





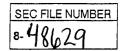


SION

OMB APPROVAL

OMB Number: 3235-0123 Expires: April 30, 2013

Estimated average burden hours per response..... 12.00



# SEC Mail Processing Section

bto 63 2012

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

**FACING PAGE** Washington BC FACING 1705
Into phation 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 BE | GINNING           | 10/01/11                    | AND END                  | ING 5/   | 30/12                       |
|--------------------------|-------------------|-----------------------------|--------------------------|----------|-----------------------------|
|                          |                   | MM/DD/YY                    |                          | ····     | MM/DD/YY                    |
|                          | A. REGIS          | TRANT IDENTI                | FICATION                 |          |                             |
| NAME OF BROKER-DEALER:   | QUATTRO           | M SECURITIE                 | S, INC.                  |          | OFFICIAL USE ONLY           |
| ADDRESS OF PRINCIPAL PLA | CE OF BUSINE      | SS: (Do not use P.C         | O. Box No.)              |          | FIRM I.D. NO.               |
| 2 White Birch Road       | i                 |                             |                          |          | ·                           |
|                          |                   | (No. and Street)            |                          | . = .    |                             |
| Pound Ridge              |                   | NY                          |                          |          | 10576                       |
| (City)                   |                   | (State)                     |                          | (Zip     | Code)                       |
| NAME AND TELEPHONE NUM   | BER OF PERSO      | N TO CONTACT                | IN REGARD TO T           | HIS REPO | RT                          |
| Eugene L. Mauro          |                   | •                           |                          |          | 14-764-4365                 |
|                          |                   | •                           |                          | (A       | rea Code - Telephone Number |
|                          | B. ACCOU          | NTANT IDENT                 | IFICATION                |          |                             |
| INDEPENDENT PUBLIC ACCO  | UNTANT whose      | e opinion is containe       | ed in this Report*       |          | . · ·                       |
| Sidney W. Azrilian       | nt, CPA, P        | .c.                         |                          |          |                             |
|                          | (Nam              | e – if individual, state la | ıst, first, middle name) |          |                             |
| 36 West 44th Stree       | et, Suite         | 1100, New Yo                | ork,                     | NY       | 10036                       |
| (Address)                |                   | (City)                      |                          | (State)  | (Zip Code)                  |
| CHECK ONE:               |                   |                             |                          |          |                             |
| ☐ Certified Public Ac    | countant          |                             |                          |          |                             |
| ☐ Public Accountant      |                   |                             |                          |          |                             |
| ☐ Accountant not res     | ident in United S | tates or any of its po      | ossessions.              |          |                             |
|                          | FOI               | R OFFICIAL USE              | ONLY                     |          |                             |
|                          |                   |                             |                          |          |                             |
|                          |                   |                             |                          |          |                             |

<sup>\*</sup>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)



#### OATH OR AFFIRMATION

| I, Eugene L. Mauro  | , swear (or affirm) that, to the best of                                  |
|---|---|
|   | stement and supporting schedules pertaining to the firm of                |
| Quattro M. Securities, Inc.   | , as  |
| of September 30   | 20_12, are true and correct. I further swear (or affirm) that             |
|   | al officer or director has any proprietary interest in any account        |
|   |   |
| classified solely as that of a customer, except as follows:   |   |
| No Exceptions   |   |
|   |   |
|   |   |
|   |   |
| NAOMI FINGERHUT   | - V V (auxo   |
| MARIANY PUDLIC  | Signature   |
| STATE OF NEW YORK   | Programme / CPO   |
| AY COMMISSION EXPIRES JANUARY 29, 2014  | President/CEO Title   |
| FIED 301 F15054822  | 11110   |
|   |   |
| Notary Public   |   |
| Hotaly Fuone  | •   |
| 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.  |   |
| (d) Statement of Changes in Financial Condition.  (e) Statement of Changes in Stockholders' Equity or  (f) Statement of Changes in Liabilities Subordinated  (g) Computation of Net Capital.  (h) Computation for Determination of Reserve Requi  (i) Information Relating to the Possession or Control  (ii) A Reconciliation, including appropriate explanation | 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 Requi  | irements Pursuant to Rule 15c3-3.   |
| (i) Information Relating to the Possession or Control   | l Requirements Under Rule 15c3-3.   |
| (i) A Reconciliation, including appropriate explanation   | on of the Computation of Net Capital Under Rule 15c3-1 and the            |
| Computation for Determination of the Reserve Re   | equirements Under Exhibit A of Rule 15c3-3.                               |
| (k) A Reconciliation between the audited and unaudit  | ted Statements of Financial Condition with respect to methods of          |
| consolidation.  | •   |
| (I) An Oath or Affirmation.   |   |
| (n) A copy of the SIPC Supplemental Report.   |   |
| (n) A report describing any material inadequacies foun  | d to exist or found to have existed since the date of the previous audit. |
| X (a) Internal Control Report   |   |
| **For conditions of confidential treatment of certain ports   | ions of this filing, see section 240.17a-5(e)(3).                         |



Mana Valencia
Managing Regulatory Coordinator
Risk Oversight & Operational Regulation

FINRA | One World Financial Center 200 Liberty Street - 9<sup>th</sup> Floor New York, New York 10281 1 648-315.8607 f 202.303.3943 Marie Valencia@finra.org

November 19, 2012

Ms. Lange
Chief Executive Officer
Quattro M. Securities, Inc.
2 White Birch Road
Pound Ridge, NY 10576-2324

RE: Quattro M. Securities, Inc. 2012 Annual Audit Report

#### Dear Ms. Lange:

In reply to your letter dated **November 15, 2012**, please be advised that your request for an extension of time in which to file the required annual audited financial report as of **September 30, 2012** pursuant to Securities Exchange Act Rule 17a-5, has been given due consideration and is hereby granted.

This extension of 10 business-days is granted based upon the representations made by your organization and by your outside independent auditors. If the information provided to us is no longer accurate, we expected to be notified immediately.

Please be aware that failure to file the annual audited financial report on or before **December 13, 2012** could result in the assessment of a late filing fee of \$100 per day for up to ten days and may result in other regulatory or disciplinary action.

