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

SEC FILE NUMBER
8-66489

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 01/01/18 AND ENDING 12/31/18  
MM/DD/YY MM/DD/YY

**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER BISMARCK, CAPITAL, LLC  
ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)  
745 FIFTH AVENUE

OFFICIAL USE ONLY
FIRM I.D. NO.

(No. and Street)

NEW YORK NY 10151-0099  
(City) (State) (Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT  
STANFORD WARSHAWSKY 212-488-5333  
(Area Code - Telephone Number)

**B. ACCOUNTANT IDENTIFICATION**

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

JOEL E. SAMMET & CO., LLP

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

15 MAIDEN LANE, SUITE 500 NEW YORK NY 10038  
(Address) (City) (State) (Zip Code)

**CHECK ONE:**

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

<b>FOR OFFICIAL USE ONLY</b>

\*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)

RMS

OATH OR AFFIRMATION

I, STANFORD WARSHAWSKY, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of BISMARCK, CAPITAL, LLC 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:

JUDITH S. LINKSMAN  
NOTARY PUBLIC-STATE OF NEW YORK  
No. 0116011195  
Qualified in New York County  
My Commission Expires 07-10-2019

Stanford S. Warshtsky  
Signature  
Chairman  
Title

Judith S. Linksmen  
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).

**BISMARCK CAPITAL, LLC**  
**(SEC. ID NO. 8-66489)**  
**FINANCIAL STATEMENTS**  
**AS OF DECEMBER 31, 2018**

Filed pursuant to Rule 17a-5(d)  
under the Securities Exchange Act  
of 1934 as a Public Document.

**BISMARCK CAPITAL, LLC**  
**INDEX TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2018**

Report of Independent Registered Public Accounting Firm on Financial Statements	1
Statement of Financial Condition	2
Statement of Operations	3
Statement of Changes in Member's Equity	4
Statement of Cash Flows	5
Notes to Financial Statements	6 - 8
Report of Independent Registered Public Accounting Firm on Exemption from Sec Rule 15c3-3	9
Exemption from SEC Rule 15c3-3 Report by Management	10
<b><u>Supplemental Schedules</u></b>	
Schedule I - Computation of Net Capital	11
Schedule II - Computation of Basic Net Capital Requirement and Aggregate Indebtedness	12
Note to the Required Supplemental Schedules	13



STEVEN A. SOKOL, CPA  
ROBERT N. KIRSCHENBLATT, CPA  
JENNIFER A. RODBERG, CPA

JOEL E. SAMMET, CPA (1925-1968)  
DAVID R. SAFER, CPA (1946-2007)  
BERNARD TURNER, CPA (1958 - 2008)  
FRANKLIN M. JACOBSON, CPA (1966 - 2011)  
JEROME S. GRUBIN, CPA (1953 - 2018)

## Report of Independent Registered Public Accounting Firm

To the managing member and the board of directors of Bismarck Capital, LLC

### Opinion on the Financial Statements

We have audited the accompanying statement of financial condition of Bismarck Capital, LLC as of December 31, 2018, the related statements of operations, changes in member's equity, 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 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.

### 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 audits. 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 U.S. 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. The company is not required to have, nor were we engaged to perform, an audit on its internal control over financial reporting. As part of our audit we are required to obtain an understanding of internal control over financial reporting but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion.

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 audits provide a reasonable basis for our opinion.

### Other Information

The computation of net capital pursuant to Rule 15c3-1 of the Securities and Exchange Commission shown on Schedule I and the computation of basic net capital requirement pursuant to Rule 15c3-1 of the Securities and Exchange Commission and computation of aggregate indebtedness shown on Schedule II (collectively, the "Supplemental Information") has been subjected to audit procedures performed in conjunction with the audit of Bismarck Capital, LLC's financial statements. The supplemental information is the responsibility of Bismarck Capital, LLC 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, the information included in Schedules I and II is fairly stated, in all material respects, in relation to the financial statements as a whole.

We are uncertain as to the year we began serving consecutively as the auditor of the Company's financial statements; however we are aware that we have been Bismarck Capital, LLC's auditor since at least 2004.

