.4		and and
SEC Mail Processing Section FEB 29 2016	16013532 SECURI Washington, D.C. 20549 ANNUAL AUDITED REPORT FORM X-17A-5	OMB APPROVAL OMB Number: 3235-0123 Expires: March 31, 2016 Estimated average burden hours per response12.00
Wasnington DC 404	PART III FACING PAGE	SEC FILE NUMBER 8-69591
Securi	equired of Brokers and Dealers Pursuant to Sec ties Exchange Act of 1934 and Rule 172-5 There	under
REPORT FOR THE PERIOD BE	$\frac{\mathcal{O}}{\mathcal{O}} = \frac{\mathcal{O}}{\mathcal{O}} = \frac{\mathcal{O}}{\mathcal{O}$	12/31/15 MM/DD/YY
	A. REGISTRANT IDENTIFICATION	
ADDRESS OF PRINCIPAL PLA $\frac{O H \in ROC}{N \in W} \frac{Y_{ORE}}{(City)}$ NAME AND TELEPHONE NUM	$\begin{array}{c} \begin{array}{c} \begin{array}{c} \begin{array}{c} \begin{array}{c} \begin{array}{c} \begin{array}{c} \\ \end{array} \\ $	FIRM I.D. NO. TE 1706
	B. ACCOUNTANT IDENTIFICATION	(Area Code - receptione Runber)
INDEPENDENT PUBLIC ACCO $R \leq m$ $1/8 \leq R \vee e$ (Address)	UNTANT whose opinion is contained in this Report* $US$ $LLP$ (Name - if individual, state last, first, middle name) $E$ $OF$ $OF$ $THE$ $A$ $MEPICAS$ (City)       (State)	<u>NY, NY 100</u> 36 c) (Zip Code)
CHECK ONE:		· ·
Accountant not res	ident in United States or any of its possessions.	
	FOR OFFICIAL USE ONLY	

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.

SEC 1410 (06-02)

# OATH OR AFFIRMATION

I, MATTHEW JOHAN	, swear (or affirm) that, to the best of
my knowledge and belief the accompanying financial statement	
ARCTIC SECURITIE	= $(LLC)$ . as
of DECEMBER 31,20/	, as $5$ , are true and correct. I further swear (or affirm) that
neither the company nor any partner, proprietor, principal off	
	neer of unceror has any proprietary interest in any account
classified solely as that of a customer, except as follows:	
<u></u>	
	ALL ALL ALL
	1 very
	Signature
	$(x_0)$
	Title
m. l. 4	
Mary Lee Wers Notary Public	-
// Notary Public	MARYLEE EVERS
V	Notary Public - State of New York
This report <b>**</b> contains (check all applicable boxes):	NO. 01EV4819855 Qualified in New York County
<ul> <li>(a) Facing Page.</li> <li>(b) Statement of Financial Condition.</li> </ul>	My Commission Expires $\alpha \times 3/9$
$\Box$ (c) Statement of Income (Loss).	
☐ (d) Statement of Changes in Financial Condition.	
(e) Statement of Changes in Stockholders' Equity or Part	iners' or Sole Proprietors' Capital.
(f) Statement of Changes in Liabilities Subordinated to C	
(g) Computation of Net Capital.	
(h) Computation for Determination of Reserve Requirem	
(i) Information Relating to the Possession or Control Re	quirements Under Rule 15c3-3.
(j) A Reconciliation, including appropriate explanation of	f the Computation of Net Capital Under Rule 15c3-1 and the
Computation for Determination of the Reserve Require (k) A Reconciliation between the audited and unaudited S	rements Under Exhibit A of Kule 1303-3. Statements of Einancial Condition with respect to methods of
consolidation.	statements of Financial Condition with respect to methods of
<b>M</b> (I) 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).

Arctic Securities LLC Table of Contents December 31, 2015

7

Report of Independent Registered Public Accounting Firm	1
Statement of Financial Condition	2
Notes to Financial Statements	3-7

## <u>Page</u>



**RSM US LLP** 

#### **Report Of Independent Registered Public Accounting Firm**

To the Board of Directors Arctic Securities LLC New York, New York

We have audited the accompanying statement of financial condition of Arctic Securities LLC (the Company) as of December 31, 2015, and the related notes (the financial statement). This financial statement is the responsibility of the Company'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 financial statement is free of material misstatement. Our audit included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statement, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statement referred to above presents fairly, in all material respects, the financial position of Arctic Securities LLC as of December 31, 2015, in conformity with accounting principles generally accepted in the United States.

