

Firm Brochure
(Part 2A of Form ADV)

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This brochure provides information about the qualifications and business practices of Western International Securities, Inc. ("WIS or Western"). If you have any questions about the contents of this brochure, please contact us at: 626-793-7717, or by email at: admin@wisdirect.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission, or by any state securities authority.

Additional information about WIS is available on the SEC's website at www.adviserinfo.sec.gov

Material Changes

Annual Update

The Material Changes section of this brochure will be updated annually when material changes occur since the previous release of the Firm Brochure.

Material Changes since the Last Update

Western's most recent prior update was dated November 10, 2022. This section summarizes changes to our Brochure since Western's last annual updating amendment on March 31, 2022. For additional details, please see the item in this Brochure referred to in the summary below.

Item 9 – Disciplinary Information was amended to disclose that on October 2022, WIS was fined \$400,000 in that it failed to establish, maintain, and enforce a supervisory system, including written supervisory procedures, in connection with recommendations in non-traded Real Estate Investment Trusts and failed to report customer complaints and arbitrations pursuant to FINRA Rules.

Item 12 – Brokerage Practices has been updated to include updates on our cash sweep program through our clearing firms: Pershing, LLC and National Financial Services LLC.

Full Brochure Available

Whenever you would like to receive a complete copy of our Firm Brochure, please contact us by telephone at 626-793-7717 or by email at admin@wisdirect.com, or access our website at www.wisdirect.com.

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Advisory Business

Firm Description

Western International Securities, Inc. ("WIS" or "Western") was founded in 1995.

WIS is a registered investment advisor with the Securities and Exchange Commission providing a full range of financial products to clients, including stocks, bonds, mutual funds, options and direct investments to clients through Investment Advisor Representatives ("IAR") of WIS. WIS offers five custodian relationships, National Financial Services, Fidelity Institutional Wealth Services, Charles Schwab, Wedbush, and Pershing, LLC where client assets are held. WIS will not take custody of client's funds which are designated for an advisory account.

WIS Investment Advisory Representatives ("IAR") provide personalized, confidential financial planning and investment management to individuals, pension and profit sharing plans, trusts, estates, charitable organizations as well as small and large businesses. Advice is provided through consultation with the client and can include: determination of financial objectives, identification of financial problems, cash flow management, tax planning, insurance review, investment management, education funding, retirement planning, and estate planning.

Investment advice is an integral part of financial planning. In addition, Western International Securities, Inc. advises clients regarding cash flow, college planning, retirement planning, tax planning and estate planning.

Investment advice is provided, with the client making the final decision on investment selection. The client always maintains asset control. WIS places trades for clients under a limited power of attorney.

Periodic reviews are also communicated to provide reminders of the specific courses of action that need to be taken. More frequent reviews occur but are not necessarily communicated to the client unless immediate changes are recommended.

Other professionals (e.g., lawyers, accountants, insurance agents, etc.) are engaged directly by the client on an as-needed basis. Conflicts of interest will be disclosed to the client in the unlikely event they should occur.

The initial meeting, which can be by telephone, is free of charge and is considered an exploratory interview to determine the extent to which financial planning and investment management can be beneficial to the client.

Principal Owners

Atria Wealth Solutions, Inc., through AWS7, owns 100% Concept Brokerage Holding Corporation which owns WIS.

Types of Advisory Services

WIS provides investment advisory services, also known as asset management services; manages investment advisory accounts not involving investment supervisory services; furnishes investment advice through consultations and individual meetings. Western does not take custody or hold client assets or funds. Client funds are maintained with independent clearing agencies. The advisory account maintained through Western can include investments in exchange traded funds, mutual funds, stocks, bonds, and with additional approval, covered or hedged option positions. The client can deposit cash or other marketable securities in the account and Western and its Advisor Representative may liquidate the securities and purchase mutual funds, stocks, bonds or other suitable investments.

On more than an occasional basis, WIS furnishes advice to clients on matters not involving securities, such as financial planning matters, taxation issues, and trust services that often include estate planning. As part of a general financial planning process, IARs occasionally will gather information to assess the client's current situation to help the client define financial goals and investment objectives. WIS will then analyze the data and create a personalized, written financial plan and then assist the client with implementing the plan. Should a client choose to implement the recommendations contained in the plan, WIS suggests the client work closely with his/her attorney, accountant, insurance agent, and/or stockbroker. Implementation of financial plan recommendations is entirely at the client's discretion. WIS maintains relationships with other professionals who can support the client's personal and business needs by providing expertise in related areas such as banking, insurance, accounting and payroll, legal, pension administration and mortgage brokerage services. WIS does not provide tax preparation, tax advice or legal services for clients. Some Advisor Representatives are tax preparers, enrolled agents, or CPA's and any tax service provided is outside the scope of their affiliation with WIS.

As of December 31, 2021, WIS Investment Advisory Representatives managed approximately \$3,967,000,457 in assets. The assets are primarily managed on a discretionary basis, meaning the Advisor Representative does not have to contact the client prior to purchasing or selling securities. Whether the client requests the assets be managed on a discretionary or non-discretionary basis will be confirmed in writing on the Investment Management Agreement.

Third-Party Money Managers

Western provides clients with the opportunity to have their accounts or portfolios managed by outside independent investment advisors (third-party money managers "TPMM"). Third-party money managers provide portfolio analysis, asset allocation, trade execution, performance monitoring and reporting, and other related investment services. Clients enter into and sign separate advisory agreements with the third-party managers to provide the services requested. Clients are provided Form ADV Parts 1 and 2 for the third-party money manager. The executing and clearing broker for the third-party advisor(s) are determined by

the arrangement with the respective entities and disclosed to the client. The Western advisor will discuss and review the asset allocation and investment strategy of the third-party advisor with the client.

The Western advisor will not be involved in the selection of individual securities purchased or the execution of transactions through the third-party advisor.

Clients can impose any restriction in the account, including the trading activity, by submitting a written request to WIS detailing the parameters of the restriction. For example, the restriction can be placed on the type of security, including socially responsible companies, the frequency of trading, or the percentage of asset allocation.

Each TPMM is structured with different investment products; please ensure that you carefully review: the TPMM's Form ADV Part 2A and 2B or alternate disclosure document for the specific program descriptions; TPMM's client agreement for specific contractual terms; and, any additional disclosure or offering documentation provided by the TPMM related to its products and services. The TPMM' Form ADV Part 2A or other disclosure document will contain specific information related to: methods of analysis and investment strategies; fee structure and calculation; conflict of interest; disciplinary actions; account maintenance, including minimum account value, proxy- voting, and termination procedures.

TPMM's may utilize back-tested hypothetical performance modeling in marketing materials which attempt to estimate the potential performance of their investment models or strategies based on past performance. The projections do not reflect the actual investment performance or guarantee any future results.

For accounts that are referred to a TPMM for asset management, Western and the investment representative receives a solicitor fee. Neither Western nor the representatives are the client's investment advisor for accounts referred to TPMM.

Programs

Western offers several investment programs, sponsored by the respective clearing agents, for asset management services for clients. Western receives compensation from the programs offered through the clearing agents and program sponsors. Fees are billed on a monthly or quarterly basis, according to the fee schedules noted in the client agreement, based on the fair market value of a client's portfolio as reported by the independent custodian at which your assets are held. Western receives compensation from the respective custodians for assets maintained with the programs. This compensation is based on a percentage of the amount invested in the program.

