|  | JR. 16012054<br>ANNUAL AUDIFED, RJ<br>FORM X-17A-5<br>PART III<br>FACING PAGE<br>equired of Brokers and Dealers P<br>es Exchange Act of 1934 and Ru | SEC<br>EPONETIL Processi<br>Section<br>FEB 2 6 201<br>Washington D | 8-67055   |
|--|---|--|---|
| REPORT FOR THE PERIOD BEGINNING  | 2   | AND ENDING   | December 31, 2015<br>Date   |
|  | A. REGISTRANT IDENTIF   | CATION   |   |
| NAME OF BROKER-DEALER:<br>ADDRESS OF PRINCIPAL PLACE OF BI<br>636 AVENUE OF THE AMERICAS   | GENESIS GLOBAL TRADIN   | G, IN <b>C</b> .   | OFFICIAL USE ONLY   |
| (No. and Street)<br>NEW YORK<br>(City)<br>NAME AND TELEPHONE NUMBER OF   | NY<br>(State)<br>PERSON TO CONTACT IN REC   | 10011<br>(Zip Code   |   |
| VIKTORIYA PISETSKAYA   |   |  | (212) 668-3912<br>(Area Code - Telephone No.)                     |
|  | <b>B.</b> ACCOUNTANT IDENTIF  | ICATION  |   |
| INDEPENDENT PUBLIC ACCOUNTAN<br>FRIEDMAN LLP<br>(Name - if individual, state last, first, middle name)<br>100 Eagle Rock Avenue Suite 200 East | T whose opinion is contained in th  | is Report*<br><br>New Je   | rsey 07936  |
| (Address) (City<br>CHECK ONE   | )   | (State)  | (Zip Code)  |
| * Claims for exemption from the required<br>must be supported by a statement of<br>5(e)(2)   | ment that the annual report be cov<br>facts and circumstances relied on   | ered by the opinion of a<br>as the basis for the es                | n independent public accountant<br>xemption. See Section 240.17a- |

SEC 1410 (06-02)

é.

Potential 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, <u>VIKTORIYA PISETSKAYA</u>, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of <u>GENESIS GLOBAL TRADING, INC.</u> as of <u>December 31, 2015</u>, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:

Notary Public

This report \*\* contains (check all applicable boxes): 🔽 (a) Facing Page.

- **v** (b) Statement of Financial Condition.
- (c) Statement of Income (Loss).
- (d) Statement of Cash Flows.
- (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.
- (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- (g) Computation of Net Capital.
- (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.
- (j) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- ☑ (l) An Oath or Affirmation.
- (m) A copy of the SIPC Supplemental Report.

(n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.

\*\*For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

Signature

FinOp

SIMCHA WURTZEL NOTARY PUBLIC-STATE OF NEW YORK No. 01WU6263948 Qualified in Queens County My Commission Expires June 25, 20<u>/</u>6

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# FRIEDMAN LLP®

ACCOUNTANTS AND ADVISORS

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

To the Stockholder of Genesis Global Trading, Inc. (f/k/a SecondMarket, Inc.)

We have audited the accompanying statement of financial condition of Genesis Global Trading, Inc. as of December 31, 2015, and the related notes to the financial statement. This financial statement is the responsibility of Genesis Global Trading, Inc.'s management. Our responsibility is to express an opinion on this financial statement based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the statement of financial condition is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the statement of financial position. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall statement of financial position presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the statement of financial condition referred to above presents fairly, in all material respects, the financial position of Genesis Global Trading, Inc. as of December 31, 2015 in accordance with accounting principles generally accepted in the United States of America.

