

FORM G-405

REPORT ON FINANCES AND OPERATIONS OF GOVERNMENT SECURITIES BROKERS AND DEALERS PART IIA

OMB APPROVAL
OMB # 1530-0064

12

(Please read instructions before preparing Form.)

1) 17 CFR 405.2 & Rule 17a-5(a) 16 2) 17 CFR 405.2 & Rule 17a-5(b) 17 3) 17 CFR 405.3 & Rule 17a-11 18

4) Special request by designated examining authority 19 5) Other 26

NAME OF GOVERNMENT SECURITIES BROKER OR DEALER:

SEC FILE NO.

14

13

FIRM ID. NO.

15

ADDRESS OF PRINCIPAL PLACE OF BUSINESS (Do Not Use P.O. Box No.)

FOR PERIOD BEGINNING (MMDDYYYY)

24

20
(No. and Street)

AND ENDING (MMDDYYYY)

25

21 22 23
(City) (State) (ZIP Code)

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

(Area Code) - Telephone No.

30

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

OFFICIAL USE

31

32
34
36
38

33
35
37
39

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

CHECK HERE IF RESPONDENT IS FILING AN AUDITED REPORT 42

EXECUTION:

The registrant/government securities 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 _____ day of _____ in the year _____
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. 78f(a).)

TO BE COMPLETED WITH THE ANNUAL AUDIT REPORT ONLY:

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report				
Name (If individual, state last, first, middle name)				
				70
ADDRESS	Number and Street	City	State	ZIP Code
	71	72	73	74

Check One:

()	Certified Public Accountant	75	FOR SEC USE	
()	Public Accountant	76		
()	Accountant not resident in United States or any of its possessions	77		

DO NOT WRITE UNDER THIS LINE . . . FOR SEC USE ONLY

WORK LOCATION	REPORT DATE MMDDYYYY	DOC. SEQ. NO.	CARD			
50	51	52	53			

**REPORT ON FINANCES AND OPERATIONS OF
GOVERNMENT SECURITIES BROKERS AND DEALERS
PART IIA**

GOVERNMENT SECURITIES BROKER OR DEALER

N 3

100

**STATEMENT OF FINANCIAL CONDITION FOR NONCARRYING, NONCLEARING AND
CERTAIN OTHER GOVERNMENT SECURITIES BROKERS OR DEALERS**

as of (MMDDYYYY) _____

SEC FILE NO. _____

Consolidated
Unconsolidated

					99
					98
					198
					199
	ASSETS				
	<u>Allowable</u>	<u>Non-Allowable</u>		<u>Total</u>	
1. Cash	\$ 200		\$	750	
2. Receivables from brokers or dealers:					
A. Clearance account	295				
B. Other	300	\$ 550		810	
3. Receivables from non-customers.	355	600		830	
4. Securities and spot commodities owned, at market value:					
A. Exempted securities	418				
B. Debt securities.	419				
C. Options	420				
D. Other securities	424				
E. Spot commodities	430			850	
5. Securities and/or other investments not readily marketable:					
A. At cost \$ 130					
B. At estimated fair value.	440	610		860	
6. Securities borrowed under subordination agreements and partners' individual and capital securities accounts, at market value:	460	630		880	
A. Exempted securities \$ 150					
B. Other securities \$ 160					
7. Secured demand notes-.	470	640		890	
market value of collateral:					
A. Exempted securities \$ 170					
B. Other securities \$ 180					
8. Memberships in exchanges:					
A. Owned, at market \$ 190					
B. Owned, at cost		650			
C. Contributed for use of the company, at market value		660		900	
9. Investment in and receivables from affiliates, subsidiaries and associated partnerships	480	670		910	
10. Property, furniture, equipment, lease- hold improvements and rights under lease agreements, at cost (net of accumulated depreciation and amortization)	490	680		920	
11. Other assets.	535	735		930	
12. TOTAL ASSETS	\$ 540	\$ 740	\$	940	

**REPORT ON FINANCES AND OPERATIONS OF
GOVERNMENT SECURITIES BROKERS AND DEALERS
PART IIA**

GOVERNMENT SECURITIES BROKER OR DEALER

as of _____

**STATEMENT OF FINANCIAL CONDITION FOR NONCARRYING, NONCLEARING AND
CERTAIN OTHER GOVERNMENT SECURITIES BROKERS OR DEALERS**

