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

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

SEC FILE NUMBER
8-51520

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**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: **Croft & Bender LP**

OFFICIAL USE ONLY

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

FIRM I.D. NO.

4401 Northside Parkway NW, Suite 395

(No. and Street)

Atlanta

Georgia

30327

(City)

(State)

(Zip Code)

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

Ronald B. Goldman

(404) 841-3131

(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

Bennett Thrasher LLP

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

3300 Riverwood Parkway, Suite 700 Atlanta

Georgia

30339

(Address)

(City)

(State)

(Zip Code)

CHECK ONE:



Certified Public Accountant



Public Accountant



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

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*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 (11-05)

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unless the form displays a currently valid OMB control number.

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OATH OR AFFIRMATION

I, Ronald B. Goldman, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Croft & Bender LP, 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:



[Signature]
Signature

Managing Director

Title

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).

Croft & Bender LP

Financial Statements

with Supplementary Information

December 31, 2018

Croft & Bender LP

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Report of Independent Registered Public Accounting Firm

To the Partners and Board of Directors
of Croft & Bender LP

Opinion on the Financial Statements

We have audited the accompanying statement of financial condition of Croft & Bender LP as of December 31, 2018, and the related statements of income, changes in partners' 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 Croft & Bender LP 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 Croft & Bender LP's management. Our responsibility is to express an opinion on Croft & Bender LP'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 Croft & Bender LP 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 to 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 Computation of Net Capital Pursuant to Rule 15c3-1, the Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3, and the Information Relating to the Possession or Control Requirements under Rule 15c3-3 as of December 31, 2018 have been subjected to audit procedures performed in conjunction with the audit of Croft & Bender LP's financial statements. The supplemental information is the responsibility of Croft & Bender LP'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, the Computation of Net Capital Pursuant to Rule 15c3-1, the Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3, and the

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A Limited Liability Partnership of Certified Public Accountants & Consultants

Riverwood 200 3300 Riverwood Parkway Suite 700 Atlanta, GA 30339 phone 770 396 2200 fax 770 390 0394

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Information Relating to the Possession or Control Requirements under Rule 15c3-3 as of December 31, 2018 are fairly stated, in all material respects, in relation to the financial statements as a whole.

We have served as Croft & Bender LP's auditor since 2015.

Bennett Thrasher LLP

Atlanta, Georgia
February 14, 2019

Croft & Bender LP

Statement of Financial Condition December 31, 2018

Assets

Current assets

Cash	\$	858,645
Due from related party		35
Accounts receivable		201,773
Prepaid expenses		60,937

Total current assets		1,121,390
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Furnishings and equipment, net		427,105
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Other assets		27,459
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Total assets	\$	1,575,954
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Liabilities and partners' capital

Current liabilities

Accounts payable	\$	28,300
Customer prepayment		5,000

Total current liabilities		33,300
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Deferred rent		480,293
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Total liabilities		513,593
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Partners' capital

Partners' capital		973,485
Retained earnings		88,876

Total partners' capital		1,062,361
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Total liabilities and partners' capital	\$	1,575,954
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The accompanying notes are an integral part of these financial statements.

Croft & Bender LP

Statement of Income For the Year Ended December 31, 2018

Revenues	
Merger and acquisition fees	\$16,895,797
Private placement fees	155,000
Management fees, net	617,819
Client reimbursements	143,438
Interest income	18,235
Total revenues	17,830,289
Operating expenses	
Salary and benefits expense	6,179,466
Finder's fees/commissions	2,233,235
Office expense	266,190
Professional fees	193,615
Occupancy expense	213,318
Business development expense	158,705
Client reimbursed expenses	143,438
Other operating expenses	88,912
Depreciation expense	78,804
Total operating expenses	9,555,683
Net income	\$ 8,274,606

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

Croft & Bender LP

Statement of Changes in Partners' Capital For the Year Ended December 31, 2018

	Retained Earnings/ (Accumulated Deficit)	Contributed Capital Limited Partners	General Partner	Total Partners' Capital
Balances, December 31, 2017	\$ (50,435)	\$ 800,000	\$ -	\$ 749,565
Net income	8,274,606	-	-	8,274,606
Partner contributions	-	370,074	-	370,074
Partner distributions	(8,135,295)	(196,589)	-	(8,331,884)
Balances, December 31, 2018	\$ 88,876	\$ 973,485	\$ -	\$ 1,062,361