New York, NY

February 20, 2019

**BISMARCK CAPITAL, LLC**  
**STATEMENT OF FINANCIAL CONDITION**  
**DECEMBER 31, 2018**

**ASSETS**

Cash	\$	135,541
Prepaid expenses		8,738
Security deposits		10,000
Computer equipment at cost, (net of accumulated depreciation of \$521)		<u>2,082</u>
<b>TOTAL ASSETS</b>	<b>\$</b>	<b><u><u>156,361</u></u></b>

**LIABILITIES AND MEMBER'S EQUITY**

Liabilities		
Accounts payable	\$	<u>21,140</u>
<b>TOTAL LIABILITIES</b>		21,140
Member's Equity		
Member's capital contributions		1,900,000
Retained members profits (losses)		<u>(1,764,779)</u>
<b>TOTAL MEMBER'S EQUITY</b>		135,221
<b>TOTAL LIABILITIES AND MEMBER'S EQUITY</b>	<b>\$</b>	<b><u><u>156,361</u></u></b>

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

**BISMARCK CAPITAL, LLC**  
**STATEMENT OF OPERATIONS**  
**FOR THE YEAR ENDED DECEMBER 31, 2018**

**REVENUES**

Investment Banking Revenues	\$	0
Other Income		<u>42,000</u>

**TOTAL REVENUES**

42,000

**EXPENSES:**

Occupancy	\$	120,000
Outside Professional Services		38,856
Charity		27,700
Promotional and Travel		15,404
Insurance		10,484
Dues and regulatory fees		7,647
Communications		1,726
Other		<u>3,276</u>

**TOTAL EXPENSES**

225,093

**NET INCOME (LOSS) FROM OPERATIONS**

\$ (183,093)

**BISMARCK CAPITAL, LLC**  
**STATEMENT OF CHANGES IN MEMBER'S EQUITY**  
**FOR THE YEAR ENDED DECEMBER 31, 2018**

	<u>Member's Capital</u>	<u>Retained Profits (Loss)</u>	<u>Total</u>
Beginning balance, January 1, 2018	\$ 1,800,000	\$ (1,581,686)	\$ 218,314
Contributions	100,000	0	100,000
Distributions	0	0	0
Net income (loss) from operations	<u>0</u>	<u>(183,093)</u>	<u>(183,093)</u>
<b>ENDING BALANCE, DECEMBER 31, 2018</b>	<b>\$ <u>1,900,000</u></b>	<b>\$ <u>(1,764,779)</u></b>	<b>\$ <u>135,221</u></b>

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

**BISMARCK CAPITAL, LLC**  
**STATEMENT OF CASH FLOWS**  
**FOR THE YEAR ENDED DECEMBER 31, 2018**

**Cash Flows From (Used by) Operating Activities:**

Net income (loss) from operations		\$ (183,093)
Adjustments to reconcile net income to cash provided by operating activities:		
Depreciation	\$ 521	
Changes in operating assets and liabilities:		
Prepaid expenses	96	
Accounts payable	1,980	2,597

Net cash from (used by) operating activities (180,496)

**Cash Flows from (Used by) Investing Activities:**

Purchases of computer equipment	(2,603)	
---------------------------------	---------	--

Net cash from (used by) investing activities (2,603)

**Cash Flows from (Used by) Financing Activities:**

Additional member's capital contributions	100,000	
---	---------	--

Net cash from (used by) financing activities 100,000

Net decrease to cash (83,099)

Cash, beginning of year 218,640

**CASH, END OF YEAR** \$ 135,541

**Supplemental Cash Flow Information**

Cash paid for interest \$ 0

Cash paid for taxes \$ 0

**BISMARCK CAPITAL, LLC**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2018**

**NOTE 1 BUSINESS AND ORGANIZATION**

Bismarck Capital LLC (the "Company") is a broker/dealer registered with the National Association of Security Dealers, the Securities and Exchange Commission, and the Financial Industry Regulatory Authority ("FINRA"). It does not hold any customer securities nor carry any customer accounts. All customer transactions, if any, are cleared through, and their securities and accounts are carried by, a member firm of the New York Stock Exchange and other major exchanges. The Company is primarily engaged in providing investment banking services which may include fees earned from providing merger and acquisition and financial restructuring advisory services.

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

*Basis of Financial Information*

The statement of financial condition has been prepared in accordance with accounting principles generally accepted in the United States of America. The statement of financial condition is stated in U.S. Dollars.

*Use of Estimates*

The preparation of the statement of financial condition 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 statement of financial condition. Actual results could differ from those estimates.

*Cash and Cash Equivalents*

The Company defines cash equivalents as highly liquid investments with original maturities of less than 90 days that are not held for sale in the ordinary course of business.

*Fixed Assets and Depreciation*

Fixed assets are stated at cost, less accumulated depreciation. Depreciation is provided over the estimated useful lives of the assets by using the double declining balance method of depreciation. Repair and maintenance costs are expensed, while additions and betterments are capitalized.

