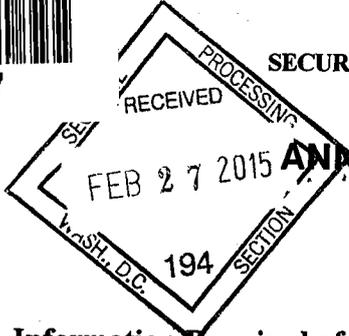


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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0123 Expires: March 31, 2016 Estimated average burden hours per response... 12.00

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

SEC FILE NUMBER 8-39590

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 01/01/14 AND ENDING 12/31/14 MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: Cutter and Company Brokerage, Inc. OFFICIAL USE ONLY

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.) 15415 Clayton Road FIRM I.D. NO.

Ballwin MD 63011 (City) (State) (Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT Deborah Castiglioni 636-537-8770 (Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report* Holt & Patterson, LLC (Name - if individual, state last, first, middle name)

260 Chesterfield Industrial Blvd Chesterfield MD 63005 (Address) (City) (State) (Zip Code)

CHECK ONE:

- [x] 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)

KW 3/10

OATH OR AFFIRMATION

I, William L. Meyer, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Cutter and Company Brokerage, Inc., as of December 31, 20 14, 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:

NONE

[Signature]
Signature
President
Title

[Signature]
Notary Public



STACY R. SCHAEFER
My Commission Expires
June 2, 2018
St. Charles County
Commission #14396100

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~~ Cash Flows
- (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).



Cutter and Company Brokerage, Inc.

**Audited Financial Statements
For the Year Ended December 31, 2014**

Crd #: 22449

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Independent Auditors' Report

Board of Directors and Stockholders
Cutter and Company Brokerage, Inc.
Ballwin, MO

Report of Independent Registered Public Accounting Firm

We have audited the accompanying statement of financial condition of Cutter and Company Brokerage, Inc. as of December 31, 2014, and the related statements of income, changes in stockholders' equity, and cash flows for the year then ended. These financial statements are the responsibility of Cutter and Company Brokerage, Inc.'s management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). 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 reasonable basis for our opinion.

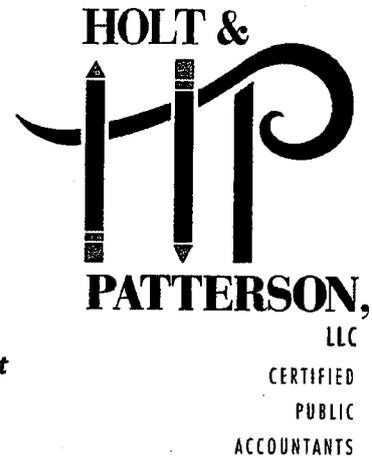
In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Cutter and Company Brokerage, Inc. as of December 31, 2014, and the results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States.

260 CHESTERFIELD INDUSTRIAL BLVD.
CHESTERFIELD, MO 63005
PHONE 636/530-1040
FAX 636/530-1101

The supplemental information located on pages 17-18 has been subjected to audit procedures performed in conjunction with the audit of Cutter and Company Brokerage, Inc.'s financial statements. The supplemental information is the responsibility of Cutter and Company Brokerage, Inc.'s management. Our audit procedures included determining whether the supplemental information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental information. In forming our opinion on the supplemental information, we evaluated whether the supplemental information, including its form and content, is presented in conformity with 17 C.F.R. § 240.17a-5. In our opinion, the supplemental information is fairly stated, in all material respects, in relation to the financial statements as a whole.



Holt & Patterson, LLC
Chesterfield, MO 63005
February 23, 2015



Independent Accountants' Review Report

Board of Directors and Stockholders
Cutter and Company Brokerage, Inc.
Ballwin, MO

Report of Independent Registered Public Accounting Firm

We have reviewed management's statements, included in the accompanying Exemption Report, in which (1) Cutter and Company Brokerage, Inc. identified the following provisions of 17 C.F.R. § 15c3-3(k) under which Cutter and Company Brokerage, Inc. claimed an exemption from 17. C.F.R. § 240.15c3.3: (2) (ii) (the "exemption provision") and (2) Cutter and Company Brokerage, Inc. stated that Cutter and Company Brokerage, Inc. met the identified exemption provisions through the most recent fiscal year without exception. Cutter and Company Brokerage, Inc.'s management is responsible for compliance with the exemption provisions and its statements.

