

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 2023 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023	
A	This return/report is for: ☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must provide 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)
E	If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. ▶ ☐

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 46TH 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.	09/25/2024	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

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 1293
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 a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g(1) Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item) g(2) Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6a(1) 731 6a(2) 758 6b 1 6c 536 6d 1295 6e 1 6f 1296 6g(1) 1241 6g(2) 1256 6h 28
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:

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

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) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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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) ☒ **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
- (4) ☐ **DCG** (Individual Plan Information) – Number Attached _____
- (5) ☐ **MEP** (Multiple-Employer Retirement Plan Information)

b General Schedules

- (1) ☒ **H** (Financial Information)
- (2) ☐ **I** (Financial Information – Small Plan)
- (3) ☐ **A** (Insurance Information) – Number Attached 0
- (4) ☒ **C** (Service Provider Information)
- (5) ☒ **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 2023 Form M-1 annual report. If the plan was not required to file the 2023 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) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider 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
		2023
		This Form is Open to Public Inspection.

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
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	Service Provider Information (see instructions)
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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).. ☒ 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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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)

FIDUCIENT ADVISORS 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	INVESTMENT ADVISOR	95000	Yes ☐ No ☒	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	91719	Yes ☐ No ☒	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	64359	Yes ☒ No ☐	Yes ☒ No ☐	0	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 - SS&C GIDS, I 2000 CROWN COLONY DRIVE QUINCY, MA 02169	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.	
CHAMPLAIN MDCAP INST - SS&C GLOBAL 2000 CROWN COLONY DRIVE QUINCY, MA 02169	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.	
DODGE & COX INCOME I - SS&C GIDS, 2000 CROWN COLONY DRIVE QUINCY, MA 02169	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.	
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
(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.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(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.	

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
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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
(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:

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
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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, other than DCGs)**

(Complete as many entries as needed to report all participating plans. DCGs must report each participating plan using Schedule DCG.)

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**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**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**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Department of the Treasury 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
		2023
		This Form is Open to Public Inspection

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
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
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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)	4575323	5224598
(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)	10814228	14017507
(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)	1005956	1122587
(9) Value of interest in common/collective trusts	1c(9)	5175020	4968104
(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)	250117968	304420589
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	0	0
(15) Other	1c(15)	0	1984418

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(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	271688495	331737803
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 through 1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	271688495	331737803

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)	5224598	
(B) Participants	2a(1)(B)	16544405	
(C) Others (including rollovers)	2a(1)(C)	2033140	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		23802143
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
(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)	66916	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		66916
(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)	8254923	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		8254923
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	91767	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	86385	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	653381	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		137812
(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)		45112258
c Other income	2c		0
d Total income. Add all income amounts in column (b) and enter total	2d		78032815

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	17727115	
(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)		17727115
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		0
i Administrative expenses:			
(1) Salaries and allowances	2i(1)	0	
(2) Contract administrator fees.....	2i(2)	300	
(3) Recordkeeping fees.....	2i(3)	64059	
(4) IQPA audit fees.....	2i(4)	0	
(5) Investment advisory and investment management fees	2i(5)	91719	
(6) Bank or trust company trustee/custodial fees	2i(6)	0	
(7) Actuarial fees	2i(7)	0	
(8) Legal fees	2i(8)	0	
(9) Valuation/appraisal fees	2i(9)	0	
(10) Other trustee fees and expenses	2i(10)	0	
(11) Other expenses	2i(11)	100314	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		256392
j Total expenses. Add all expense amounts in column (b) and enter total	2j		17983507

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		60049308
l Transfers of assets:			
(1) To this plan	2l(1)		0
(2) From this plan	2l(2)		0

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) ☒ Unmodified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Check the appropriate box(es) to indicate whether the IQPA performed an ERISA section 103(a)(3)(C) audit. Check both boxes (1) and (2) if the audit was performed pursuant to both 29 CFR 2520.103-8 and 29 CFR 2520.103-12(d). Check box (3) if pursuant to neither.

(1) ☐ DOL Regulation 2520.103-8 (2) ☐ DOL Regulation 2520.103-12(d) (3) ☒ neither DOL Regulation 2520.103-8 nor DOL Regulation 2520.103-12(d).

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

(1) Name: **DELOITTE & TOUCHE LLP**

(2) EIN: **13-3891517**

d The opinion of an independent qualified public accountant is **not attached** as part of Schedule H because:

(1) ☐ This form is filed for a CCT, PSA, DCG 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. DCGs do not complete lines 4e, 4f, 4k, 4l, and 5, and DCGs generally complete the rest of Part IV collectively for all plans in the DCG, except as otherwise provided (see instructions).

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.)		☒	
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.)		☒	
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.)		☒	
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.)		☒	
e Was this plan covered by a fidelity bond?	☒		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?		☒	
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?		☒	
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?		☒	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	☒		
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.)		☒	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		☒	
l Has the plan failed to provide any benefit when due under the plan?		☒	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		☒	
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.		☒	

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

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 Was the plan a defined benefit plan covered under the PBGC insurance program at any time during this plan year? (See ERISA section 4021 and instructions.) ☐ Yes ☐ No ☐ Not determined

If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year _____.

