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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 05/01/2022 AND ENDING 4/30/2023
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF FIRM: Centaurus Financial, Inc.

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AUG 28 2023

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

Washington, DC

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

2300 E Katella Ave. Ste. 200

(No. and Street)

Anaheim

CA

92806

(City)

(State)

(Zip Code)

PERSON TO CONTACT WITH REGARD TO THIS FILING

Sheri Lejman

714-456-1790

slejman@cfiemail.com

(Name)

(Area Code - Telephone Number)

(Email Address)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose reports are contained in this filing*

Baker Tilly US, LLP

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

1800 Von Karman Ave. Irvine

CA

92612

(Address)

(City)

(State)

(Zip Code)

10/22/2003

Baker Tilly Us, LLP (23)

(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.

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RMS

OATH OR AFFIRMATION


I, SHERI LEJMAN, swear (or affirm) that, to the best of my knowledge and belief, the financial report pertaining to the firm of CENTAURUS FINANCIAL, INC. as of 4/30, 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.



Notary Public



Signature:



Title:
CFO

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, 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: _____

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AUG 28 2023

Washington, DC

**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.

CENTAURUS FINANCIAL, INC.
FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION
For The Year Ended April 30, 2023

This report is deemed CONFIDENTIAL in accordance with Rule 17a-5(e)(3). A statement of financial condition, bound separately, has been filed with the Securities and Exchange Commission simultaneously herewith as a public document.

CENTAURUS FINANCIAL, INC.
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Report of Independent Registered Public Accounting Firm

To the Directors and Equity Owners at Centaurus Financial, Inc.,

Opinion on the Financial Statements

We have audited the accompanying statement of financial condition of Centaurus Financial, Inc. (the Company) as of April 30, 2023, the related statements of operations, changes in stockholders' equity, and cash flows for the year then ended, and the related notes (collectively referred to as the financial statements). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of April 30, 2023, and the results of its operations and its cash flows for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements 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 statements are 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 statements, 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 statements. We believe that our audit provides a reasonable basis for our opinion.

Supplemental Information

The Schedule I – Computation of Net Capital Pursuant to Rule 15c3-1 of the Securities and Exchange Commission, Schedule II – Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3 of the Securities and Exchange Commission, Schedule III – Information Relating to the Possession or Control Requirements Pursuant to Rule 15c3-3 of the Securities and Exchange Commission (collectively, the supplemental information), have been subjected to audit procedures performed in conjunction with the audit of Company's financial statements. The supplemental information is the responsibility of the Company's management. Our audit procedures included determining whether the supplemental information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental information. In forming our opinion on the supplemental information, we evaluated whether the supplemental information, including its form and content, is presented in conformity with 17 C.F.R. § 240.17a5. In our opinion, the supplemental information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Baker Tilly US, LLP

We have served as the Company's auditor since 2014.

Irvine, California
June 23, 2023

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CENTAURUS FINANCIAL, INC.
STATEMENT OF FINANCIAL CONDITION
April 30, 2023

ASSETS	
Cash and cash equivalents	\$ 22,525,012
Commissions receivable	5,508,820
Receivables from broker-dealers and clearing organizations	537,761
Prepaid expenses and other assets	2,782,275
Prepaid income taxes	965,979
Notes receivable from third parties	4,683,420
Investment securities held for trading	7,956,072
Property and equipment, net	461,230
Right of use asset	1,337,908
Deferred tax asset	2,078,000
Deposits with clearing organizations	100,000
TOTAL ASSETS	<u><u>\$ 48,936,477</u></u>
LIABILITIES AND STOCKHOLDERS' EQUITY	
LIABILITIES	
Commissions payable	\$ 7,900,938
Accounts payable and other liabilities	6,325,233
Legal reserve	6,460,157
Deferred revenue	1,193,816
Lease liability	1,412,264
Deferred tax liability	22,300
TOTAL LIABILITIES	<u><u>23,314,708</u></u>
COMMITMENTS AND CONTINGENCIES (NOTE 8)	
STOCKHOLDERS' EQUITY	
Common stock - no par value, 10,000,000 shares authorized, 137,313 shares issued and outstanding	-
Additional paid in capital	544,861
Retained earnings	25,076,908
TOTAL STOCKHOLDERS' EQUITY	<u><u>25,621,769</u></u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	<u><u>\$ 48,936,477</u></u>

The accompanying notes are an integral part of the financial statements.

CENTAURUS FINANCIAL, INC.
STATEMENT OF OPERATIONS
For the Year Ended April 30, 2023

REVENUES	
Commissions	\$ 111,262,535
Advisory	61,196,500
Marketing	7,295,435
Interest	212,471
Other	3,163,944
TOTAL REVENUES	<u>183,130,885</u>
EXPENSES	
Commissions	153,066,135
Salaries and related	8,220,335
Legal and compliance	5,729,021
Administrative services	4,072,023
Rent	581,047
Depreciation and amortization	56,101
Other operating	4,359,771
TOTAL EXPENSES	<u>176,084,433</u>
INCOME BEFORE PROVISION FOR INCOME TAXES	<u>7,046,452</u>
PROVISION FOR INCOME TAXES	
Current	2,018,233
Deferred	62,900
TOTAL PROVISION FOR INCOME TAXES	<u>2,081,133</u>
NET INCOME	<u>\$ 4,965,319</u>

The accompanying notes are an integral part of the financial statements.

