



Disclosure Document for the Capital Directions Program

An Investment Advisory Service of
PNC Investments LLC

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This wrap fee program brochure provides information about the qualifications and business practices of PNC Investments LLC and our Capital Directions Wrap-Fee Advisory Program. If you have any questions about the contents of this brochure, please contact us at (800) 762-6111. 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.

PNC Investments LLC, a registered broker-dealer and member of [FINRA](http://www.finra.org) and [SIPC](http://www.sipc.org), is a wholly owned subsidiary of PNC Financial Services Group, Inc. Additional information about PNC Investments LLC is also available on the SEC's website at www.adviserinfo.sec.gov.

Not FDIC Insured • Not Bank Guaranteed • May Lose Value
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Material Changes

ADV Part 2 A dated July 5, 2011 Exhibit

The following changes were to PNC Investments last annual brochure dated March 31, 2011.

Page 8 - Other Expenses. Contains additional disclosures pertaining to advisory or sub-advisory fees paid to PNC Investments or its affiliates by a fund, including Blackrock Funds, when acting as an adviser or sub-adviser to the fund.

Page 9 – Account Requirements and Types of Clients. Contains additional disclosures regarding minimum program fees and termination of advisory services for low balance accounts.

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Introduction

The PNC Financial Services Group, Inc. ("PNC") is a diversified financial institution with assets of more than \$264 billion. With roots in commercial banking and investment management dating back to the early 1800s, it is one of the nation's oldest and largest financial services companies. Through its wholly owned subsidiary, PNC Bank, National Association ("PNC Bank"), PNC offers regional banking accounts and services in 14 states and the District of Columbia. Through its wholly owned subsidiary, PNC Investments LLC ("PNC Investments"), a registered broker-dealer and member of FINRA and SIPC, it offers retail brokerage and investment advisory services in the same 14 states and the District of Columbia. PNC Investments serves as the sponsor or portfolio manager of these wrap fee investment programs.

Throughout this document, the terms "client," "you," and "yours" are used to refer to the individual(s), institution(s) or organization(s) who contract with us for the services described here. "PNC Investments," "we," "our," "us" and "the firm" refer to PNC Investments LLC, together with our Affiliates, including but not limited to, The PNC Financial Services Group, Inc. and its agents with respect to any services provided by those agents. "Affiliate" means any entity that is controlled by, controls or is under common control with PNC Investments. Each Affiliate is a separate legal entity and not responsible for the obligations of any other Affiliate.

"Account" means any brokerage and/or advisory Account you open with us, including any and all mutual funds, exchange traded funds, money, securities, financial instruments and/or other property you have deposited with us.

"Wrap Fee" refers to an Account that charges a quarterly or annual fee based on the average assets under management. The "Wrap Fee" covers administrative, commission, execution and management expenses. "Business Day" means Monday through Friday, excluding New York Stock Exchange holidays.

1. Services, Fees and Compensation

PNC Investments sponsors a number of wrap fee advisory programs, including mutual fund wrap fee programs, financial advisor- and client-directed programs, as well as separately managed account programs. This Disclosure Document is being provided pursuant to

Section 204 of the Investment Advisers Act of 1940 and deals solely with our Capital Directions Program.

The Capital Directions Program

Capital Directions is a mutual fund wrap fee program that provides an asset allocation strategy for investing in a portfolio of mutual funds and exchange traded funds based on your risk tolerance, asset levels, time horizons and financial goals. When you open an Account with us, your Financial Advisor (FA) will help you complete an investor questionnaire that provides a comprehensive understanding of your financial situation, investment objectives and risk tolerance. Based on the information collected in the questionnaire, we will formulate an asset allocation recommendation and your FA will work with you to structure a diversified portfolio of exchange traded funds and mutual funds (collectively, the "funds") to implement that model.

The Investment Policy committee of PNC's Asset Management Group has developed six core asset allocation models from which you, working with your FA, can select the best strategy for meeting your investment goals given your financial circumstances. Each model is offered in a taxable, tax-sensitive and non-taxable variation. The six models are summarized below.