Regards,

cc: Herani Dansamo

FINRA

Department of Financial Operations Policy

Maria Pafencia

9509 Key West Avenue Rockville, MD 20850

Fax: 240-386-5172

SEC Regional office Andrew Calamari, Regional Director 3 World Financial Center, Suite 400 New York, NY 10281-1022

(212) 336-1100

# QUATTRO M SECURITIES, INC.

# AUDITED FINANCIAL STATEMENTS

For The Fiscal Year Ended September 30, 2012

# SIDNEY W. AZRILIANT, CPA, P.C.

Certified Public Accountants

36 West 44<sup>th</sup> St - Suite 1100 - New York, NY 10036 Telephone: 212-869-8223

To the Board of Directors Quattro M Securities, Inc.

We have audited the accompanying Statement of Financial Condition of Quattro M Securities, Inc. as of September 30, 2012, and the related Statements of Operations and Retained Earnings, Changes in Stockholders' Equity, Changes in Subordinated Liabilities, and Cash Flows for the year then ended. 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 in accordance with generally accepted auditing standards. 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. 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 statements referred to above present fairly, in all material respects, the financial position of Quattro M Securities, Inc. as of September 30, 2012, and the results of its operations and its cash flows for the year then ended in conformity with generally accepted accounting principles.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in the supplemental schedules 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 of the Securities and Exchange Commission. 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.

November 29, 2012

SIDNEY W. AZRILIANT, CPA, P.C.

#### EXHIBIT A.

# QUATTRO M SECURITIES, INC.

# Statement of Financial Condition

As at September 30, 2012

#### ASSETS

| Current Assets  | A 50 561             |                  |
|---|----------------------|------------------|
| Cash in bank  | \$ 52,761<br>100,000 |                  |
| Deposit with Clearing Organization<br>Commissions Receivable - Clearing Corp. | •                    | \$429,222        |
| Commissions Receivable - Clearing Corp.                                       | 270,401              | Q423,222         |
| Other Assets  |                      |                  |
| Other Receivables   |                      | 41,597           |
| Due from Adler Coleman, bankrupt  |                      | <u>75,591</u>    |
|   |                      |                  |
| TOTAL ASSETS  |                      | <u>\$546,410</u> |
|   |                      |                  |
| - TARTITUDE AND GROCKHOLDERGY BOULDY  |                      |                  |
| LIABILITIES AND STOCKHOLDERS' EQUITY  |                      |                  |
| Current Liabilities   |                      | •                |
| Accrued expenses payable  |                      | \$171,730        |
| noorada diponeda paramas  |                      |                  |
| Total Liabilities   |                      | \$171,730        |
|   |                      |                  |
| Stockholders' Equity  |                      |                  |
| Capital Stock Issued:   |                      |                  |
| 200 shares authorized - NPV   | <b>4</b> 500         |                  |
| 100 shares issued & outstanding   | \$ 500               |                  |
| Paid In Surplus:  | 65,000<br>309,180    |                  |
| Retained earnings:  | 309,180              |                  |
| Total Stockholders' Equity  |                      | \$ 374,680       |
|   |                      | -                |
|   |                      |                  |
| TOTAL LIABILITIES & STOCKHOLDERS'   | EQUTIY               | \$ 546,410       |

#### EXHIBIT B.

# QUATTRO M SECURITIES, INC.

Statement of Operations and Retained Earnings
For the Fiscal Year ended September 30, 2012

| Income  |    |                |
|---|----|----------------|
| Commissions and floor brokerage Interest earned on firm deposit | \$ | 5,302,125      |
| and clearance accounts and other revenue                        | _  | 4              |
| Total Income  | \$ | 5,302,129      |
| On anothing Europapa  |    |                |
| Operating Expenses  |    |                |
| Officer Compensation  |    | 247,000        |
| Employees' compensation and benefits                            |    | 1,412,395      |
| Selling, general and admin expenses                             |    | 3,025,793      |
| Regulatory fees and expenses                                    |    | 529,685        |
| Commissions Paid .  |    | <u>396,175</u> |
| Total Operating Expense   | \$ | 5,611,048      |
|   |    |                |
| Net Income for Year   | \$ | (308,919)      |
| Retained Earnings - October 1, 2011                             |    | 618,099        |

The accompanying notes to financial statements are an integral part of this report.

Retained Earnings - September 30, 2012

\$ 309,180

#### EXHIBIT C.

## QUATTRO M SECURITIES, INC.

Statement of Changes in Stockholders' Equity
For the Fiscal Year ended September 30, 2012

| Balance - Beginning of Year | \$683,599        |
|-----------------------------|------------------|
| Net Loss per Exhibit B      | (308,919)        |
| Balance - End of Year       | <u>\$374,680</u> |

#### EXHIBIT D.

## QUATTRO M SECURITIES, INC.

Statement of Changes in Subordinated Liabilities
For the Fiscal Year ended September 30, 2012

| Balance - Beginning of Year     | \$<br>-0- |
|---------------------------------|-----------|
| Qualified debt paid during year | <br>-0-   |
| Balance - End of Year           | \$<br>-0- |

#### EXHIBIT E.

#### QUATTRO M SECURITIES, INC.

#### Statement of Cash Flows

For the Fiscal Year ended September 30, 2012

### Cash Flows from Operating Activities

| Net Loss per Exhibit B:                         | \$<br>(308,919)     |
|---|---------------------|
| Changes in Assets & Liabilities:                |                     |
| Increase in deposit with Clearing Organizations | (49,590)            |
| Decrease in commissions receivable              | 212,251             |
| Decrease in other receivables                   | 68,559              |
| Decrease in Due from Adler Coleman, bankrupt    | 154,128             |
| Decrease in accrued expense payable             | ( 26,267)           |
| Net Cash - Operating Activities:                | \$ 50,162           |
| Net Changes in Cash Equivalents:                | \$ 50,162           |
| Garb Balanca Beginning of Year.                 | \$ 2,599            |
| Cash Balance - Beginning of Year:               | <del>y 2</del> ,393 |
| Cash Balance - Ending of Year:                  | \$ 52,761           |

Supplemental disclosure of cash flow information: Cash paid during year for:

Interest \$\\\\\$ 4
Corporation income & franchise taxes \$\\\\$1,607

#### OUATTRO M SECURITIES, INC.

#### NOTES TO FINANCIAL STATEMENTS SEPTEMBER 30, 2012

- Note 1 Date of Incorporation The Corporation incorporated in New York on December 5, 1994 under the name of Quattro M Securities, Inc. The Corporation conducts a stock brokerage business on the floor of the New York Stock Exchange and from offices at 2 Birch Road, Pound Ridge, NY 10576. White connection with the firm's stock brokerage business, floor brokerage income from receives All customer commissions on customers' accounts. transactions are cleared through ConvergEx Group, on a fully disclosed basis.
- Note 2 Commitments and contingencies -- The Corporation leases a NYSE Membership and is responsible for monthly payments thereon. The Corporation has its corporate offices at 2 White Birch Road, Pound Ridge, New York 10576.
- Note 3 Insurance -- The Corporation maintains renewable Stockholders Blanket Bond as required by the New York Stock Exchange. The Corporation is a member of the Securities Investors Protections Corporation (SIPC).
- Note 4 Net Capital Requirements -- The Corporation is subject to Securities and Exchange Commission's Uniform Net Capital Rule (Rule 15C3-1), which requires the Corporation to maintain minimum dollar net capital of \$11,449. At September 30, 2012 the Corporation had net capital of \$257,492.
- Note 5 Other Assets The Corporation is owed commissions from Adler Coleman & Co., in bankruptcy and other non current receivables, of \$75,591. No allowance for bad debts is made on this receivable, which is excluded from net capital.

#### SCHEDULE 1.

## QUATTRO M SECURITIES, INC.

# Computation of Net Capital Pursuant to Rule 15C3-1 As at September 30, 2012

# Computation of Net Capital

| Total Stockholders' Equity - Exhibit A       | \$   | 374,680            |
|--|------|--------------------|
| Subordinated debt                            |      | -0-                |
| Less: Non-allowable assets                   |      | 374,680<br>117,188 |
| Net Capital                                  | _\$_ | 257,492            |
|  |      |                    |
| Computation of Basic Net Capital Requirement |      | •                  |
| Minimum Net Capital Required                 | \$   | 5,000              |
| Minimum Dollar Net Capital Requirement       | \$   | 11,449             |
| Excess Net Capital                           | \$   | 246,043            |
| Percentage of Aggregate                      |      |                    |
| Indebtedness to Net Capital                  |      | 66.69%             |

No material difference exists between our Audit Report for the fiscal year ending September 30, 2012 and the Focus Report X-17A-5 as of September 30, 2012.

#### SCHEDULE 2.

## QUATTRO M SECURITIES, INC.

Information Relating to the Possession or Control Requirements

Pursuant to Rule 15C3-3

As at September 30, 2012

The Corporation claims exemption from the requirements of Rule 15C3-3 under Section (k)(2)(B) of the rule, on the grounds that all customer transactions were cleared through ConvergEx Group on a fully disclosed basis.

# SIDNEY W. AZRILIANT, CPA, P.C.

Certified Public Accountants

36 West 44th St - Suite 1100 - New York, NY 10036

Telephone: 212-869-8223

To the Board of Directors Quattro M Securities, Inc.

In planning and performing our audit of the financial statements of Quattro M Securities, Inc. as of September 30, 2012, we considered its internal control structure, including procedures for safeguarding securities in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on the internal control structure.

Also, as required by Rule 17a-5(g)(1) of the Securities and Exchange Commission, we have made a study of the practices and procedures (including tests of compliance with such practices and procedures) followed by Quattro M Securities, Inc. that we considered relevant to the objectives stated in Rule 17a-5(g), (1) in making the periodic computations of aggregate indebtedness and net capital under Rule 17a-3(a)(11) and the reserve required by Rule 15c3-3(e); (2) in making the quarterly securities examinations, counts, verifications and comparisons, and the recordation of differences required by Rule 17a-13; and (3) in complying with the requirements for prompt payment for securities under Section 8 of Regulation T of the Board of Governors of the Federal Reserve System.

management of the Company is responsible for establishing and maintaining an internal control structure 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 internal control structure policies and procedures, 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 Commission's above-mentioned objectives. Two of the objectives of an internal control structure 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 preparation of financial 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 any internal control structure of the practices and procedures referred to above, errors or irregularities 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.

Our consideration of the internal control structure would not necessarily disclose all matters of the internal control structure that might be material weaknesses under standards established by the American Institute of Certified Public Accountants. A material weakness is a condition in which the design or operation of the specific internal control structure elements does not reduce to a relatively low level the risk that errors or irregularities in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. However, we noted no matters involving the internal control structure, including procedures for safeguarding securities, that we consider to be material weaknesses as defined above.

We understand that practices and procedures that accomplish that objectives referred to in the second paragraph of this report are considered by the Commission 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 of such purposes. Based on this understanding and on our study, we believe that the Company's practices and procedures were adequate at September 30, 2012 to meet the Commission's objectives.

This report is intended solely for the use of management, the Securities and Exchange Commission, and other regulatory agencies which rely on Rule 17a-5(t) under the Securities Exchange Act of 1934 and should not be used for any other purpose.

November 29, 2012

SIDNEY W. AZRILIANT, CPA, P.C.

## QUATTRO M SECURITIES, INC. 2 White Birch Road Pound Ridge, NY 10576

November 29, 2012

To All Members and Allied Members of Quattro M. Securities Inc.

