

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL  
OMB Number: 3235-0123  
Expires: February 28, 2010  
Estimated average burden  
hours per response..... 12.00



15027128

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

SEC FILE NUMBER  
8-40843

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 4/1/14 AND ENDING 3/31/15  
MM/DD/YY MM/DD/YY

**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER: MGI Securities (USA) Inc.  
ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)

OFFICIAL USE ONLY  
FIRM I.D. NO.

(No. and Street)

(City)

(State)

(Zip Code)

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

(Area Code - Telephone Number)

**B. ACCOUNTANT IDENTIFICATION**

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

Deloitte LLP

(Name - if individual, state last, first, middle name)

(Address)

(City)

(State)

(Zip Code)

CHECK ONE:

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

SECURITIES AND EXCHANGE COMMISSION

RECEIVED

MAY 27 2015

DIVISION OF TRADING & MARKETS

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)

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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Financial statements of  
**MGI Securities (USA) Inc.**  
(A wholly-owned subsidiary of MGI Securities Inc.)

March 31, 2014

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1 Place Ville Marie  
Suite 3000  
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Canada

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## INDEPENDENT AUDITORS' REPORT

The Board of Directors of  
MGI Securities (USA) Inc.

We have audited the accompanying financial statements of MGI Securities (USA) Inc. (the "Company"), which comprise the statement of financial position as of March 31, 2014, and the related statements of operations, changes in stockholder's equity and cash flows for the year then ended, and the related notes to the financial statements, that you are filing pursuant to Rule 17a-5 under the Securities Exchange Act of 1934.

### *Management's Responsibility for the Financial Statements*

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### *Auditors' Responsibility*

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 from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design 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. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

*Opinion*

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of MGI Securities (USA) Inc. as of March 31, 2014, and the results of their operations and their cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

*Report on Supplemental Schedules*

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedules 1 and 2 listed in the accompanying table of contents are presented for the purpose of additional analysis and are not a required part of the financial statements, but are supplementary information required by Rule 17a-5 under the Securities Exchange Act of 1934. These schedules are the responsibility of the Company's management and were derived from and relate directly to the underlying accounting and other records used to prepare the financial statements. Such schedules have been subjected to the auditing procedures applied in our audit of the financial statements and certain additional procedures, including comparing and reconciling such schedules 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, such schedules are fairly stated in all material respects in relation to the financial statements as a whole.

*Deloitte LLP*

May 27, 2014  
Montreal, Canada

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<sup>1</sup> CPA auditor, CA, public accountancy permit No. A104630

**MGI Securities (USA) Inc.**

**Statement of operations**

Year ended March 31, 2014

(Expressed in U.S. dollars)

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	\$
<b>Revenue</b>	
Foreign exchange gain exchange loss	(1,911)
<b>Expenses</b>	
General and administration	2,941
<b>Net loss</b>	<u>(4,852)</u>

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

**MGI Securities (USA) Inc.**

**Statement of changes in stockholder's equity**

Year ended March 31, 2014

(Expressed in U.S. dollars)

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	\$
<b>Capital stock, beginning and end of year</b>	<b>287,843</b>
<b>Paid-in capital</b>	
Balance, beginning of year	168,014
Contributions	7,000
Balance, end of year	<b>175,014</b>
<b>Deficit</b>	
Deficit, beginning of year	(142,131)
Net loss	(4,852)
Deficit, end of year	<b>(146,983)</b>
<b>Stockholder's equity, end of year</b>	<b>315,874</b>

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

**MGI Securities (USA) Inc.**  
**Statement of financial position**

As at March 31, 2014  
(Expressed in U.S. dollars)

	Notes	\$
<b>Assets</b>		
Cash	6	311,490
Prepaid expenses		8,984
		<b>320,474</b>
<b>Liabilities</b>		
Accounts payable and accrued liabilities		4,600
<b>Stockholder's equity</b>		
Capital stock	4	287,843
Contributed surplus	4	175,014
Deficit		(146,983)
		<b>315,874</b>
		<b>320,474</b>

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

**MGI Securities (USA) Inc.****Statement of cash flows**

Year ended March 31, 2014

(Expressed in U.S. dollars)

	\$
<b>Operating activities</b>	
Net loss	(4,852)
Adjustments to reconcile net loss to net cash used in operating activities	
Prepaid expenses	(6,865)
Accounts payable and accrued liabilities	(7,950)
	<u>(19,667)</u>
<b>Financing activities</b>	
Contributed Surplus	7,000
	<u>7,000</u>
Decrease in cash	(12,667)
Cash, beginning of year	324,157
Cash, end of year	<u>311,490</u>
<b>Taxes paid</b>	<u>—</u>

