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Offering Circular

\$650,000,000 (See “The Offering” on page 16)

(The Solomon Foundation (“TSF”) may issue up to this amount of its investment obligations (the “Certificates”) during the 12-month period ending April 30, 2027.)

THESE SECURITIES MAY EITHER BE REGISTERED OR EXEMPT FROM REGISTRATION IN THE VARIOUS STATES OR JURISDICTIONS IN WHICH THEY ARE OFFERED OR SOLD BY THE ISSUER. THIS OFFERING CIRCULAR HAS BEEN FILED WITH THE SECURITIES ADMINISTRATORS IN SUCH STATES OR JURISDICTIONS THAT REQUIRE IT FOR REGISTRATION OR EXEMPTION.

THESE SECURITIES ARE ISSUED PURSUANT TO A CLAIM OF EXEMPTION FROM REGISTRATION UNDER SECTION 3(a)(4) OF THE FEDERAL SECURITIES ACT OF 1933. A REGISTRATION STATEMENT RELATING TO THESE SECURITIES HAS NOT BEEN FILED WITH THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION.

THESE SECURITIES HAVE NOT BEEN RECOMMENDED BY ANY FEDERAL OR STATE SECURITIES COMMISSION OR REGULATORY AUTHORITY. FURTHERMORE, THE FOREGOING AUTHORITIES HAVE NOT CONFIRMED THE ACCURACY, ADEQUACY, TRUTHFULNESS, OR COMPLETENESS OF THIS DOCUMENT AND HAVE NOT PASSED UPON THE MERIT OR VALUE OF THESE SECURITIES, OR APPROVED, DISAPPROVED OR ENDORSED THE OFFERING. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

THIS OFFER IS SUBJECT TO CERTAIN RISK FACTORS DESCRIBED HEREIN BEGINNING ON PAGE 12.

The following Certificates are offered by TSF under the terms described in “**Description of Certificates**” beginning on page 26:

Demand Certificates (Foundation Investment) - A demand investment certificate with an interest rate that may be adjusted on a monthly basis and that permits additions of principal and partial withdrawals at any time without any penalty or service fee upon request (which may be required to be provided up to thirty (30) days in advance of any partial withdrawal). Minimum investment of \$250.

Time Certificates (Cornerstone Investment) – An investment certificate with an interest rate that remains fixed throughout its term, with available terms of one (1) year, three (3) years, and five (5) years, as may be offered by TSF from time to time. Minimum investment of \$500.

If a minimum investment of at least a **certain amount, in TSF’s discretion**, is maintained, a Demand Certificate or Time Certificate may also be available as a “Negotiated Certificate (Keystone Investment)”, which denotes a Demand Certificate or Time Certificate with a rate of interest that may be specially negotiated between the Investor and TSF and that may be higher than the usual rates.

For current interest rates, please call TSF at 1.855.873.5873, or visit TSF’s Internet website, www.thesolomonfoundation.org.

Interest rates on all Certificates offered by TSF are established for each type and term according to a procedure set forth under “**Description of Certificates**” beginning on page 26. TSF reserves the right to change the method by which interest is determined or the frequency with which interest is paid to the Investor or added to the **Certificates. See “Description of Certificates.”**

NOTE: Investments offered by The Solomon Foundation are not bank deposits or obligations and are not insured by the Federal Deposit Insurance Corporation (“FDIC”), the Securities Investor Protection Corporation (“SIPC”) or any other federal or state agency.

This Offering Circular is dated May 1, 2026, and is to be used by Investors from May 1, 2026, through April 30, 2027.

IN MAKING AN INVESTMENT DECISION INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE ISSUER AND THE TERMS OF THE OFFERING, INCLUDING THE DISCLOSURES, MERITS AND RISKS INVOLVED.

The aggregate amount of the Certificates being offered may be sold in any one or more of the offered categories.

This offering is not underwritten, and no commission or discounts will be paid or provided by TSF in connection with the sale of Certificates. TSF will receive 100% of the proceeds from the sale of the Certificates. TSF will bear all expenses, including securities registration fees, printing, mailing, accounting **fees and attorney's fees, incurred in this offering**, which is estimated to be approximately \$275,000.

No sinking fund or trust indenture will be used by TSF in conjunction with the issuance of the Certificates. Investors must rely solely upon the financial condition of TSF for repayment of the Certificates. **The Certificates are subordinate in ranking and priority to TSF's secured line of credit described herein** and are of equal priority with all other current indebtedness of TSF. TSF reserves the right to issue future obligations or obtain a line of credit secured by a first lien on its assets. TSF will not create, incur, or voluntarily permit any material lien upon any of its assets or otherwise incur material indebtedness having **a prior claim to its assets or otherwise senior to the Certificates**. The term "material," as used in this paragraph, shall mean an amount which exceeds ten percent (10%) of the tangible assets (total assets less intangible assets as defined by U.S. GAAP, as hereinafter defined) of TSF. The Certificates are non-negotiable and may be assigned only upon TSF's prior written consent.

THE CERTIFICATES ARE NOT SAVINGS OR DEPOSIT ACCOUNTS OR OTHER OBLIGATIONS OF A BANK AND ARE NOT INSURED BY THE FDIC, THE SIPC, ANY STATE BANK OR INSURANCE FUND OR ANY OTHER GOVERNMENTAL AGENCY. THE PAYMENT OF PRINCIPAL AND INTEREST TO AN INVESTOR IN THE CERTIFICATES IS DEPENDENT UPON **TSF'S FINANCIAL CONDITION. ANY PROSPECTIVE INVESTOR IS ENTITLED TO REVIEW TSF'S FINANCIAL STATEMENTS**, WHICH SHALL BE FURNISHED AT ANY TIME DURING BUSINESS HOURS UPON REQUEST. THE CERTIFICATES ARE NOT OBLIGATIONS OF, NOR GUARANTEED BY, ANY OTHER PERSON OR ENTITY EXCEPT FOR TSF.

THE OFFER AND SALE OF THE CERTIFICATES IS LIMITED TO: (i) PERSONS (INCLUDING ENTITIES OR ARRANGEMENTS CONTROLLED BY, OWNED BY, OR EXISTING FOR THE BENEFIT OF SUCH PERSONS) WHO, PRIOR TO RECEIPT OF THIS OFFERING CIRCULAR, ARE MEMBERS OF, CONTRIBUTORS TO, OR PARTICIPANTS IN TSF, INDEPENDENT CHRISTIAN CHURCHES, CHURCHES OF CHRIST, OR OTHER AUTONOMOUS CHURCHES OR CHURCH MINISTRIES ADHERING TO THE BELIEFS AND RELIGIOUS PRINCIPLES OF THE RESTORATION MOVEMENT CHRISTIAN CHURCHES AND CHURCHES OF CHRIST, OR IN ANY RELIGIOUS ORGANIZATION THAT HAS A PROGRAMMATIC RELATIONSHIP WITH ANY OF THE FOREGOING, (ii) INDEPENDENT CHRISTIAN CHURCHES, CHURCHES OF CHRIST, OR OTHER AUTONOMOUS CHURCHES OR CHURCH MINISTRIES ADHERING TO THE BELIEFS AND RELIGIOUS PRINCIPLES OF THE RESTORATION MOVEMENT CHRISTIAN CHURCHES AND CHURCHES OF CHRIST, OR ANY RELIGIOUS ORGANIZATION THAT HAS A PROGRAMMATIC RELATIONSHIP WITH ANY OF THE FOREGOING OR TSF, OR (iii) ANY ANCESTOR, DESCENDANT OR SUCCESSOR IN INTEREST OF PERSONS DESCRIBED IN (i) AND (ii) ABOVE WHEN SUCH ANCESTOR, DESCENDANT OR SUCCESSOR IN INTEREST WOULD ONLY BE RENEWING A CERTIFICATE RECEIVED FROM OR ATTRIBUTABLE TO A CERTIFICATE RECEIVED FROM SUCH A PERSON.

NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATION IN CONNECTION WITH THIS OFFERING OTHER THAN THOSE CONTAINED IN THIS OFFERING CIRCULAR AND, IF GIVEN OR MADE, SUCH INFORMATION OR REPRESENTATION MUST NOT BE RELIED ON AS HAVING BEEN MADE OR AUTHORIZED BY TSF.

THESE SECURITIES ARE SUBJECT TO RESTRICTIONS ON TRANSFERABILITY AND RESALE **AND MAY NOT BE TRANSFERRED OR RESOLD EXCEPT WITH TSF'S WRITTEN CONSENT AND AS PERMITTED UNDER THE SECURITIES ACT OF 1933, AS AMENDED, AND THE APPLICABLE STATE SECURITIES LAWS, PURSUANT TO REGISTRATION OR EXEMPTION THEREFROM.**

INVESTORS ARE ENCOURAGED TO CONSIDER THE CONCEPT OF INVESTMENT DIVERSIFICATION WHEN DETERMINING THE AMOUNT OF CERTIFICATES THAT WOULD BE APPROPRIATE FOR THEM IN RELATION TO THEIR OVERALL INVESTMENT PORTFOLIO AND PERSONAL FINANCIAL NEEDS.

THE FOREGOING STATEMENTS AND CERTAIN OTHER PORTIONS OF THIS OFFERING CIRCULAR ARE USED BECAUSE STATE LAW REQUIRES SUCH OF ALL ISSUERS OF SECURITIES, AND THE LANGUAGE USED IS GENERALLY SIMILAR TO THAT USED BY ALL ISSUERS.

STATE SPECIFIC INFORMATION

The following disclosures are required to be provided to residents of the following states:

Alabama

THESE SECURITIES ARE OFFERED PURSUANT TO A CLAIM OF EXEMPTION FROM REGISTRATION UNDER SECTION 8-6-10(8) OF THE ALABAMA SECURITIES ACT AND SECTION 3(a)(4) OF THE SECURITIES ACT OF 1933. A REGISTRATION STATEMENT RELATING TO THESE SECURITIES HAS NOT BEEN FILED WITH THE ALABAMA SECURITIES COMMISSION OR WITH THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION. NEITHER THE ALABAMA SECURITIES COMMISSION NOR THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION HAS PASSED UPON THE VALUE OF THESE SECURITIES, MADE ANY RECOMMENDATIONS AS TO THEIR PURCHASE, APPROVED OR DISAPPROVED THE OFFERING, OR PASSED UPON THE ADEQUACY OR ACCURACY OF THIS OFFERING CIRCULAR. ANY REPRESENTATION TO THE CONTRARY IS UNLAWFUL.

Arkansas

THESE SECURITIES ARE OFFERED PURSUANT TO A CLAIM OF EXEMPTION FROM REGISTRATION UNDER ARK. CODE ANN. SECTION 23-42-503(a)(7) AND RULE 503.01(A)(7) OF THE RULES OF THE COMMISSIONER OF SECURITIES AND SECTION 3(a)(4) OF THE SECURITIES ACT OF 1933. A REGISTRATION STATEMENT RELATING TO THESE SECURITIES HAS NOT BEEN FILED WITH THE ARKANSAS SECURITIES DEPARTMENT OR WITH THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION. NEITHER THE DEPARTMENT NOR THE COMMISSIONER HAS PASSED UPON THE VALUE OF THESE SECURITIES, MADE ANY RECOMMENDATIONS AS TO THEIR PURCHASE, APPROVED OR DISAPPROVED THE OFFERING, OR PASSED UPON THE ADEQUACY OR ACCURACY OF THIS OFFERING CIRCULAR. ANY REPRESENTATION TO THE CONTRARY IS UNLAWFUL.

California

CERTIFICATES WILL BE REDEEMED AT MATURITY UNLESS THE INVESTOR NOTIFIES TSF, IN WRITING, PRIOR TO MATURITY THAT SUCH INVESTOR ELECTS TO REINVEST THE CERTIFICATE PROCEEDS. AT LEAST THIRTY (30) DAYS PRIOR TO MATURITY OF A TIME CERTIFICATE, TSF WILL SEND A WRITTEN NOTICE AND, UNLESS PREVIOUSLY FURNISHED, A NEW OFFERING CIRCULAR TO INVESTORS. THE NOTICE GIVEN BY TSF SHALL STATE THE MATURITY DATE OF THE TIME CERTIFICATE AND THAT, UNLESS WRITTEN NOTICE OF INTENTION TO REINVEST THE AMOUNT DUE UNDER THE TIME CERTIFICATE IS RECEIVED BY TSF WITHIN FIVE (5) DAYS BEFORE OR AFTER THE MATURITY DATE, THE TIME CERTIFICATE SHALL CEASE TO EARN INTEREST AFTER THE MATURITY DATE. ANY REDEMPTION OR PAYMENT OF AN AMOUNT DUE UNDER A TIME CERTIFICATE WILL BE PAID IN FULL TO THE INVESTOR TO WHOM SUCH TIME CERTIFICATE WAS ISSUED AND WILL NOT BE PAID IN INSTALLMENTS OR WITH OTHER DEBT INSTRUMENTS, UNLESS THE INVESTOR EXPRESSLY ELECTS TO ROLLOVER THE TIME CERTIFICATE INTO A NEW TERM FOR THE SAME CERTIFICATE OR A NEW CERTIFICATE.

THE OFFERING OF SECURITIES DESCRIBED HEREIN IS AUTHORIZED BY A PERMIT GRANTED BY THE DEPARTMENT OF FINANCIAL PROTECTION AND INNOVATION OF THE STATE OF CALIFORNIA. THE DEPARTMENT DOES NOT RECOMMEND OR ENDORSE THE PURCHASE OF THESE SECURITIES NOR HAS THE DEPARTMENT PASSED UPON THE ADEQUACY OR ACCURACY OF THE INFORMATION CONTAINED IN THIS OFFERING CIRCULAR.

IT IS UNLAWFUL TO CONSUMMATE A SALE OR TRANSFER OF THESE SECURITIES, OR ANY INTEREST THEREIN, OR TO RECEIVE ANY CONSIDERATION THEREFOR, WITHOUT THE PRIOR WRITTEN CONSENT OF THE COMMISSIONER OF FINANCIAL PROTECTION AND INNOVATION OF THE STATE OF CALIFORNIA, EXCEPT AS PERMITTED IN THE COMMISSIONER'S RULES.

AUTOMATIC RENEWAL UPON MATURITY OF A CERTIFICATE, AS PROVIDED IN THIS OFFERING CIRCULAR, IS NOT AVAILABLE TO INVESTORS WHO ARE CALIFORNIA RESIDENTS. ALL CALIFORNIA INVESTORS WILL RECEIVE A MATURITY NOTICE AND A CURRENT OFFERING CIRCULAR WITHIN 30 DAYS OF EACH MATURITY DATE, AND CALIFORNIA INVESTORS WILL HAVE THE OPPORTUNITY TO NOTIFY TSF IF THEY INTEND TO RENEW THEIR INVESTMENTS. IF RENEWAL IS NOT REQUESTED, INVESTOR'S FUNDS WILL BE PROMPTLY RETURNED. RENEWALS CAN BE MADE ONLY IF TSF IS QUALIFIED TO MAKE SALES IN THE STATE OF CALIFORNIA.

TSF WILL NOT CREATE, INCUR, OR INVOLUNTARILY PERMIT ANY MATERIAL LIEN UPON ANY OF ITS ASSETS OR OTHERWISE INCUR MATERIAL INDEBTEDNESS HAVING A PRIOR CLAIM TO ITS ASSETS OR OTHERWISE SENIOR TO CERTIFICATES ISSUED TO CALIFORNIA INVESTORS, EXCEPT FOR (i) LIENS OR CHARGES FOR CURRENT TAXES, ASSESSMENTS OR OTHER GOVERNMENTAL CHARGES WHICH ARE NOT DELINQUENT OR WHICH REMAIN PAYABLE WITHOUT PENALTY OR THE VALIDITY OF WHICH ARE CONTESTED IN GOOD FAITH; (ii) LIENS MADE TO SECURE STATUTORY OBLIGATIONS, SURETY OR APPEAL BONDS, OR BONDS FOR THE RELEASE OF ATTACHMENTS OR FOR STAY OF EXECUTION; (iii) PURCHASE MONEY SECURITY INTERESTS FOR PROPERTY HEREAFTER ACQUIRED; OR (iv) **JUDGMENT LIENS. FOR PURPOSES OF THIS COVENANT, THE TERM "MATERIAL" SHALL MEAN AN AMOUNT WHICH EQUALS OR EXCEEDS 10% OF THE TANGIBLE ASSETS OF TSF.**

Florida

THESE SECURITIES ARE OFFERED PURSUANT TO A CLAIM OF EXEMPTION FROM REGISTRATION UNDER CHAPTER 517.051(9), FLORIDA STATUTES.

Kentucky

THESE SECURITIES ARE OFFERED PURSUANT TO A CLAIM OF EXEMPTION FROM REGISTRATION UNDER KRS 292.400(9) OF THE KENTUCKY SECURITIES ACT.

Louisiana

THESE SECURITIES HAVE BEEN REGISTERED WITH THE SECURITIES COMMISSIONER OF THE STATE OF LOUISIANA. THE SECURITIES COMMISSIONER, BY ACCEPTING REGISTRATION, DOES NOT IN ANY WAY ENDORSE OR RECOMMEND THE PURCHASE OF ANY OF THESE SECURITIES.

Michigan

A REGISTRATION STATEMENT RELATING TO THESE SECURITIES HAS BEEN FILED WITH THE DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS, CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU ("CSCL"). NEITHER THE CSCL NOR THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION HAS PASSED UPON THE VALUE OF THESE SECURITIES, MADE ANY RECOMMENDATIONS AS TO THEIR PURCHASE, APPROVED OR DISAPPROVED THE OFFERING, OR PASSED UPON THE ADEQUACY OR ACCURACY OF THIS OFFERING CIRCULAR. ANY REPRESENTATION TO THE CONTRARY IS UNLAWFUL.

Missouri

THE MISSOURI SECURITIES DIVISION HAS NOT IN ANY WAY PASSED UPON THE MERITS OR QUALIFICATIONS OF THE SECURITIES HEREBY OFFERED, OR PASSED UPON THE ACCURACY OR ADEQUACY OF THIS PROSPECTUS. THESE SECURITIES HAVE NOT BEEN REGISTERED UNDER THE MISSOURI SECURITIES ACT UNDER THE EXEMPTION PROVIDED

BY SECTION 409.2-201(7)(B) OF THE REVISED STATUTES OF MISSOURI. NO APPROVAL HAS BEEN GIVEN TO THE ISSUER, THESE SECURITIES, OR THE OFFER OR SALE THEREOF IN CONNECTION TO ANY MISSOURI RESIDENTS.

Ohio

IN THE EVENT THE OHIO HOLDER OF A TIME CERTIFICATE INADVERTENTLY ALLOWS SUCH CERTIFICATE TO AUTOMATICALLY RENEW AT MATURITY, TSF WILL HONOR REQUESTS FROM THAT HOLDER TO REDEEM THE TIME CERTIFICATE AFTER AUTOMATIC RENEWAL.

Oklahoma

THESE SECURITIES ARE OFFERED PURSUANT TO A CLAIM OF EXEMPTION FROM REGISTRATION UNDER SECTION 1-201.7 OF THE OKLAHOMA UNIFORM SECURITIES ACT AND SECTION 3(a)(4) OF THE SECURITIES ACT OF 1933. A REGISTRATION STATEMENT RELATING TO THESE SECURITIES HAS NOT BEEN FILED WITH THE OKLAHOMA SECURITIES COMMISSION OR WITH THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION. NEITHER THE OKLAHOMA SECURITIES COMMISSION NOR THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION HAS PASSED UPON THE VALUE OF THESE SECURITIES, MADE ANY RECOMMENDATIONS AS TO THEIR PURCHASE, APPROVED OR DISAPPROVED THE OFFERING, OR PASSED UPON THE ADEQUACY OR ACCURACY OF THIS OFFERING CIRCULAR. ANY REPRESENTATION TO THE CONTRARY IS UNLAWFUL.

Oregon

AUTOMATIC RENEWAL OF TIME CERTIFICATES, AS PROVIDED IN THIS OFFERING CIRCULAR, IS AVAILABLE TO OREGON RESIDENTS ONLY UNDER LIMITED CIRCUMSTANCES. IF WRITTEN DEMAND FOR PAYMENT IS NOT MADE BY THE INVESTOR AT MATURITY, THEN UNLESS THE INVESTOR NOTIFIES TSF, IN WRITING, PRIOR TO MATURITY THAT SUCH INVESTOR ELECTS TO ROLLOVER OR REINVEST THE CERTIFICATE PROCEEDS IN THE SAME OR A DIFFERENT CERTIFICATE FOR A LONGER TERM, SUCH MATURING CERTIFICATE MAY BE AUTOMATICALLY RENEWED ON THE DATE OF MATURITY AS A DEMAND CERTIFICATE, AT THE CURRENT INTEREST RATE THEN IN EFFECT FOR A DEMAND CERTIFICATE (WHICH MAY BE HIGHER OR LOWER THAN THE PREVIOUS RATE) AND UNDER THE TERMS DESCRIBED IN THE THEN CURRENT OFFERING CIRCULAR.

Pennsylvania

NOTICE OF RIGHT TO WITHDRAWAL: IF YOU HAVE ACCEPTED AN OFFER TO PURCHASE THESE SECURITIES MADE PURSUANT TO AN OFFERING CIRCULAR WHICH CONTAINS A WRITTEN NOTICE EXPLAINING YOUR RIGHT TO WITHDRAW YOUR ACCEPTANCE PURSUANT TO SECTION 207(m)(1) OF THE PENNSYLVANIA SECURITIES ACT OF 1972, YOU MAY ELECT, WITHIN TWO BUSINESS DAYS AFTER THE FIRST TIME YOU HAVE RECEIVED THIS NOTICE AND AN OFFERING CIRCULAR (WHICH IS NOT MATERIALLY DIFFERENT FROM THE FINAL OFFERING CIRCULAR) TO WITHDRAW FROM YOUR PURCHASE AGREEMENT AND RECEIVE A FULL REFUND OF ALL MONIES PAID BY YOU. YOUR WITHDRAWAL WILL BE WITHOUT ANY FURTHER LIABILITY TO ANY PERSON. TO ACCOMPLISH THIS WITHDRAWAL, YOU NEED ONLY SEND A WRITTEN NOTICE (INCLUDING A NOTICE BY FACSIMILE OR ELECTRONIC MAIL) TO THE ISSUER (OR UNDERWRITER IF ONE IS LISTED ON THE FRONT PAGE OF THE OFFERING CIRCULAR) INDICATING YOUR INTENTION TO WITHDRAW.

A REGISTRATION STATEMENT WITH RESPECT TO THE SECURITIES OFFERED BY THE OFFERING CIRCULAR HAS BEEN FILED IN THE OFFICES OF THE DEPARTMENT OF BANKING AND SECURITIES IN HARRISBURG, PENNSYLVANIA. THE REGISTRATION STATEMENT INCLUDES CERTAIN EXHIBITS ONLY SUMMARIZED OR ALLUDED TO IN THE OFFERING CIRCULAR. SUCH ADDITIONAL DOCUMENTS ARE AVAILABLE FOR INSPECTION AT THE HARRISBURG OFFICE OF THE DEPARTMENT DURING REGULAR BUSINESS HOURS (ADDRESS: PENNSYLVANIA DEPARTMENT OF BANKING AND SECURITIES, 17 NORTH 2ND STREET, SUITE 1300, ATTN: CORPORATION FINANCE OFFICE, HARRISBURG, PA 17101; PHONE: 717-787-8059).

