

# **UNITEDSTATES SECURITIES AND EXCHANGE COMMISSION**

ANNUAL AUDITED REPO FORM X-17

Washington, D.C. 20549

OMB Number:	3235-0123
Expires: Fe Estimated aver hours per response	bruary 28, 2010
Estimated aver	age burden
hours per respo	nse12.00

12/31/09

OMB APPROVAL

2.00

SEC FILE NUMBER **8**-67780

**FACING PAGE** 

PART I

Information Required of Brokers and Dealer ection 17 of the Securities Exchange Act of 1934 and Rale Thereunder

01/01/09

AND		
MM/DD/YY		MM/DD/YY
GISTRANT IDENTIFICATION	N	
ading, Inc.	F	OFFICIAL USE ONL'
SINESS: (Do not use P.O. Box No.)		FIRM I.D. NO.
001 Brickell Bay Drive, Suite 2904	_	
(No. and Street)		
FL	3313	31
(State)	(Zip C	Code)
PERSON TO CONTACT IN REGARD	TO THIS REPOR	T (305) 377-2188
	(Are	a Code - Telephone Numb
COUNTANT IDENTIFICATIO	N	
whose opinion is contained in this Rep	port*	
Salberg & Company, P.A.		
(Name - if individual, state last, first, middle	name)	
Boca Raton	FL	33431-7328
(City)	(State)	(Zip Code)
ited States or any of its possessions.		
FOR OFFICIAL USE ONLY		
1011 011100111 002 01121		A.,
		!
	GISTRANT IDENTIFICATION  ading, Inc.  SINESS: (Do not use P.O. Box No.)  001 Brickell Bay Drive, Suite 2904  (No. and Street) FL  (State)  ERSON TO CONTACT IN REGARD  COUNTANT IDENTIFICATIO  whose opinion is contained in this Rej Salberg & Company, P.A.  (Name – if individual, state last, first, middle Boca Raton  (City)	GISTRANT IDENTIFICATION  ading, Inc.  SINESS: (Do not use P.O. Box No.)  001 Brickell Bay Drive, Suite 2904  (No. and Street)  FL 3313  (State) (Zip Content of the Street of the State)  ERSON TO CONTACT IN REGARD TO THIS REPORE  COUNTANT IDENTIFICATION  whose opinion is contained in this Report*  Salberg & Company, P.A.  (Name – if individual, state last, first, middle name)  Boca Raton FL  (City) (State)

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



#### OATH OR AFFIRMATION

I,	Sergio Capela	, swear (or affirm) that, to the best of
	owledge and belief the accompanying financial statement Frading, Inc.	
of	December 31 , 20 0	, are true and correct. I further swear (or affirm) that
	the company nor any partner, proprietor, principal offic	
	ied solely as that of a customer, except as follows:	
	LUCIANA ST. PETER  Notary Public - State of Florida	Signature
	My Comm. Expires Aug 18, 2013	Signature
	Commission # DD 910066  Bonded Through National Netary Assn.	FINOP/CFO
		Title
1	renan of	
	Notary Public /	
/ This re	port ** contains (check all applicable boxes):	
<b>x</b> (a)	Facing Page.	
	Statement of Financial Condition.	
	Statement of Income (Loss).	
	Statement of Changes in Financial Condition.	
	Statement of Changes in Stockholders' Equity or Partner	
	Statement of Changes in Liabilities Subordinated to Cla	ims of Creditors.
	Computation of Net Capital.	D 1 15 4 4
	Computation for Determination of Reserve Requiremen	
	Information Relating to the Possession or Control Requ	
<b>×</b> (j)	A Reconciliation, including appropriate explanation of the	
_	Computation for Determination of the Reserve Require	
$\square$ (k)		atements of Financial Condition with respect to methods of
[ <del></del> ]	consolidation.	
	An Oath or Affirmation.	
∐ (m	) A copy of the SIPC Supplemental Report.	
$\square$ (n)	A report describing any material inadequacies found to ex	tist or found to have existed since the date of the previous audit.

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



# Report of Independent Registered Public Accounting Firm

To the Board of Directors and Stockholders' of: Banif Trading, Inc.

