

**SECUR** 



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**FORM X-17A-5** PART III

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OMB APPROVAL OMB Number: 3235-0123 Expires: April 30, 2013 Estimated average burden hours per response..... 12.00

> SEC FILE NUMBER **8-10048**

#### **FACING PAGE**

Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

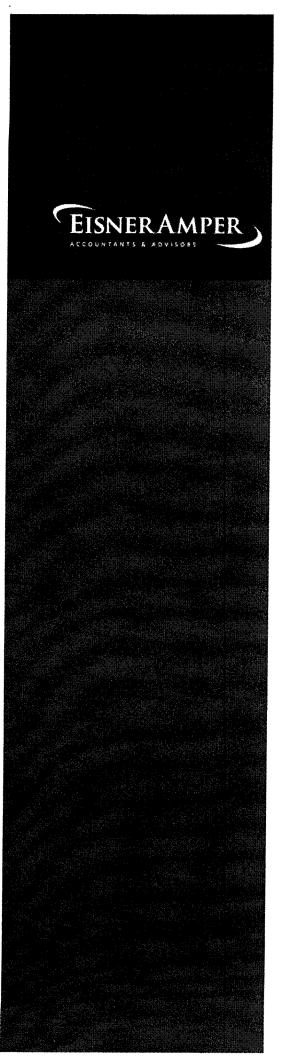
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59th St., 12th Floor	<u> </u>			
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<sup>\*</sup>Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

## OATH OR AFFIRMATION

Nan Doft , swear (or affirm knowledge and belief the accompanying financial statement and supporting schedules pertaining to the co., Inc.	
	, as
June 30 , 20 12 , are true and correct. I further s	
ther the company nor any partner, proprietor, principal officer or director has any proprietary inte	erest in any account
ssified solely as that of a customer, except as follows:	
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Way Pot	
Signature V	
Alan Doft, President	
Title	
The state of the s	~
ELIZABETH HERNANDEZ	
Notary Public Notary Public - State of New York NO. 01HE5047225	
is report ** contains (check all applicable boxes):  Qualified in Bronx County	
(a) Facing Page. My Commission Expires 15 15 15 15 15 15 15 15 15 15 15 15 15	
<ul><li>(b) Statement of Financial Condition.</li><li>(c) Statement of Income (Loss).</li></ul>	
(d) Statement of Changes in Financial Condition.	
(e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.	
(f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.	
<ul><li>(g) Computation of Net Capital.</li><li>(h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.</li></ul>	
(i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.	
(i) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under	Rule 15c3-1 and the
Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3	-3. respect to methods of
(k) A Reconciliation between the audited and unaudited Statements of Financial Condition with consolidation.	respect to inclines of
(l) An Oath or Affirmation.	
(m) A copy of the SIPC Supplemental Report.	
(n) A report describing any material inadequacies found to exist or found to have existed since the c	late of the previous and

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



STATEMENT OF FINANCIAL CONDITION

JUNE 30, 2012





www.eisneramper.com

#### INDEPENDENT AUDITORS' REPORT

To the Stockholder and Board of Directors of Doft & Co., Inc.

We have audited the accompanying statement of financial condition of Doft & Co., Inc. (the "Company") as of June 30, 2012, 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 financial statement is free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statement and 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 condition presents fairly, in all material respects, the financial position of Doft & Co., Inc. as of June 30, 2012 in conformity with accounting principles generally accepted in the United States of America.

Essen August LLP New York, New York August 27, 2012

# **Statement of Financial Condition June 30, 2012**

ASSETS Securities owned, at fair value Investment company, at fair value Cash and cash equivalents Due from clearing broker Prepaid taxes Furniture, fixtures and leasehold improvements (net of accumulated	\$ 30,778,895 1,230,469 29,829 131,029 9,274
depreciation and amortization of \$202,955) Other assets	9,985 <u>258,436</u> <u>\$ 32,447,917</u>
LIABILITIES	
Accrued expenses and accounts payable	\$ 243,992
Current taxes payable	3,700
Deferred tax liability	<u>461,378</u>
Total liabilities	709,070
Commitments and contingencies	
STOCKHOLDER'S EQUITY	
Preferred stock, \$1,000 par value; authorized,	
1,000 shares; outstanding, 202 shares	202,000
Common stock, no par value; authorized, 1,000 shares;	444.470
outstanding, 150 shares at stated value	141,170
Retained earnings	<u>31,395,677</u>
Total stockholder's equity	31,738,847
	<u>\$ 32,447,917</u>

## Notes to Statement of Financial Condition June 30, 2012

#### NOTE A - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Doft & Co., Inc. (the "Company") is registered as a broker-dealer and clears all of its customer transactions through a correspondent broker on a fully disclosed basis.

