

**FORM ADV****Uniform Application for Investment Adviser Registration****Part II - Page 1**

Name of Investment Adviser: <b>New England Investment and Retirement Group, Inc.</b>				
Address: (Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone Number:
231 Sutton Street Suites 2A/2B	North Andover	MA	01845	(978) 975-2559

**This part of Form ADV gives information about the investment adviser and its business for the use of clients.  
The information has not been approved or verified by any government authority.**

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(Schedules A, B, C, D, and E are included with Part I of this Form, for the use of regulatory bodies, and are not distributed to clients.)

**FORM ADV****Part II - Page 2**

Applicant:

**New England Investment and Retirement Group, Inc.**

SEC File Number:

**801-67679**

Date:

**01/03/2011**

## Definitions for Part II

Related person - Any officer, director or partner of applicant or any person directly or indirectly controlling, controlled by, or under common control with the applicant, including any non-clerical, non-ministerial employee.

Investment Supervisory Services - Giving continuous investment advice to a client (or making investments for the client) based on the individual needs of the client. Individual needs include, for example, the nature of other client assets and the client's personal and family obligations.

1. **A. Advisory Services and Fees.** (check the applicable boxes)

For each type of service provided, state the approximate % of total advisory billings from that service.  
(See instruction below.)

Applicant:

- |                                     |     |   |     |
|-------------------------------------|-----|---|-----|
| <input checked="" type="checkbox"/> | (1) | Provides investment supervisory services .....  | 89% |
| <input checked="" type="checkbox"/> | (2) | Manages investment advisory accounts not involving investment supervisory services .....  | 10% |
| <input checked="" type="checkbox"/> | (3) | Furnishes investment advice through consultations not included in either service described above .....  | 1%  |
| <input type="checkbox"/>            | (4) | Issues periodicals about securities by subscription .....   | %   |
| <input type="checkbox"/>            | (5) | Issues special reports about securities not included in any service described above .....   | %   |
| <input type="checkbox"/>            | (6) | Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities ..... | %   |
| <input type="checkbox"/>            | (7) | On more than an occasional basis, furnishes advice to clients on matters not involving securities .....   | %   |
| <input type="checkbox"/>            | (8) | Provides a timing service .....   | %   |
| <input type="checkbox"/>            | (9) | Furnishes advice about securities in any manner not described above .....   | %   |

(Percentages should be based on applicant's last fiscal year. If applicant has not completed its first fiscal year, provide estimates of advisory billings for that year and state that the percentages are estimates.)

B. Does the applicant call any of the services it checked above financial planning or some similar term? .....

Yes No  
☒ ☐

C. Applicant offers investment advisory services for: (check all that apply):

- |                                     |     |  |                                     |     |                   |
|-------------------------------------|-----|--|-------------------------------------|-----|-------------------|
| <input checked="" type="checkbox"/> | (1) | A percentage of assets under management      | <input type="checkbox"/>            | (4) | Subscription fees |
| <input checked="" type="checkbox"/> | (2) | Hourly charges                               | <input type="checkbox"/>            | (5) | Commissions       |
| <input checked="" type="checkbox"/> | (3) | Fixed fees (not including subscription fees) | <input checked="" type="checkbox"/> | (6) | Other             |

D. For each checked box in A above, describe on Schedule F:

- the services provided, including the name of any publication or report issued by the adviser on a subscription basis or for a fee
- applicant's basic fee schedule, how fees are charged and whether its fees are negotiable
- when compensation is payable, and if compensation is payable before service is provided, how a client may get a refund or may terminate an investment advisory contract before its expiration date

2. **Types of Clients** - Applicant generally provides investment advice to: (check those that apply)

- |                                     |    |                                  |                                     |    |   |
|-------------------------------------|----|----------------------------------|-------------------------------------|----|---|
| <input checked="" type="checkbox"/> | A. | Individuals                      | <input checked="" type="checkbox"/> | E. | Trusts, estates, or charitable organizations                    |
| <input type="checkbox"/>            | B. | Banks or thrift institutions     | <input checked="" type="checkbox"/> | F. | Corporations or business entities other than those listed above |
| <input type="checkbox"/>            | C. | Investment companies             | <input checked="" type="checkbox"/> | G. | Other (describe on Schedule F)                                  |
| <input checked="" type="checkbox"/> | D. | Pension and profit sharing plans |                                     |    |   |

Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).

**FORM ADV****Part II - Page 3**

Applicant:

New England Investment and Retirement Group, Inc.

SEC File Number:

801- 67679

Date:

01/03/2011

**3. Types of Investments.** Applicant offers advice on the following: (check those that apply)

- |  |  |
|--|--|
| <input checked="" type="checkbox"/> A. Equity Securities                   | <input checked="" type="checkbox"/> H. United States government securities |
| <input checked="" type="checkbox"/> (1) exchange-listed securities         |  |
| <input checked="" type="checkbox"/> (2) securities traded over-the-counter | <input type="checkbox"/> I. Options contracts on:                          |
| <input checked="" type="checkbox"/> (3) foreign issues                     | <input checked="" type="checkbox"/> (1) securities                         |
|  | <input type="checkbox"/> (2) commodities                                   |
| <input checked="" type="checkbox"/> B. Warrants                            | <input type="checkbox"/> J. Futures contracts on:                          |
| <input checked="" type="checkbox"/> C. Corporate debt securities           | <input checked="" type="checkbox"/> (1) tangibles                          |
| (other than commercial paper)  | <input checked="" type="checkbox"/> (2) intangibles                        |
| <input checked="" type="checkbox"/> D. Commercial paper                    | <input type="checkbox"/> K. Interests in partnerships investing in:        |
| <input checked="" type="checkbox"/> E. Certificates of deposit             | <input checked="" type="checkbox"/> (1) real estate                        |
| <input checked="" type="checkbox"/> F. Municipal securities                | <input checked="" type="checkbox"/> (2) oil and gas interests              |
|  | <input checked="" type="checkbox"/> (3) other (explain on Schedule F)      |
| <input type="checkbox"/> G. Investment company securities                  | <input checked="" type="checkbox"/> L. Other (explain on Schedule F)       |
| <input checked="" type="checkbox"/> (1) variable life insurance            |  |
| <input checked="" type="checkbox"/> (2) variable annuities                 |  |
| <input checked="" type="checkbox"/> (3) mutual fund shares                 |  |

