

ALTRUIST FINANCIAL LLC

Statement of Financial Condition

As of June 30, 2025

ALTRUIST FINANCIAL LLC
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June 30, 2025

Table of Contents

	Page
Statement of Financial Condition	1
Notes to Statement of Financial Condition	2

ALTRUIST FINANCIAL LLC

Statement of Financial Condition

As of June 30, 2025

(In thousands)

Assets

Cash and cash equivalents	\$	63,950
Cash segregated in compliance with federal regulations		130,425
Receivables from brokers, dealers, and clearing organizations		1,668
Deposits with clearing organizations		6,645
Securities borrowed		536,775
Receivables from customers, net		2,195
Equity securities - user-held fractional shares, at fair value		146,796
Other assets		8,167
Total assets	\$	896,621

Liabilities and member's equity

Liabilities:

Payables to customers		132,680
Payables to brokers, dealers, and clearing organizations		6,011
Securities loaned		537,778
Equity securities – repurchase obligations, at fair value		146,796
Due to affiliates		1,245
Accrued expenses and other liabilities		4,681
Total liabilities		829,191
Member's equity:		
Member contributions		78,048
Accumulated deficit		(10,618)
Total member's equity		67,430
Total liabilities and member's equity	\$	896,621

See accompanying notes to statement of financial condition.

ALTRUIST FINANCIAL LLC

Notes to Statement of Financial Condition

June 30, 2025

(1) Description of Business

Altruist Financial LLC (the "Company") is a single member limited liability company ("LLC") incorporated in the state of Delaware and is a wholly owned subsidiary of Altruist Corporation (the "Member"). The Company is a broker-dealer registered with the Securities and Exchange Commission ("SEC") and with the Financial Industry Regulatory Authority ("FINRA").

Acting as an agent for its customers, the Company provides services that include, but are not limited to, executing and clearing trades in stocks, bonds, mutual funds, and exchange traded funds. Accordingly, the Company carries accounts for its customers and is subject to the requirements of Rule §15c3-3 under the Exchange Act pertaining to the possession and control of customer-owned assets and reserve requirements. In addition, the Company offers its customers the options to participate in its FDIC sweep and Fully Paid Lending ("FPL") programs. The Company's customer base is located in the United States ("U.S."), as such, its operations and revenue generating activities are conducted solely within the U.S.

(2) Summary of Significant Accounting Policies

Basis of Presentation

The statement of financial condition has been prepared in conformity with accounting principles generally accepted in the United States of America ("GAAP"), which require management to make certain estimates and assumptions that affect the reported amounts in the accompanying statement of financial condition and the related disclosures. Actual results may differ from those estimates.

Cash and Cash Equivalents

The Company considers all highly liquid investments that mature in three months or less from the time of acquisition and that are not segregated for regulatory purposes to be cash and cash equivalents. As of June 30, 2025, cash and cash equivalents consist of cash on deposit with third-party financial institutions.

Cash Segregated in Compliance with Federal Regulations

Pursuant to the Customer Protection Rule §15c3-3 of the Securities Exchange Act of 1934, and other applicable regulations, the Company maintains cash in segregated reserve accounts for the exclusive benefit of the customers.

Concentration Risk

The Company's cash, cash equivalents, cash segregated in compliance with federal regulations, and collateral set aside as part of the FPL program are concentrated at third-party financial institutions that are insured by the Federal Deposit Insurance Corporation ("FDIC"). Amounts custodied by these financial institutions exceed the federally insured limits.

Management regularly monitors the creditworthiness and financial condition of these institutions and evaluates the concentration of these deposits. Based on this ongoing evaluation and the financial stability of the FDIC-insured institutions, management believes that the risk of loss is not material. Consequently, the Company has not recorded an allowance for credit losses.