CENTAURUS FINANCIAL, INC.
STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY
For the Year Ended April 30, 2023

	<u>Common Stock</u>		<u>Additional Paid in Capital</u>	<u>Retained Earnings</u>	<u>Total Stockholders' Equity</u>
	<u>Shares</u>	<u>Amount</u>			
Balance - May 1, 2022	137,313	\$ -	\$ 544,861	\$ 22,330,763	\$ 22,875,624
Net Income	-	-	-	4,965,319	4,965,319
Dividends Paid	-	-	-	(2,219,174)	(2,219,174)
Balance - April 30, 2023	<u>137,313</u>	<u>\$ -</u>	<u>\$ 544,861</u>	<u>\$ 25,076,908</u>	<u>\$ 25,621,769</u>

The accompanying notes are an integral part of the financial statements.

CENTAURUS FINANCIAL, INC.
STATEMENT OF CASH FLOWS
For the Year Ended April 30, 2023

CASH FLOWS FROM OPERATING ACTIVITIES	
Net income	\$ 4,965,319
Adjustments to reconcile net income to net cash provided by operating activities:	
Depreciation and amortization	56,101
Realized and unrealized loss on investments	166,723
Deferred taxes	62,900
Amortization of right of use asset	293,677
Changes in operating assets and liabilities:	
Commissions receivable	165,458
Receivables from broker-dealers and clearing organizations	(420,487)
Prepaid expenses and other assets	(22,696)
Prepaid income taxes	(965,979)
Commissions payable	297,739
Accounts payable, legal reserve, and other liabilities	(853,856)
Change in lease liability	(410,782)
Income taxes payable	(310,126)
Deferred revenue	(226,162)
Net cash provided by operating activities	<u>2,797,829</u>
CASH FLOWS FROM INVESTING ACTIVITIES	
Purchase of property and equipment	(7,402)
Proceeds from sale of investments	6,172,902
Purchase of investments	(6,275,977)
Net cash used in investing activities	<u>(110,477)</u>
CASH FLOWS FROM FINANCING ACTIVITIES	
Notes receivable from third parties	(2,234,734)
Payments of notes receivable by third parties, net	1,139,010
Distributions received from investments	40,633
Dividends paid	(2,219,174)
Net cash used in financing activities	<u>(3,274,265)</u>
Net decrease in cash and cash equivalents	(586,913)
Cash and cash equivalents - beginning of fiscal year	23,111,925
Cash and cash equivalents - end of fiscal year	<u>\$ 22,525,012</u>

The accompanying notes are an integral part of the financial statements.

CENTAURUS FINANCIAL, INC.
STATEMENT OF CASH FLOWS (CONTINUED)
For the Year Ended April 30, 2023

Supplemental disclosure of cash flow information:
Income taxes paid

\$ 3,294,338

The accompanying notes are an integral part of the financial statements.

CENTAURUS FINANCIAL, INC.
NOTES TO FINANCIAL STATEMENTS
For the Year Ended April 30, 2023

NOTE 1 - DESCRIPTION OF BUSINESS

Centaurus Financial, Inc. (the "Company") is a national broker/dealer licensed to offer securities, investment advisory services and insurance products. The Company is a Registered Investment Advisor ("RIA") with the U.S. Securities and Exchange Commission (the "SEC") and a member of both the Financial Regulatory Authority ("FINRA") and the Securities Investor Protection Corporation ("SIPC").

Founded in 1992, the Company was formed with a focus to provide service, support, technology, and education to independent financial advisers in the securities industry.

The Company is an independent broker/dealer providing a platform for over 600 financial advisors and 350 branch offices across the United States of America. The Company is headquartered in Anaheim, California. The Company is a subsidiary of Federation of Financial Services, Inc. ("FFS"), a holding company. FFS owns 83.75% of the Company.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation – The Company's accounting policies conform to accounting principles generally accepted in the United States of America ("GAAP") in all material respects, and have been consistently applied in preparing the accompanying financial statements.

Cash and cash equivalents – Cash and cash equivalents are comprised of cash in banks and highly liquid instruments with original maturities of three months or less, primarily consisting of bank time deposits and investments in institutional money market funds. Cash in bank accounts at times may exceed federally insured limits (See Note 10).

Revenues - The Company's revenues are derived from the Company assisting in effecting the execution of clients' purchases of packaged products such as mutual funds, exchange traded funds, variable and fixed insurance products, real estate investment trusts and other securities. Such transactions are effected directly with a product sponsor (accounts held direct) or effected via a clearing arrangement with the Company's clearing broker/dealer. In addition, to a commission-based business, as an independent broker-dealer the Company also provides a fee-based business under its registered investment advisory platform, with its two primary third-party custodians. The Company's primary revenues are comprised as follows:

Commissions revenue – Commission revenue represents sales commissions generated by the Company's financial advisors for their clients' purchases of securities on exchanges and over-the-counter, as well as purchases of other investment products. The purchase of investment products is a single performance obligation. The transaction price varies by investment product and is based on a percentage of an investment product's current market value at the time of purchase. Commission revenue is recognized at the point of purchase.

The Company is the principal for commission revenue, as it is responsible for effecting the execution of the clients' purchases and maintains relationships with the product sponsors. The financial advisors assist the Company in performing its obligations. Accordingly, total commission revenues are reported on a gross basis.

Advisory revenue – Advisory revenue represents fees charged to financial advisors' clients' accounts on the Company's corporate Advisory and Wealth Management platform. The Company provides ongoing investment advice and administrative services for these client accounts. The advisory revenue generated from the Company's corporate RIA platform is based on a percentage of the market value of the eligible assets in these clients' advisory accounts. The percentage is negotiated between the financial advisors and their clients, based on a fee schedule. This series of performance obligations (ongoing investment advice by the financial advisor for the client accounts) occurs over time as the services are performed. The revenue is recognized ratably over time to match the continued delivery of the performance obligations to the client over the life of the contract.

