BROADRIDGE BUSINESS PROCESS OUTSOURCING, LLC
(An indirect wholly-owned subsidiary of Broadridge Financial Solutions, Inc.)

STATEMENT OF FINANCIAL CONDITION (UNAUDITED)
AS OF DECEMBER 31, 2017

* * * * * *

Broadridge Business Process Outsourcing, LLC

(An Indirect Wholly-Owned Subsidiary of Broadridge Financial Solutions, Inc.)

STATEMENT OF FINANCIAL CONDITION (UNAUDITED)
AS OF DECEMBER 31, 2017
(Dollars in thousands)

ASSETS		
Cash	$	21,867
Cash segregated under federal regulations		1,208
Accounts receivable		55,131
Other assets (Note 3)		5,927
TOTAL ASSETS	$	84,133
LIABILITIES AND MEMBER'S EQUITY		
LIABILITIES		
Accrued expenses and other liabilities (Note 4)	$	4,042
Payable to foreign affiliate (Note 5)		133
Payable to affiliates, net (Note 5)		530
Administrative fees payable to an affiliate (Note 5)		33,736
Deferred revenues		2,741
TOTAL LIABILITIES		41,182
COMMITMENTS AND CONTINGENCIES (Note 6)		
MEMBER'S EQUITY		42,951
TOTAL LIABILITIES AND MEMBER'S EQUITY	$	84,133

See notes to statement of financial condition.

1. Organization and Business Activities

Broadridge Business Process Outsourcing, LLC (the "Company") was formed on April 6, 2001 as a Delaware Limited Liability Company, and is wholly-owned by Broadridge Securities Processing Solutions, Inc. (the "Parent"), which in turn, is a wholly-owned subsidiary of Broadridge Financial Solutions, Inc. ("Broadridge"), a global fintech leader providing investor communications and technology-driven solutions to banks, broker-dealers, mutual funds and corporate issuers. The Company is headquartered in Edgewood, New York. The Company is a broker-dealer registered with the Securities and Exchange Commission ("SEC") and is a member of the Financial Industry Regulatory Authority ("FINRA"). The Company has two lines of business:

- ***Mutual Fund Processing*** **-** The Company performs broker-dealer functions that consist primarily of effecting and facilitating the unsolicited purchase and redemption of trades of various mutual fund shares submitted by institutions such as banks, trust companies, third-party administrators, broker-dealers and registered investment advisers throughout the United States. The Company serves as the broker-dealer of record on the mutual fund accounts. Purchases and redemptions of mutual funds are processed through an affiliate, Matrix Trust Company ("Matrix Trust"), a trust member of the National Securities Clearing Corporation, and settled in a bank account registered in the name of Matrix Trust. Mutual fund accounts are registered as Matrix Trust Company for the benefit of customers or in nominee name of financial institutions such as banks, third-party administrators, registered investment advisers and broker-dealers.

- ***Operations Outsourcing*** **-** The Company also provides operations outsourcing solutions that allow broker-dealers to outsource certain administrative functions relating to clearing and settlement to the Company, from order entry to trade matching and settlement, while maintaining their ability to finance and capitalize their business. The Company's operations outsourcing clients execute and clear their own securities transactions and engage the Company to perform a number of related administrative back-office functions, such as record-keeping and reconciliations. In this capacity, the Company is not the broker-dealer of record.

2. Summary of Significant Accounting Policies

Basis of Presentation **-** The statement of financial condition has been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP"). As discussed in Notes 1 and 5, the Company is part of an affiliated group of entities. Accordingly, these affiliations and other related-party disclosures must be taken into consideration when reviewing the accompanying statement of financial condition, which was prepared on the basis that the Company is a going concern and will continue in operation for the foreseeable future, and will be able to realize assets and discharge liabilities in the normal course of operations.

Use of Estimates **-** The preparation of the statement of financial condition in conformity with U.S. GAAP requires management to make certain estimates and assumptions that affect the amounts reported in the Company's financial statement and accompanying notes thereto. These estimates are based on management's best knowledge of current events, historical experience, actions that the Company may undertake in the future and on various other assumptions and judgments that are believed to be reasonable under the circumstances. Accordingly, actual results could differ from those estimates. The use of estimates in specific accounting policies is described further in the notes to the financial statement, as appropriate. Significant estimates include the Company's accounts receivable related to its mutual fund processing business and related administrative fees payable, and bonus accrual.

***Cash and Cash Equivalents* -** Cash includes demand deposits held in banks. The Company has no restrictions on cash deposits. Cash equivalents include certain highly liquid investments with original maturities of 90 days or less. At December 31, 2017 the Company had no cash equivalents.