ALTRUIST FINANCIAL LLC

Notes to Statement of Financial Condition

June 30, 2025

Limited Liability Company

The Company is an LLC and accounts for members' equity in accordance with Accounting Standards Codification ("ASC") 272 – Limited Liability Entities. Members' equity consists of capital contributions, accumulated deficit, and stock-based compensation. The Member has limited liability for the obligations or debts that are exclusively entered into by the Company.

Capital withdrawals by the Member are limited by the Company's regulatory restrictions pursuant to broker-dealer rules promulgated by the SEC and FINRA.

Receivables from and Payables to Brokers, Dealers, and Clearing Organizations

Receivables from brokers, dealers, and clearing organizations include accruals for securities lending revenues, fails to deliver and other amounts due from broker dealers and clearing organizations.

Payables to brokers, dealers, and clearing organizations mainly consist of payables to clearing organizations for unsettled transactions, payables to broker dealers in relation to securities lending transactions, and fails to receive.

Receivables from Customers, net and Payables to Customers

Receivables from customers, net represent amounts advanced by the Company to its customers. Such receivables are generally fully collateralized by securities in the customer's account or customer Sweep Program balances. The collateral for such advances is not reflected in the Company's statement of financial condition. The Company applies the practical expedient based on collateral maintenance provisions in estimating an allowance for credit losses.

The Company analyzes unsecured balances case by case and subjects the balances to an aging methodology which results in the balances being fully written off after 12 months. The receivable is fully written off once the Company deems it uncollectible.

Payables to customers consist primarily of client cash held in brokerage accounts and is carried at the amount of client cash on deposit.

Deposits with clearing organizations

The Company is required to maintain collateral deposits with clearing organizations including the Depository Trust & Clearing Corporation which allows the Company to use security transactions services provided by its clearing organizations for trade comparison, clearance and settlement.

The clearing organizations establish financial requirements, including deposit requirements, to reduce their risk. The deposits may fluctuate significantly from time to time based upon the nature and size of trading activities and market volatility. As the Company has not experienced historic defaults, there is no expectation of credit losses under these arrangements.

Securities Borrowed and Loaned

Securities borrowed is mainly comprised of securities borrowed from customers in connection to the FPL program, which allows customers to earn income on certain securities when they permit the Company to lend these securities.

ALTRUIST FINANCIAL LLC

Notes to Statement of Financial Condition

June 30, 2025

The Company receives cash collateral for securities loaned, which is generally in excess of the fair value of the securities. Securities loaned transactions are recorded based on the amount of cash collateral received. Increases in securities prices may cause the market value of the securities loaned to exceed the amount of cash received as collateral. In the event the counterparty to these transactions does not return the loaned securities, the Company may be exposed to the risk of acquiring the securities at prevailing market prices to satisfy its client obligations. The Company seeks to mitigate this risk by requiring credit approvals, establishing limits and thresholds for credit exposure, and continually assessing the creditworthiness of the counterparties. Additionally, the Company monitors the value of securities loaned daily and requires additional cash collateral as needed to ensure full collateralization. The Company applies the practical expedient based on collateral maintenance provisions in estimating an allowance for credit losses for securities borrowed related receivables.

The Company deposits cash and pledges U.S. Treasuries as collateral securing the loans in the customers' accounts in bank accounts and safekeeping accounts that are managed by a third-party collateral agent for the benefit of the customer. The collateral set aside in relation to the FPL program as of June 30, 2025, totaled \$536.8 million and was classified as securities borrowed in the statement of financial condition. The collateral is composed of \$514.5 million in cash and \$22.3 million in U.S. Treasuries.

Fractional Share Program

The Company operates a fractional share program for the benefit of its customers and maintains an inventory of equities to support the program.

The Company has determined that fractional shares purchased by customers do not meet the criteria for derecognition under the accounting guidance prescribed within ASC 860 – Transfers and Servicing. Therefore, the Company accounts for fractional shares purchased by customers as secured borrowings with the underlying financial assets pledged to the customers as collateral. The Company recognizes an offsetting liability to reflect the obligation to repurchase the fractional shares from the customers when they decide to sell their positions.

