

Disclosure Brochure

February 21, 2012

TABR Capital Management, LLC

a Registered Investment Adviser

500 N. State College Blvd., Suite 1320
Orange, CA 92868

(714) 704-9180

www.tabr.net

This brochure provides information about the qualifications and business practices of TABR Capital Management, LLC (hereinafter "TABR"). If you have any questions about the contents of this brochure, please contact Robert Kargenian at (714) 704-9180. 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. Additional information about TABR Capital Management, LLC is available on the SEC's website at www.adviserinfo.sec.gov.

TABR Capital Management, LLC is an SEC registered investment adviser. Registration does not imply any level of skill or training.

Item 2. Material Changes

This Item discusses only the material changes that have occurred since TABR's last annual update dated March 15, 2011. TABR does not have any material changes to disclose in this Item.

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Supervised Person Brochure Supplements

Item 4. Advisory Business

TABR is an investment adviser offering financial planning, consulting, and investment management services. Prior to engaging TABR to provide any of the foregoing investment advisory services, the client is required to enter into one or more written agreements with TABR setting forth the terms and conditions under which TABR renders its services (collectively the "*Agreement*"). Neither TABR nor the client may assign the *Agreement* without the consent of the other party. A transaction that does not result in a change of actual control or management of TABR is not considered an assignment.

TABR has been in business since February 2004. Robert Kargenian and Steven Medland are the primary owners.

As of December 31, 2011, TABR has \$159,914,776 of discretionary assets under management.

This disclosure brochure describes TABR's business. Certain sections will also describe the activities of *Supervised Persons*. *Supervised Persons* are any of TABR's officers, partners, directors (or other persons occupying a similar status or performing similar functions), or employees, or any other person who provides investment advice on TABR's behalf and is subject to TABR's supervision or control.

Financial Planning and Consulting Services

TABR may provide its clients with a broad range of comprehensive financial planning and consulting services (which may include tax-related and other non-investment related matters). These services include retirement planning, education planning, estate planning, taxes and insurance. TABR does not have an estate planning attorney, CPA or insurance agent on staff, but does work closely with other professionals on behalf of its clients..

In performing its services, TABR is not required to verify any information received from the client or from the client's other professionals (e.g., attorney, accountant, etc.) and is expressly authorized to rely on such information. TABR may recommend the services of itself, and/or other professionals to implement its recommendations. Clients are advised that a conflict of interest exists if TABR recommends its own services. The client is under no obligation to act upon any of the recommendations made by TABR under a financial planning or consulting engagement or to engage the services of any such recommended professional, including TABR itself. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any of TABR's recommendations. Clients are advised that it remains their responsibility to promptly notify TABR if there is ever any change in their financial situation or investment objectives for the purpose of reviewing, evaluating, or revising TABR's previous recommendations and/or services.

Investment Management and Wealth Management Services

Clients can engage TABR to manage all or a portion of their assets on a discretionary or non-discretionary basis. In addition, TABR may provide clients with wealth management services which may include a broad range of comprehensive financial planning and consulting services as well as discretionary and/or non-discretionary management of investment portfolios.

TABR primarily allocates clients' investment management assets among mutual funds and exchange-traded funds ("ETFs") in accordance with the investment objectives of the client. TABR also provides advice about any type of investment held in clients' portfolios.

TABR also may render non-discretionary investment management services to clients relative to variable life/annuity products that they may own, their individual employer-sponsored retirement plans, and/or 529 plans or other products that may not be held by the client's primary custodian. In so doing, TABR either directs or recommends the allocation of client assets among the various investment options that are available with the product. Client assets are maintained at the specific insurance company or custodian designated by the product.

TABR tailors its advisory services to the individual needs of clients. TABR consults with clients initially and on an ongoing basis to determine risk tolerance, time horizon and other factors that may impact the clients' investment needs. TABR ensures that clients' investments are suitable for their investment needs, goals, objectives and risk tolerance.

Clients are advised to promptly notify TABR if there are changes in their financial situation or investment objectives or if they wish to impose any reasonable restrictions upon TABR's management services.

Additions and Withdrawals to Accounts

Clients may make additions to and withdrawals from their account at any time, subject to TABR's right to terminate an account. Clients may withdraw account assets on notice to TABR, subject to the usual and customary securities settlement procedures. However, TABR designs its portfolios as long-term investments and the withdrawal of assets may impair the achievement of a client's investment objectives.

