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\*\* AN 3/3/2003

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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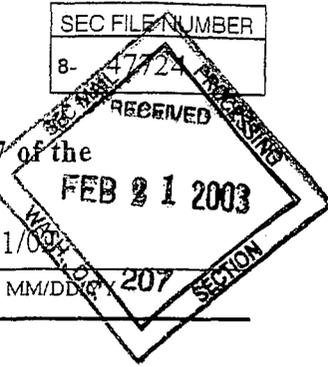


ANNUAL AUDITED REPORT  
FORM X-17A-5  
PART III

SEC FILE NUMBER  
8-4724

FACING PAGE

Information Required of Brokers and Dealers Pursuant to Section 17 of the  
Securities Exchange Act of 1934 and Rule 17a-5 Thereunder



REPORT FOR THE PERIOD BEGINNING 01/01/02 AND ENDING 12/31/02  
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: International Correspondent Trading Inc.

OFFICIAL USE ONLY  
FIRM I.D. NO.

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

525 Washington Boulevard Suite 2401

(No. and Street)

Jersey City

NJ

07310

(City)

(State)

(Zip Code)

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

Ilana Ben-Mayor

(201) 222-9300

(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\*

Jeffrey Zell, CPA

(Name - if individual, state last, first, middle name)

3001 Avenue M

Brooklyn

NY

11210

(Address)

(City)

(State)

(Zip Code)

CHECK ONE:

- Certified Public Accountant
- Public Accountant
- Accountant not resident in United States or any of its possessions.

FOR OFFICIAL USE ONLY

PROCESSED

MAR 06 2003

THOMSON  
FINANCIAL

\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

SEC 1410 (06-02)

Potential 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.

OATH OR AFFIRMATION

I, Iana Ben-Mayor, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of International Correspondent Trading Inc., as of December 31, 2002, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:

\_\_\_\_\_  
\_\_\_\_\_

LESLIE J. MOSKOWITZ  
Notary Public, State of New Jersey  
My Commission Expires Sept. 5, 2005

Iana Ben-Mayor  
Signature  
J.P.  
Title

Leslie J. Moskowitz  
Notary Public

This report \*\* contains (check all applicable boxes):

- (a) Facing Page.
- (b) Statement of Financial Condition.
- (c) Statement of Income (Loss).
- (d) Statement of Changes in Financial Condition.
- (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.
- (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- (g) Computation of Net Capital.
- (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.
- (j) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-3 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- (l) An Oath or Affirmation.
- (m) A copy of the SIPC Supplemental Report.
- (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.

\*\*For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

**INTERNATIONAL CORRESPONDENT TRADING, INC.**

**AUDITED FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED DECEMBER 31, 2002**

**Jeffrey Zell**  
**Certified Public Accountant**  
**3001 Avenue M**  
**Brooklyn, NY 11210**

**Tel. (718) 692-1212**  
**Fax (718) 258-2485**

***INDEPENDENT AUDITOR'S REPORT***

To the Board of Directors  
International Correspondent Trading, Inc.  
525 Washington Blvd.  
Jersey City, New Jersey 07310

We have audited the accompanying statement of financial condition of International Correspondent Trading, Inc. as of December 31, 2002 and the related statements of operations, changes in shareholder's equity, and cash flows for the year then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of International Correspondent Trading, Inc. as of December 31, 2002, and the results of its operations and cash flows for the year then ended, in conformity with generally accepted accounting principles.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information included in the financial statements entitled "Computation of Net Capital Pursuant to Uniform Net Capital Rule 15c3-1" is presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by the Securities and Exchange Commission. Such information has been subjected to the auditing procedures applied in our audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

