

## GLOBAL FINANCIAL SERVICES, L.L.C.

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2015

#### 1. NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

##### *Nature of Operations*

Global Financial Services, L.L.C. (“the Company”) is organized as a limited liability company. The duration of the Company is perpetual. Each member’s liability is limited to their capital balance. The Company is an introducing broker-dealer in securities registered with the Securities and Exchange Commission (“SEC”) under Rule 15c3-3(k)(2)(ii) which provides that all the funds and securities belonging to the Company’s customers are handled by a clearing broker-dealer, J.P. Morgan Clearing Corporation, under fully disclosed clearing arrangements. The Company is also registered with the National Futures Association. The Company is an indirect wholly owned subsidiary of Affiliated Wealth Partners Holdings LLC.

##### *Use of Estimates*

The preparation of the financial statements in conformity with generally accepted accounting principles in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

##### *Cash and Cash Equivalents*

Highly liquid debt instruments with original maturities of three months or less when purchased are considered to be cash equivalents. Demand balances with the Company’s clearing broker-dealer have been classified as cash and cash equivalents in the Statement of Financial Condition.

##### *Fair Value*

The carrying values of cash and cash equivalents, deposits with clearing organizations, receivables, other assets and prepaid expenses, and accounts payable and accrued liabilities approximate fair value due to the short period of time to maturity.

##### *Furniture, Equipment, and Leasehold Improvements*

Furniture, equipment, and leasehold improvements are recorded and carried at cost, net of accumulated depreciation and amortization. Depreciation of furniture and equipment is computed on a straight-line basis over a three to seven year period. Amortization of leasehold improvements is computed on a straight-line basis over the shorter of the term of the lease or useful life. When assets are retired or otherwise disposed, the cost and related accumulated depreciation or amortization are removed from the accounts and any resulting gain or loss is reflected in net income for the period. The cost of maintenance and repairs is charged to expense as incurred. Significant renewals and betterments are capitalized.

##### *Income Taxes*

The Company is treated and taxed as a partnership for federal income tax purposes. Accordingly, any federal tax liability is the responsibility of the members. The financial statements reflect a liability and benefit for state income taxes for the Texas Franchise (margin) tax which is an obligation of the Company.

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Tax benefits associated with uncertain tax positions are recognized in the period in which one of the following conditions is satisfied: (1) the more likely than not recognition threshold is satisfied; (2) the position is ultimately settled through negotiation or litigation; or (3) the statute of limitations for the taxing authority to examine and challenge the position has expired. Tax benefits associated with an uncertain tax position are derecognized in the period in which the more likely than not recognition threshold is no longer satisfied.

#### *Revenue Recognition*

Securities transactions and all related revenue and expenses are recorded on a trade date basis as securities transactions occur. Commissions are recorded on a trade date basis as securities transactions occur. The Company records a receivable due from its clearing broker-dealer for revenue earned since amounts are typically not collected until ten days after month-end.

Interest income is recorded on the accrual basis to the extent that such amounts are expected to be collected. Interest income is primarily comprised of the portion of interest on customer accounts earned by its clearing broker-dealer and shared with the Company. Dividend income is recognized on the ex-dividend date for common equity securities and on an accrual basis for preferred equity securities to the extent that such amounts are expected to be collected or realized.

#### *New Authoritative Accounting Guidance*

In May 2014, the Financial Accounting Standards Board (“FASB”) issued new authoritative literature, “Revenue from Contracts with Customers”, which requires an entity to recognize the amount of revenue to which it expects to be entitled for the transfer of promised goods or services to its customers. The new standard will supersede much of the existing authoritative literature for revenue recognition. The standard and related amendments will be effective for the Company in the first quarter of 2018 unless early application is elected no earlier than January 1, 2017. Entities are allowed to transition to the new standard by either retrospective application or recognition of the cumulative effect. The Company is currently evaluating the newly issued guidance, including which transition approach will be applied and the estimated impact it will have on the financial statements.