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 2023 This Form is Open to Public Inspection.
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For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
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.....	
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	

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 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
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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
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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 (1) contributed more than 5% of total contributions to the plan during the plan year or (2) was one of the top-ten highest contributors (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 deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for: a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment) b The plan year immediately preceding the current plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment) c The second preceding plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)	14a 14b 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 b The corresponding number for the second preceding plan year	15a 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 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	16a 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) and (b): a Enter the percentage of plan assets held as: Public Equity: _____% Private Equity: _____% Investment-Grade Debt and Interest Rate Hedging Assets: _____% High-Yield Debt: _____% Real Assets: _____% Cash or Cash Equivalents: _____% Other: _____% b Provide the average duration of the Investment-Grade Debt and Interest Rate Hedging Assets: ☐ 0-5 years ☐ 5-10 years ☐ 10-15 years ☐ 15 years or more	
20 PBGC missed contribution reporting requirements. If this is a multiemployer plan or a single-employer plan that is not covered by PBGC, skip line 20. a Is the amount of unpaid minimum required contributions for all years from Schedule SB (Form 5500) line 40 greater than zero? ☐ Yes ☐ No b If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box: ☐ Yes. ☐ No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date. ☐ No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date. ☐ No. Other. Provide explanation: _____	

Part VII	IRS Compliance Questions
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21a Does the plan satisfy the coverage and nondiscrimination tests of Code sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules? ☐ Yes ☒ No 21b If this is a Code section 401(k) plan, check all boxes that apply to indicate how the plan is intended to satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under Code sections 401(k)(3) and 401(m)(2). ☐ Design-based safe harbor method ☐ "Prior year" ADP test ☒ "Current year" ADP test ☐ N/A	
22 If the plan sponsor is an adopter of a pre-approved plan that received a favorable IRS Opinion Letter, enter the date of the Opinion Letter <u>06 / 30 / 2020</u> (MM/DD/YYYY) and the Opinion Letter serial number <u>Q702438A</u> .	

FIG LLC 401(k) Profit Sharing Plan & Trust

Employer ID No: 13-3989886

Plan Number: 001

Financial Statements as of December 31, 2023 and 2022,
and for the Year Ended December 31, 2023,
Supplemental Schedule as of December 31, 2023, and
Independent Auditor's Report

FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

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SUPPLEMENTAL SCHEDULE*—Form 5500, Schedule H, Part IV, Line 4i—Schedule of Assets (Held at End of Year) as of December 31, 2023	12
* All other schedules required by Section 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.	

INDEPENDENT AUDITORS' REPORT

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

Opinion

We have audited the financial statements of the FIG LLC 401(k) Profit Sharing Plan & Trust (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), which comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, and the related statement of changes in net assets available for benefits for the year ended December 31, 2023, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2023 and 2022, and the changes in its net assets available for benefits for the year ended December 31, 2023, in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for one year after the date that the financial statements are available to be issued.

Management is also responsible for maintaining a current plan instrument, including all plan amendments, administering the Plan, and determining that the Plan's transactions that are presented and disclosed in the financial statements are in conformity with the Plan's provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Supplemental Schedule Required by ERISA

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of assets (held at end of year) as of December 31, 2023 is presented for purposes 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 ERISA. Such information is the responsibility of 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 GAAS.

In forming our opinion on the supplemental schedule, we evaluated whether the supplemental schedule, including its form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion, the information in the accompanying schedule is fairly stated, in all material respects, in relation to the financial statements as a whole, and the form and content are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Deloitte & Toche LLP

September 19, 2024

FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS AS OF DECEMBER 31, 2023 AND 2022

	2023	2022
ASSETS		
INVESTMENTS—Participant directed investments at fair value (note 3):		
Money market fund	\$ 14,017,507	\$ 10,814,228
Mutual funds	304,420,589	250,117,968
Stable value fund	4,968,104	5,175,020
Bitcoin DAA	<u>1,984,418</u>	<u></u>
Total investments	<u>325,390,618</u>	<u>266,107,216</u>
RECEIVABLES:		
Notes receivable from participants (note 1)	1,122,587	1,005,956
Contributions receivable—Company	<u>5,224,598</u>	<u>4,575,323</u>
Total receivables	<u>6,347,185</u>	<u>5,581,279</u>
TOTAL ASSETS	<u>\$ 331,737,803</u>	<u>\$ 271,688,495</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 331,737,803</u>	<u>\$ 271,688,495</u>

See accompanying notes to financial statements.

FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS FOR THE YEAR ENDED DECEMBER 31, 2023

INVESTMENT INCOME:

Net appreciation in investments at fair value (note 3)	\$ 45,908,833
Dividends	<u>8,254,923</u>

Net investment income	<u>54,163,756</u>
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CONTRIBUTIONS:

Participant	16,544,405
Rollover	2,033,140
Company	<u>5,224,598</u>

Total contributions	<u>23,802,143</u>
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INTEREST INCOME ON NOTES RECEIVABLE FROM PARTICIPANTS	<u>66,916</u>
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TOTAL ADDITIONS	<u>78,032,815</u>
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DEDUCTIONS FROM NET ASSETS ATTRIBUTABLE TO:

Benefits paid to participants	17,727,115
Administrative fees	<u>256,392</u>

TOTAL DEDUCTIONS	<u>17,983,507</u>
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NET INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS	60,049,308
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NET ASSETS AVAILABLE FOR BENEFITS:

Beginning of year	<u>271,688,495</u>
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End of year	<u>\$ 331,737,803</u>
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See accompanying notes to financial statements.

FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

NOTES TO THE FINANCIAL STATEMENTS

AS OF DECEMBER 31, 2023 AND 2022, AND FOR THE YEAR ENDED DECEMBER 31, 2023

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 document for a more complete description of the Plan’s provisions.

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 FIG 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.

Fidelity Management Trust Company is the trustee for the Plan and Fidelity Workplace Services, LLC (collectively, “Fidelity”) is the recordkeeper for the Plan.

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 document, up to the maximum allowable amount determined by the Internal Revenue Code (“IRC”) each calendar year (\$22,500 for 2023). In addition, participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions up to \$7,500 for 2023. Participants may contribute an additional percentage of their annual compensation as after-tax contributions, as defined in the Plan document (up to \$33,600 for 2023). 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 elections semi-monthly.

The Company may elect, but is not required, to make a discretionary profit-sharing 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, employees who become disabled or retire during the plan year) are entitled to receive a share of discretionary profit-sharing contributions. For the 2023 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 document (up to a maximum compensation of \$330,000).

Participant Accounts—Participant accounts are credited with the participants’ contributions, the Company’s contributions, and allocations of plan earnings or losses less an allocation of administration expense. Allocations are based on participant earnings or losses 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.

Investments—Participants may direct the investment of their contributions and any Company discretionary contributions and/or account balances into various investment options offered by the Plan and may change investments and transfer amounts between funds daily. Effective December 19, 2022, the Plan offered the participants an option to invest in Fidelity’s Digital Assets Account (“DAA”) (Fund JAAG), which primarily holds bitcoin, plus short-term money-market investments to provide liquidity for daily transactions on behalf of the participants.

Vesting and Forfeitures—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 document. Generally, the vesting service for participants begins on their date of hire and vesting is calculated based on the elapsed time method in which whole years are counted to compute years of service for vesting purposes, as defined by the Plan document.

The vesting schedule with respect to the Company’s discretionary contributions after date of hire 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 year ended 2023, Company contributions of \$261,532 were forfeited by participants. During the year ended December 31, 2023, forfeited accounts that were used to pay Plan expenses amounted to \$109,473. During the year ended 2023, forfeited amounts were used to offset Company contributions by \$143,964. As of December 31, 2023 and 2022, there were \$162,204 and \$154,109, respectively, of nonvested forfeited amounts included in net assets available for benefits.

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 their 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 notes used to acquire a principal residence may be repaid over a maximum term of 180 months. All principal and interest payments are credited to the participant’s account. Notes receivable at December 31, 2023 bear interest ranging from 4.25% to 9.50% and have maturity years ranging from 2024 to 2036. 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.

Payment of Benefits—Upon termination of service due to death, disability, or retirement, a participant will receive a lump-sum or systematic withdrawal distribution (effective August 2, 2023) equal to the value of the participant's vested interest in their account. 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 or systematic withdrawal distribution or if the vested interest exceeds \$5,000 the participant may retain their money in the Plan.

Administrative Changes due to CARES Act—In March 2020, the Coronavirus Aid, Relief, and Economic Security Act (the "CARES Act") was enacted. Plan management adopted and implemented certain provisions of the CARES Act and as a result, participants impacted by Coronavirus were able to:

- Withdraw, penalty free, up to \$100,000 of vested account balances December 31, 2020.
- Defer current active loan payments for the 2020 plan year.
- Take new loans up to \$100,000 or 100% of vested account balances before September 23, 2020.
- Suspend 2020 required minimum distributions ("RMD") altogether or for RMD distributions made prior to the enactment of the CARES Act, roll them over to another eligible retirement plan within the prescribed timeframe according to IRS notice 2020-23.
- Increased minimum required distributions age from 70.5 to 72 years of age.

Plan management implemented all required provisions of the CARES Act prior to the deadline and amended the Plan document in March 2023 to include these provisions.

2. SUMMARY OF ACCOUNTING POLICIES

Basis of Accounting—The accompanying financial statements of the Plan are prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP").

Use of Estimates—The preparation of financial statements in conformity with 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.

Risks and Uncertainties—The Plan provides for various investment options consisting of a money market mutual fund, mutual funds, a digital assets account, and a stable value fund. Such investments are exposed to various risks, such as interest rate, market, and credit risks. Market risks include global events which could impact the value of investment securities, such as a pandemic or international conflict. 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 statements of net assets available for benefits and changes therein.

Investments and Income Recognition—The Plan investments are stated at fair value in accordance with Financial Accounting Standards Board Accounting Standards Codification 820 Fair Value Measurement ("ASC 820"). 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.

