

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

**Strategic Portfolio Solutions**

**Wrap Fee Brochure**  
**Form ADV Part 2A, Appendix 3**  
**March 28, 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 made in March 2011.

### **Item 3 - Table of Contents**

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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 Strategic Portfolio Solutions ("SPS"), a wrap fee program sponsored by SII that is currently closed to new clients. SII also sponsors Portfolio by Design and John Hancock Portfolio Solutions, other wrap fee programs. Please contact SII, or your IAR to obtain more information on Portfolio by Design and John Hancock 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 SPS, 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 for solicitation 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 on the Strategic Portfolio Solutions ("SPS") program, a mutual fund, separate account, and multi-manager separate account wrap fee program. The third-party asset manager of the SPS program is Envestnet Asset Management, Inc. ("Envestnet"), 35 E. Wacker Drive, Suite 2400, Chicago, IL 60601. Envestnet's Form ADV Part 2A is given to clients and prospective clients of the SPS program and contains specific details about Envestnet and its investment advisory qualifications and services.

The SPS program offered three products:

- Separate Account Solutions
- The SIGMA™ Mutual Fund Solutions
- The SIGMA™ Multi Manager Account Solutions
- SPS Adviser Solutions Program

**Currently, the SPS program is closed to new clients.**

There is no guarantee that the advisory services offered under the SPS 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.

SII 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 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. SII and Envestnet each retain a portion of the Program Fee as compensation for services provided to the client's account. SII or Envestnet 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 discounted, 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 billed in advanced based on the average daily balance calculated on the last business day of the previous calendar 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 the investment advisory agreement and/or account closing. The client account will only be charged for the actual days the account was managed.

Upon the establishment of an account, the initial fee is calculated and debited on the day after initial assets are placed in the program, for the first quarter or part thereof. If an account is opened during the last month of the calendar quarter, the fees assessed will include fees for the remaining days in the quarter plus fees for the next calendar quarter. The program does not charge set-up fees. Additional one-time investments of \$10,000 or more will cause the fee to be recalculated and pro-rated as of the day of the additional investment and will be billed in advance based on fair market value calculated on the last business day of the previous calendar quarter.

All investments in mutual funds are subject to the terms of each of the applicable prospectuses, including associated fees and underlying mutual fund expenses. Clients will be advised that SII's fees and Envestnet's fees are in addition to fees charged by the mutual funds 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 SPS 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. The amount of such compensation may be more than what the IAR would receive 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 SPS program and the associated fees please see below.

#### Separate Account Solutions

Through the Separate Account Solutions program, clients have access to Envestnet's approved list of Investment Managers as well as several strategies managed by affiliates of SII. In the Separate Account Solutions program, the client will work with the IAR to select managers and investment strategies. After the client fills out an investor profile questionnaire, the IAR utilizes Envestnet's technology to analyze the client information and recommend an appropriate strategy based on the client's needs and objectives, investment time horizon, risk tolerance and other pertinent factors. Envestnet's research team uses a number of analytical tools and software applications in developing its asset allocation strategies. Among factors considered in designing these strategies are historical rates of risk and return for various asset classes,

correlation across asset classes and risk premiums. Envestnet will then propose an overall strategy that includes asset allocation and investment style recommendations. Envestnet will also provide Separate Account Manager recommendations, however the IAR may recommend an alternative Separate Account Manager for a client from an approved Envestnet list.

The Separate Account Solutions program includes Envestnet's approved list of Investment Managers as well as several strategies managed by affiliates of SII. There is no incentive for an SII IAR to choose an affiliated Investment Manager over another Investment Manager on the list. With the Separate Account Solutions program, in some instances mutual funds may be substituted for separately managed accounts when warranted. SII may request that Envestnet add additional separate account managers as available managers that will not be held to Envestnet's initial due diligence standards, but meet SII's internal criteria.

After the initial investment selections have been selected, the IAR and the client will meet no less than annually to review the performance of the account and to review the original Statement of Investment Strategy. The IAR will review the client's asset allocation periodically to determine whether rebalancing is necessary. From time to time, the IAR may also make specific separate account manager recommendations. The client retains investment discretion and may accept these recommendations or decline to implement the recommendations.

For assets invested in the Separate Account Solutions program, the maximum allowable program fee is 3.0% for equity and balanced strategies and 2.50% for fixed income strategies and mutual funds. In the Separate Account Solutions program, for fixed income separately managed accounts and mutual funds a minimum annual platform fee of \$200 will be applied to accounts less than \$100,000 and a minimum annual custody fee of \$375 will be applied to accounts less than \$250,000. For equity and balanced separately managed accounts within the Separate Account Solutions program a minimum annual platform fee of \$250 will be applied to accounts less than \$100,000. A minimum annual custody fee of \$425 will be applied to all accounts less than \$170,000.

