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Washington, D.C. 20549

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OMB APPROVAL	
OMB Number:	3235-0123
Expires:	February 28, 2010
Estimated average burden hours per response.....	12.00

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

SEC FILE NUMBER
8-65435

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 01/01/07 AND ENDING 12/31/07
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: EXECUTION LLC
ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)

OFFICIAL USE ONLY
FIRM I.D. NO.

102 GREENWICH AVENUE

(No. and Street)

GREENWICH
(City)

CT
(State)

06830
(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT
JASPER MUE (203) 622-8774
(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

MARKS PINETH + SHRON LLP

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

100 JERICHO QUADRANGLE JERICHO
(Address) (City)

SEC
Mail Processing
Section 1753
(State) (Zip Code)

FEB 29 2008

CHECK ONE:

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

Washington, DC
PROCESSED

MAR 19 2008

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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)

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.

JD
3/13/08

OATH OR AFFIRMATION

I, JASPER MUI, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of EXECUTION LLC, as of DECEMBER 31, 20 07, 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:

[Signature]
Signature

[Signature] 2-13-08
Notary Public

SARAH TANG
NOTARY PUBLIC
State of Connecticut
My Commission Expires
November 30, 2012

Title

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 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- (k) A Reconciliation between the audited and unaudited 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).



Marks Paneth
& Shron LLP

*Certified Public Accountants
and Consultants*

INDEPENDENT AUDITORS' REPORT

To the Members of
Execution LLC (A wholly-owned subsidiary of Execution Holdings LLC)

We have audited the accompanying statement of financial condition of Execution LLC (the "Company") as of December 31, 2007 that you are filing pursuant to Rule 17a-5 under the Securities Exchange Act of 1934. This statement of financial condition is the responsibility of the Company's management. Our responsibility is to express an opinion on this statement of financial condition based on our audit.

We conducted our audit 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 statement of financial condition is free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the statement of financial condition, assessing the accounting principles used and significant estimates made by management, as well as evaluating the financial statement overall presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the statement of financial condition referred to above presents fairly, in all material respects, the financial position of Execution LLC at December 31, 2007, in conformity with accounting principles generally accepted in the United States of America.

Marks Paneth & Shron LLP

Jericho, New York
February 26, 2008

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New York, NY 10017-6701
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Facsimile 212 370 3759

88 Froehlich Farm Boulevard
Woodbury, NY 11797-2921
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Jericho, NY 11753-2710
Telephone 516 942 5300
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660 White Plains Road
Tarrytown, NY 10591-5173
Telephone 914 524 9000
Facsimile 914 524 9185

EXECUTION LLC
(A wholly-owned subsidiary of Execution Holdings LLC)
STATEMENT OF FINANCIAL CONDITION
DECEMBER 31, 2007

ASSETS

Cash	\$2,355,688
Due from clearing broker	263,150
Deposit at clearing broker	100,000
Receivable from affiliate	396,193
Prepaid expenses	81,175
Deferred tax asset	82,551
Furniture, fixtures and equipment, at cost, net of accumulated depreciation of \$590,555	380,275
Leasehold improvements, at cost, net of accumulated amortization of \$298,561	50,269
Other assets	<u>107,262</u>
Total assets	<u>\$3,816,563</u>

LIABILITIES AND MEMBER'S EQUITY

Liabilities

Bonus payable	\$1,346,250
Income taxes payable	613,070
Accounts payable	244,274
Accrued expenses	100,215
Payables to brokers and dealers	<u>43,894</u>
Total liabilities:	<u>2,347,703</u>

Commitment (See notes)

Member's equity	<u>1,468,860</u>
Total liabilities and member's equity	<u>\$3,816,563</u>

See accompanying notes to financial statement.

EXECUTION LLC
(A wholly-owned subsidiary of Execution Holdings LLC)
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2007

NOTE 1 - ORGANIZATION

Execution LLC (the "Company") is a wholly-owned subsidiary of Execution Holdings LLC ("the Parent"), itself wholly-owned by Execution Holdings Limited, the ultimate parent. Execution Holdings Limited also owns 100% of Execution Limited("Limited"), a broker-dealer based in London, England. The Company is a broker-dealer registered with the Securities and Exchange Commission (the "SEC") and is a member of the Financial Industry Regulatory Authority ("FINRA"). The Company incorporated on June 11, 2002 under the laws of the State of Connecticut, and commenced operations as a registered broker-dealer on December 18, 2002. The Company conducts business from its offices in Greenwich, CT and San Francisco, CA.

