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

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FACING PAGE

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

REPORT FOR THE PERIOD BEGINNING January 2, 2012 (MM/DD/YY) AND ENDING December 31, 2012 (MM/DD/YY)

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: Roosevelt & Cross, Incorporated

OFFICIAL USE ONLY
FIRM I.D. NO.

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

One Exchange Plaza/55 Broadway
(No. and Street)

New York (City) New York (State) 10006 (Zip Code)

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

Raymond J. O'Sullivan 212-504-9361
(Area Code – Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

Louis Sternbach & Company, LLP
(Name – *if individual, state last, first, middle name*)

1333 Broadway - Suite 516 (Address) New York (City) New York (State) 10018 (Zip Code)

CHECK ONE:

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

FOR OFFICIAL USE ONLY

**Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)*

SEC 1410 (06-02)

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OATH OR AFFIRMATION

I, Raymond J. O'Sullivan, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Roosevelt & Cross, Incorporated, as of December 31., 2012, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:

MARIA A. BARREIRO
Notary Public, State of New York
No. 31-4767565
Qualified in New York County
Commission Expires Feb. 28, 2015

Maria A Barreiro
Notary Public

Signature

Chief Financial Officer
Title

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.
- ☒ (e) Statement of Changes in Stockholders' Equity or 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 Requirements Pursuant to Rule 15c3-3.
- ☒ (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.
- ☒ (j) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- ☒ (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- ☒ (l) An Oath or Affirmation.
- ☒ (m) A copy of the SIPC Supplemental Report.
- ☐ (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.

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

ROOSEVELT & CROSS, INCORPORATED

FINANCIAL STATEMENTS

AS OF DECEMBER 31, 2012

LOUIS STERNBACH & COMPANY

CERTIFIED PUBLIC ACCOUNTANTS

LSC

ROOSEVELT & CROSS, INCORPORATED

FINANCIAL STATEMENTS

AS OF DECEMBER 31, 2012

ROOSEVELT & CROSS, INCORPORATED

FINANCIAL STATEMENTS AND EXHIBITS

LOUIS STERNBACH & COMPANY, LLP
CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITORS' REPORT

To the Board of Directors
Roosevelt & Cross, Incorporated

We have audited the accompanying statement of financial condition of Roosevelt & Cross, Incorporated as of December 31, 2012 and the related statements of income, changes in shareholders' equity, changes in liabilities subordinated to claims of general creditors, and cash flows for the year then ended that are filed pursuant to rule 17a-5 under the Securities Exchange Act of 1934. 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 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 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 Roosevelt & Cross, Incorporated as of December 31, 2012, and the results of their operations and their cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Our audit was conducted for the purposes of forming an opinion on the basic financial statements taken as a whole. The supplementary information contained in Schedules I and II required by Rule 17a-5 under the Securities Exchange Act of 1934 is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Louis Sternbach + Company, LLP

Certified Public Accountants

February 8, 2013
New York, New York

ROOSEVELT & CROSS INCORPORATED

STATEMENT OF FINANCIAL CONDITION

AS OF DECEMBER 31, 2012

ASSETS

Cash in bank	$ 1,633,841
Special reserve bank account	4,000,100
Due from customers	3,442,573
Receivables from joint ventures	8,554,737
Participation in other accounts	26,100
Securities fail to deliver	137,732
Interest receivable - State and Municipal Government Obligations	344,623
Interest receivable - United States Government obligations	517
State and Municipal Government Obligations, at market value	74,352,929
United States Government Obligations, at market value	6,303,915
Good faith deposits	93,000
Other receivables	73,064
Fixed assets, at cost less accumulated depreciation of $1,503,241	677,350
Deposits	2,121,256
	$101,761,737

