

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

ANNUAL REPORTS  
FORM X-17A-5  
PART III

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FACING PAGE

Information Required Pursuant to Rules 17a-5, 17a-12, and 18a-7 under the Securities Exchange Act of 1934

FILING FOR THE PERIOD BEGINNING 01/01/2022 AND ENDING 12/31/2022  
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF FIRM: SORRENTO PACIFIC FINANCIAL LLC

TYPE OF REGISTRANT (check all applicable boxes):

- ☒ Broker-dealer ☐ Security-based swap dealer ☐ Major security-based swap participant  
☐ Check here if respondent is also an OTC derivatives dealer

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use a P.O. box no.)

10150 MEANLEY DRIVE, 1ST FLOOR

(No. and Street)

San Diego

CA

92131

(City)

(State)

(Zip Code)

PERSON TO CONTACT WITH REGARD TO THIS FILING

Ted Horwith

(858) 882-6503

Theodore.Horwith@atriawealth.com

(Name)

(Area Code – Telephone Number)

(Email Address)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose reports are contained in this filing\*

Citrin Cooperman

(Name – if individual, state last, first, and middle name)

50 Rockafeller Plaza

New York

NY

10020

(Address)

(City)

(State)

(Zip Code)

11/02/2005

2468

(Date of Registration with PCAOB)(if applicable)

(PCAOB Registration Number, if applicable)

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\* Claims for exemption from the requirement that the annual reports be covered by the reports of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis of the exemption. See 17 CFR 240.17a-5(e)(1)(ii), if applicable.

Persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

## OATH OR AFFIRMATION

I, Ted Horwith, swear (or affirm) that, to the best of my knowledge and belief, the financial report pertaining to the firm of SORRENTO PACIFIC FINANCIAL LLC, as of 12/31, 2022, is true and correct. I further swear (or affirm) that neither the company nor any partner, officer, director, or equivalent person, as the case may be, has any proprietary interest in any account classified solely as that of a customer.

**See Attachment for  
California Notary**

Signature: 

Title:

Managing Director - Chief Financial Officer

Notary Public

### This filing\*\* contains (check all applicable boxes):

- ☒ (a) Statement of financial condition.
- ☒ (b) Notes to consolidated statement of financial condition.
- ☐ (c) Statement of income (loss) or, if there is other comprehensive income in the period(s) presented, a statement of comprehensive income (as defined in § 210.1-02 of Regulation S-X).
- ☐ (d) Statement of cash flows.
- ☐ (e) Statement of changes in stockholders' or partners' or sole proprietor's equity.
- ☐ (f) Statement of changes in liabilities subordinated to claims of creditors.
- ☐ (g) Notes to consolidated financial statements.
- ☐ (h) Computation of net capital under 17 CFR 240.15c3-1 or 17 CFR 240.18a-1, as applicable.
- ☐ (i) Computation of tangible net worth under 17 CFR 240.18a-2.
- ☐ (j) Computation for determination of customer reserve requirements pursuant to Exhibit A to 17 CFR 240.15c3-3.
- ☐ (k) Computation for determination of security-based swap reserve requirements pursuant to Exhibit B to 17 CFR 240.15c3-3 or Exhibit A to 17 CFR 240.18a-4, as applicable.
- ☐ (l) Computation for Determination of PAB Requirements under Exhibit A to § 240.15c3-3.
- ☐ (m) Information relating to possession or control requirements for customers under 17 CFR 240.15c3-3.
- ☐ (n) Information relating to possession or control requirements for security-based swap customers under 17 CFR 240.15c3-3(p)(2) or 17 CFR 240.18a-4, as applicable.
- ☐ (o) Reconciliations, including appropriate explanations, of the FOCUS Report with computation of net capital or tangible net worth under 17 CFR 240.15c3-1, 17 CFR 240.18a-1, or 17 CFR 240.18a-2, as applicable, and the reserve requirements under 17 CFR 240.15c3-3 or 17 CFR 240.18a-4, as applicable, if material differences exist, or a statement that no material differences exist.
- ☐ (p) Summary of financial data for subsidiaries not consolidated in the statement of financial condition.
- ☒ (q) Oath or affirmation in accordance with 17 CFR 240.17a-5, 17 CFR 240.17a-12, or 17 CFR 240.18a-7, as applicable.
- ☐ (r) Compliance report in accordance with 17 CFR 240.17a-5 or 17 CFR 240.18a-7, as applicable.
- ☐ (s) Exemption report in accordance with 17 CFR 240.17a-5 or 17 CFR 240.18a-7, as applicable.
- ☐ (t) Independent public accountant's report based on an examination of the statement of financial condition.
- ☐ (u) Independent public accountant's report based on an examination of the financial report or financial statements under 17 CFR 240.17a-5, 17 CFR 240.18a-7, or 17 CFR 240.17a-12, as applicable.
- ☐ (v) Independent public accountant's report based on an examination of certain statements in the compliance report under 17 CFR 240.17a-5 or 17 CFR 240.18a-7, as applicable.
- ☐ (w) Independent public accountant's report based on a review of the exemption report under 17 CFR 240.17a-5 or 17 CFR 240.18a-7, as applicable.
- ☐ (x) Supplemental reports on applying agreed-upon procedures, in accordance with 17 CFR 240.15c3-1e or 17 CFR 240.17a-12, as applicable.
- ☐ (y) Report describing any material inadequacies found to exist or found to have existed since the date of the previous audit, or a statement that no material inadequacies exist, under 17 CFR 240.17a-12(k).
- ☐ (z) Other: \_\_\_\_\_