Item 5. Fees and Compensation

TABR offers its services on a fee basis, which may include fixed fees, as well as fees based upon assets under management.

Financial Planning and Consulting Fees

TABR may charge a fixed fee for financial planning and consulting services. These fees are negotiable, but generally range from \$1,500 to \$2,500 on a fixed fee basis, depending upon the level and scope of the services and the professional rendering the financial planning and/or the consulting services. If the client engages TABR for additional investment advisory services, TABR may offset all or a portion of its fees for those services based upon the amount paid for the financial planning and/or consulting services.

Prior to engaging TABR to provide financial planning and/or consulting services, the client is required to enter into a written agreement with TABR setting forth the terms and conditions of the engagement. Generally, TABR requires one-half of the financial planning or consulting fee payable upon entering the written agreement. The balance is generally due upon delivery of the financial plan or completion of the agreed upon services.

Investment Management Fee

TABR provides investment management services for an annual fee based upon a percentage of the market value of the assets being managed by TABR. TABR's annual fee is exclusive of, and in addition to brokerage commissions, transaction fees, and other related costs and expenses which are incurred by the client. TABR does not, however, receive any portion of these commissions, fees, and costs. TABR's annual fee is prorated and charged quarterly, in arrears, based upon the market value of the assets being managed by TABR on the last day of the previous quarter. For certain 529 plans, the firm may bill their fee annually in arrears based on the market value of the assets on the last day of the prior year.

The annual fee varies (between 0.95% and 1.30%) depending upon the market value of the assets under management, as follows:

<u>PORTFOLIO VALUE</u>	<u>BASE FEE</u>
up to \$500,000	1.30%
\$500,001 - \$1,000,000	1.25%
\$1,000,001 - \$3,000,000	1.15%
above \$3,000,000	0.95%

TABR, in its sole discretion, may negotiate to charge a lesser management fee based upon certain criteria (i.e., anticipated future earning capacity, anticipated future additional assets, dollar amount of

assets to be managed, related accounts, account composition, pre-existing client, account retention, *pro bono* activities, etc.).

Fees Charged by Financial Institutions

As further discussed in response to Item 12 (below), TABR generally recommends that clients utilize the brokerage and clearing services of Fidelity Institutional Wealth Services ("*Fidelity*") for investment management accounts.

TABR may only implement its investment management recommendations after the client has arranged for and furnished TABR with all information and authorization regarding accounts with appropriate financial institutions. Financial institutions include, but are not limited to, *Fidelity*, any other broker-dealer recommended by TABR, broker-dealer directed by the client, trust companies, banks etc. (collectively referred to herein as the "*Financial Institutions*").

Clients may incur certain charges imposed by the *Financial Institutions* and other third parties such as custodial fees, charges imposed directly by a mutual fund or ETF in the account, which shall be disclosed in the fund's prospectus (e.g., fund management fees and other fund expenses), deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Additionally, for assets outside of any wrap fee programs, clients may incur brokerage commissions and transaction fees. Such charges, fees and commissions are exclusive of and in addition to TABR's fee.

TABR's *Agreement* and the separate agreement with any *Financial Institutions* authorizes TABR to debit the client's account for the amount of TABR's fee and to directly remit that management fee to TABR. Any *Financial Institutions* recommended by TABR have agreed to send a statement to the client, at least quarterly, indicating all amounts disbursed from the account including the amount of management fees paid directly to TABR.

Fees for Management During Partial Quarters of Service

For the initial period of investment management services, the fees shall be calculated on a *pro rata* basis.

The *Agreement* between TABR and the client will continue in effect until terminated by either party pursuant to the terms of the *Agreement*. TABR's fees are prorated through the date of termination and any remaining balance is charged or refunded to the client, as appropriate.

Additions may be in cash or securities provided that TABR reserves the right to liquidate any transferred securities or decline to accept particular securities into a client's account. TABR may consult with its clients about the options and ramifications of transferring securities. However, clients are advised that when transferred securities are liquidated, they are subject to transaction fees, fees assessed at the mutual fund level (i.e. contingent deferred sales charge) and/or tax ramifications.