***Cash Segregated Under Federal Regulations* -** At December 31, 2017 cash of $1,007 thousand and $201 thousand had been segregated in special reserve accounts for the exclusive benefit of customers and proprietary accounts of broker-dealers, respectively, exceeding actual requirements by $1,007 thousand and $201 thousand, respectively, in accordance with Rule 15c3-3 of the Securities Exchange Act of 1934.

***Affiliate Transaction Balances and Settlement* -** The Company receives services from, and provides services to, various Broadridge business units for which the Company is charged or bills on a monthly basis. Such services are formalized under service level agreements which document specific service requirements and pricing. Several of the Company's obligations for settlement are facilitated by the Parent, even when the Company is performing work for other affiliates. As such, these receivables from, and payables to, various Broadridge business units are disclosed on a net basis in the statement of financial condition as Payable to affiliates, net. The Company pays administrative fees to an affiliate for further distribution to institutions such as banks, trust companies, third-party administrators, broker-dealers and registered investment advisors to perform certain services that the Company is contractually obligated to perform for the mutual fund families. Payables related to such administrative fees are disclosed in the statement of financial condition as Administrative fees payable to an affiliate (see Note 5).

***Allowance for Doubtful Accounts* -** The Company reviews its accounts receivable balances on a monthly basis. Aged receivables are identified and researched, and related clients are notified and requested to submit payment. The Company analyzes each open receivable specifically to determine whether there is risk of non-payment. The Company books allowances for those open receivables for which payment in full is not expected based on historical experience, current credit ratings and other factors. As of December 31, 2017, the Company had a $75 thousand allowance for doubtful accounts relating to its accounts receivable balances.

***Deferred Client Conversion Costs* -** For the Company's operations outsourcing line of business, direct costs that are incurred to set up or convert a client's systems to function with the Company's technology are generally deferred and recognized on a straight-line basis over the service term of the contract, which commences after client acceptance and when the processing term begins.

***Deferred Client Concessions* -** For the Company's operations outsourcing line of business, concessions granted as incentive for clients to enter into new or renewal contracts are generally deferred and recognized on a straight-line basis over the service term of the contract, which commences after client acceptance and when the processing term begins.

***Income Taxes* -** The Company has elected to be treated as a Limited Liability Company (LLC) for income tax purposes. Accordingly, no provision for income taxes has been recorded in the accompanying statement of financial condition. The Company, as a single-member LLC, does not allocate income taxes because it does not have a tax-sharing agreement.

New Accounting Pronouncements – In February 2016, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2016-02, *Leases* ("ASU No. 2016-02"). Under ASU No. 2016-02, all lease arrangements, with certain limited exceptions, exceeding a twelve month term must now be recognized as assets and liabilities on the balance sheet of the lessee by recording a right-of-use asset and corresponding lease obligation generally equal to the present value of the future lease payments over the lease term. ASU No. 2016-02 also contains certain additional qualitative and quantitative disclosures to supplement the amounts recorded in the financial statement so that users can understand more about the nature of an entity's leasing activities, including significant judgments and changes in judgments. ASU No. 2016-02 is effective for the Company in the first quarter of fiscal year 2020 and will be adopted on a modified retrospective basis, which will require adjustment to all comparative periods presented in the financial statement. The Company is currently evaluating the impact of the pending adoption of ASU No. 2016-02 on the Company's statement of financial condition.

3. Other Assets

Other assets consists of the following as of December 31, 2017:

	December 31, 2017 (Dollars in thousands)
Deferred client conversion costs, net of accumulated amortization of $2,802	$ 4,132
Deferred client concession, net of accumulated amortization of $1,835	320
Fixed assets, net of accumulated depreciation of $750	460
Prepaid expenses	512
Deposit with clearing organization	150
Other	353
Total other assets	$ 5,927

4. Accrued Expenses and Other Liabilities

Accrued expenses and other liabilities consists of the following as of December 31, 2017:

	December 31, 2017 (Dollars in thousands)
Accounts payable and accrued expenses	$ 2,569
Accrued bonus	1,451
Restructuring liabilities	22
Total accrued expenses and other liabilities	$ 4,042

5. Related Party Transactions

Administrative Fees Payable to an Affiliate **-** The Company pays administrative fees to an affiliate for further distribution to institutions such as banks, trust companies, third-party administrators, broker-dealers and registered investment advisers to perform certain services that the Company is contractually obligated to perform for the mutual fund families. The Company pays these fees related to its mutual fund processing business. As of December 31, 2017, the Company had a payable of $33,736 thousand related to such fees.