In August 2014, the FASB issued authoritative guidance regarding “Presentation of Financial Statements – Going Concern”, which requires management to assess an entity’s ability to continue as a going concern and to provide related footnote disclosures in certain circumstances. The updated guidance requires management to perform interim and annual assessments on whether there are conditions or events, considered in the aggregate, that raise substantial doubt about an entity’s ability to continue as a going concern within one year after the date that the financial statements are issued and to provide related disclosures, if required. The standard will be effective for the Company in the first quarter of 2017, although early adoption is permitted. The Company does not expect the adoption of this guidance to have a material effect on the financial statements.

In January 2015, the FASB issued authoritative guidance on “Extraordinary and Unusual Items” presented on the Income Statement. The standard will be effective for the Company for their fiscal year beginning January 1, 2016, although early adoption is permitted. The Company does not expect the adoption of this guidance to have any effect on the financial statements.

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**2. DEPOSIT WITH AND RECEIVABLE FROM CLEARING ORGANIZATION**

The Company is required to maintain a deposit with its clearing broker-dealer. As of December 31, 2014, the deposit was \$985,364.

**3. FURNITURE, EQUIPMENT, AND LEASEHOLD IMPROVEMENTS**

Furniture, equipment, and leasehold improvements as of December 31, 2015 were as follows:

<i>in thousands</i>	Cost	Depreciable Lives
Furniture and fixtures	\$ 120	7 Years
Equipment and software	234	3 - 5 Years
Leasehold improvements	812	4 - 7 Years
Accumulated depreciation and amortization	(1,107)	
Furniture, equipment, and leasehold improvements, net	\$ 59	

Depreciation and amortization expense for 2015 was \$28,733.

**4. STATE INCOME TAXES**

The components of the 2015 state income tax provision were as follows:

<i>in thousands</i>	
Current	\$ 27
Deferred	
Income tax provision	\$ 27

State income tax liabilities consisted of the following as of December 31, 2014:

<i>in thousands</i>	
Current state income taxes	\$ 28
Penalties and interest	
Income tax payable	\$ 28

The Company had no accruals for interest or penalties for uncertain tax positions as of December 31, 2015.

Texas state tax returns are generally subject to examination over the period governed by the statute of limitations, generally four years from the original due date.

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#### 5. MEMBERSHIP INTERESTS

The Company has 1,000 common units and 100 special units of membership interests authorized, issued and outstanding.

#### 6. COMMITMENTS AND CONTINGENCIES

The Company's customer base consists of individuals and entities located mostly outside of the United States. Deposits with and receivables from the clearing organization are with the Company's clearing broker-dealer, which is located in New York, New York. The Company has an uncommitted financing arrangement with its clearing broker-dealer that finances its customer accounts, certain broker-dealer balances, and firm trading positions. Although these customer accounts and broker-dealer balances are not reflected in the Statement of Financial Condition for financial reporting purposes, the Company has generally agreed to indemnify its clearing broker-dealer for losses it may sustain in connection with the accounts, and therefore, retains risk on these accounts. The Company is required to maintain certain cash or securities on deposit with its clearing broker-dealer. The deposit with clearing organization was approximately \$985,000 as of December 31, 2015.

The Company is not currently a defendant in litigation incidental to its securities business. The Company accounts for litigation losses in accordance with FASB Accounting Standards Codification Topic 450, "Contingencies" ("ASC 450"). Under ASC 450, loss contingency provisions are recorded for probable losses at management's best estimate of a loss, or when a best estimate cannot be made, a minimum loss contingency amount is recorded. These estimates are often initially developed substantially earlier than the ultimate loss is known, and the estimates are refined each accounting period as additional information becomes available. Accordingly, the initial amount estimated and recorded could be as low as zero. As information becomes known, the initial estimate may be increased, resulting in additional loss provisions. Also, a best estimate amount is changed to a lower amount when events result in an expectation of a more favorable outcome than previously estimated.