In forming our opinion we have considered the adequacy of the disclosures included in Notes 11 and 12 to the financial statements concerning among other things the risks and uncertainties related to the Company's investments in bitcoin. The risks and rewards to be recognized by the Company associated with its investments in bitcoin will be dependent on many factors outside of the Company's control. The currently unregulated and immature nature of the bitcoin market, including clearing, settlement, custody and trading mechanisms, the dependency on information technology to sustain bitcoin continuity, as well as valuation and volume volatility all subject bitcoin to unique risks of theft, loss, or other misappropriation. Furthermore, these factors also contribute to the significant uncertainty with respect to the future viability and value of bitcoin. Our opinion is not modified with respect of this matter.

1

Iman LLP

FRIEDMAN LLP East Hanover, New Jersey February 23, 2016

100 Eagle Rock Avenue, Suite 200, East Hanover, NJ 07936 p 973.929.3500 f 973.929.3501

👷 DFK

# Statement of Financial Condition

# December 31, 2015

| Assets<br>Cash and cash equivalents<br>Investments in bitcoin<br>Receivable from other third parties<br>Receivable from clearing broker<br>Securities owned, at fair value<br>Prepaid expenses and other assets<br>Property and equipment at cost, net   | \$ 8,910,663 3,665,103 697,912 310,661 219,423 70,143 20,054 \$ 13,893,959                            |
|--|---|
| Liabilities and stockholder's equity<br>Liabilities:<br>Accounts payable and accrued expenses<br>Commitments and contingencies ( <i>Note 9</i> )   | \$ 2,723,096<br>2,723,096   |
| <ul> <li>Stockholder's equity:</li> <li>Common stock, \$0.01 par value; 100,000 shares authorized,</li> <li>issued and outstanding</li> <li>Additional paid-in capital</li> <li>Accumulated deficit</li> <li>Total stockholder's equity</li> <li>Total liabilities and stockholder's equity</li> </ul> | $ \begin{array}{r} 1,000\\ 15,244,756\\ (4,074,893)\\ \hline 11,170,863\\ \$ 13,893,959 \end{array} $ |

See notes to Statement of Financial Condition.

### Notes to Statement of Financial Condition

#### December 31, 2015

#### 1. Nature of Business

Genesis Global Trading, Inc. (f/k/a SecondMarket, Inc.) (the Company) was formed under the laws of the State of Delaware on June 8, 2005. The Company is an introducing broker-dealer, headquartered in New York and is registered with the Securities and Exchange Commission (SEC) and is a member of the Financial Industry Regulatory Authority, Inc. (FINRA). The Company provides a marketplace for transactions in esoteric assets, including auction-rate securities, and private company stock. The Company's activities also include trading Bitcoin on a proprietary basis and serving as an authorized participant for the Bitcoin Investment Trust (BIT). The BIT is a private, open ended-trust that is invested exclusively in bitcoin. The BIT is sponsored by an affiliate of the Company. The Company is a wholly owned subsidiary of Digital Currency Group, Inc. (the Parent).

In August 2015, the Company ceased conducting the private company stock business.

In July 2015 SecondMarket Holdings, Inc., the previous owner of the Company, transferred its ownership interest of the Company to Digital Currency Group, Inc. in exchange for 80% of Digital Currency Group, Inc.'s issued and outstanding shares.

#### 2. Summary of Significant Accounting Policies

These financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("US GAAP").

The following is a summary of significant accounting polices followed by the Company:

#### Use of Estimates

Management uses estimates and assumptions in preparing financial statements. These estimates and assumptions affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities. Actual results could differ from these estimates.

### Notes to Statement of Financial Condition (continued)

#### 2. Summary of Significant Accounting Policies (continued)

#### Cash and Cash Equivalents

Cash and cash equivalents include short-term highly liquid investments with original maturities of three months or less and money market accounts.

#### **Concentrations of Credit Risk for Cash**

The Company maintains its cash balances at various financial institutions. These balances are insured by the FDIC subject to certain limitations.