IT IS THE POSITION OF THE PENNSYLVANIA DEPARTMENT OF BANKING AND SECURITIES THAT INDEMNIFICATION BY TSF OF ITS OFFICERS, DIRECTORS, AGENTS AND EMPLOYEES IN CONNECTION WITH VIOLATIONS OF SECURITIES LAWS IS AGAINST PUBLIC POLICY AND VOID.

South Carolina

CERTIFICATES WHICH HAVE NO FIXED MATURITY AND ARE PAYABLE ON DEMAND ARE NOT AVAILABLE TO, AND ARE NOT BEING OFFERED AND WILL NOT BE ISSUED TO, RESIDENTS OF SOUTH CAROLINA. ONLY TIME CERTIFICATES WITH A FIXED MATURITY WILL BE OFFERED AND SOLD TO SOUTH CAROLINA RESIDENTS.

South Dakota

THESE SECURITIES ARE OFFERED PURSUANT TO A CLAIM OF EXEMPTION FROM REGISTRATION UNDER SDCL 47-31B-201(7)(B) OF THE SOUTH DAKOTA SECURITIES ACT. NEITHER THE SOUTH DAKOTA DIVISION OF INSURANCE NOR THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION HAS PASSED UPON THE VALUE OF THESE SECURITIES, MADE ANY RECOMMENDATIONS AS TO THEIR PURCHASE, APPROVED OR DISAPPROVED THE OFFERING, OR PASSED UPON THE ADEQUACY OR ACCURACY OF THIS OFFERING CIRCULAR. ANY REPRESENTATION TO THE CONTRARY IS UNLAWFUL.

Tennessee

IN MAKING AN INVESTMENT DECISION INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE ISSUER AND THE TERMS OF THE OFFERING, INCLUDING THE MERITS AND RISKS INVOLVED. THESE SECURITIES HAVE NOT BEEN RECOMMENDED BY ANY FEDERAL OR STATE SECURITIES COMMISSION OR REGULATORY AUTHORITY. FURTHERMORE, THE FOREGOING AUTHORITIES HAVE NOT CONFIRMED THE ACCURACY OR DETERMINED THE ADEQUACY OF THIS DOCUMENT. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

THESE SECURITIES ARE SUBJECT TO RESTRICTIONS ON TRANSFERABILITY AND RESALE AND MAY NOT BE TRANSFERRED OR RESOLD EXCEPT AS PERMITTED UNDER THE SECURITIES ACT OF 1933, AS AMENDED, AND THE APPLICABLE STATE SECURITIES LAWS, PURSUANT TO REGISTRATION OR EXEMPTION THEREFROM. INVESTORS SHOULD BE AWARE THAT THEY MAY BE REQUIRED TO BEAR THE FINANCIAL RISK OF THIS INVESTMENT FOR AN INDEFINITE PERIOD OF TIME.

Washington

CERTIFICATES WILL BE REDEEMED AT MATURITY UNLESS THE INVESTOR NOTIFIES TSF, IN WRITING, PRIOR TO MATURITY THAT SUCH INVESTOR ELECTS TO REINVEST THE CERTIFICATE PROCEEDS. AT LEAST THIRTY (30) DAYS PRIOR TO MATURITY OF A TIME CERTIFICATE, TSF WILL SEND A WRITTEN NOTICE AND, UNLESS PREVIOUSLY FURNISHED, A NEW OFFERING CIRCULAR TO INVESTORS. THE NOTICE GIVEN BY TSF SHALL STATE THE MATURITY DATE OF THE TIME CERTIFICATE AND THAT, UNLESS WRITTEN NOTICE OF INTENTION TO REINVEST THE AMOUNT DUE UNDER THE TIME CERTIFICATE IS RECEIVED BY TSF BEFORE THE MATURITY DATE, THE TIME CERTIFICATE SHALL CEASE TO EARN INTEREST AFTER THE MATURITY DATE. ANY REDEMPTION OR PAYMENT OF AN AMOUNT DUE UNDER A TIME CERTIFICATE WILL BE PAID IN FULL TO THE INVESTOR TO WHOM SUCH TIME CERTIFICATE WAS ISSUED AND WILL NOT BE PAID IN INSTALLMENTS OR WITH OTHER DEBT INSTRUMENTS, UNLESS THE INVESTOR EXPRESSLY ELECTS TO ROLLOVER THE TIME CERTIFICATE INTO A NEW TERM FOR THE SAME CERTIFICATE OR A NEW CERTIFICATE.

ANY PROSPECTIVE PURCHASER IS ENTITLED TO REVIEW FINANCIAL STATEMENTS OF THE ISSUER WHICH SHALL BE FURNISHED UPON REQUEST.

REGISTRATION OF THIS OFFERING WITH THE WASHINGTON ADMINISTRATOR OF SECURITIES DOES NOT SIGNIFY THAT THE ADMINISTRATOR OF SECURITIES HAS APPROVED OR RECOMMENDED THESE SECURITIES, NOR HAS THE ADMINISTRATOR PASSED UPON THE OFFERING. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

THE RETURN OF FUNDS OF THE PURCHASER IS DEPENDENT UPON THE FINANCIAL CONDITION OF THE ORGANIZATION.

FORWARD LOOKING STATEMENTS

Investment in the securities to be issued by TSF involves certain risks. Prospective Investors are encouraged to review all the materials contained in this Offering Circular and to consult their own attorneys and financial advisors.

This Offering Circular includes “forward-looking statements” within the meaning of the federal and state securities laws. Statements about TSF and its expected financial position, business and financing plans are forward-looking statements. Forward-looking statements can be identified by, among other things, the use of **forward-looking terminology such as “believes,” “expects,” “may,” “will,” “should,” “seeks,” “pro forma,” “anticipates,” “intends,” “projects,” or other variations or comparable terminology,** or by discussions of strategy or intentions. Forward-looking statements are necessarily dependent upon assumptions, estimates and data that may be incorrect or imprecise and involve known and unknown risks, uncertainties and other factors. Accordingly, prospective Investors should not consider TSF’s **forward-looking statements as predictions of future events or circumstances.** A number of factors could cause TSF’s actual results, performance, achievements or industry results to be materially different from any future results, performance or achievements expressed or implied by TSF’s **forward-looking statements.** These factors include, but are not limited to: **changes in economic conditions in general and in TSF’s business; changes in prevailing interest rates and the availability of and terms of financing to fund TSF’s business; changes in TSF’s capital expenditure plans; and other factors discussed in this Offering Circular.** Given these uncertainties, prospective Investors should not rely on TSF’s **forward-looking statements in making an investment decision.** TSF disclaims any obligation to update Investors on any factors that may affect the likelihood of realization of TSF’s **expectations.**

Prospective Investors should not place undue reliance on any forward-looking statements, which speak only as of the date made. Prospective Investors should understand that the factors discussed herein and **under “RISK FACTORS” could affect TSF’s future results and performance.** **This could cause those results to differ materially from those expressed in the forward-looking statements.**

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DEFINITIONS

The terms defined below apply to all portions of this Offering Circular except the Consolidated Financial Statements and the Notes to Consolidated Financial Statements, which must be read in the context of the terms separately defined therein.

Certificate – Term or demand unsecured debt obligation, issued by TSF and offered herein. For a further **description of the terms of the Certificates**, see **“Description of Certificates.”**

Demand Certificates – See **“Description of Certificates.”**

Eligible Ministries – Independent Christian Churches, Churches of Christ, or other autonomous churches or church ministries adhering to the beliefs and religious principles of the Restoration Movement Christian Churches and Churches of Christ, or in any religious organization that has a programmatic **relationship with any of the foregoing (each such entity is individually referred to herein as an “Eligible Ministry”).**

Invested Funds – Funds of TSF not immediately needed for operations or Loans and invested as further **described in the “Financing and Operational Activities” and “Investing Activities” sections.**

Investor (or Purchaser) – (i) a person (including entities or arrangements controlled by, owned by, or existing for the benefit of such a person) who purchases Certificates who, prior to the receipt of the Offering Circular, is a member of, contributor to, or participant in TSF, independent Christian Churches, Churches of Christ, or other autonomous churches or church ministries adhering to the beliefs and religious principles of the Restoration Movement Christian Churches and Churches of Christ, or in any religious organization that has a programmatic relationship with any of the foregoing, (ii) independent Christian Churches, Churches of Christ, or other autonomous churches or church ministries adhering to the beliefs and religious principles of the Restoration Movement Christian Churches and Churches of Christ, or any religious organization that has a programmatic relationship with any of the foregoing or TSF, or (iii) any ancestor, descendant or successor in interest of persons described in (i) or (ii) above when such ancestor, descendant or successor in interest would only be renewing a Certificate received from or attributable to a Certificate received from such a person.

Loan – A fixed or adjustable interest rate loan originated by TSF to an Eligible Ministry for **Ministry Activities. See “Lending Activities.”**

Ministry Activities – The acquisition of sites in conjunction with the construction of facilities or contiguous to an existing facility (including a church facility, schools and any other facilities operated by Eligible Ministries), construction of a new facility on a site already owned, renovation or expansion of existing facilities, and refinancing or consolidation of existing debt incurred for any of the preceding purposes for qualifying Eligible Ministries.

Offering Circular – This disclosure document prepared by TSF.

NASAA SOP – The North American Securities Administrators Association, Inc. Statement of Policy Regarding Church Extension Fund Securities adopted April 17, 1994, and amended April 18, 2004.

Purchaser – See **“Investor.”**

Time Certificates – See **“Description of Certificates.”**

TSF – The Solomon Foundation, a Colorado nonprofit corporation.

U.S. GAAP – Generally Accepted Accounting Principles in the United States as established by the Financial Accounting Standards Board (FASB).

SUMMARY OF OFFERING

The following is a summary of TSF’s offering and contains only selected information. This summary does not contain all of the information that a potential Investor should consider before investing. The information provided in this summary should be read in conjunction with the detailed information contained in this Offering Circular, including TSF’s audited financial statements.

1. TSF may issue up to Six Hundred Fifty Million Dollars (\$650,000,000) of its Certificates during the 12-month period ending April 30, 2027. This amount may be issued in any one or more of the types of Certificates and may be issued throughout the fifty (50) states and the District of Columbia to the extent qualified for offer and sale in such jurisdictions.
2. TSF is a Colorado nonprofit corporation and is exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended **under Subtitle A thereof. It is a “public charity” under Section 509 of the Code, and is organized and operated exclusively for religious, educational, benevolent and charitable purposes.**
3. TSF offers and sells Certificates to Investors to make funds available for Loans and Ministry Activities.
4. Certificates offered pursuant to this Offering Circular bear a fixed or variable rate of interest and have maturities of one (1) year, three (3) years, and five (5) years, as may be offered by TSF from time to time (except in the case of Demand Certificates, which are demand obligations).
5. Interest payable on Certificates is taxable to the Investor, except when such Certificates are held in an IRA or other similar instrument, in the year in which such interest is paid or credited.
6. At maturity, unless the Investor elects to redeem a Certificate, such Certificate will automatically renew for a term equal to the prior term, or if the prior term is no longer available, a similar term, at the then-current interest rate for such Certificate.
7. **TSF’s Loan portfolio consists of Loans originated for Eligible Ministries. The ability of each borrower to repay its Loan generally depends upon the contributions received from its members. The number of members of each borrower and its revenue is likely to fluctuate. TSF must rely on the borrower’s continued financial viability for repayment of Loans. If a borrower experiences a decrease in contributions or revenues, payments on that Loan may be adversely affected.**
8. TSF will use the proceeds from the sale of its Certificates to carry on Ministry Activities by making Loans to Eligible Ministries and acquiring ministry properties for its gift/leaseback program. **Any Certificate proceeds not used as described above will be invested pursuant to TSF’s investment policies.**
9. **Below is a summary of certain selected financial data with respect to TSF’s operations as of December 31, 2025. This data has been compiled by management from TSF’s audited financial statements, and it should be read in conjunction with the most recent audited financial statements of TSF, which begin on page 37. See “Selected Financial Data” for financial data from the last five (5) fiscal years.**

<u>Description of Selected Financial Data of TSF</u>	<u>12/31/2025</u>
Cash and cash equivalents	\$40,582,903
Loans, net	\$802,225,421
Unsecured Loans receivable	\$17,070,275
As a percentage of Loans, net	2.13%
Loan delinquencies in excess of 90 days as a percentage of Loans, net	0.56%
Investments	\$103,567,709
Interest and dividends receivable	\$4,536,888
Ministry properties, net	\$292,843,639
Premises and equipment, net	\$31,235,361
Total assets	\$1,292,766,887
Line of credit payable	\$30,000,000
Debt securities payable to Investors	\$1,176,873,457
Debt securities redemptions for the period then ended	\$283,669,151
Total net assets	\$70,298,026
Net assets without donor restrictions	\$69,385,478
Net assets with donor restrictions	\$912,548

RISK FACTORS

1. Unsecured and Uninsured General Obligations. The Certificates are general obligations of The Solomon Foundation, a Colorado nonprofit corporation formed December 3, 2010. Investors are dependent solely upon the financial condition of TSF for repayment of principal and interest on the Certificates. The Certificates are unsecured and are not insured.

2. No Sinking Fund or Trust Indenture. No sinking fund or trust indenture has been or **will be established. The absence of a sinking fund and trust indenture may adversely affect TSF's ability to repay principal and interest on the Certificates.**

3. Senior Secured Indebtedness. The Certificates are subordinate in ranking and **priority to TSF's secured line of credit described below and are** of equal priority with all other current indebtedness of TSF. However, TSF reserves the right to issue future obligations, or obtain a line of credit, secured by a first lien on its assets in an amount not to exceed ten percent (10%) of the tangible assets of TSF (total assets less intangible assets as defined by U.S. GAAP). TSF has a \$85,000,000 secured line of credit with Hanmi Bank with actual availability based on the amount of Loans receivable securing the line of credit. As of December 31, 2025, TSF had an outstanding balance of \$30,000,000 with \$53,151,000 in actual remaining availability under such line of credit. **TSF's** Hanmi Bank line of credit is secured by three properties: its headquarters located in Parker, Colorado, a ministry property located in West Hills, California, and a ministry property located in Fullerton, California, as well as approximately \$82,704,000 of Loans receivable. TSF previously had a secured line of credit with CLI Capital, but paid it down to \$0 and closed it as of June 30, 2025. To the extent that TSF has drawn, or further draws, upon the Hanmi Bank (secured) line of credit or incurs any other senior secured indebtedness, then repayment of such line of **credit or indebtedness will have priority in TSF's assets over all other unsecured creditors of TSF, including Investors.**

4. No Public Market for Certificates. No public market exists for the Certificates, and none will develop. Therefore, Investors should consider the purchase of a Certificate as an investment for the full term of the Certificate.

5. Liquidity. **It is TSF's practice to maintain at all times an aggregate operating and reserve liquidity of cash, cash equivalents, and immediately available funds through a line of credit equal to at least 8% of TSF's principal balance of all outstanding Certificates** (which is the NASAA SOP minimum standard). As of December 31, 2025, TSF had cash and cash equivalents, together with its available line of credit (considered up to only 2% of **TSF's outstanding Certificates**), equal to 9.01% of **TSF's** principal balance of all outstanding Certificates. TSF plans to continue to maintain cash and Invested Funds, including its available line of credit in an amount equal to or in excess of this practice. There can be no assurance, however, that such practice will be continued in the future.

6. No Guarantee of Future Offerings. There can be no assurance that TSF will continue **to offer and sell Certificates in the future. See "Financing and Operational Activities."**

7. Tax Consequences. Investors will not receive a charitable deduction upon the purchase of a Certificate, and, except if held in an IRA or similar instrument, interest paid or payable on the Certificates will be taxable as ordinary income to an Investor regardless of whether such interest is paid directly to the Investor or retained by TSF and compounded. Presently, Investors purchasing Certificates greater than \$250,000 in the aggregate with TSF may be subject to tax on an imputed interest amount if the Certificates pay, or are payable, at below-market interest rates. Investors purchasing Certificates equal to or less than \$250,000 are not subject to imputation of interest. All Investors should consult their tax advisors. **See "Tax Aspects."**

8. Loan Collection Risks. **TSF's** Loan portfolio consists of Loans made to Eligible Ministries. The ability of each borrower to repay its Loan generally depends upon the contributions received from its members. The number of members of each borrower and its revenue is likely to fluctuate. **TSF must rely on the borrower's continued financial viability for repayment of Loans. If a borrower experiences a decrease in contributions or revenues, payments on that Loan may be adversely affected. Contributions may decline for a variety of reasons including, but not limited to, the impact of a softening**

economy, increased job losses or other economic difficulties encountered by church members, and/or a **decline in the business prospects of donors.** See “**Lending Activities.**”

9. Interest Rate Fluctuation. Interest rates will fluctuate. Investors should be aware that if interest rates rise or fall, TSF is not obligated to redeem any Certificate prior to its maturity. Further, if interest rates fall, in order to reduce future interest obligations, TSF may exercise its right to call Certificates for redemption (see Risk Factor 24 below). TSF depends to a certain extent on net interest income, which is the difference between income on interest-earning assets, such as Loans and Invested Funds, and expense on interest-bearing liabilities, such as Certificates. TSF is exposed to interest rate risk in its core activities of lending to congregations and other ministries and selling Certificates, since assets and liabilities reprice at different times and by different amounts as interest rates change. TSF is unable to predict changes in market interest rates, which are affected by many factors beyond TSF’s control, including inflation, recession, unemployment, money supply, domestic and international events and changes in the United States and other financial markets. **Starting in March 2022, the Federal Reserve Board (“FRB”) began raising the target federal funds rate for the first time in three years and continued with multiple increases throughout 2022 and 2023. The FRB then held rates steady from July 2023 to September 2024, after which the FRB began a series of cuts to the target federal funds rate in each of September, November and December 2024. At each of its January, March, May, and June 2025 meetings, the FRB declined to institute any cuts and held the rate steady, although the FRB reduced rates in September and October 2025. At its January and March 2026 meetings, the FRB declined to institute a further cut and held the rate steady. Notwithstanding the modest rate cuts in 2024 and 2025, a challenging current interest rate climate continues to create competitive pressures on TSF’s cost of funds. It is not possible to predict the pace and magnitude of changes in interest rates, or the impact rate changes will have on TSF’s results of operations.**

10. Special Purpose of Borrower Properties. Although the Loans made by TSF are primarily secured by a first mortgage on the borrower’s property, typically such property is improved for church, charitable or educational uses and may have a lower fair market value than general purpose properties. As a result, there is no assurance that such properties can be sold for an amount that will be sufficient to repay the amounts owed by borrowers to TSF under the Loans.

11. Loan Policies. The relationship of TSF to its borrowers and policies with respect to Loan delinquencies cannot be compared to that of a normal commercial lender. Recognizing the relationship to its borrowers, TSF’s Loan eligibility and approval criteria may be more flexible than might be applied by a normal commercial lender. In addition, in view of the relationship to its borrowers, TSF may be willing to renegotiate the terms of Loans and, accordingly, the timing and amount of collections on such Loans may be modified. See “**Lending Activities.**”

12. Material Loans and Loan Delinquencies. As of December 31, 2025, TSF had a balance of \$802,225,421 in outstanding Loans, net of allowance for credit losses of \$16,264,856 and including deferred Loan fees and discounts of \$1,122,447 (the “**Total Loan Balance**”). Zero (0) borrowers had a Loan having an aggregate outstanding principal balance greater than five percent (5%) of the Total Loan Balance as of December 31, 2025. As of December 31, 2025, one (1) borrower had Loans that were ninety (90) days or more past due, with an aggregate principal balance of \$4,500,000, which represents 0.56% of the Total Loan Balance. See “**Material Loans and Loan Delinquencies**” on page 22. There can be no assurance that delinquencies will not increase in the future. If TSF experiences any significant losses on any of these Loans, TSF’s resulting financial condition could adversely affect its ability to repay Certificates.

13. Future Changes in Federal or State Laws. Changes in federal laws or the laws of the various states in which TSF offers its Certificates may make it more difficult or costly for TSF to offer and sell Certificates in the future.

14. Certificate Repayment Ability. TSF uses principal and interest payments on Loans and earnings from Invested Funds, and may use proceeds from the sale of new Certificates on a cash-flow basis, to pay interest and principal on Certificates (see “**Use of Proceeds**” on page 17). Future market conditions could affect TSF’s ability to repay Certificates. For example, if yields on Invested Funds fall below Certificate interest rates, if demand for new Certificates decreases significantly or ceases altogether, if there is a significant decrease in the renewal rate of maturing Certificates resulting in a significant increase in redemptions, or if a substantial percentage of borrowers default on Loan payments, TSF’s resulting financial condition could adversely affect its ability to repay Certificates.

15. Geographic Concentration of Loans. There are risks related to geographic concentration of Loans to borrowers within a limited region, such that changes in economic conditions of that region could affect the ability of the borrowers, as a group, to repay the Loans. As of December 31, 2025, the amount of Loans outstanding in each of the eight (8) geographic regions classified by the U.S. Bureau of Economic Analysis (BEA), and their respective percentages of the total Loans outstanding, before adding net deferred Loan fees and discounts and deducting the allowance for credit losses, were as follows:

<u>BEA Region</u>	<u>Loan Amount</u>	<u>% of Total</u>
Far West Region	\$62,347,703	7.6%
Great Lakes Region	\$135,755,337	16.6%
Mideast Region	\$55,465,469	6.8%
New England Region	\$22,150,930	2.7%
Plains Region	\$78,233,673	9.6%
Rocky Mountain Region	\$114,516,320	14.0%
Southeast Region	\$224,867,373	27.5%
Southwest Region	\$121,703,050	14.9%
<u>Non-U.S.</u>	<u>\$2,327,975</u>	<u>0.3%</u>
Total for All Regions	817,367,830	100%

16. Future Material Credit Losses. TSF rates each Loan pursuant to an internal risk rating system and determines its credit loss reserve accordingly. **TSF’s allowances for credit losses** are maintained at a level that it believes is adequate to provide for potential losses. As of December 31, 2025, the aggregate allowance for credit losses was \$16,264,856. There is a risk that credit losses **could be greater than TSF’s** present allowance for credit losses which, if significantly greater than anticipated, could adversely affect **TSF’s financial condition**. See “Allowance for Credit Losses” on page 22.

17. Competition from Other Lenders. The availability and cost of loans offered by banks, other corporations, and loan programs may affect overall demand for Loans from TSF. Any decrease in the **demand for Loans could adversely affect TSF’s financial condition**.

18. Other Investment Opportunities. Other investment opportunities may yield a higher rate of return with less risk than the Certificates. This may adversely affect sales of the Certificates.

19. Minimum Balances Required. Investors may be required to maintain a minimum investment in each Certificate. If the amount invested in a Certificate falls below such minimum amount, the balance of such Certificate may be fully redeemed without notice to the Investor or, in lieu of such full redemption, the interest rate may be reduced to the then-current rate applicable to Demand Certificates. See “**Description of Certificates**” beginning on page 26.