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

Croft & Bender LP

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

Cash flows from operating activities

Net income	\$ 8,274,606
Adjustments to reconcile net income to net cash provided by operating activities:	
Depreciation expense	78,804
Deferred rent	(58,255)
Changes in:	
Accounts receivable	(37,494)
Prepaid expenses	(25,519)
Due from related party	150
Accounts payable	(22,244)
Customer prepayment	5,000

Net cash provided by operating activities	8,215,048
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Cash flows from investing activities

Purchases of furnishings and equipment	(3,195)
--	---------

Net cash used in investing activities	(3,195)
--	----------------

Cash flows from financing activities

Distributions to partners	(8,331,884)
Contributions from partners	370,074

Net cash used in financing activities	(7,961,810)
--	--------------------

Net increase in cash	250,043
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Cash, beginning of year	608,602
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Cash, end of year	\$ 858,645
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The accompanying notes are an integral part of these financial statements.

Croft & Bender LP

Notes to Financial Statements

December 31, 2018

1. Organization and Summary of Significant Accounting Policies

Croft & Bender LP (f/k/a Croft & Bender LLC) (the “Company”) began operations in 1996 as an investment banking firm engaged in the business of providing merger and acquisition, capital raising and other financial advisory services. The Company also organized and manages C&B Liquidating LLC, C&B Capital II, L.P. and its parallel partnership, C&B Capital II (PF), L.P. (collectively referred to as “Fund II”) and C&B Capital III, L.P. and its parallel partnership, C&B Capital III (PF), L.P. (collectively referred to as “Fund III”), which are private equity investment partnerships collectively referred to herein as the “Funds”. The Company is registered with the Securities and Exchange Commission and the Financial Industry Regulatory Authority as a broker-dealer.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Revenue and Expense Recognition

The Company enters into engagement agreements primarily with corporate clients to provide merger and acquisition, capital raising, and other financial advisory services. These engagements may span one or more years. Revenue is generated through retainer and other project fees for advisory services, and success fees for completed private placement financings and merger and acquisition transactions. Private placement fees are considered to be earned when the terms of the agreement have been satisfied. Contingent fees related to successful financing and merger and acquisition transactions are recognized when the transactions are closed. During 2018, financing, merger and acquisition, and financial advisory revenue was recognized from 28 clients, and 3 clients accounted for approximately 37% of such revenues. Financing and merger and acquisition engagement agreements with 12 clients were open at December 31, 2018.

Through a management agreement with the General Partner of each of the Funds, the Company provides management and advisory services and receives management fees based on (i) total capital commitments of the limited partners of the Fund during the initial investment period (five

Croft & Bender LP

Notes to Financial Statements

December 31, 2018

years from the final closing) and (ii) thereafter, on total capital contributions of the limited partners actually used to make portfolio investments, less the amount of such capital contributions attributable to the Fund's disposed investments. Management fees are collected quarterly and are recognized as they are earned by the daily performance of management functions.

Direct expenses that are reimbursable by clients are typically recorded as revenue when incurred and are periodically billed to the client. Reimbursable expenses are written off when they are deemed to be unbillable or uncollectible.

Cash

Cash represents interest and non-interest bearing deposits in a bank located in Georgia. From time to time, balances in interest and non-interest bearing accounts may exceed federally insured limits.

Accounts Receivable and Allowance for Doubtful Accounts

Accounts receivable are due from clients mainly for providing financial advisory services, including raising capital and assisting companies with mergers and acquisitions, and are stated at the amount the Company expects to collect and do not bear interest. The collectibility of accounts receivable balances is regularly evaluated based on a combination of factors such as client credit-worthiness, past transaction history with the client, current economic and industry trends, and changes in client payment terms. If it is determined that a client will be unable to fully meet its financial obligation, such as in the case of a bankruptcy filing or other material event impacting its business, a specific reserve for bad debt is recorded to reduce the related receivable to the amount expected to be recovered. As of December 31, 2018, management has concluded that an allowance for doubtful accounts is not necessary.