  
Jeffrey Zell, CPA  
Brooklyn, New York  
February 4, 2003

**INTERNATIONAL CORRESPONDENT TRADING, INC.**

**STATEMENT OF FINANCIAL CONDITION**

**AS OF DECEMBER 31, 2002**

***ASSETS***

Cash	\$ 752,185
Receivables	85,850
Fixed Assets at cost, net of accumulated depreciation of \$152,772	10,628
Other Assets	19,050
Security deposits	<u>36,173</u>
TOTAL ASSETS	\$ <u>903,886</u>

***LIABILITIES AND STOCKHOLDERS' EQUITY***

**LIABILITIES**

Accounts payable and accrued liabilities	\$ 82,780
Accrued pension payable	<u>95,362</u>
TOTAL LIABILITIES	178,142

**STOCKHOLDERS' EQUITY**

Common stock, \$10 par value; 200 shares authorized; 100 shares issued and outstanding	1,000
Additional paid-in capital	399,091
Retained earnings	<u>325,653</u>
TOTAL STOCKHOLDERS' EQUITY	<u>725,744</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ <u>903,886</u>

The accompanying notes are an integral part of this statement

INTERNATIONAL CORRESPONDENT TRADING, INC.

STATEMENT OF OPERATIONS

FOR THE YEAR ENDED DECEMBER 31, 2002

REVENUES

Commission income	\$4,651,326
Net gain from securities transactions	201,282
Interest and dividend income	4,003
Other income	<u>291,804</u>

TOTAL REVENUES 5,148,415

EXPENSES

Salaries and commissions	3,496,303
Payroll tax and other expenses	87,508
Clearance and execution	241,618
Rent expense	101,654
Communications and information services	377,325
Telephone expense	103,184
Office expense	50,348
Brokerage fees	288,460
Professional fees	60,887
Consulting	39,523
Insurance expense	81,873
Travel and entertainment	46,987
Filing fees	15,251
Training expense	1,333
Administrative expenses	65,880
Pension expense	95,362
Depreciation expense	<u>8,379</u>

TOTAL EXPENSES 5,161,875

NET INCOME (LOSS) BEFORE TAXES <13,460>

INCOME TAXES 1,464

NET INCOME (LOSS) \$ <14,924>

The accompanying notes are an integral part of this statement

**INTERNATIONAL CORRESPONDENT TRADING, INC.**

**STATEMENT OF CASH FLOWS**

**FOR THE YEAR ENDED DECEMBER 31, 2002**

**CASH FLOWS FROM OPERATING ACTIVITIES**

Net income (Loss)		\$<14,924>
Adjustments to reconcile net income to net cash used in operating activities		
Depreciation	\$ 8,379	
Decrease in receivables	66,763	
Increase in other assets	7,529	
Decrease in accounts payable	<62,092>	
Increase in accrued pension payable	<u>16,028</u>	

**TOTAL CASH FLOWS PROVIDED BY OPERATING ACTIVITIES** 21,683

**CASH FLOWS FROM INVESTING ACTIVITIES**

Increase in fixed assets <10,628>

**TOTAL CASH FLOWS USED IN INVESTING ACTIVITIES** <10,628>

**NET INCREASE IN CASH** 11,055

**CASH AT BEGINNING OF YEAR** 741,130

**CASH AT END OF YEAR** \$752,185

The accompanying notes are an integral part of this statement

**INTERNATIONAL CORRESPONDENT TRADING, INC.**  
**STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY**  
**FOR THE YEAR ENDED DECEMBER 31, 2002**

	Total	Common Stock	Additional Paid-in Capital	Retained Earnings
Stockholders' equity -				
January 1, 2002	\$ 740,668	\$ 1,000	\$ 399,091	\$ 340,577
Net income (Loss)	<u>&lt;14,924&gt;</u>			<u>&lt;14,924&gt;</u>
Stockholders' equity -				
December 31, 2002	<u>\$ 725,744</u>	<u>\$ 1,000</u>	<u>\$ 399,091</u>	<u>\$ 325,653</u>

The accompanying notes are an integral part of this statement.

