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March 31, 2011

This Brochure provides information about the qualifications and business practices of The Just Company ["ADVISOR"]. If you have any questions about the contents of this Brochure, please contact us at (317) 577-7915 or [invest@thejustcompany.com](mailto:invest@thejustcompany.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.

The Just Company is a registered investment advisor. Registration of an Investment Advisor does not imply any level of skill or training. The oral and written communications of an Advisor provide you with information from which you determine to hire or retain an Advisor.

Additional information about The Just Company also is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

## **Item 2 – Material Changes**

On July 28, 2010, the United States Securities and Exchange Commission published “Amendments to Form ADV” which amends the disclosure document that we provide to clients as required by SEC Rules. This Brochure dated March 31, 2011 is a new document prepared according to the SEC’s new requirements and rules. As such, this Document is materially different in structure and requires certain new information that our previous brochure did not require.

In the future, this Item will discuss only specific material changes that are made to the Brochure and provide clients with a summary of such changes. We will also reference the date of the last annual update of our brochure.

In the past we have offered or delivered information about our qualifications and business practices to clients on at least an annual basis. Pursuant to new SEC Rules, we will ensure that you receive a summary of any materials changes to this and subsequent Brochures within 120 days of the close of our business’ fiscal year. We may further provide other ongoing disclosure information about material changes as necessary.

We will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge.

Currently, our Brochure may be requested by contacting Mark W. Just, CFP® and President of The Just Company at (317) 577-7915 or (800) 477-5474 or by e-mail at [Mark@thejustcompany.com](mailto:Mark@thejustcompany.com).

Additional information about The Just Company is also available via the SEC’s web site [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The SEC’s web site also provides information about any persons affiliated with The Just Company who are registered, or are required to be registered, as investment advisor representatives of The Just Company.

### Item 3 -Table of Contents

Item 1 – Cover Page .....	i
Item 2 – Material Changes .....	ii
Item 3 -Table of Contents.....	iii
Item 4 – Advisory Business .....	1
Item 5 – Fees and Compensation .....	3
Item 6 – Performance-Based Fees and Side-By-Side Management.....	8
Item 7 – Types of Clients .....	8
Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss .....	9
Item 11 – Code of Ethics.....	12
Item 12 – Brokerage Practices.....	13
Item 13 – Review of Accounts .....	13
Item 14 – Client Referrals and Other Compensation .....	14
Item 15 – Custody .....	14
Item 16 – Investment Discretion .....	14
Item 17 – Voting Client Securities .....	15
Item 18 – Financial Information.....	16
Brochure Supplement(s)	

## **Item 4 – Advisory Business**

Mark W. Just founded The Just Company, a Registered Investment Advisor, in 1984. Mark is the sole owner of The Just Company and serves as president. The Just Company currently provides financial planning regarding taxes, investments, insurance, estate planning, pensions, retirement, and general financial matters. The Just Company also provides Investment Portfolio Management based on each client's individual financial circumstances, goals, risk tolerance, and any other relevant information pertaining to an individual situation.

Any individual, family or organization in need of financial planning or investment portfolio management who wishes to plan prudently for their financial future may benefit from services provided by The Just Company. Furthermore, clients desiring a higher, more sophisticated level of financial or investment management services than they are receiving from their other advisors may find our programs and expertise appealing.

### ***Financial Planning Services***

The Just Company offers financial planning services to clients encompassing, but not limited to the following:

- Personal Financial Planning
- Insurance and Estate Planning
- Capital Need Analysis
- Tax & Cash Flow
- Retirement Planning
- Investment Analysis and Planning
- Education Planning
- Performance Reports

Financial planning information will be obtained through personal interviews with clients concerning current financial status, future goals and attitudes toward risk. Data gathered and related documents supplied by the client are carefully reviewed and a written report is issued.

Clients are under no obligation to act on our recommendation. If you elect to act on any or all of the recommendations, you are under no obligation to effect the transactions through an associated person of The Just Company, a registered investment advisor, or Triad Advisors, Inc., a registered broker-dealer. If you choose to use The Just Company or an affiliate to implement any recommendations from the financial plan, those activities are separate and distinct from the financial planning services provided by The Just Company under a planning services agreement.