The Company is the principal in these arrangements and recognizes advisory revenue on a gross basis, as the Company is responsible for satisfying the performance obligations and has control over determining the fees, by setting a maximum amount to be charged based on portfolio value. The financial advisors assist the Company in performing its regulatory and other obligations.

CENTAURUS FINANCIAL, INC.
NOTES TO FINANCIAL STATEMENTS
For the Year Ended April 30, 2023

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Revenues - (Continued)

Marketing revenue - Marketing revenue represents compensation paid to the Company by certain financial product sponsors in return for the Company's selling the products of these product sponsors. The purchase of investment products is a single performance obligation. The transaction price varies by investment product and is based on a percentage of an investment product's current market value at the time of purchase. Marketing revenue is recognized at the point of purchase.

The Company is the principal in these arrangements as it is responsible for and determines the level of servicing and marketing support it provides to the product sponsors.

Other revenues – Other revenues principally consists of amounts earned by the Company from clearing organizations related to trade facilitation, operational and administrative services fees, and clearing credits; fees charged to the Company's independent representatives for service, support and technology, annual licensing renewals with the FINRA and errors and omission insurance; realized and unrealized losses on investments; and other miscellaneous revenues.

Fair value of financial instruments – The Company's carrying amounts of cash and cash equivalents, commissions receivable, receivables from broker-dealers and clearing organizations, accounts payable and other liabilities, prepaid expenses and other assets approximate their fair values due to their short-term nature and/or as they are receivable or payable upon demand. The fair value of notes receivable is not practicable because they are part of a broader economic relationship with the agents and the agreement provides for potential forgiveness for meeting certain conditions and lack transferability as is typical with other lending agreements. These notes may be forgivable based on certain measures in the agreement as further discussed below.

Prepaid expenses and other assets – The Company's prepaid expenses and other assets include expenses that are prepaid and security deposits.

Notes receivable from third parties - The Company periodically extends credit to its advisors in the form of recruiting loans, commission advances, and other loans. The decisions to extend credit to advisors are generally based either on the advisor's credit history and their ability to generate future commissions. Certain loans made in connection with recruiting are forgivable over the terms of the loan provided the advisor remains licensed through the Company. At April 30, 2023, \$ 3,446,560 of the loan balance could become forgivable. The amount forgiven for the year ended April 30, 2023 was \$777,123 and is included in other operating expenses in the accompanying statement of operations. If an advisor terminates their arrangement with the Company prior to the forgivable loan term date, an allowance for credit losses would be recorded using an analysis which would take into account the advisor's registration status as well as the advisor's ability to repay the outstanding balance due. Management monitors the adequacy of the allowance for credit losses through periodic evaluations of these loans and actual trends experienced. These loans are unsecured, and for any amounts not forgiven, will earn interest per annum generally ranging from 3% to 4%. As of April 30, 2023, the Company concluded that no such allowance for credit losses was required.

CENTAURUS FINANCIAL, INC.
NOTES TO FINANCIAL STATEMENTS
For the Year Ended April 30, 2023

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Investment securities - Marketable equity securities and debt securities are classified as trading, held-to-maturity, or available-for-sale. Management determines the appropriate classification of securities at the time of purchase and evaluates such designation at each balance sheet date. Investments in debt securities which the Company has the positive intent and ability to hold to maturity are classified as held-to-maturity and reported at amortized cost in the statement of financial condition. Securities which are bought principally for the purpose of selling them in the near term are classified as trading securities and reported at fair value. Investments not classified as either held-to-maturity or trading are classified as available-for-sale and reported at fair value. As of April 30, 2023, the Company had \$7,956,072 of investments classified as held-for-trading and reported at fair value within the fair value hierarchy (See Note 3). As of April 30, 2023, the Company had no investment securities classified as held-to-maturity or available-for-sale. The Company accounts for its investments in business development companies, real estate investment trusts ("REITS") and limited partnerships which are classified as held for trading in accordance with ASU 2015-07, *Fair Value Measurements*. Such investments in the amount of \$661,134 as of April 30, 2023 are valued as a practical expedient utilizing the net asset valuations provided by the investee fund manager's net asset value ("NAV") to determine the fair value of these investments that do not have a readily determinable fair value.

Leases - The Company leases its office space from third parties under operating leases. Operating lease assets and operating lease liabilities are recognized based on the present value of the future lease payments over the lease term at the commencement date. As the Company's leases do not provide an implicit rate, the Company estimates its incremental borrowing rate based on information available at the commencement date in determining the present value of future payments. The Company recognizes the lease payments as rent expense, which is included in the accompanying statement of operations. See Note 8 for additional information.

Property and equipment - Property and equipment is recorded at historical cost, net of accumulated depreciation. Depreciation is recognized using the straight-line method over the estimated useful lives of the assets. Computers and software, as well as furniture and equipment, are depreciated over a period of three to seven years. Buildings and related improvements are depreciated over a period of 15 to 39 years. Leasehold improvements are amortized over the lesser of their useful lives or the terms of the underlying leases. Land is not depreciated. Routine repairs and maintenance costs are expensed as incurred. Management reviews property and equipment for impairment whenever events or circumstances indicate the carrying amount of the assets may not be recoverable. No impairment was required for the year ended April 30, 2023.