#### Cash Segregated Under Federal Regulations

Pursuant to the exemptive provisions of sub-paragraph (k)(2)(i) of SEC Rule 15c3-3, the Company is permitted to hold customer funds received in connection with privately negotiated securities transactions. At December 31, 2015, the Company did not hold any customer funds which would be segregated in a special account for the exclusive benefit of customers of Genesis Global Trading, Inc.

#### **Receivable from Other Third Parties**

Receivable from other third parties consists primarily of cash balances held at bitcoin exchanges at December 31, 2015. For the purpose of computing the Company's net capital calculation in accordance with SEC Rule 15c3-1, the Company considers receivables from other third parties to be a non-allowable asset. Receivables are recorded at their contractual amount, subject to an allowance for uncollectible amounts, if collection is not deemed probable.

### Notes to Statement of Financial Condition (continued)

#### 2. Summary of Significant Accounting Policies (continued)

#### Securities Owned, at Fair Value

The Company records securities owned on trade date basis. Securities owned are held at fair value.

#### Fair Value

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (i.e., the exit price) in an orderly transaction between market participants at the measurement date.

In determining fair value, the Company uses various valuation methods. The accounting standards establish a fair value hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are those that market participants would use in pricing the asset or liability based on market data obtained from sources independent of the Company. Unobservable inputs reflect the Company's assumptions about the inputs market participants would use in pricing the asset or liability developed based on the best information available in the circumstances. The fair value hierarchy is categorized into three levels based on the inputs as follows:

- Level 1 Valuations based on unadjusted quoted prices in active markets for identical assets or liabilities that the Company has the ability to access. Since valuations are based on quoted prices that are readily and regularly available in an active market, valuation of these securities does not entail a significant degree of judgment.
- Level 2 Valuations based on quoted prices in markets that are not active or for which all significant inputs are observable, either directly or indirectly.
- Level 3 Valuations based on inputs that are unobservable and significant to the overall fair value measurement.

### Notes to Statement of Financial Condition (continued)

#### 2. Summary of Significant Accounting Policies (continued)

The availability of valuation techniques and observable inputs can vary from investment to investment and is affected by a wide variety of factors including, the type of investment, whether the investment is new and not yet established in the marketplace, and other characteristics particular to the transaction. To the extent that valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgment. Those estimated values do not necessarily represent the amounts that may be ultimately realized due to the occurrence of future circumstances that cannot be reasonably determined.

Because of the inherent uncertainty of valuation, estimated values may be materially higher or lower than the values that would have been used had a ready market for the securities existed. Accordingly, the degree of judgment exercised by the Company in determining fair value is greatest for securities categorized in Level 3. In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the level in the fair value hierarchy within which the fair value measurement in its entirety falls, is determined based on the lowest level input that is significant to the fair value measurement.

#### **Property and Equipment, Net**

Property and equipment is stated at cost less accumulated depreciation. The Company provides for depreciation as follows:

|                                | Estimated<br>Useful Life | Principal<br>Method |
|--------------------------------|--------------------------|---------------------|
| Asset                          |                          |                     |
| Computer hardware and software | 3 years                  | Straight Line       |
| Communication systems          | 5 years                  | Straight Line       |
| Furniture and fixtures         | 5 years                  | Straight Line       |
| Equipment                      | 3 years                  | Straight Line       |

### Notes to Statement of Financial Condition (continued)

#### 2. Summary of Significant Accounting Policies (continued)

### Investment in Bitcoin

The Company records investments in bitcoin on a trade date basis. Investments in bitcoin are carried at the lower of cost or fair value. The Company determined the fair value of bitcoin using the price of bitcoin provided by Bitstamp, the Company's primary market for bitcoin as of 4:00PM in New York on December 31, 2015.

#### **Prepaid Expenses and Other Assets**

Prepaid expenses and other assets primarily include prepaid amounts relating to various dues and subscriptions, as well as amounts paid to regulators.