**4. Methods of Analysis, Sources of Information, and Investment Strategies.**

## A. Applicant's security analysis methods include: (check those that apply)

- |   |  |
|---|--|
| (1) <input checked="" type="checkbox"/> Charting    | (4) <input checked="" type="checkbox"/> Cyclical           |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input type="checkbox"/> Other (explain on Schedule F) |
| (3) <input checked="" type="checkbox"/> Technical   |  |

## B. The main sources of information applicant uses include: (check those that apply)

- |   |   |
|---|---|
| (1) <input checked="" type="checkbox"/> Financial newspapers and magazines    | (5) <input type="checkbox"/> Timing services  |
| (2) <input type="checkbox"/> Inspections of corporate activities              | (6) <input checked="" type="checkbox"/> Annual reports, prospectuses, filings with the Securities and Exchange Commission |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | (7) <input checked="" type="checkbox"/> Company press releases  |
| (4) <input checked="" type="checkbox"/> Corporate rating services             | (8) <input type="checkbox"/> Other (explain on Schedule F)  |

## C. The investment strategies used to implement any investment advice given to clients include: (check those that apply)

- |  |   |
|--|---|
| (1) <input checked="" type="checkbox"/> Long term purchases<br>(securities held at least a year) | (5) <input checked="" type="checkbox"/> Margin transactions   |
| (2) <input checked="" type="checkbox"/> Short term purchases<br>(securities sold within a year)  | (6) <input checked="" type="checkbox"/> Option writing, including covered options,<br>uncovered options or spreading strategies |
| (3) <input checked="" type="checkbox"/> Trading (securities sold within 30 days)                 | (7) <input type="checkbox"/> Other (explain on Schedule F)  |
| (4) <input checked="" type="checkbox"/> Short sales  |   |

Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).

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Applicant:

New England Investment and Retirement Group, Inc.

SEC File Number:

801-67679

Date:

05/23/2008

**5. Education and Business Standards.**

Are there any general standards of education or business experience that applicant requires of those involved in determining or giving investment advice to clients? . . . . .

Yes No  
☒ ☐

(If yes, describe these standards on Schedule F.)

**6. Education and Business Background.**

For:

- each member of the investment committee or group that determines general investment advice to be given to clients, or
- if the applicant has no investment committee or group, each individual who determines general investment advice given to clients (if more than five, respond only for their supervisors)
- each principal executive officer of applicant or each person with similar status or performing similar functions.

On Schedule F, give the:

- |                 |  |
|-----------------|--|
| • name          | • formal education after high school               |
| • year of birth | • business background for the preceding five years |

**7. Other Business Activities.** (check those that apply)

- ☒ A. Applicant is actively engaged in a business other than giving investment advice.
- ☒ B. Applicant sells products or services other than investment advice to clients.
- ☒ C. The principal business of applicant or its principal executive officers involves something other than providing investment advice.

(For each checked box describe the other activities, including the time spent on them, on Schedule F.)

**8. Other Financial Industry Activities or Affiliations.** (check those that apply)

- ☐ A. Applicant is registered (or has an application pending) as a securities broker-dealer.
- ☐ B. Applicant is registered (or has an application pending) as a futures commission merchant, commodity pool operator or commodity trading adviser.
- C. Applicant has arrangements that are material to its advisory business or its clients with a related person who is a:
- |  |  |
|--|--|
| <input type="checkbox"/> (1) broker-dealer   | <input type="checkbox"/> (7) accounting firm                                       |
| <input type="checkbox"/> (2) investment company  | <input type="checkbox"/> (8) law firm  |
| <input type="checkbox"/> (3) other investment adviser  | <input type="checkbox"/> (9) insurance company or agency                           |
| <input type="checkbox"/> (4) financial planning firm   | <input type="checkbox"/> (10) pension consultant                                   |
| <input type="checkbox"/> (5) commodity pool operator, commodity trading adviser or futures commission merchant | <input type="checkbox"/> (11) real estate broker or dealer                         |
| <input type="checkbox"/> (6) banking or thrift institution   | <input type="checkbox"/> (12) entity that creates or packages limited partnerships |

(For each checked box in C, on Schedule F identify the related person and describe the relationship and the arrangements.)

- D. Is applicant or a related person a general partner in any partnership in which clients are solicited to invest? . . . . .

Yes No  
☒ ☐

(If yes, describe on Schedule F the partnerships and what they invest in.)

Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).

Applicant:

New England Investment and Retirement Group, Inc.

SEC File Number:

801- 67679

Date:

02/09/2010

**9. Participation or Interest in Client Transactions.**

Applicant or a related person: (check those that apply)

- ☐ A. As principal, buys securities for itself from or sells securities it owns to any client.
- ☒ B. As broker or agent effects securities transactions for compensation for any client.
- ☐ C. As broker or agent for any person other than a client effects transactions in which client securities are sold to or bought from a brokerage customer.
- ☒ D. Recommends to clients that they buy or sell securities or investment products in which the applicant or a related person has some financial interest.
- ☒ E. Buys or sells for itself securities that it also recommends to clients.

(For each box checked, describe on Schedule F when the applicant or a related person engages in these transactions and what restrictions, internal procedures, or disclosures are used for conflicts of interest in those transactions.) Describe, on Schedule F, your code of ethics, and state that you will provide a copy of your code of ethics to any client or prospective client upon request.

- 10. Conditions for Managing Accounts.** Does the applicant provide investment supervisory services, manage investment advisory accounts or hold itself out as providing financial planning or some similarly termed services *and* impose a minimum dollar value of assets or other conditions for starting or maintaining an account? ..... ☒ Yes ☐ No

(If yes, describe on Schedule F.)