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**SUPPLEMENTARY INFORMATION**

INTERNATIONAL CORRESPONDENT TRADING, INC.

COMPUTATION OF NET CAPITAL PURSUANT TO

UNIFORM NET CAPITAL RULE 15c3-1

DECEMBER 31, 2002

Credits		
Stockholders' equity		\$725,744
Debits		
Furniture and equipment, net	\$ 10,628	
Other assets	19,050	
Security deposits	<u>36,173</u>	
Total debits		65,851
Net capital before haircuts		659,893
Haircuts on securities		<u>10,908</u>
Net capital		648,985
Minimum requirement - the greater of 6-2/3% of aggregate indebtedness of \$178,142 or \$100,000		<u>&lt;100,000&gt;</u>
Excess net capital		\$ 548,985
Ratio of aggregate indebtedness to net capital		27%
<b>Aggregate indebtedness</b>		
Accounts payable and accrued liabilities	\$ 82,780	
Accrued pension payable	<u>95,362</u>	
		<u>\$178,142</u>

No material differences exist between the above computation and the computation included in the Company's corresponding unaudited Form X-17A-5 Part IIA filing.

# **INTERNATIONAL CORRESPONDENT TRADING, INC.**

## **NOTES TO FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED DECEMBER 31, 2002**

### **NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES**

The following summary of International Correspondent Trading, Inc.'s (the Company) major accounting policies is presented to assist in the interpretation of the financial statements.

#### **Nature of Business**

The Company is a broker/dealer, conducting a general securities business, with the Securities and Exchange Commission ("SEC"), and is a member of the National Association of Securities Dealers ("NASD"). The company engages in trading and other activities related to the securities industry.

The Company began operations in November of 1995.

#### **Method of Accounting**

The Company's policy is to prepare its financial statements on the accrual basis of accounting; consequently, revenues are recognized when earned, and expenses are recorded when incurred.

#### **Fixed Assets**

Fixed assets including furniture, and equipment are recorded at cost. They are being depreciated on the straight-line method over their useful lives.

### **NOTE 2 - RECEIVABLE FROM CLEARING BROKER**

The Company has entered into a contract with Correspondent Services Corporation ("CSC"), a fully owned subsidiary of Paine Webber Company, in which CSC will clear transactions introduced by the Company, as well as maintain, and provide cashiering functions for these accounts. These functions will include the receipt, delivery and transfer of securities purchased, sold, borrowed and loaned, receiving and distributing payments, holding and safekeeping of securities and payments received, handling of margin accounts, including paying and charging of interest, receipt and distribution of dividends and other distributions, and the processing of rights offerings, warrants, tender offers and redemption's.

For purposes of the SEC's financial responsibility rules and SIPC requirements, the Company's customers will be considered customers of CSC and not customers of the Company.

CSC is responsible for compliance with Regulation T, 12 C.F.R. PART 220, the federal margin regulation of the Federal Reserve System. The Company is responsible for the collection of the required margin for each transaction, and the maintenance of such required margin for its accounts.

**INTERNATIONAL CORRESPONDENT TRADING, INC.**

**NOTES TO FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED DECEMBER 31, 2002**

**NOTE 3 - SECURITY DEPOSITS & LEASEHOLD AGREEMENTS**

The Company leases office space from Trizechahn Newport, Inc. The original lease was renewed September 30, 2001 for an additional five years and expires in September 2006. The monthly rent paid is \$7,793.17 payable the first of each month through September 30, 2004 and \$8,203.33 monthly for the years through September 30, 2006.

The Company has a security deposit in the amount of \$32,813 with its landlord. The deposit is held in an interest bearing account at Chase Manhattan Bank. In addition the Company has a security deposit with the NASDAQ for \$3,360.

**NOTE 4 - OTHER INCOME**

Other income includes rebates and options trades cleared by various other brokerages.

**NOTE 5 - MARKETABLE SECURITIES**

The Company maintains various proprietary accounts in which it trades to accommodate its customers. As of December 31, 2002 there were no positions of securities.

