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PART III

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SEC FILE NUMBER
8-5302-2

#### FACING PAGE

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

	MM/DD/YY	$\_$ and ending $\_$	MM/DD/YY
A. REC	SISTRANT IDENTIFIC	CATION	WWW.DD/TT
NAME OF BROKER-DEALER: Comp	utershure Secur	ities Corp.	OFFICIAL USE ONLY
ADDRESS OF PRINCIPAL PLACE OF BUS	INESS: (Do not use P.O. Bo	ox No.)	FIRM I.D. NO.
2 North LaSalle	Street		
	(No. and Street)		
Chicago	IL	•	6060Z
(City)	(State)	(2	Zip Code)
NAME AND TELEPHONE NUMBER OF PE Cerose Mullins	RSON TO CONTACT IN R	EGARD TO THIS REF	PORT <u>781 – 575 – 22<i>6</i>9</u> (Area Code – Telephone Number)
B. ACC	OUNTANT IDENTIFIC	CATION	PROCESSED
INDEPENDENT PUBLIC ACCOUNTANT W		this Report*	SEP 2 8 2007
Tricewaterhouse Co	Opers LLP (Name – if individual, state last, fi	ret middle name\	THOMSON
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(Address)	Boston (City)	(State)	OZ 110
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Certified Public Accountant		** ,	11 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
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☐ Accountant not resident in Unit	ted States or any of its posse	ssions.	100
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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 reved on as the basis for the exemption. See Section 240.17a-5(e)(2)

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**For con	ditions of confide	ntial treatment	t of certain p	portions of the	is filing, see secti	ion 240.17a-5(e)(3).	

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PricewaterhouseCoopers LLP 125 High Street Boston MA 02110 Telephone (617) 530 5000 Facsimile (617) 530 5001

## Report of Independent Auditors

To the Board of Directors and Stockholder of Computershare Securities Corporation

In our opinion, the accompanying statement of financial condition and the related statements of income, of changes in stockholder's equity, and of cash flows present fairly, in all material respects, the financial position of Computershare Securities Corporation (the "Company") at June 30, 2007, and the results of its operations and its cash flows for the period then ended in conformity with accounting principles generally accepted in the United States of America. 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 of these statements in accordance with auditing standards generally accepted in the United States of America. 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, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in schedules I, II, and III is presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by Rule 17a-5 under the Securities Exchange Act of 1934. Such information has been subjected to the auditing procedures applied in the 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.

Pricewaterhous & Copan LLP

August 27, 2007

## Computershare Securities Corporation Statement of Financial Condition June 30, 2007

Assets	
Cash and cash equivalents	\$ 111,931
Short-term securities	488,069
Deferred tax asset	0
Prepaid and other assets	10,912
Total Assets	\$ 610,912
Liabilities and stockholder's equity	
Other liabilities	\$ 232,041
Stockholder's equity	
Common stock, \$0.01 par value; 1,000 shares authorized, no shares issued or outstanding	
Paid-in Capital	1,073,998
•	* *
Accumulated deficit	(39,942)
	1,034,056
Receivables from affiliates	<u>(655,185)</u>
Total stockholder's equity	<u>378,781</u>
Total liabilities and stockholder's equity	<u>\$ 610,912</u>

## Computershare Securities Corporation Statement of Income For the year ended June 30, 2007

Revenue	
Introducing fees	\$2,331,170
Interest income	31,836
Total revenue	2,363,006
Expenses	
Brokerage fee from clearing broker	2,331,170
Reimbursement from affiliate	(2,331,170)
Management fees for services provided by affiliates	2,331,170
Audit fees	0
Other expenses	24,133
Total expenses	2,355,303
Profit before income taxes	7,703
Income tax expense	3,127
Net profit	\$ 4,576

## Computershare Securities Corporation Statement of Changes in Stockholder's Equity For the year ended June 30, 2007

	Paid-In Capital	Accumulated Deficit	Receivable from Affiliate	Total
Balance July 1, 2006	\$1,073,998	\$(44,518)	(\$220,086)	\$809,394
Net Profit		<u>4,576</u>		4,576
Changes in Receivable			<u>(435,099)</u>	(435,099)
Balance, June 30, 2007	<u>\$1,073,998</u>	\$(39,942)	<u>\$(655,185)</u>	<u>\$378,871</u>