- 11. Review of Accounts.** If applicant provides investment supervisory services, manages investment advisory accounts, or holds itself out as providing financial planning or some similarly termed services:

- A. Describe below the reviews and reviewers of the accounts. **For reviews**, include their frequency, different levels, and triggering factors. **For reviewers**, include the number of reviewers, their titles and functions, instructions they receive from applicant on performing reviews, and number of accounts assigned each.

Every 6-12 months, Advisory Representatives will contact all financial planning clients and offer to review the plan. This will help to ensure that the plan still reflects Client's financial goals and objectives, and give Adviser the opportunity to amend the plan to accommodate any changes in Client's circumstances. This service is optional, and the Client is not obligated to accept. Asset Allocation accounts will be reviewed quarterly and rebalanced as necessary. Clients may request more frequent reviews and may set thresholds for triggering events that would cause a review to take place. Generally, Advisory Representatives will monitor for changes or shifts in the economy, changes to the management and structure of a mutual fund or company in which client assets are invested and market shifts and corrections. Levels of reviews will vary depending on Client needs at the time of review as well as changes in the financial status or position (tax status or otherwise), financial goals, current market conditions, performance standards, suitability changes and age, among other things. Clients are advised that they should notify their Advisory Representative promptly of any changes to the Client's financial goals, objectives or financial situation as such changes may require Advisory Representative to review the Client's portfolio and make recommendations for changes. Client accounts will be reviewed by the Advisory Representative.

- B. Describe below the nature and frequency of regular reports to clients on their accounts.

Clients will be provided with account statements reflecting the transactions occurring in the client's account at least on a quarterly basis. Client will be provided with confirmations for each securities transaction executed in the client's account.

Financial plans will be reviewed periodically as needed, as the result of qualifying events or at the request of a client. Clients may request more frequent reviews and may set thresholds for triggering events that would cause a review to take place. Printouts of account values will be provided to clients.

Asset Allocation accounts will be provided with quarterly performance reports.

Applicant:

New England Investment and Retirement Group, Inc.

SEC File Number:

801-67679

Date:

08/31/2009

**12. Investment or Brokerage Discretion.**

A. Does applicant or any related person have authority to determine, without obtaining specific client consent, the:

(1) securities to be bought or sold? . . . . .

Yes No

☒ ☐

(2) amount of the securities to be bought or sold ? . . . . .

Yes No

☒ ☐

(3) broker or dealer to be used ? . . . . .

Yes No

☐ ☒

(4) commission rates paid? . . . . .

Yes No

☐ ☒

B. Does applicant or a related person suggest brokers to clients? . . . . .

Yes No

☒ ☐

For each yes answer to A describe on Schedule F any limitations on the authority. For each yes to A(3), A(4) or B, describe on Schedule F the factors considered in selecting brokers and determining the reasonableness of their commissions. If the value of products, research and services given to the applicant or a related person is a factor, describe:

- the products, research and services
- whether clients may pay commissions higher than those obtainable from other brokers in return for those products and services
- whether research is used to service all of applicant's accounts or just those accounts paying for it; and
- any procedures the applicant used during the last fiscal year to direct client transactions to a particular broker in return for products and research services received.

**13. Additional Compensation.**

Does the applicant or a related person have any arrangements, oral or in writing, where it:

A. is paid cash by or receives some economic benefit (including commissions, equipment or non-research services) from a non-client in connection with giving advice to clients? . . . . .

Yes No

☒ ☐

B. directly or indirectly compensates any person for client referrals? . . . . .

Yes No

☒ ☐

(For each yes, describe the arrangements on Schedule F.)

**14. Balance Sheet.** Applicant must provide a balance sheet for the most recent fiscal year on Schedule G if applicant:

- has custody of client funds or securities (unless applicant is registered or registering only with the Securities and Exchange Commission); or
- requires prepayment of more than \$500 in fees per client and 6 or more months in advance

Has applicant provided a Schedule G balance sheet? . . . . .

Yes No

☐ ☒

**Schedule F of  
Form ADV  
Continuation Sheet for Form ADV Part II**

Applicant:	SEC File Number:	Date:
<b>New England Investment &amp; Retirement Group, Inc.</b>	<b>801-67679</b>	<b>01/03/2011</b>

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>New England Investment &amp; Retirement Group, Inc.</b>		IRS Empl. Ident. No.: <b>04-3380382</b>								
Item of Form (identify)	Answer									
	New England Investment & Retirement Group, Inc. is referred to herein as "NEINV".									
Item 1 D	<p>NEINV's investment advisory business consists of providing a wide range of investment management services to its clients. These services include wealth management and financial planning. Its clients are primarily individuals, as well as retirement plans, trusts, estates. NEINV also manages an unregistered investment product (the "hedge fund").</p> <p><u>Asset Allocation/Portfolio Monitoring Program</u></p> <p>NEINV offers these services on a discretionary basis. Its advisory representatives will gather information on a client's financial history, goals, objectives, and financial concerns and assist client in developing an asset allocation strategy. NEINV has created a series of model portfolios, each with its own unique objective. All information gathered from a client is confidential. If a client wishes to engage NEINV, the client will establish an account, and authorize NEINV and an advisory representative to allocate the assets in the account by investing in the model portfolio best suited to the client's needs and objectives. Based on the model portfolio's investment objectives, risk tolerance, etc., NEINV will monitor the model portfolio and its performance and make changes as necessary. At the client's preference, NEINV will monitor accounts on a discretionary basis providing continuous and regular asset management services, or strictly in-line with the model chosen to fit a client's financial objectives. NEINV strives to meet with clients at least annually or at the client's request to discuss the client's investment portfolio and to update the client's financial information should any changes have occurred.</p> <p>In connection with its asset allocation program, NEINV charges an annual fee based on a percentage of the net asset market value of the account. Fees are payable quarterly, in advance, and may be negotiable under certain circumstances. Upon establishment of the account, the fee will be based upon the pro rata number of days remaining the calendar quarter and, thereafter, quarterly on the last business day of each calendar quarter.</p> <p>NEINV's current basic fee schedule is as follows:</p> <table border="1"> <thead> <tr> <th>Account Size*</th> <th>Maximum Annual Fee</th> </tr> </thead> <tbody> <tr> <td>First \$250,000**</td> <td>1.25%</td> </tr> <tr> <td>Next \$1,250,000</td> <td>1.00%</td> </tr> <tr> <td>Next \$3,500,000</td> <td>.75%</td> </tr> </tbody> </table>		Account Size*	Maximum Annual Fee	First \$250,000**	1.25%	Next \$1,250,000	1.00%	Next \$3,500,000	.75%
Account Size*	Maximum Annual Fee									
First \$250,000**	1.25%									
Next \$1,250,000	1.00%									
Next \$3,500,000	.75%									

Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).

