

**SIGNATOR INVESTORS, INC.**  
**Member FINRA, SIPC**  
**A Registered Investment Adviser**

**Portfolio by Design**

**Wrap Fee Program Brochure**  
**Form ADV Part 2A, Appendix 1**  
**May 31, 2012**

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This wrap fee program brochure provides information about the qualifications and business practices of Signator Investors, Inc. If you have any questions about the contents of this brochure, please contact us at 1-888-333-3087. 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.

Signator Investors, Inc. is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provides you with information about which you determine to hire or retain an Adviser.

Additional information about Signator Investors, Inc. also is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

## **Item 2 – Summary of Material Changes**

There have been no material changes since Signator Investors, Inc.'s annual update in March 2012.

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## **Item 4 - Services, Fees & Compensation**

### **Introduction**

Signator Investors, Inc. ("SII") is a Registered Investment Adviser registered with the Securities & Exchange Commission ("SEC") under the Investment Advisers Act of 1940.

SII, through its affiliated Investment Advisor Representatives ("IARs"), provides a variety of services designed to meet the needs of retail individual and corporate clients. This brochure contains information about Portfolio by Design ("PBD"), a wrap fee program sponsored by SII. SII also sponsors John Hancock Portfolio Solutions, another wrap fee program. The Strategic Portfolio Solutions, another wrap fee program is closed to new clients. Please contact SII, or your IAR to obtain more information on John Hancock Portfolio Solutions and Strategic Portfolio Solutions.

SII is also a registered broker-dealer and Financial Industry Regulatory Authority ("FINRA") member offering mutual funds, unit investment trusts, variable contracts, limited partnerships and general securities. Its revenue is primarily derived from commissions and fees earned as a result of the sales and services of these products. Each IAR affiliated with SII must be a FINRA registered representative and be appointed as an insurance agent or insurance broker with John Hancock Life Insurance Company, (U.S.A.) and/or John Hancock Life Insurance Company of New York. As registered representatives and insurance agents or brokers, they are compensated on the sale of investment and insurance products on a commission basis.

To offer PBD, IARs must be approved in the Managed Account Program within the Corporate RIA Program. They must have passed the Series 6 or 7 examination and meet all state requirements to act as an IAR. SII also requires IARs to complete specific internal and industry training programs.

### **Services, Fees & Compensation Overview**

IARs of SII will provide advice to clients for the Portfolio by Design ("PBD") program, a mutual fund, unified managed account and separate account wrap fee program. The Registered Investment Adviser of the PBD program is Envestnet Portfolio Solutions, Inc. ("Envestnet Portfolio Solutions"). The investment manager is Envestnet Portfolio Solutions. Envestnet Portfolio Solutions is located at 75 State Street, 6<sup>th</sup> Floor, Boston, MA 02110. Envestnet Portfolio Solutions' Form ADV Part 2A is given to clients and prospective clients of the PBD program and contains specific details about Envestnet Portfolio Solutions and its investment advisory qualifications and services.

Through the PBD program, SII IARs may offer five products:

- PBD Premier Manager ("Premier Manager")
- PBD Premier Advisor ("Premier Advisor")
- PBD Premier Manager Income Portfolios
- Unified Managed Account ("UMA")
- ActivePassive Portfolios

SII also provides investment advisory services on PBD Premier Select and PBD Focus wrap accounts. Currently, the PBD Premier Select and PBD Focus programs are closed to new clients.

There is no guarantee that the advisory services offered under the PBD program will result in the clients' goals and objectives being met. Nor is there any guarantee of profit or protection from loss. No assumption can be made that any wrap fee arrangement or portfolio management service of any nature will provide a better return than other investment vehicles.

Signator Investors, Inc. charges an annual service fee (the "Program Fee") equal to a percentage of the assets invested in the clients account. The Program Fee includes the "Sponsor Fee", the "Service Fee" as well as the "Advisory Fee". The sponsor fee is the compensation paid to SII for services provided to the client's account and is not negotiable. The Service Fee is the compensation paid to Envestnet Portfolio Solutions for services provided to the client's account and is not negotiable. The Advisory Fee is the compensation that is paid to the IAR and is negotiable. The Program Fee is based on the investment option(s) being used to manage the client's account. The program fee includes fees for investment management, clearing and custody.