**NOTE 6 - INCOME TAXES**

The Company elected to be treated as an S-Corporation for Federal, New York and New Jersey corporate tax purposes. An S corporation provides for elements of income and expense to flow through to the shareholders. The individual shareholders are taxed on this income at their respective personal income tax rates.

**NOTE 7 - NET CAPITAL REQUIREMENTS**

As a registered broker-dealer and member of the National Association of Securities Dealers, Inc., the Company is subject to the SEC's Uniform Net Capital Rule (the "Rule") which requires that the Company maintain minimum net capital, as defined, of one-fifteenth of aggregate indebtedness, as defined, or \$100,000, whichever is greater. While net capital and aggregate indebtedness change from day to day, as of December 31, 2002, the Company had net capital of \$648,985, which exceeded requirements by \$548,985.

**Jeffrey Zell**  
**Certified Public Accountant**  
**3001 Avenue M**  
**Brooklyn, NY 11210**

Tel. (718) 692-1212  
Fax (718) 258-2485

**INDEPENDENT AUDITOR'S REPORT**  
**ON THE INTERNAL CONTROL STRUCTURE**  
**(REPORTABLE CONDITIONS WERE NOT NOTED)**

To the Board of Directors  
International Correspondent Trading, Inc.  
525 Washington Blvd.  
Jersey City, New Jersey 07301

We have audited the financial statements of International Correspondent Trading, Inc. (the "Company") for the year ended December 31, 2002, and have issued our report thereon dated February 4, 2003.

In planning and performing our audit for the year ended December 31, 2002, we considered the Company's internal control, including control activities for safeguarding securities in order to determine our auditing procedures for the purpose of expressing our opinion on the Company's basic financial statements and not to provide assurance on internal control structure.

Also, as required by rule 17-a 5(g)(1) of the Securities and Exchange Commission (SEC), we have made a study of the practices and procedures followed by the Company including tests of such practices and procedures that we considered relevant to the objectives stated in rule 17a-5(g) in making the periodic computations of aggregate indebtedness (or aggregate debits) and net capital under rule 17a-3(a)(11) and for determining compliance with the exemptive provisions of rule 15c3-3. Because the Company does not carry securities accounts for customers or perform custodial functions relating to customer securities, we did not review the practices and procedures followed by the Company in any of the following:

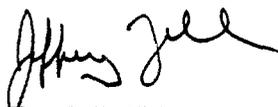
1. Making quarterly securities examinations, counts, verifications, and comparisons
2. Recordation of differences required by rule 17a-13
3. Complying with the requirements for prompt payment for securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve System

The management of the company is responsible for establishing and maintaining internal control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of internal control policies and procedures. The objectives of an internal control structure are to provide management with reasonable, but not absolute, assurance that assets are safeguarded against loss from unauthorized use or disposition and that transactions are executed in accordance with management's authorization and recorded properly to permit the preparation of financial statements in accordance with generally accepted accounting principles. Because of inherent limitations in any internal control structure, errors, irregularities or instances of noncompliance may nevertheless occur and not be detected.

Our consideration of the internal control structure would not necessarily disclose all matters in the internal control structure that might be reportable conditions and, accordingly, would not necessarily disclose all reportable conditions that are also considered to be material weaknesses as defined above. Pursuant to our study, we did not find any weakness involving internal control that we considered to be a material weakness.

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the SEC to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on our study, we believe that the Company's practices and procedures were adequate at December 31, 2002, to meet the SEC's objectives.

This report is intended for the Board of Directors, Management and the NASD, and other regulatory agencies as may be required, and is not intended to be and should not be used by anyone other than these specific parties.

A handwritten signature in black ink, appearing to read "Jeffrey Zell". The signature is fluid and cursive, with a large initial "J" and a long, sweeping underline.

Jeffrey Zell, CPA  
February 4, 2003