**Schedule F of  
Form ADV  
Continuation Sheet for Form ADV Part II**

Applicant:	SEC File Number:	Date:
<b>New England Investment &amp; Retirement Group, Inc.</b>	<b>801-67679</b>	<b>01/03/2011</b>

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>New England Investment &amp; Retirement Group, Inc.</b>		IRS Empl. Ident. No.: <b>04-3380382</b>
Item of Form (identify)	Answer	
	<p>Balance over \$5,000,000 .65%</p> <p>* NEINV may aggregate, at its discretion, certain accounts in determining account size for purposes of calculating advisory fees.</p> <p>**The minimum annual fee is \$1,000.</p> <p>You may make additions to and withdrawals from the Account at any time, subject to our right to terminate an Account that falls below its minimum portfolio size of \$200,000. If Assets are deposited to or withdrawn from an Account after the inception of a quarter that exceed \$50,000, the Management Fee payable with respect to the Assets will be prorated based on the number of days remaining in the quarter. Clients may withdraw Assets from the Account after providing us with notice. All withdrawals are subject to customary securities settlement procedures.</p> <p>In addition to advisory fees, clients may pay fees for custodial services, account maintenance fees, transaction fees, and other fees associated with maintaining the account. NEINV does not share in any portion of such fees and are the sole responsibility of the client. In addition to the fees charged by NEINV for managing mutual fund assets in a client's account, clients will pay their pro rata share of investment management fees, transaction fees, and other charges payable to the mutual fund and/or its adviser for any mutual fund shares purchased. Such fees are compensation to the mutual fund's management and are not shared with NEINV. Clients should read the mutual fund prospectus(es) carefully prior to investing.</p> <p>Advisory fees will be charged to and collected directly from the account at the beginning of each calendar quarter and will be calculated based on the value of the account as of the last business day of the previous quarter. Proper authorizations for NEINV to collect the advisory fees will be provided with new account application and documentation. Clients will be provided with a fee invoice that identifies the advisory fee and the value of the account. Additionally, clients will be provided with an account statement detailing the deduction of the advisory fee from the account's custodian. If the account does not contain sufficient funds to pay the advisory fees, NEINV has limited authority to sell or redeem securities in sufficient amounts to pay advisory fees. Client may reimburse the account for advisory fees paid to Adviser, as permitted by law.</p> <p>Clients may terminate investment advisory services obtained from NEINV, without penalty, upon written notice within five (5) business days after entering into the advisory agreement with NEINV. Clients will be responsible for any fees and</p>	

Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).



**Schedule F of  
Form ADV  
Continuation Sheet for Form ADV Part II**

Applicant:	SEC File Number:	Date:
<b>New England Investment &amp; Retirement Group, Inc.</b>	<b>801-67679</b>	<b>01/03/2011</b>

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>New England Investment &amp; Retirement Group, Inc.</b>		IRS Empl. Ident. No.: <b>04-3380382</b>
Item of Form (identify)	Answer	
	<p>charges incurred by the client from third parties as a result of maintaining the account, such as transaction fees for any securities transactions executed and account maintenance or custodial fees. Thereafter, the client or NEINV may terminate investment advisory services with 30 days prior written notice to the other party. Should the client terminate investment advisory services during a quarter, the client will be charged a pro-rata portion of the advisory fee for the quarter up to the date of termination. Any unearned, pre-paid fees will be refunded to the client.</p> <p><u>Wealth Management Consulting Services</u></p> <p>NEINV provides wealth management consulting services consistent with a client's financial and tax status, age, risk tolerance and investment objectives. NEINV will gather financial information and history from clients including, but not limited to, retirement and financial goals, investment objectives, investment horizon, financial needs, cash flow analysis, cost of living needs, education needs, savings tendencies, and other applicable financial information required by NEINV in order to provide the consulting services requested. Based upon a client's needs, NEINV will prepare a written financial plan addressing a client's needs.</p> <p>Financial plans are based on Client's financial situation at the time and are based on financial information disclosed by a client to NEINV. Clients are advised that certain assumptions may be made with respect to interest and inflation rates and use of past trends and performance of the market and economy. However, past performance is in no way an indication of future performance. NEINV cannot and will not offer any guarantees or promises that client's financial goals and objectives will be met. Further, clients must continue to review any plan and update the plan based upon changes in a client's financial situation, goals, or objectives or changes in the economy. Should a client's financial situation or investment goals or objectives change, clients must notify NEINV promptly of the changes.</p> <p>NEINV provides general non-securities consultation on topics including tax planning analysis, estate planning analysis, business planning, retirement planning, education planning, budgeting and cash flow, risk management/insurance services, and/or fringe benefit analysis.</p> <p>Fees for wealth management consulting services are \$1,000 to \$5,000 per year, depending on complexity, payable at the end of each month as invoiced by NEINV, or payable one-half (1/2) upon execution of the agreement with NEINV and the balance due at the time of presentation of the plan, or payable upon completion of services prior to presentation of the plan, unless otherwise negotiated with the</p>	

Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).