SII and Envestnet Portfolio Solutions each retain a portion of the Program Fee as compensation for services provided to the client's account. Signator Investors or Envestnet Portfolio Solutions may, in their sole discretion, pay all or a portion of their portion of the Program Fee to another party involved in providing services to the client's account. The Program Fee may be reduced down to the Sponsor Fee and Service Fee. Should IARs opt to charge only the Sponsor Fee, he/she will forgo his/her compensation.

Program Fees are generally billed quarterly, in advance, based on the average daily balance of the account during the prior quarter. Program Fees are debited from the account at the start of each quarter. All unused, pre-paid program fees will be credited (refunded) to the Client's account in the event of termination of this Agreement and/or account closing. The Client account will only be charged for the actual days the account was managed. Program Fees are automatically deducted from the assets in the client's program unless other arrangements have been made.

Upon establishment of the account, the Program Fee will be charged in the month following the account opening. This Program Fee will be pro-rated for the number of days during the first month the account was managed plus the remainder of days in the current quarter. The client account will only be charged for the actual days the account was managed. The program does not charge set-up fees.

Additional nominal regulatory fees may be assessed on certain securities transactions.

All investments in mutual funds are subject to the terms of each of the applicable prospectuses, including associated fees and underlying mutual fund expenses as fully described in the prospectus. All clients will be advised that SII's fees and Envestnet Portfolio Solutions' fees are in addition to fees charged by the mutual funds and exchange-traded funds ("ETFs") in their portfolio. 12b-1 fees are paid on certain offered mutual funds. SII retains the 12b-1 fee payments in non-retirement accounts while 12b-1 payments in retirement accounts are passed through to the accounts. There is no explicit incentive for SII IARs to choose mutual funds that pay 12b-1 fees over mutual funds that do not charge 12b-1 fees.

The PBD program may cost the client more or less than if the client paid separately for the individual services included in the program.

The IAR recommending the program to the client receives compensation as a result of the client's participation in the program, and the amount of such compensation may be more than what the IAR would recommend if the client participated in other programs of SII or paid separately for investment advice, brokerage and other services, and the IAR may therefore have a financial incentive to recommend the program over other programs or services.

For specific information regarding the available products offered through the PBD program and the associated fees, please see below.

#### Premier Manager

Premier Manager is an Envestnet Portfolio Solutions model driven mutual fund program that allows the client to invest in a broad range of funds from National Financial Services. This program is managed by Envestnet Portfolio Solutions. Therefore, Envestnet Portfolio Solutions is granted investment discretion and will continuously monitor each client portfolio. When deemed appropriate, Envestnet Portfolio Solutions will make changes in both asset class allocations and specific investment selections. Envestnet Portfolio Solutions will also periodically rebalance the portfolios.

In the Premier Manager program the client provides the IAR with information regarding investment objectives, investment time horizon, risk tolerance and other relevant information. The IAR then inputs this information into Envestnet Portfolio Solutions' proprietary investment allocation system, which in turn provides the client and the IAR with investment options that have been determined to be appropriate choices for the client based on the information provided by the client. To make this determination, Envestnet Portfolio Solutions' investment team evaluates and selects available investments. After the initial investment selections have been elected, the IAR meets with the client no less than annually to discuss any changes in the client's financial situation which may affect the client's investment selections.

Please see below for the Premier Manager Program Fee Schedule

#### **Premier Manager – Mutual Funds**

<b>Market Value</b>	<b>Maximum Annual Program Fee</b>
\$0-\$300,000	2.00%
\$300,000.01 - \$600,000	2.00%
\$600,000.01 - \$1,000,000	2.00%
\$1,000,000.01 - \$3,000,000	2.00%
Over \$3,000,000	2.00%

Premier Manager accounts are subject to a \$125.00 minimum quarterly fee.

#### Premier Advisor

Premier Advisor is an IAR directed mutual fund and separately managed account program. Like Premier Manager, Premier Advisor offers a broad selection of funds from National Financial Services as well as a wide variety of separately managed account

strategies. Within the Premier Advisor there are 2 programs: Mutual Fund Wrap Program and Separately Managed Account Program.