### ***Managed Account Services***

The Just Company may also manage accounts through various account structures available through the Triad Platform. Most accounts are managed on a non-discretionary basis, meaning that the client must consent to each trade in the account. However, certain clients may grant The Just Company trading discretion over their accounts. This trading discretion, and any limitations on it, will be set forth in the client's agreement with The Just Company. The services that The Just Company and Triad provide to clients are the same regardless of the account structure selected. In each account structure, The Just Company may manage and provide advice on mutual funds, stocks, bonds, ETFs, LPs, and options. All of the account structures give The Just Company the ability to customize asset allocation, investment selection, and investment strategies to meet the clients' individual financial situation and investment goals.

Although the services provided are generally the same under each structure, the pricing of each one is structured differently. The available account structures include several wrap programs under which the client pays a single fee that covers The Just Company's advice and the execution of transactions through Triad as broker-dealer. These programs are described in one or more wrap fee brochures, which are available upon request. Triad also offers Crown, Apex, Summit and Pinnacle accounts. Under other account structures, clients pay an advisory fee to The Just Company plus additional charges in connection with each transaction. The Just Company typically manages accounts in the wrap programs differently than the accounts that pay transaction fees because of the different nature of the services provided.

Several factors may influence the selection of the account structure, including but not limited to:

- The client's preference for a "wrap" v. transaction charges per trade on certain or all securities
- Account size
- Anticipated trading frequency
- Anticipated securities to be traded
- Management style
- Long-term investment goals

The Just Company's services are tailored to the individual needs of each client. The Just Company assists the client in connection with establishing and monitoring of client investment objectives, risk tolerance, asset allocation goals and time horizon. Clients have the opportunity to place reasonable restrictions or constraints on the way their accounts are managed; however, such restrictions may cause The Just Company to deviate from a strategy or recommendations that the The Just Company would have made if the restrictions or constraints were not in place. Thus, the account's performance may be lower than it otherwise would have been.

The Just Company may also provide account management services as a percentage of assets under management for accounts that may not be part of a wrap program. Managed accounts not included in a Wrap Fee program are subject to an investment management fee generally invoiced on an annual basis. Clients may elect to be billed directly for fees or to authorize The Just Company to directly debit fees from client accounts. For additional information, please see Item 5 – Fees and Compensation.

The services that The Just Company provides under some or all of these investment options may be available from other providers for lesser fees. In addition, you may buy securities (e.g., mutual funds, exchange-traded funds, etc.) outside of our investment programs without incurring fees through our program.

### ***Assets Managed***

As of December 31, 2010, the assets managed on a discretionary basis were \$51,100,000. The assets managed on a non-discretionary basis were \$2,620,000.

## **Item 5 – Fees and Compensation**

The Just Company is compensated for its services as set forth below. All fees are subject to negotiation. The specific manner in which fees are charged by The Just Company is established for a client in the client's written agreements with The Just Company.

### ***Financial Planning***

- 1.) Fees for Financial Plans and Annual Reviews are quoted on a case by case basis prior to construction of the plan or review and are based on the projected number of hours and complexity of the plan. Fees typically range between \$1,500 and \$5,000 but may be higher in certain instances.
- 2.) The greater of 1/2 of the total fee or \$500 is due prior to completion.
- 3.) The balance of the fee is due upon completion.
- 4.) The client can terminate an investment advisory contract up to the delivery date of the written financial plan, and the fee charged will be equal to the percentage of the written financial plan that has been completed. Thereafter, the fee is due and payable in full. However, the client may terminate an advisory agreement within 5 business days without penalty (see Rule 204-3 under the Investment Advisors Act of 1940).
- 5.) Consultation Fees for consultation only are charged at a rate of \$275 per hour.

### ***Consultation and/or Analysis***

- 1.) Fees for consultation only or analysis (not a comprehensive plan) may be quoted on a case by case basis or at an hourly rate. Written notice of any fee is provided prior to the consultation or analysis for which the client will be billed.
- 2.) The client can terminate an advisory contract up to the delivery date of the written financial analysis, and the fee charged will be equal to the percentage of the analysis which has been completed or the amount due based on an hourly rate, whichever is greater. Thereafter, the fee is due and payable in full. However, the client may terminate the advisory agreement in accordance with Rule 204-3 as explained in the paragraph above.