- [1] Security transactions, commissions and related expenses are recorded on a trade-date basis.
- [2] The Company carries its investments at fair value. Fair value is an estimate of the exit price, representing the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants (i.e., the exit price at the measurement date). Fair value measurements are not adjusted for transaction costs. A fair value hierarchy that consists of three levels is used to prioritize inputs to fair value valuation techniques:
  - Level 1 Unadjusted quoted prices in active markets for identical assets or liabilities.
  - Level 2 Inputs other than quoted market prices that are observable, either directly or indirectly, and reasonably available. Observable inputs reflect the assumptions market participants would use in pricing the asset or liability and are developed based on market data obtained from sources independent of the Company.
  - Level 3 Unobservable inputs. Unobservable inputs reflect the assumptions that management develops based on available information about what market participants would use in valuing the asset or liability.

An asset or liability's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Availability of observable inputs can vary and is affected by a variety of factors. Management uses judgment in determining fair value of assets and liabilities and Level 3 assets and liabilities involve greater judgment than Level 1 or Level 2 assets and liabilities.

Marketable securities owned, which are readily marketable, are valued at fair value on the last business day of the year at the last available reported national exchange price.

The Company's investment in an investment company is recorded at fair value. The fair value represents the Company's proportionate share of the investment company's net assets. If management determines, based on its own due diligence and investment monitoring procedures, that the valuation, based on information provided by the investment company does not represent fair value, then management estimates the fair value in good faith based upon all available information.

- [3] The Company considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents, except for demand note accounts, which are considered securities owned, at fair value.
- [4] Furniture, fixtures and leasehold improvements are recorded at cost. Depreciation of furniture and fixtures is provided on the straight-line method based on the estimated useful lives of the assets. Leasehold improvements are amortized on the straight-line method over the shorter of their useful lives or the term of the lease.

## Notes to Statement of Financial Condition June 30, 2012

#### NOTE A - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

- [5] Assets and liabilities denominated in foreign currencies are translated into United States dollar amounts at the period-end exchange rates. Purchases and sales of investments and income and expenses that are denominated in foreign currencies are translated into United States dollar amounts at the prevailing rates of exchange on the transaction date. Adjustments arising from foreign currency transactions are reflected in the statement of income.
- [6] Dividend income on securities owned is recorded on the ex-dividend date. Interest income is recorded on the accrual basis.
- [7] Income taxes are accounted for under the asset and liability approach. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and for net operating loss carrybacks. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be settled or recovered. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized.

The Company applied the "more-likely-than-not" recognition threshold to all tax positions taken or expected to be taken in a tax return, which resulted in no unrecognized tax benefits as of June 30, 2012. Interest and penalties that would accrue according to relevant tax law would be classified as interest and other expense, respectively, on the statement of income.

The Company's tax year ends on June 30, and tax years 2009 through 2012 remain open to examination for most taxing authorities.

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

#### NOTE B - VALUATION OF INVESTMENTS

The following table presents the Company's assets and liabilities by level within the fair value hierarchy at June 30, 2012:

	Fair Value	Fair Value Hierarchy
Assets:	•	
Securities owned:		
Common stocks:		
Financial	\$ 4,329,179	Level 1
Consumer, cyclical	3,091,541	Level 1
Consumer, non-cyclical	2,884,100	Level 1
Technology	2,000,390	Level 1
Industrial	<u>85,469</u>	Level 1
Total common stock	12,390,679	
Money market (1)	<u> 18,388,216</u>	Level 2
	<u>\$ 30,778,895</u>	
Investment company	<b>\$</b> 1,230,469	Level 3

(1) Principally demand note accounts

## Notes to Statement of Financial Condition June 30, 2012

#### NOTE B - VALUATION OF INVESTMENTS (CONTINUED)

The following disclosures relate to the changes in fair value of the Company's Level 3 investment as of June 30, 2012:

Balance as of June 30, 2011	\$ 581,222
Net purchases during the year	749,002
Total net unrealized losses in earnings	(99,755)
Balance as of June 30, 2012 Change in unrealized losses for investments still held	<u>\$ 1,230,469</u>
at June 30, 2012	\$ (99,755)

#### NOTE C - STOCKHOLDER'S EQUITY

The Company's preferred stock has preference in liquidation in the amount of \$1,000 a share and may be redeemable at the option of the Company at any time, subject to the approval of the New York Stock Exchange, Inc., at \$1,000 a share. Common stock and preferred stock have the same dividend rights and dividends are paid only if and when declared by the Board of Directors.

