

# Disclosure Brochure

March 14, 2013

## **JJ Investment Company**

*a Registered Investment Adviser*

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[www.jjinvestment.com](http://www.jjinvestment.com)

This brochure provides information about the qualifications and business practices of JJ Investment Company (herein after "JJIC"). If you have any questions about the contents of this brochure, please contact Jeannine R. Weinberg at (631) 704-3586. 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 JJ Investment Company is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

JJ Investment Company is an SEC registered investment adviser. Registration does not imply any level of skill or training.

## Item 2. Material Changes

This section of the brochure discusses only the material changes that have occurred since JJIC's last annual update dated March 15, 2012. JJIC does not have any material changes to disclose in response to this Item.

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### Supervised Person Disclosure Supplement

## Item 4. Advisory Business

JJIC has been in business since June 12, 2006. Jeannine R. Weinberg is the principal owner of JJIC.

JJIC is an investment adviser providing financial planning, consulting and investment management services. Prior to engaging JJIC to provide any of the foregoing investment advisory services, the client is required to enter into one or more written agreements with JJIC setting forth the terms and conditions under which JJIC renders its services (collectively the “*Agreement*”).

JJIC has \$33,683,795 of assets under management as of February 6, 2013, all of which are managed on a discretionary basis.

This disclosure brochure describes the business of JJIC. Certain sections will also describe the activities of *Supervised Persons*. *Supervised Persons* are any of JJIC’s officers, partners, directors (or other persons occupying a similar status or performing similar functions), employees or any other person who provides investment advice on JJIC’s behalf and is subject to JJIC’s supervision or control. All such *Supervised Persons* that render investment advisory services on behalf of JJIC have earned a college degree and/or have substantive investment-related experience, as described in JJIC’s disclosure supplements.

### Financial Planning and Consulting Services

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JJIC may provide its clients with a broad range of financial planning and consulting services. These services may include basic financial planning, college planning, divorce planning and retirement planning, as well as other non-investment related matters.

In performing its services, JJIC 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. JJIC may recommend the services of itself, and/or other professionals to implement its recommendations. Clients are advised that a conflict of interest exists if JJIC recommends its own services. The client is under no obligation to act upon any of the recommendations made by JJIC under a financial planning or consulting engagement or to engage the services of any such recommended professional, including JJIC itself. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any of JJIC’s recommendations. Clients are advised that it remains their responsibility to promptly notify JJIC if there is ever any change in their financial situation or investment objectives for the purpose of reviewing, evaluating or revising JJIC’s previous recommendations and/or services.

### Investment Management Services

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Clients can engage JJIC to manage all or a portion of their assets on a discretionary or non-discretionary basis. Although JJIC may provide advice about any type of investment held in a client’s portfolio, JJIC

primarily allocates clients' investment management assets on a discretionary basis among *Independent Managers* (as defined below), mutual funds and individual debt and equity securities.

JJIC may also recommend that clients that are "accredited investors" as defined under Rule 501 of the Securities Act of 1933, as amended, invest in private placement securities, which may include debt, equity, and/or pooled investment vehicles when consistent with the client's investment objectives. When JJIC recommends that the client invest in private placement securities, JJIC receives no additional compensation but continues to receive applicable investment advisory fees on the client's assets under management.

JJIC 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, JJIC 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.

JJIC tailors its advisory services to the individual needs of clients. JJIC ensures that clients' investments are suitable for their investment needs, goals, objectives and risk tolerance. Clients may impose reasonable restrictions on investing in certain securities or types of securities.

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

### **Use of Independent Managers**

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As mentioned above, JJIC recommends that certain clients authorize the active discretionary management of a portion of their assets by and/or among certain independent investment managers ("*Independent Managers*"), based upon the stated investment objectives of the client. The terms and conditions under which the client engages the *Independent Managers* are set forth in a separate written agreement between JJIC or the client and the designated *Independent Managers*. JJIC renders services to the client relative to the discretionary selection of *Independent Managers*. JJIC also monitors and reviews the account performance and the client's investment objectives. JJIC receives an annual advisory fee which is based upon a percentage of the market value of the assets being managed by the designated *Independent Managers*.

When selecting an *Independent Manager* for a client, JJIC reviews information about the *Independent Manager* such as its disclosure brochure and/or material supplied by the *Independent Manager* or independent third parties for a description of the *Independent Manager's* investment strategies, past performance and risk results to the extent available. Factors that JJIC considers in selecting an *Independent Manager* include the client's stated investment objectives, management style, performance, reputation, financial strength, reporting, pricing and research. The investment management fees charged

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by the designated *Independent Managers*, together with the fees charged by the corresponding designated broker-dealer/custodian of the client's assets, may be exclusive of, and in addition to, JJIC's investment advisory fee set forth above. As discussed above, the client may incur additional fees than those charged by JJIC, the designated *Independent Managers*, and corresponding broker-dealer and custodian.

In addition to JJIC's written disclosure brochure, the client also receives the written disclosure brochure of the designated *Independent Managers*.

## Item 5. Fees and Compensation

JJIC offers its services on a fee basis, which may include hourly and/or fixed fees, as well as fees based upon assets under management.

