

CETERA INVESTMENT SERVICES LLC  
(SEC I.D. No. 8-31826)

STATEMENT OF FINANCIAL CONDITION  
AS OF JUNE 30, 2022  
(UNAUDITED)

## CETERA INVESTMENT SERVICES LLC

### UNAUDITED STATEMENT OF FINANCIAL CONDITION AS OF JUNE 30, 2022

#### ASSETS

Cash and cash equivalents	\$	18,356,175
Cash segregated under federal regulations		110,341,265
Receivable from clearing organizations, brokers and dealers		4,529,735
Receivable from customers		19,437,004
Commissions receivable		17,050,451
Related party receivables		12,087
Other receivables		5,978,576
Deferred charges		16,669,091
Intangible assets, net of accumulated amortization of \$3,546,483		17,420,064
Investments in fractional shares held by customers		2,108,397
Other assets		10,156,517
<b>Total assets</b>	<b>\$</b>	<b>222,059,362</b>

#### LIABILITIES AND MEMBER'S EQUITY

##### LIABILITIES

Payables to clearing organizations, brokers and dealers	\$	4,077,353
Payables to customers		80,294,803
Commissions payable		33,268,900
Related party payables		1,290,503
Accrued compensation		3,704,615
Accrued expenses and accounts payable		4,781,964
Deferred revenue		3,043,990
Repurchase obligation for investments held by customers		2,108,397
Other liabilities		5,633,750
<b>Total liabilities</b>		<b>138,204,275</b>

##### COMMITMENTS AND CONTINGENCIES (Note 9)

<b>MEMBER'S EQUITY</b>		<b>83,855,087</b>
<b>Total liabilities and member's equity</b>	<b>\$</b>	<b>222,059,362</b>

The accompanying notes are an integral part of this Statement of Financial Condition.

## **CETERA INVESTMENT SERVICES LLC**

### **NOTES TO STATEMENT OF FINANCIAL CONDITION (UNAUDITED) AS OF JUNE 30, 2022**

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#### **NOTE 1 - ORGANIZATION AND DESCRIPTION OF THE COMPANY**

Cetera Investment Services LLC (the “Company”) is a broker-dealer registered under the Securities Exchange Act of 1934 and a member of the Financial Industry Regulatory Authority, Inc. (“FINRA”). The Company provides brokerage and insurance services to individuals nationally through financial institutions.

The Company is a wholly owned subsidiary of Cetera Financial Group, Inc. (“Cetera Financial”) which is a wholly owned subsidiary of Cetera Financial Holdings, Inc. (“Cetera Holdings”). Cetera Holdings is a wholly owned subsidiary of Aretec Group, Inc. (“Aretec”). Aretec is a direct wholly owned subsidiary of GC Two Intermediate Holdings, Inc. which is a wholly owned subsidiary of GC Two Holdings, Inc.

#### **NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

##### **Basis of Presentation**

The Statement of Financial Condition was prepared in conformity with accounting principles generally accepted in the United States of America (“U.S. GAAP”).

##### **Use of Estimates**

The preparation of the Statement of Financial Condition in conformity with U.S. GAAP requires management to make certain estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the Statement of Financial Condition. Accordingly, actual results could differ from those estimates, and these differences could be material.

##### **Reportable Segment**

The Company operates exclusively in the United States as one operating segment as it only reports financial information on an aggregate basis to its chief operating decision makers.

##### **Cash and Cash Equivalents**

Cash equivalents include highly liquid investments that are readily convertible to known amounts of cash and that are so near their maturity that they present insignificant risk of changes in value because of changes in interest rates.

##### **Cash Segregated Under Federal Regulations**

The Company segregates cash pursuant to the requirements of Securities and Exchange Commission (“SEC”) Rule 15c3-3 for the exclusive benefit of customers.

##### **Receivable from and Payable to Customers**

Receivable from and payable to customers include amounts related to cash and margin transactions. Customer cash receivables and payables arise from timing differences in the receipt and disbursement of customer funds. In margin accounts, the Company extends credit to its customers to finance their purchases of securities. Securities owned by customers are held as collateral for margin receivables. Such collateral is not reflected in the Statement of Financial Condition.

### **Commissions Receivable and Payable**

Commissions receivable includes commissions from brokerage, mutual fund and direct private placement transactions, traded but not yet received. Commissions receivable also includes mutual fund and annuity trailers. Commissions payable related to these transactions are recorded based on estimated payout ratios for each product as commission revenue is accrued.

### **Other Receivables**

Other receivables primarily consist of accrued customer account fees, accrued reimbursements and allowances from product sponsors.

### **Deferred Charges**

Deferred charges primarily consist of unamortized conversion, retention and growth allowances which are provided to the Company's financial institution investment programs and are typically amortized over the term of the respective program's contract. As of June 30, 2022, the Company had unamortized deferred charges of \$16,669,091.

