Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2016

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A This return/report is for:
- ☐ a multiemployer plan
- ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.)
- ☒ a single-employer plan
- ☐ a DFE (specify) ____

B This return/report is:
- ☐ the first return/report
- ☐ the final return/report
- ☐ an amended return/report
- ☐ a short plan year return/report (less than 12 months)

C If the plan is a collectively-bargained plan, check here. . . . . ▶ ☐

D Check box if filing under:
- ☒ Form 5558
- ☐ automatic extension
- ☐ the DFVC program
- ☐ special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
FIG LLC 401(K) PROFIT SHARING PLAN & TRUST

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 12/01/1998

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)

FIG LLC

1345 AVENUE OF THE AMERICAS
26TH FLOOR, ATT JULIE CRANE
NEW YORK, NY 10105

2b Employer Identification Number (EIN) 13-3989886

2c Plan Sponsor's telephone number 212-497-2876

2d Business code (see instructions) 523900

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/05/2017	DANIEL BASS
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

Preparer's name (including firm name, if applicable) and address (include room or suite number)

Preparer's telephone number

3a	Plan administrator's name and address [X] Same as Plan Sponsor	**3b**	Administrator's EIN
		3c	Administrator's telephone number
4	If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:	**4b**	EIN
a	Sponsor's name	**4c**	PN

5	Total number of participants at the beginning of the plan year	**5**	1276
6	Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**).		
a(1)	Total number of active participants at the beginning of the plan year	**6a(1)**	947
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	880
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	398
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	1278
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	3
f	Total. Add lines **6d** and **6e**.	**6f**	1281
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	1237
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	79
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:

2E 2F 2G 2J 2K 2T 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)		**9b** Plan benefit arrangement (check all that apply)	
(1) [ ]	Insurance	**(1)** [ ]	Insurance
(2) [ ]	Code section 412(e)(3) insurance contracts	**(2)** [ ]	Code section 412(e)(3) insurance contracts
(3) [X]	Trust	**(3)** [X]	Trust
(4) [ ]	General assets of the sponsor	**(4)** [ ]	General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- **(1)** [X] **R** (Retirement Plan Information)
- **(2)** [ ] **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- **(3)** [ ] **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- **(1)** [X] **H** (Financial Information)
- **(2)** [ ] **I** (Financial Information – Small Plan)
- **(3)** [ ] ___ **A** (Insurance Information)
- **(4)** [X] **C** (Service Provider Information)
- **(5)** [X] **D** (DFE/Participating Plan Information)
- **(6)** [ ] **G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ..... ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ..... ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2016 Form M-1 annual report. If the plan was not required to file the 2016 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2016** **This Form is Open to Public Inspection.**

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan	**B** Three-digit plan number (PN) ▶	
FIG LLC 401(K) PROFIT SHARING PLAN & TRUST		001
C Plan sponsor's name as shown on line 2a of Form 5500	**D** Employer Identification Number (EIN)	
FIG LLC	13-3989886	

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions). . . . . [X] Yes [ ] No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

DIMEO SCHNEIDER & ASSOCIATES, LLC

36-4001764

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
16	CONSULTANT	81140	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

STRATEGIC ADVISORS, INC.

04-2654524

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	ADVISOR	28375	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
37 60 64 65	RECORDKEEPER	-6094	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
C&S INST REALTY SHS - BOSTON FINAN P.O. BOX 8480 BOSTON, MA 02266	0.10%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
COHEN & STEERS RLTY - BOSTON FINAN P.O. BOX 8480 BOSTON, MA 02266	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
DODGE & COX INCOME - BOSTON FINANC P.O. BOX 8480 BOSTON, MA 02266	0.08%

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
SCOUT INTERNATIONAL - UMB FUND SER 39-1657495	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
TRP EMG MKT STOCK - T. ROWE PRICE 52-2269240	0.15%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
WF STABLE VALUE 52-2250946	0.25%

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

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(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2016

This Form is Open to Public Inspection.

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan
FIG LLC 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
FIG LLC

D Employer Identification Number (EIN)
13-3989886

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: WF STABLE VALUE

b Name of sponsor of entity listed in (a): WELLS FARGO BANK, N.A.

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
94-6751924-001	C	2824854

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

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a Plan name

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b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2016

This Form is Open to Public Inspection

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan
FIG LLC 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
FIG LLC

D Employer Identification Number (EIN)
13-3989886

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	4838486	4664818
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	6991706	10016382
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	1275475	1156172
(9) Value of interest in common/collective trusts	1c(9)	2472905	2824854
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	118181042	136379877
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	0	0

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)	0	0
	(2) Employer real property	1d(2)	0	0
e	Buildings and other property used in plan operation	1e	0	0
f	Total assets (add all amounts in lines 1a through 1e)	1f	133759614	155042103
	Liabilities			
g	Benefit claims payable	1g	0	0
h	Operating payables	1h	0	0
i	Acquisition indebtedness	1i	0	0
j	Other liabilities	1j	0	0
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	133759614	155042103

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	4664818	
	(B) Participants	2a(1)(B)	11675222	
	(C) Others (including rollovers)	2a(1)(C)	1728064	
	(2) Noncash contributions	2a(2)	0	
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		18068104
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	1174	
	(B) U.S. Government securities	2b(1)(B)	0	
	(C) Corporate debt instruments	2b(1)(C)	0	
	(D) Loans (other than to participants)	2b(1)(D)	0	
	(E) Participant loans	2b(1)(E)	47439	
	(F) Other	2b(1)(F)	0	
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		48613
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)	0	
	(B) Common stock	2b(2)(B)	0	
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	6938582	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		6938582
	(3) Rents	2b(3)		0
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	0	
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)	0	
	(B) Other	2b(5)(B)	0	
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		13828
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		5926587
c Other income	2c		0
d Total income. Add all **income** amounts in column (b) and enter total	2d		30995714
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	9607728	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		9607728
f Corrective distributions (see instructions)	2f		2039
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		0
i Administrative expenses: (1) Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)	28375	
(4) Other	2i(4)	75083	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		103458
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		9713225
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		21282489
l Transfers of assets:			
(1) To this plan	2l(1)		0
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [X] Unqualified **(2)** [ ] Qualified **(3)** [ ] Disclaimer **(4)** [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [ ] Yes [X] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: KPMG **(2)** EIN: 13-5565207

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. **(2)** [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		500000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3	4n		X	
o	Defined Benefit Plan or Money Purchase Pension Plan Only: Were any distributions made during the plan year to an employee who attained age 62 and had not separated from service?	4o			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If "Yes," enter the amount of any plan assets that reverted to the employer this year ☐ **Yes** ☒ **No** **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ..... ☐ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year_____. (See instructions.)