20. Interest Rate on Automatic Rollover or Reinvestment at Maturity. Upon maturity of a Certificate, if an Investor does not choose to redeem the Certificate or to reinvest the amount due thereunder into a new Certificate, then it will be automatically renewed at the interest rate in effect on the date of maturity for such type and term of Certificate or a similar type and term of Certificate if the prior term is no longer available. An automatically renewed Certificate may be assigned a new Certificate investment number. If TSF is then offering a separate interest rate for investments of only new funds, that separate interest rate will not apply to a rollover or reinvestment, and only the rate then applicable to rollovers or reinvestments not involving new funds will apply. If the then-current interest rate is less than the interest rate on the Certificate as in effect prior to maturity, the Investor will receive a lower interest rate return on the renewed Certificate.

21. Interest Rate Policy and Payment Change. TSF reserves the right to change the method by which interest is determined or the frequency with which interest is paid to the Investor or added to the Certificates. If TSF exercises its right to change the method by which interest is calculated or the frequency in which interest is paid on existing Certificates, the holders of such Certificates would receive written notification describing the changes and the method of determining rates of such Certificates. If upon receiving the notice, Investors wish to make a complete withdrawal, they may do so (without penalty) within thirty (30) days of receiving the notice. For the last payment of interest only, they may also be paid interest at the rates in effect for these Certificates during the preceding month, provided they notify TSF within this thirty (30) day period.

22. **TSF Solely Liable on Certificates.** The debts and liabilities of TSF, including the Certificates, are independent of the financial structure of any other person or entity. Therefore, Investors may not rely upon any person or entity other than TSF for payment of the Certificates when due.

23. **Early Withdrawal Penalties.** TSF is not required to redeem any Time Certificate prior to its maturity date. In the event TSF agrees, in its sole discretion, to redeem a Time Certificate prior to its **maturity, early withdrawal penalties may be applied.** See **“Withdrawal and Early Withdrawal Penalties”** on page 28.

24. **Ability to Call Certificates.** TSF has the right to call Certificates for redemption at any time upon sixty (60) days’ written notice. In such event, interest will be paid to the date of redemption.

25. **Limitation on Transferability.** The Certificates are non-negotiable and may be assigned or transferred **only upon TSF’s written consent.** In addition, conditions on the transfer of the Certificates may be imposed under the securities laws of certain states.

26. **Unclaimed Property.** TSF identifies potential unclaimed property if TSF receives undeliverable mail with no forwarding address pertaining to a Certificate or if an Investor ceases to communicate with TSF pertaining to a Certificate. TSF tracks and monitors such a dormant account. However, the Certificate will continue to accrue interest until it is redeemed or until it is disposed of by TSF pursuant to applicable state unclaimed property laws.

27. **Environmental Risks on Collateral.** There is potential environmental liability associated with the collateral securing the Loans made by TSF. While TSF does generally require a third-party Environmental Screen Report before approving a Loan, TSF does not typically require a Phase I Environmental Site Assessment unless the initial screen indicates a potential problem. In the event that environmental pollution or other contamination is found on or near property securing a Loan, TSF could, in some cases, face environmental liability or the security for the Loan could be impaired. In addition, changes to environmental regulations could require a borrower to incur significant unanticipated expenses **to comply with such regulations which could adversely affect the borrower’s ability to repay the Loan.**

28. **Construction Risks.** Many of the Loans made by TSF are used by borrowers for construction of new facilities or improvements to existing facilities. Consequently, such Loans will be subject to usual construction-related risks. Such risks include defaults or bankruptcies of contractors or subcontractors, construction delays (due to events such as weather conditions, strikes, shortage of materials, acts of nature, regulatory delays, etc.), increased and unexpected costs, adverse effects on adjacent facilities and other operations, and other factors and contingencies unknown to or beyond the control of the borrower or other parties. In the event that construction is delayed or prevented, or if costs **for construction increase substantially, the borrower’s ability to repay a Loan could be adversely affected.**

29. **Decrease in Certificate Renewals.** **TSF’s business plan anticipates that a significant number of Certificates will be renewed at maturity.** If there is a significant decrease in the renewal rate of **maturing Certificates resulting in a significant increase in redemptions, TSF’s resulting financial condition could adversely affect its ability to repay Certificates.**

30. **Concentration of Invested Funds.** As of December 31, 2025, approximately 42.8% of the total of \$144,150,612 of cash and Invested Funds of TSF was held in investments in securities that are not considered readily marketable securities, including investments in non-publicly traded REIT preferred stock, and DDI NGI, LLC. **See “Investing Activities” on page 22.** In the event that TSF’s **cash needs exceed** its cash, cash equivalents, readily marketable securities and available line of credit, the potential inability **to readily liquidate the securities that are not considered readily marketable could adversely affect TSF’s financial condition and ability to meet its cash needs.**

31. **Real Estate Marketability.** In furtherance of its purposes, TSF receives donations of real property from Eligible Ministries. TSF then sometimes leases such property back to an Eligible Ministry at below-market rates. This type of transaction is generally entered into by TSF with Eligible Ministries that are facing financial difficulty and/or declining membership, which threaten their continued viability. Through the gift/leaseback arrangement with TSF, Eligible Ministries with debt can be relieved of debt

obligations on real property and become more financially stable. Additionally, by giving ownership of such properties to TSF, in the event an Eligible Ministry ultimately discontinues, TSF will utilize the Eligible Ministry property or the proceeds thereof to provide assistance to new or other existing Eligible Ministries. Thus, by engaging in this gift/leaseback activity, TSF is carrying out an integral part of the activities of its members and other Eligible Ministries adhering to the tenets of the Restoration Movement Christian Churches and Churches of Christ.

As of December 31, 2025, TSF held thirty-eight (38) ministry properties (counting separate parcels received in a single transaction as one property) with a total value of \$292,843,639 (net of accumulated depreciation) that were acquired by gifts or bargain-sale gifts. As of that same date, TSF held an additional six (6) properties valued at \$12,305,278 (net of accumulated depreciation) that were obtained through foreclosures or deeds in lieu of foreclosure. Ministry properties are real estate assets and are recorded on **TSF's books at estimated fair value on the date they are received, less accumulated depreciation. Certain of** these ministry properties are leased by TSF to churches or other ministries, some at below-market rates and for potentially long terms that may, in some cases, be as long as fifty (50) years after including tenant renewal options. As of December 31, 2025, the future minimum rental payments to be received on such leases (excluding inflationary adjustments or contingent rent) are as follows:

	<u>Minimum Rental Payments</u>
2026	\$6,498,510
2027	\$6,191,202
2028	\$5,519,872
2029	\$4,740,903
2030	\$3,978,438
<u>Thereafter</u>	<u>\$29,394,851</u>
Total	\$56,323,776

In addition to ministry properties, TSF owns other properties, including three buildings comprising its headquarters property, called The Solomon Centre. This real estate held is **presented in TSF's financial statements**, at December 31, 2025, at a value of \$39,747,035 (including land, building and improvements and furniture and equipment) and \$31,235,361 after deducting accumulated depreciation. Approximately 32% of Building 1 of The Solomon Centre is leased at or below market rate to Southeast Christian Church for a long term, and the balance of 68% leased at or above market rate to, and is 100% occupied by, nonprofit tenants. TSF moved into its new headquarters, Building 3 of The Solomon Centre, in April 2024, and 25% of the new building consists of **conference rooms and meeting spaces available to all of TSF's tenants, and** the remaining 75% of the building is occupied by TSF.

The bulk of these properties produce rental income, but some or portions of them are rented at below-market rates for potentially long terms **and as part of TSF's mission to support such ministry properties**. As a result, although they can be sold, thereby producing additional income for TSF, there is no assurance that TSF will **receive the values at which they are presented in TSF's financial statements**. See **"Financing and Operational Activities – Real Estate Held"** on page 19.

THE OFFERING

TSF may issue up to Six Hundred Fifty Million Dollars (\$650,000,000) of its Certificates during the 12-month period ending April 30, 2027. This amount may be issued in any one or more of the types of Certificates and may be issued throughout the fifty (50) states and the District of Columbia to the extent qualified for offer and sale in such jurisdictions.

HISTORY AND OPERATIONS

History of The Solomon Foundation

On October 28, 2010, six Restoration Movement Christian Church leaders came together to cast the vision for TSF to serve the growing needs of the Restoration Movement Christian Churches and Churches of Christ all across America to provide churches and their members with competitive investment rates along with affordable financing alternatives for ministry.

From this meeting emerged the influence of two of the Restoration Movement’s most successful churches, committed to be the two founding members of The Solomon Foundation: Church360, located in Grand Prairie, TX, and Christ’s Church of the Valley, in Peoria, AZ. Serving over 58,000 people every weekend, these two churches are financially strong organizations dedicated to the mission of the independent Christian Churches and Churches of Christ all across America. Doug Crozier was then commissioned to research the formation of a new church extension fund, which resulted in the formation of The Solomon Foundation.

The Solomon Foundation

The name of the issuer is The Solomon Foundation. Its principal address is 16995 Pine Lane, Parker, CO 80134.

TSF was incorporated as a Colorado nonprofit corporation on December 3, 2010. TSF is exempt from taxation **under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”), under Subtitle A thereof. It is a “public charity” under Section 509 of the Code, and is organized and operated exclusively for religious, educational, benevolent and charitable purposes.** No part of the net earnings of TSF inures to the benefit of any person or individual. TSF, as a nonprofit corporation, does not have any shareholders. TSF has two corporate members, Church360 (**Grand Prairie, TX**) and Christ’s Church of the Valley (Peoria, AZ).

The management affairs of TSF are conducted by its Board of Directors consisting of at least five (5) and not more than eleven (11) directors as established from time to time by duly adopted resolution of the Board of Directors. All members of the Board of Directors must be members of the Restoration Movement Christian Churches or Churches of Christ and shall be active in the Restoration Movement. The day-to-day operations of TSF are carried out under supervision of the Chief Executive Officer of TSF.

In December 2010, January 2011 and February 2011, TSF was initially funded with grants from Church360 in Grand Prairie, TX and Christ’s Church of the Valley in Peoria, AZ, each contributing a total of \$250,000. The combined \$500,000 in contributions from the founding members started TSF. TSF is authorized, in furtherance of its corporate purposes, to provide a variety of services to independent Christian Churches, Churches of Christ, or other autonomous churches or church ministries adhering to the beliefs and religious principles of the Restoration Movement Christian Churches and Churches of Christ. TSF is engaged primarily in assisting such Eligible Ministries in planning and financing their capital expansion projects.

In the first quarter of 2017, TSF **formed Restoration Movement Media (“RMM”), a Colorado nonprofit corporation, of which TSF is the sole member, which acquired the assets of Christian Standard Media, LLC, including the Christian Standard and The Lookout magazine publications.** RMM operates as an independent, nonprofit ministry continuing to publish The Christian Standard and The Lookout magazine publications to serve congregations, ministries, and Christian leaders worldwide. The Christian Standard was founded in 1866 by Isaac Errett whose family owned the magazine, which grew into Standard Publishing. The Lookout began publication in 1894. The Errett heirs sold the business to a Christian businessman in 1955, and it became the cornerstone of a multinational corporation finally known as Standex International. With their acquisition by RMM, both publications are now owned by an entity controlled within the Restoration Movement Christian Church for the first time in 62 years. See Note 1 in the Notes to Consolidated Financial Statements beginning on page 44 and the Supplementary Information provided following the Notes to Consolidated Financial Statements.

On July 1, 2020, TSF formed Solomon Real Estate Holdings, LLC (“SREH”), a Colorado limited liability company, of which TSF is the sole member. SREH was formed to hold real estate, including ministry properties. SREH is disregarded as a separate entity for tax purposes. SREH operations are overseen by a board of managers.

USE OF PROCEEDS

TSF will use the proceeds from the sale of its Certificates to carry on Ministry Activities as follows:

1. Loans will be originated for Eligible Ministries;

2. Ministry properties will be acquired for **TSF's gift/leaseback program; and**
3. **Any Certificate proceeds not used as described above will be invested pursuant to TSF's investment policies. See "Financing and Operational Activities" beginning on page 18.**

It is anticipated that all operating expenses will be charged against TSF's net assets without donor restrictions and not against Certificate proceeds, although the cash flow from Certificate proceeds may, in fact, be used for operating expenses to the extent that cash flow from other sources is insufficient. **It is anticipated that all interest and principal due on Certificates will be charged against TSF's assets exclusive of new Certificate proceeds**, although the cash flow from new Certificate proceeds may, in fact, be used to repay interest and principal due on Certificates to the extent that cash flow from other sources is insufficient.

The amount of proceeds actually used for each of these purposes will vary depending upon a number of factors, including the amount of Certificates sold to new Investors, the amount of Certificates redeemed or renewed at any given time by existing Investors, the demand for new Loans, and the amount of scheduled payments and prepayments received on outstanding Loans. TSF anticipates that its operating expenses will represent less than 2% of the aggregate offering amount (**based on TSF's 2026 budget**) and **that new Certificate proceeds will not be needed (except on a "cash flow" basis) for operating expenses or to repay interest and principal due on Certificates.** Accordingly, TSF anticipates that new Certificate proceeds will be used for the purpose of making Loans and acquiring ministry properties for its gift/leaseback program, **with surplus funds being invested in accordance with TSF's investment policies. However, there is no guarantee that the anticipated results will occur.**

FINANCING AND OPERATIONAL ACTIVITIES

TSF's means of generating funds for making Loans for Ministry Activities is through the sale of Certificates, earnings from Invested Funds and principal and interest payments on Loans.

In December 2010, January 2011 and February 2011, TSF was initially funded with grants from Church360 in Grand Prairie, TX and Christ's Church of the Valley in Peoria, AZ, each contributing a total of \$250,000. **TSF's headquarters** is located in a building at The Solomon Centre owned by TSF, which was completed in April 2024. The building is approximately 27,000 sq. ft., of which TSF occupies approximately **75%. See "Real Estate Held" on page 19.**

Outstanding Certificates Payable

As of December 31, 2025, TSF had 10,515 Certificates outstanding totaling \$1,176,873,457. The amount of Certificate proceeds and redemptions for the year ended December 31, 2025, are as follows:

	<u>2025</u>
Proceeds from issuance of and reinvestments in Certificates payable	\$411,731,316
Redemption of Certificates payable	\$(283,669,151)

The Certificates payable held by TSF at December 31, 2025, mature as follows:

Demand	\$319,426,768
2026	\$266,774,997
2027	\$216,218,484
2028	\$181,392,022
2029	\$85,389,855
2030	\$78,110,761
<u>Thereafter</u>	<u>\$29,560,570</u>
Total	\$1,176,873,457

Outstanding Loans Receivable

As of December 31, 2025, TSF had Loans with an outstanding balance totaling \$802,225,421, net of allowance for credit losses of \$16,264,856 and including deferred Loan fees and discounts of \$1,122,447.

The anticipated Loan maturities in each of the next five (5) years and the aggregate thereafter are as follows:

2026	\$106,077,782
2027	\$95,351,907
2028	\$80,291,213
2029	\$66,463,606
2030	\$63,375,011
2031 and thereafter	\$405,808,311
Plus deferred Loan fees and discounts	\$1,122,447
<u>Less allowance for credit losses</u>	<u>\$(16,264,856)</u>
Total	\$802,225,421

NOTE: Amounts shown above are estimates based upon current amortization schedules. Such amortization schedules may be adjusted throughout the life of a Loan as interest rates change and unscheduled payments are made. Figures are for Loans of record as of December 31, 2025. The above estimates are based upon historical data and average amortization schedules.

The NASAA SOP requires that a church extension fund, such as TSF, should limit the amount of Loans that are not secured by real or personal property or guaranteed by third parties to no more than ten percent (10%) of its outstanding Loans. As of December 31, 2025, there were twenty-five (25) Loans with outstanding balances totaling \$17,070,275 that were not secured by real or personal property or guaranteed by third parties, representing 2.13% of the total outstanding Loans, net, and there were no Loan commitments that are not to be secured by real or personal property or guaranteed by third parties.

Real Estate Held

TSF's Headquarters Property – The Solomon Centre

TSF's headquarters property, called The Solomon Centre, is comprised of land and three buildings owned by TSF. Building 1 is TSF's former headquarters building that is, along with Building 2, exclusively rented to nonprofit tenants. TSF completed construction on and moved into a new, approximately 27,000 sq. ft. headquarters building in April 2024, which is Building 3 of The Solomon Centre. Approximately 75% of Building 3 is occupied by TSF, with the remainder of Building 3 consisting of conference rooms and meeting spaces available to all of TSF's tenants.

TSF continues to own the land and the approximately 60,000 sq. ft. Building 1, at which its headquarters used to be located, and the 23,000 sq. ft. Building 2 occupied by SECOR, which, collectively with Building 3, **are presented in TSF's financial statements**, at December 31, 2025, at a value of \$39,747,035 (including land, building and improvements and furniture and equipment), and \$31,235,361 after deducting accumulated depreciation.

In 2014, TSF entered into an initial 20-year lease agreement under which Southeast Christian Church leases approximately 16,000 sq. ft. in Building 1 for \$1.00 per year. The lease agreement with Southeast Christian Church provides that, in the event the property is rendered untenable during the initial term due to casualty or condemnation and if, as a result, the lease agreement is terminated by TSF, then TSF will be required to pay to Southeast Christian Church a termination fee equal to the following formula: \$2,640,000 minus (\$11,000 multiplied by the number of full months of occupancy by Southeast Christian Church), less amounts then owed by Southeast Christian Church to TSF. During 2020, tenant improvements were completed on the first floor, and Building 1 is fully leased to nonprofit tenants, including Youth For Christ, CASA, TRIAD, Lifeline Christian Mission, and Southeast Christian Counseling Center. TSF also constructed the 23,000 sq. ft. Building 2 on the property for SECOR. SECOR has entered

into a 20-year lease agreement with TSF for Building 2. TSF intends to maintain adequate insurance coverage against casualty risks with respect to The Solomon Centre.

Ministry Properties

In furtherance of its purposes, TSF receives donations of real property from Eligible Ministries. TSF then may lease such property back to the Eligible Ministry at below-market rates. This type of transaction is generally entered into by TSF with Eligible Ministries which are facing financial difficulty and/or declining membership that threaten their continued viability. Through the gift/leaseback arrangement with TSF, Eligible Ministries with debt can be relieved of debt obligations on real property and become more financially stable. Additionally, by giving ownership of such properties to TSF, in the event an Eligible Ministry ultimately discontinues, TSF will utilize the Eligible Ministry property or the proceeds thereof to provide assistance to new or other existing Eligible Ministries. Thus, by engaging in this gift/leaseback activity, TSF is carrying out an integral part of the activities of its members and other Eligible Ministries adhering to the tenets of Restoration Movement Christian Churches and Churches of Christ. The vast majority of ministry properties have seen positive growth since entering into the gift/leaseback transaction with TSF.

As of December 31, 2025, TSF held thirty-eight (38) ministry properties (counting separate parcels received in a single transaction as one property) with a total value of \$292,843,639 (net of accumulated depreciation) that were acquired by gifts or bargain-sale gifts. As of that same date, TSF held an additional six (6) properties valued at \$12,305,278 (net of accumulated depreciation) that were obtained through foreclosures or deeds in lieu of foreclosure. Ministry properties are real estate assets and are recorded on **TSF's books at estimated fair value on the date they are received**, less accumulated depreciation. Certain of these ministry properties are leased by TSF to churches or other ministries, some at below-market rates and for potentially long terms that may, in some cases, be as long as fifty (50) years after including tenant renewal options. As of December 31, 2025 the future minimum rental payments to be received on such leases (excluding inflationary adjustments or contingent rent) are as follows:

	<u>Minimum Rental Payments</u>
2026	\$6,498,510
2027	\$6,191,202
2028	\$5,519,872
2029	\$4,740,903
2030	\$3,978,438
<u>Thereafter</u>	<u>\$29,394,851</u>
Total	\$56,323,776

In 2025, TSF engaged in one (1) real estate gift/leaseback transaction in which the property received had an aggregate estimated fair value (valued at the date of each gift) of approximately \$66,500,000, with an aggregate net gift value of \$39,212,690. These gifts are **included in TSF's** Consolidated Statements of Activities for the year ended December 31, 2025, as a contribution of assets without donor restrictions. Also, these properties are included in **"Ministry properties" in TSF's** Consolidated Statements of Financial Position, as of December 31, 2025.

LENDING ACTIVITIES

Loans will be originated for qualifying Eligible Ministries for the acquisition of sites in conjunction with the construction of facilities or contiguous to an existing facility (including a church facilities, schools and any other facilities operated by Eligible Ministries), construction of a new facility on a site already owned, renovation or expansion of existing facilities, and refinancing or consolidation of existing debt incurred for any of the preceding purposes for qualifying Eligible Ministries. TSF may also acquire existing buildings and renovate them into a ministry property. TSF may also originate line of credit Loans for short term cash flow needs of borrowers.

TSF's underwriting guidelines have been established and may be changed only by TSF's Board of Directors. As of the date of this Offering Circular, TSF's underwriting guidelines are as described below. TSF's underwriting guidelines generally require that Loans be secured by a first mortgage or deed of trust on the property of the borrowers and/or by a pledge of Certificates in an amount generally equal to or

exceeding the outstanding Loan principal balance. When Certificates are pledged to secure a Loan, the **underwriting guidelines require that TSF's security interest in such pledged assets be perfected pursuant to applicable state laws. At least ninety percent (90%) of TSF's outstanding Loans will be secured by real or personal property. Any extension, renewal or modification of a Loan will be underwritten according to policies applicable at the time of extension, renewal or modification of the Loan. TSF's** underwriting guidelines further generally require all borrowers to submit a financial plan for Loan repayment including, as may be requested by TSF, source of funds, repayment schedules, and cash flow projections. TSF may also require a borrower to maintain Loan **reserves in Certificates, in TSF's sole discretion. Further, TSF's** underwriting guidelines generally require consideration of the following factors: (i) debt service coverage ratio, (ii) expense coverage ratio, (iii) church attendance growth, (iv) debt per church attendee, (v) offering per church attendee, and (vi) loan to value ratio. TSF considers those factors to determine an overall credit score that TSF will consider as part of its Loan approval process. An assessment of additional subjective factors such as growth potential, staff, location, programming and leadership will also be performed on every Loan application.

TSF's underwriting guidelines also generally require borrowers to submit, at minimum, the following:

1. A completed Loan application;
2. **Financial statements for the borrower's three (3) most recent years, along with a list of borrower's cash and liquid investments not disclosed in financial statements;**
3. **Copies of the borrower's governing documents and, where applicable, a Certificate of Good Standing; and**
4. If the Loan is to be secured, in whole or in part, by a mortgage or deed of trust on real property:
 - a. A set of architectural drawings, if applicable;
 - b. An appraised value of any property being purchased or improved, or a completed Appraisal Checklist supplied by TSF;
 - c. A third-party Environmental Screen Report;
 - d. Copies of construction contracts between the borrower and contractors (if any);
 - e. Preliminary title insurance commitment from a title insurance company, along with updates to such commitment as necessary, or a current abstract of title if title insurance is unavailable;
 - f. Evidence of zoning compliance, if applicable; and
 - g. Flood Certificate.

TSF may, on an exception basis, waive one or more of these requirements if TSF determines that doing so will not materially increase the risk associated with the particular Loan.

In addition, in the case of Loans secured, in whole or in part, by a mortgage or deed of trust on real property, **TSF's underwriting guidelines generally require borrowers to maintain hazard and, if applicable, builder's risk insurance. TSF must be named** as an additional insured and loss payee/mortgagee on any such policy of insurance during the term of a Loan. Also, the underwriting guidelines generally require property title insurance to be obtained where it is available.