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To the extent that additions or withdrawals from the account result in an increase or decrease of the quarterly fee by \$5 or more, the quarterly fee will be prorated.

Item 6. Performance-Based Fees and Side-by-Side Management

TABR does not provide any services for performance-based fees. Performance-based fees are those based on a share of capital gains on or capital appreciation of the assets of a client.

Item 7. Types of Clients

TABR provides its services to individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations and other business entities.

Minimum Account Size

As a condition for starting and maintaining a relationship, TABR generally imposes a minimum portfolio size of \$300,000. TABR, in its sole discretion, may accept clients with smaller portfolios based upon certain criteria including anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, pre-existing client, account retention, and *pro bono* activities. TABR shall only accept clients with less than the minimum portfolio size if, in the sole opinion of TABR, the smaller portfolio size will not cause a substantial increase of investment risk beyond the client's identified risk tolerance. TABR may aggregate the portfolios of family members to meet the minimum portfolio size.

Item 8. Methods of Analysis, Investment Strategies and Risk of Loss

TABR's approach to the markets can be summed up in three words: Disciplined Risk Management. In fact, TABR is an acronym for "Technical Analysis Based Risk-Management." TABR believes that avoiding significant losses is as important to investment success and financial security as is generating big returns. For clients who are drawing an income (whether retired or not), this is even more important, as it has been demonstrated that the sequence of investment returns really does matter in determining outcomes when a withdrawal strategy is in place.

Though risk in the financial markets cannot be avoided, TABR believes that it can be managed wisely. One of TABR's primary goals is to help clients manage downside risk. TABR uses a disciplined, unemotional and systematic approach to help manage client emotions to fluctuations in the value of their portfolio. TABR uses technical models that have been tested over many years to guide asset commitment decisions.

TABR's approach is rooted in the belief that no one can consistently predict future market returns, nor is it necessary to do so to achieve financial security. Asset returns in all markets are cyclical, and are determined by a variety of factors. TABR believes that the "buy and hold" approach advocated by a majority of investment advisors only works in the rear view mirror. TABR's view is that buying and holding does not work for real people with real money and real emotions.

TABR's research demonstrates that some environments are particularly hostile to stocks and other asset classes, while others have been historically friendly. The reality is that one cannot avoid risk. TABR utilizes its models in an attempt to minimize the downside during particularly unfriendly market environments.

TABR feels that based upon the history of market cycles and investor behavior that investors must stick to their investment philosophy, even when doubts arise. It is TABR's experience that relying on emotions and not data accounts for most investors' mistakes. Data and the discipline to stay the course are absolute requirements for achieving success in the financial markets.

TABR's believes that the power of bonds to smooth stock market risk over time is often lost on investors. Stocks' inherent volatility does not typically bother most investors – as long as prices go up. But sharp market downturns are a painful reminder that stocks often follow a rocky trail. This is why TABR feels that risk management is so critical in one's investment plan – it allows investors to stick with the plan, even when their emotions would lead them to do otherwise.

Investment Strategy / Philosophy

TABR's approach to the management of capital uses primarily technical analysis, relying extensively on trend-following models and relative strength analysis. Technical analysis is a method of evaluating securities by analyzing statistics generated by market activity, such as past prices, volume and other

measures. Technical analysts do not attempt to measure a security's intrinsic value, but instead use charts and other tools to identify patterns that can suggest future activity.

Relative strength is a term associated with technical analysis that helps investors understand the momentum of a stock or fund being analyzed. Relative strength measures a particular stock's (or funds) price change over time and compares that change to the change in a stock market index (i.e., the S&P 500). A stock's relative strength is expressed as a percentage and represents how it performs against other securities. For instance, if a stock has a relative strength of 60, it has outperformed 60 percent of the other stocks over a certain period, typically a year. Some technical analysts prefer stocks or funds with high relative strength because they take it as an indication of future increases. Relative strength is also referred to as price persistence or price momentum.

Trend following is an investment strategy in which one makes investment decisions based on the perceived momentum of the securities in which one invests. That is, an investor buys when he believes a security is trending upward, and sells when he believes it is trending downward. Trend trading may be used for short, intermediate and long-term investing, though the indicators for a trend reversal will likely be different for each time frame.