Part V Trust Information

6a Name of trust	**6b** Trust's EIN

6c Name of trustee or custodian	**6d** Trustee's or custodian's telephone number

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2016

This Form is Open to Public Inspection.

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan
FIG LLC 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
FIG LLC

D Employer Identification Number (EIN)
13-3989886

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1**

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 04-6568107

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 **a** Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 **a** Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Part VII IRS Compliance Questions

20a Is the plan a 401(k) plan? If "No," skip b	☐ Yes ☐ No
20b How did the plan satisfy the nondiscrimination requirements for employee deferrals under section 401(k)(3) for the plan year? Check all that apply:	☐ Design-based safe harbor ☐ "Prior year" ADP test ☐ "Current year" ADP test ☐ N/A
21a What testing method was used to satisfy the coverage requirements under section 410(b) for the plan year? Check all that apply:	☐ Ratio percentage test ☐ Average benefit test ☐ N/A
21b Did the plan satisfy the coverage and nondiscrimination requirements of sections 410(b) and 401(a)(4) for the plan year by combining this plan with any other plan under the permissive aggregation rules?	☐ Yes ☐ No

22a If the plan is a master and prototype plan (M&P) or volume submitter plan that received a favorable IRS opinion letter or advisory letter, enter the date of the letter _____/_____/_____ and the serial number _____.

22b If the plan is an individually-designed plan that received a favorable determination letter from the IRS, enter the date of the most recent determination letter _____/_____/_____.

FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

Financial Statements and Supplemental Schedule

December 31, 2016 and 2015

(With Independent Auditors' Report Thereon)

FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

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Schedule H, Line 4i – Schedule of Assets (Held at End of Year) as of December 31, 2016	13

* Other schedules required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA) have been omitted because they are not applicable.

KPMG LLP
345 Park Avenue
New York, NY 10154-0102

Independent Auditors' Report

The Plan Administrator
FIG LLC 401(k) Profit Sharing Plan & Trust:

Report on the Financial Statements

We have audited the accompanying financial statements of FIG LLC 401(k) Profit Sharing Plan & Trust (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2016 and 2015, the related statement of changes in net assets available for benefits for the year ended December 31, 2016, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Plan's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2016 and 2015, and the changes in net assets available for benefits for the year ended December 31, 2016, in accordance with U.S. generally accepted accounting principles.

KPMG LLP is a Delaware limited liability partnership and the U.S. member firm of the KPMG network of independent member firms affiliated with KPMG International Cooperative ("KPMG International"), a Swiss entity.

Report on Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule, Schedule H, line 4i – Schedule of Assets as of December 31, 2016 is presented for the purpose of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

KPMG LLP

September 29, 2017

FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

Statements of Net Assets Available for Benefits

December 31, 2016 and 2015

	2016	2015
Assets:		
Investments:		
Investments at fair value (note 3):		
Money market fund	$ 10,016,382	$ 6,991,706
Mutual funds	136,379,877	118,181,042
Stable value fund	2,824,854	2,472,905
Total investments	149,221,113	127,645,653
Notes receivable from participants	1,156,172	1,275,475
Contributions receivable:		
Participant	-	-
Employer	4,664,818	4,838,486
Total contributions receivable	4,664,818	4,838,486
Net assets available for benefits	$ 155,042,103	$ 133,759,614

See accompanying notes to financial statements.

FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

Statement of Changes in Net Assets Available for Benefits

Year ended December 31, 2016

Additions to net assets attributable to:		
Investment income:		
Net appreciation in investments at fair value (note 3)	$	5,941,589
Interest and dividends		6,938,582
Total investment income		12,880,171
Interest income from notes receivable from participants		47,439
Contributions:		
Participant		11,675,222
Rollover		1,728,064
Employer		4,664,818
Total contributions		18,068,104
Total additions		30,995,714
Deductions from net assets attributable to:		
Benefits paid to participants		(9,609,767)
Administrative fees		(103,458)
Total deductions		(9,713,225)
Net increase in net assets available for benefits		21,282,489
Net assets available for benefits:		
Beginning of year		133,759,614
End of year	$	155,042,103

See accompanying notes to financial statements.

(1) Description of the Plan

The following description of the FIG LLC 401(k) Profit Sharing Plan & Trust (the Plan) provides only general information. Plan participants should refer to the plan agreement for a more complete description of the Plan's provisions.

(a) General

The Plan, established on January 1, 1998, amended and restated as of January 1, 2006, and as subsequently amended, is a defined-contribution plan covering eligible employees of Fortress Investment Group LLC and its affiliates (collectively, the Company). Employees who have attained the age of 21 may elect to participate in the Plan immediately upon their employment start date. The Board of Directors is responsible for oversight of the Plan, which is administered by FIG LLC (Plan Administrator). The Investment Committee determines the appropriateness of the Plan's investment offerings, monitors investment performance and reports to the Plan's Administrator.

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Effective January 1, 2012, Fidelity Management Trust Company is the trustee for the Plan and Fidelity Workplace Services, LLC is the recordkeeper for the Plan.