LIABILITIES AND OWNERSHIP EQUITY

Liabilities

Total

13. Bank loans payable	\$	1470
14. Payable to brokers or dealers:		
A. Clearance account		1560
B. Other		1540
15. Payable to non-customers		1610
16. Securities sold not yet purchased, at market value		1620
17. Accounts payable, accrued liabilities, expenses and other		1685
18. Notes and mortgages payable:		
A. Unsecured		1690
B. Secured		1700
19. Liabilities subordinated to claims of general creditors:		
A. Cash borrowings		1710
1. From outsiders	\$	970
2. Includes equity subordination (15c3-1(d)) of	\$	980
B. Securities borrowings, at market value		1720
1. From outsiders	\$	990
C. Pursuant to secured demand note collateral agreements		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		1740
E. Accounts and other borrowings not qualified for liquid capital purposes		1750
20. TOTAL LIABILITIES	\$	1760

Ownership Equity

21. Sole proprietorship	\$	1770
22. Partnership (limited partners	\$	1020)
23. Corporation:		
A. Preferred stock		1791
B. Common stock		1792
C. Additional paid-in capital		1793
D. Retained earnings		1794
E. Accumulated other comprehensive income		1797
F. Total		1795
G. Less capital stock in treasury	()	1796
24. TOTAL OWNERSHIP EQUITY	\$	1800
25. TOTAL LIABILITIES AND OWNERSHIP EQUITY	\$	1810

OMIT PENNIES

**REPORT ON FINANCES AND OPERATIONS OF
GOVERNMENT SECURITIES BROKERS AND DEALERS
PART IIA**

GOVERNMENT SECURITIES BROKER OR DEALER

as of _____

COMPUTATION OF LIQUID CAPITAL

Total

1. Total ownership equity from Statement of Financial Condition		\$	3480
2. Deduct ownership equity not allowable for liquid capital		(	3490
3. Total ownership equity qualified for liquid capital			3500
4. Add:			
A. Liabilities subordinated to claims of general creditors			
allowable in computation of liquid capital			3520
B. Other (deductions) or allowable credits (List)			3525
5. Total capital and allowable subordinated liabilities		\$	3530
6. Deductions and/or charges:			
A. Total non-allowable assets from Statement of Financial Condition			
(Notes B and C)	\$	3540	
B. Secured demand note deficiency		3590	
C. Other deductions and/or charges		3610	
		(	3620
7. Other additions and/or allowable credits (List)			3630
8. Liquid Capital			3640
9. Total haircuts (computed pursuant to 17 CFR 402.2(g) and Appendix A thereto):			
A. Haircuts on security and financing positions,			
including contractual commitments:			
1. Total governments offset portion haircut	\$	3730	
2. Total futures and options offset haircut		3731	
3. Total hedging disallowance haircut		3732	
4. Residual net position haircut		3733	
5. Other securities haircut (use SEC factors)		3734	
B. Haircuts on credit exposure:			
1. Counterparty exposure haircut		3735	
2. Concentration of credit haircut		3736	
3. Credit volatility haircut		3737	
			3740
10. Liquid capital less haircuts		\$	3750

OMIT PENNIES

**REPORT ON FINANCES AND OPERATIONS OF
GOVERNMENT SECURITIES BROKERS AND DEALERS
PART IIA**

GOVERNMENT SECURITIES BROKER OR DEALER

as of _____

COMPUTATION OF BASIC LIQUID CAPITAL REQUIREMENT

11. 120% liquid capital requirement (120% of line 9)	\$	3756
12. Minimum liquid capital requirement (see Note A)	\$	3760
13. Excess liquid capital (line 8 less line 12)	\$	3770
14. Excess liquid capital at 150% (line 8 less 150% of line 9)	\$	3780
15. Percentage of debt to debt-equity total computed in accordance with Rule 15c3-1(d) as modified by 17 CFR 402.2.	%	3860

NOTES:

- (A) The minimum liquid capital requirement is the greater of:
1. The amount of liquid capital necessary to exceed total haircuts by the amounts required pursuant to 17 CFR 402.2(b) or (c); or
 2. 120% of total haircuts.
- (B) Do not deduct the value of securities borrowed under subordination agreements or secured demand notes covered by subordination agreements not in satisfactory form, 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 17 CFR 405.2 & paragraph (d) of Rule 17a-5, respondent should provide a list of material non-allowable assets.