#### Income Taxes

The Company files its federal income tax return on a consolidated basis with its Parent and on a combined basis for state and local income taxes. Income tax expense is computed by the Company on a separate company filing basis. The Parent has executed an indemnification agreement with the Company which indemnifies the Company with respect to its income tax obligations.

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Valuation allowances are established when necessary to reduce deferred tax assets to an amount that, in the opinion of management, is more likely than not to be realized.

### Notes to Statement of Financial Condition (continued)

#### 2. Summary of Significant Accounting Policies (continued)

The Company evaluates tax positions taken or expected to be taken in the course of preparing the Company's financial statements to determine whether the tax positions are "more-likely-thannot" to be sustained by the applicable tax authority. The Company recognizes the financial statement effects of a tax position when it is more-likely-than-not, based on the technical merits, that the position will be sustained upon examination. At December 31, 2015, no provision for income tax uncertainties has been recorded in the Company's financial statements. Federal, New York State and New York City are the major tax jurisdictions that the Company currently files in. The Company is subject to examination by the various tax authorities for 2012 through 2014.

The Company's policy is to accrue interest and penalties associated with unrecognized tax benefits, if any, in Provision for income tax and the corresponding liability in Accounts payable and accrued expenses in the Statement of Financial Condition.

#### **Recently Issued Accounting Pronouncements**

In May 2014, the FASB issued ASU No. 2015-14, Revenue from Contracts with Customers (Topic 606). This comprehensive new revenue recognition standard will supersede existing revenue guidance under US GAAP. The standard's core principle is that a company will recognize revenue when it transfers promised goods or services to customers in an amount that reflects the consideration to which the company expects to be entitled in exchange for those goods or services. The guidance has a deferred effective date of December 15, 2018 with early application allowed on December 15, 2016 for annual periods beginning after December 15, 2016. The Company is currently assessing the impact that ASU No. 2015-14 will have on the Company's financial statements

#### 3. Securities Owned, at Fair Value

Securities owned primarily consist of shares of the BIT and auction rate securities. As of December 31, 2015, shares of the BIT are not redeemable.

The following table presents information about the Company's assets and liabilities measured at fair value as of December 31, 2015:

# Notes to Statement of Financial Condition (continued)

### 3. Securities Owned, at Fair Value (continued)

|  | in<br>Mai<br>Id | Quoted Prices<br>in Active<br>Markets for<br>Identical<br>Assets<br>(Level 1) |    | Significant<br>Observable<br>inputs<br>(Level 2) |    | Significant<br>Unobservable<br>Inputs<br>(Level 3) |    | Balance<br>as of<br>December 31,<br>2015 |  |
|--|-----------------|---|----|--|----|--|----|--|--|
| <b>Assets</b><br>Equities                    | \$              | -   | \$ | 20   | \$ | 4,680  | \$ | 4,700                                    |  |
| Shares of the BIT<br>Auction rate securities |                 | _   |    | -  |    | 160,473<br>54,250                                  |    | 160,473<br>54,250                        |  |
|  | \$              |   | \$ | 20   | \$ | 219,403  | \$ | 219,423                                  |  |

### Fair Value Measurements Using Significant Unobservable Inputs (Level 3)

|                              | E  | quities | Sha | ares of the<br>BIT | uction rate<br>securities | Total         |
|------------------------------|----|---------|-----|--------------------|---------------------------|---------------|
| Balance at January 1, 2015   | \$ | 4,680   | \$  | 58,207             | \$<br>64,797              | \$<br>127,684 |
| Purchases                    |    | -       |     | 56,195             |                           | 56,195        |
| Sales                        |    |         |     | -                  | -                         | -             |
| Unrealized gain / (loss)     |    |         |     | 46,071             | (10,547)                  | 35,524        |
| Balance at December 31, 2015 | \$ | 4,680   | \$  | 160,473            | \$<br>54,250              | \$<br>219,403 |

The following table summarizes the quantitative inputs and assumptions used for items categorized in Level 3 of the fair value hierarchy as of December 31, 2015.

