

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

ANNUAL REPORTS  
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PART III

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

FILING FOR THE PERIOD BEGINNING 01/01/22 AND ENDING 12/31/22  
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF FIRM: OneChronos Markets, 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.)

110 Greene St., Ste 1204

(No. and Street)

New York

NY

10012

(City)

(State)

(Zip Code)

PERSON TO CONTACT WITH REGARD TO THIS FILING

Jeffrey Harpel

717-249-8803

jeffrey.harpel@onechronos.com

(Name)

(Area Code – Telephone Number)

(Email Address)

B. ACCOUNTANT IDENTIFICATION

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

Keiter

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

4401 Dominion Blvd

Glen Allen

VA

23060

(Address)

(City)

(State)

(Zip Code)

10/22/2003

80

(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, Bernard Dan, CEO, swear (or affirm) that, to the best of my knowledge and belief, the financial report pertaining to the firm of OneChronos Markets, LLC, as of 12/31, 2023, 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.



Signed by: Jonathan Trattner  
Date & Time: Mar 22, 2023 09:02:33 EDT



This electronic notarial act involved a remote online appearance involving the use of communication technology.

Signature:

Bernard Dan

Signed by: Bernard Dan  
Date & Time: Mar 22, 2023 08:01:56 CDT

Title:

CEO

**Notary Public** This electronic notarial act involved a remote online appearance involving the use of communication technology

### 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.**

**OneChronos Markets, LLC**

Statement of Financial Condition

December 31, 2022

With Report of Independent Registered Public Accounting Firm

SEC ID 8 - 69882

Filed as a PUBLIC DOCUMENT.

# OneChronos Markets, LLC

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

To the Board of Directors  
OneChronos Markets, LLC  
New York, New York

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

We have audited the accompanying statement of financial condition of OneChronos Markets, LLC (the “Company”), as of December 31, 2022, and the related notes to the financial statement (collectively referred to as the “financial statement”). In our opinion, the financial statement presents fairly, in all material respects, the financial position of the Company 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 the Company’s management. Our responsibility is to express an opinion on the Company’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 the Company 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 statements. 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.

We have served as the Company’s auditor since 2018.

Glen Allen, Virginia  
March 9, 2023

**OneChronos Markets, LLC**

Statement of Financial Condition  
December 31, 2022

Assets

Cash	\$ 705,398
Clearing deposit	267,512
Prepaid expenses and other assets	<u>10,370</u>
Total assets	<u>\$ 983,280</u>

Liabilities and Member's Equity

Liabilities:	
Accounts payable and accrued liabilities	\$ 93,268
Related party payable	<u>52,081</u>
	145,349
Member's equity	<u>837,931</u>
Total liabilities and member's equity	<u>\$ 983,280</u>

See accompanying notes to financial statement.

## OneChronos Markets, LLC

### Notes to Financial Statements

#### 1. Organization and Business

OneChronos Markets, LLC (the “Company”), a Delaware limited liability company, was organized on November 20, 2016 and is a wholly owned subsidiary of OCX Group, Inc. (the “Parent”). On July 9, 2018 the Company became registered with the Securities and Exchange Commission (“SEC”) as a broker dealer and became a member of the Financial Industry Regulatory Authority (“FINRA”) and Securities Industry Protection Corporation (“SIPC”). The Company has been approved by FINRA to operate an alternative trading system for national market system (“NMS”) securities.

#### 2. Summary of Significant Accounting Policies:

**Basis of Accounting:** The financial statement of the Company is prepared in accordance with U.S. generally accepted accounting principles (“U.S. GAAP”).

**Credit Risks:** Financial instruments which potentially expose the Company to concentrations of credit risk consist principally of cash. The Company maintains its cash balances in financial institutions fully insured by the Federal Deposit Insurance Corporation up to \$250,000. The Company’s cash balance regularly exceeds the insured limit.

**Cash and Cash Equivalents:** The Company considers all highly liquid instruments purchased with maturities of three months or less to be cash equivalents.