The Company acts as an introducing broker and is engaged in brokerage related activities, acting as agent for foreign and United States institutional customers in the purchase and sale of United States equities. These trades are settled on a delivery versus payment basis. Securities transactions for the Company's customers are cleared through and carried by Pershing Securities LLC (the "Clearing Broker") on a fully disclosed basis.

In connection with its activities as a broker-dealer, the Company does not hold funds or securities for customers. Accordingly, the Company is exempt from SEC Rule 15c3-3 pursuant to provision (k)(2)(ii) of such rule

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The preparation of financial statements in conformity with generally accepted accounting principles 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 revenues and expenses during the reporting period. Actual results could differ from these estimates.

Cash

Cash consists of deposits held in Company accounts at a single bank. Bank deposits are guaranteed by the Federal Deposit Insurance Corporation up to \$100,000. The Company may be exposed to credit risk for the amount of funds held in one bank in excess of insurance limits. In assessing this risk, the Company's policy is to maintain its cash balances with a high quality financial institution. At December 31, 2007, the Company had cash totaling \$2,441,772 on deposit with its bank, which exceeded FDIC insurance by \$2,341,772.

EXECUTION LLC
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NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2007

Due from Clearing Broker

The Company has a clearing agreement with Pershing to carry its proprietary accounts, and to execute, settle and clear its trades. The clearing broker maintains cash balances and earned commissions in various Company accounts. Commissions are generally remitted to the Company within thirty days of being earned. The broker also maintains a segregated clearance deposit of \$100,000 in cash.

Any Company assets on hand at the Clearing Broker serve as collateral for potential defaults of the Company's customers. The Company is subject to credit risk if the Clearing Broker is unable to repay balances due or deliver securities in their custody. The clearing agreement may be canceled with prior 90 days notice by either party

Income Taxes

Pursuant to U.S. tax rules, the Company, as a single-member limited liability company, has elected to be treated as a disregarded entity for U.S. federal income tax purposes. In 2004, the Parent made the election as a domestic eligible entity to be classified as an association which is taxable as a corporation for U.S. federal income tax purposes. Therefore, the Parent will file U.S. income tax returns as a separate entity for the period ending December 31, 2007, and will allocate any resulting provision or benefit to the Company.

Depreciation and Amortization

Depreciation is provided for furniture and equipment on a straight-line basis over the estimated useful lives of the assets ranging from three to five years. Leasehold improvements are amortized on a straight-line basis over the life of the underlying lease.

New Accounting Developments

In September 2006, the FASB issued Statement of Financial Accounting Standards ("SFAS") No. 157, *Fair Value Measurements*. SFAS No. 157 defines fair value, establishes a framework for measuring fair value and expands disclosures about fair value measurements SFAS No. 157 is effective for fiscal year beginning after November 15, 2007. The Company is currently evaluating the financial statement impact of adopting SFAS No. 157.

In February 2007, the FASB issued SFAS No. 159, *The Fair Value Option for Financial Assets and Financial Liabilities*. This Statement provides a "Fair Value Option" under which a company may irrevocably elect fair value as the initial

EXECUTION LLC
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NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2007

and subsequent measurement attribute for certain financial assets and liabilities. This Fair Value Option will be available on a contract-by-contract basis with changes in fair value recognized in earnings as those changes occur. SFAS No. 159 is effective for fiscal years beginning after November 15, 2007. The Company is currently evaluating the financial statement impact of adopting SFAS No. 159.

NOTE 3 - TRANSACTIONS WITH CUSTOMERS

The Company applies the provisions of the Financial Accounting Standard Board's Interpretation No. 45, "Guarantor's Accounting and Disclosure Requirements for Guarantees, Including Indirect Guarantees of Indebtedness of Others" ("FIN 45") which provides accounting and disclosure requirements for certain guarantees. The Company has agreed to indemnify the Clearing Broker for losses that it may sustain from the customer accounts introduced by the Company. The Clearing Broker has not extended credit to such introduced customer accounts, and therefore, at December 31, 2007, there were no amounts to be indemnified to the Clearing Broker for these customer accounts.