#### **NOTE D - INCOME TAXES**

At June 30, 2012, the Company has a deferred tax liability of approximately \$461,000, principally relating to unrealized gains on securities transactions. Tax expense differs from the result which would be expected by applying the statutory tax rate because of the dividends received deduction.

#### NOTE E - RETIREMENT AND PROFIT SHARING PLAN

The Company maintains a retirement and profit sharing plan covering certain employees with at least one year of service. Contributions to the retirement and profit sharing plan are at the discretion of the Company's Board of Directors. The Company reserves the right to amend the plan at any time. The Company made no contributions in the current year in connection with this plan.

#### NOTE F - COMMITMENTS AND CONTINGENCIES

#### [1] Lease:

The Company leases office space pursuant to a seven-year and one-month lease agreement. The lease, which commenced on November 1, 2007, provided for free rent for the first two and a half months of the lease period. For financial statement purposes, rent expense is recognized based upon the total rental payments on a straight-line basis over the life of the lease.

Notes to Statement of Financial Condition June 30, 2012

#### NOTE F - COMMITMENTS AND CONTINGENCIES (CONTINUED)

#### [1] Lease: (continued)

As of June 30, 2012, the Company provided a letter of credit in the amount of approximately \$126,000 pursuant to the terms of the lease, collateralized by a money market account with a balance of approximately \$126,000 as of June 30, 2012, which is included in other assets. The estimated minimum rental payments for the lease are as follows:

Year Ending June 30,	
2013	\$ 262,000
2014	262,000
2015	109,000
	\$ 633,000

#### [2] Investment company:

In December 2009, the Company purchased an investment company interest from a related party for \$208,171. The purpose of the investment company is to provide long-term capital appreciation through the acquisition of equity, debt, equity-related and debt-related interests, predominately in unquoted companies in Western Europe and by making other selective equity and equity-related investments and debt and debt-related investments. The Company is restricted from withdrawal or transfer until termination of the investment company or at the discretion of the underlying general partner. The Company has an outstanding commitment to the investment company in the amount of \$269,581.

#### [3] Financial instruments with off-balance-sheet risk and concentration of credit risk:

As a non-clearing broker, the Company has its securities and customers' transactions cleared through another broker-dealer pursuant to a clearance agreement. The Company's securities positions are held with the clearing broker. Recognizing the concentration of credit risk that this implies, the Company utilizes a clearing broker that is a member of major securities exchanges. Although the Company clears its customer transactions through its clearing broker, nonperformance by its customers in fulfilling their contractual obligations pursuant to securities transactions may expose the Company to risk and potential loss.

The net asset value of an investment company does not take into account the effect of factors such as an investment company's lock-up and withdrawal policies, management, incentive and other fee structures, liquidity and current fair value of side-pocket investments, unfunded obligations and capital commitments. An investment company's funding may be subject to various conditions and/or approval rights. Under certain circumstances, withdrawals from an investment company may be limited or suspended (in whole or in part) as deemed necessary by the company's investment managers. Substantial requests for withdrawals from an investment company could cause the investment company to liquidate positions sooner than would otherwise be desirable, which could adversely affect the performance of the investment company. In addition, regardless of the period of time in which withdrawals occur, the resulting reduction in an investment company's net assets could make it more difficult for an investment company to diversify its holdings and achieve its investment objectives.