The accompanying notes are an integral part of these financial statements

LIABILITIES AND SHAREHOLDERS' EQUITY

Demand note payable			$ 51,288,000
Due to customers			6,391,168
Bonds failed to receive			10,351
Accrued expenses and taxes payable			2,339,581
			60,029,100
COMMITMENTS AND CONTINGENT LIABILITIES			
SHAREHOLDERS' EQUITY			
Common stock	- $10 par value		
Authorized	- 500,000 shares		
Issued and outstanding	- 316,981 shares	$ 3,169,810	
Capital in excess of par value		26,855,373	
Retained earnings		11,707,454	
Total Shareholders' Equity			41,732,637
			$101,761,737

ROOSEVELT & CROSS INCORPORATED

STATEMENT OF INCOME

FOR THE YEAR ENDED DECEMBER 31, 2012

INCOME		
Trading profits		$30,051,642
Interest		1,470,022
Other income		2,616,877
Total Income		34,138,541
EXPENSES		
Employee compensation and benefits	$27,405,750	
Floor brokerage, exchange and clearance fees	1,175,608	
Communications and data processing	1,540,303	
Interest	70,784	
Occupancy	592,693	
Other expenses	1,723,154	
Depreciation and amortization	136,114	
Total Expenses		32,644,406
INCOME BEFORE PROVISION FOR INCOME TAXES		1,494,135
PROVISION FOR INCOME TAXES		188,464
NET INCOME		$ 1,305,671

The accompanying notes are an integral part of these financial statements

ROOSEVELT & CROSS INCORPORATED

STATEMENT OF CHANGES IN LIABILITIES SUBORDINATED TO CLAIMS OF GENERAL CREDITORS

FOR THE YEAR ENDED DECEMBER 31, 2012

SUBORDINATED LIABILITIES - JANUARY 1, 2012	$ -0-
SUBORDINATED LIABILITIES - DECEMBER 31, 2012	$ -0-

The accompanying notes are an integral part of these financial statements

ROOSEVELT & CROSS INCORPORATED

STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

FOR THE YEAR ENDED DECEMBER 31, 2012

BALANCE - JANUARY 1, 2012			$45,402,432
Add:	Net income	$1,305,671	
	Sale of 18,761 shares of common stock	2,570,257	3,875,928
			49,278,360
Less:	Redemption of 33,175 shares of common stock	4,547,083	
	Dividends paid	2,998,640	7,545,723
BALANCE - DECEMBER 31, 2012			$41,732,637

The accompanying notes are an integral part of these financial statements

ROOSEVELT & CROSS INCORPORATED

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED DECEMBER 31, 2012

CASH FLOW FROM OPERATING ACTIVITIES	
Net Income	$ 1,305,671
Adjustments to reconcile net income to net cash provided by operating activities:	
Depreciation and amortization	136,114
Decrease in operating assets and liabilities, detailed below	3,045,697
Net Cash Provided by Operating Activities	4,487,482
CASH FLOW FROM INVESTING ACTIVITIES	
Capital expenditures, net of retirements	(114,416)
Decrease in security deposits	22,198
Net Cash (Used in) Investing Activities	(92,218)
CASH FLOW FROM FINANCING ACTIVITIES	
Sale of common stock	2,570,257
Redemption of common stock	(4,547,083)
Dividends paid	(2,998,640)
Net Cash (Used in) Financing Activities	(4,975,466)
DECREASE IN CASH	(580,202)
CASH - BEGINNING OF YEAR	2,214,043
CASH - END OF YEAR	$ 1,633,841
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION	
Cash paid during the year for:	
Interest	$ 54,077
Income taxes	$ 184,234