We have audited the accompanying statement of financial condition of Banif Trading, Inc. as of December 31, 2009 and the related statements of operations, changes in stockholder's equity and cash flows for the year then ended that you are filing 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 Banif Trading, Inc. as of December 31, 2009 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 of America.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in Schedule I and Supplementary Note is presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by rule 17a-5 under the Securities Exchange Act of 1934. Such information has been subjected to the auditing procedures applied in our audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

SALBERG & COMPANY, P.A.

Tally of Company P. A.

Boca Raton, Florida March 29, 2010

# BANIF TRADING, INC. STATEMENT OF FINANCIAL CONDITION DECEMBER 31, 2009

### **ASSETS**

Cash	\$	203,328
Other receivable		1,345
Prepaid expenses	-	330
Total Assets	\$	205,003
LIABILITIES AND STOCKHOLDER'S EQUITY		
LIABILITIES		
Accrued expenses payable	\$	8,860
Total Liabilities	-	8,860
STOCKHOLDER'S EQUITY		
Common stock, \$1.00 par value, 250,000 shares authorized, issued and		
outstanding		250,000
Additional paid-in capital		100,000
Accumulated deficit		(153,857)
Total Stockholder's Equity	-	196,143
Total Liabilities and Stockholder's Equity	\$	205,003

# BANIF TRADING, INC. STATEMENT OF OPERATIONS FOR THE YEAR ENDED DECEMBER 31, 2009

Revenue	\$	-
Operating Expenses		
Consulting services		13,082
Intercompany expense reimbursements		1,834
Professional fees		1,125
Telephone		784
Computer services		520
Insurance		229
Dues and subscriptions		100
Miscellaneous		151_
Total Operating Expenses		17,825
Net Loss	\$_	(17,825)

## BANIF TRADING, INC. STATEMENT OF CHANGES IN STOCKHOLDER'S EQUITY FOR THE YEAR ENDED DECEMBER 31, 2009

	Common Quantity	Stock Amount	Additional Paid-In Capital	Accumulated Deficit	Total
Balance at December 31, 2008	250,000	\$ 250,000	\$ 100,000	\$ (136,032)	\$ 213,968
Net Loss - 2009				(17,825)	(17,825)
Balance at December 31, 2009	250,000	\$ 250,000	\$ 100,000	\$ (153,857)	\$ 196,143

# BANIF TRADING, INC. STATEMENT OF CASH FLOWS FOR THE YEAR ENDED DECEMBER 31, 2009

Cash Flows from Operating Activities		
Net Loss	\$	(17,825)
Adjustments to reconcile net income to net cash used in operating activities:		
Increase in accounts receivable		(1,345)
Decrease in prepaid expenses		294
Decrease in due from Banif affiliates		100
Increase in accrued expenses payable		4,599
Net Cash Used in Operating Activities	•	(14,177)
Net Decrease in Cash		(14,177)
Cash at Beginning of Year		217,505
Cash at End of Year	\$	203,328
Supplemental Disclosure of Cash Flow Information:	Φ.	
Cash paid during the year for interest	\$	
Cash paid during the year for taxes	\$	**

# NOTE 1: NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

## Nature of Operations

Banif Trading, Inc., a wholly owned subsidiary of Banif International Holdings, Ltd., was incorporated under the laws of the State of Florida on November 2, 2006. The Company acts as the trading arm of Banif Group's Global Trade Finance Operation in the Americas. On May 15, 2009, the Company obtained FINRA membership approval and received its Broker/Dealer license.

#### Basis of Presentation

The accompanying financial statements have been prepared pursuant to Rule 17a-5 of the Securities Exchange Act of 1934. The classification and reporting of items appearing on the financial statements are consistent with that rule.

#### Accounting Methods

The books and records of the Company are maintained on the accrual basis of accounting.

#### Use of Estimates

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

# Cash and Cash Equivalents

The Company considers all highly liquid investments with maturity of three months or less at the time of purchase to be cash equivalents.

#### Fair Value of Financial Instruments

The carrying amounts of the Company's financial assets, including cash and accrued expenses approximate fair value because of their short maturities.

#### Income taxes

The Company accounts for income taxes in accordance with generally accepted accounting principles, which requires recognition of deferred tax assets and liabilities for expected future tax consequences of events that have been included in financial statements or tax returns. Under this method, deferred income taxes are recognized for tax consequences in future years of differences between the tax bases of assets and liabilities and their financial reporting amounts at each period end based on enacted tax laws and statutory tax rates applicable to the periods in which the differences are expected to affect taxable income. Valuation allowances are established, when necessary, to reduce deferred tax assets to amounts expected to be realized. The provision for income taxes represents taxes payable for the period and change during the period in net deferred tax assets and liabilities.