Only mutual funds and exchange-traded funds are typically used in client portfolios. Individual stocks, bonds or certificates of deposits (CDs) are used only when specifically requested by a client, and in those instances that is an exception to TABR's overall process.

Before investing a client's capital, TABR first attempts to determine the most appropriate risk profile for the client in relation to their specific goals (Aggressive, Moderate or Conservative). The typical allocations we use for these three styles of accounts are as follows:

Conservative:	60%	Fixed Income	40%	Equity
Moderate:	40%	Fixed Income	60%	Equity
Aggressive:	25%	Fixed Income	75%	Equity

TABR encourage clients to take the FinaMetrica on-line risk profile questionnaire, which is a series of 25 questions about risk. Combining the results from this process, feedback from the client and a discussion of the worst historical outcomes of various portfolio allocations over the past 40 years, TABR and clients come to a mutual agreement as to which allocation is best suited for that client.

Risk determines the maximum percentage of an account TABR would allocate to a particular asset class, but it says nothing about what clients should own, or when they should own it. That is where relative strength and technical risk-management models come into play. For fixed income exposure, TABR uses both corporate and government bond funds, including high yield corporate funds. Equity exposure consists of diversified domestic (U.S.) stock funds, diversified international stock funds, precious metals funds and real estate funds.

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TABR considers approximately 70-75% of the capital it manages to be tactical in nature - in other words TABR has a strict set of mathematical rules (risk models) which determine when to enter or exit a position. The rest of the capital is currently allocated to four funds (one primarily fixed income, two primarily equity and the other a blend) that use fusion analysis (a blending of technical, fundamental and quantitative analysis) in a systematic manner to forge a disciplined risk management approach similar to TABR's own beliefs.

On the fixed income side, TABR currently uses three different risk management models and a relative strength model. The position of these models at any given time tells TABR what type of bond fund to be emphasizing (GNMA, corporate high yield or short to intermediate government/corporate). For instance, if TABR's GNMA risk model is on a BUY signal, the percentage of capital TABR has allocated to that bond strategy will be fully invested in a GNMA fund of TABR's choosing. When the GNMA risk model turns negative, the position will be sold and the proceeds temporarily invested in a short term bond fund, and the process would repeat itself over time. A similar process is used with corporate high yield bond funds.

All of TABR's bond market risk models are price-based, as TABR's research has shown it to be the most important variable to pay attention to - PRICE. With bonds, price and yields move in opposite directions. As price moves higher, yields move lower. TABR's approach is designed to protect against higher interest rate environments (yields moving higher), by focusing on price. When price moves down by a certain amount, TABR's models will trigger SELL signals to move to money market or shorter duration bond funds. Duration represents the interest rate sensitivity of a bond portfolio. The longer the duration, typically the higher the risk. For instance, if a portfolio has a duration of 5 years, the value of the portfolio will move up or down 5% for every 1% increase or decrease in yield. For a duration of 10 years, the price move would be 10% for a 1% move.

On the equity side, TABR has separate models for real estate and precious metals, and employs a number of different stock market risk models to determine what TABR calls its tactical equity exposure.

To determine what to own in the way of a real estate or precious metals fund, TABR ranks several funds in the same category against one another using relative strength. The risk management model for that asset class tells TABR when to buy that fund, and importantly, when to sell that fund.

In TABR's tactical equity strategy, TABR first uses relative strength to select five core diversified funds (for accounts under about \$200,000, TABR may use only two funds). Of the 60% maximum allocated to equities in a Moderate Risk account, approximately 35% is allotted to TABR's tactical strategy. The five core funds will typically equal 65% of this amount. This money is always in diversified stock funds, but every month a list of about 35 funds (which are also screened for past performance) are ranked against each other. When any of the five funds drops below a certain percentile rank, its position will be sold or reduced substantially, and replaced with a top-ranked fund at that time.

The remaining 35% of the tactical equity allocation is used to either increase exposure (up to 100%) or to reduce exposure to as little as 15-25%. For example, if TABR's mix of models indicate it should have 80% exposure, TABR would add a 15% position in what is called a style box fund (large growth, large value, midcap growth, midcap value, small value or small growth). To determine which one to own, TABR would again turn to relative strength analysis, comparing all six styles against one another. In this example, the remaining 20% of capital would remain in a money market fund.

