

**ITEM 1. COVER PAGE FOR  
PART 2B OF FORM ADV:  
BROCHURE SUPPLEMENT  
DATED FEBRUARY 2012**

**LARRY PHILLIPS**

**TPG ADVISORS, LLC, DBA THE PHILLIPS GROUP ADVISORS  
21031 VENTURA BLVD., SUITE 315  
WOODLAND HILL, CA 91364**

**FIRM CONTACT: LARRY PHILLIPS, CHIEF COMPLIANCE OFFICER**

**FIRM WEBSITE ADDRESS:      WWW.TPGADVISORS.COM &  
WWW.THEPHILLIPSGROUPADVISORS.COM**

**This brochure supplement provides information about Larry Phillips that supplements our brochure. You should have received a copy of that brochure. Please contact Larry Phillips, Chief Compliance Officer, if you did not receive The Phillips Group Advisors' brochure, or if you have any questions about the contents of this supplement.**

**Additional information about Larry Phillips is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).**

## **Item 2 Educational Background and Business Experience**

### **Larry Phillips**

Born 1949

#### Business Experience

- 2009 – Present, The Phillips Group Advisors, Managing Member and Chief Compliance Officer
- 2009 – Present, Purshe Kaplan Sterling Investments, Inc., Registered Representative
- 2003 – 2009, RBC Wealth Management, Sr. Vice President – Investments, Financial Advisor

#### Educational Background, Professional Designations, and Exams

- 1971, Athens College, BS in Business
- 1994 – Series 65
- 1985 – Series 15
- 1984 – Series 8 & 63
- 1979 – PC

## **Item 3 Disciplinary Information**

If there are legal or disciplinary events material to your evaluation of Larry Phillips, we are required to disclose all material facts regarding those events.

Items 3.A, 3.B, 3.C, and 3.D below list specific legal and disciplinary events presumed to be material for this Item. If Larry Phillips has been involved in one of these events, we must disclose it under this Item for ten years following the date of the event, unless (1) the event was resolved in Larry Phillips's favor, or was reversed, suspended or vacated, or (2) we have rebutted the presumption of materiality to determine that the event is not material (see Note below). For purposes of calculating this ten-year period, the "date" of an event is the date the final order, judgment, or decree was entered, or the date any rights of appeal from preliminary orders, judgments or decrees lapsed.

Items 3.A, 3.B, 3.C, and 3.D do not contain an exclusive list of material disciplinary events. If Larry Phillips has been involved in a legal or disciplinary event that is not listed in Items 3.A, 3.B, 3.C, or 3.D but is material to your evaluation of Larry Phillips' integrity, we must disclose the event. Similarly, even if more than ten years have passed since the date of the event, we must disclose the event if it is so serious that it remains currently material to your evaluation.

If we deliver a supplement electronically and if a particular disclosure required below for the Larry Phillips is provided through either the Financial Industry Regulatory Authority's (FINRA) BrokerCheck system or the IAPD, we may satisfy that particular disclosure obligation by including in that supplement (i) a statement that Larry Phillips has a disciplinary history, the details of which can be found on FINRA's BrokerCheck system or the IAPD, and (ii) a hyperlink

to the relevant system with a brief explanation of how the client can access the disciplinary history. The BrokerCheck link is [www.finra.org/brokercheck](http://www.finra.org/brokercheck); the IAPD link is [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

A. A criminal or civil action in a domestic, foreign or military court of competent jurisdiction in which the Larry Phillips

1. was convicted of, or pled guilty or nolo contendere (“no contest”) to (a) any felony; (b) a misdemeanor that involved investments or an investment-related business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, or extortion; or (c) a conspiracy to commit any of these offenses;
2. is the named subject of a pending criminal proceeding that involves an investment-related business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses;
3. was found to have been involved in a violation of an investment-related statute or regulation; or
4. was the subject of any order, judgment, or decree permanently or temporarily enjoining, or otherwise limiting, the Larry Phillips from engaging in any investment-related activity, or from violating any investment-related statute, rule, or order.

We have nothing to disclose in this regard.

B. An administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority in which Larry Phillips

1. was found to have caused an investment-related business to lose its authorization to do business; or
2. was found to have been involved in a violation of an investment-related statute or regulation and was the subject of an order by the agency or authority
  - (a) denying, suspending, or revoking the authorization of Larry Phillips to act in an investment-related business;
  - (b) barring or suspending Larry Phillips’ association with an investment-related business;
  - (c) otherwise significantly limiting Larry Phillips' investment-related activities; or
  - (d) imposing a civil money penalty of more than \$2,500 on Larry Phillips

Yes, the details of this event are:

The State of Illinois found that Mr. Larry Phillips was disqualified under Section 8.E(1)(J) based on a NASD order. The action was initiated on August 30, 2006 and was finalized on October 13, 2006. The State fined Mr. Phillips \$1,000 for this incident, and Mr. Phillips was not able to serve in the capacity of designated principal for the offer of sale of securities in Illinois until October 31, 2008.

If there any questions or concerns regarding this event, please contact Mr. Gregory Solberg with the State of Illinois at (312) 793-9643.

C. A self-regulatory organization (SRO) proceeding in which Larry Phillips

1. was found to have caused an investment-related business to lose its authorization to do business; or
2. was found to have been involved in a violation of the SRO's rules and was: (i) barred or suspended from membership or from association with other members, or was expelled from membership; (ii) otherwise significantly limited from investment-related activities; or (iii) fined more than \$2,500.