Income taxes - The Company files its income taxes as part of the consolidated income tax return of its parent. In preparing the financial statements, the Company estimates income tax based upon if the Company filed on a separate return basis. The Company must assess the likelihood that the deferred tax asset will be realized. A valuation allowance is established to the extent that it is more-likely-than-not that such deferred tax asset will not be realized. Management makes significant judgments in determining the provision for income taxes, the deferred tax assets and liabilities, and any valuation allowances recorded against the deferred tax asset. Changes in estimates of these taxes may occur periodically due to changes in tax rates, changes in business operations, implementation of tax planning strategies, newly enacted statutory, judicial, and regulatory guidance. These changes could have a material effect on the Company's statements of operations, financial condition or cash flows in the period or periods in which they occur.

The Company follows the provisions of uncertain tax positions as addressed in Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 740, *Income Taxes*. Based on management's evaluation, there are no uncertain tax positions at April 30, 2023 that would require recognition in the financial statements. The Company is no longer subject to federal or state examinations by taxing authorities for the years before 2018.

CENTAURUS FINANCIAL, INC.
NOTES TO FINANCIAL STATEMENTS
For the Year Ended April 30, 2023

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Use of estimates – The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Recently issued or adopted accounting pronouncements – There are no relevant recently issued accounting pronouncements that would materially impact the Company's financial statements and related disclosures. There were no new accounting pronouncements adopted during the twelve months ended April 30, 2023 that materially impacted the Company's financial statements and related disclosures.

NOTE 3 - FAIR VALUE MEASUREMENTS

Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants at the measurement date. Inputs used to measure fair value are prioritized within a three-level fair value hierarchy. This hierarchy requires entities to maximize the use of observable inputs and minimize the use of unobservable inputs. The three levels of inputs used to measure fair value are as follows:

Level 1 – Quoted prices in active markets for identical assets or liabilities.

Level 2 – Observable inputs other than quoted prices included in Level 1, such as quoted prices for similar assets and liabilities in active markets; quoted prices for identical or similar assets and liabilities in markets that are not active, or other inputs that are observable or can be corroborated by active market data.

Level 3 – Unobservable inputs that are supported by little or no market activity and that are significant to the methodologies, and similar techniques that use significant unobservable inputs.

NAV – Investments in other funds are valued at the latest available reported NAV of the respective fund, where their value is based upon the most recent NAV.

The Company's policy is to recognize transfers in and transfers out of the three levels of input as of the date of the event or change in circumstances that caused the transfers. The Company had no transfers between the three levels during the year ended April 30, 2023.

The Company's fair value measurements are evaluated within the fair value hierarchy, based on the nature of inputs used to determine the fair value at the measurement date. The realized and unrealized loss on investments recognized which is recorded within other revenues in the statement of operations for the year ended April 30, 2023 was \$166,723.

CENTAURUS FINANCIAL, INC.
NOTES TO FINANCIAL STATEMENTS
For the Year Ended April 30, 2023

NOTE 3 - FAIR VALUE MEASUREMENTS (CONTINUED)

The following table summarizes the Company's financial assets measured at fair value on a recurring basis:

Business development companies	\$ -	\$ -	\$ -	80,900	\$ 80,900
Real estate investment trusts (REITS)	-	-	-	524,135	524,135
Limited partnerships	-	-	-	56,099	56,099
Bank deposits and money funds	861,289	-	-	-	861,289
U.S. Treasury bills	6,170,740	-	-	-	6,170,740
Fixed income	-	262,909	-	-	262,909
	<u>\$ 7,032,029</u>	<u>\$ 262,909</u>	<u>\$ -</u>	<u>\$ 661,134</u>	<u>\$ 7,956,072</u>

The following methods and assumptions were used to estimate the fair value for each class of financial investments measured at fair value:

Business Development Companies, REITS, and Limited Partnerships – Business development companies, REITS and limited partnerships are classified as NAV, and are offered on the secondary market as publicly registered, non-traded investment funds, where their value is based upon the most recent NAV, as provided by the investment managers of these organizations.

Bank Deposits and Money Funds – Bank deposits and money funds are short-term commitments with a maturity period of 90 days or less held in the Company's clearing firm's brokerage account that are readily available for the Company to utilize to purchase investments, where their stated value approximates their fair value due to their short-term nature.

U.S. Treasury Bills – The value of U.S. treasury bills is based on quoted prices in active fixed income markets.

Fixed Income – The value of fixed income is determined based on the observed values for underlying interest rates and market-determined risk.

The Company's investments in business development companies, REITS and limited partnerships have certain redemption and liquidity restrictions. It is estimated that these investments will be liquidated between 2023 – 2026.

CENTAURUS FINANCIAL, INC.
NOTES TO FINANCIAL STATEMENTS
For the Year Ended April 30, 2023

NOTE 4 - PROPERTY AND EQUIPMENT

Property and equipment is stated at cost and as of April 30, 2023 consists of the following:

Building and improvements	\$	426,151
Office furniture and fixtures		583,585
Office computers and equipment		480,723
Leasehold improvements		15,286
Vehicles		185,713
		<u>1,691,458</u>
Less accumulated depreciation		<u>(1,230,228)</u>
Property and equipment, net	\$	<u>461,230</u>

Depreciation and amortization expense was \$56,101 for the year ended April 30, 2023.

