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

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

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SECURITIES AND EXCHANGE COMMISSION  
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DIVISION OF MARKET REGULATION

**BRIGHTON SECURITIES CORP.**

Statements of Financial Condition  
December 31, 2008 and 2007

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 01/01/08 AND ENDING 12/31/08

**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER: <b>Brighton Securities Corp.</b>		OFFICIAL USE ONLY
ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)		
<b>1703 Monroe Avenue</b>		FIRM I.D. NO.
<small>(No and Street)</small>		
<b>Rochester</b>	<b>NY</b>	<b>14618</b>
<small>(City)</small>	<small>(State)</small>	<small>(Zip Code)</small>
NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT		
<b>George T. Conboy</b>		<b>(585) 473-3590</b>
		<small>(Area Code - Telephone Number)</small>

**B. ACCOUNTANT IDENTIFICATION**

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

**Salmin, Celona, Wehrle & Flaherty, LLP**

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

<b>1170 Chili Avenue</b>	<b>Rochester</b>	<b>NY</b>	<b>14624</b>
<small>(Address)</small>	<small>(City)</small>	<small>(State)</small>	<small>(Zip Code)</small>

**CHECK ONE:**

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

**FOR OFFICIAL USE ONLY**

\*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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SEC 1410(06-02)

OATH OR AFFIRMATION

I, George T. Conboy, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Brighton Securities Corp. as of December 31, 2008, 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.

Signature

President

Title

MARY E. RIDLEY  
Notary Public, State of New York  
No. 01816148149  
Qualified in Orleans County  
Commission Expires June 19, 20 10

*Mary E. Ridley*  
Notary Public

This report contains (check all applicable boxes):

- (a) Facing Page.
- (b) Statement of Financial Condition.
- (c) Statement of Income.
- (d) Statement of Cash Flows.
- (e) Statement of Changes in Shareholders' Equity.
- (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 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.
- (o) Independent Auditors' Report on Internal Control Required by SEC Rule 17a-5.

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

INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Shareholders  
Brighton Securities Corp.

We have audited the accompanying statements of financial condition of Brighton Securities Corp. as of December 31, 2008 and 2007 that you are filing pursuant to Rule 17a-5 under the Securities Exchange Act of 1934. These statements of financial condition are the responsibility of the Company's management. Our responsibility is to express an opinion on these statements of financial condition based on our audits.

We conducted our audits 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 statements of financial condition are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the statements of financial condition. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall statement of financial condition presentation. We believe that our audits of the statements of financial condition provide a reasonable basis for our opinion.

In our opinion, the statements of financial condition referred to above present fairly, in all material respects, the financial position of Brighton Securities Corp. as of December 31, 2008 and 2007, in conformity with accounting principles generally accepted in the United States of America.

*Salmin, Celona, Wehrle & Flaherty, LLP*  
Salmin, Celona, Wehrle & Flaherty, LLP

February 20, 2009

BRIGHTON SECURITIES CORP.  
STATEMENTS OF FINANCIAL CONDITION  
DECEMBER 31, 2008 AND 2007

ASSETS

	2008	2007
Cash and cash equivalents	\$ 350,825	\$ 255,334
Marketable securities, at fair value	731,212	1,098,770
Commissions receivable	176,195	153,882
Notes receivable from employees	13,500	-
Prepaid expenses	60,183	16,456
Property and equipment - net of accumulated depreciation	286,309	344,671
Other assets - net of accumulated amortization	67,954	122,468
Total assets	\$ 1,686,178	\$ 1,991,581

LIABILITIES AND SHAREHOLDERS' EQUITY

Liabilities:

Accrued commissions and expenses	\$ 144,178	\$ 131,387
Accrued profit sharing contribution	75,049	33,055
Note payable	-	40,428
Total liabilities	219,227	204,870

Shareholders' equity:

Common stock - \$.10 par value, 400 shares authorized, 34.98 shares issued and outstanding	3	3
Capital in excess of par	109,240	109,240
Retained earnings	1,974,344	2,209,614
	2,083,587	2,318,857
Less: Cost of 13.98 shares in 2008 and 12.98 shares in 2007 of common stock held in treasury	(616,636)	(532,146)
Total shareholders' equity	1,466,951	1,786,711
Total liabilities and shareholders' equity	\$ 1,686,178	1,991,581

See accompanying notes to statements of financial condition

BRIGHTON SECURITIES CORP.  
NOTES TO STATEMENTS OF FINANCIAL CONDITION  
DECEMBER 31, 2008 AND 2007

1. THE COMPANY

Brighton Securities Corp. is a broker/dealer registered with the Securities and Exchange Commission (SEC). The Company is a member of the Financial Industry Regulatory Authority (FINRA) and is registered to solicit business in twenty seven states. The Company, which maintains offices in Brighton and Batavia, New York, is an "introducing broker" and primarily earns commissions on the buying and selling of financial instruments. The Company also provides income tax preparation services. The Company's customers are primarily located in the Western New York area.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting - The Company reports on the accrual basis of accounting which recognizes income when earned and expenses when incurred.

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 revenues and expenses during the reporting period. Actual results can differ from those estimates.

Securities Transactions - Commissions and related clearing expenses are recorded on a trade date basis as securities transactions occur.

Cash and Cash Equivalents - Cash and cash equivalents include time deposits, certificates of deposit, and all highly liquid debt instruments with original maturities of nine months or less. The Company maintains cash and cash equivalents at financial institutions which periodically may exceed federally insured amounts.

Marketable Securities - Marketable securities are recorded at fair value in accordance with FASB Statement No. 157. The resulting difference between cost and fair value is included in income.

Commissions Receivable - Commissions receivable at the balance sheet date primarily represent amounts due from the Company's clearing agent, First Clearing Corporation, and were received, in full, on January 5, 2009.

Property, Equipment and Depreciation - Property and equipment are stated at cost. When retired, or otherwise disposed of, the related cost and accumulated depreciation are cleared from the respective accounts and the net difference, less any amount realized from the disposition, is reflected in income.

Depreciation is computed using straight-line and declining balance methods over the following estimated useful lives:

Leasehold improvements	7-39 years
Furniture and fixtures	5-10 years
Equipment	3- 7 years

Other Assets - Other assets represents acquired intangible assets, including customer lists and employment and nonsolicitation agreements. These assets are being amortized on the straight-line method over their estimated useful lives to the Company, which range from three to seven years.

3. FAIR VALUE MEASUREMENT

FASB Statement No. 157 defines fair value, establishes a framework for measuring fair value and establishes a fair value hierarchy which prioritizes the inputs to valuation techniques. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement assumes that the transaction to sell the asset or transfer the liability occurs in the principal market for the asset or liability or, in the absence of a principal market, the most advantageous market. Valuation techniques that are consistent with the market, income or cost approach, as specified by FASB Statement No. 157, are used to measure fair value.

The fair value hierarchy prioritizes the inputs to valuation techniques used to measure fair value into three broad levels:

- Level 1 inputs are quoted prices in active markets for identical assets or liabilities the Company has the ability to access.
- Level 2 inputs are inputs other than quoted prices that are observable for the asset or liability, either directly or indirectly.
- Level 3 are unobservable inputs for the asset or liability and rely on management's own assumptions about the assumptions that market participants would use in pricing the asset or liability.