### ***Investment Portfolio Management***

Generally, fees for investment supervisory accounts are based on a percentage of the market value of assets under management including cash. The Management Fee compensates The Just Company for the asset management services, investment advice and recommendations provided. The value of the assets will be based on information provided by the custodian of the assets. The Just Company is entitled to rely on the financial and other information that the client, any custodian, or any other third party provides to The Just Company. The Just Company does not independently verify this information nor does Triad guarantee the accuracy or validity of such information. Clients generally instruct the custodian to take instructions from The Just Company to debit the fee from one of the client's accounts. The Just Company may charge less than the typical fee schedule at its sole discretion, but may never exceed those maximums specified by an advisory program.

The Just Company's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, third party investment and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, margin interest, legal transfers, postage, non-sufficient funds, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange-traded funds also charge internal management fees, which are disclosed in a fund's prospectus and are not negotiable and not refundable. Sales charges are generally based upon the level of assets invested with the fund family and decline for larger investments. Such charges, fees and commissions are exclusive of and in addition to The Just Company's fee. Varied fee schedules exist depending on whether the client elects to have the Advisor manage the investment portfolio, or have the Advisor select a third-party advisor.

The Just Company may receive distribution or service ("trail") fees from the sale of certain mutual funds (including money market funds) pursuant to a 12(b)-1 distribution plan or

other such plan as compensation for distribution or administrative services. These fees are distributed from the fund's total assets. These fee arrangements will be disclosed upon request of a client and are available in the applicable fund's prospectus.

### **Managed Accounts**

The fees listed below are stated as a percentage of managed investments. Dollar amounts refer to assets under management (see rule 204-3 under the Investment Advisors Act of 1940). The "Annual Fee" reflects a 10% discount on the prepaid amount (beyond the first quarter).

The Just Company will generally bill its fees on an annual basis. Clients may elect to be billed in advance each calendar quarter. Clients may also elect to be billed directly for fees or to authorize The Just Company to directly debit fees from client accounts. Management fees shall not be pro-rated for each capital contribution and withdrawal made during the applicable calendar quarter (with the exception of de minimis contributions and withdrawals). Accounts initiated or terminated during a billing period will be charged a pro-rated fee. Upon termination of any account, any pre-paid, unearned fees will be refunded within 60 days of termination, and any earned, unpaid fees will be due and payable.

<b>Assets Under Management</b>	<b>Quarterly Fee</b>	<b>Quarterly Fee Annualized</b>	<b>Annual Fee</b>
Less than \$250,000	0.541%	2.16%	2.00%
\$250,000 to \$499,999	0.459%	1.84%	1.70%
\$500,000 to \$999,999	0.432%	1.73%	1.60%
\$1 Million to \$3 Million	0.405%	1.62%	1.50%
\$3 Million to \$5 Million	0.351%	1.41%	1.30%
\$5 Million to \$10 Million	0.270%	1.08%	1.00%
Greater than \$10 Million	0.243%	0.97%	0.90%

### **Wrap Accounts**

#### ***Crown Account***

The Crown Account has no minimum account size and advisory fees are negotiable. The basic asset-based fee schedule for the Crown Account is as follows:

<b>Portfolio Value</b>	<b>Annual Fee</b>
0 - \$150,000	2.50%
\$150,001 - \$500,000	2.15%
\$500,000 +	1.75%



In addition to the advisory fee, accounts are assessed transaction charges. These transaction charges may be higher or lower than transaction charges or commissions that clients may pay at other broker-dealers. All transactions are subject to postage and handling fees. Equity, ETF, and bond transaction charges are based on a combination of a flat rate plus a percentage of the aggregate amount of the trade. The current Crown transaction schedule is detailed in the Crown Advisory Agreement.

### ***Apex Account***

The Apex account has no minimum account size and advisory fees are negotiable. Advisory fees may be slightly higher as compared to a Crown account of similar size and complexity.

