

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

2016-12-23 03:03PM EST
Status: Accepted

FORM
X-17A-5

FOCUS REPORT
(FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT)
PART II 11

(Please read instructions before preparing Form)

This report is being filed pursuant to (Check Applicable Block(s)):

- 1) Rule 17a-5(a) 16
- 2) Rule 17a-5(b) 17
- 3) Rule 17a-11 18
- 4) Special request by designated examining authority 19
- 5) Other 26

NAME OF BROKER-DEALER

BNY MELLON CAPITAL MARKETS, LLC 13

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

101 BARCLAY STREET 20
(No. and Street)

NEW YORK 21 NY 22 10286 23
(City) (State) (Zip Code)

SEC. FILE NO.

8-35255 14

FIRM ID NO.

17454 15

FOR PERIOD BEGINNING (MM/DD/YY)

11/01/16 24

AND ENDING (MM/DD/YY)

11/30/16 25

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT(Area code) - Telephone No.

Michael Marziliano 30

(212) 815-3553 31

NAME(S) OF SUBSIDIARIES OR AFFILIATES CONSOLIDATED IN THIS REPORT

OFFICIAL USE

32

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DOES RESPONDENT CARRY ITS OWN CUSTOMER ACCOUNTS ? YES 40 NO 41

CHECK HERE IF RESPONDENT IS FILING AN AUDITED REPORT 42

EXECUTION:

The registrant/broker or dealer submitting this Form and its attachments and the person(s) by whom it is executed represent hereby that all information contained therein is true, correct and complete. It is understood that all required items, statements, and schedules are considered integral parts of this Form and that the submission of any amendment represents that all unamended items, statements and schedules remain true, correct and complete as previously submitted.

Dated the 23rd day of December 20 16

Manual Signatures of:

1) 
Principal Executive Officer or Managing Partner

2) 
Principal Financial Officer or Partner

3) _____
Principal Operations Officer or Partner

ATTENTION - Intentional misstatements or omissions of facts constitute Federal Criminal Violations. (See 18 U.S.C. 1001 and 15 U.S.C. 78:f (a))

PART II

BROKER OR DEALER BNY MELLON CAPITAL MARKETS, LLC	N2									100

STATEMENT OF FINANCIAL CONDITION

as of (MM/DD/YY) 11/30/16 99
 SEC FILE NO. 8-35255 98
 Consolidated 198
 Unconsolidated 199

	ASSETS		Nonallowable	Total
	Allowable			
1. Cash	\$ 424,557	200		\$ 424,557 750
2. Cash segregated in compliance with federal and other regulations	10,000,000	210		10,000,000 760
3. Receivable from brokers or dealers and clearing organizations:				
A. Failed to deliver:				
1. Includable in "Formula for Reserve Requirements"		220		
2. Other	2,806,133	230		2,806,133 770
B. Securities borrowed:				
1. Includable in "Formula for Reserve Requirements"		240		
2. Other		250		780
C. Omnibus accounts:				
1. Includable in "Formula for Reserve Requirements"		260		
2. Other		270		790
D. Clearing Organizations:				
1. Includable in "Formula for Reserve Requirements"		280		
2. Other	9,849,837	290		9,849,837 800
E. Other	576,350,220	300	\$ 12,156,575 550	588,506,795 810
4. Receivables from customers:				
A. Securities accounts:				
1. Cash and fully secured accounts	406,850	310		
2. Partly secured accounts		320		560
3. Unsecured Accounts			4,253	570
B. Commodity accounts		330		580
C. Allowance for doubtful accounts	()	335	()	590
Total				411,103 820
5. Receivables from non-customers:				
A. Cash and fully secured accounts		340		
B. Partly secured and unsecured accounts		350		600
6. Securities purchased under agreements to resell	82,497,813	360		82,497,813 605
7. Securities and spot commodities owned, at market value:				
A. Banker's acceptances, certificates of deposit and commercial paper	51,129,668	370		
B. U.S. and Canadian government obligations	974,378,475	380		
C. State and municipal government obligations	320,738,465	390		
D. Corporate obligations	780,155,864	400		

