12062164	UNITEDSTATES JRITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 ANNUAL AUDITED REPOR FORM X-17A-5 PART III	Expires: April 30, 2013 Estimated average burden
Securities Ex	FACING PAGE ed of Brokers and Dealers Pursuant schange Act of 1934 and Rule 17a-5	Thereunder
EPORT FOR THE PERIOD BEGINN	ING_01/01/11AND E MM/DD/YY	NDING 12/31/11 MM/DD/YY
Α.	REGISTRANT IDENTIFICATION	
AME OF BROKER-DEALER: MCNA	MEE LAWRENCE SECURITIES, L	
DDRESS OF PRINCIPAL PLACE OF	BUSINESS: (Do not use P.O. Box No.)	FIRM I.D. NO.
74 Pleasar		
Need ham	(No. and Street)	6 2 4 9 1
(City)	/V\7\ (State)	$\frac{\bigcup \alpha + \bigcup \zeta}{(Zip Code)}$
	OF PERSON TO CONTACT IN REGARD T	O THIS REPORT (617) 638-2600 (Area Code - Telephone Number
B.	ACCOUNTANT IDENTIFICATION	
NDEPENDENT PUBLIC ACCOUNTA Edelstein & Company		
	(Name – if individual, state last, first, middle n	
160 Federal St., 9th		SECURITIES AND EXCHANGE COMMISSION
(Address)	(City)	(State) FEB 2 8 7012
CHECK ONE:		
Certified Public Account	ant	REGISTRATIONS BRANCH
Public Accountant		08
	TT 's 10, so an and fits personalized	
Accountant not resident	in United States or any of its possessions.	

*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)

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.