In the Premier Advisor program, the client provides the IAR with information regarding investment objectives, financial needs, investment time horizon, risk tolerance and other relevant information. The IAR then inputs this information into a proprietary Envestnet Portfolio Solutions' investment allocation system, which in turn provides the client and the IAR with a number of proposed investment options. The IAR may select from an approved list, which mutual funds, ETFs or investment managers are elected for the client's portfolio. These recommendations must coincide with the client's risk tolerance parameters and the proposed asset allocation provided by Envestnet Portfolio Solutions. However, the client retains full discretion and must authorize any recommendations presented by the IAR prior to implementation. The client may accept or decline the recommendations. If the recommendations are accepted by the client, the IAR will provide instructions and Envestnet Portfolio Solutions will implement the client-approved recommendations. In the event that a client's account requires rebalancing, the IAR will discuss the necessary changes with client prior to rebalancing the account.

After the initial investment selections have been elected, the IAR meets with the client no less than annually to discuss any changes in the client's financial situation which may affect the client's investment selections.

Please see below for the Premier Advisor Program Fee Schedule

#### **Premier Advisor – Mutual Funds & General Securities**

<b>Market Value</b>	<b>Maximum Annual Program Fee</b>
Less than \$300,000	2.00%
\$300,000 - \$599,999	2.00%
\$600,000 - \$999,999	2.00%
\$1,000,000 - \$2,999,999	2.00%
\$3,000,000 and greater	2.00%

Equity transactions that are not part of a separately managed account will be charged \$30 per transaction.

#### **Premier Advisor – Equity and Balanced Separate Accounts**

<b>Market Value</b>	<b>Maximum Annual Program Fee</b>
\$300,000	3.00%
\$300,000.01 - \$600,000	3.00%
\$600,000.01 - \$1,000,000	3.00%
\$1,000,000.01 - \$3,000,000	3.00%
Over \$3,000,000	3.00%

#### **Premier Advisor – Fixed Income Separate Accounts**

<b>Market Value</b>	<b>Maximum Annual Program Fee</b>
\$300,000	2.50%
\$300,000.01 - \$600,000	2.50%
\$600,000.01 - \$1,000,000	2.50%
\$1,000,000.01 - \$3,000,000	2.50%
Over \$3,000,000	2.50%

### UMA

The UMA program allows the client to participate in an Envestnet Portfolio Solutions model driven investment program which can consist of separately managed accounts, mutual funds and exchange traded funds. The UMA models are constructed by Envestnet Portfolio Solutions and investment discretion is granted to Envestnet Portfolio Solutions. Additionally, Envestnet Portfolio Solutions' in-house overlay portfolio management team supervises and aggregates the investment decisions of the multiple managers.

In the UMA program, the client provides the IAR with information regarding investment objectives, investment time horizon, risk tolerance and other relevant information. The IAR then inputs this information into Envestnet Portfolio Solutions' proprietary investment allocation system, which in turn provides the client and the IAR with investment options that have been determined to be appropriate choices for the client based on the information provided by the client. To make this determination, the Envestnet Portfolio Solutions investment team evaluates and selects available investments. The IAR then discusses the various options provided by Envestnet Portfolio Solutions with the client to determine the best investment option for the client. After the initial investment selections have been elected, the IAR meets with the client no less than annually to discuss any changes in the client's financial situation which may affect the client's investment selections.

Please see below for the UMA Program Fee Schedule

<b>UMA</b>	
<b>Market Value</b>	<b>Maximum Annual Program Fee</b>
\$0-\$2,000,000	2.50%
Over \$2,000,000	2.50%

UMA program accounts are subject to a \$125.00 minimum quarterly fee.

### ActivePassive Portfolios

The ActivePassive Portfolios are Envestnet Portfolio Solutions models that combine passively managed investments with actively managed mutual funds. The portfolios consist of mutual funds and ETFs. For this program, Envestnet Portfolio Solutions is the manager and monitors the investment manager selections and asset allocations. Envestnet Portfolio Solutions is granted investment discretion which allows Envestnet Portfolio Solutions to make manager selection changes and rebalance the portfolios when necessary.