Payment of Benefits—Benefits are recorded when paid. There were no participants who elected to withdraw from the Plan but had not yet been paid at December 31, 2023 or 2022.

Contributions—Employee contributions are recorded when withheld and Company discretionary profit-sharing contributions are recorded when earned.

Notes Receivable from Participants—Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are recorded as distributions based on the terms of the Plan document.

Administrative Expenses—Administrative expenses of the Plan are paid by the Plan or the Plan sponsor, as provided in the Plan document. Participants pay administrative costs for loans, distributions and qualified domestic relation orders.

All investment management and transaction fees directly related to the Plan investments are paid by the Plan. Management fees and operating expenses charged to the Plan for investments are deducted from income earned on a daily basis and are not separately reflected. Consequently, investment management fees and operating expenses are reflected as a reduction of investment return for such investments.

The Plan has a revenue-sharing agreement with Fidelity, whereby the revenue that is generated from funds that provide a revenue credit/allowance gets automatically credited to the participants' accounts for those who have invested in those funds for the quarter. It does not go through any Plan level account. For the year ended December 31, 2023, \$58,272 was provided as revenue credit to the participants.

The Plan has another revenue-sharing agreement whereby Fidelity calculates a revenue credit for each quarter equal to the net float earnings attributable to the Plan for the quarter (exclusive of net float earnings attributable to recurring advisor payments, if applicable). Future Plan expenses can be paid from any excess remaining revenue sharing amounts. For the year ended December 31, 2023, \$(3,695) credit was used to offset Plan expenses. The Plan held undistributed administrative revenues of \$25,556 and \$6,200 as of December 31, 2023 and 2022, respectively.

3. FAIR VALUE MEASUREMENTS

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. There are no level 2 or level 3 assets or activity as of December 31, 2023 or 2022.

Level 1—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.

The Plan's investments in mutual funds, the money market fund are stated at fair value as determined by quoted prices in active markets and reported as Level I investments. The Plan's investment in the stable value fund is stated at fair value based on the fair value of the underlying investments. The stable value fund with Wells Fargo stabilizes the fund such that participants' transactions are carried out at cost plus accrued interest. If the Plan initiates a full redemption of the stable value fund, the issuer reserves the right to require 12 months notification in order to confirm that the liquidation of the fund on a Plan level will be carried out in an orderly business manner. There are no contractual commitments to purchase individual holdings and there are no restrictions on redemption on a participant level as the fund is traded daily. Since the fair value of the stable value fund is calculated and published daily, management concluded that the stable value fund has a readily determinable fair value and is therefore a Level 1 investment.

The Bitcoin DAA is valued at the daily closing price, using the Fidelity Bitcoin Index to establish a single price for the bitcoin held by the Bitcoin DAA by using price feeds from eligible exchanges. This fund is required to publish its daily quoted net asset value, and is therefore reported as a Level I investment.

There were no changes in methodologies used at December 31, 2023 and 2022.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2023:

	Level I	Level II	Level III	Total
Mutual funds	\$ 304,420,589	\$ -	\$ -	\$ 304,420,589
Money market fund	14,017,507	-	-	14,017,507
Stable value fund	4,968,104	-	-	4,968,104
Bitcoin DAA	<u>1,984,418</u>	<u>-</u>	<u>-</u>	<u>1,984,418</u>
Total investments	<u>\$ 325,390,618</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 325,390,618</u>

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2022:

	Level I	Level II	Level III	Total
Mutual funds	\$ 250,117,968	\$ -	\$ -	\$ 250,117,968
Money market fund	10,814,228	-	-	10,814,228
Stable value fund	<u>5,175,020</u>	<u>-</u>	<u>-</u>	<u>5,175,020</u>
Total investments	<u>\$ 266,107,216</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 266,107,216</u>

Transfers Between Levels—The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation approaches may require the transfer of financial instruments from one fair value level to another. The significance of transfers between levels is evaluated based upon the nature of the financial instrument and size of the transfer relative to total net assets available for benefits. There were no transfers amongst levels during the years ended December 31, 2023 and 2022.

4. RELATED PARTY TRANSACTIONS AND EXEMPT PARTY-IN-INTEREST TRANSACTIONS

The Plan also allows for transactions with certain parties who may perform services or have fiduciary responsibilities to the Plan, including the Company. The Plan also issues loans to participants, which are secured by the vested balances in the participants' accounts.

Certain Plan investments were shares of mutual funds and Bitcoin DAA 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. See note 2 for revenue sharing agreements.

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. FEDERAL INCOME TAX STATUS

The Plan adopted Fidelity's prototype Plan with a favorable determination letter dated June 30, 2020. The Plan has been amended since receiving the determination letter. 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 IRC.

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 Internal Revenue Service ("IRS"). The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2023, 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, 2023, the Plan Administrator believes the Plan is no longer subject to IRS examinations for Plan years beginning prior to 2020. Due to the nature of retirement plans, in the event of an IRS audit, the IRS could go back further than 2020 if errors were discovered that spanned beyond that timeframe.

7. SUBSEQUENT EVENTS

Plan management has evaluated the impact of all subsequent events through September 19, 2024, which is the date that these financial statements were available to be issued and has determined that there were no subsequent events requiring adjustment to or disclosure in the financial statements.