Payable to Affiliates, net – As of December 31, 2017, mutual fund processing related party payables to an affiliate of $454 thousand and operations outsourcing net amounts payable to an affiliate of $76 thousand are reflected in the Statement of Financial Condition.

Payable to affiliate - mutual fund processing - Consists of intercompany expenses that are remitted to an affiliated entity. These payables are settled separately from the Company's administrative fees and operations outsourcing intercompany payables and do not qualify for netting under the Company's intercompany netting agreement with Broadridge.

Payable to affiliate, net - Operations Outsourcing – Consists of outsourcing payables for payroll and accounts payable and other services and allocations, net of receivables that will be collected by Broadridge on behalf of the Company and then remitted to the Company.

Payroll and accounts payable - Broadridge funds payroll and accounts payable on behalf of the Company. The Company subsequently reimburses Broadridge for such payments.

Other services and allocations - The Company receives services from other Broadridge wholly-owned entities primarily related to data processing, statements, customer statements and confirmation generation. The Company subsequently reimburses Broadridge for such services.

Payable to Foreign Affiliate - As of December 31, 2017, the Company had a $133 thousand payable to a foreign affiliate related to its operations outsourcing business that is not settled net against the Company's operations outsourcing receivables and does not qualify for netting under the Company's intercompany netting agreement with Broadridge.

6. Commitments and Contingencies

Leases **–** The Company leases office equipment on a month to month basis and does not have any non-cancelable operating leases.

Litigation - From time to time, in the normal course of business, the Company may be threatened with, or named as a defendant in, lawsuits, arbitrations, and administrative claims. Any such claims that are decided against the Company could harm the Company's business. The Company is also subject to periodic regulatory audits and inspections which could result in fines or other disciplinary actions. Unfavorable outcomes in such matters may result in a material impact on the Company's financial position. As of December 31, 2017, the Company is unaware of any pending or threatened litigation, the resolution of which would have a material impact on its statement of financial condition.

Guarantees - The Company provides a guarantee to the Options Clearing Corporation ("OCC") as a managing clearing member. Under the standard OCC membership agreement, members are required to guarantee the performance of the other members. Under the agreement, if another member becomes unable to satisfy its obligations to the OCC, the other members would be required to meet any shortfalls. The Company's liability under this arrangement is not quantifiable as the information necessary to estimate the obligations of the other members, which could exceed $150 thousand of cash the Company has posted as collateral, is not available. However, the potential for the Company to be required to make payments under this arrangement is deemed remote by management. Accordingly, no contingent liability is carried in the statement of financial condition for this guarantee.

7. Regulatory Requirements

Although the Company's FINRA membership agreement allows the Company to engage in clearing and the retailing of corporate securities in addition to mutual fund retailing on a wire order basis, the Company does not clear customer transactions, process any retail business or carry customer accounts, and the Company claims exemption from the customer protection requirements of Rule 15c3-3 of the Securities Exchange Act of 1934 ("Rule 15c3-3") under the provisions of 17 C.F.R. § 240.15c3-3(k)(2)(ii).

As a registered broker-dealer and member of FINRA, the Company is subject to the Uniform Net Capital Rule 15c3-1 of the Securities Exchange Act of 1934 ("Rule 15c3-1"). The Company computes its net capital under the alternative method permitted by Rule 15c3-1, which requires the Company to maintain minimum net capital equal to the greater of $250 thousand or 2% of aggregate debit items arising from customer transactions. At December 31, 2017 the Company's required minimum net capital was $250 thousand. FINRA may require a member firm to reduce its business if its net capital is less than 4% of aggregate debit items, or may prohibit a member firm from expanding its business or paying cash dividends if resulting net capital would be less than 5% of aggregate debit items. As of December 31, 2017, the Company had net capital of approximately $15,513 thousand, which exceeded the minimum requirement by approximately $15,263 thousand.

In addition, the Company, as a 'Managing Clearing Member' of the Options Clearing Corporation ("OCC"), is subject to OCC Rule 309(b) in connection with its operations outsourcing services that are provided to other OCC 'Managed Clearing Member' broker-dealers, which requires the Company to maintain minimum net capital of $6,200 thousand. As of December 31, 2017, the Company's net capital exceeded the OCC minimum requirement by approximately $9,313 thousand.

8. Subsequent Events

The Company has reviewed events that have occurred after December 31, 2017 through the date the statement of financial condition was issued. The Company issued dividends of $900 thousand and $1,400 thousand to the Parent on January 3, 2018 and February 7, 2018, respectively, which, under direction of the Parent, were paid directly to Broadridge. Other than these dividends, the Company had no material subsequent events requiring adjustment or disclosure.

* * * * * *