TABR's objective is to first help clients meet their individual goals, and second, to outperform appropriate investment benchmarks with substantially smaller drawdowns and risk over complete market cycles. A complete market cycle typically lasts from three to six years and measures from peak to peak and trough to trough.

Risks

Mutual Funds and Exchange Traded Funds (ETFs)

An investment in a mutual fund or ETF involves risk, including the loss of principal. ETFs are subject to secondary market trading risks. Shares of ETFs will be listed for trading on an exchange, however, there can be no guarantee that an active trading market for such shares will develop or continue. There can be no guarantee that an ETF's exchange listing will continue or remain unchanged. Shares of the ETF may trade on an exchange at prices at, above or below their most recent net asset valuation (NAV), which is the price at which an investor would buy or sell the ETF. The per share NAV of a mutual fund or ETF is calculated at the end of each business day, and fluctuates with changes in the market value of the mutual fund's or ETF's holdings. The trading prices of an ETF's shares may differ significantly from NAV during periods of market volatility, which may, among other factors, lead to the ETF's shares trading at a premium or discount to NAV.

Market Risks

The profitability of a significant portion of TABR's recommendations may depend to a great extent upon correctly assessing the future course of price movements of stocks and bonds. There can be no assurance that TABR will be able to predict those price movements accurately.

Since the emphasis of TABR's approach is risk management and defending capital, it should be emphasized that the primary risk in using TABR's philosophy is under-performing in a strongly rising market environment or in an environment with a lack of trends (choppiness, whipsaws and sideways action).

General Risk of Loss

Investing in securities involves the risk of loss. Clients should be prepared to bear such loss.

Item 9. Disciplinary Information

TABR is required to disclose the facts of any legal or disciplinary events that are material to a client's evaluation of its advisory business or the integrity of management. TABR does not have any required disclosures to this Item.

Item 10. Other Financial Industry Activities and Affiliations

TABR is required to disclose any relationship or arrangement that is material to its advisory business or to its clients with certain related persons. TABR does not have any required disclosures to this Item.

Item 11. Code of Ethics

TABR and persons associated with TABR ("Associated Persons") are permitted to buy or sell securities that it also recommends to clients consistent with TABR's policies and procedures.

TABR has adopted a code of ethics that sets forth the standards of conduct expected of its associated persons and requires compliance with applicable securities laws ("*Code of Ethics*"). In accordance with Section 204A of the Investment Advisers Act of 1940 (the "Advisers Act"), its *Code of Ethics* contains written policies reasonably designed to prevent the unlawful use of material non-public information by TABR or any of its associated persons. The *Code of Ethics* also requires that certain of TABR's personnel (called "*Access Persons*") report their personal securities holdings and transactions and obtain pre-approval of certain investments such as initial public offerings and limited offerings.

As specifically permitted in TABR's *Code of Ethics*, TABR's *Access Persons* may effect for themselves or for their immediate family (i.e., spouse, minor children, and adults living in the same household as the *Access Person*) any transactions in a security which is being actively purchased or sold, or is being considered for purchase or sale, on behalf of any of TABR's clients. However, when TABR is purchasing or considering for purchase any security on behalf of a client, no *Access Person* may effect a transaction in that security prior to the completion of the purchase or until a decision has been made not to purchase such security. Similarly, when TABR is selling or considering the sale of any security on behalf of a client, no *Access Person* may effect a transaction in that security prior to the completion of the sale or until a decision has been made not to sell such security. These requirements are not applicable to: (i) direct obligations of the Government of the United States; (ii) money market instruments, bankers' acceptances, bank certificates of deposit, commercial paper, repurchase agreements and other high quality short-term debt instruments, including repurchase agreements; (iii) shares issued by mutual funds or money market funds; and (iv) shares issued by unit investment trusts that are invested exclusively in one or more mutual funds.

Clients and prospective clients may contact TABR to request a copy of its *Code of Ethics*.

Item 12. Brokerage Practices

As discussed above, in Item 5, TABR generally recommends that clients utilize the brokerage and clearing services of *Fidelity*.