**Schedule F of  
Form ADV  
Continuation Sheet for Form ADV Part II**

Applicant:	SEC File Number:	Date:
<b>New England Investment &amp; Retirement Group, Inc.</b>	<b>801-67679</b>	<b>01/03/2011</b>

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>New England Investment &amp; Retirement Group, Inc.</b>		IRS Empl. Ident. No.: <b>04-3380382</b>
Item of Form (identify)	Answer	
	<p>Client. Clients maintaining a non-qualified account with NEINV have the option of paying as invoiced by NEINV or through a direct debit from their non-qualified account. Depending on the complexity of the consulting services expected, NEINV at its discretion may charge an hourly fee equal to \$200 per hour, payable when services are rendered. An estimate of the hours will be calculated and is generally due upon execution of the agreement. Upon completion of the services rendered, the fees will be recalculated and adjusted accordingly. Prepayment of fees will not exceed \$500 per client, 6 months in advance.</p> <p>Clients may terminate these consulting services within five (5) business days after entering into the agreement without penalty. After five (5) business days of entering into the advisory agreement, Client or NEINV may terminate upon written notice to the other party. The client will receive a refund of any unearned, prepaid advisory fees for planning services. Client will be responsible for any time spent by NEINV in providing the client advisory services or analyzing Client's financial situation.</p> <p>Client is advised that fees for wealth management consulting services are strictly for these services. Clients may pay fees and/or commissions for additional services or products obtained by NEINV, including asset management services, securities or insurance.</p> <p><u>Hedge Fund Manager</u></p> <p>NEINV is the investment manager an unregistered pooled investment product, commonly referred to as a "hedge fund". As compensation for the investment management of the hedge fund, the fund pays NEINV monthly management fees equal to 1/12 of 1.25 percent of the net asset value of the fund. NEINV and the general partner of the fund may agree to waive the management fee in whole or in part for any limited partner, including those who are employees or affiliates of the general partner. NEINV may also receive performance-based fees. Please review a fund's offering documents for more details on the fee structure and potential conflicts of interest.</p> <p><u>Potential Conflicts of Interest</u></p> <p>Advice offered by NEINV's advisory representatives may involve investment in mutual funds. Mutual funds may carry loads (i.e. sales charges) that charged an initial sales charge ('up-front') or on a contingent deferred sales basis ('CDSC'), or the funds may be no-loads with no up-front or CDSC. Advisory fees paid to NEINV for advisory services are separate from the fees and expenses charged to</p>	

Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).

**Schedule F of  
Form ADV  
Continuation Sheet for Form ADV Part II**

Applicant:	SEC File Number:	Date:
<b>New England Investment &amp; Retirement Group, Inc.</b>	<b>801-67679</b>	<b>01/03/2011</b>

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>New England Investment &amp; Retirement Group, Inc.</b>		IRS Empl. Ident. No.: <b>04-3380382</b>
Item of Form (identify)	Answer	
	<p>shareholders of mutual fund by the mutual fund companies. A complete explanation of fees and expenses charged by mutual funds is contained in each mutual fund's prospectus.</p> <p>Clients are advised that NEINV's advisory representatives may be registered representatives of Purshe Kaplan Sterling Investments, a registered broker/dealer and member of the Financial Industry Regulatory Authority ("FINRA") and SIPC. Therefore, advisory representatives may have a conflict of interest in recommending certain mutual funds that carry a load since such mutual funds will pay advisory representatives a commission should the purchase be made through the advisory representatives.</p> <p>A conflict of interest may exist between the interests of NEINV and/or its advisory representatives and the interests of clients when offering clients financial planning and investment advisory services for a fee and also offer various other securities products for which they may be paid a commission. The securities products available through NEINV may be limited to certain products that have been reviewed and made available for offering through Purshe Kaplan Sterling Investments with which advisory representatives may be registered representatives. Lower fees for comparable services may be available from other sources.</p>	
Item 2 G	NEINV serves as the Investment Manager of a privately offered fund.	
Item 3 K(3)	NEINV may provide investment advisory services that advise clients of other direct participation programs including alternative energy programs, research and development programs, and leasing programs. NEINV also advises clients in real estate investment trusts ("REITs"). If appropriate, NEINV may recommend hedge funds managed by NEINV to qualified clients.	
Item 3 L	Adviser may also give advice on investments on 529 plans, collateralized mortgage obligations (CMOs), hedge funds or other investments not listed.	
Item 5	All Investment Adviser Representatives ("IARs") of NEINV must satisfy, at a minimum, the experience and education requirements set out by the individual states where they intend to offer or solicit services. Oftentimes, this will require the IAR to pass the North American Securities Administrators Association, Inc.'s Series 65 Uniform Investment Adviser Law Examination, the Series 66 Uniform Combined State Law Examination, or earn the Certified Financial Planner ("CFP") designation. Applicant also examines the overall experience and capability of the individual before allowing him or her to offer advisory services, financial planning	

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Item of Form (identify)	Answer
	and/or other services. Generally, 5 years of industry related business experience is required.