(b) Contributions

Each year, participants may contribute a percentage of their annual compensation (either pre tax or Roth 401(k) contributions), as defined in the Plan agreement, up to the maximum allowable amount determined by the Internal Revenue Service (IRS) each calendar year ($18,000 for 2016). In addition, participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions up to $6,000 for 2016. Participants may contribute an additional percentage of their annual compensation as after-tax contributions, as defined in the Plan agreement (up to $27,050 for 2016). Participants may also rollover amounts representing distributions from another qualified plan (Rollover Contribution), which are accepted by the Plan. Participants may change their percentage contribution election monthly.

Effective January 1, 2009, the Company may elect, but is not required, to make a discretionary employer contribution for a plan year. Only eligible employees who are employed by the Company on the last day of the plan year (except in the case of death) are entitled to receive a share of discretionary employer contributions. For the 2016 plan year, the Company elected to provide a discretionary profit-sharing contribution, on behalf of each eligible employee, in an amount equal to 3% of the eligible employee's compensation, as defined in the Plan agreement (up to a maximum compensation of $265,000).

(c) Participant Accounts

Participant accounts are credited with the participants' contributions, the Company's contributions, and allocations of plan earnings less an allocation of administration expense. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is

the benefit that can be paid from the participant's vested account. Participants may direct contributions to be invested in any of the investments offered by the Plan.

(d) Vesting

Participants are vested immediately in their own voluntary contributions and rollover contributions plus actual plan earnings thereon.

Vesting in the Company's discretionary contributions and earnings thereon is based on years of service, as defined by the Plan agreement. Generally, the vesting service for participants begins on their date of hire and a participant earns a year of service for each plan year (i.e. – calendar year) during which a participant has at least 1,000 hours of service, as defined by the Plan agreement.

The vesting schedule with respect to the Company's discretionary contributions after that date is outlined below. Employee's prior years of service as a full-time employee will count towards this vesting schedule.

Years of completed service	Vesting percentage
2	50%
3	75
4	100

Any nonvested contributions may be forfeited upon termination of employment for reasons other than death, disability, or retirement. Such forfeitures are used to first pay for Plan expenses. Any remaining forfeitures will be used to reduce the Company's subsequent contributions to the Plan. During the years 2016 and 2015, forfeited nonvested accounts used to pay plan expenses amounted to $81,140 and $68,475, respectively. During the years ended 2016 and 2015, employer contributions were reduced by $120,000 and $106,872, respectively. As of December 31, 2016 and 2015, there were $187,028 and $125,617 of nonvested forfeited amounts included in net assets available for benefits, respectively.

(e) Notes Receivable from Participants

Participants may borrow from their plan accounts an amount equal to at least $1,000 and up to a maximum equal to $50,000 or 50% of the value of the nonforfeitable vested account, whichever is less. Notes are secured by the balance in the participant's account and bear interest at rates at 1% above prime at the time of issuance and maturity ranging from 1 year to 15 years at time of issuance. Generally, notes are to be repaid within five years but loans used to acquire a principal residence may be repaid over a longer period of time. All principal and interest payments are credited to the participant's account. Notes receivable at December 31, 2016 bore interest ranging from 4.25% to 4.5% and have maturity years ranging from 2017 to 2031. Notes receivable from participants are recorded at their unpaid principal balance plus any accrued but unpaid interest in the financial statements.

Repayment will normally be made through payroll deductions. Any outstanding loans not fully repaid when employment terminates will be deducted from any benefit due to the participant.

(f) Payment of Benefits

Upon termination of service due to death, disability, or retirement, a participant may elect to receive either a lump-sum distribution equal to the value of the participant's vested interest in their account, or periodic cash installments, provided the participant's account balance exceeds $1,000, over a period not to extend beyond the participant's life expectancy. The Plan is subject to certain minimum distribution requirements as defined in the Plan document. For termination of service for other reasons, the participant may elect to receive the value of the vested interest in their account as a lump-sum distribution or if the vested interest exceeds $1,000 the participant may retain their money in the Plan.

(2) Summary of Significant Accounting Policies

(a) Basis of Accounting

The accompanying financial statements of the Plan are prepared under the accrual method of accounting.

(b) Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes in net assets available for benefits during the applicable reporting period, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

(c) Investments and Income Recognition

The plan investments are stated at fair value in accordance with Accounting Standards Codification (ASC) 820, *Fair Value Measurement*. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Purchases and sales of investments are recorded on a trade-date basis. Interest income is accrued when earned. Dividend income is recorded on the ex-dividend date. Capital gain distributions are included in dividend income. Net appreciation (depreciation) includes the Plan's realized gains (losses) on investments bought and sold as well as changes in unrealized gains (losses) on investments held during the year.

The Plan applies the provisions of GAAP, which requires that fully benefit-responsive investment contracts, which are included in the stable value fund, be reported at fair value.

(d) Payment of Benefits

Benefits are recorded when paid.

(e) Risks and Uncertainties

The Plan provides for various investment options consisting of a money market mutual fund, mutual funds, and a stable value fund. Such investments are exposed to various risks, such as interest rate, market, and credit risks. Due to the level of risk associated with certain investments and the level of uncertainty related to changes in their value, it is at least reasonably possible that changes in risks in the near term could materially affect participants' accounts and the amounts reported in the statement of net assets available for benefits.

Certain of the funds invest in securities with contractual cash flows, such as asset-backed securities, collateralized mortgage obligations and commercial mortgage-backed securities, including securities backed by subprime mortgage loans. The value, liquidity, and related income of these securities are sensitive to changes in economic conditions, including real estate value, delinquencies or defaults, or both, and may be adversely affected by shifts in the market's perception of the issuers and changes in interest rates.

(f) Recently Issued Accounting Pronouncements

On May 1, 2015, the Financial Accounting Standards Board issued Accounting Standards Update (ASU) No. 2015-07, *Disclosures for Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent),* which removes the requirement to categorize within the fair value hierarchy all investments for which the fair value is measured using the net asset value per share practical expedient. The ASU also removes the requirement to make certain disclosures for all investments that are eligible to be measured at fair value using the net asset value per share practical expedient. The ASU is effective for public business entities for fiscal years beginning after December 15, 2015, and interim periods within those fiscal years. The effective date for all other entities is fiscal years beginning after December 15, 2016, and interim periods within those fiscal years.