Our review was conducted in accordance with the Standards of the Public Company Accounting Oversight Board (United States) and, accordingly, included inquiries and other required procedures to obtain evidence about Cutter and Company Brokerage, Inc.'s compliance with the exemption provisions. A review is substantially less in scope than an examination, the objective of which is the expression of an opinion on management's statements. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to management's statements referred to above for them to be fairly stated, in all material respects, based on the conditions set forth in paragraph (k)(2)(ii) of Rule 15c3-3 under the Securities Exchange Act of 1934.

Holt & Patterson, LLC
Chesterfield, MO 63005
February 23, 2015

260 CHESTERFIELD INDUSTRIAL BLVD.

CHESTERFIELD, MO 63005

PHONE 636/530-1040

FAX 636/530-1101

CUTTER AND COMPANY BROKERAGE, INC.

STATEMENT OF FINANCIAL CONDITION

For the Year Ended December 31, 2014

ASSETS

CURRENT ASSETS

Cash	\$	558,802
Marketable Securities Owned, at Market Value		120,756
Accounts Receivable		455,411
Note Recieveable - Short Term		6,667
Broker Advances		3,436
Prepaid Expenses		<u>29,609</u>

TOTAL CURRENT ASSETS 1,174,681

FIXED ASSETS

Furniture and Fixtures		59,587
Equipment		25,963
Improvements		43,715
Computer and Software		58,390
Accumulated Depreciation		<u>(153,860)</u>

TOTAL FIXED ASSETS 33,795

OTHER ASSETS

Note Recieveable - Long Term		1,333
Deferred Tax Benefit		30,527
Deposits		<u>127,721</u>

TOTAL OTHER ASSETS 159,581

TOTAL ASSETS \$ 1,368,057

See Independent Auditors' Report and Notes to the Financial Statements

CUTTER AND COMPANY BROKERAGE, INC.
STATEMENT OF FINANCIAL CONDITION
For the Year Ended December 31, 2014

LIABILITIES AND STOCKHOLDERS' EQUITY

CURRENT LIABILITIES

Accounts Payable	\$ 8,127
Accrued Wages and Commissions	421,247
401(k) Payable	53,555
Corporate Income Tax Payable	<u> </u>
TOTAL CURRENT LIABILITIES	<u>482,929</u>

LONG TERM LIABILITIES

	<u>-</u>
TOTAL LONG TERM LIABILITIES	<u>-</u>
TOTAL LIABILITIES	482,929

STOCKHOLDERS' EQUITY

Common Stock, \$1 par value, 30,000 shares authorized, 5,333 shares issued and outstanding	5,333
Additional Paid-in Capital	124,515
Retained Earnings	788,731
Accumulated Other Comprehensive Income	(100,182)
Current Earnings	<u>66,731</u>
TOTAL STOCKHOLDERS' EQUITY	<u>885,128</u>

TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	<u><u>\$ 1,368,057</u></u>
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See Independent Auditors' Report and Notes to the Financial Statements