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Als I

OATH OR AFFIRMATION

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		OATH OR A	FFIRMATION						
I,	Patricia	2 Borzych		, swear (or affirm) that, to the best of					
	my knowledge and belier the accompanying financial statement and supporting schedules pertaining to the firm of MCNAMEE LAWRENCE SECURITIES, LLC , as								
of _	DECEMBER 31	, 20 <u>11</u>	, are true and c	orrect. I further swear (or affirm) that					
neit	her the company nor any			y proprietary interest in any account					
clas	sified solely as that of a	customer, except as follows:							
_									
			\bigcirc						
			atricio	ignature Borry Charles					
	1								
/	γ/l		Director						
\langle	win 2.24.	dol d CHAIS DUREN	2/2	H 2012					
This	Notary Public	NOTARY PUBLIC Newton County - State of k all app Mya Derbox (5) xpires Apr. 1	Georgia	OA For Giles W. McNume					
	(a) Facing Page.	k all approate out as pires Apr. 1	7,2015	2 2 24 2012					
	(b) Statement of Financi		Clatt	$\Delta \alpha \alpha \alpha \alpha \alpha 1$					
	(c) Statement of Income								
		es in Financial Condition.	ers' or Sole Proprieto	rs' Conital					
	() - monore of changes in secondorates Equity of runners of sole riopriciors Capital.								
⊠ ((g) Computation of Net	Capital.							
	h) Computation for Det	termination of Reserve Requirement	nts Pursuant to Rule 1	5c3-3.					
	i) A Reconciliation inc	to the Possession or Control Required appropriate explanation of the	irements Under Rule	15c3-3. et Capital Under Rule 15c3-1 and the					
```	Computation for Det	ermination of the Reserve Require	ments Under Exhibit	A of Rule 15c3-3					
	k) A Reconciliation betw	ween the audited and unaudited Sta	atements of Financial	Condition with respect to methods of					
	consolidation.								
`	<ol> <li>An Oath or Affirmati</li> <li>m) A copy of the SIPC S</li> </ol>								
`			cist or found to have en	kisted since the date of the previous audit.					
,	, <u> </u>			instea since the date of the previous audit.					

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

### Limited Power of Attorney

I, Giles W. McNamee of Boston, Suffolk County, Massachusetts, appoint Patricia Borzych of Medford, Massachusetts, as my attorney-in-fact to act on my behalf for the purpose of executing corporate documents today and through the end of the month.

This power of attorney starts to be effective on February 24, 2012, and shall continue until February 29, 2012.

I grant my attorney-in-fact full authority to act in any reasonable and necessary manner for the purpose of exercising the above powers. I ratify all lawfully performed acts by my attorney-in-fact in exercising those powers.

I agree that any third party who is given a copy of this power of attorney may act relying on it. I agree that revocation of this power of attorney is effective as to a third party only upon receipt of actual notice by the third party. If because of reliance on this power of attorney, a third party suffers any loss, I agree to indemnify the third party for the loss.

Signed this 24th day of February, 2012, in Needham, in the Commonwealth of Massachusetts.

Signature of Giles W. McNamee, Principal

Signature of Attorney-in-Fact

By accepting this appointment and acting under it, the attorney-in-fact (agent) assumes the legal responsibilities of an agent.

atricia k

Signature of Patricia Borzych, Attorney-in-Fact



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Washington, DC 123

## McNAMEE LAWRENCE SECURITIES, LLC

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**Statement of Financial Condition** 

December 31, 2011

# MCNAMEE LAWRENCE SECURITIES, LLC

# December 31, 2011

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CERTIFIED PUBLIC ACCOUNTANTS & BUSINESS CONSULTANTS 160 Federal Street, 9th Floor Boston, MA 02110 Tel: 617-227-6161 Fax: 617-589-0530

www.edelsteincpa.com A Member of AGN International, Ltd.

### **Independent Auditors' Report**

Board of Directors and Member of McNamee Lawrence Securities, LLC

We have audited the accompanying statement of financial condition of McNamee Lawrence Securities, LLC ("Company"), which is a wholly-owned subsidiary of McNamee Lawrence & Co. LLC ("Parent"), as of December 31, 2011. 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 as established by the Auditing Standards Board of the American Institute of Certified Public Accountants. 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 statement of financial position referred to above present fairly, in all material respects, the financial position of McNamee Lawrence Securities, LLC as of December 31, 2011, in conformity with accounting principles generally accepted in the United States of America.

Edelstein & Company 44P

Boston, Massachusetts February 22, 2012

# McNAMEE LAWRENCE SECURITIES, LLC (a wholly-owned subsidiary of McNamee Lawrence & Co. LLC)

# **Statement of Financial Condition December 31, 2011**

#### Assets

Cash Prepaid expenses Due from parent, net of reserve of \$18,284 <b>Total assets</b>	\$ \$	14,079 4,411 - 18,490
Liabilities and member's equity		
Liabilities		
Accounts payable Accrued expenses	\$	- 5,000
Total liabilities		5,000
Member's equity		13,490
Total liabilities and member's equity	<u> </u>	18,490

The accompanying notes are an integral part of these financial statements.

# McNAMEE LAWRENCE SECURITIES, LLC (a wholly-owned subsidiary of McNamee Lawrence & Co. LLC)

### Notes to Financial Statements

#### Note A - Organization and Nature of Business

McNamee Lawrence Securities, LLC (the "Company" or "MLS") is registered as a broker-dealer in securities under the Securities and Exchange Act of 1934 ("Act") and is a non clearing member of the Financial Industry Regulatory Authority (FINRA). The Company was created pursuant to the corporation laws of the State of Maine in October 1998. The Company does not carry customer accounts and is accordingly exempt from the Act's rule 15c3-3 (the Customer Protection Rule) pursuant to provision k(2)(i) of that rule.

The Company engages in the investment banking business by providing financial advisory services primarily to institutional customers, advising and arranging capital sourcing, mergers and acquisitions, and providing fairness opinions.

The Company is a wholly owned subsidiary of McNamee Lawrence & Co. LLC ("MLC").