- **Preservation.** The primary objective of this asset allocation model is the preservation of the purchasing power of the portfolio. A secondary objective is to generate a modest amount of current income to offset the effects of inflation. Capital appreciation is not an objective.

A Preservation portfolio is constructed to provide stability of invested capital by allocating a higher percentage of the assets to money market investments and fixed income securities. A small percentage is allocated to mutual funds focused primarily on domestic equities to generate a modest amount of income. The portfolio assumes reinvestment of all interest and dividend income to help maintain the portfolio's value. The recommended time horizon of the portfolio is one to three years.

The concentration of holdings in fixed income securities is designed to reduce overall risk, but long-term appreciation in value is expected to be negligible. Risks include the fact that fixed income securities may lose value

in a rising interest rate environment, and are subject to credit risk if the issuer's ability to repay its debts should become doubtful.

- **Conservative.** The primary objective of the Conservative model is to generate a modest amount of current income, and secondarily to provide a modest amount of long-term capital growth, which should help offset some of the effects of inflation. Long-term growth of principal will be aided by income reinvestment. The recommended time horizon for this portfolio is three to five years.

While the goal is to maintain a low-risk posture, investors should be willing to accept periodic declines in portfolio value. Any such decline should be significantly less severe than declines in the broader equity markets. The portfolio's split allocation between equity and fixed income securities, with an allocation to cash and money market instruments, exposes it to both the risk of rising interest rates and falling equity prices. Although unlikely, a decline exceeding 10% in a single year cannot be excluded. Your ability to ride out such declines increases the possibility of achieving the portfolio's long-term investment objective.

- **Moderate.** The objective of the Moderate model is to generate a moderate amount of current income with the potential for longer-term capital growth. The portfolio is evenly split between equity and fixed income securities. The portfolio is constructed to provide both long-term capital appreciation in excess of inflation and a moderate amount of current income, which could be available to meet your day-to-day expenses. Reinvestment of income will increase the portfolio's ability to exceed inflation over the long term. The recommended time horizon for this portfolio is five to ten years.

The portfolio's split allocation between equity and fixed income securities, with an allocation to cash and money market instruments, exposes it to both the risk of rising interest rates and falling equity prices. Although this split will temper periodic declines in portfolio values, a decline exceeding 15% in a year cannot be excluded. Your ability to ride out such declines raises the possibility of achieving the portfolio's long-term investment objective.

- **Balanced.** The primary objective of the Balanced model is to provide long-term capital appreciation in excess of inflation, with a modest amount of current income as a secondary objective. The portfolio is split between equity and fixed income securities, with a higher allocation to a variety of mutual funds focused on equities. The portfolio also contains a small allocation to cash and money market instruments. While the current income generated could be available to meet your day-to-day expenses, income reinvestment will increase the portfolio's ability to exceed inflation over the long term. The recommended time horizon for this portfolio is five to ten years.

This portfolio maintains a somewhat aggressive risk posture, and you should be willing to accept periodic declines in portfolio value. Although past performance is no guarantee of future results, these declines should be modestly less severe than declines in the broader equity markets. Because the portfolio is largely invested in equities, it can experience fluctuations – up or down – in value over short time periods. Declines exceeding 25% in a 12-month period, while not common, cannot be ruled out. Your ability to ride out such declines increases the possibility of achieving the portfolio's long-term investment objective.

- **Growth.** The primary objective of the Growth model is long-term capital growth. It may secondarily generate a minimal amount of current income. The portfolio is concentrated in mutual funds that focus on equity investments in order to earn returns exceeding the rate of inflation over the long-term. A small allocation to fixed income mutual funds, as well as cash and money market instruments, is included primarily to dampen volatility over the long term. The recommended time horizon for this portfolio is more than ten years.

This portfolio maintains an aggressive risk posture, and you should be willing to accept potentially significant declines in portfolio value that will most likely be similar to declines in the broader equity markets. Because the portfolio is predominantly invested in equities, it can experience sharp fluctuations – up or down – in value over short time periods. Although past performance is no guarantee of future results, declines exceeding 30% in a 12-month period, while uncommon, cannot be ruled out. Your ability to ride out such declines increases the possibility of achieving the portfolio's long-term investment objective.