In the ActivePassive Portfolios program the client provides the IAR with information regarding investment objectives, investment time horizon, risk tolerance and other relevant information. The IAR then inputs this information into Envestnet Portfolio Solutions' proprietary investment allocation system, which in turn provides the client and the IAR with investment options that have been determined to be appropriate choices for the client based on the information provided by the client. To make this determination, the Envestnet Portfolio Solutions investment team evaluates and selects available investments. After the initial investment selections have been elected, the IAR meets



with the client no less than annually to discuss any changes in the client's financial situation which may affect the client's investment selections.

Please see below for the ActivePassive Portfolios Program Fee Schedule.

**ActivePassive Portfolios**

<b>Market Value</b>	<b>Maximum Annual Program Fee</b>
\$0-\$2,000,000	2.00%
Over \$2,000,000	2.00%

ActivePassive Portfolio program accounts are subject to a \$125.00 minimum quarterly fee.

**Income Portfolios**

Like the ActivePassive Portfolios, the Income Portfolios program is an Envestnet Portfolio Solutions model driven mutual fund program. However, unlike the ActivePassive Portfolios program, the Income Portfolios is made up solely of mutual funds. Envestnet Portfolio Solutions is the manager and is granted investment discretion for this program. Envestnet Portfolio Solutions monitors the account's manager selections and asset allocation. When necessary, Envestnet Portfolio Solutions will make manager selection changes and rebalance the portfolios.

In the Income Portfolios program, the client provides the IAR with information regarding investment objectives, investment time horizon, risk tolerance and other relevant information. The IAR then inputs this information into Envestnet Portfolio Solutions' proprietary investment allocation system, which in turn provides the client and the IAR with investment options that have been determined to be appropriate choices for the client based on the information provided by the client. To make this determination, the Envestnet Portfolio Solutions investment team evaluates and selects available investments. After the initial investment selections have been elected, the IAR meets with the client no less than annually to discuss any changes in the client's financial situation which may affect the client's investment selections.

Please see below for the Income Portfolio Program Fee Schedule.

**Income Portfolios**

<b>Market Value</b>	<b>Maximum Annual Program Fee</b>
\$0-\$300,000	2.00%
\$300,000.01 - \$600,000	2.00%
\$600,000.01 - \$1,000,000	2.00%
\$1,000,000.01 - \$3,000,000	2.00%
Over \$3,000,000	2.00%

Income Portfolios program accounts are subject to a \$125.00 minimum quarterly fee.

### **Item 5 – Account Requirements and Types of Clients**

Signator Investors, Inc. (“SII”) offers investment advisory services to individuals, pensions and profit sharing plans, trusts, estates, non-profit organizations, corporations, partnerships and other types of business entities.

#### **Requirements for Opening & Maintaining an Account**

To open an account, clients must complete an investor profile questionnaire. The questionnaire assists the IARs and/or the third-party asset management firms in determining the investment allocation for the portfolio. Additionally, clients must meet the minimum investment amount for the specific managed account program they select. Below please find a table which lists the account minimums for the Portfolio by Design programs offered through SII.

#### **Minimum Investment Amount**

Exceptions to the account minimums listed may be made at the discretion of SII.

<b>Program Name</b>	<b>Product Name</b>	<b>Account Minimum</b>
Portfolio by Design	Portfolio by Design Premier Advisor <ul style="list-style-type: none"><li>• Separately Managed Account Program</li><li>• Mutual Fund Wrap Program</li></ul>	<b>Mutual Fund Wrap Program: \$100,000</b>  <b>SMA Program: Minimums are determined by the individual Investment Managers</b>
	Portfolio by Design Premier Manager <ul style="list-style-type: none"><li>• Income Portfolios</li><li>• Mutual Fund Wrap Program</li></ul>	<b>Income Portfolios: \$100,000</b>  <b>Mutual Fund Wrap Program: \$25,000</b>
	Unified Managed Account Portfolios	<b>\$250,000</b>
	ActivePassive Portfolios ®	<b>\$100,000</b>

### **Item 6 – Portfolio Manager Selection and Evaluation**

Envestnet Portfolio Solutions is responsible for the evaluation, selection and ongoing monitoring of the investment firms available in the PBD program. Please see the Envestnet Portfolio Solutions ADV Part 2A for more information about how Envestnet Portfolio Solutions selects and evaluates portfolio managers.