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

**MGI Securities (USA) Inc.**  
**Notes to the financial statements**  
March 31, 2014  
(Expressed in U.S. dollars)

---

MGI Securities (USA) Inc. (the "Company") was incorporated under the *Canada Business Corporations Act* on March 11, 2005. In the United States of America ("U.S."), the Company is registered as a broker-dealer in securities under the *Securities Exchange Act of 1934* and is a member of the Financial Industry Regulatory Authority. The Company's primary source of revenue is commission income for securities trade execution for U.S. resident institutional clients. The Company computes its regulatory net capital under the alternative method. The Company clears all transactions with, and for its customers, through its Parent, MGI Securities Inc. (the "Parent"). Through the Parent, the Company has a Clearing Agreement with National Bank Correspondence Network Inc. ("Clearing Broker"). Accordingly, the Company does not hold customer securities or perform custodial functions relating to customer accounts. Continuing operations of the Company are dependent on the Parent's ability to attract and retain clients on behalf of the Company.

The Company is a wholly-owned subsidiary of the Parent, a Canadian-owned and regulated investment dealer. The Parent is a member of the Investment Industry Regulatory Organization of Canada. The Company's head office is located in Toronto, Ontario, Canada.

**1. Significant accounting policies**

These financial statements have been prepared in accordance with U.S. generally accepted accounting principles. The significant accounting policies are as follows:

*(a) Securities transactions and balances*

Customers' securities transactions are recorded on a settlement date basis, with related commission income and expense recorded on a trade date basis. Interest income is recorded on an accrual basis.

**MGI Securities (USA) Inc.**  
**Notes to the financial statements**  
March 31, 2014  
(Expressed in U.S. dollars)

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**1. Significant accounting policies (continued)**

*(b) Translation of foreign currencies*

Monetary assets and liabilities denominated in foreign currencies are translated into U.S. dollars at the year-end rates of exchange. Revenue and expenses related to foreign currency transactions are translated into U.S. dollars at the average rates of exchange prevailing during the year. Gains or losses resulting from foreign currency translation are included in other revenue.

*(c) Income taxes*

The Company uses the asset and liability method of accounting for income taxes. Under the asset and liability method, 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. 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 recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the year that includes the date of enactment.

*(d) Use of estimates*

The preparation of financial statements in conformity with accounting principles generally accepted in the U.S. 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 revenue and expenses during the year. Actual results could differ from those estimates.

**MGI Securities (USA) Inc.**  
**Notes to the financial statements**  
 March 31, 2014  
 (Expressed in U.S. dollars)

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**2. Financial instruments**

*(a) Concentration of credit risk*

All clearing and depository operations for the Company are performed through the Clearing Broker. The Company reviews, as considered necessary, the credit standing of the counterparties with which the Company conducts business. The Company's exposure to credit risk associated with the non-performance counterparties in fulfilling their contractual obligations pursuant to securities transactions can be directly impacted by volatile securities markets, credit markets and regulatory changes. Credit risk is the amount of accounting loss the Company would incur if the counterparty failed to perform its obligations under contractual terms.

*(b) Fair values of financial instruments*

The fair values of financial assets and liabilities approximate their carrying amounts due to their imminent maturity or short-term nature.

**3. Related party transactions and balances**

Under an operating agreement dated August 3, 2005, the Company has entered into an arrangement with the Parent, whereby the Parent will perform certain securities execution and clearing activities and record-keeping services as agent for the Company, as well as providing management and administrative services to the Company.

Management fees of nil were charged to the Company from the Parent during the year.

**4. Capital stock**

*Authorized, unlimited number*

Common shares, no par value

*Issued*

400,100 common shares

\$
<b>287,843</b>

On February 13, 2014, the Company authorized an increase in paid-in capital in the amount of \$7,000. The increase in paid-in capital came by way of cash injection by the Parent and is recorded as contributed surplus on the statement of financial condition.

**5. Regulatory net capital requirement**

In the U.S., as a registered broker-dealer, the Company is subject to the Uniform Net Capital Rule of the Securities and Exchange Commission ("SEC") (Rule 15c3-1), which requires the maintenance of minimum net capital. The Company computes its net capital under the alternative method, which requires that the Company maintain minimum net capital, as defined, equal to the greater of \$250,000 or 2% of aggregate debit items pursuant to SEC Rule 15c3-3. At March 31, 2014, the Company had net capital of \$306,890, which is \$56,890 in excess of the required minimum net capital of \$250,000.

**MGI Securities (USA) Inc.**  
**Notes to the financial statements**  
March 31, 2014  
(Expressed in U.S. dollars)

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**6. Deposit segregated pursuant to federal and other regulations**

A cash amount of \$301,740 has been segregated in a special account for the exclusive benefit of customers under Rule 15c3-3 of the *Securities Exchange Act of 1934* and is included in cash and segregated for regulatory purposes.

**7. Income taxes**

For Canadian tax purposes, the Company files a stand-alone tax return.