Re: Rule 418.15 Statement

Please be advised that our Corporation has filed the annual financial statements at September 30, 2012 and operational reports with FINRA and the SEC. We attest that such financial statements and operational reports have been or will be made available to all members of the organization,

Very truly yours,

Eugene Manno

Kather Osle Lange CPA

#### SIDNEY W. AZRILIANT, CPA, P.C.

THE BAR BUILDING - SUITE 1100 36 WEST 44TH STREET NEW YORK, N. Y. 10036

TELEPHONE (212) 869-8223

November 29, 2012

Board of Directors Quattro M Securities, Inc. 2 White Birch Road Pound Ridge, NY 10576-2324

#### Gentlemen:

In accordance with Rule 17a-5(e)(4) under the Securities Exchange Act of 1934, we have performed the procedures enumerated below with respect to the Schedule of General Assessment and Payments (Form SIPC-6) to the Securities Investor Protection Corporation (SIPC) for the Year Ended September 30, 2012, which we agreed to by Quattro M Securities, Inc. Co, Inc., the Securities and Exchange Commission, Financial Industry Regulatory Authority, Inc., and the SIPC and solely to assist you and the other specified parties in evaluating Quattro M. Securities, Inc.'s compliance with the applicable instructions of the General Assessment Payment Form (Form SIPC-6). Quattro M. Securities, Inc.'s management is responsible for the Quattro M Securities, Inc.'s compliance with those requirements. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of those parties specified in the report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose. The procedures we performed and our findings are as follows:

- 1. Compared the listed assessment payments in Form SIPC-6 with respective cash disbursement records entries noting no differences;
- 2. Compared the amounts reported on the audited Form X-17A-5 for the year ended September 30, 2012, as applicable, with the amounts reported in Form SIPC-6 for the year ended September 30, 2012, noting no differences.
- 3. Compared any adjustments reported in Form SIPC-6 with supporting schedules and working papers noting no differences;
- 4. Proved the arithmetical accuracy of the calculations reflected in Form SIPC-6 and in the related schedules and working papers supporting the adjustments noting no differences; and

We were not engaged to, and did not conduct an examination, the objective of which would be the expression of an opinion on compliance. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

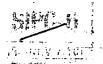
This report is intended solely for the information and use of the specified parties listed above and is not intended to be and should not be used by anyone other than these specified parties.

Very truly yours,

SIDNEY W. AZRILIANT, CPA, PC

Sidney W. Azriliant

SWA:la



#### TO COMPLETE BUYESTON PROTECTION CORPORATION 50 r. 82 W. War Magney, p.C. 20090 2483

902-37 (-8360)

The the first half of the fiscal year anding to build build that a factors are selected in the second of the secon

TO be a comparable with each said of the probability of their probabilities of to that are known and then are ignored as a second proposed of the regulation of the second and the second and the second and the second and the second are second as the second and the second and the second and the second are second as the second and the second and the second are second as the second and the second and the second are second as the second and the second are second as the second as the second as the second and the second are second as the second Note: It any or the references recording 048829 FINRA DEC making label regress connection, where the ex-QUATTRO M SECURITIES INC any corrections to formidation organica-2 WHITE BIRCH RD indicate on the form flari-**POUND RIDGE NY 10576-2324** Name and telephone member of oceans to contact cospecting inc. foca-2. A General assessment payment for the first half of the fiscal year 6890 501 (item 20 from page 2) 1. Lose prior year overpayment applied as reflected on SIPG-7 if applicable 2. Assessment balance due P. interest computed on late payment (see instruction E) for the days at 26% per aprilm C. Jutal assessment and interest due D. PAID WITH THIS FORM Chack enclosed, payable to SIPC Total (must be same as C above) Subsidiaries (S) and producesors (P) included in this form (give name and 1934 Act registration numbid): The SIPC member submitting this form and the oursemby whom it is executed represent thereby ---that all information contained herein is true, percent

Forking Bony of Lite form for a paging at up tous than bycare, the totally years in an easily accessible place.

this form white the assummable paidman

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

# FOCUS REPORT

FORM X-17A-5

# (FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT) PART IIA [12]

| ,, ,,,,,         | <u> </u>   |   |  |  |                                |  | <del></del>                                      |  |                            |             |
|------------------|--|---|--|--|--------------------------------|--|--|--|----------------------------|-------------|
|                  |  | (1)   | Please rea                                   | ad instruction                         | s before                       | preparing                                  | Form)  |  |                            |             |
| -                | e 17a-5(a)                                       | ursuant to (Che   | 2  | ) Rule 17a-5(b                         | ' —                            | 17   | •  | Rule 17a-11  | 18                         |             |
|                  | 4) Special re                                    | equest by desig   | mateu exai                                   | mining authorit                        | у _                            | 19   | 5) Othe  | # [ ] 2  | 26                         | <del></del> |
| NAME OF BROKE    | ER-DEALER  |   |  |  |                                |  |  | FILE NO.   |                            | <u> </u>    |
| QUATTRO M SECU   |  |   |  |  |                                | 13   | 8-4862<br>FIRM                                   | 9<br>ID NO.  |                            | 14          |
| ADDRESS OF PF    | RINCIPAL PLA                                     | ICE OF BUSIN  | IESS (Do n                                   | not use P.O. Bo                        | x No.)                         |  | 39289  |  |                            | 15          |
| 2 WHITE BIRCH RO | חארו   |   |  |  |                                | 20   | FOR F  | ERIOD BEGI   | NNING (M                   | M/DD/YY)    |
| 2 WHITE BINGITIE |  | (No. and Stree  | ∍t)  |  |                                |  | 07/01/   | 12<br>NDING (MM/I                                  | DD(VV)                     | 24          |
| POUND RIDGE (    | City)  | 21(   | NY<br>(State)                                |  | 576-2324<br>Code)              | 23   | 09/30/1  | ·  |                            | 25          |
| NAME AND TELE    | PHONE NUM  | BER OF PER  | SON TO C                                     | ONTACT IN RI                           | EGARD 1                        | O THIS RE                                  | PORT (A  | rea code) - Tel                                    | lephone N                  | <br>o.      |
|                  |  |   |  |  |                                |  |  |  | ·                          |             |
| NAME(S) OF SUE   | SIDIARIES (                                      | OR AFEILIATE!   | S CONSOL                                     | IDATED IN TH                           | IS REPO                        | 30<br>DRT                                  |  | OFFICIAL   | LISE                       | 31          |
| TANIE (O) OT OOL |  | 777771207120  | 3 00.1002                                    |  |                                | _  |  | OFFICIAL   | . 00L                      |             |
|                  | <del>,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,</del> | <del> </del>  |  |  |                                | 32   |  | · · · · · · · · · · · · · · · · · · ·              |                            | 33          |
|                  |  |   |  |  |                                | 34   |  |  |                            | 35<br>. 37  |
|                  |  |   |  |  |                                | 38   | <del>*************************************</del> |  |                            | 39          |
|                  |  | RESPONDE  |  |  |                                |  |  | YES 40   | NO [                       | 41 42       |
|                  | TI<br>it<br>it<br>th                             | XECUTION:<br>he registrant/bi<br>is executed rej<br>is understood<br>is Form and th<br>nd schedules n | present her<br>that all requ<br>nat the subr | reby that all infuired items, standard | ormation<br>atements<br>amendm | contained to<br>and schede<br>ent represer | herein is tru<br>ules are co<br>its that all u   | ie, correct and<br>nsidered integ<br>inamended ite | l complete<br>ral parts of | f           |
|                  | Da   | ited the  |  | day of _                               |                                | 20   |  |  |                            |             |
|                  | Ma   | nual Signature  | es of:                                       |  |                                |  |  |  |                            |             |
|                  | 1)   |   |  |  |                                |  |  |  |                            |             |
|                  |  | Principal Ex  | ecutive Off                                  | icer or Managi                         | ng Partn                       | er   |  |  |                            |             |
|                  | 2)   | Principal Fir   | nancial Offi                                 | cer or Partner                         |                                |  |  |  |                            |             |
|                  | 3)   | •   |  | fficer or Partne                       | er                             | ······································     |  |  |                            |             |
| 1                | 1 7  | ATTENTION - I   | Intentional                                  | misstatements                          | or omis                        | sions of facts                             | s constitute                                     | Federal  | 7                          |             |
|                  |  | Criminal Violati  | ions. (See 1                                 | 18 U.S.C. 1001                         | and 15                         | U.S.C. 78:f (                              | a))  |  |                            |             |