Item 6	<p><b>Nicholas J. Giacomakis</b> Year of Birth: 1967  <u>Business Background:</u>  New England Investment &amp; Retirement Group, Inc., an investment adviser – position: President (07/1997-Present), Advisory Representative – 10/2004 to Present  Purshe Kaplan Sterling Investments, a broker/dealer- Registered Representative – 02/2011 to Present  Commonwealth Financial Network, a broker/dealer/investment adviser – position: Registered Representative/Advisory Representative – 12/1995 to 02/2011  Granite Investment Alternatives, LLC, a hedge fund General Partner – position: Principal - 05/2008 to Present</p> <p><b>Jason A. Bunker</b> Year of Birth: 1975  <u>Education:</u>  Rockhurst University, Kansas City, MO – attended from 1995 to 1998, graduated in 1998 with a BA/BS degree in Management  Babson College, Babson Park, MA – attended MBA program in 2005  College for Financial Planning, 03/2009, obtained CERTIFIED FINANCIAL PLANNER™ certification</p> <p><u>Business Background:</u>  New England Investment &amp; Retirement Group, Inc., an investment adviser – position: Advisory Representative – 11/2009 to Present  Purshe Kaplan Sterling Investments, a broker/dealer- Registered Representative – 02/2011 to Present  Commonwealth Financial Network, a broker/dealer/investment adviser – position: Registered Representative and Advisory Representative – 11/2009 to 02/2011  Fidelity Investments, a financial services firm – position: Fund Active Trader Consultant – 02/2007 to 10/2009  Commonwealth Financial Network, a broker/dealer/investment adviser – position: Trade Review Principal – 10/2003 to 02/2007.</p> <p><b>Patrick M. Randall</b> Year of Birth: 1985  <u>Education:</u>  Bentley University, Waltham, MA – attended from 2003 to 2007, graduated in 2007 with a BS degree in Finance.  McCallum Graduate School of Business, Waltham, MA – attended from 2007 to</p>
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	<p>2009, graduated in 2009 with a MS degree in Finance.</p> <p><u>Business Background:</u>  New England Investment &amp; Retirement Group, Inc., an investment adviser – position: Research/Trading Assistant - 07/2007 to Present, Operations Manager – 09/09 to Present, Advisory Representative – 07/2009 to Present  Purshe Kaplan Sterling Investments, a broker/dealer- Registered Representative – 02/2011 to Present  Commonwealth Financial Network, a broker/dealer/investment adviser – position: Registered Representative – 03/2008 to 02/2011; Advisory Representative – 06/2009 to 02/2011  Bentley College, an educational institution – position: Full Time Student – 09/2003 to 05/2007  Eastern Bank, a financial institution – position: Research Assistant/Intern – 11/2006 to 02/2007  Fidelity Investments, a financial services firm – position: Fund Accounting Analyst – 05/2006 to 08/2006</p> <p><b>Charles E. Roberts</b> Year of Birth: 1971  <u>Education:</u>  Salem State College, Salem, MA – attended from 1989 to 1992, graduated in 1992 with a BS degree in Political Science.</p> <p><u>Business Background:</u>  New England Investment &amp; Retirement Group, Inc., an investment adviser – position: Analyst (02/2004-Present), Advisory Representative – 01/2006 to Present  Purshe Kaplan Sterling Investments, a broker/dealer- Registered Representative – 02/2011 to Present  Commonwealth Financial Network, a broker/dealer/investment adviser – position: Registered Representative/Advisory Representative 02/2004 to 02/2011.</p> <p><b>Miriam C. Weiler</b> Year of Birth: 1951  <u>Education:</u>  University of Massachusetts, Boston, MA – attended from 1986 to 1989, graduated in 1989 with a BS degree in Finance.</p> <p><u>Business Background:</u>  New England Investment &amp; Retirement Group, Inc., an investment adviser – position: Consultant (11/1998-Present), Advisory Representative – 01/2006 to Present</p>	

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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

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	<p>Purshe Kaplan Sterling Investments, a broker/dealer- Registered Representative – 02/2011 to Present  Commonwealth Financial Network, a broker/dealer/investment adviser – position: Registered Representative/Advisory Representative – 01/1999 to 02/2011.  M.C. Weiler Inc., an accounting firm– position: Accountant – 01/2001 to Present</p> <p><b>Laura Giacomakis</b> Year of Birth: 1967  <u>Business Background:</u>  New England Investment &amp; Retirement Group, Inc., an investment adviser – position: Director – 05/2007 to Present, Marketing Manager from 08/2008 to Present, Receptionist 11/2005 to 8/2008</p> <p>For Massachusetts Residents: Massachusetts General Laws Section 203A requires disclosure that information about the disciplinary history and the registration of said investment adviser and its associated person(s) may be obtained by contacting the Public Reference Branch of the Securities and Exchange Commission at (202) 942-8090 or the Massachusetts Securities Division at (617) 727-3548.”</p>	
Item 7 A, B, C	<p><u>Insurance Products.</u> Representatives may be licensed insurance agents and offer various insurance products for which they will be paid a commission, such as life, health, and accident insurance. Advisory representatives may receive customary commissions on insurance products sold. They spend less than 5% of their time offering insurance products.</p> <p><u>Registered Representatives.</u> Advisory representatives have obtained various securities licenses and are registered representatives of Purshe Kaplan Sterling Investments, a registered broker/dealer, member FINRA and SIPC. They spend approximately 25% of their time offering securities products on a commission basis with Purshe Kaplan Sterling Investments.</p> <p><u>Hedge Fund.</u> NEINV acts as Investment Manager for a hedge fund. In addition, Nick Giacomakis is a principal of Granite Investment Alternatives, LLC, the general partner for the hedge fund. The hedge fund occupies approximately 15% of his time.</p>	
Items 8 D	NEINV serves as investment manager a hedge fund where Nick Giacomakis is also a principal to the general partner to the hedge fund. The hedge fund generally invests in a combination of diverse hedge mutual funds with proven track records.	
Item 9 B, D, E	Advisory representatives have obtained various securities licenses and are	

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Item of Form (identify)	Answer
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registered representatives of Advisory representatives have obtained various securities licenses and are registered representatives of Purshe Kaplan Sterling Investments, a registered broker/dealer, member FINRA and SIPC.

Persons associated with NEINV may buy or sell securities identical to those securities purchased for clients. Therefore, they may be deemed to have an interest or position in certain securities that are also recommended and bought or sold to clients. Any such securities transactions are likely to be insignificant in relation to the market as a whole. To minimize the potential for conflict of interest, such transactions are typically executed simultaneous with client trades and allocated at average cost with client trades. NEINV and its employees will not put their interests before a client's interest or trade ahead of their clients or trade in such a way to obtain a better price for themselves than for their clients. Further, associated persons are prohibited from trading on non-public information or sharing such information. NEINV and its supervised persons strive to conduct their securities and investment advisory business in accordance with the highest ethical standards and in line with all applicable securities regulations. NEINV's Code of Ethics/Conduct establishes NEINV's expectation for business conduct. The Code requires its supervised persons to conduct their business, including personal securities transactions, in such a manner as to avoid serving their own personal interests ahead of clients, taking inappropriate advantage of their positions with NEINV, and any actual or potential conflicts of interest or any abuse of their positions of trust and responsibility. A copy of our Code will be provided to any client or prospective client free of charge upon request. Please call the Compliance Manager at 978-975-2559 to request a copy.

NEINV serves as investment manager a hedge fund where Nick Giacomakis is also a principal to the general partner to the hedge fund. The relationship between NEINV and the hedge fund may present a conflict of interest since NEINV has a financial incentive to recommend the hedge fund over other hedge funds with which NEINV has no relationship. Clients should consider NEINV's conflict of interest when considering the hedge fund. Clients should also read the hedge fund offering documents carefully before investing.