The fractional shares owned by the customers and the Company's obligation to repurchase the shares are presented as equity securities – user-held fractional shares, at fair value and equity securities – repurchase obligations, at fair value, respectively, within the statement of financial condition.

The Company measures the fractional shares owned by customers and the corresponding repurchase obligation at fair value through the election of the fair value option. The Company believes that carrying these financial assets and liabilities at fair value best reflects the underlying economics. The fair value of these financial instruments is determined based on quoted prices in active markets.

Since equities cannot be traded through clearing exchanges and market makers in fractional quantities, the Company purchases whole shares from the market to support its fractional share program. The Company's proprietary inventory is presented within other assets on the statement of financial condition and is measured at fair value in line with guidance prescribed within ASC 940-320-35 – Investments – Debt and Equity Securities.

Other Assets

Other assets are mainly comprised of interest receivable from the sweep program, prepaid expenses, and firm inventory held primarily to support the fractional share program.

ALTRUIST FINANCIAL LLC

Notes to Statement of Financial Condition

June 30, 2025

FDIC Sweep Program

The Company's customers may elect to participate in the Sweep program, which provides eligible customers with up to \$3 million of FDIC insurance on their eligible cash. The Sweep Program consists of sweeping participating customers' uninvested cash off-balance sheet to various program banks, allowing the amount on deposit at each predetermined bank to remain below the FDIC protected threshold. Cash balances not in the Sweep Program are subject to the Company's safeguarding prescribed under SEC's Customer Protection Rule §15c3-3.

The Company collects the net revenues associated with the Sweep Program one month in arrears; the associated interest receivable is recorded within other assets in the statement of financial condition.

Fair Value of Assets and Liabilities

Fair value is defined as the price that would be received to sell an asset or the price paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value measurement accounting guidance describes the fair value hierarchy for disclosing assets and liabilities measured at fair value, based on the inputs used to value them. The fair value hierarchy requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The fair value hierarchy includes three levels based on the objectivity of the inputs, as follows:

- *Level 1* – inputs are unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.
- *Level 2* – inputs are quoted prices for similar assets in an active market, quoted prices in markets that are not considered active or financial instruments for which inputs are observable, either directly or indirectly.
- *Level 3* – inputs are prices or valuations that are significant to the fair value measurement and are unobservable.

The Company applies valuation techniques consistent with the market approach for assets measured at fair value on a recurring basis.

Current Expected Credit Losses

The Company follows ASC Topic 326 – Financial Instruments – Credit Losses (“CECL”), which requires the Company to estimate expected credit losses over the life of its financial assets and certain off-balance sheet exposures as of the reporting date based on relevant information about past events, current conditions, and reasonable and supportable forecasts.

CECL applies to financial assets measured at amortized cost, held-to-maturity debt securities and off-balance sheet credit exposures. For on-balance sheet assets, an allowance must be recognized at the origination or purchase of in-scope assets and represents the expected credit losses over the contractual life of those assets.

Expected credit losses on off-balance sheet credit exposures must be estimated over the contractual period the Company is exposed to credit risk as a result of a present obligation to extend credit.

ALTRUIST FINANCIAL LLC

Notes to Statement of Financial Condition

June 30, 2025

The Company records the estimate of expected credit losses as an allowance for credit losses. For financial assets measured at an amortized cost basis, the allowance for credit losses is reported as a valuation account that is deducted from the asset's amortized cost basis.

Lease Accounting

The Company is party to an expense sharing arrangement ("ESA") with the Member, as discussed in footnote 6 – related party transactions; whereby the Member allocated a percentage of the overall rent expense to the Company. The Company is not a party to the Member's lease agreement, as such, the Company is not bound by the terms of the lease agreement. Therefore, a right of use asset and lease liability were not recorded.

Securities Transactions

Customer securities transactions are recorded on a settlement-date basis, with such transactions generally settling one business day after the trade. Securities owned by customers are not included in the Company's statement of financial condition.