The basic asset-based fee schedule for the Apex Account is as follows:

<b>Portfolio Value</b>	<b>Annual Fee</b>
0 - \$250,000	2.75%
\$250,001 - \$750,000	2.25%
\$750,001 - \$2,000,000	1.75%
\$2,000,000 +	1.50%

In addition to the advisory fee, accounts are assessed transaction charges. These transaction charges may be higher or lower than transaction charges or commissions you may pay at other broker-dealers. All transactions are subject to postage and handling fees. Transaction charges are lower than those charged to Crown Accounts. The current Apex transaction schedule is detailed in the Apex Advisory Agreement.

### ***Summit Account***

The Summit Account has a negotiable \$50,000 minimum account size and advisory fees are negotiable. Advisory fees may be slightly higher as compared to a Crown or Apex account of similar size and complexity. This account is potentially suitable for accounts that meet the minimum, in which The Just Company anticipates primarily investing in mutual funds, and/or for clients that do not wish to pay transaction charges for mutual funds trades.

The basic asset-based fee schedule for the Summit Account is as follows:

<b>Portfolio Value</b>	<b>Annual Fee</b>
\$50,000 - \$250,000	2.75%
\$250,001 - \$500,000	2.25%
\$500,001 - \$1,000,000	1.75%
\$1,000,000 +	1.50%

In addition to the advisory fee, accounts may be assessed transaction charges for trades other than mutual fund trades. The Just Company may buy or sell mutual funds without transaction charges for those trades. When appropriate, The Just Company may recommend the purchase or sale of non-mutual fund securities. The account will be charged transaction charges in connection with these trades. These transaction charges may be higher or lower than transaction charges or commissions you may pay at other broker-dealers. The current Summit transaction schedule is detailed in the Summit Advisory Agreement.

### ***Pinnacle Account***

The Pinnacle account has a negotiable \$150,000 minimum account size and advisory fees are negotiable. Advisory fees may be slightly higher as compared to other accounts of similar size and complexity.

The basic asset-based fee schedule for the Pinnacle Account is as follows:

<b>Portfolio Value</b>	<b>Annual Fee</b>
0 - \$250,000	2.75%
\$250,001 - \$750,000	2.25%
\$750,001 - \$2,000,000	1.75%
\$2,000,000 +	1.50%

The Pinnacle account is a pure wrap account providing complete product availability with no transaction charges. The current Pinnacle fee schedule is detailed in the Pinnacle Advisory Agreement.

### ***All Accounts***

The transaction charges have been established to compensate Triad for its services and reimburse them for expenses in executing transactions in the accounts. The advisory fees are typically higher for accounts that pay lower transaction charges because the combination of charges compensates Triad for the combination of services it provides in the program. The transaction charges are negotiated with our custodian and may be higher than transaction charges or commissions you might pay if the transactions were executed at another broker-dealer. Triad and the custodian each receive a portion of the transaction fees paid by clients. Although transaction charges may be identified as “commissions” on trade confirmations, The Just Company does not receive any portion of these charges.

The advisory fees and transaction charges do not cover charges imposed by third parties for investments held in the account, such as contingent deferred sales charges or 12(b)-1

trails on mutual funds. In addition, each mutual fund or third party money manager charges asset management fees, which are in addition to the advisory fees charged by The Just Company. Accounts may require a minimum advisory fee or quarterly maintenance fee that will be detailed in the applicable advisory agreement.

The Just Company provides financial planning advice and investment portfolio management on a fee-based basis. Certain other financial and insurance products are available for purchase from Mark W. Just. Mark is associated with Triad Advisors, Inc., as a registered representative. Triad is an independent broker-dealer and clears brokerage transactions through NFS, Inc. (a division of Fidelity Investments). Mark W. Just and any other licensed representative may recommend securities or insurance products offered through Triad. If a client purchases these products through the representative, the representative will receive the normal and customary commission. Thus a potential conflict of interest exists between the representative's interest and those of our advisory clients. In adherence to the Code of Ethics as a Certified Financial Planner and his requirement to act in fiduciary capacity, Mark W. Just is obligated to put the interests of his clients before his own. The client is under no obligation to purchase products recommended, or to purchase products either through the representative or through Triad.