The Company adopted the new interpretation entitled "Accounting for Uncertainty in Income Taxes-on January 1, 2007. The Company has identified its federal income tax return and state income tax return in Florida as "major" tax jurisdictions, as defined. The periods subject to examination for our federal and State income tax returns are the tax years ended in 2006 and thereafter. The Company believes its income tax filing positions and deductions will be sustained on audit and does not anticipate any adjustments that would result in a material change to its financial position. Therefore, no reserves for uncertain income tax positions have been recorded pursuant to the interpretation, and no cumulative effect adjustment was recorded related to the adoption of the interpretation. The Company's policy for recording interest and penalties associated with audits, if any, is to record such items as a component of income (loss) before taxes. If applicable, penalties and interest paid are recorded in interest and other expense and interest received is recorded in interest income in the statement of operations.

#### NOTE 2: CREDIT RISK AND OTHER CONCENTRATIONS

The Organization maintains its cash in bank deposit accounts at regional financial institutions, which at times, may exceed the FDIC limit of \$250,000. The Company has not experienced any losses in such accounts through December 31, 2009. The Company does not believe it is exposed to any significant credit risk on cash and cash equivalents as of December 31, 2009.

For funding concentration, see Note 4.

#### **NOTE 3: SUBORDINATED LIABILITIES**

For the period January 1, 2009 through December 31, 2009, there were no liabilities subordinated to claim of creditors

#### NOTE 4: RELATED PARTY TRANSACTIONS

All financing for Banif Trading, Inc. has been provided by the Parent Company. In addition the Company paid an affiliate \$1,834 during 2009 as an expense reimbursement.

#### NOTE 5: EXEMPTION FROM RULE 15C3-3 RESERVE REQUIREMENT

Formula for Determination of Reserve Requirement for Brokers and Dealers Under SEC Rule 15c3, Banif Trading, Inc. is entitled to exemption from this rule because all customer transactions are cleared through another broker-dealer on a fully disclosed basis.

#### NOTE 6: NET CAPITAL REQUIREMENT

The Company is subject to the Securities and Exchange Commission Uniform Net Capital Rule (Rule 15c3-1), which requires that a Broker/Dealer's aggregate indebtedness, as defined, shall not exceed fifteen times net capital, subject to a minimum net capital requirement. Minimum net capital for the Company is \$50,000; however, the Company cannot distribute income to its stockholders until the capital is 120% of the minimum net capital, or \$60,000 as of December 31, 2009. The Company had net capital of \$189,468 at December 31, 2009, which was \$139,468 in excess of its required net capital of \$50,000. The ratio of aggregate indebtedness to net capital was 4.68%.

#### **NOTE 7: INCOME TAXES**

There was no income tax expense in 2009 due to the Company's net taxable losses.

The reconciliation of income tax benefit computed at the United States federal tax rate of 34% to income tax expense (benefit) is as follows at December 31, 2009:

Tax benefit at the United States statutory rate	\$ (6,061)
State income tax, net of federal benefit	(647)
Contributed Services	-
Meals	-
Change in valuation allowance	6,708
Income tax benefits	\$ _

The tax effect of temporary differences that give rise to significant portions of the deferred tax assets is as follows:

Net operating loss carryforward	\$ 57,896
Less: Valuation allowance	 (57,896)
Net deferred tax assets	\$ -

Deferred income taxes reflect the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. At December 31, 2009, the Company has net operating loss carryforward of approximately \$154,000 that will expire from 2026 through 2029. In the event that a significant change in ownership of the Company occurs as a result of the Company's issuance of common stock, the utilization of the NOL carry forward will be subject to limitation under certain provisions of the Internal Revenue Code. Management does not presently believe that such a change has occurred.

10

A valuation allowance is established if it is more likely than not that all or a portion of the deferred tax asset will not be realized. Accordingly, a valuation allowance was established in 2009 for the full amount of our deferred tax assets due to the uncertainty of realization. Management believes that based upon its projection of future taxable operating income for the foreseeable future, it is more likely than not that the Company will not be able to realize the benefit of the deferred tax assets at December 31, 2009. The valuation allowance as of December 31, 2009 was \$51,188. The net change in the valuation allowance during the year ended December 31, 2009 was an increase of \$6,708.