CUTTER AND COMPANY BROKERAGE, INC.**STATEMENT OF INCOME**

For the Year Ended December 31, 2014

	<u>2014</u>	<u>%</u>
INCOME		
Commission Income	\$ 4,722,283	42.168
Advisory Fee Income	6,462,997	57.712
Dividend Income	5,070	0.045
Interest Income	<u>8,418</u>	<u>0.075</u>
TOTAL INCOME	<u>11,198,768</u>	<u>100.00</u>
OPERATING EXPENSES		
Advertising	2,876	0.03
Leads	10,267	0.09
Mileage Reimbursement	120	0.00
Bank Charges	562	0.01
Charitable Contributions	9,163	0.08
Club Dues	11,695	0.10
Clearing Charges and Exchange Fees	284,337	2.54
Outside Broker Commission	8,464,953	75.59
Depreciation Expense	7,397	0.07
Dues and Subscriptions	33,485	0.30
HRA Expenses	603	0.01
401(k) Expenses	98,748	0.88
Promotions	10,613	0.09
Insurance	64,294	0.57
Interest Expense	933	0.01
Accounting and Audit Fees	13,693	0.12
Legal and Professional Fees	-	-
Licenses Expense	1,146	0.01
Business Meeting	6,257	0.06
Meals and Entertainment	15,840	0.14
Miscellaneous Expense	2,375	0.02
Office Expense	23,610	0.21
Payroll Taxes	83,807	0.75
Payroll Services	3,631	0.03
Postage and Delivery	9,847	0.09
Registration Fees	15,183	0.14
Rent Expense	168,300	1.50
Repairs and Maintenance	100,926	0.90
Salaries	1,630,074	14.56
Office Supplies	5,962	0.05
De Minimis Fringes	3,465	0.03
Copier Contract expense	5,308	0.05
Phone and Communication	15,018	0.13
Travel	11,120	0.10
Training and Professional Development	4,619	0.04
Recruitment	3,380	0.03
Outside Consulting	3,167	0.03
Other Taxes	<u>773</u>	<u>0.01</u>
TOTAL OPERATING EXPENSES	<u>11,127,547</u>	<u>99.36</u>
INCOME (LOSS) FROM OPERATIONS	<u>\$ 71,221</u>	<u>0.64</u>

See Independent Auditors' Report and Notes to the Financial Statements

CUTTER AND COMPANY BROKERAGE, INC.**STATEMENT OF INCOME**

For the Year Ended December 31, 2014

	<u>2014</u>	<u>%</u>
OTHER INCOME		
Miscellaneous Income	\$ 9,624	0.086
Gain on Sale of Investments	805	0.007
TOTAL OTHER INCOME	<u>10,429</u>	<u>0.09</u>
OTHER EXPENSES		
Loss on Deposal of Fixed Assets	-	0.00
TOTAL EXPENSES	<u>-</u>	<u>0.00</u>
INCOME BEFORE TAXES	<u>81,650</u>	<u>0.73</u>
INCOME TAX		
Federal Income Tax Expense	11,406	0.10
State Income Tax Expense	4,433	0.04
Deferred Federal Income Tax Expense (Benefit)	(657)	-0.01
Deferred State Income Tax Expense (Benefit)	<u>(263)</u>	<u>0.00</u>
TOTAL INCOME TAX	<u>14,919</u>	<u>0.13</u>
NET INCOME	<u>\$ 66,731</u>	<u>60%</u>

See Independent Auditors' Report and Notes to the Financial Statements

CUTTER AND COMPANY BROKERAGE, INC.
STATEMENT OF CHANGES IN STOCKHOLDER' EQUITY
For the Year Ended December 31, 2014

	Common Stock	Additional Paid-In Capital	Retained Earnings	Accumulated Other Comprehensive Income	Total
BALANCE AT DECEMBER 31, 2013	\$ 5,333	\$ 124,515	\$ 788,731	\$ (108,264)	\$ 810,312
COMPREHENSIVE INCOME					
Net Income			66,731		66,731
Other Comprehensive Income:					
Unrealized Gains (Losses) on Securities				10,230	10,230
Unrealized Holding Gains (Losses)					
Arising During the Period					-
Less: Reclassification Adjustment					-
Income Tax Expense Related to Other					-
Comprehensive Income				-2148	(2,148)
Total Other Comprehensive Income:					8,082
TOTAL COMPREHENSIVE INCOME					74,813
BALANCE AT DECEMBER 31, 2014	<u>\$ 5,333</u>	<u>\$ 124,515</u>	<u>\$ 855,462</u>	<u>\$ (100,182)</u>	<u>\$ 885,125</u>

See Independent Auditors' Report and Notes to the Financial Statements

CUTTER AND COMPANY BROKERAGE, INC.

