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

OMB APPROVAL	
OMB Number:	3235-0123
Expires:	October 31, 2004
Estimated average burden hours per response.....	12.00



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

SEC FILE NUMBER
8-40875

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 January 1, 2002 AND ENDING December 31, 2002  
MM/DD/YY MM/DD/YY

**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER:

**L.O. Thomas & Company, Inc.**

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

2106 New Road, Suite A-6 Post Office Box 293

(No. and Street)

Linwood, New Jersey 08221

(City)

(State)

(Zip Code)

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

**John W. Risley, Jr.**

**609-927-4044**

(Area Code - Telephone Number)

OFFICIAL USE ONLY
FIRM I.D. NO.

**B. ACCOUNTANT IDENTIFICATION**

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

**Victor A. Fabietti, CPA**

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

231 West Glencove Avenue

(Address)

Northfield New Jersey

(City)

08225

(State)

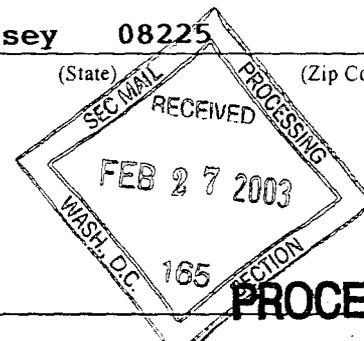
(Zip Code)

CHECK ONE:

Certified Public Accountant

Public Accountant

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



PROCESSED

MAR 13 2003

THOMSON  
FINANCIAL

<b>FOR OFFICIAL USE ONLY</b>
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\*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)

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OATH OR AFFIRMATION

I, John W. Risley, Jr., swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of L.O. Thomas and Company, Inc., as of December 31, 20 02, 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:

John W. Risley Jr  
Signature  
President  
Title

A. J. Chevaley  
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).

**L.O. THOMAS & CO., INC.**

**FINANCIAL STATEMENT**

**DECEMBER 31, 2002**



## VICTOR A. FABIETTI JR., LLC

ACCOUNTING • TAX • MANAGEMENT SERVICES  
231 WEST GLENCOVE AVENUE  
NORTHFIELD, NJ 08225

TELEPHONE  
(609) 677-4977  
FACSIMILE  
(609) 677-0277

Mr. John W. Risley, Jr.  
L.O. Thomas & Co., Inc.  
Linwood Commons, Suite A-6  
2106 New Road, PO Box 293  
Linwood, New Jersey 08221

I have audited the accompanying Balance Sheet of L.O. Thomas & Co., Inc. (A New Jersey S-Corp) as of December 31, 2002, and the related Statements of Income, Retained Earnings, Cash Flows and Computation of Net Capital for the year then ended. These financial statements are the responsibility of company's management. My responsibility is to express an opinion on these financial statements based on my audit.

I conducted my audit in accordance with generally accepted auditing standards. Those standards require that I 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. I believe that my audit provides a reasonable basis for my opinion.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of L.O. Thomas & Co., Inc. As of December 31, 2002, and the results of its operations and its cash flows for the year then ended in conformity with generally accepted accounting principles.

*Victor A. Fabietti Jr. CPA*

**L.O. THOMAS & CO., INC.**  
**BALANCE SHEET**  
**DECEMBER 31, 2002**

**ASSETS**

**CURRENT ASSETS**

Cash- in bank	\$9,466	
-Delaware Group- moneymarket	<u>19,804</u>	
Total Cash		\$29,270
Commission receivable		21,074
Prepaid NJ CBT100		<u>250</u>
Total Current Assets		\$50,594

**EQUIPMENT (Note1)**

Office furniture & fixtures	16,738	
Less: Accumulated depreciation	<u>(14,859)</u>	
Net Equipment		1,879

**OTHER ASSETS**

Investment-NASD stock (at cost)	3,300	
Rent security deposit	<u>1,775</u>	
Total Other Assets		<u>5,075</u>

**TOTAL ASSETS**

\$57,548

**LIABILITIES**

**CURRENT LIABILITIES**

Accrued expenses	\$15,943	
NJ CBT100 payable	\$540	
Payroll taxes payable	<u>2,850</u>	
Total Liabilities		\$19,333

**STOCKHOLDER'S EQUITY**

Capital stock- common, no par value, 1,000 shares authorized, 100 shares issued and outstanding	30,000	
Additional paid in capital	5,922	
Retained earnings	<u>2,293</u>	
Total Stockholder's Equity		<u>38,215</u>

**TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY**

\$57,548

The accompanying notes are an integral  
part of the financial statements

**L.O. THOMAS & CO., INC.**  
**STATEMENT OF INCOME AND RETAINED EARNINGS**  
**FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2002**