### **Intangible Assets**

The intangible assets that are deemed to have definite lives are amortized over their useful lives, generally from 4 - 20 years. See Note 5 – "Intangible Assets" for additional information.

Definite-lived intangible assets subject to amortization, are reviewed for impairment when there is evidence that events or changes in circumstances indicate that the carrying amount of an asset or asset group may not be recoverable. Recoverability of assets to be held and used is measured by comparing the carrying amount of an asset or asset group to estimated undiscounted future cash flows expected to be generated by the asset or asset group. If the carrying amount of an asset or asset group exceeds its estimated future cash flows, an impairment charge is recognized for the amount by which the carrying amount of the asset or asset group exceeds the estimated fair value of the asset or asset group. There was no impairment of definite-lived intangible assets recognized at June 30, 2022.

### **Investments in Fractional Shares Held by Customers**

CIS offers a Dividend Reinvest Program ("DRIP") that allows investors to reinvest cash dividends into additional shares of the underlying stock which may result in fractional shares transferred to client accounts. Fractional shares held by customers do not meet the criteria for derecognition under ASC 860, "Transfers and Servicing", and as such are accounted for as a secured borrowing (repurchase obligation) with the underlying financial assets pledged as collateral. These financial assets are presented as investments in fractional shares held by customers with a corresponding repurchase obligation for investments held by customers on the Statement of Financial Condition. The Company elected fair value option ("FVO") to measure the repurchase obligation. The fair value of these investments is determined by quoted prices in active markets and are classified as Level 1 within the fair value hierarchy.

### **Securities Owned and Securities Sold, Not Yet Purchased**

Securities owned and securities sold, not yet purchased are recorded on a trade date basis and are carried at fair value. As of June 30, 2022, securities owned of \$122,296 are included in other assets. Securities sold, not yet purchased of \$1,667 are included in other liabilities. See Note 3 – "Fair Value Measurements" for more information.

## **Other Assets**

Other assets primarily consist of an alternative investment in a privately held equity investment of \$3,556,339 which is measured using net asset value. In addition, other assets included prepaid expenses of \$1,137,326 and clearing deposits of \$3,392,462.

## **Deferred Revenue**

The Company records deferred revenue when cash payments are received or due in advance of its performance obligation, including amounts which are refundable.

## **Contract Acquisition Costs**

The Company identifies all significant costs to obtain or fulfill a contract with a customer. These costs generally fall within referral costs, financial advisor related costs, and transfer costs incurred by underlying customers of the acquired financial advisor. Transfer costs related to customers are recognized as assets and are amortized over the estimated customer relationship life on a straight-line basis. Referral costs and other financial advisor related costs are recognized as assets and are amortized over the estimated financial advisor relationship life on a straight-line basis. These assets are presented in the deferred charges line of the Company's Statement of Financial Condition. To the extent that these costs are initially estimated and accrued for, adjustments are made based on actual costs incurred.

## **Recently Issued Accounting Pronouncements**

There are no recently issued accounting pronouncements that would materially impact the Company's Statement of Financial Condition and related disclosures.

## **NOTE 3 - FAIR VALUE MEASUREMENTS**

The Company determines fair value based on quoted prices when available or through the use of alternative approaches, such as discounting the expected cash flows using market interest rates commensurate with the credit quality and duration of the investment. U.S. GAAP defines three levels of inputs that may be used to measure fair value:

*Level 1* - Quoted prices in active markets for identical assets and liabilities that the reporting entity has the ability to access at the measurement date.

*Level 2* - Inputs other than quoted prices included within Level 1 that are observable for the asset and liability or can be corroborated with observable market data for substantially the entire contractual term of the asset or liability.

*Level 3* - Unobservable inputs that reflect the entity's own assumptions about the data inputs that market participants would use in the pricing of the asset or liability and are consequently not based on market activity.

The determination of where an asset or liability falls in the hierarchy requires significant judgment and considers factors specific to the asset or liability. In instances where the determination of the fair value measurement is based on inputs from different levels of the fair value hierarchy, the level in the fair value hierarchy within which the entire fair value measurement falls is based on the lowest level input that is the most significant to the fair value measurement in its entirety.

A review of the fair value hierarchy classification is conducted on an annual basis. Changes in the type of inputs used in determining fair value may result in a reclassification for certain assets. The Company assumes all transfers occur at the beginning of the reporting period in which they occur.