STATEMENT OF CASH FLOWS

For the Year Ended December 31, 2014

CASH FLOE FROM OPERATING ACTIVITIES:

Net Income \$ 66,731

Adjustments to reconcile net income to net cash provided by operating activities:

Depreciation 7,397
Deferred Income Tax Expense (Benefit) (920)
Loss on Disposal of Fixed Asset -
Gain on Sale of Investments (805)
Decrease (Increase) in Accounts Receivable (143,155)
Decrease (Increase) in Prepaid Expenses (20,897)
Decrease (Increase) in Deposit 1,506
Decrease (Increase) in Other Assets 1,148
Increase (Decrease) in Accounts Payable (11,136)
Increase (Decrease) in Accrued Expenses 84,599
Increase (Decrease) in Corporate Income Tax Payable (16,084)
Total Adjustments (98,347)

NET CASH PROVIDED BY OPERATING ACTIVITIES \$ (31,616)

CASH FLOWS FROM INVESTING ACTIVITES:

Note Receivable: Broker Advance (8,000)
Purchase of Fixed Assets (3,131)

NET CASH USED IN INVESTING ACTIVITIES (11,131)

CASH FLOWS FROM FINANCING ACTIVITES:

Proceeds from investments sold 805

NET CASH USED IN FINANCING ACTIVITIES 805

NET INCREASE IN CASH AND CASH EQUIVALENTS (41,940)

CASH AND CASH EQUIVALENTS, beginning of year 600,742

CASH AND CASH EQUIVALENTS, end of year \$ 558,802

Supplemental Disclosure:

Interest Paid 933

Corporate Income Tax Paid 39,899

See Independent Auditors' Report and Notes to the Financial Statements

CUTTER AND COMPANY BROKERAGE, INC.

NOTES TO FINANCIAL STATEMENTS

For the Year Ended December 31, 2014

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Business Operations:

Cutter and Company Brokerage, Inc. (the Company) is a broker/dealer and was formed for the purpose of trading and dealing in stocks, bonds and all other securities. The Company is registered with the Securities and Exchange Commission (SEC) and is a member of various exchanges and the Financial Industry Regulatory Authority (FINRA). The Company does not hold funds or securities for customers, owe money for securities to customers and does not otherwise carry customer accounts. Accordingly, the Company is exempt from SEC Rule 15c3-3 under the K(2)(ii) exemption.

Accounting Method:

The accrual method of accounting is utilized by recognizing income when earned and expenses when incurred. For income tax purposes, the Company reports under the accrual basis of accounting.

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 amounts reported in the financial statements and accompanying notes. Actual results inevitably will differ from those estimates, and such differences may be material to the financial statements.

Concentrations of Credit Risk:

The Company is engaged in various trading and brokerage activities in which counter-parties primarily include banks and other financial institutions. In the event counter-parties do not fulfill their obligations, the Company may be exposed to risk. The risk of default depends on the creditworthiness of the counter-party or issuer of the instrument. It is the Company's policy to review, as necessary, the credit standing of each counter-party.

At times throughout the year, the Company may maintain certain bank accounts in excess of the FDIC insured limits.

Cash Equivalents:

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

See independent auditors' report

CUTTER AND COMPANY BROKERAGE, INC.
NOTES TO FINANCIAL STATEMENTS
For the Year Ended December 31, 2014

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Cash and Securities Segregated Under Federal and Other Regulations

No cash has been segregated in a special account for the benefit of customers under Rule 15c3-3 of the Securities and Exchange Commission. The Company does not hold any customer funds, and accordingly, no reserve account is required.

Accounts Receivable:

The Company has elected to use the reserve method in accounting for bad debts. Under this method, all uncollectible accounts are charged to the allowance account and the bad debt expense is determined by adjusting the balance in the allowance account to a reserve considered reasonable by management. No allowance for doubtful accounts was considered necessary at December 31, 2014. Bad debt expense at December 31, 2014 was \$-0.

Advertising Costs:

Non-direct-response advertising costs are expensed in the year incurred. The Company did not incur any direct-response advertising costs during the period ended December 31, 2014.

Marketable Securities:

Marketable securities are stated at market value. Market value and cost at December 31, 2014 , was as follows:

	2014
Cost	\$ 247,569
Market Value	\$ 120,755

Property and Equipment:

Depreciation of property and equipment is provided for in the financial statements using the straight-line and accelerated methods over the estimated useful lives of the assets. Expenditures for major renewals and betterments that extend the useful lives of property and equipment are capitalized. Expenditures for maintenance and repairs are charged to expense as incurred. Depreciation expense charged to operations for the year ended December 31, 2014 and was \$7,397.00.