The terms and availability of Loans to be made by TSF have been established and are revised **periodically by TSF's Board of Directors. Loans are written at either a fixed or adjustable interest rate,** determined under the policies of TSF. Loans with a fixed interest rate will have an interest rate that adjusts **at least every five (5) years. Interest rates of Loans are generally based on TSF's then current** cost of funds plus a margin that is generally, but can be greater or smaller than, 2.5% per annum. TSF's cost of funds is the weighted average annual rate of interest, determined by TSF on a date selected by it, based upon the interest and other costs payable on or with respect to such of its outstanding investment and other obligations as shall be determined by TSF pursuant to its lending procedures as in effect from time to time. TSF reserves the right to offer differing interest rates for Loans with different periods of interest rate

adjustments or different maturity periods (*i.e.*, a two-year adjustable-rate Loan versus a three-year fixed rate Loan). Loans for capital construction may be at a fixed or adjustable rate. Loans will generally be written for terms between one (1) to thirty (30) years with monthly payments based on an amortization period up to thirty (30) years. Interest-only payments will be required during the construction phase of a Loan. Line of credit Loans, which may be secured or unsecured, for short term cash flow needs of borrowers provide for terms of up to five (5) years, with interest-only payments.

Material Loans and Loan Delinquencies

TSF had a balance of \$802,225,421 (as of December 31, 2025) in outstanding Loans, net of a reserve for credit losses of \$16,264,856 and including deferred Loan fees and discounts of \$1,122,447 (**the “Total Loan Balance”**). Zero (0) borrowers had a Loan having an aggregate outstanding principal balance greater than five percent (5%) of the Total Loan Balance as of December 31, 2025. As of December 31, 2025, one (1) borrower had Loans that were ninety (90) days or more past due, with an aggregate principal balance of \$4,500,000, which is 0.56% of the Total Loan Balance. As December 31, 2025 and 2024, one (1) and five (5) borrowers, respectively, had Loans that were ninety (90) days or more past due. There can be no assurance that delinquencies will not increase in the future. In addition, as of December 31, 2025, Loans that were ninety (90) days or more past due and Loans that were collateral dependent totaled \$90,172,958.

Due to the nature of the relationship with its borrowers, it is the policy of TSF to closely monitor loan status and work with its borrowers to find solutions and assist in their efforts to meet Loan obligations. However, no assurance can be given that TSF will be willing to refinance, restructure or work out delinquent Loans in the future.

Allowance for Credit Losses

TSF rates each Loan pursuant to an internal rating system and determines its credit loss reserve accordingly. **TSF’s allowances for** credit losses are maintained at a level that it believes is adequate to provide for potential losses. As of December 31, 2025, the aggregate allowance for credit losses was \$16,264,856. During the years ended December 31, 2025, 2024 and 2023, TSF recorded charge offs of \$1,118,551, \$326,521, and \$216,923, respectively.

INVESTING ACTIVITIES

TSF maintains a portion of its assets in an investment portfolio pending utilization for Loan activities or for maintaining reasonable liquidity. The current investment policy of TSF restricts investments to United States Treasury issues, money market funds, bank time deposits, bank certificates of **deposit, investment obligations of other church extension funds (with approval of TSF’s Board of Directors)**. **TSF’s Board of Directors may approve other investments not within the current policy, and TSF’s Board of Directors has specifically approved investment of certain amounts in REIT common and preferred stock (see table below). TSF’s investment in REIT preferred stock is excluded from its liquidity calculation and does not have a readily determinable fair value.** See Note 2 to the Financial Statements. TSF may from time to time change its investment policies to include intermediate and long-term U.S. government and other fixed income securities or other types of investments.

The Board of Directors oversees the investment policy and reviews investment transactions on a quarterly basis. The Chief Executive Officer, Executive Vice President, President, and Executive Vice President, Chief Financial Officer have **the responsibility of implementing the policy.** See “**Management.**” TSF does not currently utilize the services of an investment adviser.

Below is a summary of TSF's cash and Invested Funds as of December 31, 2025:

Type of Investment	12/31/2025	% of Total
Cash and cash equivalents	\$40,582,903	28.2%
Invested Funds		
REIT common stock	\$1,454,230	1.0%
REIT preferred stock	\$60,000,000	41.6%
Debt certificates	\$40,419,495	28.0%
Investment in DDI NGI, LLC	\$1,693,984	1.2%
Total	\$144,150,612	100.0%

As of December 31, 2025, TSF had an investment of \$1,693,984 in DDI NGI, LLC, an Indiana **limited liability company ("DDI NGI")**, of which each member is a nonprofit, tax-exempt organization. As of December 31, 2025, TSF owned 48% of DDI NGI. DDI NGI was formed to allow certain nonprofit, tax-exempt organizations to invest in the funding of the development and completion of loan and investment data processing software by **DiscipleData, Inc., an Indiana nonprofit corporation ("DDI")**. TSF has the right to appoint a member to DDI's Board of Directors. TSF's Executive Vice President, CFO, and Treasurer has served on DDI's Board of Directors since April 1, 2024. TSF's investment is accounted for using the equity method. See Note 2 to the Financial Statements.

For the years ended December 31, 2025, 2024, and 2023 respectively, TSF recorded net realized and unrealized gain (loss) on certain Invested Funds of \$(164,741), \$(417,725), and \$(112,413).

SELECTED FINANCIAL DATA

TSF was incorporated on December 3, 2010, and has no financial history prior to that date. Below is a summary in tabular form of certain selected financial data with respect to TSF's operations as of December 31, 2025. This data has been compiled by management from TSF's audited financial statements, and it should be read in conjunction with the most recent audited financial statements of TSF (including the Notes thereto), which begin on page 36. This information has been derived from TSF's audited financial statements. The financial statements as of and for the years ended December 31, 2025, 2024, and 2023 have been audited by Forvis Mazars, LLP, independent auditors, as stated in their report appearing herein. The financial statement as of and for the years ending December 31, 2022 and 2021, were audited by Forvis Mazars, LLP and FORVIS, LLP, respectively, whose reports expressed an unmodified opinion on those financial statements.

Description of Selected Financial Data	12/31/2025	12/31/2024	12/31/2023	12/31/2022	12/31/2021
Cash and cash equivalents	\$40,582,903	\$45,692,233	\$43,129,114	\$72,222,455	\$113,884,649
Loans, net	\$802,225,421	801,400,221	743,269,274	641,682,672	550,634,233
Unsecured Loans receivable	\$17,070,275	17,015,960	13,893,490	7,866,213	4,309,167
Unsecured Loans as a percentage of Loans, net	2.13%	2.12%	1.87%	1.23%	0.78%
Loan delinquencies in excess of 90 days as a percentage of Loans, net	0.56%	3.51%	3.97%	0%	0%
Investments	\$103,567,709	81,575,223	80,756,362	98,904,208	18,984,626
Interest receivable	\$4,536,888	5,040,121	4,703,741	4,009,085	2,772,278
Ministry properties, net	\$292,843,639	227,432,935	216,068,696	211,252,137	170,821,817

Premises and equipment, net	\$31,235,361	32,570,993	31,369,252	22,052,994	20,908,192
Total Assets	\$1,292,766,887	1,209,680,014	1,131,047,094	1,062,381,439	885,996,856
Debt securities payable to Investors	\$1,176,873,457	1,048,811,292	965,027,061	945,754,272	829,081,926
Debt securities redemptions for the year then ended	\$283,669,151	249,647,163	316,867,342	250,139,747	107,747,275
Total net assets	\$70,298,026	64,159,423	73,400,576	73,251,247	44,841,464
Net assets without donor restrictions	\$69,385,478	63,279,190	72,552,398	72,435,077	44,534,659
Net assets with donor restrictions	\$912,548	880,233	848,178	816,170	306,805
Change in total net assets for the year then ended	\$6,138,603	(9,241,153)	1,991,249	28,409,783	6,732,496
Change in net assets without donor restrictions	\$6,106,288	(9,273,208)	1,959,241	27,900,418	6,819,434
Change in net assets with donor restrictions	\$32,315	32,055	32,008	509,635	(86,938)

Management's Financial Summary

The senior leadership team of TSF, consisting of TSF's executive officers, reviews TSF's overall financial position monthly. TSF's operating philosophy is to maintain a position of liquidity sufficient to provide for operating cash requirements, a capital position sufficient to support its financial position and operations, and a margin of assets over liabilities. A significant shift in interest rates or Loan demand may adversely affect actual performance. TSF's Board of Directors may modify existing procedures or implement new procedures to enable TSF to operate under changing economic conditions. Some of the key areas regularly reviewed are the following:

Source of Funds for Payment of Certificates – Under TSF's method of accounting, interest payments on Certificates will be made from TSF's operating income and net assets without donor restrictions, and principal payments on Certificates will be made from TSF's assets, exclusive of new Certificate proceeds. TSF anticipates that new Certificate proceeds will not be needed (except on a "cash flow" basis) for operating expenses or to repay interest and principal due on Certificates. See "Use of Proceeds" on page 17. However, there is no guarantee that the anticipated results will occur.

Capital Adequacy – The net assets of TSF are anticipated to support TSF's ability to maintain its operations. As of December 31, 2025, TSF's net assets as a percentage of its total assets were 5.44% (which is greater than the NASAA SOP minimum standard of 5%) determined as follows:

	<u>12/31/2025</u>
Net Assets	\$70,298,026
Total Assets	\$1,292,766,887
Net Assets Percentage of Total Assets	5.44%

TSF strives to maintain a strong capital position to support TSF's operations and growth.

Liquidity – It is TSF's policy to maintain at all times an aggregate operating and reserve liquidity, comprised of cash, cash equivalents, readily marketable securities and immediately available funds through a line of credit, equal to at least 8% of TSF's principal balance of all outstanding Certificates to provide for cash

requirements of TSF as well as reserve liquidity. As of December 31, 2025, TSF had cash, cash equivalents and readily marketable securities, and an available line of credit (**collectively, “Cash and Available Funds”**), equal to 9.01% of the total outstanding Certificates (which is greater than the NASAA SOP standard of 8%) as follows:

	<u>12/31/2025</u>
Cash and cash equivalents	\$40,582,903
Investments, excluding equity and preferred stock	\$41,873,725
Available Line of Credit (limited to 2% of Outstanding Certificates Payable)	<u>\$23,537,469</u>
Total Cash and Available Funds	\$105,994,097
Debt Securities Payable	\$1,176,873,457
Cash and Available Funds Percentage of Certificates Payable	9.01%

Cash Flow – The ratio of available cash, cash equivalents and Invested Funds as compared to cash redemptions is expected to be at least one to one (1:1) pursuant to the NASAA SOP and, therefore, is anticipated to be sufficient to meet its cash requirements for expenses as well as payments of interest and principal due on Certificates. However, there is no guarantee that the anticipated results will occur. TSF’s ratio of available cash to cash redemptions for its three most recent fiscal years is at least one to one (1:1) as follows:

	<u>2025</u>	<u>2024</u>	<u>2023</u>
Net cash provided by (used in) operating activities	\$(16,976,311)	\$(4,192,476)	\$6,227,118
Liquid assets, including cash, cash equivalents, and readily marketable securities (at beginning of year)	\$65,365,953	61,794,405	108,969,853
Loan Repayments	\$43,098,828	59,592,830	28,419,056
Cash from sale of Certificates	\$411,731,316	333,431,394	336,140,131
Available line of credit (at beginning of year)	\$21,199,000	26,602,000	14,552,000
<u>Loan Disbursements</u>	<u>\$(79,941,557)</u>	<u>(122,809,618)</u>	<u>(131,337,226)</u>
Total Available Cash	\$444,477,229	354,418,535	362,970,932
<u>Redemptions of Certificates</u>	<u>\$283,669,151</u>	<u>249,647,163</u>	<u>316,867,342</u>
Ratio	1.57	1.42	1.15

Loan Delinquencies – For the year ended December 31, 2025, one (1) borrower had Loans that were ninety (90) days or more past due, with an aggregate principal balance of \$4,500,000, representing 0.56% of TSF’s net total outstanding Loans receivable.

Operating Trends – TSF had a net surplus of income over expenses in 2025, and a net deficit of income over expenses in 2024, and a net surplus of income over expenses in 2023, 2022, and 2021. During fiscal years ended December 31, 2025, 2024, 2023, 2022, and 2021, TSF received contributions without donor restrictions totaling \$40,412,879, \$6,279,715, \$14,956,455, \$37,547,255, and \$12,997,142, respectively. TSF has included contribution income to achieve a positive change in net assets, which contribution income has come mainly from the receipt of ministry properties and planned giving. (See “**Financing and Operational Activities – Real Estate Held**” on page 19). A material reduction in the contributions TSF receives during periods in which its other income is insufficient to cover expenses could affect TSF’s ability to realize increases in net assets in future years. There is no guarantee that TSF will continue to have a net surplus of income over expenses in the future. Below is a summary of TSF’s **change in net assets for 2025, 2024, 2023, 2022, and 2021**:

	<u>12/31/2025</u>	<u>12/31/2024</u>	<u>12/31/2023</u>	<u>12/31/2022</u>	<u>12/31/2021</u>
Net interest income (expense) after provision for credit losses	\$(8,561,053)	\$1,210,606	\$2,407,522	\$4,035,137	\$4,434,688
Net noninterest income (expense) including contributions without donor restrictions	\$14,667,341	(10,483,814)	(448,281)	23,865,281	2,384,746
Change in net assets without donor restrictions	\$6,106,288	(9,273,208)	1,959,241	27,900,418	6,819,434
Change in net assets with donor restrictions	\$32,315	32,055	32,008	509,365	(86,938)
Change in net assets for the year then ended	\$6,138,603	(9,241,153)	1,991,249	28,409,783	6,732,496
Net assets at the beginning of the period (as adjusted for adoption of ASC 326 in 2023)	\$64,159,423	73,400,576	71,409,327	44,841,464	38,108,968
Net assets at the end of the period	\$70,298,026	64,159,423	73,400,576	73,251,247	44,841,464

Interest Rate Management – **TSF’s** method of determining interest rates on Certificates and Loans is based upon an effort to reduce the risks pertaining to the differential between borrowing and lending rates. Prior to closing a Loan, TSF limits the length of time to which it is committed to an initial Loan interest rate to sixty (60) days. **TSF charges a penalty for early withdrawal of Time Certificates.** See **“Withdrawal and Early Withdrawal Penalties” on page 28.** TSF has implemented these procedures to allow it to operate under fluctuating economic conditions.

DESCRIPTION OF CERTIFICATES

Investments offered by The Solomon Foundation are not bank deposits or obligations and are not insured by the FDIC, the SIPC or any other federal or state agency.

TSF may issue up to Six Hundred Fifty Million Dollars (\$650,000,000) of its Certificates during the 12-month period ending April 30, 2027. This amount may be issued in any one or more of the types of Certificates and may be issued throughout the fifty (50) states and the District of Columbia to the extent qualified for offer and sale in such jurisdictions. Certificates will be offered to eligible Investors and must be purchased in minimum face amounts of Two Hundred Fifty Dollars (\$250) in the case of Demand Certificates and Five Hundred Dollars (\$500) in the case of Time Certificates. The terms of any Certificates purchased pursuant to this Offering Circular will remain as described in this Offering Circular. However, no assurance can be given that the terms of any Certificates offered in future issues will remain the same as those described herein.

All Certificates offered to individual Investors are also available as investments for self-directed IRAs of individual Investors. In order to purchase Certificates for a self-directed IRA, the individual Investor must first establish a self-directed IRA with TSF for this purpose. The individual Investor must also complete a purchase application along with certain other documents necessary to authorize TSF, as **custodian, to purchase Certificates to be held in the individual Investor’s IRA.** Please be aware that a processing fee may be assessed on IRA investments by TSF, as custodian, for wire transfers, termination of an IRA account, and various other services. Detailed information about this arrangement is available through TSF. In order to comply with the USA Patriot Act, TSF may require additional information to verify an Investor’s identity; its privacy policy is provided to all potential IRA investors. For additional information regarding IRA investment options or required forms, contact TSF directly.

Previously, TSF had engaged a third-party custodian, GoldStar Trust Company, located in Canyon, Texas, a financial institution with trust powers (“GoldStar”), to act as custodian of self-directed IRAs. However, by letter dated May 31, 2022, the Internal Revenue Service issued its Notice of Approval that TSF may act as a passive and non-passive nonbank trustee or custodian with respect to IRAs. Effective January 1, 2023, TSF acts as custodian of self-directed IRAs, and, upon direction of individual Investors, invests such funds.

TSF will accept payment for Certificates in the form of personal check, cashier’s check, money order or electronic funds transfer. TSF offers no financing terms. The Certificates offered and issued by TSF are issued as uncertificated securities (*i.e.*, in book-entry form), and the right of Investor(s) in such Certificates will be reflected upon the books and records of TSF. The terms and conditions of Certificates will be construed under and governed by Colorado law. The Investor will receive a periodic statement indicating the balance of a particular investment including any additions, withdrawals and any interest credited, withdrawn or accumulated.

Interest

Funds received for the purchase of Certificates earn interest from the day of issuance calculated on a 365-day basis, except in leap years in which case interest is calculated on a 366-day basis. Interest is accrued daily and compounded quarterly on the last day of each calendar quarter. Interest shall be added to the principal amount unless the Investor requests, either upon application for the Certificate or in any subsequent written notice received by TSF, that the interest be paid monthly or quarterly to the Investor. The election by the Investor to receive periodic monthly or quarterly payments of interest is available only on investments of \$5,000 or more. This election may be changed at any time upon receipt by TSF of the **Investor’s written notice to change. All Investors receive statements indicating the activities for the prior period at the end of each calendar quarter. Investors may choose to make a charitable contribution to TSF or to their church organization of interest earned on Certificates (see “Tax Aspects” at page 30).**

Certificates will bear interest at a rate that is determined from time to time in accordance with the then current policies of TSF. Interest rates are currently established by TSF through a review of current interest rates paid by other institutions, while ensuring TSF maintains a spread to cover its operating costs. If an Investor invests a certain amount with TSF, **in TSF’s discretion**, the interest rate to be paid on such **Investor’s Certificates may be higher than the usual rates and** may be specially negotiated between the **Investor and TSF. See “Negotiated Certificates” below.**

The interest rate on a Time Certificate does not vary over the term of the Certificate. The interest **rate on a Demand Certificate may be adjusted monthly. See “Demand Certificates” below. TSF will review** certain factors, such as investment gap analysis, Loan demand, cash flow needs and the current policy of **the Federal Reserve, before establishing each month’s rate of interest. TSF will provide potential and** existing Investors with current interest rates on Certificates along with this Offering Circular and, at any other time, upon request.

TSF reserves the right to change the method by which interest is determined or the frequency with which interest is paid to the Investor or added to the Certificates. If TSF exercises its right to change the method by which interest is calculated or the frequency in which interest is paid on existing Certificates, the holders of such Certificates would receive written notification describing the changes and the method of determining rates of such Certificates. If upon receiving the notice, Investors wish to make a complete withdrawal, they may do so within thirty (30) days of receiving the notice. For the last payment of interest only, they may also be paid interest at the rates in effect for these Certificates during the preceding month, provided they notify TSF within this thirty (30) day period.

TSF will establish interest rates on a regular basis for Demand Certificates and for Time Certificates having terms of one (1) year, three (3) years, and five (5) years, as may be offered by TSF from time to time. TSF may, from time to time, establish separate interest rates for investments of only new funds that are different from the interest rates applicable to rollovers or reinvestments of existing investments.

Time Certificates (Cornerstone Investment)

Time Certificates pay interest at rates that remain fixed throughout their term and are available for terms of one (1) year, three (3) years, and five (5) years, as may be offered by TSF from time to time, with an initial investment of Five Hundred Dollars (\$500). Additions of principal may be made to Time Certificates **in TSF's discretion**.

Demand Certificates (Foundation Investment)

Demand Certificates pay interest at an adjustable interest rate that may be adjusted on the first day of each month. An initial investment of Two Hundred Fifty Dollars (\$250) is required to open a Demand Certificate. Additions of principal may be made to Demand Certificates at any time. Withdrawals from Demand Certificates may be made at any time without any penalty or service fee and are payable upon request of the Investor provided, however, that TSF reserves the right to require the Investor to provide up to sixty (60) days written notice of any intended withdrawal before such withdrawal is made.

Negotiated Certificates (Keystone Investment)

Negotiated Certificates include a Time Certificate or Demand Certificate issued to an Investor who invests a certain amount with TSF, **in TSF's discretion**, called the Keystone Investment. The interest rate to be paid on Keystone Investments may be higher than the usual rates and may be specially negotiated between the Investor and TSF.

Retirement Certificates

A Time Certificate or Demand Certificate may be issued to an IRA, an employer-sponsored 403(b) plan, or another similarly situated plan, provided that such IRA or plan permits investments in Certificates. Because an IRA is subject to specific requirements under the Internal Revenue Code, Investors are encouraged to consult their tax advisors before deciding to invest IRA assets in a Certificate.

Maturity/Automatic Rollover

At least thirty (30) days prior to maturity of a Time Certificate, TSF will send a written notice and a new Offering Circular to Investors, unless the Investor has previously received a current Offering Circular. The notice given by TSF shall state the maturity date of such Certificate and that the Certificate shall be automatically renewed at the current interest rate in effect on the date of maturity for such type and term of Certificate, or if the prior term is no longer available, at the current interest rate in effect for a similar type and term, and under the terms described in the then current Offering Circular, unless the Investor elects in writing within five (5) **days before or after the Certificate's maturity date to redeem the Certificate** or to reinvest the amount due thereunder into a new Certificate. An automatically renewed Certificate may be assigned a new Certificate investment number. If TSF is then offering a separate interest rate for investments of only new funds, that separate interest rate will not apply to a rollover or reinvestment, and only the rate then applicable to rollovers or reinvestments not involving new funds will apply. In the event that an Investor elects to redeem without reinvestment, TSF will pay to the Investor named in such Certificate the full amount of principal outstanding plus any interest added to principal and not previously withdrawn.

TSF's Early Redemption Right

TSF has the right to call Certificates for redemption at any time upon sixty (60) days written notice. In such event, interest will be paid to the date of redemption.

Withdrawal and Early Withdrawal Penalties

TSF is not required to redeem all or part of any Time Certificate prior to its maturity date. As a matter of policy, TSF may redeem Time Certificates prior to the maturity date at the request of Investors upon a showing of need. When TSF agrees to redeem a Time Certificate prior to the maturity date, early withdrawal penalties are applied as follows:

<u>Initial Term of Certificate</u>	<u>Early Withdrawal Penalty</u>
Up to 24 months	1% of the amount redeemed
Over 24 months up to 36 months	2% of the amount redeemed
Over 36 months	3% of the amount redeemed

Management of TSF may consider any extenuating circumstances that cause an Investor to request an early withdrawal and may waive some or all of any early withdrawal penalty. In no event, however, will any early withdrawal penalty be applied in the case of a redemption of a Certificate occurring upon or as a result of the death of the Investor in whose name such Certificate was issued.

In addition, in the event that the balance of a Certificate would, upon a withdrawal or partial redemption, fall below \$250 in the case of a Demand Certificate or below \$500 in the case of a Time Certificate, the balance of such Certificate may be fully redeemed without notice to the Investor or, in lieu of such full redemption, the interest rate may be reduced to the then current rate applicable to Demand Certificates.