Managed 360 is offered through Pershing, LLC and includes services for performance reporting, proposal systems, contracting and support, clearance and custody, and trade execution. Accounts maintained through Managed Account Command are managed on a discretionary basis by investment managers not affiliated with Western. The program offers customized investment allocations based on a client's goals and objectives.

Managed Account Solutions (“MAS”)/ Envestnet-Contour

MAS/Envestnet-Contour provides an investment platform of integrated portfolio, practice management and reporting solutions to financial advisors and institutions. The platform encompasses a broad range of institutional-quality research, investment products and advisory resources. The program offers clients an opportunity to maintain a customized investment portfolio composed of mutual funds and/or exchange-traded funds. The portfolio is managed in one of two ways, (1) by a select group of asset managers who are not affiliated with Western, based on model investment allocations they determine and (2) by a Western investment adviser, based on allocations determined by the adviser. Envestnet offers several options including, mutual fund wrap program, separate managed accounts, portfolio modeling and rebalancing and asset allocation.

The Program Fee includes execution, clearing, custody, and WIS, Envestnet/Contour and Custodian fees. The Program Fee is assessed in each of the program options and is nonnegotiable. WIS receives a portion of the Program Fee as compensation. The amount of compensation is available upon request. We use the revenue to support certain marketing, training, and educational initiatives.

Please refer to the Wrap Agreement Disclosure form for additional information.

Sub-Advisor

Western offers the ability for an investment adviser to utilize sub-advisers to assist in the management of client assets. These sub-advisers are not affiliated with Western and are designated to assist in the implementation of a client’s investment strategies. Sub-advisory accounts are deemed to be managed on a discretionary basis by the sub-adviser(s), which are designated by Western’s Investment Advisory Representative assigned to the account. The sub-adviser is identified in the Investment Advisory Service Agreement and clients are provide a copy of the sub-advisers ADV Part 2A. The investment adviser delegates to the sub-adviser all of its powers with regard to the investment and reinvestment of the assets with full authority to buy, sell, or otherwise conduct investment transactions involving the assets in the client’s name and for the client’s account. Western and/or your investment adviser representative can change the sub-adviser to align the client’s risk tolerance and investment objectives.

Western pays the sub-adviser a portion of the total client fee collected for the service as outlined in the agreement between Western and the sub-adviser. For example, a client signs an Investment Advisory Service Agreement stating the total management fee paid by the client is 1%. The investment adviser selects a sub-adviser to assist with the management of the assets. The cost for the sub-adviser’s services is .30%. This cost is included in the total fee paid by the client. Therefore, the client is not charged an additional management fee for the sub-advisory relationship.

Tailored Relationships

The goals and objectives for each client are documented in our client account agreement. Clients can impose restrictions on investing in certain securities or types of securities.

Agreements can not be assigned without client consent.

Types of Agreements

The following agreements define the typical client relationships.

Financial Planning/Consulting Services Agreement

Financial planning services are designed to help the client with all aspects of financial planning and sometimes do not include ongoing investment management after the financial plan is completed.

The financial plan can include, but is not limited to: a net worth statement; a cash flow statement; a review of investment accounts, including reviewing asset allocation and providing repositioning recommendations; strategic tax planning; a review of retirement accounts and plans including recommendations; a review of insurance policies and recommendations for changes, if necessary; one or more retirement scenarios; estate planning review and recommendations; and education planning with funding recommendations.

Detailed investment advice and specific recommendations are provided as part of a financial plan. Implementation of the recommendations is at the discretion of the client.

Financial planning services are provided on an hourly fee basis. Hourly fees are billed on a monthly basis and are due from the client upon receipt of the bill. An estimate of the time involved in the project or projects requested by the client can be given from time to time; however, no estimate is binding, and the client's billings will reflect actual time spent. The maximum fee is \$250.00 per hour and is negotiable. Since financial planning is a discovery process, situations occur wherein the client is unaware of certain financial exposures or predicaments.

In the event that the client's situation is substantially different than disclosed at the initial meeting, a revised estimate of the hourly fee will be provided. The client must approve the change of scope in advance of the additional work being performed when a fee estimate increase is necessary.

Future face-to-face meetings can be scheduled as necessary. Follow-on implementation work is billed separately at the rate of up to \$250.00 per hour.

To the extent that a recommendation is made to implement the plan through other products or services offered by WIS, a conflict of interest can exist between the interests of Western and the interest of the client. The client is under no obligation to act upon the Advisor Representative's recommendations. If the clients elect to act on any recommendations, the client is under no obligation to affect the

transactions through the investment advisor or WIS.

All investment programs involve risk and there is no guarantee that using our Financial Planning Agreement will produce positive results. Please review the information and statements contained in the particular financial plan presented. If a client wishes to implement the recommendations contained in a financial plan, it is recommended that the client work closely with his or her attorney, accountant, insurance agent or securities adviser.

Investment Advisory Service Agreement

Most clients choose to have WIS Investment Advisory Representatives manage their assets in order to obtain ongoing monitoring, advice and investment planning. The client's financial affairs, including net worth, investment objectives, income, tax rates and experience are considered in rendering advice. Realistic and measurable goals are agreed upon and objectives to reach those goals are defined. Upon communication by the client to Western of changes in goals, objectives and/or other financial circumstances, the associated person advising the client will adapt the portfolio accordingly subject to mutually agreeable terms.

The scope of work and fee for advisory services is noted in the Investment Management Agreement. The Investment Management Agreement describes the services provided, including but not limited to; execution of transactions, description of custodial management, custodial statements, disclosure of fees and valuations, risk acknowledgement, client authority and termination of agreement.

The annual Investment Management fee is based on a percentage of the investable assets according to the agreed upon percentage of assets.

The fee is *NEGOTIABLE*. Current client relationships can exist where the fees are higher or lower than other client accounts based on several factors.

Although the Investment Management Agreement is an ongoing agreement and constant adjustments are required, the length of service to the client is at the client's discretion. The client or the investment manager can terminate an Agreement by written notice to the other party. At termination, fees will be billed on a pro rata basis for the portion of the quarter completed. Alternatively, if fees are billed in advance, unearned fees will be refunded to the client. The portfolio value at the completion of the prior full billing quarter is used as the basis for the fee computation, adjusted for the number of days during the billing quarter prior to termination.

Retainer Agreement

In limited circumstances, a *Retainer Agreement* is executed in lieu of an *Advisory Service Agreement* when it is more appropriate to work on a fixed-fee basis. The annual fee for a *Retainer Agreement* is *NEGOTIABLE*. *Under no circumstance will a client pay more than \$1200 more than 6 months in advance.*

Investment Management Agreement

An *Investment Management Agreement* is referred to under the previous heading of Investment Advisory Services. The annual fee is *NEGOTIABLE* and will not exceed 3%.

Tax Preparation Agreement

WIS does not provide Tax preparation services for clients. Some Advisor Representatives are tax preparers, enrolled agents, or CPAs and any tax service provided is outside the scope of their affiliation with Western. Clients will sign separate engagement letters for tax preparation with the unaffiliated entity.

Hourly Planning Engagements

WIS provides hourly planning services for clients who need advice on a limited scope of work. The hourly rate for limited scope engagements is typically \$250.00. The fee is negotiable.