**\*\*To request confidential treatment of certain portions of this filing, see 17 CFR 240.17a-5(e)(3) or 17 CFR 240.18a-7(d)(2), as applicable.**

## ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California  
County of Los Angeles )

On April 14, 2023 before me, Karen Villatoro, Notary Public  
(insert name and title of the officer)

personally appeared Theodore Horwith AKA Ted Horwith,  
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are  
subscribed to the within instrument and acknowledged to me that he/she/they executed the same in  
his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the  
person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing  
paragraph is true and correct.

WITNESS my hand and official seal.

Signature  (Seal)



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SORRENTO PACIFIC FINANCIAL, LLC  
ANNUAL FILING IN ACCORDANCE WITH RULE 17a-5  
AS OF DECEMBER 31, 2022  
TOGETHER WITH REPORT OF INDEPENDENT  
REGISTERED PUBLIC ACCOUNTING FIRM THEREON

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SORRENTO PACIFIC FINANCIAL, LLC

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## **REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

To the Member and Board of Managers  
Sorrento Pacific Financial, LLC

### **Opinion on the Financial Statement**

We have audited the accompanying statement of financial condition of Sorrento Pacific Financial, LLC as of December 31, 2022, and the related notes (collectively referred to as the "financial statement"). In our opinion, the financial statement presents fairly, in all material respects, the financial position of Sorrento Pacific Financial, LLC as of December 31, 2022, in conformity with accounting principles generally accepted in the United States of America.

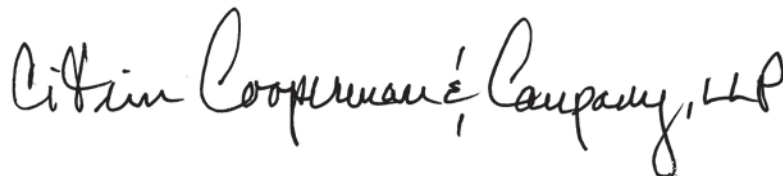
### **Basis for Opinion**

This financial statement is the responsibility of Sorrento Pacific Financial, LLC's management. Our responsibility is to express an opinion on Sorrento Pacific Financial, LLC's financial statement based on our audit. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) ("PCAOB") and are required to be independent with respect to Sorrento Pacific Financial, LLC in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statement is free of material misstatement, whether due to error or fraud. Our audit included performing procedures to assess the risks of material misstatement of the financial statement, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statement. Our audit also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statement. We believe that our audit provides a reasonable basis for our opinion.