Unsecured General Obligation Status of Certificates

The Certificates are unsecured and of equal priority with all other current indebtedness of TSF, **except for TSF's secured line of credit described below** and any future secured indebtedness. TSF reserves the right to issue future obligations, or obtain a line of credit, secured by a first lien on its assets in an amount not to exceed ten percent (10%) of the tangible assets of TSF (total assets less intangible assets as defined by U.S. GAAP). TSF has a secured line of credit with Hanmi Bank with potential availability of up to \$85,000,000 with actual availability based on the amount of Loans receivable securing the line and, as of December 31, 2025, TSF had \$53,151,000 available under such line of credit. **TSF's line of credit is** also secured by three properties: its headquarters located in Parker, Colorado, a ministry property located in West Hills, California, and a ministry property located in Fullerton, California. TSF previously had a second secured line of credit with CLI Capital, but paid it down to \$0 and closed it as of June 30, 2025. To the extent that TSF has drawn, or further draws, upon the Hanmi Bank (secured) line of credit or incurs any other senior secured indebtedness, then repayment of such line of credit or indebtedness will have priority **in TSF's assets over all other unsecured creditors of TSF, including Investors.**

Additional Information

TSF reserves the right at any time to discontinue offering any of the Certificates described herein without the need to supplement this Offering Circular. TSF also reserves the right at any time to offer additional Certificates having terms different than the terms of the Certificates described in this Offering Circular. The Certificates are non-negotiable and may be assigned or transferred **only upon TSF's written consent.**

PLAN OF DISTRIBUTION

The primary means for marketing the Certificates will be through promotional brochures and Offering Circulars distributed to churches and individual members of churches. Promotional materials will **also be published on TSF's website** (www.thesolomonfoundation.org). TSF will also make the Offering Circular and purchase application form available on its website and by e-mail. In addition, promotional materials will be distributed at church conferences, national and regional meetings, retreats and seminars. **A representative for TSF may discuss the nature and purpose of TSF's work at national or regional meetings or at church services or gatherings.** Each Investor will be provided a copy of the Offering Circular prior to **the Investor's purchase of Certificates.** No offers to purchase will be accepted prior to the time that an Investor has executed a purchase application form acknowledging that he or she received a current Offering Circular. All sales are made by directors, officers and/or employees of TSF. No underwriting or selling agreements exist, and no direct or indirect remuneration will be paid to any person in connection with the offer and sale of Certificates. Certificates will be offered and sold only to Investors. (See definition of **"Investor"** on page 10 of this Offering Circular).

TAX ASPECTS

Investors will not receive a charitable deduction upon the purchase of a Certificate. The interest payable on the Certificates will be taxable as ordinary income to the Investor in the year it is paid or accrued, regardless of whether it is actually paid out to the Investor. If interest is accrued over the life of the Certificate and paid at the maturity date, the Investor must report such interest as income on their federal and state income tax returns as it accrues. Transferability of the Certificates is limited, and it is unlikely that there would be a sale or exchange of a Certificate. Upon a sale or exchange, however, the Investor would generally report as either a short-term or long-term gain or loss depending upon the length of time held, the gain or loss being equal to the difference between the amount the Investor paid for the Certificate and the amount received upon sale or exchange of the Certificate, less accrued interest. Investors who hold Certificates until their maturity will not be taxed on the return of the principal purchase price or on previously accrued and taxed interest. Any excess will be interest income taxable in the year of maturity.

Under Section 7872 of the Code, if the interest paid on a Demand Certificate is less than the Applicable Federal Rate, or if the interest payable on a Time Certificate is less than the Applicable Federal Rate on the date a Time Certificate is issued, then the Investor may be subject to imputation of interest income if the amount of Certificates held by the Investor from TSF exceeds \$250,000. Investors should consult their tax advisors.

TSF will notify Investors of interest earned on Certificates by sending them IRS Form 1099-INT by January 31st of each year. Investors who do not provide TSF with their correct social security number or Federal tax identification number will be subject to backup withholding of 24% (the backup withholding rate) on interest payable on Certificates as required by law.

LITIGATION AND OTHER MATERIAL TRANSACTIONS

The Board of Directors and management of TSF are not aware of any action, proceeding, inquiry, or investigation at law or in equity, before any court or public agency, board or body pending or, to the knowledge of TSF, threatened against it (i) affecting the existence of TSF, (ii) seeking to prohibit, restrain or enjoin the issuance and sale of Certificates, (iii) in any way contesting or affecting the validity or enforceability of the Certificates, or (iv) in which an adverse determination would have an adverse material impact on TSF. Furthermore, the Board of Directors and management of TSF are not aware of any actual or threatened litigation involving any director or officer of TSF pertaining to their duties as a director or officer of TSF.

MATERIAL AFFILIATED/RELATED PARTY TRANSACTIONS

Except as otherwise disclosed in this Offering Circular, there have been no material transactions between TSF and any director or officer of TSF, or any borrower or other entity with which a director or officer of TSF is affiliated, during the three-year period immediately preceding the date of this Offering Circular. Any future transaction between TSF and a director or officer of TSF, or any borrower or other entity with which a director or officer of TSF is affiliated, will be made and entered into on terms no less favorable to TSF than those that TSF could obtain with an unaffiliated third party. With respect to any future affiliated transaction, or any forgiveness of the Loan of a borrower with which a director or officer of TSF is affiliated, a **majority of TSF's independent, disinterested directors must approve such affiliated transaction or Loan forgiveness.**

As of December 31, 2025, the directors and officers of TSF owned or controlled Certificates (including Certificates held by church organizations of which they are directors or officers) in the aggregate totaling \$63,756,272 which represents approximately 5.42% of TSF's **total outstanding** Certificates payable.

As of December 31, 2025, there were Loans made to church organizations of which a director or officer of TSF was a board member in the aggregate totaling \$46,584,931, which represents approximately 5.81% of TSF's **total outstanding Loans receivable, net of** allowance for credit losses and including deferred Loan fees and discounts.

MANAGEMENT

Organizational Structure

TSF is a nonprofit corporation, incorporated in the State of Colorado on December 3, 2010. TSF has two corporate members, Church360 (**Grand Prairie, TX**) and **Christ's Church of the Valley (Peoria, AZ)**.

Directors and Officers

TSF is currently managed by a Board of Directors, which has full power to conduct, manage, and direct the business affairs of the corporation. The Board of Directors consists of at least five (5) and not more than eleven (11) directors as established from time to time by duly adopted resolutions of the Board of Directors. Presently, there are ten (10) voting directors. All members of the Board of Directors must be members of the Restoration Movement Christian Churches or Churches of Christ and shall be active in the Restoration Movement. The Board of Directors are elected by majority vote of the Board of Directors. The Chief Executive Officer of TSF also serves *ex officio* as a non-voting member of the Board of Directors. Each voting director is appointed or elected to serve a three (3) year term, such terms being staggered in order that no more than approximately one-half (1/2) of the voting directors on the Board of Directors are subject to replacement by reason of expiration of term in any election. A voting Director shall generally be eligible to serve a maximum of two (2) consecutive full three (3) year terms in office plus any unexpired term of his or her predecessor. The Board of Directors meets at regularly scheduled meetings not less frequent than annually and at special meetings, as necessary. Officers of TSF are elected by the Board of Directors. Officers of TSF are each elected to serve a three (3) year term.

Remuneration

Members of TSF's Board of Directors do not receive compensation for their services to TSF. Directors are reimbursed for actual expenses incurred in attending the board meetings of TSF. The executive officers of TSF consist of the following officers: the Chief Executive Officer, the Executive Vice President and President, the Executive Vice President and Chief Financial Officer, the Senior Vice President and Chief Strategy Officer, the Senior Vice President of Field Operations, and the Senior Vice President of Donor Advised Funds and Planned Giving. Officers of TSF are paid salaries, employer 403(b) contributions, bonus (if applicable), insurance benefits, and auto/travel allowances or reimbursements. For the year ended December 31, 2025, the direct and indirect annual compensation paid by TSF to its executive officers is shown below, in the aggregate for all executive officers and also individually for any officer whose total remuneration received was in excess of \$150,000:

<u>Payee</u>	<u>Salary (Incl. Bonus)</u>	<u>Health and Other Insurance</u>	<u>Pension and Retirement</u>	<u>Total Remuneration</u>
Joshua Means, CEO	\$291,827	\$20,381	\$37,938	\$350,146
Douglas Crozier, CEO Emeritus	\$573,384	\$10,059	\$57,884	\$641,327
Melissa Allen, Executive VP, CFO, and Treasurer	\$293,406	\$27,363	\$38,143	\$358,912
Renee Little, Sr VP, Chief Strategy Officer, and Secretary	\$231,174	\$26,863	\$30,053	\$288,090
* Brittany Wagner, Sr VP, and Chief Lending Officer	\$160,000	\$28,949	\$20,800	\$209,749
Jason Schnackenberg, Sr VP of Field Operations	\$146,000	\$34,406	\$18,980	\$199,386
Aggregate for all executive officers	\$1,795,105	\$167,212	\$216,709	\$2,179,026

* Brittany Wagner is no longer with TSF as of October 1, 2025.

The following persons presently serve as the members of the Board of Directors, and/or as officers of TSF, as designated:

ALEXANDER, DR. PAUL (Director)
Age 63, Term expires Jan. 1, 2029

Dr. Paul H. Alexander is the president of Hope International University, where he has served since 2019 after decades of leadership and faculty roles at the institution. A professor, ordained pastor, and licensed marriage and family therapist, he focuses on Christian leadership, mental health, and supporting pastors. He holds a Ph.D. in Organizational Leadership and is passionate about equipping students and church leaders to serve Christ and impact the world.

ALLEN, MELISSA (Executive Vice President, Chief Financial Officer and Treasurer)
Age 57

Melissa Allen is the Executive Vice President, Chief Financial Officer and Treasurer of The Solomon Foundation. She holds a **bachelor's degree in Accounting and an MBA, both from Pittsburg State University**, Pittsburg, KS, and is a Certified Public Accountant (CPA) and Certified Management Accountant (CMA). Melissa has over 35 years of experience in private industry, with varying roles and degrees of responsibility in Accounting, Finance and Financial Planning & Analysis (FP&A). Her education, career path and life **experiences have uniquely prepared her for the role of TSF's CFO**, where she provides Godly leadership and strong financial oversight while collaborating closely with the TSF Executive team. Melissa currently serves as the Treasurer of the board of SECOR Cares, a non-profit food pantry located in Parker, CO, and as Vice-Chairman of the board of DDI, Inc., a non-profit software company located in Carmel, IN. She and her late husband have 23-year-old twins, Chloe and Kyle, who both attend college full-time, and she is an active member at Front Range Christian Church in Castle Rock, CO.

ANDERSON, JAMES (Senior Vice President of Donor Advised Funds and Planned Giving)
Age 52

James Anderson serves as the Senior Vice President of Donor Advised Funds and Planned Giving at The Solomon Foundation. His role oversees the development and growth of the investment funds that make the church lending programs possible. James comes from a diverse background of experience and leadership. He has been a business owner/operator, worked in non-profit development, consulted in donor engagement and fundraising strategies, and served as the National Director of a boutique M&A firm in Seattle. James **helped launch Dad's Donuts, a Colorado based donut shop and served for 8 years as the CEO** of New Canaan Society, a national network of 26,000 men, in 70+ chapters across 26 states and 3 countries. James spent 10 years selling luxury real estate and founded Pacific Luxury Group, a high-end residential real estate firm in Malibu, CA. In his early career, James was the Director of Operations for Lakeshore Entertainment, based at Paramount Pictures, where he was involved in many films, including Runaway

Bride, and Million Dollar Baby. James graduated from Biola University, studying Screenwriting, Film Directing, and Marketing and also attended USC Film School. He and his wife Carrie have been married for 29 years and have 2 daughters, Charlie Mae (a freshman at Point Loma University) and Lucy (a Jr at The Classical Academy HS). James and his family have been active members for 14 years at Woodman Valley Chapel in Colorado Springs.

BARCLAY, DR. RICHARD (Director)
Age 74, Term expires Jan. 1, 2027

Dr. Richard Barclay is a nationally known expositor of God's word, and a much sought-after speaker who has preached and spoken all over the country during his long and distinguished career. Dr. Barclay earned **a master's degree from Gordon Conwell Theological Seminary** in Boston, Massachusetts in 1983, and he did **graduate work at George Pepperdine University in Malibu, California in 1986. He earned a second master's** degree in theology in 1990 from the California Graduate School of Theology in Anaheim, California, and was enrolled in a doctoral program in theology from 1990-1991 at California Graduate School of Theology in Anaheim, California. Barclay has been the evangelist to the Hillcrest Church of Christ in Corpus Christi, Texas (1977-1979); the Roxbury Church of Christ in Boston, Massachusetts (1979-1984); the Compton Avenue Church of Christ in Los Angeles, California (1984-1991); and the East Cotton Street Church of Christ in Longview, Texas (1991-1995). He served as the evangelist for the Kashmere Gardens Church of Christ in Houston, Texas from 1995 to 2006. During his tenure in Longview at the East Cotton congregation, he served on the Longview Branch NAACP Religious Affairs Committee as the chairman, the Gregg County Airport Board, the Board of Directors for the East Texas Literacy Council and the Longview Independent School District Public Information Advisory Committee. He served as the chaplain for the Longview Police Department and worked with the City of Longview Drug Task Force. Additionally, Richard worked with the Texas Adolescent and Family Substance Abuse Academy as well as the South Longview Economic Development Council. He recently answered a call from God to plant a church and is currently growing the Stonecrest Church of Christ in Lithonia, Georgia. In October 2018, he led Stonecrest Church to purchase a 45,000 square foot facility located on 12 acres of land in McDonough, Georgia where more than 350 assembled for their opening. Richard is married to Shirley Brooks Barclay, a retired educator; the couple has two adult sons, Christopher, a computer programmer for Verizon, and Reginald, a successful Houston businessman.

CROZIER, DOUGLAS J. (Founder, Director)
Age 71, Term expires Jan 1., 2029

Doug Crozier is the founding Chief Executive Officer of The Solomon Foundation serving from December 2010 through March 2025, and served as Chief Executive Officer Emeritus from March 31, 2025 to December 31, 2025. He served as the Chairman of the Denominational Investment and Loan Administrators (DILA) Securities Committee and worked hand in hand with state regulators and other denominational funds to help re-write the North American Securities Administrators Association, Statement of Policy regarding Church Extension Fund Securities in 2002 – 2004. From September 1995 to May 2004, he served as the Chief Operating Officer of Church Development Fund, Inc. in Irvine, CA and he was the President of Church Development Fund, Inc. from May 2004 through October 2010. He formerly served on the Board of Directors of Church Development Fund, Inc. from 1993 to 1997. He was also a founding board member of Stadia and Visioneering. He is currently chairman and a board member of Lifeline Christian Mission. He also serves on the board of CLI Capital, a mortgage REIT and on the Board of Trustees at Hope International University in Fullerton, CA. Over the past 45 years, Doug has held leadership positions in financial and real estate institutions and served in various ministry leadership roles. Doug holds a B.A. in Business Administration from the University of Nebraska-Lincoln. Doug and his wife Julie attend **Christ's Church of the Valley in Scottsdale, AZ** and attend Pleasant Hill Christian Church in Gasburg, VA.

FISHER, BRIAN (Director)
Age 59, Term expires Jan. 1, 2029

Brian Fisher is a Baylor University graduate with a degree in Economics. He has owned and operated businesses in consulting, construction and real estate – experience that now informs his work in ministry development and strategic planning. Brian has been an active member of Church360, a multi-campus church serving the Dallas Fort Worth region, since 2007. He previously served on the Church360 Elder

Board in roles including Chairman and Vice Chairman. Brian currently serves as Executive Pastor of Future Development, where he leads the church's long-term development initiatives and future campus planning.

HEISTAND, DONNELL (Director)

Age 66, Term expires Jan. 1, 2027

Donnell and her spouse Mark Heistand attend Front Range Christian Church in Castle Rock, Colorado. Professionally, Donnell has extensive financial experience, including COO, CFO and Chief Audit Executive, in the nonprofit, telecommunications, private equity and financial services industries. She has experience in mergers and acquisitions/divestitures, financial planning and analysis, and audit. Donnell holds a BSBA with a concentration in Accounting from Creighton University and an MBA with a concentration in Finance from the University of Denver. Donnell and Mark both have a passion for SECORCares, whose mission is to break the chains of suburban poverty.

LITTLE, RENEE (Senior Vice President and Chief Strategy Officer and Secretary)

Age 44

Renee Little is the Senior Vice President and Chief Strategy Officer at TSF. Before joining TSF, Renee worked in the almond industry where she worked with two of the largest almond growers in California overseeing operations. At TSF, Renee takes on special projects that will grow or enhance TSF. She is also tasked with setting the future strategy for TSF Real Estate Owned. She currently is responsible for the marketing and IT departments and plays a key role in developing new programs. Renee not only grew up in the Restoration Movement, which has led to a deep-rooted love for Christ and His church, but she grew up seeing her father, Doug Crozier, lead two of the major CEFs in the U.S. Renee holds a B.A. in Agri-Business from California Polytechnic State University - San Luis Obispo.

LOWE, PAUL (Executive Vice President and President)

Age 47

Paul joined TSF as EVP - President in February of 2026. Prior to joining The Solomon Foundation, he spent 25+ years in the financial services industry with a heavy focus in commercial banking and fund finance. His recent roles include EVP of Commercial and Specialty Finance, as well as EVP of Corporate Banking at a top 50 publicly traded institution. Paul is a graduate of Ouachita Baptist University with a degree in Finance and Economics. **He is also an alum of Southern Methodist University's Southwest Graduate School of Banking.**

LYON, JERRY (Director)

Age 69, Term expires Jan. 1, 2027

Jerry and his wife of 44 years, Kathie, have been members of Real Life Ministries in Post Falls, Idaho since 2007. Jerry has had the privilege of serving as an elder and treasurer at Real Life for the past 11 years. Jerry retired from a 45-year career in commercial banking in 2021 but remains active in community service as a board member in the local Kiwanis group, and Panhandle Area Council (Idaho SBA loan facilitating agency). **He attended North Idaho College, and graduated from the University of Washington's Pacific Coast Graduate School of Banking and Executive Management Program where he was fortunate to be asked to join the faculty in facilitation of the program's LeaderSim curriculum. On a personal note, Jerry and Kathie are blessed by 3 adult children and their spouses as well as 2 amazing grandkids.**

MARTIN, ANDREW (Director)

Age 43, Term expires Jan. 1, 2028

Andrew Martin is an Elder at Vail Christian Church in Tucson, Arizona and has been a member since 2007. Prior to his current Elder role, he served as a deacon, treasurer and capital campaign advisor to the church. Professionally, Andrew has spent his entire career in the corporate banking sector. Initially focused on commercial sales, Andrew spent 12 years growing and managing relationships in the corporate and industrial sector. Currently Andrew serves as the country group manager in the Treasury Management division of a national bank where he oversees product implementations for large corporate and middle market clients. Graduating from the University of Arizona, Andrew holds his B.S. in Agriculture Economics and Business Management.

MCLOUD, JIMMY (Director and Chairman)
Age 41, Term expires Jan. 1, 2028

Jimmy McCloud is the Lead Pastor at First Christian Church in Canton, Ohio, one of the great turnaround stories in the Restoration Movement. Prior to joining the staff at FCC in 2013, he served at churches in Ohio and North Carolina. In addition to his service to the TSF Board of Directors, Jimmy also serves as a Ministry Consultant and Strategist with the Unstuck Group, helping pastors and churches strengthen their health and clarify their strategy. Jimmy attended Mid-Atlantic Christian University in Elizabeth City, NC. He and his wife, Ashley, live in North Canton with their four kids: Braylon, Carter, Ellie, and Grace.

MEANS, JOSH (Chief Executive Officer and *Ex Officio* Non-Voting Director)
Age 44

Josh joined TSF as its Chief Executive Officer and an *ex officio* non-voting director on March 31, 2025. He has spent 21 years in banking and the church extension fund space. His roles have included being the CEO of community banking at a regional bank with \$5 billion of total assets and being the VP of business development of the largest church extension fund in the country. He is a graduate of Southern Nazarene **University with a degree in organizational leadership and is an alumni of Southern Methodist University's** Southwest Graduate school of Banking.

MEROLD, MATT (Director)
Age 49, Term expires Jan. 1, 2027

Matt Merold has served as the Lead Pastor of Bethany Christian Church in Washington, Indiana since 2000. During that time Matt has led this multi-site church through generosity campaigns, building additions, and **a relocation. Matt's vision of an outward focused, evangelistic community of believers has led a small-town** church from 80 to over 2,000 in weekend attendance. Matt serves on the board of Spire and is the Treasurer. A gifted speaker and Spirit-filled leader, Matt has been instrumental in leading a small-town church to experience amazing growth. Matt and his wife, Kelli, have 4 boys.

OSBORNE, JEFF (Director and Vice Chairman)
Age 61, Term expires Jan. 1, 2029

Jeff serves as an Executive Pastor at Christ's Church of the Valley in Phoenix, AZ, where he leads Talent & Culture, Stewardship & Generosity, Adult Ministries, Staff Development, CCV Leadership Institute/Residency Program, Security, and Information Technology. He holds a BSE in Electrical Engineering from Arizona State University and has held CEO, COO and various Senior Executive Leadership roles for public and private companies in the healthcare, consulting, technology, outsourcing, and aerospace industries. Jeff and his wife Pam have been married for 31 years and have three adult children and one grandson. Jeff is passionate about marriages, generosity, culture, and the intersection of business leadership and faith.

SCHNACKENBERG, JASON (Senior Vice President of Field Operations)
Age 30

Jason Schnackenberg serves as the Senior Vice President of Field Operations for The Solomon Foundation. Jason received his **bachelor's degree from Johnson University in Preaching & Church Leadership as well as a second major in Bible & Theology. He then went on to receive his Master's Degree in Strategic Ministry** from Johnson University through a partnering residency program with **Christ's Church of the Valley in Phoenix, AZ.** Jason served first at TSF as a Relationship Development Manager, then as the Vice President & Relationship Manager for the Rocky Mountain states. In his current capacity, he oversees the Field Operations of TSF, which includes three Regional Vice Presidents and Relationship Managers who network with churches and their members across the United States. Currently, Jason is working to complete the Graduate School of Banking at Colorado with the class of 2027.

SIDDLE, STEVEN (Director)
Age 70, Term expires Jan. 1, 2027

Steven Siddle is a 1979 graduate of Ozark Christian College with a **bachelor's degree in Sacred Literature**. Steve has been a Senior Buyer for Northrop Grumman Corporation working on the B-2 Stealth Bomber program at LTV Corporation in Dallas. Steve and his wife Pam and their daughter Caitlin joined Church360 in 1991. In 1996 Steve took a sabbatical from the Elder board where he had been serving since 1993 to join **his wife Pam to serve in Children's Ministry, where Pam is currently in her 34th year of ministry**. Steve retired from Church360 in 2021. Their daughter Caitlin (a cardiac care nurse at Cooks **Children's Hospital in** Fort Worth) is married to Patrick Washington (Program Manager at Lockheed Martin). They have 3 amazing children.

FINANCIAL STATEMENTS

The audited financial statements included herein are the Consolidated Statements of Financial Position as of December 31, 2025, 2024, and 2023, the related Consolidated Statements of Activities and Consolidated Statements of Cash Flows for the years ended December 31, 2025, 2024, and 2023, and the related Notes to the Consolidated Financial Statements.

