SUPPLEMENT TO
FINANCIAL AND OPERATIONAL COMBINED UNIFORM SINGLE REPORT
PART II

BROKER OR DEALER	
MORGAN STANLEY SMITH BARNEY	as of 08/31/13

STATEMENT OF SEGREGATION REQUIREMENTS AND FUNDS IN SEGREGATION FOR CUSTOMERS TRADING ON U.S. COMMODITY EXCHANGES

SEGREGATION REQUIREMENTS (Section 4d(2) of the CEAct)				
1. Net ledger balance				
A. Cash			$ 628,851,008	7010
B. Securities (at market)			34,533,598	7020
2. Net unrealized profit (loss) in open futures contracts traded on a contract market			(28,777,214)	7030
3. Exchange traded options				
A. Add market value of open option contracts purchased on a contract market			53,722,417	7032
B. Deduct market value of open option contracts granted (sold) on a contract market			(28,380,900)	7033
4. Net equity (deficit) (add lines 1, 2, and 3)			659,948,909	7040
5. Accounts liquidating to a deficit and accounts with debit balances				
- gross amount	2,522,213	7045		
Less: amount offset by customer owned securities	(63,801)	7047	2,458,412	7050
6. Amount required to be segregated (add lines 4 and 5)			$ 662,407,321	7060
FUNDS IN SEGREGATED ACCOUNTS				
7. Deposited in segregated funds bank accounts				
A. Cash			32,827,285	7070
B. Securities representing investments of customers' funds (at market)				7080
C. Securities held for particular customers or option customers in lieu of cash (at market)			34,533,598	7090
8. Margins on deposit with derivatives clearing organizations of contract markets				
A. Cash			$	7100
B. Securities representing investments of customers' funds (at market)				7110
C. Securities held for particular customers or option customers in lieu of cash (at market)				7120
9. Net settlement from (to) derivatives clearing organizations of contract markets				7130
10. Exchange traded options				
A. Value of open long option contracts				7132
B. Value of open short option contracts			( )	7133
11. Net equities with other FCMs				
A. Net liquidating equity			690,364,646	7140
B. Securities representing investments of customers' funds (at market)				7160
C. Securities held for particular customers or option customers in lieu of cash (at market)				7170
12. Segregated funds on hand (describe:)				7150
13. Total amount in segregation (add lines 7 through 12)			757,725,529	7180
14. Excess (deficiency) funds in segregation (subtract line 6 from line 13)			$ 95,318,208	7190

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as of 08/31/13

STATEMENT OF SEGREGATION REQUIREMENTS AND FUNDS IN SEGREGATION FOR CUSTOMERS' DEALER OPTIONS ACCOUNTS

1. Amount required to be segregated in accordance with Commission regulation 32.6			$	7200
2. Funds in segregated accounts				
A. Cash	$	7210		
B. Securities (at market)		7220		
C. Total				7230
3. Excess (deficiency) funds in segregation (subtract line 2.C from line 1)			$	7240

BROKER OR DEALER		
MORGAN STANLEY SMITH BARNEY	as of	08/31/13

STATEMENT OF SECURED AMOUNTS AND FUNDS HELD IN SEPARATE ACCOUNTS FOR FOREIGN FUTURES AND FOREIGN OPTIONS CUSTOMERS PURSUANT TO COMMISSION REGULATION 30.7

FOREIGN FUTURES AND FOREIGN OPTIONS SECURED AMOUNTS - SUMMARY

I. Check the appropriate box to identify the amount shown on line 1. below.

[ ]	7300	Secured amounts in only U.S. - domiciled customers' accounts
X	7310	Secured amounts in U.S. and foreign - domiciled customers' accounts
[ ]	7320	Net liquidating equities in all accounts of customers trading on foreign boards of trade
[ ]	7330	Amount required to be set aside pursuant to law, rule or regulation of a foreign government or a rule of a self-regulatory organization authorized thereunder.

II. Has the FCM changed the method of calculating the amount to be set aside in separate accounts since the last financial report it filed ?

