

SECURITIES AND EXCHANGE COMMISSION

FORM NSAR-B

Annual report for management companies filed on Form N-SAR

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FILER

Northern Lights Fund Trust

CIK: **1314414** | IRS No.: **000000000** | State of Incorporation: **DE**
Type: **NSAR-B** | Act: **40** | File No.: **811-21720** | Film No.: **10869957**

Mailing Address
450 WIRELESS BOULEVARD
HAUPPAUGE NY 11788

Business Address
450 WIRELESS BOULEVARD
HAUPPAUGE NY 11788
631-470-2600

PAGE 1

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SIGNATURE	IZABELA GAMBAROVA		
TITLE	FUND ADMINISTRATOR		

Report of Independent Registered Public Accounting Firm

To the Board of Trustees of Northern Lights Fund Trust
and the Shareholders of Wayne Hummer Small Cap Core Fund
and Wayne Hummer Large Cap Core Fund

In planning and performing our audit of the financial statements of Wayne Hummer Small Cap Core Fund and Wayne Hummer Large Cap Core Fund, each a series of shares of beneficial interest of Northern Lights Fund Trust, as of March 31, 2010 and for the year or period then ended, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), we considered their internal control over financial reporting, including control activities for safeguarding securities, as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements and to comply with the requirements of Form N-SAR, but not for the purpose of expressing an opinion on the effectiveness of the Funds internal control over financial reporting. Accordingly, we express no such opinion.

The management of Northern Lights Fund Trust is responsible for establishing and maintaining effective internal control over financial reporting. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of controls. A funds internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with accounting principles generally accepted in the United States of America (GAAP). A funds internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the fund; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of the financial statements in accordance with GAAP, and that receipts and expenditures of the fund are being made only in accordance with authorizations of management and trustees of the fund; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of a funds assets that could have a material effect on the financial statements.

Because of inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions or that the degree of compliance with the policies or procedures may deteriorate.

A deficiency in internal control over financial reporting 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 material weakness is a deficiency, or combination of deficiencies, in internal control over financial reporting, such that there is a reasonable possibility that a material misstatement of the Funds annual or interim financial statements will not be prevented or detected on a timely basis.

Our consideration of the Funds internal control over financial reporting was for the limited purpose described in the first paragraph and would not necessarily disclose all deficiencies in internal control that might be material weaknesses under standards established by the PCAOB. However, we noted no deficiencies in the Funds internal control over financial reporting and its operation, including controls for safeguarding securities that we consider to be material weaknesses, as defined above, as of March 31, 2010.

This report is intended solely for the information and use of the shareholders of Wayne Hummer Small Cap Core Fund and Wayne Hummer Large Cap Core Fund, management and the Board of Trustees of Northern Lights Fund Trust, and the Securities and Exchange Commission and is not intended to be and should not be used by anyone other than these specified parties.

BBD, LLP
Philadelphia, Pennsylvania
May 28, 2010