

Marks Paneth LLP  
685 Third Avenue  
New York, NY 10017  
P 212.503.8800  
F 212.370.3759  
markspaneth.com

New York  
New Jersey  
Pennsylvania  
Washington, DC  
Florida

**M A R K S P A N E T H**  
ACCOUNTANTS & ADVISORS

September 20, 2017

To the Members of the Board of Directors of  
NYC Technology Development Corporation

In planning and performing our audit of the financial statements of NYC Technology Development Corporation ("TDC") as of and for the year ended June 30, 2017, in accordance with auditing standards generally accepted in the United States of America, we considered TDC's internal control over financial reporting (internal control) as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of TDC's internal control. Accordingly, we do not express an opinion on the effectiveness of TDC's internal control.

Our consideration of internal control was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies and, therefore, material weaknesses or significant deficiencies may exist that were not identified. We did not identify any deficiencies in internal control that we consider to be a material weakness.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A material weakness is a deficiency or combination of deficiencies in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis.

This report is intended solely for the information and use of the Board of Directors, Audit Committee and management of NYC Technology Development Corporation and is not intended to be and should not be used by anyone other than these specified parties, unless permission is granted.

Sincerely,



MARKS PANETH LLP