Factors which TABR considers in recommending *Fidelity* or any other broker-dealer to clients include their respective financial strength, reputation, execution, pricing, research and service. *Fidelity* enables TABR to obtain many mutual funds without transaction charges and other securities at nominal transaction charges. The commissions and/or transaction fees charged by *Fidelity* may be higher or lower than those charged by other *Financial Institutions*.

The commissions paid by TABR's clients comply with TABR's duty to obtain "best execution." Clients may pay commissions that are higher than another qualified *Financial Institution* might charge to effect the same transaction where TABR determines that the commissions are reasonable in relation to the value of the brokerage and research services received. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a *Financial Institution's* services, including among others, the value of research provided, execution capability, commission rates, and responsiveness. TABR seeks competitive rates but may not necessarily obtain the lowest possible commission rates for client transactions.

TABR periodically and systematically reviews its policies and procedures regarding its recommendation of *Financial Institutions* in light of its duty to obtain best execution.

The client may direct TABR in writing to use a particular *Financial Institution* to execute some or all transactions for the client. In that case, the client will negotiate terms and arrangements for the account with that *Financial Institution*, and TABR will not seek better execution services or prices from other *Financial Institutions* or be able to "batch" client transactions for execution through other *Financial Institutions* with orders for other accounts managed by TABR (as described below). As a result, the client may pay higher commissions or other transaction costs or greater spreads, or receive less favorable net prices, on transactions for the account than would otherwise be the case. Subject to its duty of best execution, TABR may decline a client's request to direct brokerage if, in TABR's sole discretion, such directed brokerage arrangements would result in additional operational difficulties.

Transactions for each client generally will be effected independently, unless TABR decides to purchase or sell the same securities for several clients at approximately the same time. TABR may (but is not obligated to) combine or "batch" such orders to obtain best execution, to negotiate more favorable commission rates, or to allocate equitably among TABR's clients differences in prices and commissions or other transaction costs that might have been obtained had such orders been placed independently. Under this procedure, transactions will generally be averaged as to price and allocated among TABR's clients pro rata to the purchase and sale orders placed for each client on any given day. To the extent that TABR determines to aggregate client orders for the purchase or sale of securities, including

securities in which TABR's *Supervised Persons* may invest, TABR shall generally do so in accordance with applicable rules promulgated under the Advisers Act and no-action guidance provided by the staff of the U.S. Securities and Exchange Commission. TABR shall not receive any additional compensation or remuneration as a result of the aggregation. In the event that TABR determines that a prorated allocation is not appropriate under the particular circumstances, the allocation will be made based upon other relevant factors, which may include: (i) when only a small percentage of the order is executed, shares may be allocated to the account with the smallest order or the smallest position or to an account that is out of line with respect to security or sector weightings relative to other portfolios, with similar mandates; (ii) allocations may be given to one account when one account has limitations in its investment guidelines which prohibit it from purchasing other securities which are expected to produce similar investment results and can be purchased by other accounts; (iii) if an account reaches an investment guideline limit and cannot participate in an allocation, shares may be reallocated to other accounts (this may be due to unforeseen changes in an account's assets after an order is placed); (iv) with respect to sale allocations, allocations may be given to accounts low in cash; (v) in cases when a pro rata allocation of a potential execution would result in a *de minimis* allocation in one or more accounts, TABR may exclude the account(s) from the allocation; the transactions may be executed on a pro rata basis among the remaining accounts; or (vi) in cases where a small proportion of an order is executed in all accounts, shares may be allocated to one or more accounts on a random basis.

Consistent with obtaining best execution, brokerage transactions may be directed to certain broker-dealers in return for investment research products and/or services which assist TABR in its investment decision-making process. Such research generally will be used to service all of TABR's clients, but brokerage commissions paid by one client may be used to pay for research that is not used in managing that client's portfolio. The receipt of investment research products and/or services as well as the allocation of the benefit of such investment research products and/or services poses a conflict of interest because TABR does not have to produce or pay for the products or services.

Software and Support Provided by Financial Institutions

TABR may receive from *Fidelity*, without cost to TABR, computer software and related systems support, which allow TABR to better monitor client accounts maintained at *Fidelity*. TABR may receive the software and related support without cost because TABR renders investment management services to clients that maintain assets at *Fidelity*. The software and support is not provided in connection with securities transactions of clients (i.e. not "soft dollars"). The software and related systems support may benefit TABR, but not its clients directly. In fulfilling its duties to its clients, TABR endeavors at all times to put the interests of its clients first. Clients should be aware, however, that TABR's receipt of economic benefits from a broker-dealer creates a conflict of interest since these benefits may influence TABR's choice of broker-dealer over another broker-dealer that does not furnish similar software, systems support, or services.