Termination of Agreement

A Client can terminate any of the aforementioned agreements at any time by notifying WIS in writing and paying the rate for the time spent on the investment advisory engagement prior to notification of termination. If the client made an advance payment, WIS will refund any unearned portion of the advance payment.

WIS can terminate any of the aforementioned agreements at any time by notifying the client in writing. If the client made an advance payment, WIS will refund any unearned portion of the advance payment.

Fees and Compensation

Description

WIS bases its fees, including Financial/Consulting Plans, on a percentage of assets under management, hourly charges, or fixed fee.

Fees are *negotiable*.

Fee Billing

Investment management fees are billed monthly or quarterly, either in arrears or in *advance*, meaning that we charge you after or before the three-month billing period, as agreed upon in the Investment Management Agreement. Payment in full is expected in accordance with the agreed upon billing cycle.

Fees are usually deducted from a designated client account to facilitate billing. The client must consent in advance to direct debiting of their investment account. For example, the investment account will be billed on January 1st for the period January 1 through March 31 based on the ending balance of the previous quarter (December 31st). An account valued at \$100,000 on December 31st with agreed upon fee charged of 2%, would be billed \$493.15 ($\$100,000 \times 2\% = \$2,000 / 365 \times 90$ (number of days in the period) = \$493.15) for the upcoming quarter.

For accounts that are billed in arrears, the charge will be applied at the beginning of the quarter based on the ending market value of the previous quarter-end. The quarter-end balance of a client's account during the period January 1 through March 31 will be billed in April. For example, an account with an ending market value as of March 31st is \$100,000; with an agreed management fee of 2% would be billed \$493.15 ($\$100,000 \times 2\% = \$2,000 / 365 \times 90$ (number of days in the period) = \$493.15) in April (the month following the quarter-end).

If an account is opened mid-quarter and (1) fees are billed in advanced, fees will be calculated and debited for the remaining period in the current calendar quarter and (2) if fees are billed in arrears, fees will be calculated based on the period ending value.

Fees for financial plans are billed upon delivery of the financial plan.

Other Fees

Custodians and Western charge certain processing fees on purchases or sales of certain stocks, bonds, options, mutual funds, and exchange-traded funds. IRA accounts are charged an annual maintenance fee by the custodian. There is a conflict of interest in recommending a client to the third-party custodians who have agreed to share in these fees.

Transaction or ticket charges associated with the execution of trades are paid by the customer in addition to management fees. The Investment Management Agreement details the amount of ticket charges by the customer. By signing the Investment Management Agreement, the customer acknowledges and agrees to these fees. Customers are not obligated to sign the Investment Management Agreement. Transaction or execution charges for fixed-income securities, including but not limited to corporate, government, government-agency, and municipal bonds are also separate charges paid by the customer in addition to management fees. The amount of any remuneration received by Western for the execution of any transaction is available upon request. The transaction charges or ticket charges paid by the client account are considered compensation to WIS. Because Western earns a portion of these fees, there is a conflict of interest in recommending transactions through third party custodians who have agreed to share in the fees. Customers that receive physical confirmations and statements of activity will pay a fee for the delivery of documents. For accounts custodied at Pershing the fee is \$.75 for each occurrence.

For accounts that are maintained with third-party money advisors, Western receives a portion of the advisory fee charged by the third-party investment manager. The advisory fee charged to the client by the third-party money manager is disclosed in the third-party investment manager's advisory service agreement and Form ADV or related disclosure document.

It is the client's responsibility to carefully review account statements and fee deductions since the custodian does not determine the accuracy of fees deducted from the account and paid to WIS. The services offered by Western may cost clients more or less than purchasing the same securities and/or services

separately and/or through other investment advisers. Alternatives at lower costs may be available through other brokerage firms or investment advisers.

Western may allow clients with direct family members or clients with same household address with multiple accounts to aggregate assets for purposes of calculating fees as agreed upon in the Investment Management Agreement.

Western reserves the right to pass on charges imposed by the clearing agent (the firm through which client funds are maintained and clearance of transactions occurs). Western receives direct and indirect forms of compensation as a result of fees charged, including, but are not limited to, transaction charges and IRA and qualified retirement plan fees,

Western requires its advisory associates to select the lowest cost share class available when recommending a purchase, sale or hold of a mutual fund or money market fund and/or for mutual fund or money market fund positions held in advisory client accounts. Western will attempt to convert Class A, B or C share mutual fund holdings in an advisory account to advisor or institutional class shares where available. In the event a tax-free conversion is unavailable or does not occur, 12b-1 fees received in fee-based accounts will be credited to the client's account.

Western and its advisers receives direct and indirect forms of compensation related to the sale of securities or other investment products to clients. The receipt of this type of compensation presents a conflict of interest and gives us an incentive to recommend investment products based on the compensation received, rather than on a client's needs.

Expense Ratios

Mutual funds generally charge a management fee for their services as investment managers. The management fee is called an expense ratio. For example, an expense ratio of 0.50 means that the mutual fund company charges 0.5% for their services. These fees are in addition to the fees paid by you to WIS.

Performance figures quoted by mutual fund companies in various publications are after their fees have been deducted.

No-load funds may be available which do not assess a commission or sales charge (unlike "load" funds). A client may be able to invest directly in the mutual fund's shares and other investments without incurring the fees charged by Western, and may also purchase investment products that are recommended through other brokers or agents not affiliated with Western.

Exchange Traded Funds generally charge annual expenses for the services. Therefore, if the portfolio invests in exchange traded funds, the stated price includes the annual expense charged for the fund.

Past Due Accounts and Termination of Agreement

WIS reserves the right to stop work on any account that is more than 30 days overdue in payment. In addition, WIS reserves the right to terminate any financial

planning engagement where a client has willfully concealed or has refused to provide pertinent information about financial situations when necessary and appropriate, in WIS's judgment, to providing proper financial advice. Any unused portion of fees collected in advance will be refunded within 30 days.

The client can terminate their fee-based relationship any time via written request. Upon receipt of any request to terminate, fees will be refunded on a pro rata basis (i.e., if client terminates in the middle of a quarter, he will only pay for the number of days he was under contract and a balance will be refunded). For example, if a client paid advisory fees of \$500.00 at the beginning of the quarter and transferred their account out midway through the quarter, WIS would refund the client half of the advisory fees paid during the period.

WIS IARs may own an interest in or buy or sell for their own accounts the same securities, which may be purchased or sold in the accounts of advisory clients. These activities can create a potential conflict of interest.

In all cases, client orders are given priority over orders for associates of WIS. In no case shall an associated person receive a better price or more favorable circumstances than a client. IARs seek to ensure that they do not personally benefit from the short-term market effects of their recommendations to clients. Policies and procedures have been adopted to prevent the misuse of material non-public information and to detect and prevent insider trading. Associated persons may also buy or sell a specific security for their own account based on personal investment considerations, which the Adviser does not deem appropriate to buy or sell for clients. Western monitors the personal transactions of associated persons regularly to ensure that client interests are put first in all relevant circumstances.

Performance-Based Fees

Sharing of Capital Gains

Performance-based fees are fees based on a share of the capital gains or capital appreciation of managed securities.

WIS does not use a performance-based fee structure because of the potential conflict of interest. Performance-based compensation can create an incentive for the adviser to recommend an investment that can carry a higher degree of risk to the client.