Item 12 further describes the factors that The Just Company considers in selecting or recommending broker-dealers for client transactions and determining the reasonableness of their compensation (e.g., commissions).

## **Item 6 – Performance-Based Fees and Side-By-Side Management**

The Just Company does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client).

## **Item 7 – Types of Clients**

The Just Company serves individuals, corporations, small businesses, pensions, profit sharing plans, estates, trusts, and nonprofit organizations.

Any individual, family or organization in need of financial planning or investment portfolio management and wishes to plan prudently for their financial future may benefit from our services. Furthermore, clients who desire a higher, more sophisticated level of financial or investment management services than they are receiving from their other advisors may find our programs and expertise appealing.

The minimum account value The Just Company will manage is \$500,000. Exceptions may be made and there is no required minimum dollar amount to use our consultation services. The services we offer are not for everyone, and an initial evaluation of your current financial situation will be conducted to make sure we are appropriate for helping you meet your financial goals. Although most of our clients are close to or already in retirement, we are always looking to form lasting relationships with any potential client who may be able to benefit from our expertise.

## **Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss**

Please be aware that investing in securities involves risk of loss that you should be prepared to bear. We do not represent or guarantee that our services or methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections or declines. We cannot offer any guarantees or promises that your financial goals and objectives will be met. Past performance is in no way an indication of future performance.

### ***Financial Planning and Consulting Services***

The Just Company will provide financial planning services primarily by determining a client's current financial position and to define and quantify future long-term goals and objectives. In order to determine a suitable course of action for an individual client, The Just Company shall perform a review of the variables that are presented. Such review may include, but would not necessarily be limited to, investment objectives, consideration of the client's overall financial condition, income and tax status, personal and business assets, risk profile, liquidity constraints, and other factors unique to the client's particular circumstances. Pursuant to a written financial planning agreement we will review and analyze the information you provide to The Just Company and the data derived from our financial planning program. We will then deliver a written plan designed to help you achieve your stated financial goals and objectives.

Recommendations developed by The Just Company are based on our professional judgment; however, we cannot guarantee the results of any recommendations. Results may use simplifying assumptions that do not completely or accurately reflect your specific circumstances. No financial plan or report has the ability to accurately predict the future. As investment returns, inflation, taxes, and other economic conditions vary from the assumptions, your actual results will vary (perhaps significantly) from those presented.

***Investment Portfolio Management***

The Just Company uses various methods of analysis which may include charting, technical and cyclical. The main sources of information that the applicant may use include financial newspapers and magazines, inspection of corporate activities, research materials prepared by others, corporate rating services, timing services, annual reports, prospectuses, filings with the SEC and company press releases. The Just Company uses both commercial and proprietary computer software to develop investment and trading models and strategies. The investment strategies used to manage accounts may include long-term purchases, short-term purchases, selling securities within 30 days, short sales, margin transactions, and options trading.

***Options Risk***

An option holder runs the risk of losing the entire amount paid for the option in a relatively short period of time. This risk reflects the nature of an option as a wasting asset which becomes worthless when it expires. An option holder who neither sells his option in the secondary market nor exercises it prior to its expiration will necessarily lose their entire investment in the option. An option writer may be assigned an exercise at any time during the period the option is exercisable. Starting with the day it is purchased, an American-style option is subject to being exercised by the option holder at any time until the option expires. This means that the option writer is subject to being assigned an exercise at any time after they have written the option until the option expires or until they have closed out their option position in a closing transaction. By contrast, the writer of a European-style or capped option is subject to assignment only when the option is exercisable or, in the case of a capped option, when the automatic exercise value of the underlying interest hits the cap price. For more information regarding the risks of options, please read the 'Characteristics and Risks of Standardized Options' brochure, which can be found at [www.optionsclearing.com](http://www.optionsclearing.com).

***Margin Risk***

Leverage increases a portfolio's risk as price swings are amplified in a margin account and clients can lose more funds than deposited if the value of securities decline.

**Item 9 – Disciplinary Information**

Registered investment advisors are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of The Just Company or the integrity of The Just Company's management. The Just Company has no information applicable to this Item.