See independent auditors' report

CUTTER AND COMPANY BROKERAGE, INC.
NOTES TO FINANCIAL STATEMENTS
For the Year Ended December 31, 2014

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Property and equipment are summarized by the major classifications as follows:

Useful Lives for Purposes of:

<u>Classification</u>	<u>Depreciation</u>
Furniture &	5-7 years
Equipment	5-7 years
Improvements	39 years
Computers	5 years

The Company has not recorded depreciation in accordance with generally accepted accounting principles. The effects of this departure from generally accepted accounting principles are not material.

NOTE 2: RETIREMENT PLAN

At the beginning of 2006, the Company elected to adopt a safe harbor plan for the Company match and still maintain the discretionary profit sharing plan contributions for all eligible employees. With this plan, the Company match changed to match 100% of the first 3% withheld and 50% of the next 4th and 5th percent elected to defer. For the years ended December 31, 2014, the Company elected to contribute an overall percentage of 2.1% of gross wages to the plan. The employer match, profit sharing plan contribution and fees charged to operations for the years ended December 31, 2014 was \$98,748, respectively.

NOTE 3: DEFERRED TAXES:

The Company has adopted FASB Accounting Standards Codification 740-10, Income Taxes, to account for deferred income taxes. Deferred taxes are computed based on the tax liability or benefit in future years of the reversal of temporary differences in the recognition of income or deduction of expenses between financial and tax reporting purposes. The difference between tax expense and taxes currently payable is reflected in the balance sheet as deferred taxes. The items resulting in deferred taxes are as follows:

	2014
Depreciation	\$ (6,937)
Contributions (expires 2015)	-
Capital Loss (expires 2016)	25,500
Other Comprehensive Income	126,813
Attributable to Unrealized Holding Losses on Securities	-
Total	\$ 145,376

See independent auditors' report

CUTTER AND COMPANY BROKERAGE, INC.

NOTES TO FINANCIAL STATEMENTS

For the Year Ended December 31, 2014

NOTE 3: DEFERRED TAXES (Continued)

Deferred tax assets and/or liabilities are classified as current and noncurrent based on the classification of the related asset or liability for financial reporting purposes, or based on the expected reversal date for deferred taxes that are not related to an asset or liability. At December 31, 2014, the Company had total long-term deferred tax assets of \$30,527.

NOTE 4: INCOME TAXES

The Company implemented FASB Accounting Standards Codification 740-10, Income Taxes. Included in this is a requirement under Accounting for Uncertainty in Income Taxes that realization of an uncertain income tax position must be "more likely than not" (i.e. greater than 50% likelihood of receiving a benefit or expense) before it should be recognized in the financial statements as the amount most likely to be realized assuming a review by the authorities having all relevant information and applying current conventions. The code section also clarifies the financial statement classification of potential tax-related penalties and interest and sets forth new disclosures regarding unrecognized tax benefits or expense. The Company assessed its federal and state tax positions and determined there were no uncertainties or possible related effects that need to be recorded as of or for the year ended December 31, 2014.

The federal and state income tax returns for the Corporation for 2011, 2012, 2013 and 2014 are subject to examination by the respective taxing authorities generally for three years after they are filed.

The Company's policy for reporting interest and penalties related to income taxes is to expense as they are incurred. The Company feels there is a more likely than not chance that all tax positions will be fully recognized; therefore, no provision for potential interest or penalties on these tax positions have been made. The total penalties and interest the Company paid for 2014 was \$ -.