Furnishings and Equipment

Furnishings and equipment, carried at cost less accumulated depreciation, consists of leasehold improvements, furniture and fixtures, software, and office equipment. Depreciation is provided using the straight-line method over the lesser of the useful life of the asset or the life of the existing lease.

Croft & Bender LP

Notes to Financial Statements

December 31, 2018

Income Taxes

The Company is a limited partnership and, as such, its earnings and income taxes flow through directly to the partners.

Management of the Company considers the likelihood of changes by tax authorities in its filed income tax returns and discloses potential significant changes that management believes are more likely than not to occur upon examination by tax authorities. Management has not identified any uncertain tax positions in its filed income tax returns that require disclosure in the accompanying financial statements. The Company's income tax returns for 2015, 2016, and 2017 are subject to examination by tax authorities, and may change upon examination.

New Accounting Pronouncements

In May 2014, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2014-09, *Revenue from Contracts with Customers*. ASU 2014-09 supersedes the current revenue recognition guidance, including industry-specific guidance. The guidance introduces a five-step model to achieve its core principal of the entity recognizing revenue to depict the transfer of goods or services to customers at an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The updated guidance is effective for annual periods beginning after December 15, 2018 utilizing either a full retrospective or modified retrospective approach.

The Company has evaluated the impact of ASU 2014-09 on its financial statements and will adopt this standard on January 1, 2019 utilizing the modified retrospective method, with a cumulative effect adjustment to opening retained earnings. Based on the current guidance provided by the AICPA industry task force on Broker-Dealers, the AICPA's Revenue Recognition Working Group, and the AICPA's Financial Reporting Executive Committee ("FinREC"), the Company's merger and acquisition retainer fees, which are currently recognized over time as the advisory services are provided on the underlying engagement, will now be recognized at a point-in-time as the performance obligation will be satisfied upon the completion of the transaction, or when the transaction is deemed by management to be terminated. The change in the Company's revenue recognition policy under the new revenue recognition model will create deferred revenue beginning in 2019 associated with the retainer fees for open merger and acquisition engagements. The Company estimates that as of January 1, 2019, the change will decrease assets by approximately \$158,000, increase liabilities by approximately \$401,000, and decrease retained earnings by approximately \$559,000.

Croft & Bender LP

Notes to Financial Statements

December 31, 2018

In February 2016, the FASB issued ASU 2016-02, *Leases*. ASU 2016-02 requires that lease arrangements longer than 12 months result in an entity recognizing an asset and liability. The updated guidance is effective for annual periods beginning after December 15, 2019, and early adoption is permitted. The Company is currently evaluating the effect that implementation of the new standard will have on its financial position, results of operations, and cash flows.

Subsequent Events

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through the date of the report, the date the financial statements were issued. Management has determined there were no subsequent events requiring recognition or disclosure in the financial statements.

2. Furnishings and Equipment

Furnishings and equipment consist of the following at December 31, 2018:

Furniture and fixtures	\$209,539
Office equipment	75,300
Software	7,710
<u>Leasehold improvements</u>	<u>442,233</u>
	734,782
 <u>Less accumulated depreciation</u>	 <u>(307,677)</u>
 <u>Furnishings and equipment, net</u>	 <u>\$427,105</u>

Depreciation expense for the year ended December 31, 2018 amounted to \$78,804.

3. Related Party Transactions

The partners of the Company are also principal owners and managing partners of two companies, one of which is the General Partner of Fund II and its parallel partnership and the other is the General Partner of Fund III and its parallel partnership. Total management fees of \$617,819 were earned from the Funds in 2018. Merger and acquisition fees of \$4,495,077 were earned in

Croft & Bender LP

Notes to Financial Statements

December 31, 2018

2018 from two clients which are also portfolio companies of Fund III and management fee credits of \$58,585 were allocated to Fund III by the Company related to these transactions.