NOTE 5 - ACCOUNTS PAYABLE AND OTHER LIABILITIES

Accounts payable and other liabilities as of April 30, 2023 consists of the following:

Employee paid time off	\$	116,114
Accounts payable		1,559,542
Administrative and other fees received in advance		1,565,237
Employee bonuses		1,359,250
Seminars and conventions		1,594,485
Other liabilities		130,605
	\$	<u>6,325,233</u>

CENTAURUS FINANCIAL, INC.
NOTES TO FINANCIAL STATEMENTS
For the Year Ended April 30, 2023

NOTE 6 - REGULATORY

The Company is subject to the SEC Uniform Net Capital Rule (Rule 15c3-1), which requires the maintenance of minimum net capital. As of April 30, 2023, the Company had net capital of \$13,632,310 which was \$12,167,190 in excess of its required net capital of \$1,465,120.

NOTE 7 - RELATED PARTIES

Commonality of ownership – Because the Company and other related entities have commonality of ownership and/or management control, the reported operating results and/or financial position of the Company could differ from what would have been obtained if such entities were autonomous. See Note 9 for additional information regarding income taxes among the related parties.

Administrative services agreement – The Company entered into an administrative services agreement with a related party to provide the Company with educational, staff support, and other administrative services. The terms of this agreement call for a monthly service fee of \$315,000. Changes are made based on a management analysis of actual costs. For the year ended April 30, 2023, \$3,780,000 has been recorded as an expense in connection with this agreement and is included within other operating expenses in the statement of operations. The administrative and services agreement can be terminated by either party, upon written notice delivered to the other party at least thirty (30) days prior to such termination.

Meeting and event services – The Company received meeting and event services from an affiliate such as support for seminars and conventions, and state registration and licensing services to the Company. For the year ended April 30, 2023, the Company paid \$1,913,362 to such affiliate for these services performed, of which \$93,012 is included as an expense within other operating expenses in the statement of operations and \$1,820,350 is netted against respective third-party sponsorship monies received by the Company from third parties for attending its seminars and meetings.

NOTE 8 - COMMITMENTS AND CONTINGENCIES

Office leases – The Company leases its office space from third parties under operating leases and pays rent based on the terms of the lease agreement. The Company incurred rent expense of \$581,047 during the year ended April 30, 2023 which is included as rent expense in the accompanying statement of operations. Lease agreement expiration dates, per location, are as follows:

	Expiration Date
California	September 30, 2025
Georgia	March 31, 2025
Virginia	February 28, 2027

The table below presents lease related assets and liabilities reported in the accompanying statement of financial condition at April 30, 2023:

Assets:	
Operating lease right-of-use asset	\$ 1,337,908
Liabilities:	
Lease liability	\$ 1,412,264

The table below presents supplemental information related to the Company's operating leases during the year ended April 30, 2023:

Weighted average remaining lease term	2 years
Weighted average discount rate	7.8%

CENTAURUS FINANCIAL, INC.
NOTES TO FINANCIAL STATEMENTS
For the Year Ended April 30, 2023

NOTE 8 - COMMITMENTS AND CONTINGENCIES (CONTINUED)

Maturities of lease liabilities as of April 30, 2023 are as follows:

Fiscal year ending 2024	\$	437,710
Fiscal year ending 2025		757,981
Fiscal year ending 2026		342,057
Fiscal year ending 2027		47,694
Fiscal year ending 2028		-
Total minimum lease payments		1,585,442
Less imputed interest		(173,178)
Present value of future minimum lease payments		\$ 1,412,264

Litigation and claims - In the ordinary course of business, the Company is routinely a defendant in or party to pending and threatened legal actions and proceedings brought on behalf of various claimants, some of which seek material and/or indeterminable amounts. Certain of these actions and proceedings are based on alleged violations of consumer protection, securities and other laws and may involve claims for substantial monetary damages asserted against the Company.

The Company maintains Errors and Omissions ("E&O") insurance to protect itself from potential damages and/or legal costs associated with certain litigation and arbitration proceedings and, as a result, in cases with origination dates from January 1, 2016 to December 31, 2017, the self-insured retention is \$3,000,000 per calendar year, for all claims combined that are made in that calendar year such that the Company's exposure is limited to \$3,000,000 per policy year, subject to policy limitations, individual claim retention amounts and exclusions. In cases with origination dates from January 1, 2018 to December 31, 2018, the self-insured retention is \$2,000,000 per calendar year, for all claims combined that are made in that calendar year such that the Company's exposure is limited to \$2,000,000 per policy year, subject to policy limitations, individual claim retention amounts and exclusions. Lastly, in cases with origination dates after December 31, 2018, the self-insured retention is \$1,500,000 per calendar year, for all claims combined that are made in that calendar year such that the Company's exposure is limited to \$1,500,000 per policy year, subject to policy limitations, individual claim retention amounts and exclusions.

The Company also maintains a fidelity bond to protect itself from potential damages and/or legal costs related to fraudulent activities pursuant to which the Company's exposure is usually limited to a \$100,000 deductible per case, subject to policy limitations and exclusions.

The Company recognizes a legal liability when management believes it is probable that a liability has been incurred and the amount can be reasonably estimated. Conclusions on the likelihood that a liability has been incurred and estimates as to the amount of the liability are based on consultations with the Company's general counsel who, when situations warrant, may engage and consult external counsel to assist with the evaluation and handle certain matters. Legal fees for defense costs are accrued on the basis of an estimate of future legal costs and classified legal services within the statement of operations.

As of April 30, 2023, the Company had a legal reserve of \$6,460,157 relating to the Company's defense and estimated payouts in various legal matters. The amount actually paid in relation to these legal matters may differ from the year end accrual.