## Computershare Securities Corporation Statement of Cash Flows For the year ended June 30, 2007

Cash flows from operating activities	
Net profit	\$ 4,576
Adjustments to reconcile net income to net cash used	
by operating activities	
Change in assets and liabilities	
Receivable from affiliate	(429,180)
Deferred tax asset	28,909
Prepaid and other assets	(5,045)
Other liabilities	(133,565)
Net cash used by operating activities	(534,305)
Cash flows from Investing activities	
Purchase of short-term securities	<u>(488,069)</u>
Net cash used by investing activities	(488,069)
Net decrease in cash	(1,022,374)
Cash	
Beginning of period	1,134,305
End of period	111,931
Supplemental cash flow information	
Income taxes paid	<u>\$ 3,127</u>

## Computershare Securities Corporation Notes to the Financial Statements June 30, 2007

#### 1. General

On November 17, 2000, Computershare Securities Corporation (the "Company") was incorporated under the laws of the State of Delaware. The Company is registered with the Securities and Exchange Commission ("SEC") as a broker-dealer and is a member of the National Association of Securities Dealers, Inc. The Company is a wholly-owned subsidiary of Computershare Investor Services, LLC (the "Parent"). The Parent is a wholly-owned subsidiary of Computershare US Services, Inc., who is an indirect wholly owned subsidiary of Computershare Limited, an Australian company.

The Cornpany serves as a broker-dealer for transactions initiated by its affiliates. These transactions include purchase and sale transactions for employee stock purchase plans as well as the purchase and sale of securities by affiliates to assist in their transfer agency dividend reinvestment and similar plans.

### 2. Significant Accounting Policies

#### Cash and Cash Equivalents

The Company considers all highly liquid debt instruments purchased with an original maturity of three months or less to be cash equivalents.

#### **Short-Term Securities**

Short-term securities include a \$500,000 face value treasury bill due to mature in December 2007 and is valued at market value.

#### Revenue Recognition

Commission revenue is recognized on a trade-date basis as transactions occur. Interest income is recognized when earned.

#### **Use of Estimates**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

#### Fair Value of Financial Instruments

The fair value of all financial assets and liabilities (consisting primarily of treasury bills and receivables from customers) are considered to approximate the reported value due to the short-term nature of the financial instruments.

On September 15, 2006, the Financial Accounting Standards Board ("the FASB") issued Statement of Financial Accounting Standards No. 157, "Fair Value Measurements" ("SFAS 157"). SFAS 157 defines fair value, establishes a framework for measuring fair value under generally accepted accounting principles ("GAAP") and enhances disclosures about fair value measurements. SFAS 157 defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an

## Computershare Securities Corporation Notes to the Financial Statements June 30, 2007

orderly transaction between market participants on the measurement date. SFAS 157 is effective for the Company's financial statements issued for the year beginning on July 1, 2008, with earlier adoption permitted. The adoption of SFAS 157 is not expected to have a material impact on the Company's financial condition and results of operations.

#### **Income Taxes**

The Company accounts for income taxes on the liability method as required by Statement of Financial Accounting Standards No. 109, Accounting for Income Taxes. Under this method, deferred tax assets and liabilities, if any, are determined based on differences between the financial reporting and tax basis of assets and liabilities.

On July 13, 2006, the FASB released FASB Interpretation No. 48, "Accounting for Uncertainty in Income Taxes, an interpretation of FASB Statement No. 109" ("FIN 48").

FIN 48 clarifies the accounting and reporting for income taxes where interpretation of the tax law may be uncertain. FIN 48 prescribes a comprehensive model for the financial statement recognition, measurement, presentation and disclosure of income tax uncertainties with respect to positions taken or expected to be taken in income tax returns. The Company adopted FIN 48 on July 1, 2007. The adoption of FIN 48 is not expected to have a significant effect on the Company's financial condition and results of operations.

#### 3. Related Parties

Computershare, Inc. is responsible for and pays any and all overhead liabilities of the Company without anticipated reimbursement from the Company. As the registered broker-dealer servicing transactions related to the Company's affiliates' purchases and sales of securities for employee stock purchase plans and other plans, the Company entered into a clearing agreement with its clearing broker. The expenses attributable to those charges are fully recoverable from Computershare, Inc. an affiliate of the company, and are recorded as a liability on the Company's balance sheet until paid by Computershare, Inc. For the year ending June 30, 2007 \$2,331,170 was reimbursed by the affiliate.

Computershare, Inc. bills the Company for management services but at no time may any charge for such services cause the Company's net capital to fall below 120% of its required amount. For the year ended June 30, 2007, management fees recognized for services provided by the affiliates were \$2,331,170. Operating expenses not allocated by Computershare, Inc. to the Company was \$25,623.

Introducing fee revenue of \$2,331,170 was recognized from the affiliated companies during the year ended June 30, 2007 and was based upon market brokerage rates.