In July 2015, the FASB issued ASU 2015-12, *Plan Accounting – Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962) and Health and Welfare Benefit Plans (Topic 965), I. Fully Benefit-Responsive Investment Contracts, II. Plan Investment Disclosures, III. Measurement Date Practical Expedient*. The standard amends three parts of plan accounting. The amendments in Part I removes the requirement to measure fully benefit responsive investment contracts to be measured at fair value and now requires contracts to be measured, presented, and disclosed only at contract value. Part II of the amendment eliminates the requirement to disclose (1) individual investments that represent 5% or more of net assets available for benefits and (2) the net appreciation or depreciation for investments by general type. Finally, Part III of the amendment provides a practical expedient to permit plans to measure investments and investment-related accounts as of a month-end date that is closest to the plan's fiscal year-end, when the fiscal period does not coincide with a month-end. The amendments in Part I, II, and III of the ASU are effective for fiscal years beginning after December 15, 2015. In June 2015, the FASB issued ASU 2015-10, *Technical Corrections and Improvements* that addresses a variety of matters including a refinement of the definition of an equity security that has a readily determinable fair value. Paragraph 30 of the ASU amends the master glossary term, *readily determinable fair value*, in part as follows: An equity security has a readily determinable fair value if it meets any of the following conditions…(c) The fair value of an equity security that is an investment in a mutual fund or in a structure similar to a mutual fund (that

is, a limited partnership or a venture capital entity) is readily determinable if the fair value per share (unit) is determined and published and is the basis for current transactions. Paragraph 30 of the ASU became effective upon issuance. This guidance has resulted in the reclassification of certain investments held by the Plan from level 2 to level 1 of the fair value hierarchy that has been applied retrospectively and is reflected in the fair value hierarchy as of both December 31, 2016 and December 31, 2015.

(3) Investments at Fair Value

Fair value is defined as the price that would be received to sell 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 on the measurement date. ASC 820 establishes a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. ASC 820 describes three levels of inputs that may be used to measure fair value:

Level I: Quoted prices in active markets for identical assets or liabilities.

Level II: Observable inputs other than Level I prices such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or inputs that are observable or corroborated by observable market data for substantially the full term of the assets or liabilities.

Level III: Unobservable inputs supported by little or no market activity and that reflect the reporting entity's own assumptions about the exit price, including assumptions that market participants would use in pricing the asset or liability.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

Fair value estimates are made at a specific point in time, based on available market information and other observable inputs. In some cases, the fair value estimates cannot be substantiated by comparison to independent markets. In addition, the disclosed fair value may not be realized in the ultimate settlement of the financial asset as these values do not represent any premium or discount that could result from selling an entire holding of a particular financial asset at one time. Other expenses that would be incurred in an actual sale or settlement are not included in the amounts disclosed.

The Plan's investments in mutual funds are stated at fair market value as determined by quoted prices in active markets and reported as Level I investments. The Plan's investments in the money market fund are stated at the quoted net asset value (NAV) of shares held by the Plan at year end. The Plan's investments in the stable value fund are stated at fair value based on the fair value of the underlying investments and are reported as Level I. The stable value fund is valued at fair value based on the underlying investments and includes valuation of agreements with Wells Fargo, which stabilize the fund such that participants' transactions are carried out at cost plus accrued interest. There are no contractual commitments to purchase individual holdings and, except for the stable value fund described later, there are no restrictions on redemption as the funds are traded daily.

There were no changes in methodologies used at December 31, 2016 and 2015 and there were no transfers amongst levels during the year ended December 31, 2016 and 2015.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2016:

	Level I	Level II	Level III	Total
Mutual funds:				
Real-Estate Funds	$ 4,467,332	—	—	4,467,332
Small Cap Equity Funds	13,692,414	—	—	13,692,414
Mid Cap Equity Funds	10,989,522	—	—	10,989,522
Large Cap Equity Funds	60,501,651	—	—	60,501,651
International Equity Funds	13,956,383	—	—	13,956,383
Fixed Income Funds	15,469,818	—	—	15,469,818
Target Dated Funds	17,302,757	—	—	17,302,757
Money market fund	10,016,382	—	—	10,016,382
Stable value fund	2,824,854	—	—	2,824,854
Total investments	$ 149,221,113	—	—	149,221,113

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2015:

	Level I	Level II	Level III	Total
Mutual funds:				
Real-Estate Funds	$ 4,302,704	—	—	4,302,704
Small Cap Equity Funds	10,917,265	—	—	10,917,265
Mid Cap Equity Funds	9,425,194	—	—	9,425,194
Large Cap Equity Funds	53,499,324	—	—	53,499,324
International Equity Funds	12,722,645	—	—	12,722,645
Fixed Income Funds	13,652,965	—	—	13,652,965
Target Dated Funds	13,660,945	—	—	13,660,945
Money market fund	6,991,706	—	—	6,991,706
Stable value fund	2,472,905	—	—	2,472,905
Total investments	$ 127,645,653	—	—	127,645,653

Fully benefit-responsive investment contracts, included within the Wells Fargo stable value fund, represent a combination of a fixed income bond portfolio and separate wrapper contracts. This investment is fully benefit-responsive in that it provides that the participants may make purchases and withdrawals at contract value. Contract value represents contributions made under the contract, plus earnings, less participant withdrawals, and administrative expenses. The contract is included in investments at fair value as reported to the Plan by Wells Fargo, the issuer. The Plan does not invest directly in fully benefit-responsive contracts, and therefore is not required to include in its financial statements the disclosure requirements for stable value

investment funds. For information not included in these financial statements, refer to the financial statements of Wells Fargo Stable Value Fund M. The contract value of this contract was $2,819,216 and $2,461,015 as of December 31, 2016 and 2015, respectively.

During 2016, the Plan's investments in mutual funds (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by $5,941,589.