Stock Based Compensation

Employees of the Company are provided with stock-based compensation in the form of stock options to purchase the equity of the Member. The fair value of each stock option granted is estimated using the Black-Scholes option-pricing model. As of June 30, 2025, the Company recorded \$1.1 million in relation to stock-based compensation within Member contributions in the statement of financial condition.

Income Taxes

The Company is considered a single-member LLC taxed as a disregarded entity. The Company is accounted for as a division of the Member and does not file separate tax returns. The Company is not allocated current and deferred tax expenses by the Member since it is not a legal entity subject to tax. As of and for the six-month period ended June 30, 2025, no tax sharing agreement existed between the Company and the Member.

Capital and Liquidity

The Company is party to a revolving loan agreement (the "Revolving Loan") with BMO Bank N.A. ("BMO"). The Revolving Loan provides a revolving debt facility of up to \$10.0 million (the "Facility Commitment") at an interest rate of 2.5% plus the greater of (i) the Term Secured Overnight Financing Rate (Term SOFR) plus 0.11448%, (ii) the Federal Funds Target Range - Upper Limit as provided by the Federal Open Market Committee of the Federal Reserve Board, and (iii) 0.25%, as determined on the date of borrowing. The Revolving Loan also provides unfunded commitment fees of 0.5% per annum, determined on a daily basis for the amount that the Facility Commitment exceeds the outstanding principal balance and is payable quarterly in arrears.

Proceeds from borrowings under the Revolving Loan are required solely to be used to finance customer withdrawals from the Company's Customer Reserve Bank Account, as defined by SEC Rule §15c3-3. The Revolving Loan is an on-demand facility, which allows BMO to demand payment in full at any time in BMO's sole discretion even if the Company is fully compliant with the Revolving Loan terms. During the six-month period ended June 30, 2025, the Company drew \$100,000 under the Revolving Loan in connection with a test transaction. The borrowing was repaid in full, and the facility remained available thereafter. The draw was undertaken solely to confirm operational readiness of the facility and did not have a material impact on the Company's liquidity, capital resources, or financial condition.

ALTRUIST FINANCIAL LLC

Notes to Statement of Financial Condition

June 30, 2025

The Company and the Member are party to a committed line of credit agreement for \$40 million, which are available to be borrowed by the Company for liquidity or working capital needs. The payment terms of the agreement state that repayment shall take place in a period that does not exceed three months from the funding date. The interest rate shall be determined through consultation between the Company and the Member and is to be calculated on a 360-day-year basis. During the six-month period ended June 30, 2025, the Company did not utilize the line of credit.

Segment Information

In November 2023, the Financial Accounting Standards Board (“FASB”) issued Accounting Standards Update (ASU) 2023-07, effectively amending ASC Topic 280 - Improvements to Reportable Segment Disclosures (the “ASU”). The ASU enhances existing disclosure requirements by requiring that public entities provide additional information about each reportable segment. In particular, the ASU requires disclosure of:

- **Significant Segment Expenses** – For each reportable segment, the expense categories that are both regularly provided to the chief operating decision maker (“CODM”) and included within the reported measure of segment profit or loss must be disclosed.
- **Other Segment Items** – For each reportable segment, the disclosure of “other segment items” – defined as the difference between reported segment revenues, less the significant segment expenses, and the reported measure of segment profit or loss – is required.
- **Multiple Profit or Loss Measures** – If the CODM uses more than one measure of segment performance, additional measures may be disclosed provided that at least one measure is the one most consistent with GAAP.

The Company considers operating segments to be components of the Company in which separate financial information is available and is evaluated regularly by the CODM in deciding how to allocate resources and in assessing performance. The CODM for the Company is the Member’s Chief Executive Officer. The CODM reviews financial information on a consolidated basis to make decisions about how to allocate resources and how to measure the Company’s performance. The Company has determined that it has one operating segment and one reportable segment. The accounting policies used to measure profit and loss of the segment are the same as those described in this footnote 1 - description of business.