| Investment        | Fair Value<br>12/31/2015 | Valuation<br>Methodologies | Unobservable Inputs      |  |  |  |  |
|-------------------|--------------------------|----------------------------|--------------------------|--|--|--|--|
| Shares of the BIT | \$ 160,473               | Net Asset Value            | NAV practical expedient  |  |  |  |  |
| Auction rate      |                          | Market                     |                          |  |  |  |  |
| securities        | \$ 54,250                | Comparables                | Discount rate of 3% - 9% |  |  |  |  |

#### Notes to Statement of Financial Condition (continued)

#### 3. Securities Owned, at Fair Value (continued)

The Company considers cash and cash equivalents, receivable from clearing broker, commissions receivable, receivable from other third parties, prepaid expenses and other assets, and accounts payable and accrued expenses, net to be its financial instruments. The carrying amounts reported in the Statement of Financial Condition for the Company's financial instruments approximate their fair values due to the short-term nature of these assets and liabilities.

#### 4. Property and Equipment

Details of property and equipment at December 31, 2015 are as follows:

| Computer hardware and software                 | \$<br>102,570 |
|--|---------------|
| Communications systems                         | 9,711         |
| Furniture and fixtures                         | 6,625         |
|  | <br>118,906   |
| Less accumulated depreciation and amortization | (98,852)      |
| Total property and equipment, net              | \$<br>20,054  |

#### 5. Net Capital Requirements and Exemption from SEC Rule 15c3-3

The Company is subject to the SEC Uniform Net Capital Rule 15c3-1. This Rule requires the maintenance of minimum net capital and that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1. Equity capital may not be withdrawn or cash dividends paid if the resulting net capital ratio would exceed 10 to 1. At December 31, 2015, the Company's net capital was \$6,498,228 which was \$6,316,688 in excess of its minimum requirement of \$181,540. The ratio of aggregate indebtedness to net capital was 0.41 to 1.

The Company claims exemptions from SEC Rule 15c3-3 pursuant to the exemptive provisions under sub-paragraph (k)(2)(i) and (k)(2)(i). Pursuant to the exemptive provisions of sub-paragraph (k)(2)(i), the Company is permitted to hold customer funds received in connection with privately negotiated securities transactions. The Company maintains a "Special Account for the Exclusive Benefit of Customers of Genesis Global Trading, Inc. (f/k/a SecondMarket, Inc.)" for such customer funds received.

### Notes to Statement of Financial Condition (continued)

#### 5. Net Capital Requirements and Exemption from SEC Rule 15c3-3 (continued)

The Company also claims exemptions from the provisions of sub-paragraph k(2)(ii) as an introducing broker or dealer that carries no customer accounts, promptly transmits any customer funds and securities to the clearing broker or dealer, and does not otherwise hold funds or securities of customers.

#### 6. Income Taxes

Deferred income tax assets and liabilities result from temporary differences primarily related to net operating loss, capital loss carryforward on securities for tax purposes, depreciation methods used for tax purposes, and prepaid expenses. These resulted in a net deferred tax asset of \$1,831,114 and a valuation allowance of \$1,831,114 at December 31, 2015.

A valuation allowance was recorded against the deferred tax assets at December 31, 2015, as management believes that the deferred assets will not be recognized as a tax deduction in a future period. The net change in the valuation allowance for the year ended December 31, 2015, was a decrease of \$1,028,266, primarily due to the net operating income for 2015. The difference between the provision for income taxes reported in the financial statements and the provision for income taxes computed by applying the statutory federal rate to income is primarily attributable to state and local taxes, lobbying expenses, expenses for meals and entertainment, and changes to valuation allowance.

At December 31, 2015, the Company recorded \$68,000 in alternative minimum taxes payable.