The accompanying notes are an integral part of these financial statements

ROOSEVELT & CROSS INCORPORATED

STATEMENT OF CASH FLOWS - Continued

FOR THE YEAR ENDED DECEMBER 31, 2012

OPERATING ASSETS AND LIABILITIES

(Increase) decrease - Special reserve bank account	($ 4,000,000)
(Increase) decrease - Due from customers	(2,751,329)
(Increase) decrease - Receivables from joint ventures	(3,358,219)
(Increase) decrease - Interest receivable - State, Municipal Government Obligations and United States Government Obligations	(37,770)
(Increase) decrease – State and Municipal Government Obligations, at market value	(11,035,201)
(Increase) decrease - United States Government Obligations, at market value	(994,600)
(Increase) decrease - Participation in other accounts	18,550
(Increase) decrease - Bonds failed to deliver	(137,732)
(Increase) decrease - Good faith deposits	151,693
(Increase) decrease - Other receivables	446,405
Increase (decrease) - Demand note payable	21,573,000
Increase (decrease) - Bonds failed to receive	(393,893)
Increase (decrease) - Due to customers	3,780,492
Increase (decrease) - Accrued expenses and taxes payable	(215,699)
INCREASE IN OPERATING ASSETS AND LIABILITIES	$ 3,045,697

The accompanying notes are an integral part of these financial statements

ROOSEVELT & CROSS INCORPORATED

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2012

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

Roosevelt & Cross, Incorporated ("the Company"), founded in 1946, is registered as a broker-dealer with the Securities and Exchange Commission ("SEC") and is a member of the Financial Industry Regulatory Agency ("FINRA"), formerly the National Association of Securities Dealers, Inc. The Company is a leading senior manager of both negotiated and competitively sold bond issues in New York State, New Jersey, the New England States and is currently expanding into the Pennsylvania region.

The Company specializes in the origination, structuring, underwriting, trading and sale of tax-exempt issues sold in the Northeast. The Company's principal office is in New York City, with branch offices in Buffalo, NY, East Hartford, CT, Jersey City, NJ, Providence, RI and Boston, MA.

TRANSACTIONS

Federal, State and Municipal Obligation transactions are recorded on a settlement date basis, generally the third business day following the transaction date, unless the difference between settlement and trade date is material to the Company's financial statements.

CASH AND CASH EQUIVALENTS

The Company considers all highly liquid investments with original maturities of three months or less to be cash equivalents.

INVENTORY VALUATION

Federal, State and Municipal Obligations are stated at market value and the resultant gain or loss is reflected in the Statement of Income.

FIXED ASSETS

Depreciation has been provided primarily by the use of the straight line and accelerated depreciation methods over the estimated useful life of the assets.

Maintenance and repair costs are charged to operations as incurred, renewals and betterments are charged to the appropriate asset accounts.

On retirement or sale of the property, the respective property accounts are reduced by cost of the property retired or sold and accumulated depreciation thereon is eliminated, and the resulting profits and losses are credited or charged to operations.

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES - continued

INCOME TAXES

The Company is organized as a Sub-Chapter S Corporation for income tax purposes. No provisions have been made for federal or state income taxes, since they are the personal responsibility of the shareholders, The Company is liable for New York City Corporation tax.

NOTE 2 - CUSTOMER ACCOUNTS

Accounts receivable from customers include amounts due on incomplete transactions. Securities held for customers as collateral for these receivables or for safekeeping are not reflected in the financial statements.

NOTE 3 - RECEIVABLES FROM JOINT VENTURES

The Company is the manager of various joint ventures in the purchase and sale of State and Municipal Obligations. The Company, as manager of these joint ventures, advances the funds for the purchase of these bonds and in turn uses the bonds as collateral for their demand loan to provide such funds. At December 31, 2012, the amount advanced on behalf of joint venture participants was $8,554,737.

NOTE 4 - DEMAND NOTES PAYABLE

At December 31, 2012, the Company was indebted to banks for demand loans in the amount of $51,288,000. The aforementioned loans are collateralized by State, Municipal and Government Obligations.

NOTE 5 - COMMITMENTS AND CONTINGENT LIABILITIES

At December 31, 2012 the Company had an open commitment in the amount of $1,604,207 for the State or Municipal bonds purchased on a when-issued basis and not settled as of December 31, 2012.