For the year ended December 31, 2007, one customer accounted for 14% of total revenues.

NOTE 4 - PROPERTY AND EQUIPMENT, NET

Property and equipment, net consists of:

		<u>Estimated Useful Lives</u>
Office equipment	\$ 883,953	3 years
Furniture and fixtures	86,877	5 years
Leasehold improvements	<u>348,830</u>	Term of lease
	1,319,660	
Less: Depreciation and amortization	<u>(889,116)</u>	
Total	<u>\$ 430,544</u>	

NOTE 5 - RELATED PARTY TRANSACTIONS

The Company executes trades on behalf of Limited and collects commissions on these trades at a prescribed rate. The balance of the receivable from Limited of \$396,193 is noninterest-bearing and due on demand.

EXECUTION LLC
(A wholly-owned subsidiary of Execution Holdings LLC)
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2007

The Company has entered into an agreement with Limited pursuant to which the Company receives from Limited reimbursement for certain operating costs as defined in this agreement plus 6% from Limited. Reimbursement is provided for compensation and benefits, occupancy and equipment, professional fees and other expenses allocable to such activities provided for Limited. At December 31, 2007, Limited owed the Company \$396,193. The balance is noninterest-bearing and due on demand.

NOTE 6 - NET CAPITAL REQUIREMENTS

As a broker-dealer and member organization of the NASD, the Company is subject to the Uniform Net Capital Rule 15c3-1 (the "Rule") of the SEC which requires the maintenance of \$100,000 minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1. Advances to affiliates, repayment of subordinated borrowings, dividend payments, and other equity withdrawals are subject to certain notification to securities regulators pursuant to the rule.

At December 31, 2007, the Company had net capital of \$371,315 which was \$214,620 in excess of the amount required to be maintained at that date. The Company's ratio of aggregate indebtedness to net capital was 6.3 to 1.

Under the clearing arrangement with its Clearing Broker, the Company is required to maintain certain minimum levels of net capital and comply with other financial ratio requirements. At December 31, 2007, the Company was in compliance with all such requirements.

NOTE 7 - COMMITMENT

The Company entered into a lease agreement for office space effective March 1, 2003. The initial lease term expired on March 31, 2006; however, the agreement provides two options enabling the Company to renew for periods of two and five years, respectively. On May 31, 2007, the Company exercised its second option to renew the lease for another five years starting April 1, 2008 thru March 31, 2013. The Company also renewed the lease agreement for additional space at its Greenwich location effective April 1, 2008 through March 31, 2013. On May 29, 2007, the Company entered into a two year lease for its San Francisco location effective July 1, 2007 through June 30, 2009, the agreement provides two options enabling the company to renew for two periods of three years each. At December 31, 2007, the approximate future minimum base rental payments under these leases are as follows:

EXECUTION LLC
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NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2007

<u>Year ending December 31,</u>	
2008	\$ 260,627
2009	229,950
2010	195,570
2011	197,779
2012	200,053
Thereafter	<u>50,157</u>
Total	<u>\$1,134,136</u>

The above amounts are future minimum base rental payments. The lease agreement additionally includes escalation provisions for real estate taxes and other operating costs.

NOTE 8 - INCOME TAXES

Deferred income taxes represent the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and amounts used for income tax purposes. At December 31, 2007, the Company had a deferred tax asset of \$82,551. The deferred tax asset relates to depreciation expense which is not yet deductible for tax purposes.

NOTE 9 - MEMBER'S EQUITY

During 2007, the Company distributed \$2,250,000 of cash capital to the Parent. The Parent, in turn, remitted the funds to Execution Holdings Limited.

NOTE 10 - OFF-BALANCE SHEET RISK

In the normal course of business, the Company executes, as agent, transactions on behalf of customers through its clearing brokers. The Company regularly reviews all client accounts to ensure that there are sufficient funds to meet all transaction obligations. If the agency transactions do not settle because of failure to perform by the customer, the Company may be obligated to discharge the obligation of the customer, and, as a result, may incur a loss if the market value of the security fluctuates to the detriment of the Company.

The Company does not anticipate nonperformance by customers. The Company's policy is to monitor its market exposure and risk. In addition, the Company has a policy of reviewing, as considered necessary, the credit standing of each customer with which it conducts business.

END