The Company has an agreement with the General Partner where the General Partner processes all payroll for the Company. The Company reimburses the General Partner for all payroll expenses. Total salaries and payroll taxes incurred by the General Partner during 2018 totaled \$5,828,921 and are included in salaries and benefits expense on the statement of income.

The partners of the Company may sit on the Board of Directors of some of the clients of the Company, or may sit on or attend Board of Directors meetings of some portfolio companies of the Funds in exercise of the Funds' observation rights. The Company may, from time to time, enter into commercial arrangements with clients or vendors which have Board members or employees that are related to partners of the Company.

During 2018, certain finder's fees were paid out to a previous partner who exited the partnership effective December 31, 2017. For the year ended December 31, 2018, such fees totaled \$1,484,220.

4. 401(k) Plan

The Company has adopted a 401(k) Plan that covers substantially all employees. Employees contribute voluntarily to the plan through salary reductions. The Company may contribute discretionary amounts as part of the employees' incentive compensation. The Company's contributions to the plan on behalf of the partners and employees totaled \$112,688 for 2018.

5. Leases

The Company has various operating lease agreements expiring through 2024 for office space and some office equipment. Rental expense was \$228,834 for 2018 and is included within occupancy and office expense in the accompanying statement of income. The Company records rental expense on a straight-line basis over the life of the lease. The cumulative difference between rent recognized under the straight-line method and the contractual lease payments is \$157,200 and is included in deferred rent at December 31, 2018. As of December 31, 2018, the minimum future rental payments under these leases are as follows:

Croft & Bender LP

Notes to Financial Statements

December 31, 2018

<u>Year</u>	<u>Amount</u>
2019	\$ 273,829
2020	279,462
2021	287,563
2022	295,916
2023	304,818
<u>Thereafter</u>	<u>281,430</u>
<u>Total minimum future rental payments</u>	<u>\$1,723,018</u>

The Company entered into a lease for office space with a commencement date of April 24, 2017. The lease provides for escalating rent payments and a tenant improvement allowance of \$421,425. The Company capitalized leasehold improvements totaling \$421,425 that were funded through the tenant improvement allowance and recorded an equal and offsetting deferred rent liability. The leasehold improvement and deferred rent liability balances related to the tenant improvement allowance totaled \$323,093 at December 31, 2018.

6. Net Capital Requirements

The Company is subject to the Securities and Exchange Commission's Net Capital Rule (Rule 15c3-1), which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital (as these terms are defined in the Rule) not exceed 15 to one. Net capital and the net capital ratio fluctuate on a daily basis. At December 31, 2018, the ratio of aggregate indebtedness to net capital was .285 to one, and net capital was \$668,145, which was \$655,445 more than the required minimum net capital.

Croft & Bender LP

Computation of Net Capital Pursuant to Rule 15c3-1 December 31, 2018

Computation of Net Capital

Partners' capital, December 31, 2018		\$ 1,062,361
Less: Non-allowable assets		
Due from related party	(35)	
Accounts receivable	(201,773)	
Prepaid expenses	(60,937)	
Furnishings and equipment, net	(427,105)	
Add: Leasehold improvements acquired through tenant allowance	323,093	
Other assets	(27,459)	
Total non-allowable assets		(394,216)
Net capital		\$ 668,145

Computation of Aggregate Indebtedness

Accounts payable	\$ 28,300
Customer prepayment	5,000
Deferred rent	480,293
Less: Deferred rent related to tenant allowance	(323,093)
Total aggregate indebtedness	\$ 190,500

Computation of Minimum Net Capital Requirement

Net capital	\$ 668,145
Minimum net capital to be maintained (greater of \$5,000 or 6 2/3% of total aggregate indebtedness)	12,700
Net capital in excess of requirement	\$ 655,445
Ratio of aggregate indebtedness to net capital	.285 to 1

RECONCILIATION WITH COMPANY'S COMPUTATION OF NET CAPITAL INCLUDED IN
PART IIA OF FORM X-17A-5 AS OF DECEMBER 31, 2018

There is no difference between net capital computation reported in Part IIA of Form X-17A-5 as of
December 31, 2018 and the net capital computation above.