- **Aggressive.** The primary objective of the Aggressive model is long-term capital growth. An Aggressive portfolio is concentrated in funds focused on equity investments for long-term growth. Returns in excess of the underlying rate

of inflation are necessary to increase both principal and purchasing power. The recommended time horizon for this portfolio is more than ten years.

This portfolio maintains a highly aggressive risk posture, and you should be willing to accept potentially significant declines in portfolio value, similar to or greater than declines in the broader equity markets. The portfolio may contain a small allocation to fixed income as well as cash and money market instruments. Because the portfolio is predominantly invested in equity securities, it can experience sharp fluctuations – up or down – in value over short time periods. Although past performance is no guarantee of future results, declines exceeding 35% in a 12-month period should not be ruled out. Your ability to ride out such declines increases the possibility of achieving the portfolio's long-term investment objective.

The Capital Directions Program is offered as either a Managed Solution or an Advised Solution:

- Under a **Managed Solutions Program**, you select an investment strategy, but grant discretion over the selection of which funds will be used to implement the asset allocation model to PNC Investments.
- Under an **Advised Solutions Program**, you retain discretion over your Account and, with the help of your FA select both the investment strategy and the funds to implement the asset allocation model. The funds must be selected from a list of approved funds maintained by PNC Investments.

You may direct us to change the investment strategy or the funds in your Account no more than once every 90 days, or sooner as a result of material changes in your financial situation or investment objectives, if PNC Investments agrees to implement the changes.

The funds available through the Capital Directions Program have been selected based on multiple factors including, but not limited to, performance, risk, style drift, yield, expenses, turnover, capacity, diversification and consistency. You will only be able to purchase funds that we have selected for the Capital Directions Program, and you will not be able to purchase other types of securities for your Account. We may also, at our discretion, change the asset allocation in a model or the funds available in the asset allocation strategy. You will, however, have the ability to place certain restrictions on the types of funds that may be purchased for your Account, subject to our approval. Reasonable restrictions generally include prohibitions on including particular funds, or international funds, in our recommendation, or restrictions on the purchase or sale of particular funds for the Account.

Automatic Rebalancing

The Capital Directions Program provides automatic rebalancing to ensure that the investments in your Account continue to conform to the allocation model. Asset allocations are monitored on a daily basis, and we will rebalance an Account if any asset class varies by more than 5% from its target allocation within the model. In order to avoid the expense of inefficient rebalancing, we reserve the right, at our discretion, to change the threshold that must be exceeded before rebalancing occurs.

We will also rebalance your Account if you change your investment Program, or when the proceeds of additional contributions are invested. To rebalance an Account, we buy and sell shares of the individual Funds in an Account until its holdings match the Fund weight percentage specified for the model. These changes may create tax consequences or incur redemption fees in some funds.

We are also responsible for providing you with periodic Account statements. You will be reminded quarterly to contact your FA if you have any questions, or if there have been material changes in your financial goals or needs that would affect your investment strategy. We provide ongoing counseling by reviewing your account with you at least annually and more frequently if your needs require it.

Either party may terminate the Capital Directions Program on thirty days' written notice to the other party.

Fees and Compensation

The Program Fee you pay to PNC Investments for the Capital Directions Program is based on the average principal amount in your Capital Directions Account, valued quarterly. Fees are charged quarterly in advance based on the prior quarter's ending market value. The Fee will be calculated based on the average daily market value of the assets during the prior three-month period or portion thereof. In certain circumstances, the Fee may be negotiable. The Program Fee

for Capital Directions is in addition to any of the specific mutual fund portfolio fees and expenses that are discussed in more detail below.

You may contact your Financial Advisor if you have any questions regarding the fees charged to your account. Upon your request we will provide you with a detailed explanation of the fee calculation which will allow you to recalculate the fee should you so desire.