* * * * *

FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

Employer ID No: 13-3989886
Plan No: 001

FORM 5500, SCHEDULE H, PART IV, LINE 4i—SCHEDULE OF ASSETS (HELD AT END OF YEAR) AS OF DECEMBER 31, 2023

(a)	(b) Identity of Issuer Borrower, Lessor or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(d) Cost	(e) Current Value
		Mutual Funds:		
	American Funds	American Funds EuroPacific Growth Fund		\$ 13,777,770
	Champlain	Champlain Mid Cap Institutional Fund		6,675,428
	Cohen & Steers	Cohen & Steers Realty Shares		6,146,244
	Conestoga	Conestoga Small Cap Fund Investors Class		4,516,771
	Dimensional Fund Advisors	DFA US Sustainability Core 1		8,492,726
	Dodge & Cox	Dodge & Cox Income Fund		2,080,785
	Fidelity	Fidelity Global ex U.S. Index Fund		3,613,375
	Fidelity	Fidelity Contrafund Class-K6		49,268,530
	Franklin	Franklin Small Cap Value Adv		4,626,365
	Loomis	Loomis Sayles Bond Retail		2,113,525
	Pimco	PIMCO High Yield Fund; Institutional		3,350,536
	T. Rowe Price	T. Rowe Price Emerging Market Stock Fund		6,952,906
	Vanguard	Vanguard Balanced Index Signal		14,524,830
	Vanguard	Vanguard Inflation-Protected Securities Fund Admiral Shares		453,864
	Vanguard	Vanguard Institutional Index Fund		57,894,830
	Vanguard	Vanguard Mid Cap Index Signal		13,119,269
	Vanguard	Vanguard Small Cap Index Signal		14,242,680
	Vanguard	Vanguard Total Bond Market Index Fund; Institutional Shares		11,417,232
	Vanguard	Vanguard Wellington Fund Admiral Shares		4,478,546
	Vanguard	Vanguard Windsor II Admiral Shares		22,667,747
	Vanguard	Vanguard Institutional Target Retirement Income Fund		226,568
	Vanguard	Vanguard Institutional Target Retirement 2020 Fund		245,387
	Vanguard	Vanguard Institutional Target Retirement 2025 Fund		2,968,565
	Vanguard	Vanguard Institutional Target Retirement 2030 Fund		4,302,659
	Vanguard	Vanguard Institutional Target Retirement 2035 Fund		7,025,179
	Vanguard	Vanguard Institutional Target Retirement 2040 Fund		8,155,232
	Vanguard	Vanguard Institutional Target Retirement 2045 Fund		8,681,359
	Vanguard	Vanguard Institutional Target Retirement 2050 Fund		8,471,748
	Vanguard	Vanguard Institutional Target Retirement 2055 Fund		8,456,616
	Vanguard	Vanguard Institutional Target Retirement 2060 Fund		5,473,317
		Mutual Funds		304,420,589
	Fidelity	Bitcoin DAA		1,984,418
	Fidelity	Fidelity Treasury Only Money Market Fund		14,017,507
	Wells Fargo	Galliard Stable Return Fund C		4,968,104
	Notes receivable from participants	69 Participant notes (at rates ranging from 4.25% to 9.50% and maturity dates ranging from 2024 to 2036)		1,122,587
				<u>\$326,513,205</u>

* Party-in-interest as defined by ERISA.

** Cost information is not required for participant-directed investments and therefore is not included.

See accompanying independent auditor's report.

FIG LLC 401(k) Profit Sharing Plan & Trust

Employer ID No: 13-3989886

Plan Number: 001

Financial Statements as of December 31, 2023 and 2022,
and for the Year Ended December 31, 2023,
Supplemental Schedule as of December 31, 2023, and
Independent Auditor's Report

FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

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SUPPLEMENTAL SCHEDULE*—Form 5500, Schedule H, Part IV, Line 4i—Schedule of Assets (Held at End of Year) as of December 31, 2023	12
 * All other schedules required by Section 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.	

INDEPENDENT AUDITORS' REPORT

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

Opinion

We have audited the financial statements of the FIG LLC 401(k) Profit Sharing Plan & Trust (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), which comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, and the related statement of changes in net assets available for benefits for the year ended December 31, 2023, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2023 and 2022, and the changes in its net assets available for benefits for the year ended December 31, 2023, in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for one year after the date that the financial statements are available to be issued.

Management is also responsible for maintaining a current plan instrument, including all plan amendments, administering the Plan, and determining that the Plan's transactions that are presented and disclosed in the financial statements are in conformity with the Plan's provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Supplemental Schedule Required by ERISA

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of assets (held at end of year) as of December 31, 2023 is presented for purposes 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 ERISA. Such information is the responsibility of 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 GAAS.