The Company's fair value hierarchy for those assets measured at fair value on a recurring basis by product category as of June 30, 2022 is as follows:

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
<b>Assets:</b>				
Cash equivalents - money market funds	\$ 139,083	\$ -	\$ -	\$ 139,083
Investments in fractional shares held by customers	2,108,397	-	-	2,108,397
Securities owned - recorded in other assets:				
Equity securities	601	-	-	601
Government obligations	-	121,695	-	121,695
Total securities owned	<u>2,108,998</u>	<u>121,695</u>	<u>-</u>	<u>2,230,693</u>
Total	<u>\$ 2,248,081</u>	<u>\$ 121,695</u>	<u>\$ -</u>	<u>\$ 2,369,776</u>
<b>Liabilities:</b>				
Repurchase obligation for investments held by customers	\$ 2,108,397	\$ -	\$ -	\$ 2,108,397
Equity securities	1,667	-	-	1,667
Total	<u>\$ 2,110,064</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 2,110,064</u>

Cash equivalents include money market mutual fund instruments, which are short term in nature with readily determinable values derived from active markets. Publicly traded equity securities with sufficient trading volume are fair valued by management using quoted prices in active markets. Accordingly, these securities are classified within Level 1. Government obligations are fair valued by management using third-party pricing services and are classified within Level 2.

#### **Fair Value of Financial Instruments not Measured at Fair Value**

The fair value of cash and cash equivalents and cash segregated under federal and other regulations was estimated to approximate the carrying value and are classified as Level 1 of the fair value hierarchy.

The fair value of receivables from customers, product sponsors, brokers and dealers, clearing organizations, other receivables, accounts payable, payables to customers, broker and dealers, clearing organizations and other payables was estimated to approximate the carrying value and are classified as Level 2 of the fair value hierarchy due to their short-term nature.

#### NOTE 4 - RECEIVABLE FROM AND PAYABLE TO BROKERS, DEALERS AND CLEARING ORGANIZATIONS

Receivable from and payable to brokers, dealers and clearing organizations result from the Company's processing of customer transactions and consisted of the following as of June 30, 2022:

<b>Receivables:</b>	
Omnibus account receivable	\$ 3,583,833
Fails to deliver	945,902
Total	<u>\$ 4,529,735</u>
<b>Payables:</b>	
Clearing organization	\$ 853,647
Fails to receive	3,223,706
Total	<u>\$ 4,077,353</u>

#### NOTE 5 –INTANGIBLE ASSETS

Intangible assets that are deemed to have definite lives are amortized over their useful lives. Intangible assets acquired included financial advisor relationships and non-compete agreements. The financial advisor relationships intangible asset represents the value associated with expected future revenue streams to be generated by affiliated investment advisors. The value of the non-compete agreement is based on the expected savings, by avoiding revenue lost to a competitor, due to having the agreement in place. The savings occur over the term of the agreement.

The following tables present the components of intangible assets with definite lives subject to amortization at June 30, 2022:

<u>As of June 30, 2022</u>	<u>Gross Carrying Amount</u>	<u>Accumulated amortization</u>	<u>Net Carrying Amount</u>	<u>Weighted Average Remaining Useful Life (years)</u>
Financial advisor relationship	\$ 20,494,193	\$ (3,074,129)	\$ 17,420,064	17.0
Non-compete agreements	472,354	(472,354)	-	0.0
Total	<u>\$ 20,966,547</u>	<u>\$ (3,546,483)</u>	<u>\$ 17,420,064</u>	

The Company amortizes intangible assets with definite lives on a straight-line basis over their useful lives. None of the intangible assets with definite lives are anticipated to have a residual value.

## **NOTE 6 - EMPLOYEE BENEFIT PLANS**

The employees of the Company are covered by a 401(k) defined contribution plan and a health and welfare plan that are administered by Cetera Financial. Subject to eligibility requirements, all employees are eligible to participate. The 401(k) plan features an employer-matching program. The health and welfare plan is a self-insured plan sponsored by Cetera Financial. Costs of the plans are allocated to the Company based on rates determined by Cetera Financial. The Company had no separate employee benefit plans in 2022 and relied on Cetera Financial to cover all eligible employees. All benefits that were paid by Cetera Financial were charged back to the Company for reimbursement.

## **NOTE 7 - RELATED PARTY TRANSACTIONS**

Cetera Financial allocates a portion of its general administrative expenses to the Company based on factors including assets under management, sales volume, number of personnel and producing advisors. In 2022, the Company allocated general administrative expenses to its related party, Cetera Investment Advisors LLC ("CIA"), per an expense sharing agreement. Further, the Company provides clearing and other services for which it charges a clearing fee to CIA in connection to its advisory accounts. Because these transactions and agreements are with affiliates, they might not have been the same as those recorded if the Company were not a wholly owned subsidiary of Cetera Financial.

As of June 30, 2022, there were \$1,201,582 of outstanding payables to Cetera Financial and \$77,540 of outstanding payables to CIA in connection with these services. In addition, the Company had \$12,087 of outstanding receivables from and \$11,381 of outstanding payables to other affiliates.