### **Item 7 – Client Information Provided to Portfolio Managers**

The portfolio managers selected by Envestnet Portfolio Solutions are provided the necessary information to construct a portfolio appropriate for the client. This information includes the client’s selected asset allocation and any investment restrictions requested by the client.

### **Item 8 – Client Contact with Portfolio Managers**

Clients invested in the PBD program may not directly contact or consult with the Envestnet Portfolio Solutions portfolio managers. Any questions or issues regarding the client’s account or the investments selected for the client’s portfolio should be directed to

SII. SII will work with Envestnet Portfolio Solutions to resolve any matters that may arise.

## **Item 9 - Additional Information**

### **Principals of the Firm**

The following brief biographical information describes personnel at SII who are either principal executive officers of SII, or a person with similar status or performing similar functions with regard to the investment advisory program specified in this brochure.

**Christopher Maryanopolis**, born in 1964, is President, CEO and Chief Operating Officer of SII. He holds a BA from SUNY at StonyBrook University of StonyBrook, New York and a Masters of Business Administration from Fordham University of New York, New York.

**Thomas J. Horack**, born in 1953, is Chief Compliance Officer of SII. He holds a BS from Babson College, Wellesley, Massachusetts.

### **Disciplinary Information**

During the preceding ten (10) years, SII has had one (1) material disciplinary event:

- On October 22, 2003, FINRA filed a complaint against SII for violations of its rules. Specifically, FINRA sanctioned SII for failure to establish adequate written supervisory procedures regarding the processing of certain mutual fund and variable life insurance business. SII was fined \$35,000 which was paid on or around November 10, 2003.

### **Other Financial Activity and Affiliations**

The Portfolio by Design program includes an approved list of Investment Managers as well as strategies managed by Manulife Asset Management (US) LLC, an affiliate of Signator Investors, Inc. The program also offers certain affiliated mutual funds. There is no explicit incentive for an SII IAR to recommend an affiliated Investment Manager or affiliated mutual fund over another Investment Manager or other offered mutual funds.

SII is a registered investment adviser with the SEC. SII is also a broker-dealer registered with the FINRA, the SEC and various states. As a broker-dealer, SII transacts business in mutual funds, stocks, bonds, options, variable annuities, unit investment trusts, limited partnerships and variable life insurance. SII has its clearing relationship with National Financial Services, LLC. SII is licensed to operate in all 50 states plus the District of Columbia and Puerto Rico. John Hancock Financial Network, Inc. wholly owns Signator Investors, Inc.

### **Related Parties**

Manulife Asset Management (US) LLC  
101 Huntington Avenue  
Boston, MA 02199

John Hancock Investment Management Services, LLC  
601 Congress Street, 11<sup>th</sup> Floor  
Boston, MA 02210-2805

Hancock Capital Investment Management, LLC  
197 Clarendon Street, C-2-03  
Boston, MA 02116

John Hancock Distributors LLC  
197 Clarendon Street  
Boston, MA 02117

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

SII is responsible for ensuring compliance with Rule 204A-1 of the Advisers Act, which requires a registered investment adviser to establish, maintain and enforce a written code of ethics. Consistent with this obligation, SII has adopted a Code of Ethics that, at a minimum, seeks to promote compliance with fiduciary standards and the means to address conflicts of interest arising from the personal securities transactions of its employees and its IARs. The Code of Ethics describes the standards of conduct that is expected of its employees and IARs. A copy of SII's Code of Ethics is available to clients upon request.

### **Review of Accounts**

SII reviews a sample of its managed client accounts on a quarterly basis. The managed client accounts are reviewed to proactively identify any potential account irregularities.

To conduct its review of accounts, SII selects a sample of accounts and acquires specific account information and documentation that is examined during the review. After the review is completed the Director of Due Diligence creates and distributes a report of findings to various member of the SII management team. Findings are reviewed and addressed to make certain that issues are addressed in a timely manner. These reports are not issued to the respective account owners. If SII becomes aware of a matter that requires the client's attention in order to resolve, SII will promptly notify the client.

### **Client Referrals and Other Compensation**

SII IARs receive client referrals for advisory services. Each client receives a solicitor fee disclosure document that outlines the referral arrangement and any compensation to the individual making the referral.

### **Financial Information**

This item is not applicable to SII.