With respect to the ongoing and evolving coronavirus ("COVID-19") outbreak, which was designated as a pandemic by the World Health Organization on March 11, 2020, the outbreak caused substantial disruption in international and U.S. economies and markets. As of and for the year ended April 30, 2023, COVID-19 did not have a material negative impact to the Company's financial condition, operations, or financial resources or net capital. However, as COVID-19 continues on a global basis with new variants emerging the ultimate impact on the Company and its customers cannot be determined as of the date of this report and, as such, no adjustments related to this matter were made to the accompanying financial statements.

CENTAURUS FINANCIAL, INC.
NOTES TO FINANCIAL STATEMENTS
For the Year Ended April 30, 2023

NOTE 9 - INCOME TAXES

The Company is included in the consolidated federal and state income tax returns filed by its parent. Federal and state taxes are calculated as if the Company filed separate income tax returns.

The Company operates, for tax purposes, pursuant to a tax sharing arrangement by which certain tax attributes are limited or otherwise modified by virtue of being a group member. To the extent the tax sharing agreement differs from the tax method of allocation pursuant to FASB ASC 740-10-30-27 and 28, such difference between the amount paid or received (tax sharing agreement) and the settlement (method of allocation) will be treated as a dividend or capital contribution. As a member of the parent, the Company is severally liable for certain Federal and state income liabilities. Under the arrangement, the parent makes all the decisions with respect to all matters relating to taxes of the consolidated tax group. The provisions of the arrangement takes into account both the Company separately and the Company as a member of the consolidated tax group. As a result, the Company may incur tax liabilities greater than on a separate basis. The Company has a due to parent balance of \$487,187 as of April 30, 2023 related to this tax sharing arrangement which is included in accounts payable and other liabilities in the accompanying statement of financial condition.

Income taxes are provided for the tax effects of transactions reported in the financial statements and consist of taxes currently due plus deferred taxes. Deferred taxes are recognized for differences between the basis of assets and liabilities for financial statement and income tax purposes. The differences relate primarily to depreciable assets (use of different depreciation methods and lives for financial statement and income tax purposes) and accrued legal reserves (expensed for financial statement purposes but not deductible for income tax purposes until paid). The deferred tax assets and liabilities represent the future tax return consequences of those differences, which will either be taxable or deductible when the assets and liabilities are recovered or settled. As of April 30, 2023, the deferred tax asset was \$2,078,000 and the deferred tax liability was \$22,300.

The current and deferred portions of the income tax included in the statement of operations for the year ended April 30, 2023 is as follows:

	Current	Deferred	Total
Federal	\$ 1,322,267	\$ 61,000	\$ 1,383,267
State	695,966	1,900	697,866
	<u>\$ 2,018,233</u>	<u>\$ 62,900</u>	<u>\$ 2,081,133</u>

CENTAURUS FINANCIAL, INC.
NOTES TO FINANCIAL STATEMENTS
For the Year Ended April 30, 2023

NOTE 9 - INCOME TAXES (CONTINUED)

The Company's effective tax rate differs from its expected federal statutory rate as a result of permanent items, state taxes and adjustments to tax accounts for filed returns. Components of the Company's deferred tax assets and liabilities as of April 30, 2023 are as follows:

Deferred tax assets:

Legal reserve	\$	1,807,785
Deferred rent		20,807
Accrued vacation		32,493
Reserve for book of business acquisitions		13,992
Unrealized losses on investments		73,648
State taxes		129,275
Total	\$	<u>2,078,000</u>

Deferred tax liability:

Depreciation on property and equipment	\$	<u>(22,300)</u>
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NOTE 10 - CONCENTRATIONS OF CASH

At April 30, 2023, the carrying amount of the Company's cash and cash equivalents, held at three banking institutions, was \$22,525,012. Each institution insures amounts of \$250,000 provided by the Federal Deposit Insurance Corporation.

NOTE 11 - RETIREMENT PLANS

The Company has a defined contribution 401(k) plan (the "Plan") covering all of its eligible employees. The Plan is subject to limitations set forth by the Internal Revenue Code. Eligible employees can contribute to the Plan (elective deferrals). The basic limit on elective deferrals was \$20,500 for calendar 2022 and increased to \$22,500 in calendar 2023, per Internal Revenue Service Publication 560. During the year ended April 30, 2023, the Company made matching contributions of \$133,233.

NOTE 12 - OFF-BALANCE SHEET RISK

Off-balance sheet financial instruments include futures, forward and foreign exchange contracts, exchange-traded and over-the-counter options, delayed deliveries, forward mortgage-backed trade, securities purchased and sold on a when issued basis (when-issued securities), and interest rate swaps. Derivative financial instruments may be used to meet the needs of customers, conduct trading activities, and manage market risks and are, therefore, subject to varying degrees of market and credit risk. Derivative transactions may be entered into for trading purposes or to economically hedge other positions or transactions. Futures and forward contracts and to-be-announced securities and when-issued securities provide for the delayed delivery of the underlying instrument.

As of April 30, 2023, and for the year then ended, the Company had not entered into or was a party to off-balance sheet financial instruments in its normal course of business as referred to in the aforementioned paragraph.

CENTAURUS FINANCIAL, INC.
NOTES TO FINANCIAL STATEMENTS
For the Year Ended April 30, 2023

NOTE 13 - SUBSEQUENT EVENTS

The Company has evaluated subsequent events through June 23, 2023, the date at which the financial statements were available to be issued. The Company has concluded no events have occurred subsequent to April 30, 2023 which require consideration as adjustments to or disclosure in its financial statements.

