

The AICPA and SIFMA’s Financial Management Society, whose members include individuals associated with various independent public accounting firms and independent financial services firms, provide this sample exemption report for information purposes only. The exemption report required by SEC Rule 17a-5 is the responsibility of the firm making such report, and the AICPA and SIFMA recommend that firms seek the advice of their own legal and/or other advisers with respect to their exemption reports.

[Company]’s Exemption Report

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

(1) The Company claimed an exemption from 17 C.F.R. § 240.15c3-3 under the following provisions of 17 C.F.R. § 240.15c3-3 (k): []

or

(1) The Company may file an Exemption Report because the Company had no obligations under 17 C.F.R. § 240.15c3-3.

(2) The Company met the identified exemption provisions in 17 C.F.R. § 240.15c3-3(k) throughout the most recent fiscal year without exception.¹

or

(2) The Company had no obligations under 17 C.F.R. § 240.15c3-3 throughout the most recent fiscal year without exception.

or

(2) The Company met the identified exemption provisions in 17 C.F.R. § 240.15c3-3(k) throughout the most recent fiscal year except as described below.

or

(2) The Company had no obligations under 17 C.F.R. § 240.15c3-3 throughout the most recent fiscal year except as described below.

¹ Where a broker-dealer’s 2014 or 2015 fiscal year begins prior to June 1, 2014, the broker-dealer’s Exemption Report may cover the portion of its fiscal year beginning on or after June 1, 2014. However, the broker-dealer may elect to have its Exemption Report cover the entire fiscal year.

[If applicable, identify each exception during the most recent fiscal year and briefly describe the nature of each exception and the approximate date(s) on which the exception existed.]

[Name of Company]

I, _____, swear (or affirm) that, to my best knowledge and belief, this Exemption Report is true and correct.

By: [Signature line]

Title:

[Date of report]