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BNY MELLON CAPITAL MARKETS, LLC

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STATEMENT OF FINANCIAL CONDITION

ASSETS (continued)

	<u>Allowable</u>	<u>Nonallowable</u>	<u>Total</u>
E. Stocks and warrants	\$ 47,459,603		410
F. Options	140,347		420
G. Arbitrage			422
H. Other securities			424
I. Spot Commodities			430
J. Total Inventory - includes encumbered securities of ... \$	120		\$ 2,174,002,422 850
8. Securities owned not readily marketable:			
A. At Cost	\$ 130	\$ 440	610 860
9. Other investments not readily marketable:			
..... \$	140		
B. At estimated fair value		450	620 870
10. Securities borrowed under subordination agreements and partners' individual and capital securities accounts, at market value:			
A. Exempted securities \$	150		
B. Other	\$ 160	460	630 880
11. Secured demand notes - market value of collateral:			
A. Exempted securities \$	170		
B. Other	\$ 180	470	640 890
12. Memberships in exchanges:			
A. Owned, at market value	\$ 190		
B. Owned at cost			650
C. Contributed for use of company, at market value			660 900
13. Investment in and receivables from affiliates, subsidiaries and associated partnerships	480	134,659	670 134,659 910
14. Property, furniture, equipment, leasehold improvements and rights under lease agreements:			
At cost (net of accumulated depreciation and amortization)	490	4,392,518	680 4,392,518 920
15. Other Assets:			
A. Dividends and interest receivable	9,436,999		500 690
B. Free shipments			510 700
C. Loans and advances			520 710
D. Miscellaneous		84,282,709	530 720
E. Collateral accepted under SFAS 140			536
F. SPE Assets			537
16. TOTAL ASSETS	\$ 2,865,774,831	\$ 100,970,714	\$ 2,966,745,545 940

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**STATEMENT OF FINANCIAL CONDITION
LIABILITIES AND OWNERSHIP EQUITY**

<u>Liabilities</u>	<u>A.I. Liabilities</u> *	<u>Non-A.I. Liabilities</u> *	<u>Total</u>
17. Bank loans payable:			
A. Includable in "Formula for Reserve Requirements"	\$ 1030	\$ 1240	\$ 1460
B. Other	1040	1250	1470
18. Securities sold under repurchase agreements.		1260	1,087,924,311 1480
19. Payable to brokers or dealers and clearing organizations:			
A. Failed to receive:			
1. Includable in "Formula for Reserve Requirements"	1050	1270	1490
2. Other	1060	1280	2,697,216 1500
B. Securities loaned:			
1. Includable in "Formula for Reserve Requirements"	1070		1510
2. Other	1080	1290	1520
C. Omnibus accounts:			
1. Includable in "Formula for Reserve Requirements"	1090		1530
2. Other	1095	1300	1540
D. Clearing organizations:			
1. Includable in "Formula for Reserve Requirements"	1100		1550
2. Other	1105	1310	1560
E. Other	1110	1320	853,629,605 1570
20. Payable to customers:			
A. Securities accounts - including free credits of \$ 1,519,122	950 1120		1,520,312 1580
B. Commodities accounts	1130	1330	1590
21. Payable to non customers:			
A. Securities accounts	1140	1340	1600
B. Commodities accounts	1150	1350	1610
22. Securities sold not yet purchased at market value - including arbitrage of \$ 960		1360	769,183,730 1620
23. Accounts payable and accrued liabilities and expenses:			
A. Drafts payable	1160		1630
B. Accounts payable	1170		7,047,184 1640
C. Income taxes payable	1180		1650
D. Deferred income taxes		1370	1660
E. Accrued expenses and other liabilities ..	1190		13,793,939 1670
F. Other	1200	1380	1680
G. Obligation to return securities		1386	1686
H. SPE Liabilities		1387	1687

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*Brokers or Dealers electing the alternative net capital requirement method need not complete these columns.