Notes to Statement of Financial Condition June 30, 2012

#### NOTE F - COMMITMENTS AND CONTINGENCIES (CONTINUED)

#### [3] Financial instruments with off-balance-sheet risk and concentration of credit risk: (continued)

Short selling, or the sale of securities not owned by the Company, exposes the Company to the risk of loss in an amount greater than the initial investment, and such losses can increase rapidly and in the case of equities, without effective limit. There is the risk that the securities borrowed by the Company in connection with a short sale would need to be returned to the securities lender on short notice. If such request for return of securities occurs at a time when other short sellers of the subject security are receiving similar requests, a "short squeeze" can occur, wherein the Company might be compelled, at the most disadvantageous time, to replace borrowed securities previously sold short with purchases on the open market, possibly at prices significantly in excess of the proceeds received earlier.

Market risk represents the potential loss that can be caused by increases or decreases in the fair value of investments due to market fluctuation.

Liquidity risk is the risk that the Company will not be able to raise funds to fulfill its commitments, including inability to sell investments quickly or at close to fair value.

Currency risk is the risk that the fair value of an investment will fluctuate because of changes in foreign exchange rates. Investments that are denominated in a non-U.S. currency are subject to the risk that the value of a particular currency will change in relation to one or more other currencies. Among the factors that may affect currency values are trade balances, the level of short-term interest rates, differences in relative values of similar assets in different currencies, long-term opportunities for investment and capital appreciation and political developments.

#### **NOTE G - RELATED PARTY TRANSACTIONS**

During the year ended June 30, 2012, the Company acted as an introducing broker for various related parties.

#### NOTE H - NET CAPITAL REQUIREMENTS

The Company is subject to the Uniform Net Capital Rule of the Securities and Exchange Commission (Rule 15c-3-1), which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1. At June 30, 2012, the Company had a ratio of aggregate indebtedness to net capital of .026 to 1 and its net capital was approximately \$9,388,000 compared to the minimum requirement of \$100,000.

#### Note I - Exemption from Rule 15c3-3

The Company is exempt from the Securities and Exchange Commission Rule 15c3-3 pursuant to the exemption provision under subparagraph (k)(2)(ii) and, therefore, is not required to maintain a "Special Reserve Bank Account for Exclusive Benefit of Customers."



# INDEPENDENT ACCOUNTANTS' REPORT ON APPLYING AGREED-UPON PROCEDURES RELATED TO AN ENTITY'S SIPC ASSESMENT RECONCILIATION

To the Stockholder and Board of Directors of Doft & Co., Inc.

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 accompanying Schedule of Assessment and Payments [General Assessment Reconciliation (Form SIPC-7)] to the Securities Investor Protection Corporation (SIPC) for the year ended June 30, 2012, which were agreed to by Doft & Co., Inc. (the "Company") and the Securities and Exchange Commission (SEC), Financial Industry Regulatory Authority, Inc., and SIPC, solely to assist you and the other specified parties in evaluating the Company's compliance with the applicable instructions of the General Assessment Reconciliation (Form SIPC-7). The Company's management is responsible for the Company'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 this 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 the accompanying Form SIPC-7 with respective cash disbursement records entries noting no differences;
- Compared amounts reported on the audited Form X-17A-5 for the year ended June 30, 2012, as applicable, with the amounts reported in Form SIPC-7 for the year ended June 30, 2012, noting no differences;
- 3. Compared any adjustments reported in Form SIPC-7 with supporting schedules and working papers noting no differences; and
- 4. Proved the arithmetical accuracy of the calculations reflected in Form SIPC-7 and in the related schedules and working papers supporting adjustments noting no differences.

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.

New York, New York August 27, 2012

Ermen Kruper LLP

# **SIPC-7** (33-REV 7 10)

### SECURITIES INVESTOR PROTECTION CORPORATION P.O. Box 92185 Washington, D.C. 20090-2185 202-371-8300

gton, D.C. 20090-2185 1-8300 Int Reconciliation (33-REV 7 10)

General Assessment Reconciliation

For the fiscal year ended 6/30/2012 (Read carefully the instructions in your Working Copy before completing this Form)