All of the fees incurred by your Account will be paid from the cash balance in the Account. If your Account does not have a sufficient cash or money market mutual fund balance to pay the fees, we may sell fund shares as necessary to pay the fees.

You should be aware that a minimum Program Fee may apply (See Section 2 – Account Requirements and Types of Clients below).

The Program Fees are summarized in the tables below:

For Non-IRA Accounts

Account Value	Regular Account	Employee and Workplace Banking Accounts
First \$250,000	1.50%	1.20%
Next \$250,000	1.35%	1.08%
Next \$500,000	1.15%	0.92%
Next \$1 Million	1.00%	0.80%
Next \$2 Million	0.80%	0.64%
Amounts > \$4 Million	Negotiable to .35% min.	Negotiable to .35% min.
Minimum Fee	\$375.00	\$240.00

For IRA Accounts

Account Value	Regular IRA Account	Employee and Workplace Banking IRA Accounts
First \$1 Million	1.00%	0.80%
Amounts > \$1 Million	0.80%	0.64%
Minimum Fee	\$250.00	\$160.00

If your Account is terminated, the Fee for the quarter will be prorated over the number of days that the Account was open during the quarter. Any overpayment will be refunded to you after the Account is closed. PNC Investments reserves that right to charge its standard fees for additional brokerage account services that are not included in the Capital Directions Program. Such fees may include, but are not limited to, ACAT (i.e., account transfer) fees, wire transfer fees, IRA fees and stop payment fees.

Other Expenses

The funds in which Program assets are generally invested do not assess a front-end or back-end sales charge on the shares purchased within a fee-based Account. However, in addition to the investment advisory fee, each mutual fund, including money market funds, in which Program assets are invested, pays its own separate operating expenses, management fees and distribution fees. All of these fees and expenses are paid by the mutual fund, but ultimately borne by investors. Please review the funds' prospectuses for a full explanation of fund expenses and charges. Some funds may impose redemption fees to discourage short-term trading. The fund company retains these redemption charges from the proceeds of the redemption for the benefit of the remaining shareholders of the fund. The amount retained will be reflected on the trade confirmations.

The Capital Directions Program may cost you more or less than purchasing funds separately. You may invest in a single fund family and obtain "breakpoints" that could lower the cost of the funds. However, if you purchase fund shares directly, you will not receive the asset allocation and account monitoring services and may not qualify to invest in share classes available to investors in the Program. In addition, funds purchased outside the Program may charge front-end or back-end sales charges or a redemption fee, depending on the share class, if they are redeemed within a specified time period.

PNC Investments is expressly authorized to receive commissions and/or fees associated with your investment in these funds, as described in the funds' prospectuses. These fees may include sub-administration fees, omnibus accounting fees and/or 12b-1 fees. 12b-1 fees are annual distribution and shareholder servicing fees, generally calculated as a percentage of the fund's net assets, which are used to compensate financial advisors and other investment professionals. As disclosed in the IRA application, we credit the amount of any 12b-1 fees we collect to IRA Accounts to offset a portion of the IRA client fees. 12b-1 fees are not, however, used to offset other fees in non-IRA accounts.

Finally, your Account may be invested in funds in which PNC Investments or one of our Affiliates acts as an adviser, sub-adviser or administrator and receives a fee for such services. Therefore, PNC Investments or an affiliate may receive a fee for the services provided to the funds. The level of advisory or sub-advisory fees paid to PNC Investments or its affiliates by such funds, including the Blackrock Funds, is disclosed in the Prospectus and/or Statement of Additional Information of such funds. The maximum amount of your account assets that may be invested in funds, including the Blackrock Funds, which pay advisory or sub-advisory fees to PNC Investments will depend on many factors, but in certain circumstances may reach 100% of your account assets. You should ask your financial consultant about these advisory or sub-advisory fees and you may terminate your agreement with PNC Investments at any time if you have any concerns about the level of these fees or the incentives that they may create. PNC Investments has an obligation to invest your assets in a manner that considers your best interests first. To that end, PNC Investments will take steps to minimize potential conflicts of interest that arise from investing with funds that pay PNC Investments or its affiliate's advisory or sub-advisory fees, to the extent required by applicable federal or state laws. PNC Investments evaluates the appropriateness of investing your assets in the Blackrock Funds in the same manner as it evaluates all other funds available through the program. As such, the Blackrock Funds affiliation with PNC Investments does not provide it any preferential treatment versus the other funds.

