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

FEB 28 2012

SEC FILE NUMBER  
~~8-46998~~

Washington, DC

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 1/1/11 AND ENDING 12/31/11  
MM/DD/YY MM/DD/YY

**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER: Automated Trading Desk Brokerage Services, LLC

OFFICIAL USE ONLY  
FIRM I.D. NO.

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

11 eWall Street

(No. and Street)

Mount Pleasant N.Y. 10013  
(City) (State) (Zip Code)

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

Ramsey Saliba 212-816-1117  
(Area Code - Telephone Number)

**B. ACCOUNTANT IDENTIFICATION**

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

KPMG, LLP  
(Name - If individual, state last, first, middle name)

90 South Seventh Street Minneapolis MN 55402  
(Address) (City) (State) (Zip Code)

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)

SEC 1410 (06-02)

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**AUTOMATED TRADING DESK BROKERAGE SERVICES, LLC**  
(S.E.C. I.D. No. 8-03600)

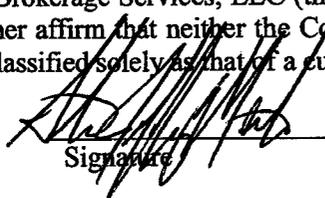
Statement of Financial Condition

December 31, 2011

(With Report of Independent Registered Public Accounting Firm Thereon)

**AFFIRMATION**

I, Steven Jeffrey Martin, affirm that, to the best of my knowledge and belief, the accompanying statement of financial condition pertaining to Automated Trading Desk Brokerage Services, LLC (the Company) for the year ended December 31, 2011, is true and correct. I further affirm that neither the Company nor any officer or director has any proprietary interest in any account classified solely as that of a customer.

 \_\_\_\_\_, 2012  
Signature Date

\_\_\_\_\_  
President  
Title

  
Notary Public

SC Notary: My Commission Expires:  
July 19th, 2020  
Stacey A. Felenczak

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# AUTOMATED TRADING DESK BROKERAGE SERVICES, LLC

## Table of Contents

- (x) Report of Independent Registered Public Accounting Firm
  - (x) (a) Facing Page
  - (x) (b) Statement of Financial Condition
  - ( ) (c) Statement of Changes in Liabilities Subordinated to Claims of General Creditors (Not Applicable)
  - (x) Notes to Financial Statements
  - ( ) (d) Information Relating to the Possession or Control Requirements for Brokers and Dealers Pursuant to Rule 15c3-3 under the Securities Exchange Act of 1934
  - ( ) (e) A Reconciliation, Including Appropriate Explanations, of the Computation of Net Capital under Rule 15c3-1 and the Computation for Determination of the Reserve Requirements Under Rule 15c3-3 (Not Required)
  - ( ) (f) A Reconciliation between the Audited and Unaudited Statements of Financial Condition with Respect to Methods of Consolidation (Not Applicable)
  - (x) (g) An Affirmation
  - ( ) (h) Copy of the SIPC Supplemental Report (Not Required)
- \*\* For conditions of confidential treatment of certain portions of this filing, see Section 240.17(a)-5(e)(3).



**KPMG LLP**  
4200 Wells Fargo Center  
90 South Seventh Street  
Minneapolis, MN 55402

## **Report of Independent Registered Public Accounting Firm**

The Member of  
Automated Trading Desk Brokerage Services, LLC:

We have audited the accompanying statement of financial condition of Automated Trading Desk Brokerage Services, LLC (the Company) as of December 31, 2011 that is filed pursuant to Rule 17a-5 under the Securities Exchange Act of 1934. 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 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 of a statement of financial condition also includes examining, on a test basis, evidence supporting the amounts and disclosures in that statement of financial condition, 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 audit of the statement of financial condition 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 Automated Trading Desk Brokerage Services, LLC as of December 31, 2011, in conformity with U.S. generally accepted accounting principles.

**KPMG LLP**

February 24, 2012  
Minneapolis, Minnesota

**AUTOMATED TRADING DESK BROKERAGE SERVICES, LLC**

Statement of Financial Condition

December 31, 2011

**Assets**

Cash and cash equivalents	\$	142,848
Due from clearing broker		101,961,494
Financial instruments owned, held at clearing broker – at fair value		32,401,557
Accounts receivable		216,641
Due from affiliates		162,298
Other assets		40,900
		<hr/>
Total assets	\$	<u>134,925,738</u>

**Liabilities and Member's Equity**

Liabilities:

Financial instruments sold, not yet purchased – at fair value	\$	29,833,304
Due to Parent and affiliates		561,481
Accounts payable and accrued expenses		775,633
		<hr/>
Total liabilities		31,170,418
Commitments and contingencies (note 8)		
Member's equity		<u>103,755,320</u>
Total liabilities and member's equity	\$	<u>134,925,738</u>

See accompanying notes to statement of financial condition.