### TO BE FILED BY ALL SIPC MEMBERS WITH FISCAL YEAR ENDINGS

	oses of the audit requirement of SEC Rule 17a-5:  010048 FINRA JUN DOFT & CO INC ATTN: ROBERT HAMAOUI 55 E 59TH ST 12TH FL		_	mailing labe any correction indicate on t	of the information shown on the requires correction, please e-mail ons to form@sipc.org and so he form filed.
		NEW YORK NY 10022-1112		name and te contact resp	elephone number of person to ecting this form.
			_	ROBER	T HAMAOUI 212-421-155-3
					. 174
. A	. (	General Assessment (item 2e from page 2)			976
В	.	Less payment made with SIPC-6 filed (exclude in	terest)		()
	-	/ /2 5 /2 3 / 2 Date Paid			
С		Less prior overpayment applied			()
Ε	١.	Assessment balance due or (overpayment)			1,298
8	:	Interest computed on late payment (see instruc	tion E) fordays a	t 20% per annum	
		Total assessment balance and interest due (or			\$ 1,298
		PAID WITH THIS FORM:			
(	٠.	Check enclosed, payable to SIPC	\$	1,298	_
			\$ \$(	1,298	_ _)
ŀ	┥.	Check enclosed, payable to SIPC Total (must be same as F above)	\$(		_)
3. S The	SI Soft al	Check enclosed, payable to SIPC Total (must be same as F above)  Overpayment carried forward  sidiaries (S) and predecessors (P) included in the submitting this form and the by whom it is executed represent thereby I information contained herein is true, correct	\$(		_)
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The Dat	Si sont all	Check enclosed, payable to SIPC Total (must be same as F above)  Overpayment carried forward sidiaries (S) and predecessors (P) included in the sidiaries (S) and predecessors (P) included in the symbol period of not less than 6 years, the latest 2 years:  Postmarked Received	this form (give name and	Nath of Corporation Far  (Nath of Corporation Far  (Nath of Corporation Far  (Authoriz	on number):  O. L.C.  Intership or other organization)  Additional sed Signature)  WROLUER  Title)  in the Working Copy of this form

# DETERMINATION OF "SIPC NET OPERATING REVENUES" AND GENERAL ASSESSMENT

Amounts for the fiscal period beginning 7/1/2011 and ending 6/30/2012

tem No.	¢	Eliminate cents 73 44 4
ea. Total revenue (FOCUS Line 12/Part IIA Line 9, Code 4030)	<b>4_</b>	
<ul> <li>Additions:         <ul> <li>(1) Total revenues from the securities business of subsidiaries (exce predecessors not included above.</li> </ul> </li> </ul>	pt foreign subsidiaries) and -	
(2) Net loss from principal transactions in securities in trading accou	nts.	
(3) Net loss from principal transactions in commodities in trading acc	counts	-
(4) Interest and dividend expense deducted in determining item 2a.		
(5) Net loss from management of or participation in the underwriting	or distribution of securities.	
(6) Expenses other than advertising, printing, registration fees and I profit from management of or participation in underwriting or dis	egal fees deducted in determining net tribution of securities.	881. 806
(7) Net loss from securities in investment accounts.		
Total additions		881,80€
2c. Deductions: (1) Revenues from the distribution of shares of a registered open en investment trust, from the sale of variable annuities, from the buadvisory services rendered to registered investment companies accounts, and from transactions in security futures products.	ISINESS OF HISBIANCE, HOW MACSUMENT	Anne
(2) Revenues from commodity transactions.		
(3) Commissions, floor brokerage and clearance paid to other SIPC securities transactions.	members in connection with	69,336
(4) Reimbursements for postage in connection with proxy solicitatio	n.	
(5) Net gain from securities in investment accounts.		
(6) 100% of commissions and markups earned from transactions in (ii) Treasury bills, bankers acceptances or commercial paper th from issuance date.	(i) certificates of deposit and at mature nine months or less	
(7) Direct expenses of printing advertising and legal fees incurred in related to the securities business (revenue defined by Section	n connection with other revenue 16(9)(L) of the Act).	
(8) Other revenue not related either directly or indirectly to the sec (See Instruction C):	urities business.	-
(Deductions in excess of \$100,000 require documentation)		
(9) (i) Total interest and dividend expense (FOCUS Line 22/PART Code 4075 plus line 2b(4) above) but not in excess of total interest and dividend income.	IIA Line 13, \$16, 140	
<ul><li>40% of margin interest earned on customers securities accounts (40% of FOCUS line 5, Code 3960).</li></ul>	\$	11. 1110
Enter the greater of line (i) or (ii)		16,140
Total deductions		0/4774
2d. SIPC Net Operating Revenues		\$
		3
		\$ \frac{85 977}{869777}\$\$ \frac{2,776}{(\text{to page 1, line 2.A.)}}\$