#### 7. Off Balance Sheet Risk and Concentrations of Operational Risk

Certain of the Company's customers' securities transactions are introduced on a fully-disclosed basis to its clearing broker. The clearing broker carries all such customer accounts and is responsible for execution, collection and payment of funds and receipt and delivery of securities relative to customer transactions. These transactions may expose the Company to off-balance-sheet risk, wherein the clearing broker may charge the Company for any losses it incurs in the event that customers may be unable to fulfill their contractual commitments and margin requirements are not sufficient to fully cover losses. As the right to charge the Company has no maximum amount and applies to all trades executed through the clearing broker, the Company believes there is no maximum amount assignable to this right.

### Notes to Statement of Financial Condition (continued)

#### 7. Off Balance Sheet Risk and Concentrations of Operational Risk (continued)

The Company has the right to pursue collection or performance from the customers who do not perform under their contractual obligations. The Company seeks to minimize this risk through procedures designed to monitor the creditworthiness of its customers and ensure that customer transactions are executed properly by the clearing broker. The receivable from clearing broker of \$310,661 includes a \$250,000 deposit that the Company is required to maintain with its clearing broker.

At December 31, 2015, the Company's cash accounts were held primarily with two financial institutions, each with balances that exceeded the federally insured limit.

#### 8. Related-Party Transactions

The Company has entered into a service agreement with the Parent whereby the Parent provides services to the Company including the use of its employees, facilities, and other assets. The Company incurs licensing fees relating to the use of proprietary software developed by the Parent. The licensing fee agreement was terminated in August 2015.

As of December 31, 2015, there were no balances due to related parties.

Pursuant to stock incentive plans of the Parent (collectively, the Plan), share-based payment awards are periodically granted as compensation to employees of the Parent. A portion of the costs associated with these awards is allocated to the Company in accordance with a service agreement with the Parent. The Parent accounts for certain awards as a liability plan which requires those awards to be remeasured at fair value at each reporting period until settlement. The Parent also accounts for certain awards as equity awards that are expensed based on their grant date fair value.

The Parent has executed an indemnification agreement with the Company which indemnifies the Company with respect to its allocation related to share-based payment awards. As a result, the forgiveness of debt between the Company and the Parent is recorded as a capital transaction.

### Notes to Statement of Financial Condition (continued)

#### 8. Related-Party Transactions (continued)

During the year ended December 31, 2015, the Company paid dividends to its Parents in the aggregate amount of \$3,500,000.

During the year ended December 31, 2015, the Company purchased a total of 4,769.25 bitcoins from related parties with a cost basis of \$1,521,943. The Company also sold 9,167.04 bitcoins to related parties.

#### 9. Commitments and Contingencies

In the normal course of business, the Company enters into contracts that contain a variety of representation and warranties and which provide general indemnifications. The Company's maximum exposure under these arrangements is unknown, as this would involve future claims that may be made against the Company that have not yet occurred. However, the Company expects risk of loss to be remote.

Pursuant to the Company's service agreement with the Parent, the Company has no contractual obligations for expenses incurred by the Parent. However, the Parent does have a lease obligation of which a certain portion is allocated to the Company.

The Company is contingently liable as for December 31, 2015, in the amount of \$61,000 as result of an ongoing SEC examination. This amount is included in accounts payable and accrued expenses in the Statement of Financial Condition as of December 31, 2015.

The Company has been named as a defendant in a lawsuit incidental to its securities business. Management of the Company, after consultation with outside legal counsel, believes that the resolution of this lawsuit will not result in a material adverse effect on the Company's financial position.

### Notes to Statement of Financial Condition (continued)

#### 10. Guarantees

FASB ASC 460, Guarantees, requires the Company to disclose information about its obligations under certain guarantee arrangements. FASB ASC 460 defines guarantees as contracts and indemnification agreements that contingently require a guarantor to make payments to the guaranteed party based on changes in an underlying transaction (such as an interest or foreign exchange rate, security or commodity price, an index or the occurrence or nonoccurrence of a specified event) related to an asset, liability or equity security of a guaranteed party. This guidance also defines guarantees as contracts that contingently require the guarantor to make payments to the guaranteed party based on another entity's failure to perform under an agreement as well as indirect guarantees of the indebtedness.