#### **NOTE 8: SUBSEQUENT EVENTS**

In preparing these financial statements, the Company has evaluated events and transactions for potential recognition or disclosure through March 29, 2010, the date the financial statements were issued.

# BANIF TRADING, INC.

# SUPPLEMENTARY SCHEDULES

# BANIF TRADING, INC. COMPUTATION OF NET CAPITAL UNDER RULE 15C3-1 OF THE SECURITIES EXCHANGE ACT OF 1934 DECEMBER 31, 2009

Net Capital Computation Total Stockholder's Equity Less: Non-allowable Assets and Haircuts Prepaid expenses Account receivable Other deductions and charges	\$ (330) (1,345) (5,000)
Net Capital Net Capital Required Excess Net Capital	\$ (6,675) 189,468 50,000 139,468
Aggregate Indebtness Aggregate indebtness as included in Statement of Financial Condition Accrued expenses	\$ 8,860
Ratio of aggregate indebtness to net capital	4.68%
Reconciliation with Banif Trading, Inc. (included in Part II of Form X-17A-5 as of December 31, 2009)  Net Capital, per December 31, 2009 unaudited Focus Report as filed	\$ 189,468
Net audit adjustments Net Capital, per December 31, 2009 audited report	\$ 189,468

# BANIF TRADING, INC. SUPPLEMENTARY NOTE SUPPLEMENTARY INFORMATION PURSUANT TO RULE 17a-5 OF THE SECURITIES EXCHANGE ACT OF 1934 DECEMBER 31, 2009

Banif Trading, Inc. is exempt from SEC Rule 15c3-3 under paragraph (k)(2)(i) of the rule, as no customer funds or securities are held.

Therefore, the following reports are not presented:

- 1. Computation for Determination of Reserve Requirement under Rule 15c3-3 of the Securities and Exchange Commission.
- 2. Information Relating to the Possession or Control Requirements under Rule 15c3-3 of the Securities and Exchange Commission



#### Report of Independent Registered Public Accounting Firm on Internal Controls

To the Board of Directors and Stockholder's of: Banif Trading, Inc.

In planning and performing our audit of the financial statements of Banif Trading, Inc. (the "Company"), as of and for the year ended December 31, 2009 in accordance with auditing standards generally accepted in the United States of America, we considered the Company's internal control over financial reporting (internal control) as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, we do not express an opinion on the effectiveness of the Company's internal control.

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

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

The management of the Company is responsible for establishing and maintaining internal control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of controls and of the practices and procedures referred to in the preceding paragraph and to assess whether those practices and procedures can be expected to achieve the SEC's 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 accounting principles generally accepted in the United States. 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.

A control deficiency exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A significant deficiency is a deficiency, or a combination of deficiencies, in internal control over financial reporting that is less severe than a material weakness yet important enough to merit attention by those responsible for oversight of the Company's financial reporting.

A material weakness is a deficiency, or a combination of deficiencies, in internal control over financial reporting, such that there is a reasonable possibility that a material misstatement of the company's annual or interim financial statements will not be prevented or detected 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 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 December 31, 2009, to meet the SEC's objectives.

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

SALBERG & COMPANY, P.A.

Telly Cenjung P.A.

Boca Raton, Florida March 29, 2010

# **BANIF TRADING, INC.**

# FINANCIAL STATEMENTS AND SUPPLEMENTARY SCHEDULES

# FOR THE YEAR ENDED DECEMBER 31, 2009

## BANIF TRADING,, INC. FINANCIAL STATEMENTS AND SUPPLEMENTARY SCHEDULES FOR THE YEAR ENDED DECEMBER 31, 2009

## CONTENTS

	Page(s)
Facing page to Form X-17A-5	2A
Affirmation of Member	2B
Report of Independent Registered Public Accounting Firm	3
FINANCIAL STATEMENTS:	
Statement of Financial Condition	4
Statement of Operations	5
Statement of Changes in Stockholder's Equity	6
Statement of Cash Flows	7
Notes to Financial Statements	8 - 11
SUPPLEMENTARY SCHEDULES:	
Computation of net capital pursuant to Rule 15c3-1 of the Securities Exchange Act of 1934	13
Supplemental information Pursuant to Rule 17-a-5 of the Securities Exchange Act of 1934	14
Report of Independent Registered Public Accounting Firm on Internal Control	15