RSM US LLP

New York, New York February 27, 2016

THE POWER OF BEING UNDERSTOOD AUDIT | TAX | CONSULTING

# Arctic Securities LLC STATEMENT OF FINANCIAL CONDITION December 31, 2015

## ASSETS

ASSETS:	
Cash	\$ 374,990
Due from clearing broker	266,567
Receivable from Parent	33,000
Due from employee	7,741
Prepaid expenses and other assets	48,176
Deferred Compensation	1,200,000
Office Equipment and furniture net	192,441
TOTAL ASSETS	\$ 2,122,915

## LIABILITIES AND MEMBER'S EQUITY

LIABILITIES:	
Accrued Expenses	\$ 192,586
Due to Parent	27,286
Deferred Rent	 35,530
TOTAL LIABILITIES	255,402

# **COMMITMENTS (NOTE 6)**

# **MEMBER'S EQUITY**

Member's Equity	 1,867,513_
TOTAL MEMBER'S EQUITY	 1,867,513
TOTAL LIABILITIES AND MEMBER'S EQUITY	\$ 2,122,915

See accompanying notes to financial statements.

### **NOTE 1 - DESCRIPTION OF BUSINESS**

Arctic Securities LLC (the "Company") is a Delaware limited liability company and a wholly owned subsidiary of Arctic Securities Holdings AS (the "US Parent"). In turn, the US Parent is a wholly owned subsidiary of Arctic Securities AS, (the "Parent") which is a brokerage firm located in Norway. The Company was approved as a registered broker-dealer on August 3, 2015 and its principal place of business is located in New York, NY. The Company operates under the provisions of paragraphs (k)(2)(i) and (k)(2)(ii) of Rule 15c3-3 of the Securities Exchange Act of 1934 ("Exchange Act") and, accordingly, is exempt from the remaining provisions of that rule.

The Company is a member of the Financial Industry Regulatory Authority (FINRA) and the Securities Investors Protection Corporation (SIPC). The Company primarily services institutional clients in equities and fixed income transactions and provides investment banking services. It also conducts business as a broker dealer for US institutional investors and foreign institutional investors, as defined in Rule 15a-6, transmitting orders in foreign equity securities to its Parent.

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

#### (a) Cash

The Company maintains cash balances at one financial institution. These accounts are insured by the Federal Deposit Insurance Corporation up to \$250,000. The Company has not experienced any losses in such accounts and believes it is not exposed to any significant risk on its cash.

#### (b) Estimates

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

#### (c) Fair Value of Financial Instruments

The carrying value of cash and cash equivalents, prepaid expenses, accounts receivable, other receivables, accounts payable and accrued expenses approximate their fair values based on their contracted values and the short-term maturity of these instruments.

## (d) Concentration Risk and Credit Risk

Activity conducted in foreign countries subjects the Company to unpredictable changes or disruptions due to economic, political, or legal issues. In the normal course of business, the Company's securities activities involve the execution and settlement of various securities transactions for customers. These activities may expose the Company to risk in the event customers are unable to fulfill their contractual obligations. The Company continuously monitors the credit-worthiness of customers.

### (e) Allowance for Doubtful Accounts

The Company records an allowance for doubtful accounts based on management's estimate of collectability of such commission receivable outstanding. As of December 31, 2015, management believes such commissions receivable are fully collectible; hence no allowance has been recorded nor was any bad debt expense recorded during the year.

### (f) Office Equipment and Furniture

Equipment is carried at cost. Amounts incurred for repairs and maintenance are charged to operations in the period incurred. Depreciation is calculated on a straight-line basis over its useful life of five to seven years. Accumulated depreciation is \$12,395 as of December 31, 2015.

Computer Equipment	\$138,564
Office Furniture	66,272
Accumulated Depreciation	<u>(12,395)</u>
	\$192,441

#### (g) Deferred Rent

The Company recognizes the benefit of free rent periods as deferred rent and amortizes the benefit on a straight line basis, over the life of the lease.