Total rental expense for the Company's operating lease was \$0.4 million for 2015. The lease agreement contains provisions for renewal options, escalation clauses based on increases in certain costs incurred by the lessor, as well as free rent periods and tenant improvement allowances. The Company amortizes office lease incentives and rent escalations on a straight line basis over the life of the lease. The Company has an obligation under its operating lease that expires in 2018 with an initial non-cancellable term in excess of one year.

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Future minimum commitments under this operating lease are as follows:

<i>in thousands</i>	
2016	\$ 307
2017	313
2018	185
Total minimum rental payments	<u>805</u>
Less: Minimum sublease rentals	(34)
Net minimum rental payments	<u>\$ 771</u>

#### 7. CONCENTRATIONS OF RISK

The Company executes, as agent, securities transactions on behalf of its customers. If either the customer or a counterparty fails to perform, the Company may be required to discharge the obligations of the nonperforming party. In such circumstances, the Company may sustain a loss if the market value of the security differs from the contract value of the transaction. The Company's customer security transactions are transacted on either a cash or margin basis. In margin transactions, the customer is extended credit by the clearing broker-dealer, subject to various regulatory margin requirements, collateralized by cash and securities in the customer's account. In connection with these activities, the Company executes customer transactions with the clearing broker-dealer involving the sale of securities not yet purchased (short sales). In the event the customer fails to satisfy its obligation, the Company may be required to purchase financial instruments at prevailing market prices in order to fulfill the customer's obligations.

Cash and cash equivalents include demand deposits with the Company's clearing broker-dealer which are not insured.

The Company is subject to credit risk to the extent that its deposits with commercial banks exceed the Federal Deposit Insurance Corporation insurable limit of \$250,000.

#### 8. RELATED PARTY TRANSACTIONS

The Company is affiliated with an entity registered under the Investment Advisers Act of 1940 to conduct investment advisory services. The affiliate bears its direct costs; however, none of the Company's overhead expenses are charged to the affiliate. Amounts payable of \$76,934 to such affiliate are included in payable from affiliates in the accompanying Statement of Financial Condition. Such amounts are non-interest bearing and are due on demand.

The Company is also a member of a group of affiliated operating companies. These affiliates may make certain payments on the Company's behalf for general operating purposes. These amounts are reimbursed by the Company in cash on a periodic basis. In addition, employees of these affiliates may provide services to the Company, overhead charges from these affiliates have not been charged to the Company. Amounts owed to these affiliates of \$165,216 are included in payable to parent and affiliates in the accompanying Statement of Financial Condition. Such amounts are non-interest bearing and are due on demand.

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#### **9. NET CAPITAL REQUIREMENTS**

The Company is subject to the Securities and Exchange Commission's Uniform Net Capital Rule (SEC Rule 15c3-1), 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. A further requirement is that equity capital may not be withdrawn or cash distributions paid if this ratio would exceed 10 to 1 after such withdrawal or distribution. As of December 31, 2015, the Company had net capital, as defined, of \$1 million, which was \$.9 million in excess of the required minimum net capital of \$0.1 million. As of December 31, 2015, the Company had aggregate indebtedness of \$1.8 million and its aggregate indebtedness to net capital ratio was 1.76 to 1.

The Company periodically makes distributions of capital to its members at amounts that are determined not to have a detrimental effect on the net capital position at the time of withdrawal.

#### **10. RESERVE REQUIREMENTS**

As of December 31, 2015, the Company was not subject to the reserve requirements under Rule 15c3-3 of the Securities Exchange Act of 1934 because it qualifies for an exemption under Rule 15c3-3(k)(2)(ii) as all customer transactions are cleared through J.P. Morgan Clearing Corporation on a fully disclosed basis. The Company does not carry securities accounts for its customers or perform custodial functions relating to customer securities and therefore has not included the schedules entitled "Computation for Determination of Reserve Requirements Under Rule 15c3-3" and "Information for Possession or Control Requirements Under Rule 15c3-3" in the supplementary information of this report.

#### **11. SUBSEQUENT EVENTS**

The Company has evaluated subsequent events and is not aware of any events which would require recognition or disclosure in the financial statements.