## **Item 10 – Other Financial Industry Activities and Affiliations**

The Just Company primarily provides investment advice and financial planning to its clients. The Just Company prepares written financial plans using financial planning techniques for the benefit of the client. Such written plans may include non-investment advice. For example, The Just Company may advise clients regarding insurance, cash flow, tax deferments, and similar financial matters. Mark W. Just is a Certified Financial Planner™ (CFP®) and writes Financial Plans and Annual Reviews offered by The Just Company as described in Item 5 - Fees and Compensation.

Mark W. Just, president and sole shareholder of The Just Company, is associated with Triad Advisors, Inc., a registered broker-dealer, as a registered representative. Mark W. Just may, from time to time, sell insurance and investment products to The Just Company's clients. In such cases, Mark W. Just and other representatives earn normal commissions. Thus, a conflict exists between the representative's interests and those of our advisory clients. The client is under no obligation to purchase products recommended, or to purchase products either through the representative or Triad.

Triad is a registered investment advisor and a broker-dealer. Triad is a member of the Financial Industry Regulatory Authority, Inc. (FINRA). Under the rules and regulations of FINRA, Triad has obligations to maintain records and perform other functions regarding certain aspects of the investment advisory activities of its registered representatives in relation to certain advisory accounts for which its registered representatives provide investment advice. The obligations require Triad to coordinate with, and have the cooperation of, the account custodian.

In order to fulfill its obligation, Triad has established a list of custodian and brokerage firms which it has arranged to obtain the required cooperation, and which therefore may be utilized for custody of accounts directly advised either by registered representatives of Triad, who are investment advisors, or other investment advisors entities which are affiliated with registered representatives of Triad. In certain instances, Triad will collect, as paying agent for The Just Company, the investment advisory fee remitted to The Just Company by an account custodian. Triad will retain a portion of the fee as a charge to the investment advisor (not the client) for the functions Triad is required to carry out by FINRA. This fee will not increase execution or brokerage charges to the client or the fee the client has agreed to pay The Just Company pursuant to the client's advisory agreement. A portion of the fee retained by Triad may be re-allowed to other registered representatives of Triad who, as registered representatives of Triad, are responsible for the supervision of other representatives and assist Triad with the functions described above.

## Item 11 – Code of Ethics

The Just Company has adopted a Code of Ethics for all supervised persons of the firm describing its high standard of business conduct, and fiduciary duty to its clients. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at The Just Company must acknowledge the terms of the Code of Ethics annually, or as amended.

The Just Company anticipates that, in appropriate circumstances, consistent with clients' investment objectives, it will cause accounts over which The Just Company has management authority to effect, and will recommend to investment advisory clients or prospective clients, the purchase or sale of securities in which The Just Company, its affiliates and/or clients, directly or indirectly, have a position of interest. The Just Company's employees and persons associated with The Just Company are required to follow The Just Company's Code of Ethics. Subject to satisfying this policy and applicable laws, officers, directors and employees of The Just Company and its affiliates may trade for their own accounts in securities which are recommended to and/or purchased for The Just Company's clients.

The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of The Just Company will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. In addition, the Code requires pre-clearance of many transactions, and restricts trading in close proximity to client trading activity. Nonetheless, because the Code of Ethics in some circumstances would permit employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client in a security held by an employee. Employee trading is continually monitored under the Code of Ethics, and to reasonably prevent conflicts of interest between The Just Company and its clients.

Certain affiliated accounts may trade in the same securities with client accounts on an aggregated basis when consistent with The Just Company's obligation of best execution. In such circumstances, the affiliated and client accounts will share commission costs equally and receive securities at a total average price. The Just Company will retain records of the trade order (specifying each participating account) and its allocation, which will be completed prior to the entry of the aggregated order. Completed orders will be allocated as specified in the initial trade order. Partially filled orders will be allocated on a pro-rata

basis. Any exceptions will be explained on the Order.

The Just Company's clients or prospective clients may request a copy of the firm's Code of Ethics.