		Percent
<b>INCOME</b>		
Commissions	\$888,434	100.00%
<b>OPERATING EXPENSE</b>		
Payroll-Officer	12,000	1.35%
Payroll-employee	20,956	2.36%
Payroll tax expense	3,131	0.35%
Advertising	1,110	0.12%
Assessments and dues	7,266	0.82%
Bank charges	16	0.00%
Cleaning expense	1,170	0.13%
Commission expense	702,645	79.09%
Contributions	1,127	0.13%
Depreciation (Note 1)	2,348	0.26%
Insurance	3,460	0.39%
Licenses	381	0.04%
Office expense	14,596	1.64%
Postage	183	0.02%
Professional fees	2,800	0.32%
Rent	21,566	2.43%
Repairs & maintenance	362	0.04%
State income tax (Note 1)	800	0.09%
Storage	400	0.05%
Subscriptions	3,535	0.40%
Telephone	10,780	1.21%
Travel & entertainment	3,794	0.43%
Utilities	2,423	0.27%
Total operating expense	816,849	91.94%
<b>OPERATING INCOME</b>	71,585	8.06%
<b>OTHER INCOME</b>		
Dividend Income	199	0.02%
Other income-rent	3,150	0.35%
Total other income	3,349	0.38%
<b>NET INCOME</b>	74,934	8.43%
<b>RETAINED EARNINGS- BEGINNING</b>	2,761	
<b>DISTRIBUTIONS</b>	(75,402)	
<b>RETAINED EARNINGS-ENDING</b>	\$2,293	

The accompanying notes are an integral  
part of the financial statements

**L.O. THOMAS & CO., INC.**  
**STATEMENT OF CASH FLOWS**  
**FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2002**

**CASH FLOWS FROM OPERATING ACTIVITIES:**

Cash receipts from customers	\$876,424
Dividends earned	199
Other income	3,150
Total Cash Received	<u>879,773</u>

Cash payments to suppliers and employees	688,752
Cash payments for operating expenses	109,032
Total cash payments for operating expenses	<u>797,784</u>

Net cash flows from operating activities	81,989
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**CASH FLOWS FROM INVESTING ACTIVITIES:**

Purchase of office equipment	(1,601)
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**CASH FLOWS FROM FINANCING ACTIVITIES:**

Distributions to shareholder	<u>(75,402)</u>
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<b>INCREASE IN CASH</b>	4,986
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<b>CASH-BEGINNING</b>	<u>24,284</u>
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<b>CASH-ENDING</b>	<u><u>\$29,270</u></u>
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**RECONCILIATION OF NET INCOME TO NET CASH  
PROVIDED BY OPERATING ACTIVITIES:**

Net income	\$74,934
Depreciation	2,348
Increase in commissions receivable	(12,010)
Decrease in prepaid NJ CBT100	10
Increase in accrued expenses	13,994
Increase in payroll taxes payable	2,461
Decrease in payroll payable	(288)
Increase in NJ CBT100 payable	540
Net cash flow from operating activities	<u><u>\$81,989</u></u>

The accompanying notes are an integral  
part of the financial statements

L.O. THOMAS & CO., INC.  
COMPUTATION OF NET CAPITAL  
DECEMBER 31, 2002

Total Ownership Equity	\$38,215
Less: Non-allowable assets	<u>(7,205)</u>
Total Allowable Assets	31,010
Less: Proprietary security position	<u>(396)</u>
Net Capital	<u><u>\$30,614</u></u>

Note: No material differences exist between the net capital computation as submitted in the broker/dealer's corresponding Focus IIA report and the above net capital computation.

L.O. THOMAS & CO., INC.  
NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2002

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This report is being filed pursuant to NASD rule 17a-5(a). The company is claiming exemption from NASD rule 15c3-3 (k)(2)(i) and rule 15c3-3 (k)(2)(ii).

ACCOUNTING POLICIES- The company was incorporated in the State of New Jersey on January 1, 1996. The company has elected to be treated as a Sub-chapter S corporation for federal and state income tax purposes effective as of January 1, 1996. The accompanying financial statements have been prepared on the accrual basis of accounting using generally accepted accounting principles. The Purchase and sale of customer securities and related commission revenues and expenses are recorded in the books of account on settlement date.

The company is subject to the uniform net capital requirements of the Securities and Exchange Commission. The company's net capital exceeded the minimum capital requirement at December 31, 2002, by \$5,614.

No material inadequacies were found to exist or found to have existed in the internal accounting system or the account balances.

DEPRECIATION- Depreciation is provided using the double-declining balance method on estimated useful lives of five or seven years.

INCOME TAXES- The company is a New Jersey Sub-chapter S corporation, and as such, is not a tax paying entity for purposes of federal income taxes. Accordingly, no provision has been made in the financial statements for federal income taxes. In addition, the company is an S corporation for state income tax purposes. State S corporations, like federal S corporations, pass income through to shareholders to be taxed on their personal income tax returns. However, the State of New Jersey does impose a tax on S corporations at a lesser rate than C corporations. Accordingly, the company has made a provision for state income taxes computed at the statutory rate for New Jersey S corporations.

NOTE 2: ANNUAL NASD AND SIPC FEES

I have sighted the combined invoice for annual NASD and SIPC fees of L.O. Thomas & Co., Inc. For the twelve months ended December 31, 2002. It appears the aforementioned is complete and accurate, and all assessments due the Securities Investor Protection Corporation have been paid.

NOTE 3: CONTINGENCIES AND ESTIMATES

The company is not aware of any contingent liabilities or lawsuits, pending or threatened. The company is not and has not been a party to any legal proceeding. Management, where it is deemed necessary, uses its best professional judgement in deriving any estimated amounts included in the financial statements.

L.O. THOMAS & CO., INC.  
NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2002

NOTE 4: CONCENTRATION OF RISK

The company is a broker in the securities industry. Buying and selling securities for clients primarily in the central eastern part of the United States. Management believes that any risk of concentration is minimal due to the fact that it has a broad based clientele of individuals and businesses. The loss of any significant client would not have a major impact on the company's financial condition.