In forming our opinion on the supplemental schedule, we evaluated whether the supplemental schedule, including its form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion, the information in the accompanying schedule is fairly stated, in all material respects, in relation to the financial statements as a whole, and the form and content are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Deloitte & Toche LLP

September 19, 2024

FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS AS OF DECEMBER 31, 2023 AND 2022

	2023	2022
ASSETS		
INVESTMENTS—Participant directed investments at fair value (note 3):		
Money market fund	\$ 14,017,507	\$ 10,814,228
Mutual funds	304,420,589	250,117,968
Stable value fund	4,968,104	5,175,020
Bitcoin DAA	<u>1,984,418</u>	<u></u>
Total investments	<u>325,390,618</u>	<u>266,107,216</u>
RECEIVABLES:		
Notes receivable from participants (note 1)	1,122,587	1,005,956
Contributions receivable—Company	<u>5,224,598</u>	<u>4,575,323</u>
Total receivables	<u>6,347,185</u>	<u>5,581,279</u>
TOTAL ASSETS	<u>\$ 331,737,803</u>	<u>\$ 271,688,495</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 331,737,803</u>	<u>\$ 271,688,495</u>

See accompanying notes to financial statements.

FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS FOR THE YEAR ENDED DECEMBER 31, 2023

INVESTMENT INCOME:

Net appreciation in investments at fair value (note 3)	\$ 45,908,833
Dividends	<u>8,254,923</u>

Net investment income	<u>54,163,756</u>
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CONTRIBUTIONS:

Participant	16,544,405
Rollover	2,033,140
Company	<u>5,224,598</u>

Total contributions	<u>23,802,143</u>
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INTEREST INCOME ON NOTES RECEIVABLE FROM PARTICIPANTS	<u>66,916</u>
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TOTAL ADDITIONS	<u>78,032,815</u>
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DEDUCTIONS FROM NET ASSETS ATTRIBUTABLE TO:

Benefits paid to participants	17,727,115
Administrative fees	<u>256,392</u>

TOTAL DEDUCTIONS	<u>17,983,507</u>
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NET INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS	60,049,308
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NET ASSETS AVAILABLE FOR BENEFITS:

Beginning of year	<u>271,688,495</u>
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End of year	<u>\$ 331,737,803</u>
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See accompanying notes to financial statements.

FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

NOTES TO THE FINANCIAL STATEMENTS

AS OF DECEMBER 31, 2023 AND 2022, AND FOR THE YEAR ENDED DECEMBER 31, 2023

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 document for a more complete description of the Plan’s provisions.

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 FIG 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.

Fidelity Management Trust Company is the trustee for the Plan and Fidelity Workplace Services, LLC (collectively, “Fidelity”) is the recordkeeper for the Plan.

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 document, up to the maximum allowable amount determined by the Internal Revenue Code (“IRC”) each calendar year (\$22,500 for 2023). In addition, participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions up to \$7,500 for 2023. Participants may contribute an additional percentage of their annual compensation as after-tax contributions, as defined in the Plan document (up to \$33,600 for 2023). 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 elections semi-monthly.

The Company may elect, but is not required, to make a discretionary profit-sharing 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, employees who become disabled or retire during the plan year) are entitled to receive a share of discretionary profit-sharing contributions. For the 2023 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 document (up to a maximum compensation of \$330,000).

Participant Accounts—Participant accounts are credited with the participants’ contributions, the Company’s contributions, and allocations of plan earnings or losses less an allocation of administration expense. Allocations are based on participant earnings or losses 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.

Investments—Participants may direct the investment of their contributions and any Company discretionary contributions and/or account balances into various investment options offered by the Plan and may change investments and transfer amounts between funds daily. Effective December 19, 2022, the Plan offered the participants an option to invest in Fidelity’s Digital Assets Account (“DAA”) (Fund JAAG), which primarily holds bitcoin, plus short-term money-market investments to provide liquidity for daily transactions on behalf of the participants.

Vesting and Forfeitures—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 document. Generally, the vesting service for participants begins on their date of hire and vesting is calculated based on the elapsed time method in which whole years are counted to compute years of service for vesting purposes, as defined by the Plan document.

The vesting schedule with respect to the Company’s discretionary contributions after date of hire 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 year ended 2023, Company contributions of \$261,532 were forfeited by participants. During the year ended December 31, 2023, forfeited accounts that were used to pay Plan expenses amounted to \$109,473. During the year ended 2023, forfeited amounts were used to offset Company contributions by \$143,964. As of December 31, 2023 and 2022, there were \$162,204 and \$154,109, respectively, of nonvested forfeited amounts included in net assets available for benefits.

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 their 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 notes used to acquire a principal residence may be repaid over a maximum term of 180 months. All principal and interest payments are credited to the participant’s account. Notes receivable at December 31, 2023 bear interest ranging from 4.25% to 9.50% and have maturity years ranging from 2024 to 2036. 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.

Payment of Benefits—Upon termination of service due to death, disability, or retirement, a participant will receive a lump-sum or systematic withdrawal distribution (effective August 2, 2023) equal to the value of the participant's vested interest in their account. 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 or systematic withdrawal distribution or if the vested interest exceeds \$5,000 the participant may retain their money in the Plan.