**Property and Equipment:** Property and equipment are stated at cost. Depreciation and amortization are calculated using straight-line method over the estimated useful lives of the related assets of 3 years. As of December 31, 2022, the Company has no net property and equipment.

**Fair Value of Financial Instruments:** Cash, prepaid expenses, and accounts payable and accrued liabilities approximate fair value due to their short-term nature.

## OneChronos Markets, LLC

### Notes to Financial Statements, Continued

#### 2. Summary of Significant Accounting Policies, Continued:

**Income Taxes:** For federal, state and local income tax purposes, the Company is treated as a single member LLC. Accordingly, no provision has been made for federal, state or local income taxes since the taxable income of the Company is to be included in the tax returns of the individual member.

The Company follows the Financial Accounting Standards Board ("FASB") guidance for how uncertain tax positions should be recognized, measured, disclosed and presented in the financial statements. This requires the evaluation of tax positions taken or expected to be taken in the course of preparing the Company's tax returns to determine whether the tax positions are "more-likely-than-not" of being sustained "when challenged" or "when examined" by the applicable tax authority. Tax positions not deemed to meet the more-likely-than-not threshold would be recorded as a tax expense and liability in the current year. Management has evaluated the Company's tax positions and concluded that the Company has taken no uncertain tax positions that require adjustment to the financial statement to comply with the provisions of this guidance as of December 31, 2022. The Company is not currently under audit by any tax jurisdiction.

**Use of Estimates:** The preparation of financial statement in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the period reported. Actual results could differ from those estimates.

**Leases:** In accordance with ASU 2016-02 – Leases (Topic 842), the Company recognizes leases on the balance sheet with lease liabilities and corresponding right-of-use assets based on the present value of lease payments. The Company had not entered into any leases subject to this standard as of December 31, 2022.

**Current Expected Credit Losses:** In accordance with ASU 2016-13 – Current Expected Credit Losses ("CECL"), the Company uses an expected loss model to determine expected losses for trade and other receivables. At December 31, 2022, the Company had no reserve for expected credit losses.

**Subsequent Events:** Management has evaluated subsequent events through March 9, 2023, the date the financial statement was issued, and has determined there are no subsequent events to be reported in the accompanying financial statement.



## **OneChronos Markets, LLC**

### **Notes to Financial Statements, Continued**

#### **3. Related Party Transactions:**

The Company has entered into an Administrative Services and Expense Agreement with its Parent. Under the agreement, the Parent will provide certain administrative and support services to the Company and the Company may provide certain administrative and support services to the Parent. At December 31, 2022, the Company had a balance of \$52,081 due to the Parent which is included in related party payable on the accompanying statement of financial condition.

The Company currently occupies office space leased by the Parent, the expense for which is allocated as part of the Administrative Services and Expense Agreement (the "Agreement"). Management has reviewed the Agreement and concluded the contract does not contain any leases under the scope of ASU 2016-02 – Leases (Topic 842).

#### **4. Commitments and Contingencies**

The Company may, from time to time, be involved in judicial, regulatory and arbitration proceedings concerning matters arising in connection with the conduct of the Company's business. The outcome of such matters cannot be predicted with certainty. As of December 31, 2022, the Company was not named in any pending litigations and therefore did not have a litigation reserve.

At December 31, 2022, the Company had no commitment or guarantees outstanding.

#### **5. Regulatory Requirements:**

The Company is subject to the SEC Uniform Net Capital Rule (Rule 15c3-1), which requires the maintenance of minimum net capital and the ratio of aggregate indebtedness to net capital, of not more than 15 to 1. At December 31, 2022, the Company had net capital of \$827,561, which was \$817,871 in excess of required minimum net capital of \$9,690. The Company's net capital ratio was .18 to 1.

The Company has no possession or control obligations under Rule 15c3-3(b) or reserve deposit obligations under Rule 15c3-3(e) because its business is limited to operating an alternative trading system for national market system (NMS) securities and it (1) does not directly or indirectly receive, hold, or otherwise owe funds or securities for or to customers; (2) does not carry accounts of or for customers; and (3) does not carry PAB accounts (as defined in Rule 15c3-3).