The CODM uses net income (loss) to evaluate the results of the business, predominantly in the budgeting and forecasting processes, to manage the Company. The CODM reviews and utilizes natural expense classifications, as reflected in the statement of operations, to manage the Company’s operations. Additionally, the CODM uses excess net capital, which is not a measure of profit and loss, to make operational decisions while maintaining capital adequacy.

(3) Receivables from and Payables to Brokers, Dealers, and Clearing Organizations

Receivables from brokers, dealers, and clearing organizations consist of the following as of June 30, 2025 (in thousands):

ALTRUIST FINANCIAL LLC

Notes to Statement of Financial Condition

June 30, 2025

Receivables from broker-dealers	812
Securities failed to deliver	670
Receivables from clearing organizations	100
Receivables from order flow	86
Total receivables from brokers, dealers, clearing organizations, and clearing agents	\$ 1,668

Payables to brokers, dealers, and clearing organizations consist of the following as of June 30, 2025 (in thousands):

Payables to clearing organizations	\$ 3,435
Payables to broker-dealers	1,982
Securities failed to receive	594
Total receivables from brokers, dealers, clearing organizations, and clearing agents	\$ 6,011

(4) Securities Borrowed and Loaned

The Company's securities borrowing, and securities lending transactions are transacted under master agreements that are widely used by counterparties and that may allow for net settlements of payments in the normal course, as well as offsetting of all contracts with a given counterparty in the event of a bankruptcy or default of one of the two parties to the transaction. The Company seeks to minimize this risk by continually reviewing the credit quality of its counterparties.

The Company does not offset securities borrowing and securities lending transactions within the statement of financial condition. The following table presents information about these transactions to evaluate the potential effects of rights of offset between these recognized assets and liabilities as of June 30, 2025 (in thousands):

	Gross amounts of assets and liabilities recognized	Gross amounts offset in the statement of financial condition	Net amounts presented in the statement of financial condition	Amounts not offset in the statement of financial condition Market Value of assets received or pledged	Net amount
Assets:					
Securities borrowed	\$ 536,775	\$ -	\$ 536,775	\$ (524,154)	\$ 12,621
Liabilities:					
Securities loaned	\$ 537,778	\$ -	\$ 537,778	\$ (524,495)	\$ 13,283

(5) Financial Assets and Financial Liabilities

Financial Assets and Liabilities Measured at Fair Value on a Recurring Basis

The table below presents, by level within the fair value hierarchy, financial assets and liabilities that are measured at fair value on a recurring basis in the Company's statement of financial condition as of June 30, 2025 (in thousands):

ALTRUIST FINANCIAL LLC

Notes to Statement of Financial Condition

June 30, 2025

	Level 1	Level 2	Level 3	Total Fair Value
Assets:				
Equity securities - user-held fractional shares	\$ 146,796	\$ -	\$ -	\$ 146,796
Securities borrowed ⁽¹⁾	-	22,331	-	22,331
Other assets ⁽²⁾	850	-	-	850
Total assets, measured at fair value	\$ 147,646	\$ 22,331	\$ -	\$ 169,977
Liabilities:				
Equity securities – repurchase obligations	\$ 146,796	\$ -	\$ -	\$ 146,796
Total liabilities, measured at fair value	\$ 146,796	\$ -	\$ -	\$ 146,796

(1) Securities borrowed measured at fair value on a recurring basis include US Treasuries pledged as collateral in relation to the FPL program.

(2) Other assets measured at fair value on a recurring basis include securities owned by the Company.

The fair value of Level 2 securities is determined by using observable market inputs, including yield curves and comparable quotes. Specifically, the valuation involves interpolating prices from actively traded securities to estimate the fair value.

Financial Assets and Liabilities Not Measured at Fair Value

Certain financial assets and liabilities are not carried at fair value in the statement of financial condition. Due to the short-term nature of these financial assets and liabilities, the fair value approximates the carrying value. These financial assets and liabilities include receivables from and payables to brokers, dealers and clearing organizations, securities borrowed, securities loaned, due to affiliated companies, accrued expenses and other liabilities.