Item 10	NEINV generally requires a minimum amount of assets be deposited to an account for the purpose of obtaining asset management services. NEINV will generally require clients to deposit a minimum of \$200,000 (cash or securities) to a brokerage account in order to participate in investment advisory services offered by NEINV. However, under certain circumstances, Adviser may waive the minimum account size requirement and accept accounts less than \$200,000. Such circumstances may
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	<p>include, but not be limited to, additional assets will soon be deposited, or the client has other accounts with NEINV. Clients are advised that performance may suffer due to difficulties with diversifying smaller accounts and due to risk controls potentially being compromised. Performance of smaller accounts may vary from the performance of accounts with more dollars invested since fluctuations in the market may affect smaller accounts more. NEINV reserves the right to terminate an account that falls below the minimum portfolio size of \$200,000.</p>	
Item 12 A and B	<p>NEINV generally has authority to determine which securities and the amount of securities to be bought or sold in client accounts. NEINV typically has discretion for all client accounts, however, clients may direct NEINV to trade certain securities in their accounts, so long as the requests are in writing and the request is properly authorized, in the best interest of and for the exclusive benefit of the client. NEINV does not monitor securities transactions placed at the discretion of clients.</p> <p>NEINV places all trade instructions with TD Ameritrade Inc., member FINRA/SIPC/NFA ("TD Ameritrade"), an unaffiliated SEC-registered broker-dealer and FINRA member. TD Ameritrade offers services to independent investment advisers which include custody of securities, trade execution, clearance and settlement of transactions. TD Ameritrade has total discretion over using executing broker/dealers, however, NEINV will monitor brokerage fees for reasonableness and best price and execution. If rates are not determined to be reasonable, NEINV will contact clients.</p> <p>TD Ameritrade is authorized to utilize broker-dealers to execute orders for the purchase and sale of securities for NEINV's clients who, in its best judgment, can provide "best execution", meaning prompt and reliable execution at a reasonable competitive price. Once best execution criteria are satisfied, TD Ameritrade may consider those broker-dealers who supplement its capabilities with certain appropriate services. All services received from broker-dealers to whom commissions are paid are used collectively, to the extent practicable, to benefit all TD Ameritrade clients, including NEINV clients. As provided by the Securities Exchange Act of 1934, TD Ameritrade is permitted to cause higher commissions to be paid to broker-dealers who provide brokerage and research services than to broker-dealers who do not provide such services, if such higher commissions are deemed reasonable in relation to the value of the brokerage and research services provided. In determining the abilities of a broker-dealer, neither TD Ameritrade or NEINV will not consider client referrals or the sale of mutual fund shares.</p> <p>NEINV aggregates orders of its accounts, including accounts in which NEINV or</p>	

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	<p>its personnel may have a beneficial interest. Because of market activity, it may not be possible to obtain the same price or execution on all such trades. When this occurs, trades are allocated in a manner NEINV believes is fair and reasonable. When making this determination, NEINV takes into consideration its fiduciary duties to all of its clients, and typically involves taking an average of the price and commission. Whenever an average is used, some clients will benefit while others may be disadvantaged. Although in such instance clients will be charged the average price, NEINV will make the information regarding the actual transactions available to clients, upon the client's request.</p> <p>NEINV participates in the institutional customer program offered by TD Ameritrade Institutional. TD Ameritrade Institutional is a division of TD Ameritrade Inc., member FINRA/SIPC/NFA ("TD Ameritrade"), an unaffiliated SEC-registered broker-dealer and FINRA member. TD Ameritrade offers to independent investment advisors services which include custody of securities, trade execution, clearance and settlement of transactions. NEINV receives some benefits from TD Ameritrade through its participation in certain programs. (Please see the disclosure under Item 13.A. below.)</p> <p>With respect to its services as adviser to institutional clients such as pension/profit sharing plans and endowment funds, NEINV provides advisory services on a fully discretionary basis, subject to overall review by the fiduciaries of the client accounts. This authority is subject to specific investment restrictions and requirements of the various accounts, including a client's ability to limit the investment universe of its portfolio. There can be no assurance that NEINV will achieve its investment objective in managing client portfolios.</p> <p>ERISA establishes fiduciary responsibility and prohibited transaction rules for employee benefit plans. NEINV would be a fiduciary of a Plan with respect to that over which it exercises discretionary authority. As a fiduciary, NEINV will act with the care, skill, prudence and diligence necessary under such circumstances then prevailing.</p> <p>NEINV does not vote proxies on behalf of clients. Clients may contact the Compliance Manager NEINV, 978-975-2559 for assistance with proxy voting questions.</p> <p>NEINV will not advise or act for clients in any legal proceedings, including bankruptcies or class actions, involving securities held or previously held by or in an account or the issuers of a security.</p>	

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Item 13 A	<p>As disclosed under Item 12. above, NEINV participates in TD Ameritrade's institutional customer program and NEINV may recommend TD Ameritrade to clients for custody and brokerage services. There is no direct link between NEINV's participation in the program and the investment advice it gives to its clients, although NEINV receives economic benefits through its participation in the program that are typically not available to TD Ameritrade retail investors. These benefits include the following products and services (provided without cost or at a discount): duplicate client statements and confirmations; research related products and tools; consulting services ; access to a trading desk serving advisor participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to client accounts); the ability to have advisory fees deducted directly from client accounts; access to an electronic communications network for client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to NEINV by third party vendors. TD Ameritrade may also have paid for business consulting and professional services received by NEINV's related persons and may also pay or reimburse expenses (including travel, lodging, meals and entertainment expenses) for NEINV's personnel to attend conferences or meetings relating to the program or to TD Ameritrade's advisor custody and brokerage services generally. Some of the products and services made available by TD Ameritrade through the program may benefit NEINV but may not benefit its client accounts. These products or services may assist NEINV in managing and administering client accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help NEINV manage and further develop its business enterprise. The benefits received by NEINV or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. Clients should be aware, however, that the receipt of economic benefits by NEINV or its related persons in and of itself creates a potential conflict of interest and may indirectly influence NEINV's recommendation of TD Ameritrade for custody and brokerage services.</p>	
Item 13 B	<p>NEINV and its Advisory Representatives may enter into arrangements with individuals and/or firms ("Solicitor") whereby the Solicitor will refer clients who may be a candidate for investment advisory services offered by NEINV. In return, NEINV will agree to compensate the Solicitor for the referral. Compensation to the Solicitor is dependent on the client entering into an advisory agreement with NEINV for advisory services. Compensation to solicitor will be a percentage of NEINV's fee as agreed upon between NEINV and Solicitor. NEINV's referral</p>	