**FINRA** 

# FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT PART IIA

| _       |                          |                             |                                       | <del></del> | ī             | i     | 1    |         |                     | 1          |           |          |            |
|---------|--------------------------|-----------------------------|---------------------------------------|-------------|---------------|-------|------|---------|---------------------|------------|-----------|----------|------------|
|         | BROKER OR I              | DEALER                      |                                       |             |               |       |      |         | ı                   |            | , , ,     |          |            |
| 1       | QUATTRO M SEC            | CURITIES INC.               |                                       |             | N             | 3     |      |         |                     |            |           | 100      | 2]         |
|         | STATEME                  | NT OF FINANCIAL CO          | ONDITION FO                           | OR NONCAR   | RYII          | NG, I | NON  | CLEA    | RING                | AND        | )         |          |            |
|         | <b>•</b>                 |                             | OTHER BRO                             |             |               |       |      |         |                     |            |           |          |            |
|         |                          |                             |                                       |             |               |       |      | as of ( | MM/DD/              | YY)        | 09/30/12  | [5       | 99         |
|         |                          |                             |                                       |             |               |       |      | SEC F   | ILE NO.             |            | 8-48629   | ſç       | 98         |
|         |                          |                             |                                       |             |               |       |      |         |                     |            | 198       |          | لت         |
|         |                          |                             |                                       |             |               |       |      |         | onsolida            |            |           |          |            |
|         |                          |                             |                                       | 00570       |               |       |      | Unc     | onsolida            | ted        | X 199     | ח        |            |
|         |                          |                             |                                       | ASSETS_     |               |       |      |         |                     |            |           |          |            |
|         |                          |                             |                                       | Allowable   |               |       | Non- | Allowa  | ble                 |            | _Tota     | <u> </u> |            |
|         |                          |                             |                                       |             |               |       |      |         |                     |            |           |          |            |
| 1. Casi | h                        |                             | \$                                    | 52,761      | 00            |       |      |         |                     | \$         |           | 52,761   | 750        |
|         | eivables from brokers    |                             |                                       |             |               |       |      |         |                     | •          |           |          |            |
|         | Clearance account        |                             |                                       | 100,000 2   | 95            |       |      |         |                     | _          |           |          |            |
|         | Other                    |                             |                                       | 276,461     |               |       |      | 117     | ,188 <u>55</u>      |            |           | 493,649  |            |
|         | eivables from non-cus    |                             |                                       | [3          | 55            |       |      |         |                     | 00         |           |          | 830        |
|         |                          | odities owned, at market va |                                       | _           |               |       |      |         |                     |            |           |          |            |
|         |                          |                             |                                       |             | 18            |       |      |         |                     |            |           |          |            |
| В. І    | Debt securities          |                             |                                       |             | 19            |       |      |         |                     |            |           |          |            |
|         | - F                      |                             |                                       |             | 20            |       |      |         |                     |            |           |          |            |
|         |                          |                             |                                       | <u>-</u>    | 30            |       |      |         |                     |            |           |          | 850        |
|         | -                        |                             |                                       |             | .30)          |       |      |         |                     |            |           |          | _[000]     |
| 5. Sect | urities and/or other inv | estments not readily market |                                       |             |               |       |      |         |                     |            |           |          |            |
| Α. /    | At cost                  | \$[1                        | 30                                    | _           |               |       |      |         | <u></u>             | _          |           |          | 000        |
|         | At estimated fair value  |                             |                                       |             | 40            |       |      |         | [61                 | 101        |           |          | 860        |
|         |                          | subordination agreements    |                                       |             |               |       |      |         |                     |            |           |          |            |
|         | nd partners' individua   |                             |                                       | + [7        | 60            |       |      |         | 63                  | 20         |           |          | 880        |
|         | ecurities accounts, at a | market value.               |                                       | [4          | .00]          |       |      |         |                     |            |           |          | _[000]     |
|         | Exempted<br>securities   | <b>s</b> 1                  | 50                                    |             |               |       |      |         |                     |            |           |          |            |
|         | Securilles<br>Other      | ΨL                          | <u> </u>                              |             |               |       |      |         |                     |            |           |          |            |
|         | securities               | \$ [1                       | 60                                    |             |               |       |      |         |                     |            |           |          |            |
|         | ured demand notes:       |                             |                                       | 4           | 70            |       |      |         | 64                  | 0          |           |          | 890        |
| Mari    | ket value of collateral: |                             |                                       |             |               |       |      |         |                     |            |           |          |            |
| A. 6    | Exempted                 |                             |                                       |             |               |       |      |         |                     |            |           |          |            |
| •       | securities               | \$[1                        | 70                                    |             |               |       |      |         |                     |            |           |          |            |
| В. С    | Other                    | _                           |                                       |             |               |       |      |         |                     |            |           |          |            |
|         | securiues                |                             | 80                                    |             |               |       |      |         |                     |            |           |          |            |
|         | nberships in exchange    | es:                         |                                       |             |               |       |      |         |                     |            |           |          |            |
|         | Owned, at                | <u>,</u>                    | 001                                   |             |               |       |      |         |                     |            |           |          |            |
|         | market<br>Owned, at cost |                             | 90                                    |             |               |       |      |         | 65                  | 50         |           |          |            |
|         | Contributed for use of   |                             |                                       |             |               | -     |      |         |                     | _          |           |          |            |
|         |                          |                             |                                       |             |               |       |      |         | 66                  | 80         |           |          | 900        |
|         | stment in and receivat   |                             |                                       |             |               |       |      |         |                     |            |           |          |            |
|         | ates, subsidiaries and   |                             |                                       |             |               |       |      |         |                     |            |           |          |            |
| asso    | ociated partnerships     |                             |                                       | [4          | 80            |       |      |         | 67                  | 70         |           |          | 910        |
| 10. Pro | perty, furniture, equip  | ment,                       | 11                                    | -           |               |       |      |         |                     |            |           |          |            |
|         | easehold improvement     |                             |                                       |             |               |       |      |         |                     |            |           |          |            |
|         | nder lease agreement     |                             |                                       |             |               |       |      |         |                     |            |           |          |            |
|         | f accumulated depreci    | ation                       |                                       | [2          | 90            |       |      |         | 68                  | 30         |           |          | 920        |
|         | nd amortization          |                             | · · · · · · · · · · · · · · · · · · · |             | 35            |       |      |         | 73                  |            |           |          | 930        |
|         | ner assets               |                             | \$                                    |             | 40 \$         |       |      | 117     | , <sub>188</sub> 74 |            |           | 546,410  | . =        |
| 12.     | Total Assets .           |                             | · · · Ψ                               | 423,222     | Ψ ر <u>ټ.</u> |       |      | 1 + /   | ,,,,,,,             | <b></b> ₹. | 0.02.2    |          | <i>,</i> — |
|         |                          |                             |                                       |             |               |       |      |         |                     |            | OMIT PENI | OUT 5    |            |

# FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT PART IIA

| BROKER OR DEALER          |       |          |
|---------------------------|-------|----------|
| QUATTRO M SECURITIES INC. | as of | 09/30/12 |

# STATEMENT OF FINANCIAL CONDITION FOR NONCARRYING, NONCLEARING AND CERTAIN OTHER BROKERS OR DEALERS LIABILITIES AND OWNERSHIP EQUITY

| Liabilities   | A.I.<br>Liabilities | Non-A.i.<br>Liabilities | <u>Total</u> |
|---|---------------------|-------------------------|--------------|
| 13. Bank loans payable\$                                | 1045 \$             | 1255 \$                 | 1470         |
| 14. Payable to brokers or dealers:                      |                     |                         |              |
| A. Clearance account                                    | 1114                | 1315                    | 1560         |
| B. Other  | 1115                | 1305                    | 1540         |
| 15. Payable to non-customers                            | 1155                | 1355                    | 1610         |
| 16. Securities sold not yet purchased,                  |                     |                         |              |
| at market value   | -                   | 1360                    | 1620         |
| 17. Accounts payable, accrued liabilities,              | 4005                | 1385                    | 171 730 1685 |
| expenses and other                                      | 171,730 1205        | 1303                    | 171,730 1685 |
| 18. Notes and mortgages payable:  A. Unsecured          | 1210                |                         | 1690         |
|   | 1211                | 1390                    | 1700         |
| B. Secured  19. Liabilities subordinated to claims      |                     |                         |              |
| of general creditors:                                   |                     |                         |              |
| A. Cash borrowings:                                     |                     | 1400                    | 1710         |
| 1. from outsiders \$ 970                                | _                   |                         |              |
| 2. Includes equity subordination (15c3-1(d))            |                     |                         |              |
| of \$ 980   |                     |                         |              |
| B. Securities borrowings, at market value               | _                   | 1410                    | 1720         |
| from outsiders \$ 990                                   |                     |                         |              |
| C. Pursuant to secured demand note                      |                     |                         |              |
| , collateral agreements                                 |                     | 1420                    | 1730         |
| 1. from outsiders \$1000                                |                     |                         |              |
| 2. includes equity subordination (15c3-1(d)) of \$ 1010 |                     |                         |              |
| D. Exchange memberships contributed for                 |                     |                         |              |
| use of company, at market value                         |                     | 1430                    | 1740         |
| E. Accounts and other borrowings not                    | _                   |                         |              |
| qualified for net capital purposes                      | 1220                | 1440                    | 1750         |
| 20. TOTAL LIABILITIES\$                                 | 171,730 1230 \$     | 1450 \$                 | 171,730 1760 |
| Ownership Equity  |                     |                         | []           |
| 21. Sole proprietorship                                 |                     |                         | 1770         |
| 22. Partnership (limited partners)\$                    | 1020                |                         | 1780         |
| 23. Corporation:  |                     |                         | 1791         |
| A. Preferred stock                                      |                     |                         | 1792         |
| B. Common stock   |                     |                         | 1793         |
| C. Additional paid-in capital                           |                     |                         | 374,680 1794 |
| D. Retained earnings                                    |                     |                         | 374,680 1795 |
| E. Total  F. Less capital stock in treasury             |                     |                         | )1796        |
|   |                     |                         | 374,680 1800 |
|   |                     |                         | 546,410 1810 |
| 20. TOTAL ENGINEERING CHIEF COME COME                   |                     | •                       |              |

OMIT PENNIES

# FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT PART IIA

| BROKER OR DEALER          |       |          |  |
|---------------------------|-------|----------|--|
| QUATTRO M SECURITIES INC. | as of | 09/30/12 |  |

