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MISSION

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**ANNUAL REPORTS
FORM X-17A-5
PART III**

| |
|-----------------|
| SEC FILE NUMBER |
| 8-69422 |

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Information Required Pursuant to Rules 17a-5, 17a-12, and 18a-7 under the Securities Exchange Act of 1934

FILING FOR THE PERIOD BEGINNING 01/01/21 AND ENDING 12/31/21
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF FIRM: Coinshares Capital LLC

TYPE OF REGISTRANT (check all applicable boxes):

- Broker-dealer Security-based swap dealer Major security-based swap participant
 Check here if respondent is also an OTC derivatives dealer

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use a P.O. box no.)

125 Half Mile Road, Suite 200

(No. and Street)

Red Bank

New Jersey

07701

(City)

(State)

(Zip Code)

PERSON TO CONTACT WITH REGARD TO THIS FILING

Annemarie Tierney (917) 473-8331 atierney@coinsharescapital.co
(Name) (Area Code – Telephone Number) (Email Address)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose reports are contained in this filing*

Horowitz & Ullmann, P.C.

(Name – if individual, state last, first, and middle name)

232 Madison Avenue, Ste 1200 New York New York 10016

(Address)

(City)

(State)

(Zip Code)

12/17/2003

921

(Date of Registration with PCAOB)(if applicable)

(PCAOB Registration Number, if applicable)

FOR OFFICIAL USE ONLY

* Claims for exemption from the requirement that the annual reports be covered by the reports of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis of the exemption. See 17 CFR 240.17a-5(e)(1)(ii), if applicable.

Persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

RMS


OATH OR AFFIRMATION

I, Annemarie Tierney, swear (or affirm) that, to the best of my knowledge and belief, the financial report pertaining to the firm of Coinshares Capital LLC, as of December 31, 2021, is true and correct. I further swear (or affirm) that neither the company nor any partner, officer, director, or equivalent CAROLYN BROULLON as the case may be, has any proprietary interest in any account classified solely as that of a customer.

CAROLYN BROULLON
New Jersey
Notary Public
My Commission Expires 07/07/2025
Commission # 50130681

Signature: 

Title:
CEO



Notary Public

This filing** contains (check all applicable boxes):

- (a) Statement of financial condition.
- (b) Notes to consolidated 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 cash flows.
- (e) Statement of changes in stockholders' or partners' or sole proprietor's equity.
- (f) Statement of changes in liabilities subordinated to claims of creditors.
- (g) Notes to consolidated financial statements.
- (h) Computation of net capital under 17 CFR 240.15c3-1 or 17 CFR 240.18a-1, as applicable.
- (i) Computation of tangible net worth under 17 CFR 240.18a-2.
- (j) Computation for determination of customer reserve requirements pursuant to Exhibit A to 17 CFR 240.15c3-3.
- (k) Computation for determination of security-based swap reserve requirements pursuant to Exhibit B to 17 CFR 240.15c3-3 or Exhibit A to 17 CFR 240.18a-4, as applicable.
- (l) Computation for Determination of PAB Requirements under Exhibit A to § 240.15c3-3.
- (m) Information relating to possession or control requirements for customers under 17 CFR 240.15c3-3.
- (n) Information relating to possession or control requirements for security-based swap customers under 17 CFR 240.15c3-3(p)(2) or 17 CFR 240.18a-4, as applicable.
- (o) Reconciliations, including appropriate explanations, of the FOCUS Report with computation of net capital or tangible net worth under 17 CFR 240.15c3-1, 17 CFR 240.18a-1, or 17 CFR 240.18a-2, as applicable, and the reserve requirements under 17 CFR 240.15c3-3 or 17 CFR 240.18a-4, as applicable, if material differences exist, or a statement that no material differences exist.
- (p) Summary of financial data for subsidiaries not consolidated in the statement of financial condition.
- (q) Oath or affirmation in accordance with 17 CFR 240.17a-5, 17 CFR 240.17a-12, or 17 CFR 240.18a-7, as applicable.
- (r) Compliance report in accordance with 17 CFR 240.17a-5 or 17 CFR 240.18a-7, as applicable.
- (s) Exemption report in accordance with 17 CFR 240.17a-5 or 17 CFR 240.18a-7, as applicable.
- (t) Independent public accountant's report based on an examination of the statement of financial condition.
- (u) Independent public accountant's report based on an examination of the financial report or financial statements under 17 CFR 240.17a-5, 17 CFR 240.18a-7, or 17 CFR 240.17a-12, as applicable.
- (v) Independent public accountant's report based on an examination of certain statements in the compliance report under 17 CFR 240.17a-5 or 17 CFR 240.18a-7, as applicable.
- (w) Independent public accountant's report based on a review of the exemption report under 17 CFR 240.17a-5 or 17 CFR 240.18a-7, as applicable.
- (x) Supplemental reports on applying agreed-upon procedures, in accordance with 17 CFR 240.15c3-1e or 17 CFR 240.17a-12, as applicable.
- (y) Report describing any material inadequacies found to exist or found to have existed since the date of the previous audit, or a statement that no material inadequacies exist, under 17 CFR 240.17a-12(k).
- (z) Other: _____