NOTE 5 - COMMITMENTS AND CONTINGENT LIABILITIES - Continued

The Company's future minimum lease commitments under real estate leases are as follows:

YEAR ENDED	
December 31, 2013	$ 557,479
December 31, 2014	515,387
December 31, 2015	468,416
December 31, 2016	436,211
December 31, 2017	386,271
Thereafter	752,204

Rent expense for the year ended December 31, 2012 amounted to $537,766.

Several leases require cost of living increases and increases in real estate taxes over the base year.

As of December 31, 2012, except as noted above, the Company had no financial instruments with off balance sheet risk of a material nature.

Counsel for the Company advises that there is no litigation of a material nature pending against the Company.

NOTE 6 - NET CAPITAL REQUIREMENTS

As a registered municipal securities broker and member of the Financial Industry Regulatory Authority, Inc., (FINRA), the Company is subject to the Securities and Exchanges Commissions Uniform Net Capital Rule which requires that the Company maintain minimum net capital, as defined, of 6 2/3% of aggregate indebtedness, as defined, or $250,000, whichever is greater. At December 31, 2012, the Company had net capital of $35,322,586 which exceeded the requirements by $34,922,559.

NOTE 7 - FAIR VALUE MEASUREMENTS

Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 820, Fair Value Measurements and Disclosures, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value.

NOTE 7 - FAIR VALUE MEASUREMENTS – continued

The hierarchy gives the highest priority to unadjusted quotes prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The level of the fair value hierarchy under FASB, ASC 820 are described as follows:

Level 1- Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in an active market. This level includes common stocks, corporate bonds or mutual funds based on the closing price reported in the active market where the securities are traded.

Level 2- Inputs to the valuation methodology include quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets or liabilities in inactive markets, inputs other than quoted prices that are observable for the asset or liabilities, inputs that are derived principally from or corroborated by observable market data by correlation or other means.

Level 3 – Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The disclosure of fair value of certain financial assets and liabilities that are recorded at cost is as follows:

Cash- The carrying value approximates fair value due to the short maturity of these instruments.

Receivables- The carrying value of all receivables approximates fair value due to the short maturity of these assets.

All other assets and liabilities carried cost- The carrying value of all other assets and liabilities carried at cost approximates their fair value due to the short maturity of these assets and liabilities.

The fair value of all of the trading account listed below as of December 31, 2012 are based on adjusted, quoted prices in active markets as of the measurement date (Level 2 inputs).

State and Municipal Government Obligations	$74,352,929
U.S. Government Obligations	6,303,915
Total Trading Accounts	$80,656,844

NOTE 8 - USE OF ESTIMATES

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 and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NOTE 9 - CONCENTRATIONS OF CREDIT RISK

The Company is engaged in various trading and brokerage activities in which counterparties primarily include broker-dealers, banks and other financial institutions. In the event counterparties do not fulfill their obligations, the Company may be exposed to risk. The risk of non-payment for a sale or non-receipt of security is reduced through the guarantees by the Depository Trust Clearing Corporation ("DTCC"). Credit risk involving transactions with non-DTCC eligible counter-parties are limited by RVP/DVP clearance methods. The risk of default by an issuer of securities is limited by the Company's policy to review, as necessary, the credit standing of each issuing entity.

NOTE 10 - RELATED PARTY TRANSACTIONS

There have been no related party transactions during the year ended December 31, 2012.

NOTE 11 - SUBSEQUENT EVENTS

The Company has evaluated subsequent events from January 1, 2013 through February 8, 2013, the date which the financial statements were available to be issued. During this period the Company sold shares to shareholders in the amount of $5,635,575.