Types of Clients

Description

WIS generally provides investment advice to individuals, high net-worth individuals, pension and profit-sharing plans, trusts, estates, or charitable organizations, corporations or business entities.

Client relationships vary in scope, size and length of service.

Account Minimums

The minimum account size is \$25,000 of assets under management, which, at a maximum rate of 3% per year, equates to an annual fee of \$750.00

Depending on the program the client is invested in, there might be a minimum annual fee.

WIS has the discretion to waive the account minimum. Accounts of less than \$25,000 may be set up when the client and the advisor anticipate the client will add additional funds to the accounts bringing the total to \$25,000 within a reasonable time. Other exceptions will apply to employees of WIS and their relatives, or relatives of existing clients.

Clients with assets below the minimum account size usually pay a higher percentage rate on their annual fees than the fees paid by clients with greater assets under management.

Methods of Analysis, Investment Strategies and Risk of Loss

Methods of Analysis

Security analysis methods include, but not limited to, charting, fundamental analysis, technical analysis, and cyclical analysis.

The main sources of information include financial newspapers and magazines, inspections of corporate activities, research materials prepared by others, corporate rating services, annual reports, prospectuses, filings with the Securities and Exchange Commission, and company press releases.

Investment Strategies

Western advisers rely on various tools to assist in the process of developing investment strategies. The investment strategies used on client accounts include, but not limited to, strategic asset and tactical allocation methods. A tactical approach involves an active management portfolio strategy that rebalances the percentage of assets held in various categories in order to take advantage of market pricing anomalies or strong market sectors. The strategic allocation is a portfolio strategy that involves periodically rebalancing the portfolio in order to maintain a long-term goal for asset allocation.

The investment strategy for a specific client is based upon the objectives stated by the client during consultations. The client may change these objectives at any time. Each client executes a client account agreement that documents their risk tolerance, time horizon, and their desired investment objective.

Other strategies can include long-term purchases, short-term purchases, trading, short sales, margin transactions, and option writing (including covered options, uncovered options or spreading strategies), depending on the client's risk tolerance, time horizon and investment objectives.

For accounts with TPMM, each account at the TPMM will have its own methods of analysis, investment strategies and unique investment risks that should also be

reviewed and considered. This information can be viewed from the TPMM Form ADV Part 1 and 2A provided at the time the agreement is entered into, or online at www.adviserinfo.sec.gov.

Western and its advisers can provide investment advice concerning various types of investments, including but not limited to, equity securities (stocks), corporate debt securities (bonds), CD's, municipal bonds, options, mutual funds, exchange-traded funds, limited partnerships.

Risk of Loss

All investment programs have certain risks that are borne by the investor, including loss of principal. Past performance is no guarantee of future results and Western does not make guarantees to clients regarding performance.

Our investment approach constantly keeps the risk of loss in mind. Investors face the following investment risks while investing:

- **Interest-rate Risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- **Market Risk:** The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.
- **Inflation Risk:** When any type of inflation is present, a dollar next year will not buy as much as a dollar today, because purchasing power is eroding at the rate of inflation.
- **Currency Risk:** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- **Reinvestment Risk:** This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- **Business Risk:** These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.
- **Liquidity Risk:** Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.

- **Financial Risk:** Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

Investors should be aware that investing in securities involves a risk of loss, including the entire investment amount. Frequent trading of an account can impact and reduce the overall rate of return in the account through increased brokerage charges and transaction costs, tax implication, and deviation from asset allocation objectives.

Disciplinary Information

Legal and Disciplinary

For information regarding Western and Western's Investment Advisory Representatives legal and disciplinary history, you can access the Broker Check through www.finra.org and/or Investment Adviser Public Disclosure at www.adviserinfo.sec.gov.

In 2008, WIS was fined \$12,500 for failure to purchase or sell six corporate bond transactions during the period January 2003 to March 2005 at a price that was fair, taking into consideration all relevant circumstances, including market conditions with respect to each bond at the time of transaction. WIS paid restitution of \$2,199, plus interest to the customers.

In 2006, WIS was fined \$8,000 for incorrectly reporting markup/markdown as commissions and the correct capacity for transactions in corporate debt.

In 2014, WIS was fined \$80,000 for failing to maintain and preserve certain electronic communication records in 2008. In addition, the firm did not maintain adequate written procedures to determine if investment adviser activity was an outside business activity.

In February 2018, WIS was fined \$125,000 for transactions related to inverse and leveraged Exchange Traded Funds.

In July 2019, WIS was fined \$75,000 for transactions related to purchases of mutual funds in ERISA accounts.

In May 2020, WIS was fined \$325,000 for failing to timely disclose liens, judgments, and bankruptcies on its registered representatives' Forms U4.

In January 2021, WIS was fined \$20,000 for effecting opening transactions in a stock option contract that resulted in the customer holding a position in the security that exceeded the applicable position limit for the particular options position.

In October 2022, WIS was fined \$400,000 in that it failed to establish, maintain, and enforce a supervisory system, including written supervisory procedures, in connection with recommendations in non-traded Real Estate Investment Trusts and failed to report customer complaints and arbitrations pursuant to FINRA Rules.

Other Financial Industry Activities and Affiliations

Financial Industry Activities

WIS is registered as a securities broker-dealer with both the SEC and FINRA. Securities transactions executed on a non-advisory, commission basis will be processed through WIS as a brokerage transaction. Commissions earned on securities products will be paid the advisor as listed in the prospectus. The adviser is prohibited from transacting securities business away from Western without prior written approval from Western. This relationship creates a conflict of interest because Western Investment Advisory Representatives must place their client's business through Western, which generates additional revenue for Western. Lower cost alternatives are available through other resources and clients are under no obligation to do business with Western.

Affiliations

WIS is a wholly owned subsidiary of Atria Wealth Solutions, Inc. (Atria), a privately-owned company. As a subsidiary of Atria, WIS is affiliated with other financial services companies including NEXT Financial Group, Inc., CUSO Financial Services, LP, a broker/dealer and SEC registered investment adviser, CFS Insurance & Technology Services, LLC, an insurance agency, and Sorrento Pacific Financial, LLC, a broker/dealer, SEC registered investment adviser and insurance agency, and Cadaret, Grant & Co., Inc, a broker/dealer and SEC registered investment adviser, SCF Securities, Inc. a broker/dealer, and SCF Investment Advisors, Inc., a SEC registered investment adviser

Certain of our executive officers and directors also serve as officers and/or directors of Hamilton Grant, LLC and unaffiliated entity.

Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Code of Ethics

The employees of WIS have committed to a Code of Ethics that is available for review by clients and prospective clients upon request. The firm will provide a copy of the Code of Ethics to any client or prospective client upon request.

This code of ethics ("Advisor Code") is intended to reflect fiduciary principals that govern the conduct of WIS and its supervised persons in those situations where WIS acts as an investment advisor as defined under the Advisers Act in providing investment advice to clients ("advisory clients"). It consists of an outline of policies regarding several key areas: standards of conduct and compliance with laws, rules and regulation, protection of material non-public information and personal securities trading. It also consists of specific information and guidance that is provided in company-wide policies and procedures, including the WISI Written Supervisory Procedure Manual (WSP) and the WIS IA Policies and Procedures Manual (IAPP).

WIS does not engage in principal trading for client accounts (Western does not

buy or sell securities for or from clients for its own inventory).