**To request confidential treatment of certain portions of this filing, see 17 CFR 240.17a-5(e)(3) or 17 CFR 240.18a-7(d)(2), as applicable.

COINSHARES CAPITAL LLC

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HOROWITZ & ULLMANN, P.C.
Certified Public Accountants

A member of the
AICPA Center for Audit Quality
New York State Society of CPAs
PCAOB registered

232 Madison Avenue, Suite 1200
New York, NY 10016
Telephone: (212) 532-3736
Facsimile: (212) 545-8997
E-mail: cpas@horowitz-ullmann.com

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Member of
CoinShares Capital LLC

Opinion on the Financial Statements

We have audited the accompanying statement of financial condition of CoinShares Capital LLC (“the Company”) as of December 31, 2021, the related statements of income, changes in member’s equity and cash flows for the year then ended, and the related notes and schedules (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, 2021, 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 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 audits provide a reasonable basis for our opinion.

Auditor's Report on Supplemental Information

The information in Schedules number "1" through "3" 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, the information in Schedules number "1" through "3" is fairly stated, in all material respects, in relation to the financial statements as a whole.

Hershey & Wilman, P.C.

We have served as CoinShares Capital LLC's auditors since 2020.

New York, NY
January 31, 2022

**COINSHARES CAPITAL LLC
STATEMENT OF FINANCIAL CONDITION
DECEMBER 31, 2021**

ASSETS

CURRENT ASSETS

| | |
|-----------------------------------|--------------|
| Cash | \$ 50,460 |
| Prepaid expenses and other assets | <u>2,865</u> |

| | |
|---------------------|-------------------------|
| TOTAL ASSETS | <u>\$ 53,325</u> |
|---------------------|-------------------------|

LIABILITIES AND MEMBER'S EQUITY

CURRENT LIABILITIES

| | |
|---------------------------------------|----------|
| Accounts payable and accrued expenses | \$ 3,000 |
|---------------------------------------|----------|

| | |
|------------------------|---------------|
| MEMBER'S EQUITY | <u>50,325</u> |
|------------------------|---------------|

| | |
|----------------------------------------------|-------------------------|
| TOTAL LIABILITIES AND MEMBER'S EQUITY | <u>\$ 53,325</u> |
|----------------------------------------------|-------------------------|

See independent auditor's report and accompanying notes to financial statements.

**COINSHARES CAPITAL LLC
STATEMENT OF INCOME
FOR THE YEAR ENDED DECEMBER 31, 2021**

| EXPENSES | |
|----------------------------------|------------------------------|
| Professional fees | \$ 64,890 |
| Rent expense | 9,121 |
| Office expenses | 4,258 |
| Regulatory fees & expenses | 4,407 |
| Other expense | <u>4,852</u> |
| Total expenses | <u>(87,528)</u> |
| NET LOSS FOR THE YEAR | <u>\$(87,528)</u> |

See independent auditor's report and accompanying notes to financial statements.

**COINSHARES CAPITAL LLC
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2021**

| | |
|-----------------------------------------------------------------------------|--------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | |
| Net loss | <u>\$ (87,528)</u> |
| Adjustments to reconcile net loss to net cash used in operating activities: | |
| Changes in assets and liabilities: | |
| Decrease in assets: | |
| Prepaid expenses and other assets | 53 |
| Decrease in liabilities: | |
| Accounts payable and accrued expenses | <u>(1,470)</u> |
| Total adjustments | <u>(1,417)</u> |
| Net cash used in operating activities | <u>(88,945)</u> |
| CASH FLOWS FROM FINANCING ACTIVITIES | |
| Contributions from member | <u>90,000</u> |
| Net cash provided by financing activities | <u>90,000</u> |
| NET INCREASE IN CASH | 1,055 |
| CASH - beginning of year | <u>49,405</u> |
| CASH - end of year | <u>\$ 50,460</u> |

See independent auditor's report and accompanying notes to financial statements.

