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

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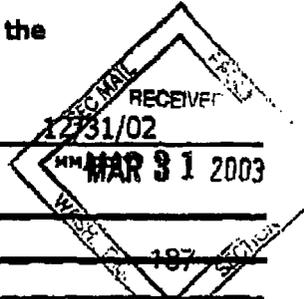
ANNUAL AUDITED REPORT  
FORM X-17A-5  
PART III

SEC FILE NUMBER  
8-42899

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 \_\_\_\_\_  
MM/DD/YY



A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER:

International Capital Markets Group, Inc.

OFFICIAL USE ONLY  
FIRM ID NO.

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

175 Lancaster Lane

(No. and Street)

Des Plaines

IL

60018

(City)

(State)

(Zip Code)

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

Randolph C. Read

847 - 501 - 2816

(Area Code - Telephone No.)

B. ACCOUNTANT IDENTIFICATION

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

Altschuler, Melvojn and Giasser LLP

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

One South Wacker Drive

Chicago

IL

60606-3392

(Address)

(City)

(State)

(Zip Code)

CHECK ONE:

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

PROCESSED  
APR 04 2003

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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).

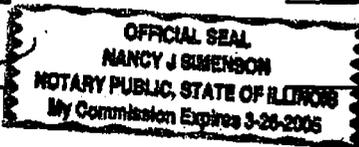
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OATH OR AFFIRMATION

I, Randolph C. Read, affirm that, to the best of my knowledge and belief the accompanying statement of financial condition pertaining to the firm of International Capital Markets Group, Inc., as of December 31, 2002, is true and correct. I further 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.

Sworn and subscribed to me on the 27th day of March 2003

Nancy J. Simenson
Notary Public



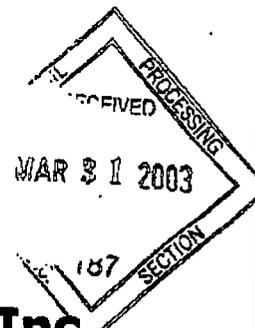
Handwritten signature of Randolph C. Read

Signature
Chairman
Title

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

- (a) Facing Page.
(b) Statement of Financial Condition.
(c) Statement of Income (Loss).
(d) Statement of Cash Flows.
(e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietor's 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 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
(k) A Reconciliation between the audited and unaudited Statement 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.
(o) Independent Auditors' Report on Internal Control.

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



# International Capital Markets Group, Inc.

## Statement of Financial Condition

December 31, 2002

Filed Pursuant to Rule 17a-5(d) Under the Securities  
Exchange Act of 1934



**Aitschuler, Melvoin and Glasser LLP**  
Certified Public Accountants and Consultants

**International Capital Markets Group, Inc.**  
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**December 31, 2002**

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**Altschuler, Melvoin and Glasser LLP**  
Certified Public Accountants and Consultants

## **Independent Auditors' Report**

Stockholder of  
International Capital Markets Group, Inc.

We have audited the accompanying statement of financial condition of International Capital Markets Group, Inc. as of December 31, 2002, that you are filing pursuant to Rule 17a-5 of the Securities and Exchange Commission. This financial statement is the responsibility of the Company's management. Our responsibility is to express an opinion on this financial statement based on our audit.

We conducted our audit in accordance with U.S. generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statement is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statement. 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 that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statement referred to above presents fairly, in all material respects, the financial position of International Capital Markets Group, Inc. as of December 31, 2002 in conformity with U.S. generally accepted accounting principles.

Chicago, Illinois  
March 28, 2003

**International Capital Markets Group, Inc.**  
**Statement of Financial Condition**  
**December 31, 2002**

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**Assets**

Cash	\$	38,765
Securities owned		55,950
Accounts receivable		<u>10,000</u>
<b>Total assets</b>	<b>\$</b>	<b><u>104,715</u></b>

**Liabilities and Stockholder's Equity**

Current liabilities		
Accounts payable and accrued expenses	\$	<u>7,000</u>
Stockholder's equity		
Common stock		80,800
Retained earnings		<u>16,915</u>
Total stockholder's equity		<u>97,715</u>
<b>Total liabilities and stockholder's equity</b>	<b>\$</b>	<b><u>104,715</u></b>

**International Capital Markets Group, Inc.**  
**Notes to the Statement of Financial Condition**  
**December 31, 2002**

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**Note 1 Nature of Operations and Significant Accounting Policies**

**Nature of Operations**—International Capital Markets Group, Inc. (the "Company") is registered as a securities broker-dealer with the Securities and Exchange Commission and the National Association of Securities Dealers. Its business is generally limited to corporate financing and consulting regarding mergers and acquisitions. The Company is a wholly owned subsidiary of ICMG Holdings, Inc. (the "Parent").

**Use of Estimates**—The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

**Securities Owned**—Securities owned represents an investment in the National Association of Securities Dealers, a portion of which is nonmarketable. The investment is carried at fair value.

**Income Recognition**—Consulting fees are recorded when earned.

**Income Taxes**—The Company files a consolidated income tax return with its Parent.

**Note 2 Related-Party Transactions**

Consulting fees were earned for services rendered to Read & Co., the owner of the Parent. In addition, certain expenses relating to office services and space are paid by the Parent at no cost to the Company.

**Note 3 Net Capital Requirements**

The Company is a broker-dealer subject to the Securities and Exchange Commission Uniform Net Capital Rule (Rule 15c3-1). The Company is required to maintain "net capital" equal to \$5,000 or 6-2/3 percent of "aggregate indebtedness," whichever is greater, as these terms are defined.

Adjusted net capital and aggregate indebtedness change from day to day, but at December 31, 2002, the Company had net capital and net capital requirements of approximately \$56,000 and \$5,000, respectively. The net capital rule may effectively restrict the payment of cash dividends.