Financial Advisor Compensation

A portion of the fees charged for Program services may be paid to your FA in connection with the introduction of your Account, as well as for providing client-related services within the Program. This compensation may be more or less than an FA would receive if you paid separately for investment advice, brokerage services, and other services. PNC Investments may also advance to FAs a portion of the first year's estimated fees for clients who invest in a particular Program.

From time to time, PNC Investments initiates incentive programs for its employees including FAs. These programs include, but are not limited to, programs that compensate them for attracting new assets and clients or for referring business to our affiliates (such as referrals for mortgages, trusts or insurance services); programs that reward them for promoting investment advisory services, for participating in advanced training, and for improving client service; and programs that reward FAs who meet total production criteria.

FAs who participate in these incentive programs may be rewarded with cash and/or non-cash compensation, such as deferred compensation, bonuses, training symposiums and recognition trips. These programs may be partly subsidized

by external vendors or our Affiliates, such as mutual fund companies, insurance carriers or money managers. Therefore, our FAs and other associates may have a financial incentive to recommend the programs and services included in these incentive programs over other available products and services that we offer.

2. Account Requirements and Types of Clients

You should be aware that a minimum Program Fee may apply. The minimum account size for the Capital Directions Program is \$25,000. We may terminate the advisory services on any Account that falls below minimum account value guidelines established by the firm on thirty days' written notice to the Account holder. Under certain limited circumstances, we may waive the minimum account size requirement. However, in those circumstances, the imposition of the minimum account fee may result in a fee that is higher than the standard Program fee. In those circumstances where -- as a result of the imposition of the minimum account fee of 1.5% to an account with less than the minimum of \$25,000 in account assets -- the effective annual fee rate for the account exceeds 1.5%, we may terminate the advisory services on the account on thirty days' written notice to the account holder.

PNC Investments generally provides investment advice to individuals, high-net-worth individuals, banks and thrift institutions, pension and profit sharing plans, charitable organizations and corporations.

3. Portfolio Manager Selection and Evaluation

Selection of Funds

The factors influencing the inclusion of a fund on our list of recommended funds may include, among other things, the fund's past performance, management style, quality of its investment process, the number and continuity of investment professionals, and its client servicing capabilities. While PNC Investments is the Program's primary sponsor, we rely on Lockwood Advisors, Inc. ("Lockwood") for research and assistance in selecting and reviewing funds for the Program. We or Lockwood may ask the fund company to provide us with a completed questionnaire, database information on the firm and statistical analysis of the firm's track record. We may also conduct interviews with members of the mutual fund management. This process is an ongoing one, and funds may be added or removed from the Capital Directions Program based on many factors, either internal or external to the fund's management. Returns reported are derived from sources believed to be reliable; however, we make no representations or warranties as to the accuracy of performance information.

The term "sponsor" refers to any person who receives compensation for sponsoring, organizing or administering the program, or for selecting, or providing advice to clients regarding the selection of, persons responsible for managing the client's account in the program. If a program has more than one sponsor, one person shall be designated the principal sponsor of the program.

The Capital Directions Program and other wrap fee programs we provide may include investments in funds advised or serviced by our Affiliates, including BlackRock and PNC Capital Advisors, who receive compensation for their investment advisory services. The services provided by our Affiliates and the fees they collect for these services vary and generally are disclosed in each fund's prospectus. These fees are paid directly by the fund and affect the total return of a shareholder's investment.