*Recognition of Income*

Fees from providing merger and acquisition and financial restructuring advisory services are primarily earned and recognized upon the closing of a merger or financial restructuring deal when the specific performance obligations have been satisfied. An officer of Bismarck Capital, LLC serves on the board of directors of an unrelated company and receives fees as a result of providing this service. These director's fees are reflected in other income. Expenses are reported as incurred.

**BISMARCK CAPITAL, LLC**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2018**

**NOTE 3 CUSTOMER PROTECTION RULE AND EXEMPTIVE PROVISIONS**

The Company is exempt from the Customer Protection Rule by virtue of the exemption provided for by SEC Rule 15c3-3(k)(2)(i). Rule 15c3-3(k)(2)(i) provides an exemption from this rule for firms that: carry no margin accounts; promptly transmit all customer funds and deliver all securities received in connection with their broker-dealer activities; do not otherwise hold funds or securities for, or owe money or securities to, customers; and effectuate all financial transactions with customers through one or more bank accounts designated as "Special Account for the Exclusive Benefit of Customers" of the Company.

**NOTE 4 REGULATORY REQUIREMENTS**

The Company is a registered broker-dealer, and accordingly is subject to the Uniform Net Capital Rule 15c3-1 of the Securities and Exchange Commission and the capital rules of the National Association of Securities Dealers. The Company has not elected to use the alternative net capital method. At December 31, 2018 net capital was \$114,401. The minimum required net capital was \$5,000 leaving an excess net capital of \$109,401.

**NOTE 5 CUSTODY AND SAFEKEEPING**

The Company is not required to conduct quarterly security counts because it is exempt therefrom by the provisions of Regulation 17a-13(a).

**NOTE 6 TAXATION**

The Company is a single member LLC and does not file any income tax returns. Accordingly, all of the income of the Company is reported on the tax return of its member.

As of December 31, 2018, the Company's management has determined that there was no material tax liability resulting from unrecognized tax liabilities relating to uncertain tax positions taken or expected to be taken in future tax returns of its member relating to the Company, which has not been recorded in the financial statements. The Company does not anticipate any impact on the financial statements in the event any taxing authority examines any of the member's tax returns that remain subject to examination. As of December 31, 2018, the tax years that remained subject to examination were 2015 - 2018.

**BISMARCK CAPITAL, LLC**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2018**

**NOTE 7 ADOPTION OF ACCOUNTING PRONOUNCEMENT**

In May 2014, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2014-09, "Revenue from Contracts with Customers (Topic 606)," (ASU2014-09), which was intended to improve and converge the financial reporting requirements for revenue contracts with customers. Previous GAAP comprised broad revenue recognition concepts along with numerous industry-specific requirements. The new pronouncement establishes a five-step model which entities must follow to recognize revenue and removes inconsistencies in the existing pronouncement. ASU 2014-09 is effective for annual and interim periods beginning after December 15, 2017, and must be retrospectively applied. The Company adopted ASU 2014-09 in 2018 using the modified retrospective approach, which had no impact on its 2018 financial statements.

**NOTE 8 SUBSEQUENT EVENTS**

The Company has performed an evaluation of events that have occurred subsequent to December 31, 2018 and through February 20, 2019, the date of the issuance of this report. There have been no subsequent events occurring during such period that would require disclosure in this report or would be required to be recognized in the financial statements as of December 31, 2018.



STEVEN A. SOKOL, CPA  
ROBERT N. KIRSCHENBLATT, CPA  
JENNIFER A. RODBERG, CPA

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FRANKLIN M. JACOBSON, CPA (1966 - 2011)  
JEROME S. GRUBIN, CPA (1953 - 2018)

## Report of Independent Registered Public Accounting Firm

Board of Directors and Managing Member  
Bismarck Capital, LLC

We have reviewed management's statements, included in the accompanying exemption from SEC Rule 15c3-3 report, in which (1) Bismarck Capital, LLC identified the following provisions of 17 C.F.R. § 15c3-3(k) under which Bismarck Capital, LLC claimed an exemption from 17 C.F.R. § 240.15c3-3: (2)(i), (the "exemption provisions") and (2) Bismarck Capital, LLC stated that Bismarck Capital, LLC met the identified exemption provisions throughout the most recent fiscal year without exception. Bismarck Capital, LLC'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 Bismarck Capital, 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), (2)(i) of Rule 15c3-3 under the Securities Exchange Act of 1934.