WIS advisers may own an interest in or buy or sell for their own accounts the same securities, which may be purchased or sold in the accounts of advisory clients. These activities can create a potential conflict of interest.

In all cases, client orders are given priority. In no case shall an associated person receive a better price or more favorable circumstances than a client. IARs seek to ensure that they do not personally benefit from the short-term market effects of their recommendations to clients. Policies and procedures have been adopted to prevent the misuse of material non-public information and to detect and prevent insider trading. Associated persons may also buy or sell a specific security for their own account based on personal investment considerations, which the Adviser does not deem appropriate to buy or sell for clients. Personal transactions of associated persons are regularly monitored to ensure that client interests are put first in all relevant circumstances. Cross transactions between customers require written approval and acknowledgement from each customer.

Participation or Interest in Client Transactions

WIS and its employees may buy or sell securities that are also held by clients. Employees may not trade their own securities ahead of client trades. This prohibition is explicitly forbidden in WIS's written policies and procedures and monitored for compliance.

Personal Trading

The Compliance Department and designated branch supervisors of WIS review employee trades each business day. These personal trading reviews ensure that the personal trading of employees does not affect the markets and those client transactions receive equal treatment. Transactions are entered into the trading system, specifically into the client's account. For transactions that are executed in large volumes, Western's trading desk will execute the transactions and provide an average price for all the shares. Each client receives the average price for the transaction.

Retirement Account Rollovers

The following fiduciary acknowledgement applies only when our Financial Professional (i) provides investment advice to participants in or the fiduciaries of ERISA-covered retirement plans and to owners of IRAs, and (ii) recommends to participants in ERISA-covered retirement plans or owners of IRAs to make a rollover to an IRA.

When we provide investment advice to you regarding your retirement plan account or IRA, we are fiduciaries within the meaning of Title I of ERISA and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. Fiduciary status for this purpose does not necessarily mean we are acting as fiduciaries for purposes of other applicable laws. This acknowledgement of fiduciary status does not confer contractual rights or obligations on you, the Firm,

or the Financial Professional.

Acting as a fiduciary in this context means that the Investment Adviser Representative must serve the client's interests, and put the client's interest ahead of his/her/their own. Clients are encouraged to review our Client Relationship Summary and our broker-dealer Regulation BI Relationship Guide to understand more about our obligation to act in your best interest and as fiduciaries.

Brokerage Practices

Selecting Brokerage Firms

Western does not maintain custody of your assets. We require that our clients use Charles Schwab & Co., National Financial Services, Fidelity Institutional Wealth Services, Wedbush or Pershing, LLC, FINRA-registered broker-dealers, members of SIPC, as the qualified custodian ("Custodians"). We are independently owned and operated and not affiliated with the Custodians. Custodians will hold your assets in a brokerage account and buy and sell securities when we instruct them to do so. While Western recommends that you use one of the Custodians, you will decide whether to do so and open your account with the Custodian through Western by entering into an account agreement. If you do not wish to place your assets with the Custodian's, then we cannot manage your account.

WIS does not have any affiliations with product sales firms. Specific custodian recommendations are made to Clients based on their need for such services. Western considers many factors in determining the custodial relationship, including: transaction costs; trade execution, clearance and settlement capability; efficiency of brokerage operations; proven integrity; and financial responsibility of the firm and the best execution of orders at reasonable commission rates. WIS is a registered broker-dealer with FINRA.

Western is compensated when client securities transactions are executed through Western. Clients pay ticket charges for transactions executed through custodians or Western as noted in the clients' Investment Management Agreement. Western will receive compensation for transactions maintained and executed through investment programs sponsored by custodians, margin debit balances, credit balances, transition cost credits, and other administrative fees. Western receives portion of the interest paid by clients on margin balances. Advisory clients do not pay higher interest as a result of this revenue to Western, however, the receipt of this income presents a conflict of interest because the additional revenue incentivizes the firm to recommend a margin account.

Certain clearing firms, National Financial Services, LLC (NFS) and Pershing LLC, pay transfer credits to Western in connection with assets that transferred to Western from other firms. Not all clearing firms pay credits to Western. These incentives to Western create a conflict to recommend the custodians that pay Western the credits. Western, at its discretion, selects which of its clients receiving credits to offset any charges imposed by the delivering firm. Western does not reimburse all accounts for transfer costs the client incurred even if Western received a credit. WIS has a disincentive to terminate the clearing arrangements with NFS or Pershing because WIS would be required to refund

transfer cost credits received in some circumstances to the clearing agents.

In addition, various other custodial, transaction, and account administration related fees or charges assessed or received by Western include amounts for the role we fill in assisting with servicing of client accounts. This includes fees paid for account maintenance, account transfer/termination fees, fees charged for wire transactions, margin lending (client accounts that maintain margin or loans to borrow money to buy investments), debit or credit balances, handling of securities, returned checks, shipping expenses, and account administration. Each of these fees is charged to the client and paid, at least in part, to Western.

Other investment advisory firms may not require their clients to direct business to a particular firm, and in doing so may be able to achieve more favorable execution and pricing for client transactions. Clients are under no obligation to open accounts with custodians recommended by Western.

Pershing Cash Sweep

WIS, through Pershing, offers a cash sweep program to automatically move (sweep) uninvested cash balances held in brokerage accounts custodied with Pershing into either an interest-bearing Federal Deposit Insurance Corporation ("FDIC") insured deposit account through a Dreyfus Insured Deposits Program or a money market mutual fund, depending on the account type. Generally, each account is eligible for a single sweep product chosen specifically for that account type. Retail individual brokerage accounts (including investment advisory accounts), and business advisory or brokerage accounts are swept to the Dreyfus Insured Deposits P – Tiered Rate Product ("DIDP"), individual retirement accounts (IRAs) other than SIMPLE IRAs (SEPs) are swept to the Dreyfus Insured Deposits LF – Level Fee Product ("DILF"), and all ERISA Title I accounts are swept to the Dreyfus Government Cash Management – Investor Shares ("DGVXX") money market mutual fund.

For deposit accounts in the DIDP program, Pershing receives a fee from each participating bank receiving swept funds (each a "Program Bank") equal to a percentage of the average daily deposits at the Program Banks. Pershing shares the fee with WIS and a third-party administrator. The combined fee paid to WIS, Pershing, and the administrator will not exceed 4% per year on the average daily balances held in all deposit accounts taken in the aggregate.

For IRAs, WIS receives a level monthly fee for each IRA that participates in the DILF program. The amount of this fee is determined based on a fee schedule indexed to the Federal Fund Target Rate published by the Federal Reserve System. The per account monthly fee will be no less than \$0.75 and no more than \$43.93. It is generally anticipated that the fee WIS charges will be offset by the total amounts paid to us by the Program Banks. If WIS does not receive sufficient payments each month from the Program Banks, WIS reserves the right to debit your IRA account for the amount of any shortfall.

Your deposits at each Program Bank are limited to \$246,500, or \$493,000 for a joint account (98.5% of the deposit insurance limit). Once this amount is reached

at a Program Bank, additional amounts are deposited in subsequent Program Banks in amounts not to exceed \$246,500 at each Program Bank. Any amounts deposited above the \$2.490 million program maximum (\$4.980 million for joint accounts) will be placed in shares of the DGVXX money market mutual fund and will not be covered by FDIC insurance.