All intercompany transaction with the Parent and affiliated companies are charged or credited through intercompany accounts and may not be the same as those which would otherwise exist or result from agreements and transactions among unaffiliated third parties.

Receivables from affiliates generally represent amounts due from affiliates that are expected to be settled in the normal course of business.

## Computershare Securities Corporation Notes to the Financial Statements June 30, 2007

#### 4. Income Taxes

The Company is part of a group that files a consolidated U.S. Federal and combined state and city income tax returns. The Company calculates taxes as if it filed on a separate company return basis. Amounts due to the Parent with respect to current income taxes are settled currently.

The income tax expense for the year ended June 30, 2007 consists of the following:

Current	
Federal	\$2,696
State and local	<u>431</u>
Income tax expense	<u>\$3.127</u>

The effective tax rate differs from the Federal statutory rate of 35% primarily due to the effect of state and local taxes.

### 5. Regulatory Requirements

As a registered broker-dealer, the Company is subject to the Securities and Exchange Commission's Uniform Net Capital Rule 15c3-1, which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1. In accordance with the Rule, the broker-dealer is required to maintain minimum net capital, as defined, of \$5,000 or 6 2/3% of aggregate indebtedness, whichever is greater. At June 30, 2007, the Company had a required minimum net capital of \$15,469 and aggregate indebtedness of \$232,041. The ratio of aggregate indebtedness to net capital was 0.64 to 1.

The Company has complied with the exemptive provisions of Rule 15c3-3 under subparagraph (k)(2)(ii) – the Company does not receive or carry securities accounts for its customers or perform custodial functions relating to customer securities.

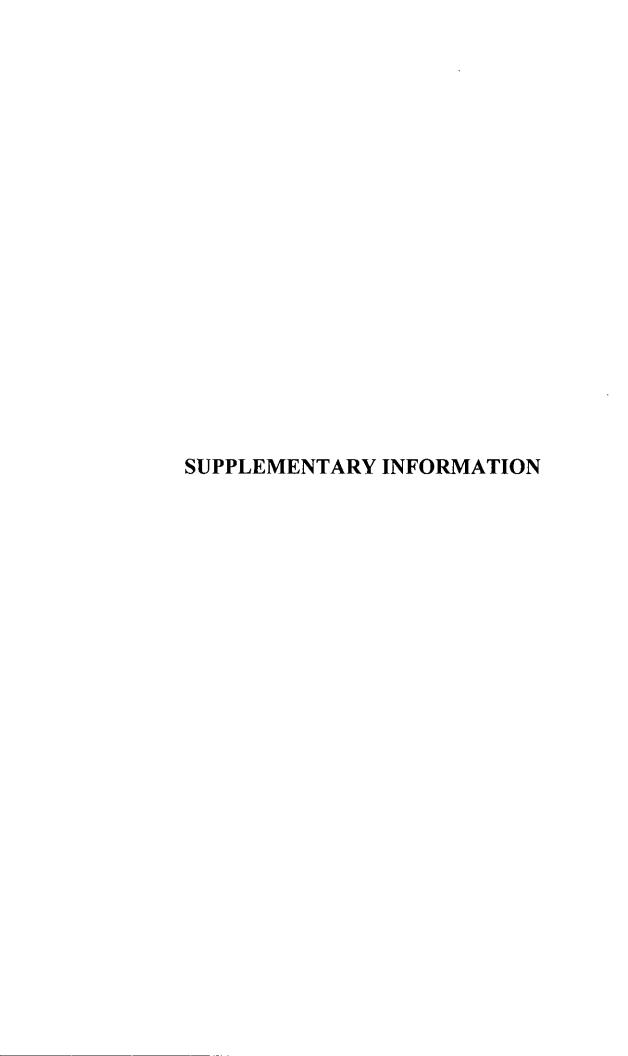
All customer transactions are cleared on a fully disclosed basis through a clearing broker which files financial statements with the SEC pursuant to Rule 17a-5.

## 6. Contingencies

In the normal course of business, the Company enters into contracts that contain a variety of representations and warranties and which provide general indemnifications. The Company's maximum exposure under these arrangements is unknown, as this would involve future claims that may be made against the Company that have not yet occurred. However, based on experience, the Company expects the risk of loss to be remote.

#### 7. Liabilities Subordinated to Claims of General Creditors

The Company has no borrowings under subordination agreements at June 30, 2007.