(6) Related Party Transactions

The Company has an Expense Sharing Agreement in place with the Member which requires the allocation of costs and expenses between entities when a shared benefit exists.

The agreement is termed for one year from its effective date with automatic one-year renewals, unless and until terminated by the Company or the Member. The allocation methodologies are based on time, headcount, nature, and other relevant factors, and because these transactions and the agreement are with an affiliate, they may not be equivalent to those recorded if the Company was not a wholly owned subsidiary of the Member. The Company settles its liability to the Member monthly, one month in arrears. The liability to the Member is presented as due to affiliates in the statement of financial condition.

(7) Net Capital Requirement

The Company is subject to the SEC Net Capital Rule (§15c3-1). Under this rule, the Company calculates its net capital requirements using the “alternative method,” which requires the maintenance of minimum net capital, as defined by the rules, equal to the greater of \$250,000, or 2% of aggregate debit items computed in accordance with the Formula for Determination of Reserve Requirements for Brokers and Dealers (§15c3-3). On June 30, 2025, the Company had net capital of \$63.5 million (11,381% of aggregate debit items), which was \$63.3 million in excess of its required net capital of \$250 thousand.

ALTRUIST FINANCIAL LLC

Notes to Statement of Financial Condition

June 30, 2025

(8) Commitments and Contingencies

Litigation and Claims

The Company accrues a liability when it is probable that a liability has been incurred and the amount of the loss can be reasonably estimated. In many lawsuits and regulatory proceedings, it is not possible to determine whether a liability has been incurred or to estimate the ultimate or minimum amount of that liability until the matter is close to resolution. In view of the inherent difficulty of predicting the outcome of such matters, the Company cannot determine the probability or estimate what the eventual loss or range of loss related to such matters will be. Subject to the foregoing, the Company continues to assess these matters and believes, in conjunction with consultation with outside counsel, that based on information available to it, that the resolution of these matters will not have a material adverse effect on its financial condition as of June 30, 2025.

The Company is engaged in regulatory matters, including investigations and enforcements, as well as regulatory exams that could result in investigations and enforcement, and routine civil litigation, such as customer arbitrations and reparation proceedings and, from time to time, actions brought by former employees relating to termination of employment. Pending regulatory investigations and enforcements could ultimately result in a censure and/or fine, and such other civil litigation could result in judgements or settlements for damages and other relief.

While no assurance can be given, the Company does not believe that the ultimate outcome of any such pending regulatory or civil matters will result in a material, adverse effect on the Company's business or financial condition. Hence, no loss amount has been recorded or disclosed in accordance with ASC 450-10 - Contingencies.

General Contingencies and Guarantees

In the ordinary course of business, there are various contingencies that are not reflected in the statement of financial condition. These include customer activities involving the execution, settlement and financing of various customer securities transactions. These activities may expose the Company to off-balance sheet credit risk in the event the customers are unable to fulfill their contractual obligations. In these situations, the Company may be required to purchase or sell financial instruments at unfavorable market prices to satisfy its obligations to customers or counterparties.

The Company provides guarantees to its clearing organizations under their standard membership agreements, which require members to guarantee the performance of other members. Under the agreements, if another member becomes unable to satisfy its obligations to a clearing organization, other members would be required to meet the shortfalls. The Company's liability under these arrangements is not quantifiable and may exceed the cash and securities it has posted as collateral. However, management believes that the possibility of the Company being required to make payments under these arrangements is remote. Accordingly, no liability has been recorded for these potential events.

ALTRUIST FINANCIAL LLC

Notes to Statement of Financial Condition

June 30, 2025

(9) Subsequent Events

The Company has evaluated events and transactions occurring subsequent to June 30, 2025, as of the date the statement of financial condition was issued. Management believes that no material events have occurred since June 30, 2025, that require recognition or disclosure.