# AUTOMATED TRADING DESK BROKERAGE SERVICES, LLC

## Notes to Statement of Financial Condition

December 31, 2011

### (1) **Organization, Nature of Operations, and Significant Accounting Policies**

Automated Trading Desk Brokerage Services, LLC (the Company) is a registered broker-dealer with the Securities and Exchange Commission (SEC) and a member of the Financial Industry Regulatory Authority (FINRA), the NASDAQ Exchange (NASDAQ), NYSE/Arca (NYSE), the Boston Stock Exchange (BSE), the Chicago Stock Exchange (CHX), the CBOE Exchange (CBSX), the National Stock Exchange (NSX), the Philadelphia Stock Exchange (PHLX), the NASDAQ BX Exchange (BX), the BATS Exchange (BATS) and the International Securities Exchange, Inc (ISE).

The Company was organized in 1993 and is a wholly owned subsidiary of Automated Trading Desk, LLC (the Parent, or the Member) which is an indirect wholly owned subsidiary of Citigroup Global Markets Holding, Inc. (CGMHI) which is a wholly owned subsidiary of Citigroup, Inc. (Citigroup).

#### (a) *Nature of Operations*

The Company generates its revenues by trading its proprietary account, primarily using various trading models, which result in very short-term, liquid equity positions.

#### (b) *Use of Estimates*

The preparation of the statement of financial condition in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions, including those regarding the potential outcome of litigation and regulatory reviews that affect the statement of financial condition and related disclosures. Estimates, by their nature, are based on judgment and available information. Management believes that the estimates utilized in the preparation of the statement of financial condition are prudent and reasonable. Actual results could differ materially from those estimates.

#### (c) *Financial Instruments*

Financial instruments owned and financial instruments sold, not yet purchased are recorded on a trade date basis at fair value. The Company uses quoted market prices to determine the fair value of trading positions. The trading positions are held by the clearing broker and may be used by the clearing broker in the conduct of its business. Such financial instruments consist primarily of equity securities.

#### (d) *Cash and Cash Equivalents*

The Company considers all highly liquid temporary cash investments purchased with a maturity of three months or less to be cash equivalents.

#### (e) *Trading Rebates and Access Fees*

The Company earns trading rebates or incurs access fees on certain transactions that provide liquidity to or remove liquidity from electronic communication networks (ECN), exchanges, and other broker-dealers. In the statement of financial condition, trading rebates are netted against the access fees by counterparty and are included in accounts receivable or accounts payable and accrued expenses, as appropriate.

# AUTOMATED TRADING DESK BROKERAGE SERVICES, LLC

## Notes to Statement of Financial Condition

December 31, 2011

### (2) Fair Value of Financial Instruments

The accounting literature defines fair value, expands disclosure requirements around fair value, and specifies a hierarchy of valuation techniques based on whether the inputs to those valuation techniques are observable or unobservable. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect the Company's market assumptions.

These two types of inputs create the following fair value hierarchy:

- Level 1 – Quoted prices for *identical* instruments in active markets.
- Level 2 – Quoted prices for *similar* instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model-derived valuations in which all significant inputs and significant value drivers are observable in active markets.
- Level 3 – Valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable.

The following is a summary of the inputs used as of December 31, 2011 in valuing the Company's investments at fair value:

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Financial instruments owned, held at clearing broker	\$ 32,401,557	—	—
Financial instruments sold, not yet purchased	29,833,304	—	—

Substantially all of the Company's remaining financial assets and liabilities are carried at fair value or contracted amounts which approximate fair value, due to their short-term nature.

### (3) Income Taxes

The Company is treated as a disregarded entity for federal income tax purposes and the results of its operations are included in CGMHI's U.S. federal income tax return. Under an income allocation agreement with CGMHI, the Company's federal, state, and local income taxes are provided on a separate company basis based on rates determined in accordance with the income tax agreement. Also, pursuant to the agreement, all temporary differences are treated as current tax items and the tax effects on such differences are included in intercompany tax settlements with CGMHI. At December 31, 2011, the Company has an outstanding payable from the Parent (included in Due to Parent and affiliates) in the amount of \$466,865 related to income taxes.