### (h) Share Based Compensation

The Company provides certain incentive compensation awards to its employees in the form of options to purchase shares in the Parent company, (Share Options). The Company accounts for the Share Options in accordance with the provisions of the Accounting Standards Codification Topic 718, whereby the cost of such awards are measured based on the fair value of the equity or liability instrument issued. The Company records compensation expense within the accompanying statement of operations reflecting the number of awards that are expected to vest. Such expense is adjusted to reflect the awards that do ultimately vest. At December 31, 2015, Share Options outstanding (in Units) are as follows:

Share Options Granted	16,915
Vested Units	0-
Unvested at December 31, 2015	16,915

### (i) Deferred Compensation

The Company paid sign on bonuses to certain key employees. In accordance with Accounting Standards Codification Topic 710, such amounts are recorded as part of Deferred Compensation and amortized over the contract period, which is three years.

#### NOTE 3 – RECEIVABLE FROM AND PAYABLE TO CLEARING BROKER

The Company has a fully disclosed clearing agreement with ICBC to clear and settle transactions in U.S. equities, ADR's and fixed income securities. The commission receivable from the broker consists of commissions earned net of execution charges and amounts payable for securities traded on behalf of customers.

Receivable from clearing broker at December 31, 2015 consists of the following:

Deposit at clearing broker	\$250,000
Fees and commissions receivable	<u>16,567</u>
	\$266,567

5

### **NOTE 4 – NET CAPITAL REQUIREMENTS**

The Company is subject to SEC Uniform Net Capital rule (SEC rule 15c3-1), which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 8 to 1, during the first year of operations. At December 31, 2015, the Company's net capital of \$386,155 which was \$136,155 in excess of its required net capital of \$250,000. The Company's net capital ratio of aggregate indebtedness to net capital was .66 to 1.

### **NOTE 5 – RELATED PARTY TRANSACTIONS**

The Company has certain transactions with its Parent. Had the Company transacted as an unaffiliated entity, the financial position and results of operations could differ from those reflected herein. The Company is owed \$33,000 by its Parent entity and the Company owes the Parent \$27,286.

#### NOTE 6 – COMMITMENT

The Company is obligated under an operating lease for office space in NYC, NY which expires August 28, 2020.

Future minimum annual lease payments under this operating lease are as follows:

Years Ending	
December 31,	
2016	\$ 257,459
2017	257,459
2018	257,459
2019	257,459
2020	<u> </u>
	<u>\$1,201,475</u>

At December 31, 2015, the US Parent maintained an irrevocable letter of credit of \$164,268 on behalf of the Company in connection with the security deposit required under the lease.

### **NOTE 7 – INCOME TAXES**

As a single member limited liability company, the Company is a flow-through entity, which provides that the Company passes on all income and expenses to its US Parent. As a result, no income taxes are payable by or provided for in the Company's financial statements.

The Company had no uncertain tax positions at December 31, 2015 and there were no tax related penalties or interest for the period reported in these financial statements.

### **NOTE 8 – MEMBER'S EQUITY**

On January 29, 2016 the Parent invested an additional \$500,000 into the Company in exchange for 50,000 units of interest in the company, each valued at \$10 per unit, which is the stated value for such units. As of December 31, 2015 the Company had issued and outstanding 310,000 units of interest for an aggregate value of \$3,100,000.

### **NOTE 9 – SUBSEQUENT EVENTS**

The Company evaluates events and transactions occurring subsequent to the date of the financial statements for matters requiring recognition or disclosure in the financial statements. The financial statement considered events through February 27, 2016, the date on which the financial statement was available to be issued.

ARCTIC SECURITIES, LLC ONE ROCKEFELLER CENTER-1706 New York, NY 10124

> SEC Mail Processing Section FEB 29 2016 Wasnington DC 404

Re: Annual Audit Report December 31, 2015 SEC File No. 8-69571

Gentlemen:

**Registration Branch** 

Mail Stop 8031 100 F Street, N.E. Washington, D.C. 20549

Securities and Exchange Commission

Office of Filings and Information Services

In accordance with Rule 17a-5(e)(3), we respectfully request that the above-referenced financial statements, exclusive of the Statement of Financial Condition, which is bound separately, be deemed confidential pursuant to the rule.

Very truly yours,

ams U James Ahlfeld, FDOP

Date

## Arctic Securities LLC

Financial Statement Pursuant to Rule 17a-5(e) (3) of the Securities Exchange Act of 1934

December 31, 2015

## **PUBLIC DOCUMENT**