(4) Related-Party Transactions

Certain Plan investments were shares of mutual funds offered by Fidelity. Fidelity is the recordkeeper and trustee of the Plan, and therefore, these transactions qualify as party-in-interest transactions.

The Company pays for administrative fees on behalf of the Plan. Administrative fees include expenses for recordkeeping and loan maintenance services.

(5) Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of plan termination, all amounts credited to the participant accounts will become 100% vested.

(6) Tax Status

The Plan adopted Fidelity's prototype plan with a favorable determination letter dated March 31, 2014. The Plan Administrator and tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the Internal Revenue Code.

(Continued)

GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or derecognize an asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2016, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or derecognition of an asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. As of December 31, 2016, the Plan Administrator believes the Plan is no longer subject to IRS examinations for plan years beginning prior to 2011.

(7) Subsequent Events

Plan management has evaluated subsequent events through September 29, 2017, the date at which its financial statements were available to be issued, and except as already included in the notes to these financial statements, has determined that no additional items require disclosure.

FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)

December 31, 2016

	Identity of issuer, borrower, lesser or similar party	Description of investment	# of Units/Shares	Current value
		Mutual Funds:		
	Cohen & Streers	Cohen & Steers Realty Shares	103,458	$ 4,467,332
	Columbia	Columbia Acorn Usa Y	162,102	2,940,531
	Dodge & Cox	Dodge & Cox Income Fund	167,311	2,273,758
*	Fidelity	Fidelity Contrafund Class-K	157,651	15,509,686
	Franklin	Franklin Small Cap Value Adv	73,967	4,231,639
	Loomis	Loomis Sayles Bond Retail	166,647	2,258,062
	Munder	Victory Munder Mid-Cap Core Growth Fund Class R6	87,765	3,119,181
	Pimco	PIMCO High Yield Fund; Institutional	415,837	3,663,527
	Scout	Scout International	426,839	8,891,053
	T. Rowe Price	T. Rowe Price Emerging Market Stock Fund	159,890	5,065,330
	Vanguard	Vanguard Balanced Index Signal	294,230	9,153,483
	Vanguard	Vanguard Mid Cap Index Signal	48,302	7,870,341
	Vanguard	Vanguard Small Cap Index Signal	105,557	6,520,244
	Vanguard	Vanguard Target Retirement 2010 Fund	675	17,107
	Vanguard	Vanguard Target Retirement 2015 Fund	39,508	573,263
	Vanguard	Vanguard Target Retirement 2020 Fund	2,522	71,272
	Vanguard	Vanguard Target Retirement 2025 Fund	53,100	868,182
	Vanguard	Vanguard Target Retirement 2030 Fund	99,950	2,918,544
	Vanguard	Vanguard Target Retirement 2035 Fund	145,607	2,583,077
	Vanguard	Vanguard Target Retirement 2040 Fund	114,960	3,472,952
	Vanguard	Vanguard Target Retirement 2045 Fund	165,633	3,128,816
	Vanguard	Vanguard Target Retirement 2050 Fund	72,576	2,205,576
	Vanguard	Vanguard Target Retirement 2055 Fund	39,253	1,291,825
	Vanguard	Vanguard Target Retirement 2060 Fund	4,852	140,913
	Vanguard	Vanguard Target Retirement Income Fund	2,438	31,228
	Vanguard	Vanguard Total Bond Market Index Fund; Institutional Shares	683,049	7,274,472
	Vanguard	Vanguard Wellington Fund Admiral Shares	48,672	3,282,894
	Vanguard	Vanguard Windsor II Admiral Shares	181,372	11,308,573
	Vanguard	Vanguard Institutional Index Fund	104,239	21,247,015
		Total mutual funds		136,379,877
	Wells Fargo	Wells Fargo Stable Value Fund (fair value)	57,115	2,824,854
		Total Wells Fargo Stable Value Fund		2,824,854
*	Notes receivable from participants	66 Participant notes (at rates ranging from 4.25% to 4.50% and terms of maturity ranging from 2017 to 2031)		1,156,172
*	Fidelity	Fidelity Treasury Only Money Market Fund		10,016,382
		Total Money Market Funds		10,016,382
				$ 150,377,285

* Party in interest as defined by ERISA.

See accompanying independent auditors' report.

FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

Financial Statements and Supplemental Schedule

December 31, 2016 and 2015

(With Independent Auditors' Report Thereon)

FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

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* Other schedules required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA) have been omitted because they are not applicable.

KPMG LLP
345 Park Avenue
New York, NY 10154-0102

Independent Auditors' Report

The Plan Administrator
FIG LLC 401(k) Profit Sharing Plan & Trust:

Report on the Financial Statements

We have audited the accompanying financial statements of FIG LLC 401(k) Profit Sharing Plan & Trust (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2016 and 2015, the related statement of changes in net assets available for benefits for the year ended December 31, 2016, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Plan's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2016 and 2015, and the changes in net assets available for benefits for the year ended December 31, 2016, in accordance with U.S. generally accepted accounting principles.

KPMG LLP is a Delaware limited liability partnership and the U.S. member firm of the KPMG network of independent member firms affiliated with KPMG International Cooperative ("KPMG International"), a Swiss entity.

Report on Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule, Schedule H, line 4i – Schedule of Assets as of December 31, 2016 is presented for the purpose of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

KPMG LLP

September 29, 2017

FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

Statements of Net Assets Available for Benefits

December 31, 2016 and 2015

	2016	2015
Assets:		
Investments:		
Investments at fair value (note 3):		
Money market fund	$ 10,016,382	$ 6,991,706
Mutual funds	136,379,877	118,181,042
Stable value fund	2,824,854	2,472,905
Total investments	149,221,113	127,645,653
Notes receivable from participants	1,156,172	1,275,475
Contributions receivable:		
Participant	-	-
Employer	4,664,818	4,838,486
Total contributions receivable	4,664,818	4,838,486
Net assets available for benefits	$ 155,042,103	$ 133,759,614

See accompanying notes to financial statements.

FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

Statement of Changes in Net Assets Available for Benefits

Year ended December 31, 2016

Additions to net assets attributable to:		
Investment income:		
Net appreciation in investments at fair value (note 3)	$	5,941,589
Interest and dividends		6,938,582
Total investment income		12,880,171
Interest income from notes receivable from participants		47,439
Contributions:		
Participant		11,675,222
Rollover		1,728,064
Employer		4,664,818
Total contributions		18,068,104
Total additions		30,995,714
Deductions from net assets attributable to:		
Benefits paid to participants		(9,609,767)
Administrative fees		(103,458)
Total deductions		(9,713,225)
Net increase in net assets available for benefits		21,282,489
Net assets available for benefits:		
Beginning of year		133,759,614
End of year	$	155,042,103

See accompanying notes to financial statements.

(1) Description of the Plan

The following description of the FIG LLC 401(k) Profit Sharing Plan & Trust (the Plan) provides only general information. Plan participants should refer to the plan agreement for a more complete description of the Plan's provisions.

(a) General

The Plan, established on January 1, 1998, amended and restated as of January 1, 2006, and as subsequently amended, is a defined-contribution plan covering eligible employees of Fortress Investment Group LLC and its affiliates (collectively, the Company). Employees who have attained the age of 21 may elect to participate in the Plan immediately upon their employment start date. The Board of Directors is responsible for oversight of the Plan, which is administered by FIG LLC (Plan Administrator). The Investment Committee determines the appropriateness of the Plan's investment offerings, monitors investment performance and reports to the Plan's Administrator.

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Effective January 1, 2012, Fidelity Management Trust Company is the trustee for the Plan and Fidelity Workplace Services, LLC is the recordkeeper for the Plan.

(b) Contributions

Each year, participants may contribute a percentage of their annual compensation (either pre tax or Roth 401(k) contributions), as defined in the Plan agreement, up to the maximum allowable amount determined by the Internal Revenue Service (IRS) each calendar year ($18,000 for 2016). In addition, participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions up to $6,000 for 2016. Participants may contribute an additional percentage of their annual compensation as after-tax contributions, as defined in the Plan agreement (up to $27,050 for 2016). Participants may also rollover amounts representing distributions from another qualified plan (Rollover Contribution), which are accepted by the Plan. Participants may change their percentage contribution election monthly.

Effective January 1, 2009, the Company may elect, but is not required, to make a discretionary employer contribution for a plan year. Only eligible employees who are employed by the Company on the last day of the plan year (except in the case of death) are entitled to receive a share of discretionary employer contributions. For the 2016 plan year, the Company elected to provide a discretionary profit-sharing contribution, on behalf of each eligible employee, in an amount equal to 3% of the eligible employee's compensation, as defined in the Plan agreement (up to a maximum compensation of $265,000).

(c) Participant Accounts

Participant accounts are credited with the participants' contributions, the Company's contributions, and allocations of plan earnings less an allocation of administration expense. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is

the benefit that can be paid from the participant's vested account. Participants may direct contributions to be invested in any of the investments offered by the Plan.

(d) Vesting

Participants are vested immediately in their own voluntary contributions and rollover contributions plus actual plan earnings thereon.

Vesting in the Company's discretionary contributions and earnings thereon is based on years of service, as defined by the Plan agreement. Generally, the vesting service for participants begins on their date of hire and a participant earns a year of service for each plan year (i.e. – calendar year) during which a participant has at least 1,000 hours of service, as defined by the Plan agreement.

The vesting schedule with respect to the Company's discretionary contributions after that date is outlined below. Employee's prior years of service as a full-time employee will count towards this vesting schedule.

Years of completed service	Vesting percentage
2	50%
3	75
4	100

Any nonvested contributions may be forfeited upon termination of employment for reasons other than death, disability, or retirement. Such forfeitures are used to first pay for Plan expenses. Any remaining forfeitures will be used to reduce the Company's subsequent contributions to the Plan. During the years 2016 and 2015, forfeited nonvested accounts used to pay plan expenses amounted to $81,140 and $68,475, respectively. During the years ended 2016 and 2015, employer contributions were reduced by $120,000 and $106,872, respectively. As of December 31, 2016 and 2015, there were $187,028 and $125,617 of nonvested forfeited amounts included in net assets available for benefits, respectively.

(e) Notes Receivable from Participants

Participants may borrow from their plan accounts an amount equal to at least $1,000 and up to a maximum equal to $50,000 or 50% of the value of the nonforfeitable vested account, whichever is less. Notes are secured by the balance in the participant's account and bear interest at rates at 1% above prime at the time of issuance and maturity ranging from 1 year to 15 years at time of issuance. Generally, notes are to be repaid within five years but loans used to acquire a principal residence may be repaid over a longer period of time. All principal and interest payments are credited to the participant's account. Notes receivable at December 31, 2016 bore interest ranging from 4.25% to 4.5% and have maturity years ranging from 2017 to 2031. Notes receivable from participants are recorded at their unpaid principal balance plus any accrued but unpaid interest in the financial statements.

Repayment will normally be made through payroll deductions. Any outstanding loans not fully repaid when employment terminates will be deducted from any benefit due to the participant.

(f) Payment of Benefits

Upon termination of service due to death, disability, or retirement, a participant may elect to receive either a lump-sum distribution equal to the value of the participant's vested interest in their account, or periodic cash installments, provided the participant's account balance exceeds $1,000, over a period not to extend beyond the participant's life expectancy. The Plan is subject to certain minimum distribution requirements as defined in the Plan document. For termination of service for other reasons, the participant may elect to receive the value of the vested interest in their account as a lump-sum distribution or if the vested interest exceeds $1,000 the participant may retain their money in the Plan.

(2) Summary of Significant Accounting Policies

(a) Basis of Accounting

The accompanying financial statements of the Plan are prepared under the accrual method of accounting.