Yes, the details of this event are:

A SRO found that Mr. Phillips, acting on behalf of his member firm, had created and distributed written communications that failed to adequately disclose material facts regarding investment products and strategies, or made exaggerated, unwarranted or misleading statements or claims regarding those products, or both in violation of 2110, 2210(D)(1)(A), 2210(D)(1)(B). The SRO initiated this action on May 24, 2004 when Mr. Phillips was affiliated with First Union Securities, Inc. and Wachovia Securities, Inc. The action was finalized on April 13, 2005, where Mr. Phillips paid a \$20,000 monetary fine. Mr. Phillips was suspended for 10 business days from association with a member firm in any capacity.

D. Any other proceeding in which a professional attainment, designation, or license of Larry Phillips was revoked or suspended because of a violation of rules relating to professional conduct. If Larry Phillips resigned (or otherwise relinquished his/her attainment, designation, or license) in anticipation of such a proceeding (and the adviser knows, or should have known, of such resignation or relinquishment), we must disclose the event.

We have nothing to disclose in this regard.

Although we are not required to disclose the following information, we feel that it is important that you know the following:

Customer Complaint

Allan Shapiro, a customer, alleged on or about January 8, 2008, that Mr. Phillips misrepresented the features of the Minimum Guaranteed Income Benefit (MGIB) of his ING Variable Annuity purchased in December, 2000. Mr. Shapiro claims that Mr. Phillips told him that if the Annuity declined in value, the MGIB would protect against losses by guaranteeing a 7% return until the exercise date of December, 2010. Mr. Shapiro had subsequently learned that the MGIB caps when he turns 80 years old. Mr. Shapiro's attorney has requested that ING honor the MGIB for 10 years or return the original investment with interest, and damages are estimated to be \$8,000 plus interest.

The complaint was settled for \$25,000 on December 3, 2009.

**Note:** Our firm may, under certain circumstances, rebut the presumption that a disciplinary event is material. If an event is immaterial, we are not required to disclose it. When we review a legal or disciplinary event involving Larry Phillips to determine whether it is appropriate to rebut the presumption of materiality, we consider all of the following factors: (1) the proximity of Larry Phillips to the advisory function; (2) the nature of the infraction that led to the disciplinary event; (3) the severity of the disciplinary sanction; and (4) the time elapsed since the date of the disciplinary event. If we conclude that the materiality presumption has been overcome, we prepare and maintain a file memorandum of our determination in our records. We follow SEC rule 204-2(a)(14)(iii) and similar state rules.

#### **Item 4            Other Business Activities**

A. If Larry Phillips is actively engaged in any investment-related business or occupation, including if Larry Phillips is registered, or has an application pending to register, as a broker-dealer, registered representative of a broker-dealer, futures commission merchant ("FCM"), commodity pool operator ("CPO"), commodity trading advisor ("CTA"), or an associated person of an FCM, CPO, or CTA, we are required to disclose this fact and describe the business relationship, if any, between the advisory business and the other business.

1. If a relationship between the advisory business and Larry Phillips' other financial industry activities creates a material conflict of interest with you, the SEC requires us to describe the nature of the conflict and generally how we address it.

We have nothing to disclose in this regard.

2. If Larry Phillips receives commissions, bonuses or other compensation based on the sale of securities or other investment products, including as a broker-dealer or registered representative, and including distribution or service ("trail") fees from the sale of mutual funds, we have to disclose this fact. If this compensation is not cash, we are required to explain what type of compensation Larry Phillips receives. We must explain that this practice gives Larry Phillips an incentive to recommend investment products based on the compensation received, rather than on your needs.

Mr. Larry Phillips is a registered representative of PKS, a registered broker-dealer and Member FINRA/SIPC. In order to comply with FINRA Conduct Rule 3040, PKS, as an unaffiliated broker-dealer, may periodically review the investment advisory transactions of our firm. This information will be viewed by PKS' compliance department personnel for supervisory purposes only. No information viewed will be utilized for purposes of solicitation or shared with any affiliation outside the scope of regulatory compliance.

He may offer certain qualified clients trading services which gives him the ability to execute trades through PKS of client assets custodied at Charles Schwab & Co., Inc. ("Schwab").

Some of our affiliated persons (Investment Advisor Representatives or IARs) may, in their capacity as Registered Representatives of PKS, receive commissions or other compensation for these transactions.

Please note that a conflict of interest may exist when, as a PKS Registered Representative, an IAR receives commissions or additional compensation when the RIA recommends these transactions to clients. If such a conflict of interest arises, IARs of our firm will adhere to its internal Code of Ethics to ensure that clients are not being treated unfairly.

- B. If Larry Phillips is actively engaged in any business or occupation for compensation not discussed in response to Item 4.A, above, and the other business activity or activities provide a substantial source of Larry Phillips' income or involve a substantial amount of Larry Phillips' time, we are required to disclose this fact and must describe the nature of that business. If the other business activities represent less than 10 percent of Larry Phillips' time and income, we may presume that they are not substantial.

Mr. Phillips is licensed to sell life and health insurance. He may receive the normal commissions for securities or insurance sales in his separate roles as a registered representative or insurance agent/broker.

## **Item 5            Additional Compensation**

If someone who is not a client provides an economic benefit to Larry Phillips for providing advisory services, we are required to generally describe the arrangement. For purposes of this Item, economic benefits include sales awards and other prizes, but do not include Larry Phillips' regular salary. Any bonus that is based, at least in part, on the number or amount of sales, client referrals, or new accounts should be considered an economic benefit, but other regular bonuses should not.

We have nothing to disclose in this regard.

## **Item 6            Supervision**

We are required to explain how we supervise Larry Phillips, including how we monitor the advice Larry Phillips provides to you. Our firm has to provide the name, title and telephone number of the person responsible for supervising Larry Phillips' advisory activities on behalf of our firm.

Mr. Larry Phillips is the Chief Compliance Officer of the firm and his trading activity is supervised by Tracy Jean Diestel.