The Company provides custodial services for certain customer retirement accounts of two affiliated companies, Cetera Advisors LLC and Cetera Advisor Networks LLC.

Given the credit agreements Aretec has with its lenders, in the event of a default the Company's assets could be used to satisfy Aretec's obligations.

## **NOTE 8 - OFF BALANCE SHEET RISK**

The Company is engaged in various principal and brokerage activities with counterparties primarily including broker-dealers, banks and other financial institutions. In the event counterparties do not fulfill their obligations, the Company may be exposed to risk. The risk of default depends on the creditworthiness of the counterparty.

In the event a customer fails to satisfy its cash or margin account obligations, the Company may be required to purchase or sell financial instruments at prevailing market prices in order to fulfill the customer's obligations. The Company seeks to control the risk associated with its customer activities by requiring customers to maintain margin collateral in compliance with various regulatory and internal guidelines. The Company monitors required margin levels daily and pursuant to such guidelines, requires customers to deposit additional collateral or reduce positions, when necessary.

Financial instruments that potentially subject the Company to concentrations of credit risk consist principally of cash and cash equivalents. The Company maintains its cash in bank deposit accounts, the balances of which, at times, may exceed federally insured limits. Exposure to credit risk is reduced by maintaining the Company's banking relationships with high credit quality financial institutions.

The Company holds securities that can potentially subject the Company to market risk. The amount of potential gain or loss depends on the securities performance and overall market activity. The Company monitors its securities positions on a monthly basis to evaluate its positions and if applicable, may elect to sell all or a portion to limit the loss.



## NOTE 9 - COMMITMENTS AND CONTINGENCIES

**Service contracts** - The Company has contracted for technology processing services. The following table shows the future minimum payments due as of June 30, 2022:

	<b>Future Minimum Payments Due</b>
2022	\$ 1,950,000
2023	3,900,000
2024	3,900,000
2025	3,900,000
2026	3,997,500
Thereafter	8,297,311
<b>Total</b>	<b>\$ 25,944,811</b>

**Line of credit** - The Company has a \$50,000,000 uncommitted collateralized line of credit with a nationally recognized financial institution. The line of credit does not have a stated expiration. There were no outstanding borrowings as of June 30, 2022.

**Legal and regulatory proceedings related to business operations** - The Company is involved in legal proceedings from time to time arising out of business operations, including arbitrations and lawsuits involving private claimants, subpoenas, investigations and other actions by government authorities and self-regulatory organizations. In view of the inherent difficulty of predicting the outcome of such matters, particularly in cases in which claimants seek indeterminate damages, the Company cannot estimate what the possible loss or range of loss related to such matters will be. The Company recognizes a loss with regard to a legal proceeding when it believes it is probable a loss has occurred, and the amount can be reasonably estimated. If some amount within a range of loss appears at the time to be a better estimate than any other amount within the range, the Company accrues that amount. When no amount within the range is a better estimate than any other amount, the Company accrues the minimum amount in the range. The Company maintains insurance coverage, including general liability, directors and officers, errors and omissions, excess entity errors and omissions and fidelity bond insurance.

The Company is a registered broker-dealer and, as such, is subject to the continual scrutiny of those who regulate its industry, including FINRA, the United States Securities and Exchange Commission ("SEC"), and the various securities commissions of the states and jurisdictions in which it operates. As part of the regulatory process, the Company is subject to routine examinations, the purpose of which is to determine the Company's compliance with rules and regulations promulgated by the examining regulatory authority. It is not uncommon for the regulators to assert, upon completion of an examination, that the Company has violated certain of these rules and regulations. Where possible, the Company endeavors to correct such asserted violations. In certain circumstances and depending on the nature and extent of the violations, the Company may be subject to disciplinary action, including fines.

Defense costs related to legal and regulatory proceedings are expensed as incurred and classified as other expenses within the Statement of Income. When there is indemnification or insurance, the Company may engage in defense or settlement and subsequently seek reimbursement for such matters.

## NOTE 10 - NET CAPITAL REQUIREMENTS

The Company is subject to the SEC Uniform Net Capital Rule 15c3-1. The Company computes its net capital pursuant to the alternative method provided for in the Rule 15c3-1, which requires the maintenance of minimum net capital of the greater of \$250,000 or 2% of aggregate debit items.

At June 30, 2022, the Company had net capital of \$27,347,832, which was \$27,097,832 in excess of required net capital of \$250,000.

**NOTE 11 - SUBSEQUENT EVENTS**

The Company has evaluated activity through the date the Statement of Financial Condition was issued and concluded that no subsequent events have occurred that would require recognition or disclosure in the Statement of Financial Condition.

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