### **Uncertainty Regarding Impacts of Recent Disruptions in U.S. Banking System**

As discussed in Note 2 to the financial statement, the Company maintains cash balances, which may exceed federally insured limits, in one financial institution. In March 2023, the shut-down of certain financial institutions raised economic concerns over disruption to the U.S. banking system. Given the uncertainty of the situation, the related financial statement impact cannot be reasonably estimated at this time. Our opinion is not modified with respect to this matter.



We have served as Sorrento Pacific Financial, LLC's auditor since 2020.  
New York, New York  
April 14, 2023

SORRENTO PACIFIC FINANCIAL, LLC  
STATEMENT OF FINANCIAL CONDITION  
DECEMBER 31, 2022

ASSETS

Cash and cash equivalents	\$ 1,404,826
Receivables from clearing firms	817,128
Other receivables	26,089
Other assets and deposits	37,610
Deposits with clearing firms	<u>100,000</u>

Total assets	<u>\$ 2,385,653</u>
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LIABILITIES AND MEMBER'S EQUITY

LIABILITIES

Accounts payable	\$ 34,582
Accrued commissions	476,815
Due to affiliates	139,999
Other accrued liabilities	<u>242,133</u>

Total liabilities	<u>893,529</u>
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COMMITMENTS AND CONTINGENCIES (Note 7)

MEMBER'S EQUITY	<u>1,492,124</u>
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Total liabilities and member's equity	<u>\$ 2,385,653</u>
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The accompanying notes are an integral part of this financial statement.

SORRENTO PACIFIC FINANCIAL, LLC  
NOTES TO FINANCIAL STATEMENT  
DECEMBER 31, 2022

**NOTE 1 – ORGANIZATION AND DESCRIPTION OF THE COMPANY**

Sorrento Pacific Financial, LLC (the "Company"), a wholly-owned subsidiary of its ultimate parent company, Atria Wealth Solutions, Inc. ("AWSI"), is a registered broker-dealer and investment advisor licensed by the Securities and Exchange Commission ("SEC") and is a member of the Financial Industry Regulatory Authority. The Company provides broker-dealer and investment advisory services for regional and community banks and independent registered representatives as an introducing broker-dealer, clearing customer transactions through other broker-dealers on a fully disclosed basis.

**NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

***Basis of Presentation***

This financial statement is prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP"), which require the Company to make estimates and assumptions regarding valuations of certain financial instruments, accruals for liabilities, and other matters that affect the financial statement and related disclosures. Actual results could differ from those estimates under different assumptions or conditions and the differences may be material to the financial statement.

***Concentrations of Credit Risk***

The Company maintains cash balances with a financial institution. At December 31, 2022, accounts at the financial institution are insured by the Federal Deposit Insurance Corporation up to \$250,000. As of December 31, 2022, the Company had uninsured cash balances of \$473,499. Management performs periodic evaluations of the relative credit standing of this institution. The Company has not recognized any credit losses from this institution.

The Company maintains accounts at clearing firms, which are insured by the Securities Investors Protection Corporation up to \$500,000 (including a maximum of \$250,000 for claims for uninvested cash awaiting reinvestment). As of December 31, 2022, the Company had an uninsured cash balance of \$23,209 at the Company's primary clearing firm. Management performs periodic evaluations of the relative credit standing of the clearing firms. The Company has not recognized any credit losses from clearing firms during the year ended December 31, 2022.

At December 31, 2022, the Company had commission and transaction related receivables of \$411,509 with the Company's primary clearing firm or 50% of the total commission and transaction related receivables.

***Income Taxes***

The Company is a single member limited liability company which is disregarded for federal income tax purposes. Accordingly, no income tax expense or deferred tax assets and liabilities are recorded within the Company's financial statement.