NOTE 5: COMMITMENTS AND CONTINGENCIES

The Company has obligations under operating leases with initial non-cancelable terms in excess of one year. Future aggregate annual rental for office space at December 31, 2014, is approximately

2015	\$	7,622
2016		6,352
2017 and thereafter		-
Total	\$	<u>13,974</u>

See independent auditors' report

CUTTER AND COMPANY BROKERAGE, INC.
NOTES TO FINANCIAL STATEMENTS
For the Year Ended December 31, 2014

NOTE 5: COMMITMENTS AND CONTINGENCIES (Continued)

During 2011, the Company negotiated the terms of the lease agreement to decrease the square footage. The re-negotiation required the Company to pay a buyout. In lieu of a cash payment the Company paid for improvements to the building. These improvements were recorded as rent expense totaling \$61,442. The lease was renewed December 2014 and calls for monthly rent payments of \$15,525 on a month to month basis.

Rent expense charged to operations for the years ended December 31, 2014, was \$168,300.

In the normal course of business, the Company is party to litigation and arbitration actions involving their broker activities. It is management's opinion that sufficient reserves have been provided for the financial statements and that errors and omission insurance coverage is adequate to provide for any significant judgments resulting from said litigation or arbitration.

NOTE 6: RELATED PARTY TRANSACTIONS

The Company leases the building from with Cutter & Company Real Estate Holding, LLC which is owned by the stockholders. See Note 5.

NOTE 7: NET CAPITAL REQUIREMENTS

The Company is subject to the Uniform Net Capital Rule of the Securities and Exchange Commission. Under the Rule, the Company's aggregate indebtedness to all other persons cannot exceed 1500% of net capital. The Rule also requires that equity capital may not be withdrawn or cash dividends paid if the Company's net capital would fail to exceed 120% of the minimum dollar amount required. At December 31, 2014, the Company had the following allowable net capital of \$655,920, respectively, which was \$605,920 in excess of the minimum required. The percentage of aggregate indebtedness to net capital at December 31, 2014, was 74%.

NOTE 8: SIGNIFICANT CONCENTRATIONS

Generally accepted accounting principles require disclosure of current vulnerabilities due to certain concentrations. Those matters include the following:

Major Brokers

The Company has one broker that makes up 28% respectively, during 2014 of the total outside broker commission paid out. While this is a significant concentration, it is less of a concern because the Company only retains ten percent of the brokers' gross revenues.

See independent auditors' report

CUTTER AND COMPANY BROKERAGE, INC.
NOTES TO FINANCIAL STATEMENTS
For the Year Ended December 31, 2014

NOTE 9: FAIR VALUE MEASUREMENT

Included in the financial statements are certain financial instruments carried at fair value. The fair value of an asset is the amount at which that asset could be bought or sold in a current transaction between willing parties, that is, other than in a forced liquidation sale. The fair value of a liability is the amount at which that liability could be incurred or settled in a current transaction between willing parties, that is, other than in a forced or liquidation sale. FASB ASC 820, *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels 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 and liabilities in active markets accessible at the measurement date.

Level 2: Inputs to the valuation methodology include quoted prices for similar assets or liabilities in active markets, quoted prices for identical assets or liabilities in inactive markets, inputs other than quoted prices that are observable for the asset or liability, and other inputs that are observable or can be corroborated by market data for the term of the instrument. Such inputs include market rates and volatilities, spreads and yield curves. If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3: Certain inputs are unobservable (supported by little or no market activity) and significant to the fair value measurement. Unobservable inputs reflect the Company's best estimate of what hypothetical market participants would use to determine a transaction price for the asset or liability at the reporting date.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2014.

Common stocks, corporate bonds, and U.S. government bonds and securities – Valued at the closing price reported on the active market on which the individual securities are traded.

Mutual funds – Valued at the net asset value (NAV) of shares held by the Company at year-end.

See independent auditors' report

CUTTER AND COMPANY BROKERAGE, INC.
NOTES TO FINANCIAL STATEMENTS
For the Year Ended December 31, 2014

NOTE 9: FAIR VALUE MEASUREMENT (Continued)

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Company believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following tables sets forth by level, within the fair value hierarchy, the Company's assets at fair value:

Description	<u>12/31/2014</u>	Quoted Prices in Activate Markets for Identical Assets <u>(Level 1)</u>	Significant Other Observable Inputs <u>(Level 2)</u>	Significant Unobservable Inputs <u>(Level 3)</u>
Trading securities				
Equity securities	\$ 83,256	\$ 83,256	\$ -0-	\$ -0-
Total trading securities	<u>83,256</u>	<u>83,256</u>	<u>-0-</u>	<u>-0-</u>
Private equity investments	<u>37,500</u>	<u>-0-</u>	<u>-0-</u>	<u>37,500</u>
Total	<u>\$ 120,756</u>	<u>\$ 83,256</u>	<u>\$ -0-</u>	<u>\$ 37,500</u>