CENTAURUS FINANCIAL, INC.

**Schedule I – Computation of Net Capital Pursuant to Rule 15c3-1 of the Securities and Exchange Commission
April 30, 2023**

COMPUTATION OF NET CAPITAL

Total ownership equity:	
Stockholders' equity	\$ 25,621,769
Deductions (non-allowable assets):	
Prepaid expenses and other assets	(2,782,275)
Note receivable from third parties	(4,683,420)
Prepaid income taxes	(965,979)
Property and equipment, net	(461,230)
Deferred tax asset	(2,078,000)
Net capital before haircuts on securities	<u>14,650,865</u>
Haircut on securities	<u>(1,018,555)</u>
Net Capital	<u>\$ 13,632,310</u>

COMPUTATION OF BASIC NET CAPITAL REQUIREMENT

Minimum net capital required (6-2/3% of aggregate indebtedness)	\$ 1,465,120
Minimum dollar net capital requirement for reporting broker/dealer	<u>\$ 100,000</u>
Net capital requirement (greater of the above)	<u>\$ 1,465,120</u>
Excess net capital (net capital less net capital required)	<u>\$ 12,167,190</u>
Net capital less greater of 10% of total aggregate indebtedness or 120% of minimum dollar net capital of \$100,000	<u>\$ 11,434,630</u>

COMPUTATION OF AGGREGATE INDEBTEDNESS

Aggregate indebtedness included in the statement of financial condition	<u>\$ 21,976,800</u>
Ratio of aggregate indebtedness to net capital	<u>1.6121</u>

RECONCILIATION

Reconciliation of net capital as reported on the unaudited Form X-17A-5, Part 2

Net Capital as reported	\$ 14,681,090
Reconciling items:	
Accrued expenses and SIPC payable	(244,817)
Income tax provision	101,017
Prepaid income taxes and deferred tax asset	(904,980)
Net Capital	<u>\$ 13,632,310</u>

Per Rule 17a-5(d)(2), as of April 30, 2023, no differences considered material exist between the above net capital computation with the Company's corresponding computation included in the Company's Focus II Form X-17A-5 for the year ended April 30, 2023, as amended.

CENTAURUS FINANCIAL, INC.
Schedule II – Computation for Determination of Reserve Requirements Pursuant to Rule
15c3-3 of the Securities and Exchange Commission
April 30, 2023

A computation of reserve requirement is not applicable to Centaurus Financial, Inc. as the Company qualified for exemption under Rule 15c3-3(k)(2)(ii).

CENTAURUS FINANCIAL, INC.
Schedule III – Information Relating to the Possession or Control Requirements Pursuant to
Rule 15c3-3 of the Securities and Exchange Commission
April 30, 2023

Information relating to possession or control requirements is not applicable to Centaurus Financial, Inc. as the Company qualified for exemption under Rule 15c3-3(k)(2)(ii).

**Report of Independent Registered Public Accounting Firm Pursuant to Rule 17a-5 of the Securities
and Exchange Commission for a Broker-Dealer Claiming an Exemption from Securities and Exchange
Commission Rule 15c3-3**



**Report of Independent Registered Public Accounting Firm
Pursuant to Rule 17a-5 of The Securities and Exchange
Commission For A Broker-Dealer Claiming an Exemption
From Securities and Exchange Commission Rule 15c3-3**

To the Directors and Equity Owners of Centaurus Financial, Inc.

We have reviewed management's statements, included in the accompanying Exemption Report, in which Centaurus Financial, Inc. (the Company) stated the following:

- 1) The Company claimed an exemption from 17 C.F.R. § 240.15c3-3 under the following provisions of 17 C.F.R. § 240.15c3-3 (k)(2), where specifically, the Company's Membership Agreement executed on April 17, 2014 provides in part that the Company:
 - a) Will maintain a net capital requirement of \$100,000, pursuant to SEA Rule 15c3-1(a)(2)(iii), the Net Capital Requirements for Brokers or Dealers;
 - b) Will operate pursuant to SEA Rule 15c3-3(k)(2)(ii), clearing all transactions on a fully disclosed basis through its clearing firms; and
 - c) Will not hold customer funds or safekeep customer securities.
- 2) the Company stated that it met the identified exemption provisions throughout the year ended April 30, 2023 without exception.
- 3) The Company is also filing this exemption report because the Company's other business activities contemplated by Footnote 74 of the SEC Release No. 34-70073 adopting amendments to 17 C.F.R § 240.17a-5 are limited to effecting securities transactions via subscriptions on a subscription way basis where the funds are payable to the issuer or its agent and not to the Company (1) did not directly or indirectly receive, hold or otherwise owe funds or securities for or to customers, (other than funds received and promptly transmitted for effecting transactions via subscriptions on a subscription way basis where the funds are payable to the issuer or its agent and not to the Company); (2) did not carry accounts of or for customers; and (3) did not carry PAB accounts (as defined in Rule 15c3-3), throughout the most recent fiscal year without exception.

The Company's management is responsible for compliance with the exemption provisions and its statements.

Our review was conducted in accordance with the standards of the Public Company Accounting Oversight Board (United States) and, accordingly, included inquiries and other required procedures to obtain evidence about the Company's compliance with the exemption provisions. A review is substantially less in scope than an examination, the objective of which is the expression of an opinion on management's statements. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to management's statements referred to above for them to be fairly stated, in all material respects, based on the conditions set forth in paragraph (k)(2)(ii) of Rule 15c3-3 under the Securities Exchange Act of 1934.