***Cash and Cash Equivalents***

The Company considers all highly liquid investments with an original maturity of three months or less when purchased to be cash equivalents.



SORRENTO PACIFIC FINANCIAL, LLC  
NOTES TO FINANCIAL STATEMENT  
DECEMBER 31, 2022

***Receivables from Clearing Firms and Other Receivables***

Commissions and other receivables are stated at the amounts the Company expects to collect. The Company considers accounts receivable to be fully collectible. The determination of the amount of credit losses is based on the estimated creditworthiness of the counterparty and the length of time a receivable has been outstanding. Other factors are considered by management based on relevant information about past events, current conditions and reasonable supportable forecasts as deemed necessary on a transaction-by-transaction basis. The Company continually monitors these estimates over the life of the receivable. The allowance for credit losses reflects the amount of loss that can be reasonably estimated by management. No allowance for credit losses was recorded as of December 31, 2022.

***Property and Equipment***

Property and equipment are recorded at cost and are depreciated on a straight-line basis over the estimated useful lives of the depreciable assets, which range from three to seven years. Maintenance costs are considered period costs and are expensed as incurred.

**NOTE 3 – PROPERTY AND EQUIPMENT, NET**

Property and equipment, net consists of the following at December 31:

Computers and equipment	\$ 42,471
Software	26,802
Total property and equipment	<u>69,273</u>
Less accumulated depreciation and amortization	<u>(69,273)</u>
Property and Equipment, net	<u>\$ -</u>

**NOTE 4 – OTHER ACCRUED LIABILITIES**

The components of other accrued liabilities at December 31, 2022, are as follows:

Employee compensation and benefit payables	\$ 51,887
FINRA fees payable	23,707
Other payables	166,539
Total other accrued liabilities	<u>\$ 242,133</u>

**NOTE 5 – NET CAPITAL REQUIREMENTS**

The Company is subject to Rule 15c3-1(a)(2)(ii) of the Securities Exchange Act of 1934, as amended, which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1. Under this rule, equity capital may not be withdrawn or cash dividends paid if the resulting net capital ratio would exceed 10 to 1. The Company is also subject to the net capital requirements and is required to maintain minimum net capital of \$50,000 or 6 and 2/3% of aggregated indebtedness, whichever is higher. At December 31, 2022, the Company had net capital of \$1,354,632 which was \$1,295,063 in excess of the required minimum net capital of \$59,569. At December 31, 2022, the Company's ratio of aggregate indebtedness to net capital was 0.66 to 1.

SORRENTO PACIFIC FINANCIAL, LLC  
NOTES TO FINANCIAL STATEMENT  
DECEMBER 31, 2022

The Company is exempt from the provisions of Rule 15c3-3 (per Paragraph (k)(2)(ii) of such rule) under the Securities Exchange Act of 1934 as a broker or dealer which carries no customer accounts and does not otherwise hold funds or securities of customers. Due to such exemption, the Company is not required to prepare a determination of reserve requirement for brokers or dealers.

**NOTE 6 – RELATED PARTY TRANSACTIONS**

The Company is involved in certain related party transactions with an affiliate, CUSO Financial Services, L.P. ("CFS"). For the year ended December 31, 2022, the Company was charged \$793,545 by CFS for administrative, consulting, and reporting platform services, of which \$746,820 is included within advertising and market development and outside services and \$63,525 is included in outside services in the accompanying Statement of Financial Condition.

The Company has an expense sharing agreement pertaining to the Company's administrative and reporting platform with CFS Insurance and Technology Services, LLC ("CI&TS"), a related entity. Under the terms of this agreements, the Company is allocated depreciation expense related to the administrative and reporting platform. For the year ended December 31, 2022, the Company was charged \$26,661 by CI&TS, which is included in outside services in the accompanying Statement of Financial Condition.