[ ]	Yes	7340	If yes, explain the change below
X	No	7350	

1. Amount to be set aside in separate section 30.7 accounts	$	60,298,478	7360
2. Total funds in separate section 30.7 accounts (page T10-4, line 8)		85,129,469	7370
3. Excess (deficiency) - (subtract line 1 from line 2)	$	24,830,991	7380

SUPPLEMENT TO

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PART II

BROKER OR DEALER MORGAN STANLEY SMITH BARNEY	as of 08/31/13

STATEMENT OF SECURED AMOUNTS AND FUNDS HELD IN SEPARATE ACCOUNTS FOR FOREIGN FUTURES AND FOREIGN OPTIONS CUSTOMERS PURSUANT TO COMMISSION REGULATION 30.7

FUNDS DEPOSITED IN SEPARATE REGULATION 30.7 ACCOUNTS

1. Cash in banks					
A. Banks located in the United States		$ 10,331,659	7500		
B. Other banks designated by the Commission					
Name(s):	7510	8,939,373	7520	$ 19,271,032	7530
2. Securities					
A. In safekeeping with banks located in the United States		$	7540		
B. In safekeeping with other banks designated by the Commission					
Name(s):	7550		7560		7570
3. Equities with registered futures commission merchants					
A. Cash		$ 65,868,384	7580		
B. Securities			7590		
C. Unrealized gain (loss) on open futures contracts			7600		
D. Value of long option contracts			7610		
E. Value of short option contracts		(9,947)	7615	65,858,437	7620
4. Amounts held by clearing organizations of foreign boards of trade					
Name(s):	7630				
A. Cash		$	7640		
B. Securities			7650		
C. Amount due to (from) clearing organizations - daily variation			7660		
D. Value of long option contracts			7670		
E. Value of short option contracts		( )	7675		7680
5. Amounts held by members of foreign boards of trade					
Name(s):	7690				
A. Cash		$	7700		
B. Securities			7710		
C. Unrealized gain (loss) on open futures contracts			7720		
D. Value of long option contracts			7730		
E. Value of short option contracts		( )	7735		7740
6. Amounts with other depositories designated by a foreign board of trade					
Name(s):	7750				7760
7. Segregated funds on hand (describe:)					7765
8. Total funds in separate section 30.7 accounts (to page T10-3 line 2)				$ 85,129,469	7770

A. If any securities shown are other than the types of securities referred to in CFTC Regulation 1.25, attach a separate schedule detailing the obligations shown on each such line.

SUPPLEMENT TO
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PART II

BROKER OR DEALER MORGAN STANLEY SMITH BARNEY	as of 08/31/13

STATEMENT OF SEQUESTRATION REQUIREMENTS AND FUNDS IN CLEARED OTC DERIVATIVES SEQUESTERED ACCOUNTS

CLEARED OTC DERIVATIVES CUSTOMER REQUIREMENTS

1. Net ledger balance					
A. Cash			$		8500
B. Securities (at market)					8510
2. Net unrealized profit (loss) in open cleared OTC derivatives					8520
3. Cleared OTC derivatives options					
A. Market value of open cleared OTC derivatives option contracts purchased					8530
B. Market value of open cleared OTC derivatives option contracts granted (sold)			(	)	8540
4. Net equity (deficit) (add lines 1, 2 and 3)			$		8550
5. Accounts liquidating to a deficit and accounts with debit balances					
- gross amount	$	8560			
Less: amount offset by customer owned securities	( )	8570			8580
6. Amount required to be sequestered for cleared OTC derivatives customers (add lines 4 and 5)			$		8590

FUNDS IN CLEARED OTC DERIVATIVES CUSTOMER SEQUESTERED ACCOUNTS

7. Deposited in cleared OTC derivatives customer sequestered accounts at banks			
A. Cash	$		8600
B. Securities representing investment of customers' funds (at market)			8610
C. Securities held for particular customers or option customers in lieu of cash (at market)			8620
8. Margins on deposit with derivatives clearing organizations in cleared OTC derivatives customer sequestered accounts			
A. Cash			8630
B. Securities representing investment of customers' funds (at market)			8640
C. Securities held for particular customers or option customers in lieu of cash (at market)			8650
9. Net settlement from (to) derivatives clearing organizations			8660
10. Cleared OTC derivatives options			
A. Value of open cleared OTC derivatives long option contracts			8670
B. Value of open cleared OTC derivatives short option contracts	(	)	8680
11. Net equities with other FCMs			
A. Net liquidating equity			8690
B. Securities representing investment of customers' funds (at market)			8700
C. Securities held for particular customers or option customers in lieu of cash (at market)			8710
12. Cleared OTC derivatives customer funds on hand			8715
13. Total amount in sequestration (add lines 7 through 12)	$		8720
14. Excess (deficiency) funds in sequestration (subtract line 6 from line 13)	$		8730