Baker Tilly US, LLP

Irvine, California

June 23, 2023 except for the exemption noted in number 3 above, as to which the date is August 16, 2023.

**Exemption Report for a Broker-Dealer Claiming an Exemption from
Securities and Exchange Commission Rule 15c3-3**

CENTAURUS FINANCIAL, INC.

Exemption Report for a Broker-Dealer Claiming an Exemption from SEC Rule 15c3-3
For the year ended April 30, 2023

Centaurus Financial, Inc. (the "Company") is a registered broker-dealer subject to Rule 17a-5 promulgated by the Securities and Exchange Commission (17 C.F.R. §240.17a-5, "Reports to be made by certain brokers and dealers"). This Exemption Report was prepared as required by 17 C.F.R. § 240.17a-5(d)(1) and (4). To the best of its knowledge and belief, the Company states the following:

(1) The Company claimed an exemption from 17 C.F.R. § 240.15c3-3 under the following provisions of 17 C.F.R. § 240.15c3-3 (k)(2), where specifically, the Company's Membership Agreement executed on April 17, 2014 provides in part that the Company:

- a) Will maintain a net capital requirement of \$100,000, pursuant to SEA Rule 15c3-1(a)(2)(iii), the Net Capital Requirements for Brokers or Dealers;
- b) Will operate pursuant to SEA Rule 15c3-3(k)(2)(ii), clearing all transactions on a fully disclosed basis through its clearing firms; and
- c) Will not hold customer funds or safekeep customer securities.

(2) The Company met the identified exemption provisions in 17 C.F.R. § 240.15c3-3(k) throughout the most recent fiscal year without exception.

(3) The Company is also filing this Exemption Report because the Company's other business activities contemplated by Footnote 74 of the SEC Release No. 34-70073 adopting amendments to 17 C.F.R. § 240.17a-5 are limited to effecting securities transactions via subscriptions on a subscription way basis where the funds are payable to the issuer or its agent and not to the Company and (1) did not directly or indirectly receive, hold, or otherwise owe funds or securities for or to customers, (other than funds received and promptly transmitted for effecting transactions via subscriptions on a subscription way basis where the funds are payable to the issuer or its agent and not to the Company); (2) did not carry accounts of or for customers; and (3) did not carry PAB accounts (as defined in Rule 15c3-3) throughout the most recent fiscal year without exception.

Centaurus Financial, Inc.

I, Sheri Lejman, swear (or affirm) that, to my best knowledge and belief, this Exemption Report is true and correct.

By: *Sheri Lejman*

Title: Chief Financial Officer/FINOP

June 23, 2023

**Report of Independent Registered Public Accounting Firm
on Applying Agreed Upon Procedures**



Report of Independent Registered Public Accounting Firm on Applying Agreed Upon Procedures

To the Management and Board of Directors of
Centaurus Financial Inc.

We have performed the procedures included in Rule 17a-5(e)(4) under the Securities Exchange Act of 1934 and in the Securities Investor Protection Corporation (SIPC) Series 600 Rules, which are enumerated below on the accompanying General Assessment Reconciliation (Form SIPC-7) for the year ended April 30, 2023. Management of Centaurus Financial, Inc. (Company) is responsible for its Form SIPC-7 and for its compliance with the applicable instructions on Form SIPC-7.

Management of the Company has agreed to and acknowledged that the procedures performed are appropriate to meet the intended purpose of assisting you and SIPC in evaluating the Company's compliance with the applicable instructions on Form SIPC-7 for the year ended April 30, 2023. Additionally, SIPC has agreed to and acknowledged that the procedures performed are appropriate for their intended purpose. This report may not be suitable for any other purpose. The procedures performed may not address all the items of interest to a user of this report and may not meet the needs of all users of this report and, as such, users are responsible for determining whether the procedures performed are appropriate for their purposes. The sufficiency of these procedures is solely the responsibility of those parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose.

The procedures we performed and the associated findings are as follows:

1. Compared the listed assessment payments in Form SIPC-7 with respective cash disbursement records entries, noting no differences;
2. Compared the Total Revenue amounts reported on the Annual Audited Report Form X-17A-5 Part III for the year ended April 30, 2023, with the Total Revenue amounts reported in Form SIPC-7 for the year ended April 30, 2023, noting no differences;
3. Compared any adjustments reported in Form SIPC-7 with supporting schedules and working papers, noting no differences;
4. Recalculated the arithmetical accuracy of the calculations reflected in Form SIPC-7 and in the related schedules and working papers supporting the adjustments, noting no differences; and
5. Compared the amount of any overpayment applied to the current assessment with the Form SIPC-7 on which it was originally computed, noting no differences.

We were engaged by the Company to perform this agreed-upon procedures engagement and conducted our engagement in accordance with attestation standards established by the American Institute of Certified Public Accountants and in accordance with the standards of the Public Company Accounting Oversight Board (United States). We were not engaged to, and did not conduct an examination or a review engagement, the objective of which would be the expression of an opinion or conclusion, respectively, on the Company's Form SIPC-7 and for its compliance with the applicable instructions on Form SIPC-7 for the year ended April 30, 2023. Accordingly, we do not express such an opinion or conclusion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

We are required to be independent of the Company and to meet our other ethical responsibilities in accordance with the relevant ethical requirements related to our agreed-upon procedures engagement.

This report is intended solely for the information and use of the Company and SIPC and is not intended to be, and should not be, used by anyone other than these specified parties.

Baker Tilly US, LLP

Irvine, California
June 23, 2023