The income tax expense included in the statement of operations is determined in accordance with FASB ASC 740, *Accounting for Income Taxes*.

FASB Interpretation No. 48, *Accounting for Uncertainty in Income Taxes*, an interpretation of FASB ASC 740, applies to all tax positions accounted for in accordance with FASB ASC 740. The Company has assessed the impact of this standard and determined there is no material impact on its financial position or results of operations.

As at March 31, 2014, the Company recorded a full valuation allowance against its deferred tax assets as it is not more likely than not that the benefit of the deferred tax assets will be realized.

**8. Subsequent events**

The Company has evaluated the effects of subsequent events that have occurred subsequent to the year-end, March 31, 2014 through May 27, 2014, which is the date the financial statements were issued. During this period, there have been no events that would require recognition in or disclosure in the financial statements.

On April 1, 2014, MGI Securities (USA) Inc. changed its name to IA Securities (USA) Inc.

**MGI Securities (USA) Inc.**

**Schedule of Computation of Net Capital Pursuant to SEC Rule 15c3-1 –  
Schedule 1**

Year ended March 31, 2014

(Expressed in U.S. dollars)

	\$
<b>Total stockholder's equity from statement of financial position</b>	<b>315,874</b>
<b>Less: non-allowable assets</b>	
Prepaid expenses	8,984
<b>Net capital</b>	<b>306,890</b>
<b>Alternative net capital requirement</b>	
2% of combined aggregate debit items as shown in formula for determination of reserve requirements under Rule 15c3-3 (or \$250,000, if greater) – net capital requirement	250,000
<b>Excess net capital</b>	<b>56,890</b>
<b>Net capital in excess of 5% of combined aggregated debit items or 120% of minimum net capital requirement</b>	<b>6,890</b>

The above computation does not differ materially from the computation of reserve requirements under SEC Rule 15c3-3 as at March 31, 2014, filed by the Company on Form X-17A-5 on April 24, 2014.

**MGI Securities (USA) Inc.**

**Schedule of Computation for Determination of Reserve Requirements Pursuant to  
SEC Rule 15c3-3 – Schedule 2**

Year ended March 31, 2014

(Expressed in U.S. dollars)

	\$
<b>Credit balances in customers' securities account</b>	
Customers' securities failed to receive	—
<b>Debit balances in customers' cash and margin accounts</b>	
Failed to deliver of customer securities not older than 30 calendar days	—
3% reduction of aggregate debit items	—
<b>Total debits</b>	—
<b>Reserve computation – excess of total credits over total debits</b>	—
<b>Amount of cash held on deposit on "special account for the exclusive benefit of customers"</b>	<b>301,740</b>

The above computation does not differ materially from the computation of reserve requirements under SEC Rule 15c3-3 as at March 31, 2014, filed by the Company on Form X-17A-5 on April 24, 2014.

**MGI Securities (USA) Inc.**

**Schedule of Computation for Determination of Reserve Requirements Pursuant to  
SEC Rule 15c3-3 – Schedule 2**

Year ended March 31, 2014

(Expressed in U.S. dollars)

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**Report of Independent Registered Public Accounting Firm on  
Internal Control Pursuant to Securities and Exchange  
Commission Rule 17a-5**

The Board of Directors  
MGI Securities (USA) Inc.

In planning and performing our audit of the financial statements of MGI Securities (USA) Inc. (the "Company") as of and for the year ended March 31, 2014 (on which we issued our report dated • and such report expressed an unmodified opinion on those financial statements), 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 an 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 (the "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 compliance with such practices and procedures that we considered relevant to the objectives stated in Rule 17a-5(g) in making the periodic computations of 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 making the quarterly securities examinations, counts, verifications, and comparisons, and the recordation of differences required by Rule 17a-13 or in 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 above-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 and 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.

**MGI Securities (USA) Inc.**  
**Notes to the financial statements**  
March 31, 2014  
(Expressed in U.S. dollars)

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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 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 above.

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 March 31, 2014, to meet the SEC's objectives.

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

Yours truly,



May 27, 2014  
Montreal, Canada



Deloitte LLP  
1 Place Ville Marie  
Suite 3000  
Montreal QC H3B 4T9  
Canada

Tel: 514.393.7115  
Fax: 514.390.4111  
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## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM ON APPLYING AGREED-UPON PROCEDURES PURSUANT TO SEC RULE 17A-5(E)(4)

To the Board of Directors of MGI Securities (USA) 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 General Assessment Reconciliation (Form SIPC-7) to the Securities Investor Protection Corporation (SIPC) for the year ended March 31, 2014, which were agreed to by MGI Securities (USA) Inc. (the Company) and the Securities and Exchange Commission, 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 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 Form SIPC-7 with respective cash disbursement records entries noting no payment;
2. Compared the amounts reported on the audited Form X-17A-5 for the year ended March 31, 2014, as applicable, with the amounts reported in Form SIPC-7 for the year ended March 31, 2014, noting no differences;
3. Compared any adjustments reported in Form SIPC-7 with supporting schedules and working papers noting no adjustment;
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; 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.