(b) Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes in net assets available for benefits during the applicable reporting period, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

(c) Investments and Income Recognition

The plan investments are stated at fair value in accordance with Accounting Standards Codification (ASC) 820, *Fair Value Measurement*. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Purchases and sales of investments are recorded on a trade-date basis. Interest income is accrued when earned. Dividend income is recorded on the ex-dividend date. Capital gain distributions are included in dividend income. Net appreciation (depreciation) includes the Plan's realized gains (losses) on investments bought and sold as well as changes in unrealized gains (losses) on investments held during the year.

The Plan applies the provisions of GAAP, which requires that fully benefit-responsive investment contracts, which are included in the stable value fund, be reported at fair value.

(d) Payment of Benefits

Benefits are recorded when paid.

(e) Risks and Uncertainties

The Plan provides for various investment options consisting of a money market mutual fund, mutual funds, and a stable value fund. Such investments are exposed to various risks, such as interest rate, market, and credit risks. Due to the level of risk associated with certain investments and the level of uncertainty related to changes in their value, it is at least reasonably possible that changes in risks in the near term could materially affect participants' accounts and the amounts reported in the statement of net assets available for benefits.

Certain of the funds invest in securities with contractual cash flows, such as asset-backed securities, collateralized mortgage obligations and commercial mortgage-backed securities, including securities backed by subprime mortgage loans. The value, liquidity, and related income of these securities are sensitive to changes in economic conditions, including real estate value, delinquencies or defaults, or both, and may be adversely affected by shifts in the market's perception of the issuers and changes in interest rates.

(f) Recently Issued Accounting Pronouncements

On May 1, 2015, the Financial Accounting Standards Board issued Accounting Standards Update (ASU) No. 2015-07, *Disclosures for Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent),* which removes the requirement to categorize within the fair value hierarchy all investments for which the fair value is measured using the net asset value per share practical expedient. The ASU also removes the requirement to make certain disclosures for all investments that are eligible to be measured at fair value using the net asset value per share practical expedient. The ASU is effective for public business entities for fiscal years beginning after December 15, 2015, and interim periods within those fiscal years. The effective date for all other entities is fiscal years beginning after December 15, 2016, and interim periods within those fiscal years.

In July 2015, the FASB issued ASU 2015-12, *Plan Accounting – Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962) and Health and Welfare Benefit Plans (Topic 965), I. Fully Benefit-Responsive Investment Contracts, II. Plan Investment Disclosures, III. Measurement Date Practical Expedient*. The standard amends three parts of plan accounting. The amendments in Part I removes the requirement to measure fully benefit responsive investment contracts to be measured at fair value and now requires contracts to be measured, presented, and disclosed only at contract value. Part II of the amendment eliminates the requirement to disclose (1) individual investments that represent 5% or more of net assets available for benefits and (2) the net appreciation or depreciation for investments by general type. Finally, Part III of the amendment provides a practical expedient to permit plans to measure investments and investment-related accounts as of a month-end date that is closest to the plan's fiscal year-end, when the fiscal period does not coincide with a month-end. The amendments in Part I, II, and III of the ASU are effective for fiscal years beginning after December 15, 2015. In June 2015, the FASB issued ASU 2015-10, *Technical Corrections and Improvements* that addresses a variety of matters including a refinement of the definition of an equity security that has a readily determinable fair value. Paragraph 30 of the ASU amends the master glossary term, *readily determinable fair value*, in part as follows: An equity security has a readily determinable fair value if it meets any of the following conditions…(c) The fair value of an equity security that is an investment in a mutual fund or in a structure similar to a mutual fund (that

is, a limited partnership or a venture capital entity) is readily determinable if the fair value per share (unit) is determined and published and is the basis for current transactions. Paragraph 30 of the ASU became effective upon issuance. This guidance has resulted in the reclassification of certain investments held by the Plan from level 2 to level 1 of the fair value hierarchy that has been applied retrospectively and is reflected in the fair value hierarchy as of both December 31, 2016 and December 31, 2015.

(3) Investments at Fair Value

Fair value is defined as the price that would be received to sell 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 on the measurement date. ASC 820 establishes a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. ASC 820 describes three levels of inputs that may be used to measure fair value:

Level I: Quoted prices in active markets for identical assets or liabilities.

Level II: Observable inputs other than Level I prices such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or inputs that are observable or corroborated by observable market data for substantially the full term of the assets or liabilities.

Level III: Unobservable inputs supported by little or no market activity and that reflect the reporting entity's own assumptions about the exit price, including assumptions that market participants would use in pricing the asset or liability.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

Fair value estimates are made at a specific point in time, based on available market information and other observable inputs. In some cases, the fair value estimates cannot be substantiated by comparison to independent markets. In addition, the disclosed fair value may not be realized in the ultimate settlement of the financial asset as these values do not represent any premium or discount that could result from selling an entire holding of a particular financial asset at one time. Other expenses that would be incurred in an actual sale or settlement are not included in the amounts disclosed.

The Plan's investments in mutual funds are stated at fair market value as determined by quoted prices in active markets and reported as Level I investments. The Plan's investments in the money market fund are stated at the quoted net asset value (NAV) of shares held by the Plan at year end. The Plan's investments in the stable value fund are stated at fair value based on the fair value of the underlying investments and are reported as Level I. The stable value fund is valued at fair value based on the underlying investments and includes valuation of agreements with Wells Fargo, which stabilize the fund such that participants' transactions are carried out at cost plus accrued interest. There are no contractual commitments to purchase individual holdings and, except for the stable value fund described later, there are no restrictions on redemption as the funds are traded daily.