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Additionally, TABR may receive the following benefits from *Fidelity* through the Fidelity Institutional Wealth Services: receipt of duplicate client confirmations and bundled duplicate statements; access to a trading desk that exclusively services its Institutional Wealth Services participants; access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to client accounts; and access to an electronic communication network for client order entry and account information.

Item 13. Review of Accounts

For those clients to whom TABR provides investment management services, TABR monitors those portfolios as part of an ongoing process while regular account reviews are conducted on at least a quarterly basis. For those clients to whom TABR provides financial planning and/or consulting services, reviews are conducted on an “as needed” basis. Such reviews are conducted by one of TABR’s Principals, Robert Kargenian or Steven Medland. All investment advisory clients are encouraged to discuss their needs, goals, and objectives with TABR and to keep TABR informed of any changes thereto. TABR shall contact ongoing investment advisory clients at least annually to review its previous services and/or recommendations and to discuss the impact resulting from any changes in the client’s financial situation and/or investment objectives.

Unless otherwise agreed upon, clients are provided with transaction confirmation notices and regular summary account statements directly from the broker-dealer or custodian for the client accounts. Those clients to whom TABR provides investment advisory services will also receive a report from TABR that may include such relevant account and/or market-related information such as an inventory of account holdings and account performance on a quarterly basis. Clients should compare the account statements they receive from their custodian with those they receive from TABR.

Those clients to whom TABR provides financial planning and/or consulting services will receive reports from TABR summarizing its analysis and conclusions as requested by the client or otherwise agreed to in writing by TABR.

Item 14. Client Referrals and Other Compensation

TABR is required to disclose any relationship or arrangement where it receives an economic benefit from a third party (non-client) for providing advisory services. In addition, TABR is required to disclose any direct or indirect compensation that it provides for client referrals.

TABR is a member of the Paladin Registry. Though the Paladin Registry does not act as a solicitor under Rule 206(4)-3 of the Advisers Act, it does provide investors with information regarding investment advisors. TABR pays a fixed membership fee to participate and may also pay an additional fee to partners that contract with the Paladin Registry.

Item 15. Custody

TABR's *Agreement* and/or the separate agreement with any *Financial Institution* may authorize TABR through such *Financial Institution* to debit the client's account for the amount of TABR's fee and to directly remit that management fee to TABR in accordance with applicable custody rules.

The *Financial Institutions* recommended by TABR have agreed to send a statement to the client, at least quarterly, indicating all amounts disbursed from the account including the amount of management fees paid directly to TABR. In addition, as discussed in Item 13, TABR also sends periodic supplemental reports to clients. Clients should carefully review the statements sent directly by the *Financial Institutions* and compare them to those received from TABR.

Item 16. Investment Discretion

TABR is given the authority to exercise discretion on behalf of clients. TABR is considered to exercise investment discretion over a client's account if it can effect transactions for the client without first having to seek the client's consent. TABR is given this authority through a power-of-attorney included in the agreement between TABR and the client. Clients may request a limitation on this authority (such as certain securities not to be bought or sold). TABR takes discretion over the following activities:

- The securities to be purchased or sold;
- The amount of securities to be purchased or sold; and
- When transactions are made.

Item 17. Voting Client Securities

TABR is required to disclose if it accepts authority to vote client securities. TABR does not vote client securities on behalf of its clients. Clients receive proxies directly from the *Financial Institutions*.

Item 18. Financial Information

TABR does not require or solicit the prepayment of more than \$1,200 in fees six months or more in advance. In addition, TABR is required to disclose any financial condition that is reasonably likely to impair its ability to meet contractual commitments to clients. TABR has no disclosures pursuant to this Item.

TABR Capital Management, LLC

a Registered Investment Adviser

500 N. State College Blvd., Suite 1320
Orange, CA 92868

(714) 704-9180

www.tabr.net

Prepared by:



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The Adviser's Advisor®