In the normal course of its business, the Company indemnifies and guarantees certain service providers, such as clearing and custody agents, 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 subcustodians and third-party brokers, improperly executed transactions. The maximum potential amount of future payments that the Company could be required to make under these indemnifications cannot be estimated. However, the Company believes that it is unlikely it will have to make material payments under these arrangements and has not recorded any contingent liability in the Statement of Financial Condition for these indemnifications.

#### **11. Bitcoin Activities**

As of December 31, 2015, the Company held a total of 17,264.71 bitcoin which is recorded at the lower of cost or fair value. The Company determined a fair value of \$432 per bitcoin using the price of bitcoin provided by Bitstamp, the Company's primary market for bitcoin, as of 4:00PM in New York on December 31, 2015. The fair value of the Company's bitcoin was not below its cost of \$3,665,103 as of December 31, 2015. Therefore, the Company did not record any unrealized gains or losses on its investment in Bitcoin. As of 4:00PM New York time on February 23, 2016, the fair value of bitcoin determined in accordance with the Company's accounting policy was \$420 per bitcoin.

For the purposes of computing net capital with the Uniform Net Capital Rule 15c3-1, the Company treats investments in bitcoin as non-allowable assets.

### Notes to Statement of Financial Condition (continued)

#### **11. Bitcoin Activities (continued)**

In November 2015, the Company entered into a loan agreement with a counterparty. The agreement provides for the Company to extend a 4% interest annual loan of bitcoin, at its discretion, with no maturity date. The Company receives the payment of loan interest monthly, in arrears, in bitcoin. At December 31, 2015, Investments in bitcoin on the Statement of Financial Condition included 103 bitcoin loaned to the counterparty.

#### 12. Risk Factors

The Company is subject to various risks including market risk, liquidity risk, and other risks related to its investment in bitcoin. Investing in bitcoin is currently unregulated, highly speculative, and volatile.

The price of bitcoin has a limited history. During such history, bitcoin prices have been volatile and subject to influence by many factors including the levels of liquidity. If bitcoin markets continue to experience significant price fluctuations, the Company may experience losses.

Several factors may affect the price of bitcoin, including, but not limited to, global bitcoin supply and demand, and competition from other forms of digital currency or payments services.

There is currently no clearing house for bitcoin, nor is there a central or major depository for the custody of bitcoin. There is a risk that some or all of the Company's bitcoins could be lost or stolen. The Company does not have insurance protection on its bitcoin which exposes the Company to the risk of loss of the Company's bitcoin. Further, bitcoin transactions are irrevocable and stolen or incorrectly transferred bitcoin may be irretrievable.

To the extent private keys for bitcoin addresses are lost, destroyed or otherwise compromised and no backup of the private keys are accessible, the Company may be unable to access the bitcoin held in the associated address and the private key will not be capable of being restored by the bitcoin network. The processes by which bitcoin transactions are settled are dependent on the bitcoin peer-to-peer network, and as such, the Trust is subject to operational risk.

A risk also exists with respect to previously unknown technical vulnerabilities, which may adversely affect the value of bitcoin.

### Notes to Statement of Financial Condition (continued)

#### **13.** Capital Contributions From Parent

During 2015 the Parent made two non-cash capital contributions to the Company, i) the Parent contributed capital of \$25,265 related to the Company's income tax liability owed to the Parent; and ii) the Parent contributed \$533,297 related to employee compensation and benefits.

#### 14. Subsequent Events

The Company has performed an evaluation of events which occurred subsequent to December 31, 2015 through the issuance of this financial statement. There are no other known events that have occurred that require disclosure, other than what has already been disclosed within this financial statement.