There were no changes in methodologies used at December 31, 2016 and 2015 and there were no transfers amongst levels during the year ended December 31, 2016 and 2015.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2016:

	Level I	Level II	Level III	Total
Mutual funds:				
Real-Estate Funds	$ 4,467,332	—	—	4,467,332
Small Cap Equity Funds	13,692,414	—	—	13,692,414
Mid Cap Equity Funds	10,989,522	—	—	10,989,522
Large Cap Equity Funds	60,501,651	—	—	60,501,651
International Equity Funds	13,956,383	—	—	13,956,383
Fixed Income Funds	15,469,818	—	—	15,469,818
Target Dated Funds	17,302,757	—	—	17,302,757
Money market fund	10,016,382	—	—	10,016,382
Stable value fund	2,824,854	—	—	2,824,854
Total investments	$ 149,221,113	—	—	149,221,113

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2015:

	Level I	Level II	Level III	Total
Mutual funds:				
Real-Estate Funds	$ 4,302,704	—	—	4,302,704
Small Cap Equity Funds	10,917,265	—	—	10,917,265
Mid Cap Equity Funds	9,425,194	—	—	9,425,194
Large Cap Equity Funds	53,499,324	—	—	53,499,324
International Equity Funds	12,722,645	—	—	12,722,645
Fixed Income Funds	13,652,965	—	—	13,652,965
Target Dated Funds	13,660,945	—	—	13,660,945
Money market fund	6,991,706	—	—	6,991,706
Stable value fund	2,472,905	—	—	2,472,905
Total investments	$ 127,645,653	—	—	127,645,653

Fully benefit-responsive investment contracts, included within the Wells Fargo stable value fund, represent a combination of a fixed income bond portfolio and separate wrapper contracts. This investment is fully benefit-responsive in that it provides that the participants may make purchases and withdrawals at contract value. Contract value represents contributions made under the contract, plus earnings, less participant withdrawals, and administrative expenses. The contract is included in investments at fair value as reported to the Plan by Wells Fargo, the issuer. The Plan does not invest directly in fully benefit-responsive contracts, and therefore is not required to include in its financial statements the disclosure requirements for stable value

investment funds. For information not included in these financial statements, refer to the financial statements of Wells Fargo Stable Value Fund M. The contract value of this contract was $2,819,216 and $2,461,015 as of December 31, 2016 and 2015, respectively.

During 2016, the Plan's investments in mutual funds (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by $5,941,589.

(4) Related-Party Transactions

Certain Plan investments were shares of mutual funds offered by Fidelity. Fidelity is the recordkeeper and trustee of the Plan, and therefore, these transactions qualify as party-in-interest transactions.

The Company pays for administrative fees on behalf of the Plan. Administrative fees include expenses for recordkeeping and loan maintenance services.

(5) Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of plan termination, all amounts credited to the participant accounts will become 100% vested.

(6) Tax Status

The Plan adopted Fidelity's prototype plan with a favorable determination letter dated March 31, 2014. The Plan Administrator and tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the Internal Revenue Code.

(Continued)

GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or derecognize an asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2016, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or derecognition of an asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. As of December 31, 2016, the Plan Administrator believes the Plan is no longer subject to IRS examinations for plan years beginning prior to 2011.

(7) Subsequent Events

Plan management has evaluated subsequent events through September 29, 2017, the date at which its financial statements were available to be issued, and except as already included in the notes to these financial statements, has determined that no additional items require disclosure.

FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)

December 31, 2016

	Identity of issuer, borrower, lesser or similar party	Description of investment	# of Units/Shares	Current value
		Mutual Funds:		
	Cohen & Streers	Cohen & Steers Realty Shares	103,458	$ 4,467,332
	Columbia	Columbia Acorn Usa Y	162,102	2,940,531
	Dodge & Cox	Dodge & Cox Income Fund	167,311	2,273,758
*	Fidelity	Fidelity Contrafund Class-K	157,651	15,509,686
	Franklin	Franklin Small Cap Value Adv	73,967	4,231,639
	Loomis	Loomis Sayles Bond Retail	166,647	2,258,062
	Munder	Victory Munder Mid-Cap Core Growth Fund Class R6	87,765	3,119,181
	Pimco	PIMCO High Yield Fund; Institutional	415,837	3,663,527
	Scout	Scout International	426,839	8,891,053
	T. Rowe Price	T. Rowe Price Emerging Market Stock Fund	159,890	5,065,330
	Vanguard	Vanguard Balanced Index Signal	294,230	9,153,483
	Vanguard	Vanguard Mid Cap Index Signal	48,302	7,870,341
	Vanguard	Vanguard Small Cap Index Signal	105,557	6,520,244
	Vanguard	Vanguard Target Retirement 2010 Fund	675	17,107
	Vanguard	Vanguard Target Retirement 2015 Fund	39,508	573,263
	Vanguard	Vanguard Target Retirement 2020 Fund	2,522	71,272
	Vanguard	Vanguard Target Retirement 2025 Fund	53,100	868,182
	Vanguard	Vanguard Target Retirement 2030 Fund	99,950	2,918,544
	Vanguard	Vanguard Target Retirement 2035 Fund	145,607	2,583,077
	Vanguard	Vanguard Target Retirement 2040 Fund	114,960	3,472,952
	Vanguard	Vanguard Target Retirement 2045 Fund	165,633	3,128,816
	Vanguard	Vanguard Target Retirement 2050 Fund	72,576	2,205,576
	Vanguard	Vanguard Target Retirement 2055 Fund	39,253	1,291,825
	Vanguard	Vanguard Target Retirement 2060 Fund	4,852	140,913
	Vanguard	Vanguard Target Retirement Income Fund	2,438	31,228
	Vanguard	Vanguard Total Bond Market Index Fund; Institutional Shares	683,049	7,274,472
	Vanguard	Vanguard Wellington Fund Admiral Shares	48,672	3,282,894
	Vanguard	Vanguard Windsor II Admiral Shares	181,372	11,308,573
	Vanguard	Vanguard Institutional Index Fund	104,239	21,247,015
		Total mutual funds		136,379,877
	Wells Fargo	Wells Fargo Stable Value Fund (fair value)	57,115	2,824,854
		Total Wells Fargo Stable Value Fund		2,824,854
*	Notes receivable from participants	66 Participant notes (at rates ranging from 4.25% to 4.50% and terms of maturity ranging from 2017 to 2031)		1,156,172
*	Fidelity	Fidelity Treasury Only Money Market Fund		10,016,382
		Total Money Market Funds		10,016,382
				$ 150,377,285

* Party in interest as defined by ERISA.

See accompanying independent auditors' report.