PNC Investments and Other Service Providers to the Program

PNC Investments was formed in 2003 and is a wholly owned subsidiary of The PNC Financial Services Group, Inc. PNC Bank is also a wholly owned subsidiary of The PNC Financial Services Group, Inc., a financial holding company. PNC Investments is registered with the Securities and Exchange Commission as an investment adviser and broker-dealer. PNC Investments is also a member of FINRA and SIPC. PNC Investments serves as a sponsor of the Capital Directions Program. PNC Investment does not receive performance-based fees in connection with the wrap fee programs we offer.

Lockwood Advisors, Inc., a wholly owned subsidiary of The Bank of New York Mellon Corporation, provides certain support services, including investment advice, research and account rebalancing for the asset allocation models. Lockwood will also be responsible for calculating and preparing quarterly performance reports for client accounts and will calculate the quarterly Program Fee.

National Financial Services LLC ("National Financial"), provides trading, custody and operational services for the Capital Directions Program. National Financial carries client accounts, is the custodian for the investments in your Account, and Capital Directions Program

effects and reports all of the trades in your Account. National Financial will provide you with trade confirmations, monthly and/or quarterly statements, including billing information, and income tax reporting.

Risks of Investing in the Program

Investing in securities, including the funds offered through the Capital Directions Program involves risk of loss that you should be prepared to bear. You are advised and should understand that:

- Past performance is no guarantee of future results
- Certain market and/or interest rate risks may adversely affect any investment, and could cause a loss in your account
- The risk parameters or comparative index selections you provided us are guidelines only. There is no guarantee that they will be met or exceeded
- Shares of any particular fund may fluctuate in value and when redeemed may be worth less than their original cost
- There is no guarantee that your target allocation or fund research recommendations will protect against such loss of investment

Proxy Voting

PNC Investments does not vote proxies solicited by or with respect to the funds offered through the Capital Directions Program.

4. Client Information Provided to Portfolio Managers

The Capital Directions Program involves the allocation of client assets among exchange traded funds and mutual fund portfolios, rather than among selected investment advisers or portfolio managers. We do not provide information about clients investing in the Capital Directions Program to the funds or fund companies, except to the extent such information may be required to maintain or service an account with the funds.

5. Client Contact with Portfolio Managers

The Capital Directions Program does not involve the allocation of client assets among investment advisers or portfolio managers. We do not expect clients to contact the funds or fund companies directly.

6. Disciplinary Information

In 2009, FINRA cited PNC Investments for failure to have supervisory systems and procedures reasonably designed to achieve compliance with its suitability obligations relating to the sale of variable annuity contracts under FINRA rules. FINRA found that PNC Investments failed (1) to collect or record all the information necessary to assess suitability of variable annuity transactions; (2) to give adequate guidance to supervisors regarding factors it identified as relevant to the suitability analysis; and (3) to identify or investigate patterns of transactions involving guaranteed minimum income benefit riders. Without admitting or denying these findings, PNC Investments consented to a fine of \$250,000, and agreed to undertake a comprehensive review of our policies and procedures concerning the suitability of variable annuity transactions and to certify in writing to FINRA that we had conducted the review and put in place policies and procedures adequate to ensure compliance.

7. Other Financial Industry Activities and Affiliations

PNC Investments' principal business is that of a full-service, general securities broker-dealer, registered with the U.S. Securities and Exchange Commission ("SEC") and as a member of FINRA. Our primary retail brokerage activities include the sale of corporate equities, corporate debt, municipal securities and funds, including private placements of the aforementioned securities.

PNC Investments is affiliated with a number of other investment advisers and registered broker-dealers through our parent, The PNC Financial Group, Inc., including our parent's ownership interest in BlackRock Inc. Our Affiliates include:

- **PNC Capital Advisors, LLC** is a wholly owned subsidiary of PNC Bank, and provides discretionary investment advisory services to registered investment companies, institutional accounts, and personal investment management accounts.
- **PNC Realty Investors, Inc.** is an indirect, wholly owned subsidiary of The PNC Financial Services Group, Inc. and provides investment supervisory services to institutional investors regarding commercial real estate throughout the United States.
- **PNC Capital Markets, LLC** is an indirect, wholly owned subsidiary of The PNC Financial Services Group, Inc. and offers loan syndication, public finance underwriting and advisory services, securities underwriting and trading, private placements, asset securitizations and merger and acquisition advisory services.
- **Harris Williams LLC** is a subsidiary of The PNC Financial Services Group, Inc., and is one of the largest mergers and acquisitions advisory firms in the country focused exclusively on the middle market.
- **BlackRock Inc.** (“BlackRock”) is the largest publicly traded investment management firm in the United States. BlackRock manages assets on behalf of institutions and individuals worldwide through a variety of equity, balanced, fixed income, cash management and alternative investment products. The PNC Financial Services Group, Inc. owns approximately 20% of BlackRock and PNC Investments is indirectly affiliated with a significant number of BlackRock investment adviser and broker-dealer subsidiaries.

BlackRock’s subsidiaries include State Street Research & Management Company, BlackRock Realty Advisors, BlackRock Advisors LLC, BlackRock Financial Management, Inc., BlackRock Institutional Management Corp., BlackRock International, Limited, BlackRock Capital Management, Inc., BlackRock Investments, Inc., BlackRock Investment Management LLC, BlackRock Capital Markets LLC, BlackRock Fund Advisors, BlackRock Execution, BlackRock Fund Distribution and BlackRock Kelso Capital Advisors.

- **PNC Insurance Services LLC** is a wholly owned subsidiary of PNC Bank and a licensed insurance agency. It provides a variety of insurance products and advice.

PNC Investments or our Affiliates may from time to time recommend transactions in which we or our affiliates act as a financial adviser or a broker-dealer, or recommend investment in securities that are underwritten, issued, packaged or serviced by one of our Affiliates.

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

PNC Investments has adopted a Code of Ethics, which consists of certain general principles including the following:

- Advisory personnel must place client interests before their own
- The personal securities transactions of our personnel must avoid even the appearance of a conflict with client interests
- Our personnel must avoid actions or activities that allow, or appear to allow, them to profit or benefit from their position with respect to clients, or that would otherwise bring into question their independence or judgment

In addition, the Code of Ethics requires our employees to report their personal securities transactions and holdings. A copy of our Code of Ethics will be provided to any client or prospective client upon request.

Our employees are also subject to the PNC Employee Conduct Policies, which cover matters including compliance with law, conflicts of interest, insider trading, outside activities, and safeguarding confidential information.

9. Review of Accounts

When you open a Capital Directions Program Account, we review and must approve your investment objectives and strategy for consistency with Program guidelines. Thereafter, we will review the Account with you on a transaction, monthly, quarterly or annual basis, as applicable, to monitor its performance, the appropriateness of the individual funds in it, and any restrictions that might apply.

Your FA or one of our other representatives will contact you at least annually to determine whether there have been any material changes in your financial situation, investment objectives or instructions. We will also notify you in writing

quarterly to contact us if there have been any changes in your financial situation, investment objectives or instructions, and you agree to inform us in writing of any such changes that might affect the manner in which your assets should be invested. Your FA will act on any changes deemed material or appropriate as soon as practicable after we become aware of them.

Finally, your FA and any other representatives responsible for making investment decisions for your Account will be reasonably available to you for consultation about the Account.

10. Client Referrals and Other Compensation

A portion of the fees charged for the Program services described in this brochure may be paid to your FA in connection with the introduction of accounts as well as for providing client-related services within the Programs. This compensation may be more or less than an FA would receive if you paid separately for investment advice, brokerage and/or other services.

PNC Investments has related persons who are investment advisers who may act as general partners in partnerships in which our clients may be solicited. PNC Investments would not have knowledge of such solicitations should they occur, and consequently, would not be a participant in them, nor would we receive any compensation for them.

11. Financial Information

In certain circumstances, registered investment advisers are required in this Item to provide you with financial information or disclosures about their financial condition.

PNC Investments has no financial commitments that impair our ability to meet our contractual and fiduciary commitments to our clients, and has never been the subject of a bankruptcy proceeding.