 17 C.F.R. §15c3-3(k) under which CenterPoint M&A Advisors, Inc. claimed an exemption from 17 C.F.R. §240.15c3-3: (k)(2)(i) (the "exemption provision") and 2 CenterPoint M&A Advisors, Inc. stated that CenterPoint M&A Advisors, Inc. met the identified exemption provisions throughout the most recent fiscal year without exception. CenterPoint M&A Advisors, Inc.'s management is responsible for compliance with the exemption provision and its statements.

My 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 CenterPoint M&A Advisors, Inc.'s compliance with the exemption provision. 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, I 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.



Brian W. Anson  
Certified Public Accountant  
Tarzana, California  
February 12, 2019