The Company adopted Financial Accounting Standards Board Accounting Standards Codification 740-10, *Accounting for Uncertainty in Income Taxes*, as of January 1, 2007. The Company maintains no tax reserves for uncertain tax positions.

# AUTOMATED TRADING DESK BROKERAGE SERVICES, LLC

## Notes to Statement of Financial Condition

December 31, 2011

The following are the major tax jurisdictions in which the Company and its affiliates operate and the earliest tax year subject to examination:

<u>Jurisdiction</u>	<u>Tax year</u>
United States	2006
New York State and City	2006

#### (4) Related Party Transactions

##### (a) *Management and Software Licensing Fees*

The Parent and CGMHI provide the Company with administrative, technology and support staff and fund other overhead, occupancy and operating costs, which include compensation of substantially all personnel. Pursuant to agreements with the Parent, the Company pays monthly management and software licensing fees to the Parent. The fees resulting from the agreements are evaluated periodically throughout the year. As of December 31, 2011, Due to Parent and affiliates in the statement of financial condition was reduced by \$427,000 for these fees.

##### (b) *Execution Costs*

The Company receives trading rebates from and pays access fees to an affiliate in the normal course of routing order flow. As of December 31, 2011, \$35,497 of these rebates is included in due from affiliates in the statement of financial condition.

##### (c) *Shared Services*

In the course of operations, certain expenses of the Company are paid for by and reimbursed to affiliates. As of December 31, 2011, the amount related to these shared service expenses included in Due to Parent and affiliates in the statement of financial condition is \$521,616.

#### (5) Due From Clearing Brokers

The Company clears principal equity transactions through a clearing broker on a fully disclosed basis. The amount due from clearing brokers relates primarily to principal trading activity.

#### (6) Regulatory Requirements

The Company is subject to the Uniform Net Capital Rule (Rule 15c3-1) under the Securities Exchange Act of 1934, which requires the maintenance of minimum net capital. At December 31, 2011, the Company had net capital of \$95,942,974, which was \$95,692,974 in excess of its required net capital of \$250,000.

The Company has signed a proprietary accounts of introducing brokers (PAIB) agreement with its clearing brokers, so as to enable it to include certain assets as allowable assets in its net capital computation.

## **AUTOMATED TRADING DESK BROKERAGE SERVICES, LLC**

### Notes to Statement of Financial Condition

December 31, 2011

#### **(7) Financial Instruments with Off-Balance-Sheet Risk**

In connection with its trading activities, the Company enters into transactions in a variety of securities. These financial instruments may have market risk and/or credit risk in excess of the amounts recorded in the statement of financial condition.

The Company has sold securities it does not currently own and will therefore be obligated to purchase such securities at a future date. The Company has recorded these obligations in the statement of financial condition at the fair values of the related securities as of December 31, 2011 and will incur a loss if the fair value of the securities increases subsequent to December 31, 2011.

In addition, exposure to market risk is influenced by a number of factors, including the relationships between financial instruments and the volatility and liquidity in the markets in which the financial instruments are traded. In many cases, the use of financial instruments serves to mitigate market risk associated with other transactions and, accordingly, serves to decrease the Company's overall exposure to market risk. The Company attempts to manage its exposure to market risk arising from the use of these financial instruments through various analytical and systematic monitoring techniques.

Credit risk arises from the potential inability of counterparties to perform in accordance with the terms of the contract. The Company's exposure to credit risk associated with counterparty nonperformance is limited to the current cost to replace all positions in which the Company has a gain. The Company manages this risk by maintaining very short-term proprietary trading strategies.

#### **(8) Commitments and Contingencies**

##### **(a) Contingencies**

In the normal course of its business, the Company is subject to inquiries and audits by various regulatory authorities. As a regulated entity, the Company may be subject to disciplinary actions as a result of current or future examinations, which could have a material adverse effect on the Company's financial position, results of operations, or liquidity over and above any previously accrued amounts.

##### **(b) Risks and Uncertainties**

The Company generates its revenues by trading its proprietary account, and therefore, revenues are transaction based. As a result, the Company's revenues could fluctuate significantly based on a variety of factors including, but not limited to, the volume of the Company's trading activities, volatility in the securities markets, and technological changes and events and clearing costs.

#### **(9) Subsequent Events**

The Company has evaluated whether events or transactions have occurred after December 31, 2011 that would require recognition or disclosure in the statement of financial condition through February 24, 2012, which is the date the statement of financial condition was available to be issued. No such transactions required recognition in the statement of financial condition as of December 31, 2011.