For additional information on the DIDP and DILF program, please see the disclosure statement and terms and conditions booklets available on wisdirect.com/disclosures.html.

The DGVXX money market mutual fund is eligible for protection by the Securities Investor Protection Corporation ("SIPC"). SIPC does not protect against the rise and fall in the value of investments.

You may elect to turn off (i.e., opt out of) the automatic sweep feature by contacting your financial professional. If you opt out, any cash balances in your account will remain as free credit balances and will not earn interest or be eligible for FDIC insurance but will remain eligible for SIPC coverage if maintained for the purpose of purchasing securities.

Depending on interest rates and other market factors, the yields on the DIDP and DILF will be higher or lower than the aggregate fees received by WIS for your participation in the sweep programs. When yields are lower, this results in a negative overall return with respect to cash balances in a sweep program. Interest rates applicable to DIDP or DILF are often lower than the interest rates available if you make deposits directly with a bank or other depository institution outside of WIS's brokerage platform or invest in a money market mutual fund or other cash equivalent.

WIS receives more revenue when cash is swept into DIDP or DILF than if your cash was invested in other products, including money market mutual funds. Therefore, WIS has an incentive to place and maintain your assets in the DIDP and DILF programs to earn more income, which creates a conflict of interest. A further conflict of interest arises as a result of the financial incentive for WIS to recommend and offer the DIDP due to WIS's control of certain functions. WIS sets the interest rate tiers and the amount of the fee it receives for the DIDP, which generates additional compensation for WIS. The compensation WIS receives for DIDP and DILF is in addition to any remuneration WIS and your financial professional receive in connection with other transactions executed within your account for which advisory fees or other charges apply. We mitigate these types of conflicts by ensuring that your financial professional does not receive any compensation from these sweep payments, and by maintaining policies and procedures to ensure that any recommendations made to you are in your best interest. You should compare the terms, interest rates, required minimum amounts, and other features of the sweep program with other types of accounts and investments for cash. The sweep products have limited purpose and are not meant as a long-term investment or a cash alternative.

The DIDP and DILF programs are available only to clients of broker-dealers such as WIS that clear through Pershing. Pershing is a wholly owned indirect subsidiary of The Bank of New York Mellon Corporation and is affiliated with (a)

The Bank of New York Mellon, a NY state-chartered bank, and BNY Mellon, National Association, a national banking association, both of which participate as Program Banks in DIDP and DILF, (c) Dreyfus Cash Solutions, a division of BNY Mellon Securities Corporation, which is a service provider for DIDP and DILF, and (c) Dreyfus, a division of BNY Mellon Investment Adviser, Inc. and the investment manager of the Dreyfus money market mutual fund made available to accounts not eligible for DIDP or DILF.

National Financial Services (NFS) Cash Sweep

WIS, through NFS, offers a cash sweep program to automatically move (sweep) uninvested cash balances held in brokerage accounts custodied with NFS into either an interest-bearing Federal Deposit Insurance Corporation (“FDIC”) insured deposit account through an insured bank deposit program or a money market mutual fund, depending on the account type. Generally, each account is eligible for a single sweep product chosen specifically for that account type. The primary core account investment vehicle available to accountholders: (a) for available cash balances held in retail brokerage accounts (including IRAs) and investment advisory accounts (non-retirement) is the Bank Deposit Sweep Program (“BDSP”); (b) for cash balances held in advisory individual retirement accounts (“Advisory IRA”) is the Insured Sweep Program (“ISP”); (c) for cash balances held in business advisory or brokerage accounts is the Bank Deposit Sweep Program FDIC Eligible (“SPFEQ”); and (d) for cash balances held in ERISA Title I accounts is the Fidelity Government Cash Reserve (“FDRXX”) money market mutual fund.

For deposit accounts in the BDSP and SPFEQ programs, WIS and NFS receive a fee from each participating bank receiving swept funds (each a “Program Bank”) equal to a percentage of the average daily deposits at the Program Banks. Amounts vary, but in no event will the total fees be more than a maximum of the Federal Funds Target Rate plus 0.25% as determined by the total deposit balances at all of the program banks over a 12-month rolling period. WIS has discretion to reduce all or a portion of its fee and reserves the right to modify the fees it receives from Program Banks.

WIS receives a level monthly fee for each Advisory IRA that participates in the ISP. The amount of this fee is determined based on a fee schedule indexed to the Federal Fund Target Rate published by the Federal Reserve System. The per account monthly fee will be no less than \$0.25 and no more than \$43.25. It is generally anticipated that the fee we charge will be offset by the total amounts paid to us by the Program Banks. If WIS does not receive sufficient payments each month from the Program Banks, we reserve the right to debit your Advisory IRA account for the amount of any shortfall.

Your deposits at each Program Bank are limited to \$246,500, or \$493,000 for a joint account (98.5% of the deposit insurance limit). Once this amount is reached at each Program Bank, any additional cash will be deposited in an Excess

Deposit Bank. If cash deposits in all the Program Banks and the Excess Deposit Bank reach the maximum amount of FDIC insurance coverage of \$2.5 million for an individual account or \$5 million for joint accounts, any balance that cannot be placed or maintained at Program Banks will be swept into a Fidelity money market mutual fund and will not be covered by FDIC insurance.

For additional information on the BDSP, SPFEQ, and ISP programs, please see the disclosure statement and terms and conditions booklets available on wisdirect.com/disclosures.html.

The FDRXX money market mutual fund is eligible for protection by the Securities Investor Protection Corporation ("SIPC"). SIPC does not protect against the rise and fall in the value of investments.

You may elect to turn off (i.e., opt out of) the automatic sweep feature by contacting your financial professional. If you opt out, any cash balances in your account will remain as free credit balances and will not earn interest or be eligible for FDIC insurance but will remain eligible for SIPC coverage if maintained for the purpose of purchasing securities.

Depending on interest rates and other market factors, the yields on the BDSP, SPFEQ, and ISP will be higher or lower than the aggregate fees received by WIS for your participation in the sweep programs. When yields are lower, this results in a negative overall return with respect to cash balances in a sweep program. Interest rates applicable to BDSP, SPFEQ, and ISP are often lower than the interest rates available if you were to make deposits directly with a bank or other depository institution outside of NFS's brokerage platform or invest in a money market mutual fund or other cash equivalent.

WIS receives more revenue when cash is swept into BDSP, SPFEQ, and ISP than if your cash was invested in other products, including money market mutual funds. Therefore, WIS has an incentive to place and maintain your assets in the BDSP, SPFEQ, and ISP programs to earn more income, which creates a conflict of interest. A further conflict of interest arises as a result of the financial incentive for WIS to recommend and offer the BDSP and SPFEQ due to WIS's control of certain functions. WIS sets the amount of the fee it receives for the BDSP and SPFEQ, which generates additional compensation for WIS. The compensation WIS receives for BDSP, SPFEQ, and ISP is in addition to any remuneration WIS and your financial professional receive in connection with other transactions executed within your account for which advisory fees or other charges apply. We mitigate these types of conflicts by ensuring that your financial professional does not receive any compensation from these sweep payments, and by maintaining policies and procedures to ensure that any recommendations made to you are in your best interest. You should compare the terms, interest rates, required minimum amounts, and other features of the sweep program with other types of accounts and investments for cash. The sweep products have limited purpose and are not meant as a long-term investment or a cash alternative.