## COMPUTATION OF NET CAPITAL

| 1. Total ownership equity from Statement of Financial Condition\$                                  | 374,680 3480   |
|--|----------------|
| 2. Deduct ownership equity not allowable for Net Capital   | )[3490]        |
| 3. Total ownership equity qualified for Net Capital  | 374,680 3500   |
| 4. Add:  |                |
| A. Liabilities subordinated to claims of general creditors allowable in computation of net capital | 3520           |
| B. Other (deductions) or allowable credits (List)  | 3525           |
| 5. Total capital and allowable subordinated liabilities \$   | 374,680 3530   |
| 6. Deductions and/or charges:  |                |
| A. Total non-allowable assets from   |                |
| Statement of Financial Condition (Notes B and C) \$ 117,188 3540                                   |                |
| B. Secured demand note deficiency  |                |
| C. Commodity futures contracts and spot commodities-   |                |
| proprietary capital charges  | 447 400 \3620  |
| D. Other deductions and/or shariges  | 117,188) 3620  |
| 7. Other additions and/or allowable credits (List)   | 257 492 3630   |
| 8. Net Capital before haircuts on securities positions   | 257,492 [3640] |
| 9. Haircuts on securities (computed, where appliicable,  |                |
| pursuant to 15c3-1(f)):  A Contractual securities commitments                                      |                |
| A. Contractual securities commitments \$\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\                       |                |
| C. Trading and investment securities:  |                |
| 1. Exempted securities   |                |
| 2. Debt securities   |                |
| 3. Options   | ,              |
| 4. Other securities  |                |
| D. Undue concentration   |                |
| E. Other (List)  | )3740          |
| 10. Net Capital \$   | 257,492 3750   |

OMIT PENNIES

# FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT

|    | $\overline{}$ |     |
|----|---------------|-----|
| MA | KΙ            | 11/ |

BROKER OR DEALER

QUATTRO M SECURITIES INC.

as of

09/30/12

#### COMPUTATION OF BASIC NET CAPITAL REQUIREMENT

#### Part A

| 11. Minimum net capital required (6-2/3% of line 19)   | \$        | 11,449 3756    |
|--|-----------|----------------|
| 12. Minimum dollar net capital requirement of reporting broker or dealer and minimum net capital requirement   |           |                |
| of subsidiaries computed in accordance with Note (A)   | \$        | 5,000 3758     |
|  |           | 11,449 3760    |
| 10. Hot outside in order of the control of the cont |           |                |
| 14. Excess net capital (line 10 less 13)   |           | 246,043 3770   |
| 15. Net capital less greater of 10% of line 19 or 120% of line 12  | <b>\$</b> | 240,319 3780   |
|  |           |                |
| COMPUTATION OF AGGREGATE INDEBTEDNESS  |           |                |
| 16. Total A.I. liabilities from Statement of Financial Condition   | \$        | 171,730 3790   |
|  | <b>*</b>  | 171,730 (2.33) |
| 17. Add:   |           |                |
| A. Drafts for immediate credit\$   |           |                |
| B. Market value of securities borrowed for which no  |           |                |
| equivalent value is paid or credited\$ 3810  |           | [0000]         |
| C. Other unrecorded amounts (List) 3820  | \$        | 3830           |
| 19. Total aggregate indebtedness   |           | 171,730 3840   |
| 20. Percentage of aggregate indebtedness to net capital (line 19 divided by line 10)   | ó         | 66.69 3850     |
| 21. Percentage of debt to debt-equity total computed in accordance with Rule 15c-3-1(d)  | 6         | 0.00 3860      |
|  |           |                |
| COMPUTATION OF ALTERNATE NET CAPITAL REQUIREMENT   |           |                |
|  |           |                |
| Part B   |           |                |
| 22. 2% of combined aggregate debit items as shown in Formula for Reserve Requirements pursuant   |           |                |
| to Rule 15c3-3 prepared as of the date of net capital computation including both   | e         | 3870           |
| brokers or dealers and consolidated subsidiaries' debits   | <b>a</b>  | 3870           |
| 23. Minimum dollar net capital requirement of reporting broker or dealer and minimum net capital   |           | 2000           |
| requirement of subsidiaries computed in accordance with Note (A)   |           | 3880           |
| 24. Net capital requirement (greater of line 22 or 23)   | '\$       | 3760           |
| 25. Excess net capital (line 10 less 24)   |           | 3910           |
| 26. Net capital in excess of the greater of:   |           |                |
| 5% of combined aggregate debit items or 120% of minimum net capital requirement  | \$        | 3920           |
| 5% of combined aggregate depit terms of 120% of minimum her capital reduit entert  | *         |                |

#### NOTES:

- (A) The minimum net capital requirement should be computed by adding the minimum dollar net capital requirement of the reporting broker dealer and, for each subsidiary to be consolidated, the greater of:
  - 1. Minimum dollar net capital requirement, or
  - 2. 6-2/3% of aggregate indebtedness or 4% of aggregate debits if alternative method is used.
- (B) Do not deduct the value of securities borrowed under subordination agreements or secured demand notes covered by subordination agreements not in satisfactory form and the market values of the memberships in exchanges contributed for use of company (contra to item 1740) and partners' securities which were included in non-allowable assets.
- (C) For reports filed pursuant to paragraph (d) of Rule 17a-5, respondent should provide a list of material non-allowable assets.

# FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT PART IIA

BROKER OR DEALER QUATTRO M SECURITIES INC. For the period (MMDDYY) from 07/01/12 3932 09/30/12 3933 Number of months included in this statement 3 3931 REVENUE STATEMENT OF INCOME (LOSS) 1 Commissions: a. Commissions on transactions in exchange listed equity securities executed on an exchange ...... 3938 b. Commissions on listed option transactions 3939 c. All other securities commissions d. Total securities commissions 1,269,395 3940 2. Gains or losses on firm securities trading accounts 3945 a. From market making in options on a national securities exchange ....... ...... 3949 b. From all other trading 3950 c. Total gain (loss) 3952 3. Gains or losses on firm securities investment accounts 3955 4. Profits (losses) from underwriting and selling groups 3970 5. Revenue from sale of investment company shares 3990 6. Commodities revenue 3975 7. Fees for account supervision, investment advisory and administrative services 3995 ..... 8. Other revenue ...... \$ 1,269,396 4030 9. Total revenue **EXPENSES** 65,000 4120 10. Salaries and other employment costs for general partners and voting stockholder officers 11. Other employee compensation and benefits 313,171 4115 61.585 4140 12. Commissions paid to other brokers-dealers ..... 4075 13. Interest expense ...... a. Includes interest on accounts subject to subordination agreements ..... 14. Regulatory fees and expenses ...... 149,508 4195 15. Other expenses ...... 662,888 4100 .....s 16. Total expenses 1,252,152 4200 **NET INCOME** ...... \$ 17,244 4210 17. Net Income (loss) before Federal income taxes and items below (Item 9 less Item 16) 18. Provision for Federal income taxes (for parent only) 4220 19. Equity in earnings (losses) of unconsolidated subsidiaries not included above 4222 4238 a. After Federal income taxes of ...... 20. Extraordinary gains (losses) 4224 ...... a. After Federal income taxes of 4239 21. Cumulative effect of changes in accounting principles 4225 22. Net income (loss) after Federal income taxes and extraordinary items MONTHLY INCOME 23. Income (current month only) before provision for Federal Income taxes and extraordinary items

## FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT PART IIA

|  | ran i iia                    |               |                  | <del></del>         |
|--|------------------------------|---------------|------------------|---------------------|
| BROKER OR DEALER QUATTRO M SECURITIES INC. |                              |               |                  |                     |
|  | For the period (MMDDYY) from | 07/01/12      | to <u>09/3</u> 0 | 0/12                |
|  | STATEMENT OF CHANGES IN O    |               |                  |                     |
| (SO  | LE PROPRIETORSHIP, PARTNERS  | HIP OR CORPO  | RATION)          |                     |
| Balance, beginning of period               |                              |               | \$               | 357,436 4240        |
| 71. 140t moonto (1000)                     | al of                        |               | 4262 )           | 17,244 4250<br>4260 |
|  | pital of                     |               | 4272 )           | 4270                |
| 2. Balance, end of period (from item 1800) |                              |               | \$               | 374,680 4290        |
| 9  | TATEMENT OF CHANGES IN LIABI | LITIES SUBORD | INATED           |                     |
| 3  | TO CLAIMS OF GENERAL (       |               |                  |                     |
| Balance, beginning of period               |                              |               | \$_              | 4300                |
| A Increases                                |                              |               |                  | 4310                |

A. Increases

B. Decreases

4. Balance, end of period (from item 3520)

OMIT PENNIES

4320

4330

# FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT PART IIA

|  |   | PART         | IIA                                   |                      |                                       |              |
|--|---|--------------|---------------------------------------|----------------------|---------------------------------------|--------------|
| BROK   | ER OR DEALER  |              |                                       |                      |                                       |              |
| QUATTR                                       | O M SECURITIES INC.   |              |                                       | as of                | 09/30/12                              |              |
|  | Exemptive   | Provision    | n Under Rule                          | 15c3-3               |                                       |              |
| 25. If an exemption                          | n from Rule 15c3-3 is claimed, identify below th  | e section u  | pon which such                        | exemption is based : |                                       |              |
| A. (k) (1) - Limit                           | ted business (mutual funds and/or variable annu   | uities only) |                                       |                      | · · · · · \$                          | 4550         |
| B. (k) (2) (i) - "3                          | Special Account for the Exclusive Benefit of cus  | tomers" m    | aintained                             |                      |                                       | 4560         |
| C. (k) (2) (ii) -                            | All customer transactions cleared through anot  | ther broker  | -dealer on a fully                    | disclosed basis.     |                                       |              |
| Name(s)                                      | of Clearing Firm(s) - Please separate multiple r  | names with   | a semi-colon                          |                      |                                       | [[[          |
| Bank o                                       | f NY  |              | · · · · · · · · · · · · · · · · · · · | 4                    | 335 x                                 | 4570         |
| D. (k) (3) - Exemp                           | pted by order of the Commission   |              |                                       |                      | · · · · · · · · · · · · · · · · · · · | 4580         |
| Type of Proposed<br>Withdrawal or<br>Accrual | Ownership Equity and Subordina withdrawn within the next six rewhich have not been deduct | nonths a     | nd accruals, (                        | (as defined below),  | (MMDDYY)<br>Withdrawal                | Expect<br>to |
| (See below for                               |   |              | Outsider ?                            | and/or Net Capital   | or Maturity                           | Renew        |
| code to enter)                               | Name of Lender or Contributor   |              | (In or Out)                           | Value of Securities) | Date                                  | (Yes or No)  |
| 4600   | ]   | 4601         | 4602                                  | 4603                 | 4604                                  | 4605         |
| 4610   |   | 4611         | 4612                                  | 4613                 | 4614                                  | 4615         |
| 4620   | ]   | 4621         | 4622                                  | 4623                 | 4624                                  | 4625         |
| 4630   |   | 4631         | 4632                                  | 4633                 | 4634                                  | 4635         |
| 4640   | ]   | 4641         | 4642                                  | 4643                 | 4644                                  | 4645         |
| . 4650                                       |   | 4651         | 4652 .                                | 4653                 | 4654                                  | 4655         |
| 4660   |   | 4661         | 4662                                  | 4663                 | 4664                                  | 4665         |
| 4670   |   | 4671         | 4672                                  | 4673                 | 4674                                  | 4675         |
| 4070   | J   |              |                                       |                      |                                       |              |

**OMIT PENNIES** 

Instructions: Detail listing must include the total of items maturing during the six month period following the report date, regardless of whether or not the capital contribution is expected to be renewed. The schedule must also include proposed capital withdrawals scheduled within the six month period following the report date including the proposed redemption of stock and payments of liabilities secured by fixed assets (which are considered allowable assets in the capital computation pursuant to Rule 15c3-1(c) (2) (iv)), which could be required by the lender on demand or in less than six months.

TOTAL

| WITHDRAWAL CODE: | DESCRIPTION                    |
|------------------|--------------------------------|
| 1.               | Equity Capital                 |
| 2.               | Subordinated Liabilities       |
| 3.               | Accruals                       |
| 4                | 15c3-1(c) (2) (iv) Liabilities |