Level 3 Assets Year Ended December 31, 2014

Balance, beginning of year	\$ 37,500
Unrealized gains (losses)	(-)
Balance, end of year	<u>\$ 37,500</u>

NOTE 11: DATE OF MANAGEMENT REVIEW

In preparing these financial statements, the Company has evaluated events and transactions for potential recognition or disclosures through February 23, 2015, the date of the management representation letter and the date the financial statements were available to be issued.

See independent auditors' report

Cutter and Company Brokerage, Inc.

COMPUTATION OF NET CAPITAL

As of December 31, 2014

Net Capital Computation:

Stockholders' Equity	\$ 885,128
Deduction and/or charges	
<hr/>	
Total Stockholders' Equity Qualified for Net Capital	885,128
Less: Non-allowable Assets:	
Property and Equipment	33,796
Other Assets	84,203
Accounts Receivable	68,428
Prepaid Expenses	29,609
Haircut on Securities	12,488
Other Deductions	684
Subtotal	<hr/> 229,208
Net Capital	<hr/> <u>\$ 655,920</u>

See Independent Auditors' Report and Notes to the Financial Statements

Cutter and Company Brokerage, Inc.

COMPUTATION OF NET CAPITAL REQUIREMENT

As of December 31, 2014

Minimum Net Capital Required (6 2/3% of Aggregate Indebtedness)	\$	32,195
Minimum Dollar Net Capital Required	\$	50,000
Net Capital Requirement (Greater of the Above)	\$	50,000
Excess Net Capital	\$	605,920
Percentage of Aggregate Indebtedness to Net Capital		74%
Percentage of Debt to Debt-Equity		N/A

SCHEDULE OF AGGREGATE INDEBTEDNESS

Account Payable	\$	8,127.00
Income Taxes Payable		
Accrued Expenses		<u>474,801.67</u>
		<u>\$ 482,928.67</u>

RECONCILIATION WITH COMPANY'S COMPUTATION

Net capital, as reported in Company's Part II (Unaudited)

FOCUS Report	\$	630,774.00
Net Audit adjustments		<u>25,146.00</u>
		<u>\$ 655,920.00</u>

There are no material difference between the net capital calculation compared to the broker/dealer's Part II of form X-17A-5(a).

See Independent Auditors' Report and Notes to the Financial Statements



EXEMPTION REPORT
SEC Rule 17a5(d)(4)

Cutter and Company Brokerage, Inc.

The below information is designed to meet the Exemption Report criteria pursuant to SEC Rule 17a5(d)(4):

- Cutter and Company Brokerage, Inc. is a broker/dealer registered with the SEC and FINRA.
- Cutter and Company Brokerage, Inc. claimed an exemption under paragraph (k)(2)(ii) of Rule 15c3-3 for the fiscal year ended December 31, 2014.
- Cutter and Company Brokerage, Inc. is exempt from the provisions of Rule 15c3-3 because it meets conditions set forth in paragraph (k)(2)(ii) of the rule, of which, the identity of the specific conditions are as follows:

The provisions of the Customer Protection Rule shall not be applicable to a broker or dealer who, as an introducing broker or dealer, clears all transactions with and for customers on a fully disclosed basis with a clearing broker or dealer, and who promptly transmits all customer funds and securities to the clearing broker or dealer which carries all of the accounts of such customers and maintains and preserves such books and records pertaining thereto pursuant to the requirements of Rule 17a-3 and rule 17a-4, as are customarily made and kept by a clearing broker or dealer.

- Cutter and Company Brokerage, Inc. has met the identified exemption provisions in paragraph k(2)(ii) of Rule 15c3-3 throughout the period of June 1st, 2014 through December 31, 2014 without exception.

The above statements are true and correct to the best of my and the Firm's knowledge.