The BDSP, SPFEQ, and ISP programs are available only to clients of broker-dealers such as WIS that clear through NFS. NFS is wholly owned by Fidelity Global Brokerage Group, Inc. and is affiliated with Leader Bank, N.A., which

participates as a Program Bank in BDSP, SPFEQ, and ISP, and Fidelity Management & Research Company LLC, the investment manager of the Fidelity money market mutual fund made available to accounts not eligible for BDSP, SPFEQ, or ISP.

Best Execution

WIS reviews the quality of execution on transactions on a regular basis. The review includes comparisons between the executed price and the price of the prevailing market at the time of execution. Discrepancies noted in the quality of execution are brought to senior management, including but not limited to, the Chief Compliance Officer, the Head of Trading, and Sr. Managing Directors.

Soft Dollars

WIS does not receive a software maintenance credit or similar soft dollar credits from any of its custodians.

Order Aggregation

Aggregation or “bunching” trade orders for execution may prove advantageous to the client. The client would participate in receiving an average price, which would then be allocated into their account on a fair and equitable basis. This provides equal treatment of clients in that no advisory client would be favored over any other client. WIS's books and records will separately reflect securities held by, or bought or sold for, client accounts that participate in the aggregation.

WIS does not recommend other brokers through referrals or receive client referrals from other brokers. WIS does not recommend or require clients to direct transactions through a specific broker.

Review of Accounts

Periodic Reviews

Account transactions are reviewed on a daily basis by the designated branch supervisor. In addition, WIS's compliance and risk personnel review daily and monthly activity reports to detect irregularities in account activity. The reviews include securities transactions and money movements/transfers in customer accounts.

Review Triggers

Other conditions that can trigger a review are changes in regulatory events, tax laws, new investment information, red flag warning signals detected during routine reviews, and changes in a client's own situation.

Regular Reports

Clients receive periodic account statements on a quarterly basis, provided by third parties, including custodians.

Client Referrals and Other Compensation

Incoming Referrals

WIS has been fortunate to receive many client referrals over the years. The referrals came from current clients, estate planning attorneys, accountants, employees, personal friends of employees and other similar sources. See payment to solicitors. WIS compensates various unaffiliated third parties (“Solicitors”) for referring prospects. Investment Adviser Representatives will enter into referral agreements with third parties to provide introductions between the prospect and the Investment Adviser Representative. The referral fee is a flat fee and not contingent on the prospect becoming a client or based on the amount of assets transferred to the firm. The referral fee is generally a monthly subscription where the Investment Adviser Representative receives indications of interest from prospective clients.

Referrals Out

WIS does not accept referral fees or any form of remuneration from other professionals when a prospect or client is referred to them.

Solicitor Arrangements

Western utilize the services of approved individuals who act as solicitors for purposes of referring clients to us in accordance with SEC regulations and applicable state securities law. These solicitors will generally be paid a portion of the ongoing investment advisory fee charged to the client by Western. These solicitation arrangements are required to be disclosed to clients at the time of the referral in a document titled Solicitors Agreement detailing the compensation arrangement with the particular solicitor. Clients are required to acknowledge in writing their acceptance of the agreement and arrangement.

Western acts as a solicitor for TPMM, referring customer accounts to independent Registered Investment Advisors. See Types of Advisory Services above for description on TPMM.

Other Compensation

In certain situations, Western permits clients to establish a margin account pursuant to an agreement entered with the custodian. Margin allows a client to borrow money to buy additional investments by using existing investments as security collateral. In addition, margin allows a customer to withdrawal funds from an account and pledge securities owned in the account as collateral. In these situations, Western receives compensation from the custodian in the form of margin rebates that typically amounts to a percentage of the total margin interest charged to clients by the custodian. Clients should carefully read the margin disclosure statement provided by the custodian outlining risks related to margin prior to considering this type of arrangement.

Margin loans are provided by the custodian of record and charged an interest rate, which Western markups above the custodian’s margin rate to cover risks associated with trading on margin.

Western has an incentive for accounts to maintain margin balances, because Western receives additional compensation in the form of margin interest sharing. The recommendation regarding the use of margin creates a conflict for Western, because it could influence the advice provided to advisory clients regarding the merits of using margin in an investment account in excess of the amount that would otherwise be recommended.

Western receives compensation from the custodians in the form of credits or miscellaneous fees. Fees earned by Western, including account transfer fees, international foreign custodian charges, Gold and Platinum Account annual fees, hard to borrow fees and short interest fees. The fee is generally a percentage of the fees charged to the client and is shared between the custodian and Western. Western's clearing agents charge Western for transactions, including the execution of buy and sell orders, money or securities movements and transfers, account transfers, as noted above. Western imposes a markup on the charges applied by the clearing agents. Western imposes fees on transactions even if the custodian does not impose a fee to Western, including fees to wire funds or account transfers to another firm. Alternatives are available through other firms to obtain similar services from another financial institution that are impose lower fees.

Western has an incentive to recommend clearing and custodial relationships that share in fees.

Western will enter into revenue sharing arrangements with certain issuers of mutual funds, ETFs, insurance products, third-party money managers and alternative investments. Issuers who enter into revenue sharing arrangements with Western will be designated as "Partners." These relationships provide additional compensation to WIS that is used to offset a variety of expenses, including marketing, training, educational presentations, and other support. The amount of revenue Western receives from a Partner may be based on a fixed amount; Assets under management; volume of sales; or a combination thereof. The payments come from the issuer's operating profits and do not increase your fees. Though revenue received from issuers for the purpose of marketing is not paid to Registered Persons directly, Western can use the revenue to offset the cost of sponsored events and other marketing and educational efforts.

This additional compensation creates a conflict of interest as it influences the selection of investments and services WIS and/or our financial professionals offer or recommend to customers. This disclosure is intended to provide you with an overview of the various types of compensation and fees WIS receives.

Revenue-sharing payments received by WIS are not paid to or directed to your IAR. Nevertheless, a conflict of interest exists, in that we are paid more if you purchase a Partner product, and your IAR indirectly benefits from Partner payments when the money is used to support costs of product review, marketing or training. This conflict of interest is mitigated by the fact that your IAR is not required to sell a partner product, they do not receive any additional compensation for selling Partner products, and that the firm maintains policies and procedures to ensure recommendations are in your best interest.

WIS will update information regarding Partners who participate in revenue sharing

arrangements with WIS on its website on a regular basis. For additional information, including specifics on the revenue share amounts, please refer to the Third-Party Fee Disclosures on our website at:

<https://www.wisdirect.com/docs/Third-Party-Disclosures.pdf>

WIS compensates its IARs pursuant to an independent contractor agreement, and not as an employee. This compensation includes a portion of the advisory fee, which could be more or less than what your IAR would receive at another advisory firm. Such compensation includes other types of compensation, such as bonuses, awards or other items of value offered by WIS. WIS pays its IARs in different ways, for example:

- Reimbursement or credit of fees IARs pay to WIS for technology services;
- Free or reduced-cost marketing materials;
- Recruitment compensation in connection with the transition of association from another broker/dealer or investment advisor firm to WIS;
- Payments in the form of repayable or forgivable loans; and
- Attendance at WIS conferences and events.

WIS pays its IARs this compensation based on the IAR's overall business production and on the amount of assets on WIS's advisory platforms.