**REPORT ON FINANCES AND OPERATIONS OF
GOVERNMENT SECURITIES BROKERS AND DEALERS
PART IIA**

GOVERNMENT SECURITIES BROKER OR DEALER

For the period (MMDDYYYY) from 3932 to 3933
Number of months included in this statement 3931

**STATEMENT OF INCOME (LOSS) or STATEMENT OF COMPREHENSIVE INCOME
(as defined in § 210.1-02 of Regulation S-X), as applicable**

REVENUE

1. Commissions:		
A. Commissions on listed option transactions	\$	3938
B. All other securities commissions		3939
C. Total securities commissions		3940
2. Gains or losses on firm securities trading accounts:		
A. From market making in options on a national securities exchange		3945
B. From all other trading		3949
C. Total gain (loss)		3950
3. Gains or losses on firm securities investment accounts		3952
4. Profit (loss) from underwriting and selling groups		3955
5. Commodities revenue		3990
6. Fees for account supervision, investment advisory and administrative services		3975
7. Other revenue		3995
8. Total revenue	\$	4030

EXPENSES

9. Salaries and other employment costs for general partners and voting stockholder officers	\$	4120
10. Other employee compensation and benefits		4115
11. Commissions paid to other brokers or dealers		4140
12. Interest expense		4075
A. Includes interest on accounts subject to subordination agreements	4070	
13. Regulatory fees and expenses		4195
14. Other expenses		4100
15. Total expenses	\$	4200

NET INCOME/COMPREHENSIVE INCOME

16. Net income (loss) before Federal income taxes and items below (item 8 less item 15)	\$	4210
17. Provision for Federal income taxes (for parent only)		4220
18. Equity in earnings (losses) of unconsolidated subsidiaries not included above		4222
A. After Federal income taxes of	4238	
19. [RESERVED]		
A. [RESERVED]		
20. [RESERVED]		
21. Net income (loss) after Federal income taxes		4230
22. Other comprehensive income (loss)		4226
A. After federal income taxes of	4227	
23. Comprehensive income (loss)	\$	4228

MONTHLY INCOME

24. Income (current month only) before provision for Federal income taxes	\$	4211
---	----	--

**REPORT ON FINANCES AND OPERATIONS OF
GOVERNMENT SECURITIES BROKERS AND DEALERS
PART IIA**

GOVERNMENT SECURITIES BROKER OR DEALER

For the period (MMDDYYYY) from _____ to _____

**STATEMENT OF CHANGES IN OWNERSHIP EQUITY
(SOLE PROPRIETORSHIP, PARTNERSHIP OR CORPORATION)**

1. Balance, beginning of period		\$		4240
A. Net Income (loss)				4250
B. Additions (includes non-conforming capital of	\$		4262	) 4260
C. Deductions (includes non-conforming capital of	\$		4272	) () 4270
2. Balance, end of period (From item 1800)		\$		4290

**STATEMENT OF CHANGES IN LIABILITIES SUBORDINATED
TO CLAIMS OF GENERAL CREDITORS**

1. Balance, beginning of period		\$		4300
A. Increases				4310
B. Decreases			()	4320
2. Balance, end of period (From item 3520)		\$		4330

OMIT PENNIES

**REPORT ON FINANCES AND OPERATIONS OF
GOVERNMENT SECURITIES BROKERS AND DEALERS
PART IIA**

GOVERNMENT SECURITIES BROKER OR DEALER

as of _____

Exemptive Provision Under Rule 15c3-3

Identify below the section upon which an exemption from 17 CFR 240.15c3-3 (Rule 15c3-3) is claimed:

- A. (k)(2)(ii) – All customer transactions cleared through another broker or dealer on a fully disclosed basis

Name of clearing firm 4335 4570

- B. (k)(3) – Exempted by order of the Commission (include copy of letter) 4580

**Ownership Equity and Subordinated Liabilities maturing or proposed to be
withdrawn within the next six months and accruals (as defined below)
which have not been deducted in the computation of liquid capital.**

Type of Proposed Withdrawal or Accrual (See below for code)	Name of Lender or Contributor	Insider or Outsider? (In or Out)	Amount to be With- drawn (cash amount and/or Liquid Capital Value of Securities)	(MMDDYYYY) Withdrawal or Maturity Date	Expect to Renew (yes or no)	
4600	4601	4602	\$	4603	4604	4605
4610	4611	4612	\$	4613	4614	4615
4620	4621	4622	\$	4623	4624	4625
4630	4631	4632	\$	4633	4634	4635
4640	4641	4642	\$	4643	4644	4645
Total			\$	4699		
OMIT PENNIES						

Instructions:

Detail listing must include the total of items maturing during the six month period following the report date, regardless of whether or not the capital contribution is expected to be renewed. The schedule must also include proposed capital withdrawals scheduled within the six month period following the report date including the proposed redemption of stock and anticipated accruals which would cause a reduction of liquid capital. These anticipated accruals would include amounts of bonuses, partners' drawing accounts, taxes, interest on capital, voluntary contributions to pension or profit sharing plans, etc. which have not been deducted in the computation of liquid capital, but which you anticipate will be paid within the next six months.

WITHDRAWAL CODE:

- 1.
- 2.
- 3.

DESCRIPTION

Equity Capital
Subordinated Liabilities
Accruals