The Separate Account Solutions platform fee includes program fees, and clearing and custody costs. Where the Separate Account Manager is an affiliated Investment Manager, the Separate Account investment management fee is paid to the affiliate of Signator Investors.

#### *The SIGMA™ Mutual Fund Solutions*

Envestnet manages the SIGMA™ Mutual Fund Solutions Portfolios and offers individual clients actively managed portfolios comprised of mutual funds. Envestnet is the portfolio manager and chooses the mutual funds available to suit the investment needs of the client. Envestnet is granted investment discretion and will continuously monitor each client's portfolio. When appropriate, Envestnet will make changes in both asset class allocations and specific fund selections. Envestnet will also periodically rebalance the portfolios.

After the client fills out an investor profile questionnaire, the IAR utilizes Envestnet's technology to analyze the client information and recommending an appropriate strategy based on the client's needs and objectives, investment time horizon, risk tolerance and other pertinent factors. For clients participating in The SIGMA™ Mutual Fund Solutions program, Envestnet will recommend a proposed asset allocation and corresponding individual asset managers and investment vehicles. Envestnet's research team uses a number of analytical tools and software applications in developing its asset allocation strategies. Among factors considered in designing these strategies are historical rates of risk and return for various asset classes, correlation across asset classes and risk premiums. Envestnet will then propose an overall strategy that includes asset allocation and investment style recommendations.

After the initial investment selections have been selected, the IAR and the client will meet no less than annually to review the performance of the account and to review the original Statement of Investment Strategy. The IAR will review the client's asset allocation periodically to determine whether rebalancing is necessary. From time to time, the IAR may also make specific separate account manager recommendations. The client retains investment discretion and may accept these recommendations or decline to implement the recommendations.

The maximum allowable for those assets invested in the SIGMA™ Mutual Fund Solutions program is 2.00%. A minimum annual platform fee of \$115 will be applied to accounts with a market value of less than \$50,000. Underlying mutual fund fees may also apply.

#### *The SIGMA™ Multi Manager Account*

The SIGMA™ Multi Manager Account Solutions combines the investment expertise of two or more asset managers into a single portfolio. Envestnet is the overlay portfolio manager and is granted investment discretion. Envestnet manages the asset allocation trading within the portfolio and account rebalancing.

After the client fills out an investor profile questionnaire, the IAR utilizes Envestnet's technology to analyze the client information and recommending an appropriate strategy based on the client's needs and objectives, investment time horizon, risk tolerance and other pertinent factors. For clients participating in the SIGMA™ Multi-Manager Account program, Envestnet will recommend a proposed asset allocation and corresponding individual asset managers and investment vehicles. Envestnet's research team uses a number of analytical tools and software applications in developing its asset allocation strategies. Among factors considered in designing these strategies are historical rates of risk and return for various asset classes, correlation across asset classes and risk premiums. Envestnet will then propose an overall strategy that includes asset allocation and investment style recommendations.

After the initial investment selections have been selected, the IAR and the client will meet no less than annually to review the performance of the account and to review the original Statement of Investment Strategy. The IAR will review the client's asset allocation periodically to determine whether rebalancing is necessary. From time to time, the IAR may also make specific separate account manager recommendations. The client retains investment discretion and may accept these recommendations or decline to implement the recommendations.

For assets invested in the SIGMA™ Multi-Manager Account program, the maximum allowable program fee is 3.00%. In the SIGMA Multi-Manager Account program, a minimum annual custody fee of \$525 will be applied to accounts less than \$175,000. The SIGMA™ Multi-Manager Account platform fee includes fees for investment management, program fees, custody and clearing, and overlay management custody and clearing fees.

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

SII is a registered investment adviser offering investment advice to individuals, pension and profit-sharing plans, trusts, estates or charitable organizations and corporations or other 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 programs 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 Strategic Portfolio Solutions programs offered through SII.

### **Minimum Investment Amount**

<b>Program Name</b>	<b>Product Name</b>	<b>Account Minimum</b>
Strategic Portfolio Solutions	Strategic Portfolio Solutions Program - Separate Account Solutions	<b>Product minimum: \$200,000 (you must invest at least \$100,000 into each separate account)</b>
	Strategic Portfolio Solutions Program - SIGMA™ Mutual Fund Solution	<b>\$50,000</b>
	Strategic Portfolio Solutions Program - SIGMA™ Multi Managed Account	<b>\$250,000</b>

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

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

For programs where Envestnet has discretion, Envestnet is responsible for the evaluation, selection and ongoing monitoring of the investment firms available in the Strategic Portfolio Solutions program. SII has requested that certain affiliated investment firms' strategies be included in the Separate Account Solutions program. In instances where affiliated firms have been included in the program, they have been included as an available manager.. SII will monitor the due diligence reports and if necessary make changes to the availability of such firms and strategies.

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

The portfolio managers selected by Envestnet 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 participating in the SPS program may not directly contact or consult with the Envestnet 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 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 Strategic Portfolio Solutions 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.

**Other 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.