SCHEDULE I

ROOSEVELT & CROSS INCORPORATED

COMPUTATION OF NET CAPITAL

AS OF DECEMBER 31, 2012

TOTAL SHAREHOLDERS' EQUITY QUALIFIED FOR NET CAPITAL		$41,732,637
DEDUCTIONS OR CHARGES:		
Non-allowable assets:		
Unsecured accounts	$ 79,224	
Partly secured and unsecured accounts	37,000	
Net book value of fixed assets	677,350	
Miscellaneous receivables	78,073	
Total Non-Allowable Assets		871,647
NET CAPITAL BEFORE HAIRCUTS ON SECURITIES POSITIONS		40,860,990
HAIRCUTS		
Contractual securities	46,685	
U.S. and Canadian government obligations	33,044	
State and Municipal government obligations	5,458,675	
Total Haircuts		5,538,404
NET CAPITAL		$35,322,586

ROOSEVELT & CROSS INCORPORATED

COMPUTATION OF AGGREGATE INDEBTEDNESS

AS OF DECEMBER 31, 2012

AGGREGATE INDEBTEDNESS LIABILITIES	
Bonds failed to receive	$ 10,351
Due to customers	6,391,168
Accrued expenses and taxes payable	2,339,581
	8,741,100
Less: Adjustment based upon deposits in special reserve accounts	2,740,703
TOTAL AGGREGATE INDEBTEDNESS	$6,000,397
PERCENTAGE OF AGGREGATE INDEBTEDNESS TO NET CAPITAL	16.99%
PERCENTAGE OF AGGREGATE INDEBTEDNESS TO NET CAPITAL AFTER ANTICIPATED CAPITAL WITHDRAWALS	16.99%

ROOSEVELT & CROSS INCORPORATED

RECONCILIATION OF NET CAPITAL TO SUBMITTED UNAUDITED NET CAPITAL

AS OF DECEMBER 31, 2012

NET CAPITAL PER UNAUDITED X17A-5	$35,322,586
NET CAPITAL PER AUDITED REPORT	$35,322,586

ROOSEVELT & CROSS INCORPORATED

COMPUTATION OF BASIC NET CAPITAL REQUIREMENT

AS OF DECEMBER 31, 2012

MINIMUM NET CAPITAL REQUIRED - 6 2/3% OF TOTAL AGGREGATE INDEBTEDNESS	$ 400,027
MINIMUM DOLLAR NET CAPITAL REQUIREMENT OF REPORTING DEALER	$ 250,000
NET CAPITAL REQUIREMENT	$ 400,027
EXCESS NET CAPITAL	
(Net capital less net capital requirement)	$34,922,559
EXCESS NET CAPITAL AT 1000%	
(Net capital less greater of 10% of aggregate indebtedness or 120% of minimum capital requirement)	$34,722,546

ROOSEVELT & CROSS INCORPORATED

COMPUTATION FOR DETERMINATION OF RESERVE REQUIREMENTS FOR BROKERS-DEALERS UNDER RULE 15c3-3

AS OF DECEMBER 31, 2012

CREDIT BALANCES	
Free credit balances and other balances in customers' accounts	$6,093,701
Customers' bonds failed to receive	10,351
Total Credits	6,104,052
DEBIT BALANCES	
Debit balances in customers' cash and margin accounts excluding unsecured accounts and accounts doubtful of collection net deductions pursuant to Rule 15c3-3	3,363,349
Total Debits	3,363,349
EXCESS OF TOTAL CREDITS OVER TOTAL DEBITS	$2,740,703
COLLATERAL HELD AS DEPOSITS FOR RESERVE REQUIREMENTS	
Cash on deposit in reserve bank account	$4,000,100
$6,000,000 U.S. Treasury Bills 0.00% due 4/04/13, at market value	5,999,040
	$9,999,140

ROOSEVELT & CROSS INCORPORATED

RECONCILIATION OF COMPUTATION FOR DETERMINATION OF RESERVE REQUIREMENTS FOR BROKERS-DEALERS UNDER RULE 15c3-3 TO SUBMITTED UNAUDITED REPORT