#### Note B - Significant Accounting Policies

#### Cash

The Company considers all demand deposit bank accounts to be cash equivalents.

#### Due from Parent

The Company records a reserve when it is doubtful amounts it is owed will be repaid

#### Income Taxes

MLC as the sole member has elected to treat the Company as a disregarded entity for income tax purposes and includes the Company's income and deductions in its tax returns. Thus, generally, no provision or liability for federal or state income taxes is included in these financial statements.

The Company's current policy is that taxes due or paid, relating to the filing of the consolidated tax return, will be the sole responsibility of MLC. MLC intends not to have the Company reimburse or be reimbursed for any taxes due or reduction of tax on the consolidated level attributable to the Company. Accordingly, no liability for uncertain tax positions has been reflected in these financial statements.

## McNAMEE LAWRENCE SECURITIES, LLC (a wholly-owned subsidiary of McNamee Lawrence & Co. LLC)

### **Notes to Financial Statements**

### Note B – Significant Accounting Policies (continued)

#### Use of Estimates and Subsequent Events

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

The Company's management has evaluated the effect which subsequent events may have on these financial statements. Management's evaluation was complete on February 22, 2011, the date these financial statements became available to be issued. No events occurred subsequent to year end and through the date of evaluation that meet the criteria for disclosure or accrual.

#### Note C – Related Party Transactions

MLS and MLC have common Officers and Directors which may result in conflicts of interest (such as allocation of employee time and overhead expenses) in the course of their management of the Company's operations.

As of December 31, 2011, MLC owed MLS \$18,284. The receivable is non-interest bearing and has no fixed repayment terms. Due to uncertainty of repayment, MLS has fully reserved for the \$18,284 as of December 31, 2011.

MLC intends to fund any operating cash needs of the Company through capital contributions at least through June 30, 2012. With limited operations, it is expected the Company will be able to meet its obligations through 2012.

#### Note D – Net Capital Requirement

As a registered broker/dealer, the Company is subject to the SEC Uniform Net Capital Rule (Rule 15c3-1), which requires that the Company maintain minimum net capital. The Company has elected to use the basic method, which requires that the Company maintain minimum net capital, as defined, equal to the greater of \$5,000 or 6-2/3% of aggregate indebtedness, as defined. Net capital and aggregate indebtedness may change on a daily basis.



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# MCNAMEE LAWRENCE SECURITIES, LLC

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

December 31, 2011



CERTIFIED PUBLIC ACCOUNTANTS & BUSINESS CONSULTANTS

160 Federal Street, 9th Floor Boston, MA 02110 Tel: 617-227-6161 Fax: 617-589-0530 www.edelsteincpa.com A Member of AGN International, Ltd.

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

Board of Directors and Member of McNamee Lawrence Securities, LLC

In planning and performing our audit of the financial statements and supplementary information of McNamee Lawrence Securities, LLC (the "Company"), as of and for the year ended December 31, 2011, in accordance with auditing standards generally accepted in the United States of America, we considered the Company's internal control over financial reporting (internal control) as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, we do not express an opinion on the effectiveness of the Company's internal control.

Also, as required by Rule 17a-5(g)(1) of the Securities and Exchange Commission ("SEC"), we have made a study of the practices and procedures followed by the Company, including consideration of control activities for safeguarding securities. This study included tests of such practices and procedures that we considered relevant to the objectives stated in Rule 17a-5(g) in making the periodic computations of aggregate indebtedness (or aggregate debits) and net capital under Rule 17a-3(a)(11) and for determining compliance with the exemptive provisions of Rule 15c3-3. Because the Company does not carry securities accounts for customers or perform custodial functions relating to customer securities, we did not review the practices and procedures followed by the Company in any of the following:

- 1. Making quarterly securities examinations, counts, verifications and comparisons and recordation of differences required by Rule 17a-13
- 2. Complying with the requirements for prompt payment for securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve System

The management of the Company is responsible for establishing and maintaining internal control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of controls and of the practices and procedures referred to in the preceding paragraph and to assess whether those practices and procedures can be expected to achieve the SEC's previously mentioned objectives. Two of the objectives of internal control and the practices and procedures are to provide management with reasonable but not absolute assurance that assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition and that transactions are executed in accordance with management's authorization and recorded properly to permit the preparation of financial statements in conformity with generally accepted accounting principles. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraphs.

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

A control deficiency exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

A *material weakness* is a deficiency, or combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the company's financial statements will not be prevented or detected and corrected on a timely basis.

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

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the SEC to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on our study, we believe that the Company's practices and procedures, as described in the second paragraph of this report, were adequate at December 31, 2011 to meet the SEC's objectives

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

Edelstein & Company 47

Boston, Massachusetts February 22, 2012