Administrative Changes due to CARES Act—In March 2020, the Coronavirus Aid, Relief, and Economic Security Act (the "CARES Act") was enacted. Plan management adopted and implemented certain provisions of the CARES Act and as a result, participants impacted by Coronavirus were able to:

- Withdraw, penalty free, up to \$100,000 of vested account balances December 31, 2020.
- Defer current active loan payments for the 2020 plan year.
- Take new loans up to \$100,000 or 100% of vested account balances before September 23, 2020.
- Suspend 2020 required minimum distributions ("RMD") altogether or for RMD distributions made prior to the enactment of the CARES Act, roll them over to another eligible retirement plan within the prescribed timeframe according to IRS notice 2020-23.
- Increased minimum required distributions age from 70.5 to 72 years of age.

Plan management implemented all required provisions of the CARES Act prior to the deadline and amended the Plan document in March 2023 to include these provisions.

2. SUMMARY OF ACCOUNTING POLICIES

Basis of Accounting—The accompanying financial statements of the Plan are prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP").

Use of Estimates—The preparation of financial statements in conformity with 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.

Risks and Uncertainties—The Plan provides for various investment options consisting of a money market mutual fund, mutual funds, a digital assets account, and a stable value fund. Such investments are exposed to various risks, such as interest rate, market, and credit risks. Market risks include global events which could impact the value of investment securities, such as a pandemic or international conflict. 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 statements of net assets available for benefits and changes therein.

Investments and Income Recognition—The Plan investments are stated at fair value in accordance with Financial Accounting Standards Board Accounting Standards Codification 820 Fair Value Measurement ("ASC 820"). 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.

Payment of Benefits—Benefits are recorded when paid. There were no participants who elected to withdraw from the Plan but had not yet been paid at December 31, 2023 or 2022.

Contributions—Employee contributions are recorded when withheld and Company discretionary profit-sharing contributions are recorded when earned.

Notes Receivable from Participants—Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are recorded as distributions based on the terms of the Plan document.

Administrative Expenses—Administrative expenses of the Plan are paid by the Plan or the Plan sponsor, as provided in the Plan document. Participants pay administrative costs for loans, distributions and qualified domestic relation orders.

All investment management and transaction fees directly related to the Plan investments are paid by the Plan. Management fees and operating expenses charged to the Plan for investments are deducted from income earned on a daily basis and are not separately reflected. Consequently, investment management fees and operating expenses are reflected as a reduction of investment return for such investments.

The Plan has a revenue-sharing agreement with Fidelity, whereby the revenue that is generated from funds that provide a revenue credit/allowance gets automatically credited to the participants' accounts for those who have invested in those funds for the quarter. It does not go through any Plan level account. For the year ended December 31, 2023, \$58,272 was provided as revenue credit to the participants.

The Plan has another revenue-sharing agreement whereby Fidelity calculates a revenue credit for each quarter equal to the net float earnings attributable to the Plan for the quarter (exclusive of net float earnings attributable to recurring advisor payments, if applicable). Future Plan expenses can be paid from any excess remaining revenue sharing amounts. For the year ended December 31, 2023, \$(3,695) credit was used to offset Plan expenses. The Plan held undistributed administrative revenues of \$25,556 and \$6,200 as of December 31, 2023 and 2022, respectively.

3. FAIR VALUE MEASUREMENTS

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. There are no level 2 or level 3 assets or activity as of December 31, 2023 or 2022.

Level 1—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.

The Plan's investments in mutual funds, the money market fund are stated at fair value as determined by quoted prices in active markets and reported as Level I investments. The Plan's investment in the stable value fund is stated at fair value based on the fair value of the underlying investments. The stable value fund with Wells Fargo stabilizes the fund such that participants' transactions are carried out at cost plus accrued interest. If the Plan initiates a full redemption of the stable value fund, the issuer reserves the right to require 12 months notification in order to confirm that the liquidation of the fund on a Plan level will be carried out in an orderly business manner. There are no contractual commitments to purchase individual holdings and there are no restrictions on redemption on a participant level as the fund is traded daily. Since the fair value of the stable value fund is calculated and published daily, management concluded that the stable value fund has a readily determinable fair value and is therefore a Level 1 investment.

The Bitcoin DAA is valued at the daily closing price, using the Fidelity Bitcoin Index to establish a single price for the bitcoin held by the Bitcoin DAA by using price feeds from eligible exchanges. This fund is required to publish its daily quoted net asset value, and is therefore reported as a Level I investment.

There were no changes in methodologies used at December 31, 2023 and 2022.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2023:

	Level I	Level II	Level III	Total
Mutual funds	\$ 304,420,589	\$ -	\$ -	\$ 304,420,589
Money market fund	14,017,507	-	-	14,017,507
Stable value fund	4,968,104	-	-	4,968,104
Bitcoin DAA	<u>1,984,418</u>	<u>-</u>	<u>-</u>	<u>1,984,418</u>
Total investments	<u>\$ 325,390,618</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 325,390,618</u>

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2022:

	Level I	Level II	Level III	Total
Mutual funds	\$ 250,117,968	\$ -	\$ -	\$ 250,117,968
Money market fund	10,814,228	-	-	10,814,228
Stable value fund	<u>5,175,020</u>	<u>-</u>	<u>-</u>	<u>5,175,020</u>
Total investments	<u>\$ 266,107,216</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 266,107,216</u>

Transfers Between Levels—The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation approaches may require the transfer of financial instruments from one fair value level to another. The significance of transfers between levels is evaluated based upon the nature of the financial instrument and size of the transfer relative to total net assets available for benefits. There were no transfers amongst levels during the years ended December 31, 2023 and 2022.