WIS also provides various benefits and/or payments to IARs that are newly associated with WIS to assist the IAR with the costs (including missed revenues during account transition) associated with transitioning his or her business to WIS (referred to as "Transition Assistance"). The proceeds of such Transition Assistance payments are intended to be used for a variety of purposes, including but not limited to, providing working capital to assist in funding the IAR's business, offsetting account transfer fees payable to the custodian as a result of the IAR's clients transitioning to WIS's platforms, technology set-up fees, marketing, mailing and stationery costs, registration and licensing fees, moving and office space expenses, staffing support and termination fees associated with moving accounts. WIS does not verify that any payments made are used for such transition costs.

The amount of the Transition Assistance payments is based on a percentage of the overall revenue earned or compensation received by the IAR at his or her prior firm. These payments are generally paid by WIS or forgiven by WIS based on years of service with WIS (e.g., if the IAR remains with WIS for 5 years) and/or the scope of business engaged in with WIS, including the amount of advisory account assets with WIS.

The receipt of Transition Assistance creates a conflict of interest in that an IAR has a financial incentive to recommend that a client open and maintain an account with the IAR and WIS for advisory and/or commission-based accounts in order to receive the Transition Assistance benefit or payment. WIS and its IARs attempt to mitigate these conflicts of interest by assessing and recommending that clients use WIS's services based on the benefits that such services provide to clients, rather than the Transition Assistance earned by any particular IAR. However, you should be aware of this conflict and take it into consideration in deciding whether to establish or maintain a relationship with WIS and your IAR.

Western receives transition assistance from the clearing agents in the form of reimbursement of IRA termination fees per account for client accounts transferred to our clearing agents; a payment based on the value of the assets transitioned; or some combination of fee reimbursements and a payment based on the value of assets transitioned.

Custody

Account Statements

All assets are held at qualified custodians, which mean the custodians provide account statements directly to clients at their address of record at least quarterly.

Performance Reports

Detailed Performance Reports are available for an additional fee. Clients are urged to compare the account statements received directly from their custodians to those performance report statements provided by WIS.

Net Worth Statements

Net worth statements contain approximations of bank account balances provided by the client, as well as the value of land and hard-to-price real estate. The net worth statements are used occasionally for long-term financial planning where the exact values of assets are not material to the financial planning tasks.

Investment Discretion

Discretionary Authority for Trading

WIS has the authority to determine, without obtaining specific client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold.

Discretionary trading authority facilitates placing trades in your accounts on your behalf so that we can promptly implement the investment policy that you have approved in writing.

Limited Power of Attorney

A limited power of attorney is a trading authorization for this purpose. By signing the Investment Management Agreement, you sign a limited power of attorney so that we can execute the trades that you have approved.

Voting Client Securities

Proxy Votes

WIS does not vote proxies on securities. Clients are expected to vote their own proxies.

When assistance on voting proxies is requested, WIS will provide recommendations to the Client. If a conflict of interest exists, it will be disclosed to the Client.

Financial Information

Financial Condition

WIS does not have any financial impairment that will preclude the firm from meeting contractual commitments to clients.

A balance sheet is not required to be provided because WIS does not serve as a custodian for client funds or securities and does not require prepayment of fees of more than \$1,200 per client, and six months or more in advance.

Business Continuity Plan

General

WIS has a Business Continuity Plan in place that provides detailed steps to mitigate and recover from the loss of office space, communications, services or key people.

Disasters

The Business Continuity Plan covers natural disasters such as snowstorms, hurricanes, tornados, and flooding. The Plan covers man-made disasters such as loss of electrical power, loss of water pressure, fire, bomb threat, nuclear emergency, chemical event, biological event, T-1 communications line outage, Internet outage, railway accident and aircraft accident. Electronic files are backed up daily and archived offsite.

Alternate Offices

Alternate offices are identified to support ongoing operations in the event the main office is unavailable. It is our intention to contact all clients within five days of a disaster that dictates moving our office to an alternate location.

Loss of Key Personnel

Should a key member of WIS management team resign, be terminated, or no longer associate with firm for various other reasons, Western will take steps to immediately look to replace the individual. The current infrastructure of the firm is able to accommodate the advisory business should the firm lose a key member of the management team.

Information Security Program

Information Security

WIS maintains an information security program to reduce the risk that your personal and confidential information may be breached.

Privacy Notice

This Privacy Policy describes the types of non-public personal information (“information”) we may collect about you, the purposes for which we use the information, the circumstances in which we may share the information, and the steps we take to safeguard the information to protect your privacy. WIS is

committed to maintaining the trust that you place in us and we recognize the importance of protecting your Information.

The information we collect about you is primarily obtained from account applications and other forms and materials you submit to WIS during the course of your relationship with us. We may also collect information about the transactions and interactions you engage in with or through Western. In addition, we may verify information or obtain additional information about you from consumer reporting agencies or other sources. The information we collect about you would include, but not limited to: your name, address and other contact information, date of birth, occupation, marital status, sources of wealth, investment experience and objectives, risk tolerance, representations about your financial resources, specific identifying information as may be required by law and regulations addressing money laundering, terrorism and related matters, as applicable, your passport, driver's license or other governmental information, social security number or tax payer identification. WIS does not sell customer lists, names or other identifying information.

We do not share information about you outside of WIS without your consent except for the specific purposes described below, in accordance with applicable laws. We may disclose information we collect from you to companies or third parties that perform support services for WIS or your account, such as facilitating your transactions with or through WIS, including those that provide custody of client funds and securities, professional, legal or accounting services, audit or research services, computer related or data maintenance or processing services, or for credit review or reporting purposes. We may disclose your personal information as permitted or required by law or regulation. Non-affiliated companies that assist WIS in providing services to you are required to maintain the confidentiality of such information to the extent they receive it and to use your information only for the purpose of providing such services.

WIS limits access to your information to authorized WIS employees and representatives acting on your behalf. Western also maintains physical, electronic and procedural safeguards designed to comply with applicable laws and protect against loss, modification and unauthorized access to your information. WIS updates and tests our technology to improve the protection of customer information. WIS operates a website for client login information. Portions of the website require a user name and password to gain access. Your username and password are unique to you and should not be shared with anyone. You should notify Western if you have reason to believe someone else may have access to your username and or password. WIS may use "cookies" to gather information or provide better service to you or facilitate your use of the WIS website. "Cookies" are small text files consisting of information stored on your Web browser. This information may assist WIS with administrative purposes. You can set your Web browser to inform you when cookies are set or decline cookies. If you decline cookies you may be unable to use certain feature on our website.

If your financial advisor terminates his or her relationship with WIS and moves to another broker-dealer or investment advisor, we, or your financial advisor, may disclose personal information to the new financial institution unless you instruct us

not to. If you choose not to move your account to the new financial institution for your advisor, you may request that WIS limit the information shared with the new financial institution. If your primary address is in a state (such as California and Vermont), which requires your affirmative consent to share your nonpublic information with the financial advisor's new firm, then you must give your written consent before Western will allow your financial advisor to take your nonpublic information with him or her. You can withdraw your consent at any time by contacting WIS. WIS reserves the right to change this Privacy Policy at any time to reflect changes in our practices concerning the collection and use of information. If there are material changes to this Privacy Policy, the revised policy will be effective immediately upon posting to our external website. If you require additional information, please contact us at 626-793-7717.