## Computershare Securities Corporation Computation of Net Capital Under Rule 15c3-1 of the Securities and Exchange Commission June 30, 2007

Net capital	
Total stockholder's equity (Net of Affiliate Receivable)	\$ 378,781
Deductions	
Non-allowable assets:	
Deferred tax asset	0
Prepaid and other assets	10,912
Haircuts on securities, 0.75% T-bill (6 mo)	3,662
Net Capital	<u>\$ 364,297</u>
Aggregate indebtedness	
Other liabilities	<u>\$ 232.041</u>
Total aggregate indebtedness	<u>\$ 232,041</u>
Computation of basic net capital requirement	
Minimum required net capital (the greater of \$5,000 or 6 2/3% of	
aggregate indebtedness)	<u>\$ 15,469</u>
Excess net capital over minimum required	<u>\$ 348,828</u>
Ratio of aggregate indebtedness to net capital	0.64 to 1

Schedule I

## Statement Pursuant to Paragraph (d)(4) of Rule 17a-5

There were no material differences between the above computation of net capital and the computation included in the Company's unaudited June 30, 2007 Form X-17a-5, as amended and dated July 23, 2007.

Computershare Securities Corporation
Computation for Determination of the Reserve Requirements Under
Securities and Exchange Commission Rule 15c3-3
June 30, 2007

Schedule II

## Exemption Under Section (K)(2)(ii) has been Claimed

The Company has complied with the exemptive provisions of the Securities and Exchange Commission Rule 15c3-3 under Subparagraph (k)(2)(ii) - the Company does not receive or carry securities accounts for its customers or perform custodial functions relating to customer securities.

Computershare Securities Corporation Information Relating to Possession or Control Requirements Under Securities and Exchange Commission Rule 15c3-3 June 30, 2007

Schedule III

## Exemption Under Section (K)(2)(ii) has been Claimed

The Company has complied with the exemptive provisions of the Securities and Exchange Commission Rule 15c3-3 under Subparagraph (k)(2)(ii) - the Company does not receive or carry securities accounts for its customers or perform custodial functions relating to customer securities.



PricewaterhouseCoopers LLP 125 High Street Boston MA 02110 Telephone (617) 530 5000 Facsimile (617) 530 5001

## Report of Independent Auditors on Internal Control Required by SEC Rule 17a-5

To the Board of Directors and Stockholder of Computershare Securities Corporation

In planning and performing our audit of the financial statements of Computershare Securities Corporation (the "Company") as of and for the year ended June 30, 2007, in accordance with auditing standards generally accepted in the United States of America, we considered the Company'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 the Company's internal control. Accordingly, we do not express an opinion on the effectiveness of the Company's internal control.

Also, as required by Rule 17a-5(g)(1) of the Securities and Exchange Commission (the "SEC"), we have made a study of the practices and procedures followed by the Company, including consideration of control activities for safeguarding securities. This study included tests of compliance with such practices and procedures, that we considered relevant to the objectives stated in Rule 17a-5(g), in making the following:

- The periodic computations of aggregate indebtedness and net capital under Rule 17a-3(a)(11);
   and
- 2. 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 the quarterly securities examinations, counts, verifications, and comparisons, and the recordation of differences required by Rule 17a-13; and
- 2. 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 controls and of the practices and procedures referred to in the preceding paragraph, and to assess whether those practices and procedures can be expected to achieve the SEC's above-mentioned objectives. Two of the objectives of internal control and the practices and procedures are to provide management with reasonable, but not absolute, assurance that assets for which the Company has responsibility 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

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statements in conformity with generally accepted accounting principles. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Because of inherent limitations in internal control and the practices and procedures referred to above, error or fraud may occur and not be detected. Also, projection of any evaluation of them to future periods is subject to the risk that they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate.

A control deficiency 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 misstatements on a timely basis. A significant deficiency is a control deficiency, or combination of control deficiencies, that adversely affects the entity's ability to initiate, authorize, record, process, or report financial data reliably in accordance with generally accepted accounting principles such that there is more than a remote likelihood that a misstatement of the entity's financial statements that is more than inconsequential will not be prevented or detected by the entity's internal control.

A material weakness is a significant deficiency, or combination of significant deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements will not be prevented or detected by the entity's internal control.

Our consideration of internal control was for the limited purpose described in the first, second, and third paragraphs and would not necessarily identify all deficiencies in internal control that might be material weaknesses. We did not identify any deficiencies in internal control and control activities for safeguarding securities that we consider to be material weaknesses, as defined above.

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 June 30, 2007 to meet the SEC's objectives.

This report is intended solely for the information and use of the Board of Directors, management, the SEC, the National Association of Securities Dealers, Inc., and other regulatory agencies that rely on Rule 17a-5(g) under the Securities Exchange Act of 1934 in their regulation of registered brokers and dealers, and is not intended to be and should not be used by anyone other than these specified parties.

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August 27, 2007

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