4. RELATED PARTY TRANSACTIONS AND EXEMPT PARTY-IN-INTEREST TRANSACTIONS

The Plan also allows for transactions with certain parties who may perform services or have fiduciary responsibilities to the Plan, including the Company. The Plan also issues loans to participants, which are secured by the vested balances in the participants' accounts.

Certain Plan investments were shares of mutual funds and Bitcoin DAA 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. See note 2 for revenue sharing agreements.

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. FEDERAL INCOME TAX STATUS

The Plan adopted Fidelity's prototype Plan with a favorable determination letter dated June 30, 2020. The Plan has been amended since receiving the determination letter. 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 IRC.

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 Internal Revenue Service ("IRS"). The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2023, 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, 2023, the Plan Administrator believes the Plan is no longer subject to IRS examinations for Plan years beginning prior to 2020. Due to the nature of retirement plans, in the event of an IRS audit, the IRS could go back further than 2020 if errors were discovered that spanned beyond that timeframe.

7. SUBSEQUENT EVENTS

Plan management has evaluated the impact of all subsequent events through September 19, 2024, which is the date that these financial statements were available to be issued and has determined that there were no subsequent events requiring adjustment to or disclosure in the financial statements.

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FIG LLC 401(k) PROFIT SHARING PLAN & TRUST

Employer ID No: 13-3989886
Plan No: 001

FORM 5500, SCHEDULE H, PART IV, LINE 4i—SCHEDULE OF ASSETS (HELD AT END OF YEAR) AS OF DECEMBER 31, 2023

(a)	(b) Identity of Issuer Borrower, Lessor or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(d) Cost	(e) Current Value
		Mutual Funds:		
	American Funds	American Funds EuroPacific Growth Fund		\$ 13,777,770
	Champlain	Champlain Mid Cap Institutional Fund		6,675,428
	Cohen & Steers	Cohen & Steers Realty Shares		6,146,244
	Conestoga	Conestoga Small Cap Fund Investors Class		4,516,771
	Dimensional Fund Advisors	DFA US Sustainability Core 1		8,492,726
	Dodge & Cox	Dodge & Cox Income Fund		2,080,785
	Fidelity	Fidelity Global ex U.S. Index Fund		3,613,375
	Fidelity	Fidelity Contrafund Class-K6		49,268,530
	Franklin	Franklin Small Cap Value Adv		4,626,365
	Loomis	Loomis Sayles Bond Retail		2,113,525
	Pimco	PIMCO High Yield Fund; Institutional		3,350,536
	T. Rowe Price	T. Rowe Price Emerging Market Stock Fund		6,952,906
	Vanguard	Vanguard Balanced Index Signal		14,524,830
	Vanguard	Vanguard Inflation-Protected Securities Fund Admiral Shares		453,864
	Vanguard	Vanguard Institutional Index Fund		57,894,830
	Vanguard	Vanguard Mid Cap Index Signal		13,119,269
	Vanguard	Vanguard Small Cap Index Signal		14,242,680
	Vanguard	Vanguard Total Bond Market Index Fund; Institutional Shares		11,417,232
	Vanguard	Vanguard Wellington Fund Admiral Shares		4,478,546
	Vanguard	Vanguard Windsor II Admiral Shares		22,667,747
	Vanguard	Vanguard Institutional Target Retirement Income Fund		226,568
	Vanguard	Vanguard Institutional Target Retirement 2020 Fund		245,387
	Vanguard	Vanguard Institutional Target Retirement 2025 Fund		2,968,565
	Vanguard	Vanguard Institutional Target Retirement 2030 Fund		4,302,659
	Vanguard	Vanguard Institutional Target Retirement 2035 Fund		7,025,179
	Vanguard	Vanguard Institutional Target Retirement 2040 Fund		8,155,232
	Vanguard	Vanguard Institutional Target Retirement 2045 Fund		8,681,359
	Vanguard	Vanguard Institutional Target Retirement 2050 Fund		8,471,748
	Vanguard	Vanguard Institutional Target Retirement 2055 Fund		8,456,616
	Vanguard	Vanguard Institutional Target Retirement 2060 Fund		5,473,317
		Mutual Funds		304,420,589
	Fidelity	Bitcoin DAA		1,984,418
	Fidelity	Fidelity Treasury Only Money Market Fund		14,017,507
	Wells Fargo	Galliard Stable Return Fund C		4,968,104
	Notes receivable from participants	69 Participant notes (at rates ranging from 4.25% to 9.50% and maturity dates ranging from 2024 to 2036)		1,122,587
				<u>\$326,513,205</u>

* Party-in-interest as defined by ERISA.

** Cost information is not required for participant-directed investments and therefore is not included.

See accompanying independent auditor's report.