INVESTOR REPORTS

TSF's current audited financial statements will be made available to an Investor electronically with notice by email, unless an Investor requests a paper copy, in which case it will be mailed within 120 days of the end of **TSF's** last fiscal year, and will also be made available to Investors upon written request.

INDEPENDENT AUDITORS

TSF's Statements of Financial Position as of December 31, 2025, 2024, and 2023, and the related Statements of Activities and Statements of Cash Flows for the years ended December 31, 2025, 2024, and 2023, have been audited by Forvis Mazars, LLP, independent auditors, as stated in their report appearing herein.



The Solomon Foundation

Independent Auditor's Report and Consolidated Financial Statements

December 31, 2025, 2024, and 2023

The Solomon Foundation
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Independent Auditor's Report

Board of Directors
The Solomon Foundation
Parker, Colorado

Opinion

We have audited the consolidated financial statements of The Solomon Foundation, which comprise the consolidated statements of financial position as of December 31, 2025, 2024, and 2023, and the related consolidated statements of activities and cash flows for the years then ended, and the related notes to the consolidated financial statements.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of The Solomon Foundation as of December 31, 2025, 2024, and 2023, and the changes in its net assets and its cash flows for the years then ended 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 Consolidated Financial Statements" section of our report. We are required to be independent of The Solomon Foundation 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.

Emphasis of Matter

As described in Note 1 to the consolidated financial statements, in 2023, The Solomon Foundation adopted ASU 2016-13, Financial Instruments credit losses (Topic 326): Measurement of Credit Losses on Financial Instruments. Our opinion is not modified with respect to this matter.

Responsibilities of Management for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated 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 consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 judgment made by a reasonable user based on the consolidated 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 consolidated 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 consolidated 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 Solomon Foundation'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 consolidated financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about The Solomon Foundation'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.

Supplementary Information

Our audits were performed for the purpose of forming an opinion on the consolidated financial statements as a whole. The consolidating schedules listed in the table of contents are presented for purposes of additional analysis and are not a required part of the consolidated financial statements. Such information has not been subjected to the auditing procedures applied in the audits of the consolidated financial statements, and accordingly, we do not express an opinion or provide any assurance on it.

Forvis Mazars, LLP

**Springfield, Missouri
April 2, 2026**

The Solomon Foundation
Consolidated Statements of Financial Position
December 31, 2025, 2024, and 2023

	<u>2025</u>	<u>2024</u>	<u>2023</u>
ASSETS			
Cash and cash equivalents	\$ 40,582,903	\$ 45,692,233	\$ 43,129,114
Investments	103,567,709	81,575,223	80,756,362
Interest and dividends receivable	4,536,888	5,040,121	4,703,741
Prepaid expenses and other assets	3,849,712	3,292,839	3,582,910
Loans, net of allowance for credit losses of \$16,264,856, \$9,020,321, and \$8,879,956 at December 31, 2025, 2024, and 2023, respectively	802,225,421	801,400,221	743,269,274
Other receivables	1,619,976	1,460,426	2,304,515
Other real estate owned	12,305,278	11,215,023	5,863,230
Ministry properties, net	292,843,639	227,432,935	216,068,696
Premises and equipment, net	31,235,361	32,570,993	31,369,252
Total Assets	<u>\$ 1,292,766,887</u>	<u>\$ 1,209,680,014</u>	<u>\$ 1,131,047,094</u>
LIABILITIES AND NET ASSETS			
Liabilities			
Accounts payable and accrued expenses	\$ 4,898,303	\$ 5,244,863	\$ 5,288,680
Line of credit	30,000,000	80,500,000	76,100,000
Debt securities	1,176,873,457	1,048,811,292	965,027,061
Trust obligation	1,905,842	1,894,737	1,882,638
Contribution payable	8,791,259	9,069,699	9,348,139
Total Liabilities	<u>1,222,468,861</u>	<u>1,145,520,591</u>	<u>1,057,646,518</u>
Net Assets			
Without donor restrictions			
Undesignated	69,385,478	63,279,190	72,552,398
With donor restrictions			
Time-restricted for future periods	912,548	880,233	848,178
Total Net Assets	<u>70,298,026</u>	<u>64,159,423</u>	<u>73,400,576</u>
Total Liabilities and Net Assets	<u>\$ 1,292,766,887</u>	<u>\$ 1,209,680,014</u>	<u>\$ 1,131,047,094</u>

The Solomon Foundation
Consolidated Statements of Activities
Years Ended December 31, 2025, 2024, and 2023

	<u>2025</u>	<u>2024</u>	<u>2023</u>
Without Donor Restrictions			
Interest income			
Interest and fees on loans	\$ 54,155,709	\$ 52,335,597	\$ 45,563,588
Net interest and dividends	4,869,645	5,305,793	6,277,884
Total Interest Income	<u>59,025,354</u>	<u>57,641,390</u>	<u>51,841,472</u>
Interest expense			
Interest on debt securities	56,586,813	49,115,967	43,076,940
Short-term borrowing interest	2,410,714	7,114,037	4,679,887
Total Interest Expense	<u>58,997,527</u>	<u>56,230,004</u>	<u>47,756,827</u>
Net interest income	27,827	1,411,386	4,084,645
Provision for credit losses	8,588,880	200,780	1,677,123
Net Interest Income after Provision for Credit Losses	<u>(8,561,053)</u>	<u>1,210,606</u>	<u>2,407,522</u>
Noninterest income and expense			
Contributions of cash and other financial assets	1,200,189	2,727,365	11,996,286
Contributions of nonfinancial assets	39,212,690	3,552,350	2,960,169
Rental income	6,139,316	5,565,406	5,332,889
Net realized and unrealized losses on investments	(164,741)	(417,725)	(112,413)
Subscription sales	151,021	173,550	123,216
Other (expense) income	(286,819)	216,948	1,072,660
General and administrative expenses	(13,650,025)	(11,978,838)	(10,566,055)
Depreciation	(9,025,528)	(8,017,358)	(7,047,438)
Grant and contribution expense	(8,810,481)	(2,270,025)	(4,011,771)
Publications production expense	(98,155)	(35,365)	(103,808)
Other operating expenses	(126)	(122)	(92,016)
Total Noninterest Operating Income and Expense	<u>14,667,341</u>	<u>(10,483,814)</u>	<u>(448,281)</u>
Increase (Decrease) in Net Assets without Donor Restrictions	<u>6,106,288</u>	<u>(9,273,208)</u>	<u>1,959,241</u>
With Donor Restrictions			
Actuarial loss on trust obligation	(11,105)	(12,099)	(13,254)
Contributions of cash and other financial assets	43,420	44,154	45,262
Increase in Net Assets with Donor Restrictions	<u>32,315</u>	<u>32,055</u>	<u>32,008</u>
Change in Net Assets	<u>6,138,603</u>	<u>(9,241,153)</u>	<u>1,991,249</u>
Net Assets, Beginning of Year, As Previously Reported	64,159,423	73,400,576	73,251,247
Cumulative Change for Adoption of ASC 326	-	-	(1,841,920)
Net Assets, Beginning of Year, As Adjusted	<u>64,159,423</u>	<u>73,400,576</u>	<u>71,409,327</u>
Net Assets, End of Year	<u>\$ 70,298,026</u>	<u>\$ 64,159,423</u>	<u>\$ 73,400,576</u>

The Solomon Foundation
Consolidated Statements of Cash Flows
Years Ended December 31, 2025, 2024, and 2023

	2025	2024	2023
Operating Activities			
Change in net assets	\$ 6,138,603	\$ (9,241,153)	\$ 1,991,249
Items not requiring (providing) cash from operating activities			
Depreciation	9,025,528	8,017,358	7,047,438
Provision for credit losses	8,588,880	200,780	1,677,123
Amortization of deferred loan fees and discounts	(601,436)	(732,839)	(770,686)
Contributions of ministry properties	(39,212,690)	(3,552,350)	(2,960,169)
Net realized and unrealized loss on investments	164,741	417,725	112,413
Actuarial loss on trust obligations	11,105	12,099	13,254
Loss on sale of premises and equipment	9,615	-	-
(Gain) Loss on sale of ministry property	1,140	(55,726)	(211,498)
Gain on sale of other real estate owned	(374,874)	-	(116,695)
Write-down of other real estate owned	898,500	-	-
Change in cash surrender value of life insurance	(109,641)	(136,779)	(48,064)
Changes in			
Prepaid expenses	(447,232)	426,850	(89,517)
Interest receivable	503,233	(336,380)	(694,656)
Other receivables	(159,550)	844,089	(718,333)
Accounts payable, accrued expenses, and other	(1,412,233)	(56,150)	995,259
Net Cash (Used in) Provided by Operating Activities	(16,976,311)	(4,192,476)	6,227,118
Investing Activities			
Origination of loans	(79,941,557)	(122,809,618)	(131,337,226)
Proceeds from loan principal repayments	43,098,828	59,592,830	28,419,056
Proceeds from sale of investments	-	-	19,272,192
Proceeds from sale of ministry property	121,079	808,131	4,756,271
Proceeds from the sale of other real estate owned	6,980,219	-	879,842
Proceeds from the sale of property and equipment	91,110	-	-
Purchases of investments	(22,157,227)	(1,236,586)	(1,236,759)
Purchase of ministry properties	(13,692,919)	(15,262,478)	(12,006,017)
Purchases of property and equipment	(194,717)	(2,520,915)	(9,440,607)
Net Cash Used in Investing Activities	(65,695,184)	(81,428,636)	(100,693,248)
Financing Activities			
Proceeds from advances on line of credit	204,306,284	104,304,510	187,201,457
Repayment of advances on line of credit	(254,806,284)	(99,904,510)	(141,101,457)
Proceeds from and reinvestments in debt securities	411,731,316	333,431,394	336,140,131
Redemption of debt securities	(283,669,151)	(249,647,163)	(316,867,342)
Net Cash Provided by Financing Activities	77,562,165	88,184,231	65,372,789
(Decrease) Increase in Cash and Cash Equivalents	(5,109,330)	2,563,119	(29,093,341)
Cash and Cash Equivalents, Beginning of Year	45,692,233	43,129,114	72,222,455
Cash and Cash Equivalents, End of Year	\$ 40,582,903	\$ 45,692,233	\$ 43,129,114
Supplemental Cash Flows Information			
Interest paid	\$ 6,893,600	\$ 6,374,889	\$ 5,567,031
Interest reinvested by debt securities holders	49,693,213	42,741,078	37,509,909
Ministry properties acquired through noncash contributions	39,212,690	3,552,350	3,470,864
Financing of other real estate sold	-	-	600,000
Ministry properties and property and equipment in accounts payable	561,438	-	807,540
Ministry properties acquired through settlement of loans	19,661,780	-	-
Other real estate acquired through settlement of loans	8,594,100	5,351,793	-

Note 1. Nature of Operations and Summary of Significant Accounting Policies

Nature of Operations

The Solomon Foundation (Solomon) was incorporated as a Colorado nonprofit corporation on December 3, 2010, and is organized for religious, educational, benevolent, and charitable purposes. Solomon's operating activities consist of lending funds to Christian Churches and Churches of Christ to assist them in the construction, remodeling, renovating, refinancing, and equipping of worship facilities. Solomon's funds are obtained through the issuance of interest-bearing notes (debt securities), gifts, and through commercial sources, if necessary.

Solomon, through its controlled subsidiary Restoration Movement Media (RMM), operates a magazine publication, Christian Standard. The magazine is operating as an independent nonprofit ministry. RMM is organized as a Colorado nonprofit corporation.

Principles of Consolidation

The accompanying consolidated financial statements include the accounts of The Solomon Foundation, and its wholly owned subsidiaries, Restoration Movement Media and Solomon Real Estate Holdings, LLC (collectively, the "Foundation"). All significant interorganizational balances and transactions have been eliminated in consolidation.

Use of Estimates

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

Material estimates that are particularly susceptible to significant change relate to the determination of the allowance for credit losses and the valuation of ministry properties acquired in connection with contributions. In connection with the determination of the allowance for credit losses and the valuation of ministry properties contributed, management typically obtains independent appraisals or other estimates of value for significant properties.

Cash and Cash Equivalents

The Foundation considers all liquid investments with original maturities of three months or less to be cash equivalents. The Foundation does consider uninvested cash held in investment accounts as cash and cash equivalents. At December 31, 2025, 2024, and 2023, cash equivalents consisted of money market accounts with financial institutions.

At December 31, 2025, the Foundation's cash accounts exceeded federally insured limits by approximately \$38,725,000.

Investments

The Foundation measures securities, other than investments that qualify for the equity method of accounting, at fair value. Investments in REIT common and preferred stock are reported at fair value. The investment in DDI NGI, LLC is accounted for using the equity method (see Note 2).

The Foundation measures equity investments without a readily determinable fair value at cost, minus impairment, if any, plus or minus changes resulting from observable price changes for the identical or a similar investment.

The Solomon Foundation
Notes to Consolidated Financial Statements
December 31, 2025, 2024, and 2023

For equity investments measured under the practicability exception, the Foundation performs a qualitative assessment for equity investments without readily determinable fair values considering impairment indicators to evaluate whether an impairment exists. If an impairment exists, the Foundation will recognize a loss based on the difference between carrying value and fair value.

Net Investment Return

Investment return includes dividend, interest, and other investment income; realized and unrealized gains and losses on investments carried at fair value; and realized gains and losses on other investments, less external and direct internal investment expenses. Realized and unrealized gains and losses are reported as net realized and unrealized gains and losses on investments in the statement of activities. Gains and losses on the sale of securities are recorded on the trade date and are determined using the specific identification method.

Investment return that is initially restricted by donor stipulation and for which the restriction will be satisfied in the same year is included in net assets without donor restrictions. Other investment return is reflected in the statements of activities with or without donor restrictions based upon the existence and nature of any donor or legally imposed restrictions.

Loans Receivable

Loans that management has the intent and ability to hold for the foreseeable future or until maturity or payoffs are reported at their outstanding principal balances adjusted for unearned income, charge-offs, the allowance for credit losses, and any unamortized deferred fees or costs on originated loans.

For loans amortized at cost, interest income is accrued based on the unpaid principal balance. Loan origination fees, net of certain direct origination costs, as well as premiums and discounts, are deferred and amortized as a level-yield adjustment over the respective term of the loan.

The accrual of interest on loans is generally discontinued at the time the loan is 90 days past due unless the credit is well-secured and in process of collection. Past-due status is based on contractual terms of the loan. In all cases, loans are placed on nonaccrual or charged off at an earlier date if collection of principal or interest is considered doubtful.

All interest accrued but not collected for loans that are placed on nonaccrual or charged off are reversed against interest income. The interest on these loans is accounted for on the cash-basis or cost-recovery method, until qualifying for return to accrual. Loans are returned to accrual status when all the principal and interest amounts contractually due are brought current and future payments are reasonably assured.

Accrued interest receivable related to loans totaled \$3,711,888, \$4,215,121, and \$3,878,741 at December 31, 2025, 2024, and 2023, respectively. Accrued interest receivable was reported in interest and dividends receivable on the consolidated statement of financial position and is excluded from the estimate of credit losses.

Loans receivable primarily represent loans made by the Foundation to churches and affiliated entities and are generally secured by mortgages on the properties.

Allowance for Credit Losses - Loans

The allowance for credit losses is established as losses are estimated to have occurred through a provision for credit losses charged to income. Credit losses are charged against the allowance when management believes the uncollectibility of a loan balance is confirmed. Subsequent recoveries, if any, are credited to the allowance.

The allowance for credit losses is evaluated on a regular basis by management.

The Solomon Foundation
Notes to Consolidated Financial Statements
December 31, 2025, 2024, and 2023

Groups of loans with similar risk characteristics are collectively evaluated. Loans that do not share risk characteristics are evaluated on an individual basis. Loans with similar risk characteristics are grouped into homogenous segments, or pools, for analysis.

A weighted average remaining maturity (WARM) model was utilized for all loan pool segments and the results are aggregated at the pool level. The WARM model uses historical losses, as adjusted for reasonable and supportable forecast expectations, and applies those adjusted loss rates to the effective term of the loan portfolio.

The Foundation has identified the following portfolio segments: Non-construction loans, Construction loans, and Unsecured loans. The portfolio segments are further evaluated based on the Foundation's internal risk rating system.

In determining the proper level of the allowance for credit loss, the Foundation determined that the historical loss experience provides the best basis for the assessment of expected credit losses. The Foundation therefore used historical credit loss experience by each loan segment since the Foundation was incorporated. For the segment models for collectively evaluated loans, the Foundation incorporated three macroeconomic factors to adjust the historical credit loss experience.

The Foundation qualitatively adjusts the model results for risk factors that are not considered within the modeling processes but are nonetheless relevant in assessing the expected credit losses within the loan pools. These qualitative factors and other qualitative adjustments may increase or decrease the estimate of expected credit losses by a calculated percentage or amount based upon the estimated level of risk. The various risks that may be considered in making qualitative adjustments include, among other things, the impact of:

- (A) Changes in lending policies and procedures, including changes in underwriting standards and practices for collections, write-offs, and recoveries
- (B) Actual and expected changes in international, national, regional, and local economic and business conditions and developments that affect the collectability of the loan pools
- (C) Changes in the nature and volume of the loan pools and in the terms of the underlying loans
- (D) Changes in the experience, ability, and depth of the lending management and staff
- (E) Changes in the volume and severity of the past due financial assets and the volume of nonaccrual assets
- (F) Changes in the value of the underlying collateral for loans that are noncollateral dependent
- (G) Age of the church congregations
- (H) Other factors such as the regulatory, legal, and technological environments; competition; and events such as natural disasters or health pandemics

For those loans that are individually evaluated, an allowance is established when the discounted collateral value of the loan is lower than the carrying value of that loan. When management determines that foreclosure is probable or when the borrower is experiencing financial difficulty at the reporting date or repayment is expected to be provided substantially through the operation or sale of the collateral, expected credit losses are based on the fair value of the collateral at the reporting date, adjusted for selling costs as appropriate.

The Solomon Foundation
Notes to Consolidated Financial Statements
December 31, 2025, 2024, and 2023

Prior to the adoption of ASC 326, the allowance consisted of allocated and general components. The allocated component related to loans that were classified as impaired. For those loans that were classified as impaired, an allowance was established when the estimated collateral value of the impaired loan was lower than the carrying value of that loan. The general component covered nonclassified loans and was based on historical charge-off experience and expected loss given default derived from the Foundation’s internal risk rating process. Other adjustments may be made to the allowance for pools of loans after an assessment of internal or external influences on credit quality that are not fully reflected in the historical loss or risk rating data. A loan was considered impaired when, based on current information and events, it was probable that the Foundation would be unable to collect the scheduled payments of principal or interest when due according to the contractual terms of the loan agreement. Factors considered by management in determining impairment include payment status, collateral value, and the probability of collecting scheduled principal and interest payments when due. Loans that experienced insignificant payment delays and payment shortfalls generally were not classified as impaired. Management determines the significance of payment delays and payment shortfalls on a case-by-case basis, taking into consideration all of the circumstances surrounding the loan and the borrower, including the length of the delay, the reasons for the delay, the borrower’s prior payment record, and the amount of the shortfall in relation to the principal and interest owed. Impairment was measured on a loan-by-loan basis by either the present value of expected future cash flows discounted at the loan’s effective interest rate or the fair value of the collateral if the loan is collateral dependent.

Allowance for Credit Losses – Off-Balance-Sheet Credit Exposures

The allowance for credit losses on off-balance-sheet credit exposures is a liability account, representing expected credit losses over the contractual period for which the Foundation is exposed to credit risk resulting from a contractual obligation to extend credit. No allowance is recognized if the Foundation has the unconditional right to cancel the obligation. The allowance is reported as a component of accounts payable and accrued expenses in the consolidated statements of financial position. Adjustments to the allowance are reported in the consolidated statement of activities as a component of provision for credit losses. The activity in the allowance for credit losses on off-balance-sheet credit exposures is described more fully in Note 3.

Other Real Estate Owned

Assets acquired through, or in lieu of, loan foreclosure are initially recorded at fair value less cost to sell at the date of foreclosure, establishing a new cost basis. Subsequent to foreclosure, valuations are periodically performed by management on other real estate owned held for sale and the assets are carried at the lower of carrying amount or fair values less estimated cost to sale. Revenues and expenses from operations of other real estate owned and changes in any valuation allowance related to other real estate owned are included in the change in net assets.

Ministry Properties

Ministry properties are recorded at estimated fair value on the date they are received by the Foundation as a gift. Buildings are depreciated beginning on the first day of the month the gift is received and are recorded at initial estimated fair value less accumulated depreciation. Depreciation on ministry properties is charged to expense using the straight-line method over the estimated useful life of 30 – 40 years. The Foundation has entered into lease agreements on certain ministry properties with churches or other charitable organizations.

Premises and Equipment

Depreciable assets are stated at cost less accumulated depreciation. Depreciation is charged to expense using the straight-line method over the estimated useful lives of the assets.

The estimated useful lives for each major depreciable classification of premises and equipment are as follows:

Furniture and equipment	3 - 15 years
Building and improvements	30 - 40 years

The Solomon Foundation
Notes to Consolidated Financial Statements
December 31, 2025, 2024, and 2023

Long-Lived Asset Impairment

The Foundation evaluates the recoverability of the carrying value of long-lived assets whenever events or circumstances indicate the carrying amount may not be recoverable. If a long-lived asset is tested for recoverability and the undiscounted estimated future cash flows expected to result from the use and eventual disposition of the asset is less than the carrying amount of the asset, the asset cost is adjusted to fair value and an impairment is recognized as the amount by which the carrying amount of a long-lived asset exceeds its fair value.

No asset impairment was recognized during the years ended December 31, 2025, 2024, and 2023.

Net Assets

Net assets, revenues, gains, and losses are classified based on the existence or absence of donor-imposed restrictions. Net assets without donor restrictions are available for use in general operations and not subject to donor restrictions. Net assets with donor restrictions are subject to donor-imposed restrictions. The donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor.

Included in net assets without donor restrictions are certain donor advised funds where the Foundation has variance power related to these funds. Upon request of the donors, the Foundation may grant funds from these accounts to charitable beneficiaries. When grants are made from these funds by the Foundation, a contribution expense will be recognized. The balance of donor advised funds as of December 31, 2025, 2024, and 2023, is \$21,932,245, \$26,440,476, and \$24,750,105, respectively.

Contributions

Contributions are provided to the Foundation either with or without restrictions placed on the gift by the donor. Revenues and net assets are separately reported to reflect the nature of those gifts – with or without donor restrictions. The value recorded for each contribution is recognized as follows:

<u>Nature of the Gift</u>	<u>Value Recognized</u>
<i>Conditional gifts, with or without restriction</i>	
Gifts that depend on the Foundation overcoming a donor-imposed barrier to be entitled to the funds	Not recognized until the gift becomes unconditional, <i>i.e.</i> , the donor-imposed barrier is met
<i>Unconditional gifts, with or without restriction</i>	
Received at date of gift – cash and other assets	Fair value
Received at date of gift – property, equipment, and long-lived assets	Estimated fair value
Expected to be collected within one year	Net realizable value
Collected in future years	Initially reported at fair value determined using the discounted present value of estimated future cash flows technique

The Solomon Foundation
Notes to Consolidated Financial Statements
December 31, 2025, 2024, and 2023

In addition to the amount initially recognized, revenue for unconditional gifts to be collected in future years is also recognized each year as the present-value discount is amortized using the level-yield method.