Additionally, the Company is involved in certain related party transactions with CI&TS. Beginning in 2012, CI&TS began providing insurance agency services to the Company. For the year ended December 31, 2022, the Company was charged \$80,000 by CI&TS which is included in outside services in the accompanying Statement of Financial Condition.

The Company has an expense sharing agreement with AWSI. The Company's expense sharing agreement provides that it will pay AWSI for employee compensation and benefits. For the year ended December 31, 2022, employee compensation and benefits was \$97,780 and is included in employee compensation and benefits in the accompanying Statement of Financial Condition.

The Company has expense sharing agreements with CFS, CI&TS, AWSI, and other broker-dealer affiliates for ongoing operational expenses. For the year ended December 31, 2022, expenses allocated from other affiliates and to other affiliates included in the Statement of Financial Condition are as follows:

	<b>Allocated From Affiliates</b>	<b>Allocated To Affiliates</b>
Advertising and market development	\$ 23,474	\$ (628)
Commissions and clearing	97,098	-
Communication and technology	109,421	-
Employee compensation and benefits	172,317	(11,151)
Office supplies and printing	2,644	-
Outside services	3,819	(7)
Taxes, licenses, insurance, and registration fees	2,976	(874)
Travel and entertainment	284,944	(21,408)
Total	<u>\$ 696,693</u>	<u>\$ (34,068)</u>

SORRENTO PACIFIC FINANCIAL, LLC  
NOTES TO FINANCIAL STATEMENT  
DECEMBER 31, 2022

**NOTE 7 – COMMITMENTS AND CONTINGENCIES**

***Litigation***

In the normal course of business, the Company may be party to litigation or other regulatory matters. If the assessment of a contingency indicates that it is probable that a material loss has been incurred and the amount of the liability can be estimated, the estimated liability would be accrued in the Company's financial statements. If the assessment indicates that a potentially material loss contingency is not probable, but is reasonably possible, or is probable but cannot be estimated, then the nature of the contingent liability, together with an estimate of the range of possible loss, if determinable and material, would be disclosed.

***Clearing and Custody, and Trustee and Administrator Relationships***

In the normal course of its business, the Company indemnifies and guarantees certain service providers, such as clearing and custody agents, and trustees and administrators, against specified potential losses in connection with their acting as an agent of, or providing services to, the Company or its affiliates. The Company also indemnifies some clients against potential losses incurred in the event specified third-party service providers, including sub custodians and third-party brokers, improperly executed transactions. However, the Company believes that the exposure is not material and it is unlikely it will have to make material payments under these arrangements. Also, it has not recorded any contingent liability in the Statement of Financial Condition for these indemnifications.

**NOTE 8 – EMPLOYEE 401(k) SAVINGS PLAN**

The Company has a 401(k) savings plan (the "Plan") covering all eligible employees. The Plan provides for voluntary employee contributions up to a dollar limit prescribed by law and has an employer matching plan.

**NOTE 9 – RECENT EVENTS RELATING TO THE DISRUPTION IN THE U.S BANKING SYSTEMS**

In March 2023, the FDIC placed certain financial intuitions into receivership, raising economic concerns over disruption in the U.S. banking system. The U.S. government took certain actions to strengthen public confidence in the U.S. banking system. However, there can be no certainty that the actions taken by the U.S. government will be effective in mitigating the effects of financial institution failures on the economy which may include limits on access to short-term liquidity in the near term or other adverse effects. Refer to Note 2 for cash amounts in excess of federally insured limits that expose the Company to risk of loss if the counterparty is unable to perform as a result of future disruptions to the banking system or economy. The uncertainty of the situation has the potential to have a financial impact to the Company that cannot be reasonably estimated at this time.

**NOTE 10 – SUBSEQUENT EVENTS**

The Company has performed an evaluation of events that have occurred subsequent to December 31, 2022, and through April 14, 2023, the date of the filing of this report. There have been no material subsequent events that occurred during such period that would require disclosure in this report or would be required to be recognized in the financial statements as of December 31, 2022.