**Computation for Determination of Reserve Requirements
Pursuant to Rule 15c3-3
December 31, 2018**

The Company is exempt from the provisions of Rule 15c3-3 under the Securities Exchange Act of 1934, pursuant to paragraph (k)(2)(i) of the rule.

Croft & Bender LP

Information Relating to Possession or Control Requirements Pursuant to Rule 15c3-3 December 31, 2018

The Company is exempt from the provisions of Rule 15c3-3 under the Securities Exchange Act of 1934, pursuant to paragraph (k)(2)(i) of the rule.



Report of Independent Registered Public Accounting Firm

To the Partners and Board of Directors
of Croft & Bender LP

We have reviewed management's statements, included in the accompanying Exemption Report for SEC Rule 15c3-3 for Fiscal Year 2018, in which (1) Croft & Bender LP identified the following provision of 17 C.F.R. § 15c3-3(k) under which Croft & Bender LP claimed an exemption from 17 C.F.R. § 240.15c3-3: (2)(i) (exemption provisions) and (2) Croft & Bender LP stated that Croft & Bender LP met the identified exemption provisions throughout the most recent fiscal year without exception. Croft & Bender LP'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 Croft & Bender LP'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, 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.

Bennett Thrasher LLP

Atlanta, Georgia
February 14, 2019

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CROFT & BENDER

A LIMITED PARTNERSHIP

INVESTMENT BANKERS

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Member FINRA and SIPC

February 14, 2019

Securities & Exchange Commission
100 F Street, NE
Washington, DC 20549

Re: Exemption Report for SEC Rule 15c3-3 for Fiscal Year 2018

Dear Sir/Madame:

For the fiscal year ending December 31, 2018, Croft & Bender LP claimed exemption from SEC Rule 15c3-3 as outline under paragraph (k)(2)(i) of the respective rule. This section states the following:

The provisions of this section shall not be applicable to a broker or dealer who carries no margin accounts, promptly transmits all customer funds and delivers all securities received in connection with its activities as a broker or 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 customers through one of more bank accounts, each to be designated as "Special Account for the Exclusive Benefit of Customers of (name of the broker or dealer)".

Croft & Bender LP met the exemption provided above for the fiscal year ending December 31, 2018.

Sincerely



Ronald B. Goldman
Managing Director
Chief Compliance Officer



Report of Independent Registered Public Accounting Firm on Applying Agreed-Upon Procedures

To the Partners of
Croft & Bender LP

We have performed the procedures included in Rule 17a-5(e)(4) under the Securities Exchange Act of 1934 and in the Securities Investor Protection Corporation (SIPC) Series 600 Rules, which are enumerated below and were agreed to by Croft & Bender LP and the SIPC, solely to assist you and SIPC in evaluating Croft & Bender LP's compliance with the applicable instructions of the General Assessment Reconciliation (Form SIPC-7) for the year ended December 31, 2018. Croft & Bender LP's management is responsible for its Form SIPC-7 and for its compliance with those requirements. This agreed-upon procedures engagement was conducted in accordance with standards established by the Public Company Accounting Oversight Board (United States) and in accordance with attestation standards established by the American Institute of Certified Public Accountants. 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 [Check #9552 - \$10,893 dated 7/24/2018 and Check #9848 - \$15,761 dated 1/16/2019] and noted no differences;
2. Compared the Total Revenue amount reported on the Annual Audited Report Form X-17A-5 Part III for the year ended December 31, 2018 with the Total Revenue amount reported in Form SIPC-7 for the year ended December 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 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.

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A Limited Liability Partnership of Certified Public Accountants & Consultants

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We were not engaged to and did not conduct an examination or review, the objective of which would be the expression of an opinion or conclusion, respectively, on Croft & Bender LP's compliance with the applicable instructions of the Form SIPC-7 for the year ended December 31, 2018. Accordingly, we do not express such an opinion or conclusion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of Croft & Bender LP and the SIPC and is not intended to be and should not be used by anyone other than these specified parties.

Bennett Thrasher LLP

Atlanta, Georgia
February 14, 2019