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BROKER OR DEALER BNY MELLON CAPITAL MARKETS, LLC	as of <u>11/30/16</u>
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STATEMENT OF FINANCIAL CONDITION
LIABILITIES AND OWNERSHIP EQUITY (continued)

	<u>Liabilities</u>	<u>A.I. Liabilities</u> *	<u>Non-A.I. Liabilities</u> *	<u>Total</u>
24. Notes and mortgages payable:				
A. Unsecured	\$	1210		\$ 1690
B. Secured		1211	\$ 1390	1700
25. Liabilities subordinated to claims of general creditors:				
A. Cash borrowings:			1400	1710
1. from outsiders \$	0970			
2. Includes equity subordination(15c3-1(d)) of	\$ 0980			
B. Securities borrowings, at market value:			1410	1720
from outsiders \$	0990			
C. Pursuant to secured demand note collateral agreements:			1420	1730
1. from outsiders \$	1000			
2. Includes equity subordination(15c3-1(d)) of	\$ 1010			
D. Exchange memberships contributed for use of company, at market value			1430	1740
E. Accounts and other borrowings not qualified for net capital purposes		1220	1440	1750
26. TOTAL LIABILITIES	\$	1230	\$ 1450	\$ 2,535,796,297 1760
<u>Ownership Equity</u>				
27. Sole proprietorship				\$ 1770
28. Partnership - limited partners	\$	1020		1780
29. Corporation:				
A. Preferred stock				1791
B. Common stock				1792
C. Additional paid- in capital			222,289,303	1793
D. Retained Earnings			208,659,945	1794
E. Total			430,949,248	1795
F. Less capital stock in treasury			(1796)	
30. TOTAL OWNERSHIP EQUITY				\$ 430,949,248 1800
31. TOTAL LIABILITIES AND OWNERSHIP EQUITY				\$ 2,966,745,545 1810

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COMPUTATION OF NET CAPITAL

1. Total ownership equity (from Statement of Financial Condition - Item 1800)	\$	430,949,248	3480
2. Deduct: Ownership equity not allowable for Net Capital			(3490)
3. Total ownership equity qualified for Net Capital		430,949,248	3500
4. Add:			
A. Liabilities subordinated to claims of general creditors allowable in computation of net capital			3520
B. Other (deductions) or allowable credits (List)			3525
5. Total capital and allowable subordinated liabilities	\$	430,949,248	3530
6. Deductions and/or charges:			
A. Total non-allowable assets from			
Statement of Financial Condition (Notes B and C)	\$	100,970,714	3540
1. Additional charges for customers' and non-customers' security accounts			3550
2. Additional charges for customers' and non-customers' commodity accounts			3560
B. Aged fail-to-deliver:		123,215	3570
1. number of items			3450
C. Aged short security differences-less reserve of	\$	3480	3580
number of items			3470
D. Secured demand note deficiency			3590
E. Commodity futures contracts and spot commodities - proprietary capital charges			3600
F. Other deductions and/or charges		39,147,584	3610
G. Deductions for accounts carried under Rule 15c3-1(a)(6), (a)(7) and (c)(2)(x)			3615
H. Total deductions and/or charges			(140,241,513) 3620
7. Other additions and/or allowable credits (List)		6,303,773	3630
8. Net Capital before haircuts on securities positions	\$	297,011,508	3640
9. Haircuts on securities: (computed, where applicable, pursuant to 15c3-1(f)):			
A. Contractual securities commitments	\$	8,434,109	3660
B. Subordinated securities borrowings			3670
C. Trading and investment securities:			
1. Bankers' acceptances, certificates of deposit and commercial paper		1,022,732	3680
2. U.S. and Canadian government obligations		9,343,809	3690
3. State and municipal government obligations		8,046,811	3700
4. Corporate obligations		22,636,443	3710
5. Stocks and warrants			3720
6. Options		9,262,505	3730
7. Arbitrage			3732
8. Other securities			3734
D. Undue concentration		786,463	3650
E. Other (List)		5,859,450	3736 (65,392,322) 3740
10. Net Capital	\$	231,619,186	3750