AS OF DECEMBER 31, 2012

	PER UNAUDITED X 17A-5	PER AUDITED REPORT
CREDIT BALANCES		
Free credit balances and other balances in customers' accounts	$6,093,701	$6,093,701
Customers' bonds failed to receive	10,351	10,351
Total Credits	6,104,052	6,104,052
DEBIT BALANCES		
Debit balances in customers' cash and margin accounts excluding unsecured accounts and accounts doubtful of collection net of deductions pursuant to Rule 15c3-3	3,363,349	3,363,349
Total Debits	3,363,349	3,363,349
EXCESS OF TOTAL CREDITS OVER TOTAL DEBITS	$2,740,703	$2,740,703
COLLATERAL HELD AS DEPOSITS FOR RESERVE REQUIREMENTS		
Cash on deposit in reserve bank account	$4,000,100	$4,000,100
$6,000,000 U.S. Treasury Bills 0.00% due 04/04/13, at market value	5,999,040	5,999,040
	$9,999,140	$9,999,140

LOUIS STERNBACH & COMPANY, LLP
CERTIFIED PUBLIC ACCOUNTANTS

Independent Accountants' Report on Applying Agreed-Upon Procedures
Related to an Entity's SIPC Assessment Reconciliation

To the Board of Directors
Roosevelt & Cross, Incorporated
1 Exchange Plaza
55 Broadway
New York, NY 10006

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 period from January 1, 2012 to December 31, 2012 which were agreed to by Roosevelt & Cross, Incorporated and the Securities and Exchange Commission, Financial Industry Regulatory Authority, Inc., SIPC, solely to assist you in evaluating Roosevelt & Cross, Incorporated's compliance with the applicable instructions of the General Assessment Reconciliation (Form SIPC-7). Roosevelt & Cross, Incorporated's management is responsible for Roosevelt & Cross, Incorporated'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 Form SIPC-7 with respective cash disbursement records entries noting no differences;

2. Compared the Total Revenue amounts of the audited Form X-17A-5 for the year ended December 31, 2012, noting no differences;

3. Compared any adjustments reported in Form SIPC-7 with supporting schedules and working papers noting no differences;

4. Proved the arithmetical accuracy of the calculations reflected in Form SIPC-7 and in the related schedules and working papers supporting the adjustments noting no differences;

5. Compared the amount of any overpayment applied to the current assessment with the Form SIPC-7, on which it was originally computed noting no differences.

We were not engaged to, and did not conduct an examination, the objective of which would be the expression of any 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.

Louis Sternbach & Company, LLP

Certified Public Accountants

February 8, 2013
New York, New York

ROOSEVELT & CROSS INCORPORATED

SIPC SUPPLEMENTAL REPORT

AS OF DECEMBER 31, 2012

SIPC assessments for the year ended December 31, 2012 totaled $85,169 which were paid as follows:

Period Ended	Date Paid	Amount
June 30, 2012	July 19, 2012	$ 47,738
December 31, 2012	January 13, 2013	37,431
		$ 85,169

LOUIS STERNBACH & COMPANY, LLP
CERTIFIED PUBLIC ACCOUNTANTS

AUDITORS' REPORT ON INTERNAL CONTROL

To the Board of Directors
Roosevelt & Cross, Incorporated

In planning and performing our audit of the financial statements of Roosevelt & Cross, Incorporated (the Company), for the year ended December 31, 2012, 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 and 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. The study included tests of compliance with such practices and procedures that we considered relevant to the objectives stated in rule 17a-5(g) in the following:

1. Making the periodic computations of aggregate indebtedness (or aggregate debits) and net capital under rule 17a-3(a)(11) and the reserve required by rule 15c3-3(e)

2. Making the quarterly securities examinations, counts, verifications, and comparisons, and the recordation of differences required by rule 17a-13

3. Obtaining and maintaining physical possession or control of all fully paid and excess margin securities of customers as required by rule 15c3-3

The management of the Company is responsible for establishing and maintaining an 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 paragraph.

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 deficiency in internal control 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 and correct, 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.

On 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, 2012 to meet the SEC's objectives.

This report is intended solely for the information and use of the Board of Directors, management, the SEC, FINRA 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.

Louis Sternbach & Company, LLP

Certified Public Accountants

February 8, 2013
New York, New York