When a donor stipulated time restriction ends or purpose restriction is accomplished, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statements of activities as net assets released from restrictions. Absent explicit donor stipulations for the period of time that long-lived assets must be held, expirations of restrictions for gifts of land, buildings, equipment, and other long-lived assets are reported when those assets are placed in service.

Gifts and investment income having donor stipulations which are satisfied in the period the gift is received are recorded as revenue and net assets without donor restrictions.

Conditional contributions having donor stipulations which are satisfied in the period the gift is received are recorded as revenue and net assets without donor restrictions.

Trust Obligations

Trust obligations represent the amount of various planned giving instruments where the Foundation has fiduciary responsibility for the safekeeping, investment management, and distribution of such funds to donor-designated beneficiaries. Trust obligations are valued at the actuarial present value of the expected payments based on life expectancy of the grantors.

Contribution Payable

The Foundation has recorded a contribution payable related to the portion of certain leases to churches in the ministry properties portfolio that have a contributory portion of the lease rate. The payable is measured at present value of the contribution and will be recognized as income over the term of the leases on the straight-line basis.

Functional Allocation of Expenses

Functional expenses (Note 8) presents the natural classification detail of expenses by function. Certain costs have been allocated between the program and supporting services based on usage and other methods.

Exemption From Income Taxes

The Foundation is exempt from income taxes under Section 501 of the Internal Revenue Code and a similar provision of state law. However, the Foundation is subject to federal income tax on any unrelated business taxable income. Management determined there was no unrelated business taxable income in 2025, 2024, and 2023.

Adoption of New Accounting Standard

On January 1, 2023, the Foundation adopted ASU 2016-13: *Financial Instruments – Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments*, which replaces the incurred loss methodology with an expected loss methodology that is referred to as the current expected credit loss (CECL) methodology. Solomon adopted ASC 326 using a modified retrospective method for all financial instruments measured at amortized cost and off-balance-sheet credit exposures. Reporting periods beginning after January 1, 2023 are presented under ASC 326 while prior period amounts continue to be reported in accordance with previously applicable GAAP. The Foundation recorded a net decrease to net assets of \$1,841,920 as of January 1, 2023, for the cumulative effect of adopting ASC 326.

The Solomon Foundation
Notes to Consolidated Financial Statements
December 31, 2025, 2024, and 2023

The following table describes the impact of ASC 326 on the adoption date:

	<u>As Reported Under ASC 326</u>	<u>Pre-ASC 326 Adoption</u>	<u>Impact of ASC 326 Adoption</u>
Assets			
Allowance for credit losses on loans	\$ 7,499,600	\$ 6,394,625	\$ 1,104,975
Liabilities			
Allowance for credit losses on OBS			
Credit exposures (reported in accounts payable and accrued expenses)	736,945	-	736,945
Net Assets Without Donor Restrictions	70,710,478	72,552,398	(1,841,920)

Note 2. Investments

Investments consisted of the following at December 31:

	<u>2025</u>	<u>2024</u>	<u>2023</u>
REIT common stock investment	\$ 1,454,230	\$ 1,439,688	\$ 1,628,738
REIT preferred stock investment	60,000,000	60,000,000	60,000,000
Debt certificates	40,419,495	18,234,032	17,036,553
Investment in DDI NGI, LLC	1,693,984	1,901,503	2,091,071
	<u>\$ 103,567,709</u>	<u>\$ 81,575,223</u>	<u>\$ 80,756,362</u>

The Foundation measures certain equity securities without a readily determinable fair value at cost minus impairment, if any, plus or minus changes resulting from observable price changes for the identical or a similar investment. As of December 31, 2025, 2024, and 2023, the carrying value related to equity securities without a readily determinable fair value is \$60,000,000. There were no impairments, downward or upward adjustments recognized during 2025, 2024, and 2023 related to these investments.

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During 2025, 2024, and 2023, the Foundation invested \$0, \$17,903, and \$118,916, respectively, in DDI NGI, LLC for total contributions of \$2,790,740. At December 31, 2025, 2024, and 2023, the Foundation owned approximately 48% of the common stock of DDI NGI, LLC. The Foundation's investment is accounted for using the equity method. Summarized financial information for DDI NGI, LLC as of December 31, 2025, 2024, and 2023, is shown below:

	<u>2025</u>	<u>2024</u>	<u>2023</u>
Assets	\$ 3,469,627	\$ 3,903,657	\$ 4,319,730
Liabilities	-	-	-
Net loss for the year ended December 31	(434,030)	(433,136)	(419,913)

Note 3. Loans Receivable and Allowance for Credit Losses

Loans receivable primarily represent loans made by the Foundation to churches and affiliated entities and are generally secured by mortgages on the properties. Loans at December 31, include:

	<u>2025</u>	<u>2024</u>	<u>2023</u>
Non-construction	\$ 620,698,114	\$ 644,484,411	\$ 632,320,817
Construction	179,599,441	148,141,326	106,710,544
Unsecured	17,070,275	17,015,960	12,292,892
	<u>817,367,830</u>	<u>809,641,697</u>	<u>751,324,253</u>
Net deferred loan fees and discounts	1,122,447	778,845	824,977
Allowance for credit losses	<u>(16,264,856)</u>	<u>(9,020,321)</u>	<u>(8,879,956)</u>
	<u>\$ 802,225,421</u>	<u>\$ 801,400,221</u>	<u>\$ 743,269,274</u>

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The following tables present the balance in the allowance for credit losses based on portfolio segment as of December 31, 2025, 2024, and 2023:

	2025			
	Non- Construction	Construction	Unsecured	Total
Allowance for Credit Losses				
Balance, beginning of year	\$ 7,583,109	\$ 1,258,544	\$ 178,668	\$ 9,020,321
Provision for credit losses	3,245,188	562,721	4,555,177	8,363,086
Charge-offs	(1,118,551)	-	-	(1,118,551)
Recoveries	-	-	-	-
Balance, end of year	<u>\$ 9,709,746</u>	<u>\$ 1,821,265</u>	<u>\$ 4,733,845</u>	<u>\$ 16,264,856</u>
Liability for Unfunded Commitments				
Balance, beginning of year	\$ 25,304	\$ 525,379	\$ -	\$ 550,683
Provision for credit losses	21,889	197,143	6,762	225,794
Balance, end of year	<u>\$ 47,193</u>	<u>\$ 722,522</u>	<u>\$ 6,762</u>	<u>\$ 776,477</u>
	2024			
	Non- Construction	Construction	Unsecured	Total
Allowance for Credit Losses				
Balance, beginning of year	\$ 7,726,238	\$ 1,024,643	\$ 129,075	\$ 8,879,956
Provision for credit losses	183,392	233,901	49,593	466,886
Charge-offs	(326,521)	-	-	(326,521)
Recoveries	-	-	-	-
Balance, end of year	<u>\$ 7,583,109</u>	<u>\$ 1,258,544</u>	<u>\$ 178,668</u>	<u>\$ 9,020,321</u>
Liability for Unfunded Commitments				
Balance, beginning of year	\$ 34,089	\$ 759,757	\$ 22,943	\$ 816,789
Provision (credit) for credit losses	(8,785)	(234,378)	(22,943)	(266,106)
Balance, end of year	<u>\$ 25,304</u>	<u>\$ 525,379</u>	<u>\$ -</u>	<u>\$ 550,683</u>
	2023			
	Non- Construction	Construction	Unsecured	Total
Allowance for Loan Losses				
Beginning balance prior to adoption of ASC 326	\$ 5,725,093	\$ 652,199	\$ 17,333	\$ 6,394,625
Impact of adoption of ASC 326	1,255,555	(195,521)	44,941	1,104,975
Provision for credit losses	962,513	567,965	66,801	1,597,279
Charge-offs	(216,923)	-	-	(216,923)
Recoveries	-	-	-	-
Balance, end of year	<u>\$ 7,726,238</u>	<u>\$ 1,024,643</u>	<u>\$ 129,075</u>	<u>\$ 8,879,956</u>
Liability for Unfunded Commitments				
Beginning balance prior to adoption of ASC 326	\$ -	\$ -	\$ -	\$ -
Impact of adoption of ASC 326	40,610	675,445	20,890	736,945
Provision (credit) for credit losses	(6,521)	84,312	2,053	79,844
Balance, end of year	<u>\$ 34,089</u>	<u>\$ 759,757</u>	<u>\$ 22,943</u>	<u>\$ 816,789</u>

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As part of the ongoing monitoring of the credit quality of the Foundation's loan portfolio, management tracks loans by an internal rating system. Loans are pooled based on an assigned loan grade.

The following are the internally assigned ratings:

Low Risk - Represents loans of above-average credit strength and repayment ability providing only a minimal credit risk.

Medium Risk - Represents loans of the lowest acceptable credit strength and weakened repayment ability providing a cautionary credit risk due to one or more underlying weaknesses.

High Risk - Represents loans that have potential weaknesses that deserve management's close attention. If left uncorrected, these potential weaknesses may result in deterioration of the repayment prospects for the asset or in the Foundation's credit position at some future date.

Special Risk – Represents loans with multiple defined credit weaknesses that management has determined require heightened monitoring. The borrower's ability to meet obligations is uncertain without improvements in financial performance, corrective action or continued favorable conditions.

Individually evaluated - Represents loans that are significantly past due, collateral dependent, or determined by management to be inadequately protected by the paying capacity of the borrower or value of the collateral pledged, if any. They are characterized by the distinct possibility that the Foundation will sustain some loss if the deficiencies are not corrected.

Risk characteristics applicable to each segment of the loan portfolio are described as follows:

Non-construction: The non-construction loans are generally amortizing loans secured by church facilities and land. Repayment of these loans is primarily dependent on the church's revenue. Credit risk in these loans can be impacted by economic conditions within the church's market areas that might impact either property values or a borrower's personal income.

Construction: Construction real estate loans are generally interest-only payments and are usually based upon estimates of costs and estimated value of the completed project and include independent appraisal reviews and a financial analysis of the church. Repayment of these loans is primarily dependent on the church's revenue. Credit risk in these loans may be impacted by the creditworthiness of a borrower, property values, and the local economies in the church's market areas.

Unsecured: The unsecured loan portfolio consists of various term and line-of-credit loans to churches for various operational purposes. Repayment of these loans is primarily dependent on the church's revenue. Credit risk is driven by consumer economic factors (such as unemployment and general economic conditions in the church's market area) and the creditworthiness of a borrower.

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The following tables present the credit risk profile of the Foundation's loan portfolio based on internal rating category as of December 31, 2025, 2024, and 2023:

		2025			
		Non- Construction	Construction	Unsecured	Total
Grade					
	Low	\$ 290,596,756	\$ 46,030,620	\$ 3,144,530	\$ 339,771,906
	Medium	207,072,524	100,162,763	7,459,124	314,694,411
	High	32,997,363	9,964,931	1,966,621	44,928,915
	Special	-	23,299,640	-	23,299,640
	Individually evaluated	90,172,958	-	4,500,000	94,672,958
		<u>\$ 620,839,601</u>	<u>\$ 179,457,954</u>	<u>\$ 17,070,275</u>	<u>\$ 817,367,830</u>
		2024			
		Non- Construction	Construction	Unsecured	Total
Grade					
	Low	\$ 257,627,311	\$ 30,519,906	\$ 4,443,521	\$ 292,590,738
	Medium	264,257,724	78,178,895	6,054,755	348,491,374
	High	67,582,416	26,768,109	6,517,684	100,868,209
	Individually evaluated	55,016,960	12,674,416	-	67,691,376
		<u>\$ 644,484,411</u>	<u>\$ 148,141,326</u>	<u>\$ 17,015,960</u>	<u>\$ 809,641,697</u>
		2023			
		Non- Construction	Construction	Unsecured	Total
Grade					
	Low	\$ 136,575,871	\$ 13,164,819	\$ 1,735,121	\$ 151,475,811
	Medium	378,799,058	55,909,882	5,720,655	440,429,595
	High	55,630,882	32,391,640	4,837,116	92,859,638
	Individually evaluated	61,315,006	5,244,203	-	66,559,209
		<u>\$ 632,320,817</u>	<u>\$ 106,710,544</u>	<u>\$ 12,292,892</u>	<u>\$ 751,324,253</u>

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The following tables present the Foundation's loan portfolio aging analysis of the recorded investment in loans as of December 31, 2025, 2024, and 2023:

	2025					Total Loans > 90 Days & Accruing
	30-89 Days Past Due	Greater Than 90 Days	Total Past Due	Current	Total Loans Receivable	
Non-construction	\$ 4,818,590	\$ -	\$ 4,818,590	\$ 615,879,524	\$ 620,698,114	\$ -
Construction	6,065,836	-	6,065,836	173,533,605	179,599,441	-
Unsecured	-	4,500,000	4,500,000	12,570,275	17,070,275	-
Total	\$ 10,884,426	\$ 4,500,000	\$ 15,384,426	\$ 801,983,404	\$ 817,367,830	\$ -

	2024					Total Loans > 90 Days & Accruing
	30-89 Days Past Due	Greater Than 90 Days	Total Past Due	Current	Total Loans Receivable	
Non-construction	\$ 13,561,592	\$ 28,122,552	\$ 41,684,144	\$ 602,800,267	\$ 644,484,411	\$ -
Construction	12,674,416	-	12,674,416	135,466,910	148,141,326	-
Unsecured	-	-	-	17,015,960	17,015,960	-
Total	\$ 26,236,008	\$ 28,122,552	\$ 54,358,560	\$ 755,283,137	\$ 809,641,697	\$ -

	2023					Total Loans > 90 Days & Accruing
	30-89 Days Past Due	Greater Than 90 Days	Total Past Due	Current	Total Loans Receivable	
Non-construction	\$ 1,845,917	\$ 24,264,876	\$ 26,110,793	\$ 606,210,024	\$ 632,320,817	\$ 10,656,738
Construction	-	5,244,203	5,244,203	101,466,341	106,710,544	5,244,203
Unsecured	-	-	-	12,292,892	12,292,892	-
Total	\$ 1,845,917	\$ 29,509,079	\$ 31,354,996	\$ 719,969,257	\$ 751,324,253	\$ 15,900,941

Nonaccruing loans consisted of \$4,500,000 of unsecured loans at December 31, 2025. Nonaccruing loans consisted of \$37,561,051 of non-construction loans at December 31, 2024. Nonaccruing loans consisted of \$13,608,138 of non-construction loans as of December 31, 2023. All nonaccruing loans had allowance for credit losses applied as of December 31, 2025, 2024, and 2023.

Collateral dependent loans as of December 31, 2025, 2024, and 2023, totaled \$90,172,958, \$67,691,376 and \$66,559,209, respectively. All collateral dependent loans are secured by real estate.

During 2025, the Foundation modified two non-construction loans to borrowers experiencing financial difficulty. One loan, with an amortized cost basis of \$28,640,135 at December 31, 2025, was modified to reduce the interest rate to 3% with annual increases of 1% until the rate reaches 7%, and to extend the maturity date to 2030. The second loan, with an amortized cost basis of \$29,472,000 at December 31, 2025, was modified to reduce the interest rate to 3.461% and to extend the maturity date to 2027. Both loans modified during 2025 are current as of December 31, 2025, and did not subsequently default during 2025. During 2024, there were no loans that were both experiencing financial difficulty and modified during the year. During 2023, there were three non-construction loans that were both experiencing financial difficulty and modified during the year. The amortized cost basis of these loans at December 31, 2023 was \$13,399,415. These modifications were to lower the interest rate to between 2% - 3.5% with annual increases of 1% until the loans reach an interest rate of 5.5% - 6.5%, and to extend the maturity dates to 2028. All loans modified during 2023 were current as of December 31, 2023, and did not subsequently default during the 12 months following modification.

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Note 4. Ministry Properties

Ministry properties are generally land or church facilities that have been partially gifted to the Foundation. The Foundation has entered into lease agreements on certain ministry properties with churches or other charitable organizations. Ministry properties consist of the following:

	<u>2025</u>	<u>2024</u>	<u>2023</u>
Land	\$ 64,958,059	\$ 36,258,058	\$ 35,045,039
Buildings and improvements	<u>268,383,518</u>	<u>224,136,581</u>	<u>207,468,687</u>
Total ministry properties	333,341,577	260,394,639	242,513,726
Less accumulated depreciation	<u>40,497,938</u>	<u>32,961,704</u>	<u>26,445,030</u>
Ministry properties, net	<u><u>\$292,843,639</u></u>	<u><u>\$227,432,935</u></u>	<u><u>\$216,068,696</u></u>

Future minimum rental payments to be received on noncancelable operating leases are contractually due as follows as of December 31, 2025:

2026	\$ 6,498,510
2027	6,191,202
2028	5,519,872
2029	4,740,903
2030	3,978,438
Thereafter	<u>29,394,851</u>
Total	<u><u>\$ 56,323,776</u></u>

Future minimum rental payments to be received do not include inflationary adjustments or contingent rentals that may be received under certain leases because of use in excess of specified amounts.

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Note 5. Premises and Equipment

Major classifications of premises and equipment, stated at cost, are as follows:

	<u>2025</u>	<u>2024</u>	<u>2023</u>
Land	\$ 2,640,000	\$ 2,640,000	\$ 2,640,000
Building and improvements	34,884,289	34,884,289	22,019,069
Furniture and equipment	2,222,746	2,646,657	1,310,816
Construction in process	-	-	11,751,711
	<u>39,747,035</u>	<u>40,170,946</u>	<u>37,721,596</u>
Total premises and equipment			
Less accumulated depreciation	<u>8,511,674</u>	<u>7,599,953</u>	<u>6,352,344</u>
Premises and equipment, net	<u>\$ 31,235,361</u>	<u>\$ 32,570,993</u>	<u>\$ 31,369,252</u>

Note 6. Debt Securities

Demand securities pay an adjustable rate that may be adjusted on the first day of each month. Redemptions from demand investments may be made at any time without penalty; however, the Foundation reserves the right to require 60 days' notice. The remaining debt securities pay a fixed interest rate and have maturities that range from six to sixty months. The Foundation has the right to redeem the debt securities any time upon 60 days' written notice. In such event, interest will be paid to the date of redemption. Additionally, the Foundation may, but is not required to, permit redemption prior to its scheduled maturity, in which case an early redemption fee may be charged to the investor. At December 31, 2025, the scheduled maturities of unsecured debt securities are as follows:

Demand	\$ 319,426,768
2026	266,774,997
2027	216,218,484
2028	181,392,022
2029	85,389,855
2030	78,110,761
Thereafter	<u>29,560,570</u>
Total	<u>\$ 1,176,873,457</u>

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Debt securities by interest rate at December 31, are as follows:

	<u>2025</u>	<u>2024</u>	<u>2023</u>
0.00 - 1.99%	\$ 4,574,996	\$ -	\$ -
2.00 - 2.99%	68,339,239	28,623,833	33,148,432
3.00 - 3.99%	115,849,936	30,030,382	59,847,487
4.00 - 4.99%	398,091,501	422,684,185	476,613,329
5.00 - 5.99%	361,320,746	382,716,452	317,795,755
6.00 - 6.75%	228,697,039	184,756,440	77,622,058
	<u>\$ 1,176,873,457</u>	<u>\$ 1,048,811,292</u>	<u>\$ 965,027,061</u>

Note 7. Line of Credit

The Foundation has a secured revolving line of credit with Hanmi Bank that originated on October 30, 2017. The line has potential availability of up to \$85,000,000, with actual availability based on the amount of loans receivable pledged by the Foundation. The line is also secured by three real estate properties. Actual remaining availability at December 31, 2025, was approximately \$53,151,000 and the Foundation has total loans of approximately \$82,704,000 securing the line at December 31, 2025. Actual remaining availability at December 31, 2024, was approximately \$20,699,000 and the Foundation had total loans of approximately \$101,153,000 securing the line at December 31, 2024. Actual remaining availability at December 31, 2023, was approximately \$25,202,000 and the Foundation had total loans of approximately \$96,863,000 securing the line at December 31, 2023. Interest varies with SOFR, is payable monthly, and was 6.69%, 7.53%, and 8.35% at December 31, 2025, 2024, and 2023, respectively. The loan agreement contains certain covenants. The line has an outstanding balance of \$30,000,000, \$63,000,000, and \$59,500,000 at December 31, 2025, 2024, and 2023, respectively, and matures on May 30, 2027.

The Foundation had a secured revolving line of credit with CLI Capital that originated on July 3, 2023 and matured on July 1, 2025. The line of credit was paid in full upon maturity. The line had availability of up to \$18,000,000 with an outstanding balance of \$17,500,000 and \$16,600,000 as of December 31, 2024 and 2023, respectively. The line was secured by investment debt certificates totaling \$18,234,032 and \$17,036,553 as of December 31, 2024 and 2023, respectively. Interest varied with WSJ Prime Rate, was payable monthly, and was 7.25% and 8.25% at December 31, 2024 and 2023, respectively.

Note 8. Functional Expenses

As described in Note 1, the financial statements report certain categories of expenses that are attributed to more than one program or supporting function. Therefore, expenses require allocation on a reasonable basis that is consistently applied. The expenses that are allocated include building expenses, which are based on a percentage of total expenses, as well as interest, provision for credit losses, salaries, and benefits, professional fees, and other, which are allocated on the basis of estimates of time and effort. The tables below present expenses by both their nature and their function.