New York, NY  
February 20, 2019

**BISMARCK CAPITAL, LLC  
745 FIFTH AVENUE, 31<sup>ST</sup> FLOOR  
NEW YORK, NEW YORK 10151**

**STANFORD S. WARSHAWSKY  
CHAIRMAN**

**PHONE: (212) 488-5333  
FAX: (212) 644-9483  
swarshawsky@bismarckcapital.com**

January 9, 2019

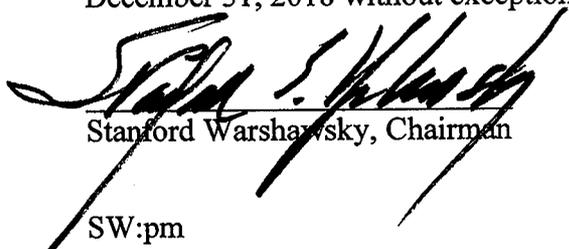
**EXEMPTION FROM SEC RULE 15c3-3 REPORT**

To our best knowledge and belief, we assert that we are exempt from SEC Rule 15c3-3(e) under the following exemption for the fiscal year ending December 31, 2018:

SEC Rule 15c3-3(k)(2)(i) which states that the reserve requirement provisions of SEC Rule 15c3-3 shall not be applicable to a broker or dealer:

- (i) Who carries no margin accounts, promptly transmits all customer funds and delivers all securities received in connection with its activities as a broker dealer, does not otherwise hold funds or securities for, or owe money or securities to, customers and effectuates all financial transactions between the broker or dealer and its customer through one or more bank accounts, each to be designated as "Special Account for the Exclusive Benefit of Customers of Bismarck Capital, LLC.

We met the exemption under SEC Rule 15c3-3(k)(2)(i) for the fiscal year ending December 31, 2018 without exception.

  
Stanford Warshawsky, Chairman

SW:pm

SCHEDULE I

**BISMARCK CAPITAL, LLC  
 COMPUTATION OF NET CAPITAL  
 PURSUANT TO SEC RULE 15c3-1 OF THE  
 SECURITIES AND EXCHANGE COMMISSION  
 AS OF DECEMBER 31, 2018**

Total ownership equity from statement of financial condition	\$ 135,221
Less: Ownership equity not allowable for net capital	<u>0</u>
Total ownership equity qualified for net capital	135,221
Add: Subordinated liabilities	<u>0</u>
Total capital and allowable subordinated liabilities	135,221
Less: Deductions for non-allowable assets and other charges	
Prepaid expenses	8,738
Security deposit	10,000
Computer equipment	<u>2,082</u>
Total deductions for non-allowable assets and other charges	20,820
Net capital before haircuts on securities positions	114,401
Less: Haircuts on securities positions	<u>0</u>
<b>NET CAPITAL</b>	<b>\$ <u><u>114,401</u></u></b>

There are no material differences between the preceding computation and the Company's corresponding Unaudited Part II of Form X-17A-5 as of December 31, 2018.

SCHEDULE II

**BISMARCK CAPITAL, LLC  
COMPUTATION OF BASIC NET CAPITAL REQUIREMENT  
PURSUANT TO RULE 15c3-1 OF THE  
SECURITIES AND EXCHANGE COMMISSION  
AS OF DECEMBER 31, 2018**

Minimum net capital required (6.67% of aggregate Indebtedness)	\$	1,409
Minimum dollar net capital requirement	\$	5,000
Net capital requirement (greater of the above two lines)	\$	5,000
Excess net capital (net capital less net capital requirement)	\$	109,401

**COMPUTATION OF AGGREGATE INDEBTEDNESS  
AS OF DECEMBER 31, 2018**

Total aggregate indebtedness liabilities from statement of financial condition	\$	21,140
Percentage of aggregate indebtedness to net capital		18.48%

**BISMARCK CAPITAL, LLC**  
**NOTE TO THE REQUIRED SUPPLEMENTAL SCHEDULES**  
**DECEMBER 31, 2018**

The financial statements do not include the schedules of "Computation for Determination of Reserve Requirements under SEC Rule 15c-3-3" and "Information Relating to Possession or Control Requirements under SEC Rule 15c-3-3" by virtue of exemption provided by SEC Rule 15c3-3(k)(2)(i). Rule 15c3-3(k)(2)(i) applies because the Company carries no margin accounts; promptly transmits all customers funds and delivers all securities received in connection with its broker dealer activities; does not otherwise hold funds or securities for, or owe money and securities to, customers; and effectuates all financial transactions with customers through one or more bank accounts designated as "Special Account for the Exclusive Benefit of Customers" of the Company.