**COINSHARES CAPITAL LLC
STATEMENT OF CHANGES IN MEMBER'S EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2021**

| | |
|--------------------------------------------|-------------------------|
| MEMBER'S EQUITY - beginning of year | \$ 47,853 |
| NET LOSS | (87,528) |
| CONTRIBUTIONS FROM MEMBER | <u>90,000</u> |
| MEMBER'S EQUITY - end of year | <u>\$ 50,325</u> |

See independent auditor's report and accompanying notes to financial statements.

COINSHARES CAPITAL LLC
NOTES TO FINANCIAL STATEMENTS

1. ORGANIZATION AND NATURE OF BUSINESS

CoinShares Capital LLC, (formerly known as “Group Capital LLC”), a single member limited liability company (the “Company”), was organized on January 15, 2014 under the laws of the State of Delaware. It is registered with the Securities and Exchange Commission (SEC) and is a member of the Financial Industry Regulatory Authority (FINRA).

The Company’s business was previously limited to private placements. During 2019, all of its shares were purchased by a new owner. It is now planning to continue to operate in private placements exclusively. The Company did not generate any revenue in 2021 and has not commenced its planned principal activities and is therefore considered to be a development stage company.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Revenue Recognition:

The Company recognizes revenue in accordance with ASC Topic 606, “Revenue from Contracts with Customers”. The core principle of the standard is that revenue is recognized to depict the transfer of promised goods or services to customers in an amount that reflects the consideration the Company expects to be entitled to receive in exchange for those goods and services. However, as explained in Note 1, the Company has not yet recognized any revenue.

Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

Subsequent events:

Management has evaluated subsequent events through January 31, 2022, which is the date the financial statements were available to be issued.

COINSHARES CAPITAL LLC
NOTES TO FINANCIAL STATEMENTS

3. INCOME TAXES

Members of a limited liability company are taxed on their proportionate share of the Company's taxable income. Therefore, no provision or liability for federal or state income taxes is included in the financial statements.

The Company's income tax returns for 2019 and 2020 are subject to examination by tax authorities, generally for three years after it is filed.

4. NET CAPITAL REQUIREMENTS

Pursuant to the net capital provisions of Rule 15c3-1 of the Securities Exchange Act of 1934, the Company is required to maintain a minimum net capital, as defined under such provisions, of \$5,000 or one-fifteenth of aggregate indebtedness as defined, if larger. Net capital and aggregate indebtedness fluctuate from day to day but, at December 31, 2021, the Company's net capital exceeds such capital requirements by \$42,460 and the ratio of aggregate indebtedness of \$3,000 to its net capital of \$47,460 is .0632 to 1.

5. OPERATING LEASE OBLIGATION

The Company conducts its operations from an office that is leased from the member on a month-to-month basis. Rent expense for the year is \$9,121.

6. RELATED PARTY TRANSACTIONS

The Company has an expense sharing agreement with its member. Pursuant to the agreement, the member pays certain operating expenses on behalf of the Company, which are reimbursed by the Company to the member. During the period ended December 31, 2021, the total expenses paid by the member and allocated to the Company amounted to \$5,743.

7. GOING CONCERN

The Company has not begun principal operations, as is common with a development stage company. The Company has had losses during its development stage. The Company's financial statements are prepared using generally accepted accounting principles applicable to a going concern which contemplates the realization of assets and liquidation of liabilities in the normal course of business. However, the Company does not have significant cash or other material assets, nor does it have an established source of revenue sufficient to cover its operating costs and to allow it to continue as a going concern. In the interim, the member of the Company has committed to provide additional capital to meet its operating expenses until it begins to generate enough revenue to cover its costs.