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COMPUTATION OF BASIC NET CAPITAL REQUIREMENT

Part A

11. Minimal net capital required (6-2/3% of line 19)	\$	3756
12. Minimum dollar net capital requirement of reporting broker or dealer and minimum net capital requirement of subsidiaries computed in accordance with Note (A)	\$	3758
13. Net capital requirement (greater of line 11 or 12)	\$	3760
14. Excess net capital (line 10 less 13)	\$	3770
15. Net capital less greater of 10% of line 19 or 120% of line 12	\$	3780

COMPUTATION OF AGGREGATE INDEBTEDNESS

16. Total A.I. liabilities from Statement of Financial Condition	\$	3790
17. Add:		
A. Drafts for immediate credit	\$	3800
B. Market value of securities borrowed for which no equivalent value is paid or credited	\$	3810
C. Other unrecorded amounts (List)	\$	3820
		\$ 3830
18. Deduct: Adjustment based on deposits in Special Reserve Bank Accounts(15c3-1(c)(1)(vii))	\$	3838
19. Total aggregate indebtedness	\$	3840
20. Percentage of aggregate indebtedness to net capital (line 19 divided by line 10)	%	3850
21. Percentage of aggregate indebtedness to net capital after anticipated capital withdrawals (line 19 divided by line 10 less item 4880 page 12)	%	3853

COMPUTATION OF ALTERNATE NET CAPITAL REQUIREMENT

Part B

22. 2% of combined aggregate debit items as shown in Formula for Reserve Requirements pursuant to Rule 15c3-3 prepared as of the date of net capital computation including both brokers or dealers and consolidated subsidiaries' debits	\$	8,495	3870
23. Minimum dollar net capital requirement of reporting broker or dealer and minimum net capital requirement of subsidiaries computed in accordance with Note(A)	\$	1,000,000	3880
24. Net capital requirement (greater of line 22 or 23)	\$	1,000,000	3760
25. Excess net capital (line 10 less 24)	\$	230,619,186	3910
26. Percentage of Net Capital to Aggregate Debits (line 10 divided by line 18 page 8)	%	54528.65	3851
27. Percentage of Net Capital, after anticipated capital withdrawals, to Aggregate Debits item 10 less item 4880 page 12 divided by line 17 page 8)	%	30986.28	3854
28. Net capital in excess of the greater of: 5% of combined aggregate debit items or 120% of minimum net capital requirement	\$	230,419,186	3920

OTHER RATIOS

Part C

29. Percentage of debt to debt-equity total computed in accordance with Rule 15c3-1 (d)	%	0.00	3860
30. Options deductions/Net Capital ratio (1000% test) total deductions exclusive of liquidating equity under Rule 15c3-1(a)(6), (a)(7) and (c)(2)(x) divided by Net Capital	%		3852

NOTES:

- (A) The minimum net capital requirement should be computed by adding the minimum dollar net capital requirement of the reporting broker dealer and, for each subsidiary to be consolidated, the greater of:
1. Minimum dollar net capital requirement, or
 2. 6-2/3% of aggregate indebtedness or 2% of aggregate debits if alternate method is used.
- (B) Do not deduct the value of securities borrowed under subordination agreements or secured demand notes covered by subordination agreements not in satisfactory form and the market values of memberships in exchanges contributed for use of company (contra to item 1740) and partners' securities which were included in non-allowable assets.
- (C) For reports filed pursuant to paragraph (d) of Rule 17a-5, respondent should provide a list of material non-allowable assets.