## **Item 12 – Brokerage Practices**

Mark W. Just is a registered securities representative of Triad. If clients freely choose to implement advice through Mark W. Just, the broker-dealer will be Triad. All client brokerage transactions are executed through Triad. Other advisors may allow clients to choose a brokerage firm when executing transactions to achieve more favorable execution and reduce clients' costs.

The Just Company does not receive any soft dollar benefits since it does not receive research, products, or services other than execution from a broker-dealer or a third-party in connection with client securities transactions.

## **Item 13 – Review of Accounts**

Financial Planning and Investment Portfolio accounts are reviewed annually, or more frequently as agreed or as circumstances change that require a review. Reviewers include Mark W. Just, CFP®. A review compares actual performance with the projected performance, re-establishes the client's objectives and adjusts accordingly.

Accounts are primarily reviewed by the The Just Company. In addition, Triad's compliance program includes the periodic review of a sample of customer accounts for consistency with a client's risk tolerance, investment time horizon, performance objectives and asset allocation instructions.

Clients are provided with monthly or quarterly account statements from the qualified custodian, depending on the activity in the account. Reports include details of client holdings, asset allocation and other transaction information.

A Quarterly Consolidated Investment Report prepared by The Just Company may also be provided to update client as to the value of his or her accounts. Clients are strongly encouraged to compare them to the account statements they receive from the qualified custodian. The account statements received from the qualified custodian are the official



account statements. Any account information provided by The Just Company is for informational purposes only.

The Just Company may provide clients with additional account review reports. Comparisons to market indices and account performance may be used to evaluate account performance in connection with these review reports.

#### **Item 14 – Client Referrals and Other Compensation**

In a registered representative capacity, associated persons of The Just Company could receive 12(b)-1 fees as a result of placing clients with mutual funds. Full disclosure will be made prior to such a sale.

As set forth in “Item 5 – Fees and Compensation” above, employees or affiliates of The Just Company may receive compensation from third parties in connection with trades executed for or investments held in advisory accounts.

#### **Item 15 – Custody**

Clients will receive at least quarterly statements from the qualified custodian that holds and maintains client’s investment assets. The Just Company urges clients to carefully review such statements and compare such official custodial records to the account statements we may provide. Our statements may vary from custodial statements based on accounting procedures, reporting dates or valuation methodologies of certain securities and is provided for informational purposes only.

#### **Item 16 – Investment Discretion**

The Just Company usually receives discretionary authority from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought or sold. This discretion is generally limited to trading in an account and does not generally include the ability to move assets out of an account. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client account.

When selecting securities and determining amounts, The Just Company observes the

investment policies, limitations and restrictions of the clients for which it advises. Investment guidelines and restrictions must be provided to The Just Company in writing.

#### **Item 17 – Voting Client Securities**

As a matter of firm policy and practice, The Just Company does not have any authority to and does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. The Just Company may provide advice to clients regarding the clients' voting of proxies.

## Item 18 – Financial Information

Registered investment advisors are required to provide you with certain financial information or disclosures about The Just Company's financial condition. The Just Company has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.

**The Just Company**  
Statement of Assets, Liabilities, and  
Shareholder Equity – Modified Cash Basis  
December 31, 2010

ASSETS	
<b>CURRENT ASSETS</b>	
Cash	\$ 33,302
Receivable from Shareholder	142,000
Total Current Assets	175,302
<b>PROPERTY AND EQUIPMENT, at cost</b>	
Furniture and fixtures	253,916
Software	1,495
	255,411
Less: accumulated depreciation	(189,836)
Total Property and Equipment, net	65,575
	<u>\$ 240,877</u>
LIABILITIES AND SHAREHOLDER'S EQUITY	
<b>CURRENT LIABILITIES</b>	
Current maturities of long-term debt	\$ 23,525
Accounts payable	37,883
Line of Credit	95,310
Total Current Liabilities	156,718
<b>LONG-TERM DEBT, net of current maturities</b>	<u>70,540</u>
<b>SHAREHOLDER'S EQUITY</b>	
Common stock, 1,000 shares authorized and issued, 500 shares outstanding, no par value	500
Retained earnings	13,119
Total Shareholder's Equity	13,619
	<u>\$ 240,877</u>