COINSHARES CAPITAL LLC
COMPUTATION OF NET CAPITAL UNDER SEC RULE 15c3-1
DECEMBER 31, 2021

| | |
|----------------------------------------------------------------------------------------------------------------------------|-------------------------|
| MEMBER'S EQUITY, PER STATEMENT OF FINANCIAL CONDITION | \$ 50,325 |
| Less: Nonallowable assets: | |
| Prepaid expenses | <u>2,865</u> |
| NET CAPITAL | 47,460 |
| Less: Minimum net capital required to be maintained (\$5,000 or 6 2/3% of aggregate indebtedness, whichever is greater) | <u>5,000</u> |
| EXCESS NET CAPITAL | <u>\$ 42,460</u> |
| AGGREGATE INDEBTEDNESS | |
| Accounts payable and accrued expenses | <u>\$ 3,000</u> |
| 6 2/3% OF AGGREGATE INDEBTEDNESS | <u>\$ 200</u> |
| RATIO OF AGGREGATE INDEBTEDNESS TO NET CAPITAL | <u>.0632 to 1</u> |

NOTE: There are no material differences between the above computation of net capital and the corresponding computation as submitted by CoinShares Capital LLC with the unaudited Form X-17A-5 Part II Filing as of December 31, 2021.

See independent auditor's report and accompanying notes to financial statements.

Schedule "2"

**COINSHARES CAPITAL LLC
DETERMINATION OF RESERVE
REQUIREMENTS UNDER RULE 15c3-3(e)
OF THE SECURITIES AND EXCHANGE COMMISSION
DECEMBER 31, 2021**

The Company has no reserve deposit obligations under SEC 15c3-3(e) because it is a "non-covered" firm pursuant to footnote 74 to SEC Release 34-70073 and therefore is not subject to the Rule.

See independent auditor's report and accompanying notes to financial statements.

“Schedule 3”

**COINSHARES CAPITAL LLC
INFORMATION RELATING TO POSSESSION OR
CONTROL REQUIREMENTS UNDER RULE 15c3-3(b)
OF THE SECURITIES AND EXCHANGE COMMISSION
DECEMBER 31, 2021**

The Company has no possession or control obligations under SEC 15c3-3(b) because it is a "non-covered" firm pursuant to footnote 74 to SEC Release 34-70073 and therefore is not subject to the Rule.

See independent auditor's report and accompanying notes to financial statements.

HOROWITZ & ULLMANN, P.C.
Certified Public Accountants

A member of the
AICPA Center for Audit Quality
New York State Society of CPAs
PCAOB registered

232 Madison Avenue, Suite 1200
New York, NY 10016
Telephone: (212) 532-3736
Facsimile: (212) 545-8997
E-mail: cpas@horowitz-ullmann.com

**REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM
FOR EXEMPTION REPORT UNDER RULE 15C3-3**

To the Member of
CoinShares Capital LLC

We have reviewed management's statements, included in the accompanying SEC Rule 15C3-3 Exemption Report in which CoinShares Capital LLC, stated that CoinShares Capital LLC's business activities are limited to private placements of securities as an agent on a best efforts basis only, and that it has not held customer funds or securities and that CoinShares Capital LLC is a "non-covered" firm pursuant to Footnote 74 SEC Release and is therefore not subject to SEC Rule 15C3-3 for the most recent fiscal year ended December 31, 2021. CoinShares Capital LLC also stated that it had maintained compliance with the above declaration throughout the most recent fiscal year ended December 31, 2021, without exception. CoinShares Capital LLC's management is responsible for compliance and is not subject to the provisions set forth in Rule 15C3-3 under the Securities and Exchange Act of 1934 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 CoinShares Capital LLC's declaration concerning the provision set forth in Rule 15C3-3 under the Securities and Exchange Act of 1934. 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 Footnote 74 to SEC Release 34-70073.

Horowitz & Ullmann, P.C.

New York, NY
January 31, 2022

**COINSHARES CAPITAL LLC
EXEMPTION REPORT PURSUANT TO RULE 15C3-3
YEAR ENDED DECEMBER 31, 2021**


We, as members of management of CoinShares Capital, LLC (“the Company”), are 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 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:

The Company is exempt from SEC Rule 15c3-3 as a non-covered firm because its business activities are performing private placements of securities as an agent on a best efforts basis only. As a result, the Company (1) did not directly or indirectly receive, hold, or otherwise owe funds or securities for or to customers, other than money or other consideration received and promptly transmitted in compliance with paragraph (a) or (b)(2) of Rule 15c2-4; (2) did not carry accounts of or for customers; and (3) did not carry PAB accounts (as defined in Rule 15c3-3).

Due to the Company’s business activities, the Company is not subject to the custody and reserve provisions of Rule 15c3-3.

The Company did not identify any exceptions to the above throughout the year ending December 31, 2021.

CoinShares Capital LLC

By:  _____

CEO

Title:

January 31, 2022