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	<p>program is in compliance with the federal regulations as set out in 17 CFR section 275.206(4)-3. The solicitation/referral fee is paid pursuant to a written agreement entered into between NEINV and the Solicitor. The Solicitor will be required to provide the client with a copy of NEINV's Form ADV Part II and a Solicitor Disclosure brochure at the time the referral is made to NEINV. Solicitor is not permitted to offer the client any investment advice on behalf of NEINV. Clients' advisory fees will not be increased as a result of compensation being Paid to the Solicitor.</p> <p><u>AdvisorDirect.</u> NEINV may also receive client referrals from TD Ameritrade through its participation in TD Ameritrade AdvisorDirect program. In addition to meeting the minimum eligibility criteria for participation in AdvisorDirect, NEINV may have been selected to participate in AdvisorDirect based on the amount and profitability to TD Ameritrade of the assets in, and trades placed for, client accounts maintained with TD Ameritrade. TD Ameritrade is a discount broker-dealer independent of and unaffiliated with NEINV and there is no employee or agency relationship between them. TD Ameritrade has established AdvisorDirect as a means of referring its brokerage customers and other investors seeking fee-based personal investment management services or financial planning services to independent investment advisers. TD Ameritrade does not supervise NEINV and has no responsibility for NEINV's management of client portfolios or NEINV's other advice or services. NEINV pays TD Ameritrade an on-going fee for each successful client referral. This fee paid to TD Ameritrade is usually a percentage not to exceed 25% of the advisory fee that the client pays to NEINV ("TD Solicitation Fee"). NEINV will also pay TD Ameritrade the TD Solicitation Fee on any advisory fees received by NEINV from any of a referred client's family members, including a spouse, child or any other immediate family member who resides with the referred client and hired NEINV on the recommendation of such referred client. NEINV will not charge clients referred through AdvisorDirect any fees or costs higher than its standard fee schedule offered to its clients or otherwise pass TD Solicitation Fees paid to TD Ameritrade to its clients. For information regarding additional or other fees paid directly or indirectly to TD Ameritrade, please refer to the TD Ameritrade AdvisorDirect Disclosure and Acknowledgement Form.</p> <p>NEINV's participation in AdvisorDirect raises potential conflicts of interest. TD Ameritrade will most likely refer clients through AdvisorDirect to investment advisers that encourage their clients to custody their assets at TD Ameritrade and whose client accounts are profitable to TD Ameritrade. Consequently, in order to obtain client referrals from TD Ameritrade, NEINV may have an incentive to recommend to clients that the assets under management with NEINV be held in</p>

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	<p>custody with TD Ameritrade and to place transactions for client accounts with TD Ameritrade. In addition, NEINV has agreed not to solicit clients referred to it through AdvisorDirect to transfer their accounts from TD Ameritrade or to establish brokerage or custody accounts at other custodians, except when its fiduciary duties require doing so. NEINV's participation in AdvisorDirect does not diminish its duty to seek best execution of trades for client accounts.</p> <p><u>TD Institutional Program.</u> NEINV participates in TD Ameritrade's institutional customer program and NEINV may recommend TD Ameritrade to Clients for custody and brokerage services. There is no direct link between NEINV's participation in the program and the investment advice it gives to its Clients, although NEINV receives economic benefits through its participation in the program that are typically not available to TD Ameritrade retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate Client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving NEINV participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to Client accounts); the ability to have advisory fees deducted directly from Client accounts; access to an electronic communications network for Client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to NEINV by third party vendors. TD Ameritrade may also have paid for business consulting and professional services received by NEINV's related persons. Some of the products and services made available by TD Ameritrade through the program may benefit NEINV but may not benefit its Client accounts. These products or services may assist NEINV in managing and administering Client accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help NEINV manage and further develop its business enterprise. The benefits received by NEINV or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. As part of its fiduciary duties to clients, NEINV endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by NEINV or its related persons in and of itself creates a potential conflict of interest and may indirectly influence the NEINV choice of TD Ameritrade for custody and brokerage services.</p> <p>Advisor also receives from TD Ameritrade certain additional economic benefits ("Additional Services") that may or may not be offered to any other independent investment Advisors participating in the program. Specifically, the Additional</p>	

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	<p>Services include database management programs and/or other electronic capabilities used to manage client accounts. TD Ameritrade provides the Additional Services to NEINV in its sole discretion and at its own expense, and Advisor does not pay any fees to TD Ameritrade for the Additional Services. Advisor and TD Ameritrade have entered into a separate agreement (“Additional Services Addendum”) to govern the terms of the provision of the Additional Services. NEINV’s receipt of Additional Services raises potential conflicts of interest. In providing Additional Services to NEINV, TD Ameritrade most likely considers the amount and profitability to TD Ameritrade of the assets in, and trades placed for, NEINV’s Client accounts maintained with TD Ameritrade. TD Ameritrade has the right to terminate the Additional Services Addendum with NEINV, in its sole discretion, provided certain conditions are met. Consequently, in order to continue to obtain the Additional Services from TD Ameritrade, NEINV may have an incentive to recommend to its Clients that the assets under management by NEINV be held in custody with TD Ameritrade and to place transactions for Client accounts with TD Ameritrade. NEINV’s receipt of Additional Services does not diminish its duty to act in the best interests of its Clients, including to seek best execution of trades for Client accounts.</p>	

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