The Company's fair value hierarchy for marketable securities measured at fair value on a recurring basis as of December 31 is as follows:

	2008	2007
Level 1	\$ 731,212	\$1,098,770
Level 2	-	-
Level 3	-	-
<b>Total</b>	<b>\$ 731,212</b>	<b>\$1,098,770</b>

4. PROPERTY AND EQUIPMENT

Property and equipment consists of the following at December 31:

	2008	2007
Leasehold improvements	\$ 267,737	\$ 267,737
Furniture and fixtures	227,117	226,648
Equipment	286,177	281,640
	781,031	776,025
Less: Accumulated depreciation	494,722	431,354
	<b>\$ 286,309</b>	<b>\$ 344,671</b>

5. OTHER ASSETS

Other assets consist of the following intangible assets subject to amortization at December 31:

	2008	2007
Customer lists	\$ 106,000	\$ 106,000
Employment/nonsolicitation agreement	159,000	159,000
	265,000	265,000
Less: Accumulated amortization	197,046	142,532
	<b>\$ 67,954</b>	<b>\$ 122,468</b>

Estimated amortization for each of the five subsequent years ended December 31 is as follows:

2009	\$28,014
2010	\$23,376
2011	\$ 9,464
2012	\$ 7,100

The Company paid \$150,000 of the aggregate amount of \$265,000 during 2005. The balance due of \$115,000 was payable to the seller in three equal annual installments of \$43,100, including interest at 6% per year, beginning October 4, 2006. This note was paid in full during 2008.

6. LEASES

The Company is obligated under leases for its Brighton and Batavia office facilities. The Brighton office lease is for a twelve-year period through December, 2016, with an annual base rent of \$106,500 through December, 2014 and \$116,700 through December, 2016, payable in monthly installments, plus certain repairs and maintenance expenses, and real estate taxes. The Batavia office lease is for a five-year period through January, 2011, with an annual rent of \$15,000 payable in monthly installments, plus certain repairs and maintenance expenses.

7. NET CAPITAL REQUIREMENTS

The Company is subject to the Securities and Exchange Commission Uniform Net Capital Rule (SEC 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. At December 31, 2008, the Company had net capital of \$992,780, which was \$892,780 in excess of its required net capital of \$100,000, and a ratio of aggregate indebtedness to net capital of .2208 to 1.

8. RETIREMENT PLAN

The Company sponsors a 401(k) profit sharing plan which covers all full time employees. Contributions to the plan are made at the discretion of the Company's Board of Directors.

BRIGHTON SECURITIES CORP.  
NOTES TO STATEMENTS OF FINANCIAL CONDITION  
DECEMBER 31, 2008 AND 2007

9. INCOME TAX MATTERS

The Company, with the consent of its stockholders, has elected to be taxed as an S Corporation. These sections of federal and state income tax law provide that, in lieu of company income taxes, the stockholders separately account for their pro rata shares of the company's items of income, deductions, losses and credits. As a result of this election, no income taxes have been recognized in the accompanying financial statements, except for the New York State Franchise Tax on S Corporations.

10. OFF-BALANCE SHEET CREDIT RISK AND CONCENTRATIONS

As discussed in Note 1, the Company executes transactions and introduces them to a Clearing Broker on a fully disclosed basis. The Clearing Broker processes transactions comprising approximately 70% of the Company's total revenue. The Company's exposure to credit risk associated with nonperformance of its customers in fulfilling their contractual obligations pursuant to securities transactions can be directly impacted by volatile trading markets which may impair the customers' ability to satisfy their obligations to the Company.

The Company, through its Clearing Broker, seeks to control these risks by requiring customers to maintain sufficient levels of collateral in compliance with various regulatory and internal guidelines. The Clearing Broker monitors required margin levels daily and, pursuant to such guidelines, requires the customers to deposit additional collateral, or reduce positions, when necessary. The Company's policy is to monitor its market exposure risk. In addition, the Company has a policy of reviewing, as considered necessary, the credit standing of each customer with which it conducts business.

The Company is also engaged in various trading and brokerage activities in which counterparties primarily include broker/dealers, banks and other financial institutions. In the event counterparties do not fulfill their obligations, the Company may be exposed to risk. The risk of default depends on the creditworthiness of the counterparty or issuer of the instrument. It is the Company's policy to review, as necessary, the credit standing of each counterparty.