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December 31, 2025 Functional Classification						
Natural Classification	PROGRAM				Management and General	Total
	Lending and Investments	Ministry	Ministry Publications	Total Program Services		
Interest on debt securities	\$ 56,586,813	\$ -	\$ -	\$ 56,586,813	\$ -	\$ 56,586,813
Short-term borrowing interest	2,410,714	-	-	2,410,714	-	2,410,714
Provision for credit losses	8,588,880	-	-	8,588,880	-	8,588,880
Salaries	1,622,372	810,771	-	2,433,143	2,463,696	4,896,839
Professional fees	240,478	190,898	-	431,376	280,514	711,890
Other benefits	668,201	276,928	-	945,129	841,505	1,786,634
Depreciation	3,375,547	1,398,957	-	4,774,504	4,251,024	9,025,528
Grant and contribution expense	-	8,810,481	-	8,810,481	-	8,810,481
Ministry property expense	-	-	-	-	-	-
Cost of goods sold	-	2,202,698	-	2,202,698	-	2,202,698
Other real estate owned expense	47	19	-	66	59	125
Marketing and special events	470,280	425,803	6,100	902,183	-	902,183
Publications production expense	-	-	98,155	98,155	-	98,155
Other administrative and operating expenses	1,142,271	589,436	295,792	2,027,499	1,122,283	3,149,782
Total expenses	\$ 75,105,603	\$ 14,705,991	\$ 400,047	\$ 90,211,641	\$ 8,959,081	\$ 99,170,722

December 31, 2024 Functional Classification						
Natural Classification	PROGRAM				Management and General	Total
	Lending and Investments	Ministry	Ministry Publications	Total Program Services		
Interest on debt securities	\$ 49,115,967	\$ -	\$ -	\$ 49,115,967	\$ -	\$ 49,115,967
Short-term borrowing interest	7,114,037	-	-	7,114,037	-	7,114,037
Provision for credit losses	200,780	-	-	200,780	-	200,780
Salaries	1,250,272	1,413,848	-	2,664,120	2,488,581	5,152,701
Professional fees	346,156	98,061	-	444,217	601,661	1,045,878
Other benefits	461,999	496,832	-	958,831	874,498	1,833,329
Depreciation	2,020,374	2,172,704	-	4,193,078	3,824,280	8,017,358
Grant and contribution expense	-	2,270,025	-	2,270,025	-	2,270,025
Ministry property expense	-	-	-	-	-	-
Cost of goods sold	-	548,582	-	548,582	-	548,582
Other real estate owned expense	32	34	-	66	60	126
Marketing and special events	484,883	431,463	3,840	920,186	-	920,186
Publications production expense	-	-	35,365	35,365	-	35,365
Other administrative and operating expenses	573,599	527,019	398,300	1,498,918	979,240	2,478,158
Total expenses	\$ 61,568,099	\$ 7,958,568	\$ 437,505	\$ 69,964,172	\$ 8,768,320	\$ 78,732,492

December 31, 2023 Functional Classification						
Natural Classification	PROGRAM				Management and General	Total
	Lending and Investments	Ministry	Ministry Publications	Total Program Services		
Interest on debt securities	\$ 43,076,940	\$ -	\$ -	\$ 43,076,940	\$ -	\$ 43,076,940
Short-term borrowing interest	4,679,887	-	-	4,679,887	-	4,679,887
Provision for loan losses	1,677,123	-	-	1,677,123	-	1,677,123
Salaries	422,875	1,308,537	-	1,731,412	2,285,266	4,016,678
Professional fees	448,950	115,036	-	563,986	798,873	1,362,859
Other benefits	392,590	475,867	-	868,457	831,067	1,699,524
Depreciation	1,627,958	1,973,283	-	3,601,241	3,446,197	7,047,438
Grant and contribution expense	-	4,011,771	-	4,011,771	-	4,011,771
Ministry property expense	-	560,221	-	560,221	-	560,221
Other real estate owned expense	21,256	25,764	-	47,020	44,996	92,016
Marketing and special events	213,194	172,235	6,552	391,981	-	391,981
Publications production expense	-	-	103,808	103,808	-	103,808
Other administrative and operating expenses	603,025	582,340	321,770	1,507,135	1,027,657	2,534,792
Total expenses	\$ 53,163,798	\$ 9,225,054	\$ 432,130	\$ 62,820,982	\$ 8,434,056	\$ 71,255,038

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Functional expenses include the Lending and Investments program, Ministry program, and Ministry Publications program along with the Management and General expenses.

Note 9. Liquidity and Availability

Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year comprise the following:

	<u>2025</u>	<u>2024</u>	<u>2023</u>
Cash and cash equivalents	\$ 40,582,903	\$45,692,233	\$43,129,114
Investments, excluding investment in equity investees and preferred stock	41,873,725	19,673,720	18,665,291
Interest and dividends receivable	4,536,888	5,040,121	4,703,741
Cash value of life insurance	2,029,218	1,919,577	1,782,798
Scheduled loan receivable principal amounts due in the next year	<u>97,997,749</u>	<u>48,624,664</u>	<u>58,501,300</u>
 Total financial assets	 187,020,483	 120,950,315	 126,782,244
 Internal designations			
Commitments to fund construction loans	(65,536,336)	(61,421,837)	(82,115,812)
Unused lines of credit to borrowers	(18,212,433)	(12,296,216)	(14,262,192)
 Donor-imposed restrictions			
Restricted funds	<u>(912,548)</u>	<u>(880,233)</u>	<u>(848,178)</u>
 Financial assets available to meet cash needs for general expenditures within one year	 <u>\$102,359,166</u>	 <u>\$46,352,029</u>	 <u>\$29,556,062</u>

The Foundation follows the financial standards included in the Statement of Policy Regarding Church Extension Fund Securities issued by the North American Securities Administrators Association, Inc. for liquidity status. The standards state that the Foundation's cash, cash equivalents, readily marketable securities, and available lines of credit shall have a value of at least 8% of the principal balance of its total outstanding debt securities, except that the value of available lines of credit for meeting this standard shall not exceed 2% of the principal balance of its total outstanding debt securities. To help manage unanticipated liquidity needs, the Foundation has a committed line of credit (Note 7) in the amount of up to \$85 million, of which approximately \$53,151,000 was available at December 31, 2025.

The Foundation owes \$319,426,768 in principal to holders of demand debt securities and \$266,774,997 in term debt securities that are scheduled to mature during 2026. See Note 6 for the scheduled maturities of all debt securities. Demand debt securities may be redeemed in whole or in part, at the option of the registered holder; however, the Foundation reserves the right to require 60 days' notice. Similarly, term debt securities may be redeemed, subject to the availability of funds, at the option of the registered holder upon 30 days' written notice to the Foundation, but subject to early redemption penalties, unless redeemed at maturity.

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In addition to funding debt securities redemptions, the Foundation must also fund its outstanding loan commitments. Outstanding commitments to originate new loans, which are unconditionally cancellable totaled approximately \$6,347,000 as of December 31, 2025, the majority of which are expected to require funding during 2026. Historically, the Foundation has been able to meet the loan funding requirements through a combination of existing cash and investments on hand and cash generated from loan repayments and the sale of debt securities.

Note 10. Related Party Transactions

Certain members of the Foundation's management team and Board of Directors are associated with affiliated organizations that have loans with, have purchased debt securities, or have received grants from the Foundation. Loans receivable and debt securities to affiliated organizations are made at similar rates and terms as nonrelated parties.

The Foundation has outstanding loans receivable with multiple churches that share a board member with the Foundation. As of December 31, 2025, 2024, and 2023, the unpaid principal balance of those loans was \$46,584,931, \$47,224,520, and \$45,792,449, respectively. Interest income recognized on these loans was \$2,832,580, \$2,869,351, and \$2,563,253 for the years ended December 31, 2025, 2024, and 2023, respectively. Additionally, the Foundation has outstanding debt securities to churches that share board members with the Foundation and to Foundation board members as well. The outstanding principal payable due to these investors, executive officers, and board members totaled \$63,756,272, \$42,769,335, and \$50,615,329 at December 31, 2025, 2024, and 2023, respectively. Interest expense recognized on these debt securities was \$2,728,733, \$2,314,782, and \$2,992,341 for the years ended December 31, 2025, 2024, and 2023, respectively.

Note 11. Employee Benefits

The Foundation sponsors a defined contribution plan (the "Plan"), which extends participation to employees who meet the Plan's eligibility requirements. The Foundation may make discretionary contributions to the Plan. The amount of contributions made and charged to expense during the years ended December 31, 2025, 2024, and 2023, was \$582,226, \$530,194, and \$451,857, respectively.

Note 12. Disclosures About Fair Value of Financial Instruments

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. Fair value measurements must maximize the use of observable inputs and minimize the use of unobservable inputs. There is a hierarchy of three levels of inputs that may be used to measure fair value:

- Level 1** Quoted prices in active markets for identical assets or liabilities.
- Level 2** Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.
- Level 3** Unobservable inputs supported by little or no market activity and are significant to the fair value of the assets or liabilities.

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Recurring Measurements

The following tables present the fair value measurements of assets recognized in the accompanying statements of financial position measured at fair value on a recurring basis and the level within the fair value hierarchy in which the fair value measurements fall at December 31, 2025, 2024, and 2023:

	Fair Value	Fair Value Measurements Using		
		Level 1	Level 2	Level 3
December 31, 2025				
REIT common stock	\$ 1,454,230	\$ -	\$ 1,454,230	\$ -
December 31, 2024				
REIT common stock	\$ 1,439,688	\$ -	\$ 1,439,688	\$ -
December 31, 2023				
REIT common stock	\$ 1,628,738	\$ -	\$ 1,628,738	\$ -

Following is a description of the valuation methodologies and inputs used for assets measured at fair value on a recurring basis and recognized in the accompanying statements of financial position as well as the general classification of such assets pursuant to the valuation hierarchy. There have been no significant changes in the valuation techniques during the year ended December 31, 2025.

Investments

Where quoted market prices are available in an active market, securities are classified within Level 1 of the valuation hierarchy. If quoted market prices are not available, then fair values are estimated by using quoted prices of securities with similar characteristics or independent asset pricing services and pricing models, the inputs of which are market-based or independently sourced market parameters, including, but not limited to, yield curves, interest rates, volatilities, prepayments, defaults, cumulative loss projections, and cash flows. Such securities are classified in Level 2 of the valuation hierarchy. In certain cases where Level 1 or Level 2 inputs are not available, securities are classified within Level 3 of the hierarchy. Investments not measured at fair value, such as debt securities, are not included in this disclosure.

Nonrecurring Measurements

The following table presents the fair value measurement of assets measured at fair value on a nonrecurring basis and the level within the fair value hierarchy in which the fair value measurements fall at December 31, 2025, 2024, and 2023:

	Fair Value	Fair Value Measurements Using		
		Level 1	Level 2	Level 3
December 31, 2025				
Collateral dependent loans	\$ 68,673,316	\$ -	\$ -	\$ 68,673,316
Other real estate owned	1,575,000	-	-	1,575,000
December 31, 2024				
Collateral dependent loans	\$ 36,192,660	\$ -	\$ -	\$ 36,192,660
December 31, 2023				
Collateral dependent loans	\$ 31,598,793	\$ -	\$ -	\$ 31,598,793

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Following is a description of the valuation methodologies and inputs used for assets measured at fair value on a nonrecurring basis and recognized in the accompanying statements of financial position, as well as the general classification of such assets pursuant to the valuation hierarchy. For assets classified within Level 3 of the fair value hierarchy, the process used to develop the reported fair value is described below.

Collateral Dependent Loans, Net of Allowance for Credit Losses

The estimated fair value of collateral-dependent loans is based on the estimated fair value of the collateral, less estimated cost to sell. Collateral-dependent loans are classified within Level 3 of the fair value hierarchy.

The Foundation considers the appraisal or other evaluation of the fair value of the collateral as the starting point for determining fair value and then considers other factors and events in the environment that may affect the fair value. The estimated fair values are reduced by discounts to consider lack of marketability and estimated cost to sell if repayment or satisfaction of the loan is dependent on the sale of the collateral, and are generally up to 10%. These discounts and estimates are developed by management by comparison to historical results.

Other real estate owned

Other real estate owned is recorded at fair value based on property appraisals, less estimated selling costs, at the date of the transfer with any impairment amount charged to the allowance for credit losses. Subsequent to the transfer, other real estate owned are carried at the lower of cost or fair values, less estimated selling costs with changes in fair value or any impairment amount recorded in Noninterest expense. Values are estimated using Level 3 inputs based on customized discounting criteria. The carrying value of other real estate owned is not re-measured to fair value on a recurring basis but is subject to fair value adjustments when the carrying value exceeds the fair value, less estimated selling costs.

Unobservable (Level 3) Inputs

The following table presents quantitative information about unobservable inputs used in recurring and nonrecurring Level 3 fair value measurements at December 31, 2025, 2024, and 2023.

	<u>Fair Value at 12/31/25</u>	<u>Valuation Technique</u>	<u>Unobservable Inputs</u>	<u>Range</u>
Collateral dependent loans	\$ 68,673,316	Market comparable	Discount to reflect realizable value	0% - 10%
Other real estate owned	1,575,000	Market comparable	Discount to reflect realizable value	0% - 10%
	<u>Fair Value at 12/31/24</u>	<u>Valuation Technique</u>	<u>Unobservable Inputs</u>	<u>Range</u>
Collateral dependent loans	\$ 36,192,660	Market comparable	Discount to reflect realizable value	0% - 10%
	<u>Fair Value at 12/31/23</u>	<u>Valuation Technique</u>	<u>Unobservable Inputs</u>	<u>Range</u>
Collateral dependent loans	\$ 31,598,793	Market comparable	Discount to reflect realizable value	0% - 10%

Note 13. Significant Estimates and Concentrations

Accounting principles generally accepted in the United States of America require disclosure of certain significant estimates and current vulnerabilities due to certain concentrations. Assets held for affiliates are based in part on an estimate of the remainder value of trust obligations. Estimates related to the allowances for credit losses are reflected in Notes 1 and 3. Current vulnerabilities due to certain concentrations of credit risk are discussed in Note 14. At December 31, 2025, 2024, and 2023, no investor held debt securities greater than 5% of total liabilities. At December 31, 2025, 2024, and 2023, the Foundation’s investors were concentrated by state as follows:

	<u>Number of Investor Accounts</u>	<u>Aggregate Current Balances</u>	<u>Percent of Certificate Balances Outstanding</u>
2025			
Texas	1,833	\$ 136,560,286	12%
2024			
Texas	1,746	130,925,155	12%
2023			
Texas	1,805	132,740,882	14%
California	640	94,565,469	10%

Borrower Concentrations

At December 31, 2025, 2024, and 2023, no borrowers had an outstanding loan balance greater than 5% of total loans.

Note 14. Commitments and Credit Risk

Commitments to Originate Loans

Commitments to originate loans are agreements to lend as long as there is no violation of any condition established in the contract. Commitments generally have fixed expiration dates or other termination clauses and may require payment of a fee. Since a portion of the commitments may expire without being drawn upon, the total commitment amounts do not necessarily represent future cash requirements. Each borrower’s creditworthiness is evaluated on a case-by-case basis. The amount of collateral obtained, if deemed necessary, is based on management’s credit evaluation of the counterparty. Collateral held generally includes church property and equipment.

At December 31, 2025, 2024, and 2023, the Foundation had outstanding commitments to originate new loans aggregating approximately \$6,347,000, \$525,000, and \$12,210,000, respectively. At December 31, 2025, 2024, and 2023, the Foundation had granted unused lines of credit and had commitments to fund construction loans to borrowers aggregating approximately \$83,749,000, \$73,718,000, and \$96,378,000, respectively. The commitments extended over varying periods of time with the majority to be disbursed within a one-year period.

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Standby Letters of Credit

Standby letters of credit are irrevocable conditional commitments issued by the Foundation to guarantee the performance of a customer to a third party. Financially standby letters of credit are primarily issued to support public and private borrowing arrangements, including commercial paper, bond financing, and similar transactions. Performance standby letters of credit are issued to guarantee performance of certain customers under nonfinancial contractual obligations. The credit risk involved in issuing standby letters of credit is essentially the same as that involved in extending loans to customers. Should the Foundation be obligated to perform under the standby letters of credit, the Foundation may seek recourse from the customer for reimbursement of amounts paid. The Foundation had \$1,348,892, \$1,002,744, and \$297,897 outstanding letters of credit at December 31, 2025, 2024 and 2023, respectively.

Contingent Promises to Give

During the year ended December 31, 2013, the Foundation received a gift of real estate totaling \$915,000 from Parsippany Christian Church, Parsippany, New Jersey. The terms of the Parsippany donation agreements provide that from the date of the receipt of the gifts, the Foundation may grant the donor an amount equal to 2% of the net gift amount annually and paid monthly. Further, from the date of the liquidation of the gift into cash or cash equivalents, the Foundation may grant to the donor an amount equal to 6% of the net sales amount annually. All grants to the donor are subject to and contingent upon the Foundation's Board approval each year and without such approval the grant will not be paid. During the years ended December 31, 2025, 2024, and 2023, approximately \$0 was granted to the donor.

During the year ended December 31, 2011, an undesignated contribution was received in the amount of \$6,330,000 for property donated by Real Life Ministries. In 2012, the Foundation received an additional undesignated contribution of land totaling \$500,000 from Real Life Ministries, Post Falls, Idaho. The terms of the donation agreement provide that from the date of the receipt of the gifts, the Foundation may grant to the donor an amount equal to 5.37% of the net gift amount annually and paid monthly. Further, from the date of the liquidation of the gift into cash or cash equivalents, the Foundation may grant to the donor an amount equal to 6% of the net sales amount annually and paid monthly. All grants to the donor are subject to and contingent upon the Foundation's Board approval each year and without such approval the grant will not be paid. During the years ended December 31, 2025, 2024, and 2023, approximately \$493,000, \$493,000 and \$534,000, respectively, was granted to the donor.

Credit Risk

The Foundation's loans are made exclusively to churches and to parachurch organizations that align with the beliefs of the Restoration Movement Independent Christian Churches and Churches of Christ. The repayment of loans by churches may affect the Foundation's ability to meet its obligations. In most instances, the ability of churches to repay their loans will depend upon the contributions they receive from their members. Both the number of members of a church and the amount of contributions may fluctuate. In addition, a church facility may be a single purpose building and the marketability of such a specific facility may be limited, potentially diminishing the value of such collateral in the event of foreclosure. Due in part to the large volume of construction lending, as well as the Foundation offering interest only for the first year after construction, the Foundation has 29%, 30%, and 34% of the outstanding loan portfolio on interest-only payments as of December 31, 2025, 2024, and 2023, respectively. Finally, because of the relationship the Foundation has with its borrowers, the Foundation has in the past been willing under certain circumstances to accommodate late payments or to extend or otherwise modify the terms of a loan. Should borrowers not be able to repay their principal and interest as scheduled, the Foundation's ability to make payments on its notes may be impacted.

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Note 15. Contributed Nonfinancial Assets

For the years ended December 31, 2025, 2024, and 2023, contributed nonfinancial assets recognized within the consolidated statement of activities included \$39,212,690, \$3,552,350, and \$2,960,169, respectively, of ministry properties. Contributed nonfinancial assets did not have donor-imposed restrictions. These contributed nonfinancial assets consisted entirely of buildings and land that are used in the Foundation's ministry property program. In valuing these contributed buildings, the Foundation utilized appraised values.

Note 16. NASAA Statement of Policy

As the Foundation is a Church Extension Fund that offers debt securities in 50 states, the Foundation follows the standards established by the North American Securities Administrators Association's (the "NASAA") Statement of Policy (SOP). Noncompliance with such standards could suspend the Foundation's ability to sell or renew debt securities in certain states, which could have a material effect on the operations of the Foundation.

The SOP requires, among other items, that Church Extension Funds maintain: (1) a capital ratio (defined as total net assets without donor restrictions as a percentage of total assets) of not less than 5%, (2) a debt securities reserve (defined as cash, cash equivalents, readily marketable securities, and available unused line-of-credit borrowing (up to 2% of outstanding debt securities) as a percentage of total outstanding debt securities) of not less than 8%, (3) senior secured indebtedness (defined as any borrowing senior to investors as a percentage of total assets) of not more than 10%, (4) a coverage ratio of available cash (calculated as provided in the NASAA SOP) to cash redemptions of at least one to one (1:1), and (5) positive change in net assets for three of the most recent five years, (or, if less, for its actual period of operations). The Foundation was in compliance with these SOP standards as of December 31, 2025, 2024, and 2023.

Note 17. Subsequent Events

Subsequent events have been evaluated through April 2, 2026, which is the date the financial statements were available to be issued.

Supplementary Information

The Solomon Foundation
Consolidating Schedule – Statement of Financial Position Information
December 31, 2025

	The Solomon Foundation	Restoration Movement Media	Eliminations	Consolidated
ASSETS				
Cash and cash equivalents	\$ 40,547,284	\$ 35,619	\$ -	\$ 40,582,903
Investments	103,567,709	-	-	103,567,709
Interest and dividends receivable	4,536,888	-	-	4,536,888
Prepaid expenses and other assets	3,314,868	534,844	-	3,849,712
Loans, net of allowance for credit losses of \$16,264,856 at December 31, 2025	802,225,421	-	-	802,225,421
Other receivables	2,970,583	9,090	(1,359,697)	1,619,976
Other real estate owned	12,305,278	-	-	12,305,278
Ministry properties, net	292,843,639	-	-	292,843,639
Premises and equipment, net	31,235,361	-	-	31,235,361
Total Assets	\$ 1,293,547,031	\$ 579,553	\$ (1,359,697)	\$ 1,292,766,887
LIABILITIES AND NET ASSETS				
Liabilities				
Accounts payable and accrued expenses	\$ 4,306,995	\$ 1,951,005	\$ (1,359,697)	\$ 4,898,303
Line of credit	30,000,000	-	-	30,000,000
Debt securities	1,176,873,457	-	-	1,176,873,457
Trust obligation	1,905,842	-	-	1,905,842
Contribution payable	8,791,259	-	-	8,791,259
Total Liabilities	1,221,877,553	1,951,005	(1,359,697)	1,222,468,861
Net Assets				
Without donor restrictions				
Undesignated	70,756,930	(1,371,452)	-	69,385,478
With donor restrictions				
Time-restricted for future periods	912,548	-	-	912,548
Total Net Assets	71,669,478	(1,371,452)	-	70,298,026
Total Liabilities and Net Assets	\$ 1,293,547,031	\$ 579,553	\$ (1,359,697)	\$ 1,292,766,887

The Solomon Foundation
Consolidating Schedule – Statement of Activity Information
Year Ended December 31, 2025

	The Solomon Foundation	Restoration Movement Media	Eliminations	Consolidated
Without Donor Restrictions				
Interest income				
Interest and fees on loans	\$ 54,155,709	\$ -	\$ -	\$ 54,155,709
Net interest and dividends	4,869,645	-	-	4,869,645
Total Interest Income	<u>59,025,354</u>	<u>-</u>	<u>-</u>	<u>59,025,354</u>
Interest Expense				
Interest on debt securities	56,586,813	-	-	56,586,813
Short-term borrowing interest	2,410,714	-	-	2,410,714
Total Interest Expense	<u>58,997,527</u>	<u>-</u>	<u>-</u>	<u>58,997,527</u>
Net interest income	27,827	-	-	27,827
Provision for credit losses	8,588,880	-	-	8,588,880
Net Interest Income After Provision for Credit Losses	<u>(8,561,053)</u>	<u>-</u>	<u>-</u>	<u>(8,561,053)</u>
Noninterest Income and Expense				
Contributions of cash and other financial assets	1,200,189	-	-	1,200,189
Contributions of nonfinancial assets	39,212,690	-	-	39,212,690
Rental income	6,139,316	-	-	6,139,316
Net realized and unrealized losses on investments	(164,741)	-	-	(164,741)
Subscription sales	-	351,021	(200,000)	151,021
Other (expense) income	(287,014)	195	-	(286,819)
General and administrative expenses	(13,548,133)	(301,892)	200,000	(13,650,025)
Depreciation	(9,025,528)	-	-	(9,025,528)
Grant and contribution expense	(8,810,481)	-	-	(8,810,481)
Publications production expense	-	(98,155)	-	(98,155)
Other operating expenses	(126)	-	-	(126)
Total Noninterest Operating Income and Expense	<u>14,716,172</u>	<u>(48,831)</u>	<u>-</u>	<u>14,667,341</u>
Increase (Decrease) in Net Assets without Donor Restrictions	<u>6,155,119</u>	<u>(48,831)</u>	<u>-</u>	<u>6,106,288</u>
With Donor Restrictions				
Actuarial loss on trust obligation	(11,105)	-	-	(11,105)
Contributions of cash and other financial assets	43,420	-	-	43,420
Increase in Net Assets with Donor Restrictions	<u>32,315</u>	<u>-</u>	<u>-</u>	<u>32,315</u>
Change in Net Assets	6,187,434	(48,831)	-	6,138,603
Net Assets, Beginning of Year	<u>65,482,044</u>	<u>(1,322,621)</u>	<u>-</u>	<u>64,159,423</u>
Net Assets, End of Year	<u>\$ 71,669,478</u>	<u>\$ (1,371,452)</u>	<u>\$ -</u>	<u>\$ 70,298,026</u>