Deborah Castiglioni

CEO



February 23, 2014

To the Board of Directors
Cutter and Company Brokerage, Inc.
15414 Clayton Rd.
Ballwin, MO 63011

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 to the Securities Investor Protection Corporation (SIPC) for the year ended December 31, 2014, which were agreed to by Cutter and Company Brokerage, Inc. and the Securities and Exchange Commission, Financial Industry Regulatory Authority, Inc., and SIPC, solely to assist you with the other specified parties in evaluating Cutter and Company Brokerage, Inc.'s compliance with the applicable instructions of the Assessment Reconciliation (Form SIPC-7). Cutter and Company Brokerage, Inc.'s management is responsible for the Cutter and Company Brokerage, Inc.'s compliance with those requirements. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of those parties specified in this report. Consequently, we make no representation regarding the sufficiency of 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 finding are as follows:

1. Compared the listed assessment payments in Form SIPC-7 with respective cash disbursement records entries, including the cash disbursements journal, noting no differences;
2. Compared the amounts reported on the audited Form X-17A-5 for the year ended December 31, 2014, as applicable, with the amounts reported in Form SIPC-7 for the year ended December 31, 2014 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, including an income statement for the period, supporting the adjustments noting no differences; and

260 CHESTERFIELD INDUSTRIAL BLVD.

CHESTERFIELD, MO 63005

PHONE 636/530-1040

FAX 636/530-1101

5. Compared the amount of any overpayments applied to the current assessment with the Form SIPC-7 on which it was originally computed noting this was not applicable.

We were not engaged to, and did not conduct an examination, the objectives 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.

A handwritten signature in black ink, appearing to be "Holt & Patterson, LLC", written in a cursive style.

Holt & Patterson, LLC

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 12/31/2014

(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:

19*19*****2754*****MIXED AADC 220
039590 FINRA DEC
CUTTER & CO BROKERAGE INC
D/B/A CUTTER & COMPANY INC
15415 CLAYTON RD
BALLWIN MO 63011-3125

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.

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

\$ 19,324

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

(9,328)

7-29-2014
Date Paid

C. Less prior overpayment applied

(_____)

D. Assessment balance due or (overpayment)

9996

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

9996

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

\$ 9996

G. PAID WITH THIS FORM:

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

\$ 9996

H. Overpayment carried forward

\$(_____)

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

I, 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.

Cutter and Company Brokerage, Inc.
(Name of Corporation, Partnership or other organization)

Robert C. Holsinger
(Authorized Signature)

CEO
(Title)

Dated the 25 day of February, 2014.

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.

RECEIVED
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 1/1/2014
and ending 12/31/2014

Eliminate cents

1 Form No.
2 Total revenue (FOCUS Line 12/Part IIA Line 9, Code 4030)

\$ 11,209,197

2b. Additions:

- (1) Total revenues from the securities business of subsidiaries (except foreign subsidiaries) and predecessors not included above.
- (2) Net loss from principal transactions in securities in trading accounts.
- (3) Net loss from principal transactions in commodities in trading accounts.
- (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 legal fees deducted in determining net profit from management of or participation in underwriting or distribution of securities.
- (7) Net loss from securities in investment accounts.

Total additions

c. 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.
- (2) Revenues from commodity transactions.
- (3) Commissions, floor brokerage and clearance paid to other SIPC members in connection with securities transactions.
- (4) Reimbursements for postage in connection with proxy solicitation.
- (5) Net gain from securities in investment accounts.
- (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.
- (7) Direct expenses of printing advertising and legal fees incurred in connection with other revenue related to the securities business (revenue defined by Section 16(9)(L) of the Act).
- (8) Other revenue not related either directly or indirectly to the securities business.
(See Instruction C):

3,061,979

245,714

805

Rental & Other Income
(Deductions in excess of \$100,000 require documentation)

164,901

(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.

\$ 933

(ii) 40% of margin interest earned on customers securities accounts (40% of FOCUS line 5, Code 3960).

\$ 6270

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

6270

Total deductions

3,479,669

SIPC Net Operating Revenues

\$ 7,729,528

General Assessment @ .0025

\$ 19,324

(to page 1, line 2.A.)