May 27, 2014

<sup>1</sup> CPA auditor, CA, public accountancy permit No. A104630

**SIPC-7**

(33-REV 7/10)

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

**General Assessment Reconciliation**

**SIPC-7**

(33-REV 7/10)

For the fiscal year ended March 31<sup>st</sup> / 2014

(Read carefully the instructions in your Working Copy before completing this Form)

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

1. Name of Member, address, Designated Examining Authority, 1934 Act registration no. and month in which fiscal year ends for purposes of the audit requirement of SEC Rule 17a-5:

Note: If any of the information shown on the mailing label requires correction, please e-mail any corrections to form@sipc.org and so indicate on the form filed.

Name and telephone number of person to contact respecting this form.

JAMES ANDREWS (416) 864-2600

2. A. General Assessment (Item 2e from page 2)

\$ 0

B. Less payment made with SIPC-6 filed (exclude interest)

( 7 )

Oct 23 2013  
Date Paid

C. Less prior overpayment applied

( 1.37 )

D. Assessment balance due or (overpayment)

1.37

E. Interest computed on late payment (see instruction E) for \_\_\_\_\_ days at 20% per annum

0

F. Total assessment balance and interest due (or overpayment carried forward)

\$ 1.37

G. PAID WITH THIS FORM:

Check enclosed, payable to SIPC  
Total (must be same as F above)

\$ 0

H. Overpayment carried forward

\$: 1.37

3. Subsidiaries (S) and predecessors (P) included in this form (give name and 1934 Act registration number):

\_\_\_\_\_

The SIPC member submitting this form and the person by whom it is executed represent thereby that all information contained herein is true, correct and complete.

MBI SECURITIES (USA) INC.

(Name of Corporation, Partnership or other organization)

[Signature]  
CFD

(Authorized Signature)

Dated the 31 day of March, 2014

(Title)

This form and the assessment payment is due 60 days after the end of the fiscal year. Retain the Working Copy of this form for a period of not less than 6 years, the latest 2 years in an easily accessible place.

**SIPC REVIEWER**

Dates: Postmarked Received Reviewed

Calculations \_\_\_\_\_ Documentation \_\_\_\_\_ Forward Copy \_\_\_\_\_

Exceptions:

Disposition of exceptions:

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

Amounts for the fiscal period  
beginning April 1, 2013  
and ending March 31, 2014

Eliminate cents

Item No.

2a. Total revenue (FOCUS Line 12; Part IIA Line 9, Code 4030)

\$ 0

2b. Additions:

(1) Total revenues from the securities business of subsidiaries (except foreign subsidiaries) and predecessors not included above.

0

(2) Net loss from principal transactions in securities in trading accounts.

0

(3) Net loss from principal transactions in commodities in trading accounts.

0

(4) Interest and dividend expense deducted in determining item 2a.

0

(5) Net loss from management of or participation in the underwriting or distribution of securities.

0

(6) Expenses other than advertising, printing, registration fees and legal fees deducted in determining net profit from management of or participation in underwriting or distribution of securities.

0

(7) Net loss from securities in investment accounts.

0

Total additions

0

2c. Deductions:

(1) Revenues from the distribution of shares of a registered open end investment company or unit investment trust, from the sale of variable annuities, from the business of insurance, from investment advisory services rendered to registered investment companies or insurance company separate accounts, and from transactions in security futures products

0

(2) Revenues from commodity transactions.

0

(3) Commissions, floor brokerage and clearance paid to other SIPC members in connection with securities transactions.

0

(4) Reimbursements for postage in connection with proxy solicitation.

0

(5) Net gain from securities in investment accounts.

0

(6) 100% of commissions and markups earned from transactions in (i) certificates of deposit and (ii) Treasury bills, bankers acceptances or commercial paper that mature nine months or less from issuance date.

0

(7) Direct expenses of printing advertising and legal fees incurred in connection with other revenue related to the securities business (revenue defined by Section 169(L) of the Act)

0

(8) Other revenue not related either directly or indirectly to the securities business (See Instruction C):

0

(Deductions in excess of \$100,000 require documentation)

(9) (i) Total interest and dividend expense (FOCUS Line 22, PART IIA Line 13, Code 4075 plus line 2b(4) above) but not in excess of total interest and dividend income

\$ 0

(ii) 40% of margin interest earned on customers securities accounts (40% of FOCUS line 5 Code 3980)

\$ 0

Enter the greater of line (i) or (ii)

0

Total deductions

0

2d. SIPC Net Operating Revenues

\$ 0

2e. General Assessment @ .0025

\$ 0

(to page 1, line 2 A.)