### Financial Planning and Consulting Fees

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JJIC may charge a fixed fee and/or hourly fee for financial planning and consulting services. These fees are negotiable, but generally range from \$500 to \$2,500 on a fixed fee basis and/or from \$150 to \$250 on an hourly rate basis, depending upon the level and scope of the services and the professional rendering of financial planning and/or the consulting services. If the client engages JJIC for additional investment advisory services, JJIC 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 JJIC to provide financial planning and/or consulting services, the client is required to enter into a written agreement with JJIC setting forth the terms and conditions of the engagement. Generally, JJIC requires one-half of the financial planning or consulting fee (estimated hourly or fixed) 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

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JJIC provides investment management services for an annual fee based upon the amount of the assets under management. JJIC's annual fee of one percent (1.00%) is prorated and charged quarterly, in arrears, based upon the market value of the assets being managed by JJIC on the last day of the previous quarter. JJIC'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. However, JJIC does not receive any portion of these commissions, fees or costs.

JJIC, 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

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As further discussed in response to Item 12 (below), JJIC generally recommends that clients utilize the brokerage and clearing services of Charles Schwab & Co., Inc. ("*Schwab*") for investment management accounts.

JJIC may only implement its investment management recommendations after the client has arranged for and furnished JJIC with all the necessary information and authorization with respect to accounts

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maintained at *Financial Institutions* (defined below). Financial institutions include *Schwab* and any other broker-dealer recommended by JJIC, 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 fees charged by *Independent Managers*, custodial fees, charges imposed directly by a mutual fund or ETF in the account, which is 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 JJIC’s fee.

JJIC’s *Agreement* and the separate agreement with *Financial Institutions* may authorize JJIC or *Independent Managers* to debit the client’s account for the amount of JJIC’s fee and to directly remit that management fee to JJIC or the *Independent Managers*. The *Financial Institutions* recommended by JJIC 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 JJIC. Clients may also elect to have JJIC bill them directly rather than debiting the fee.

### **Fees for Management During Partial Quarters of Service**

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

The *Agreement* between JJIC and the client will continue in effect until terminated by either party pursuant to the terms of the *Agreement*. JJIC’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 JJIC reserves the right to liquidate any transferred securities or decline to accept particular securities into a client’s account. JJIC 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. Clients may make additions to and withdrawals from their account at any time, subject to JJIC’s right to terminate an account. Clients may withdraw account assets on notice to JJIC, subject to the usual and customary securities settlement procedures. However, JJIC designs its portfolios as long-term investments and the withdrawal of assets may impair the achievement of a client’s investment objectives.

If assets are deposited into or withdrawn from an account after the inception of a quarter, the fee payable with respect to such assets will not be adjusted or prorated based on the number of days remaining in the quarter.



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

JJIC 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

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

### **Minimums Imposed By Independent Managers**

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JJIC does not impose a minimum portfolio size or minimum annual fee. Certain *Independent Managers* may, however, impose more restrictive account requirements and varying billing practices than JJIC. In such instances, JJIC may alter its corresponding account requirements and/or billing practices to accommodate those of the *Independent Managers*.

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

### Primary Methods of Analysis

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JJIC relies on a wide range of different methods of analysis when implementing its investment strategy. Generally, JJIC employs the analytical approaches discussed below when making its recommendations, as determined by the relative strengths or weaknesses of the underlying indicators.

*Fundamental analysis* involves the fundamental financial condition and competitive position of a company. JJIC will analyze the financial condition, capabilities of management, earnings, new products and services, as well as the company's markets and position amongst its competitors in order to determine the recommendations made to clients. The primary risk in using fundamental analysis is that while the overall health and position of a company may be good, market conditions may negatively impact the security.

*Technical analysis* involves the analysis of past market data rather than specific company data in determining the recommendations made to clients. Technical analysis seeks to identify market patterns and trends which may be based on investor sentiment rather than the fundamentals of the company. The primary risk in using technical analysis is that spotting historical trends may not help to predict such trends in the future. Even if the trend will eventually reoccur, there is no guarantee that JJIC will be able to accurately predict such a reoccurrence.

*Cyclical analysis* is similar to technical analysis in that it involves the analysis of market conditions at a macro (entire market/economy) or micro (company specific) level, rather than the overall fundamental analysis of the health of the particular company that JJIC is recommending. The risks with cyclical analysis are similar to those of technical analysis.

### Investment Strategy

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JJIC works with clients to define their individual investment goals and develop a corresponding investment strategy that accounts for their particular risk tolerance, time horizon and financial needs. JJIC utilizes a diversified, passive approach to investment management, recommending client asset allocations comprised of stocks (international, domestic, small-cap, large-cap), bonds, cash equivalents (money markets), real estate, commodities and other investments (e.g., tangible assets, such as jewelry or collectibles).

JJIC utilizes a graduated range of asset allocation strategies -- from more aggressive portfolios, comprised of a majority of stocks and bonds, to conservative portfolios with substantial cash and cash-equivalent positions. Each allocation has its own risks, which are discussed directly with each client.

Once the asset allocation is set and agreed upon between JJIC and the client, JJIC discusses investment options for each category. JJIC works toward the target asset allocations slowly, holding a large portion of long-term positions and passively traded funds.

## **Mutual Funds and Exchange Traded Funds (ETFs)**

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An investment in a mutual fund or ETF involves risk, including the loss of principal. Mutual fund and ETF shareholders are necessarily subject to the risks stemming from the individual issuers of the fund's underlying portfolio securities. Such shareholders are also liable for taxes on any fund-level capital gains, as mutual funds and ETFs are required by law to distribute capital gains in the event they sell securities for a profit that cannot be offset by a corresponding loss. As such, a mutual fund investor may incur substantial tax liabilities even when the fund underperforms.

Shares of mutual funds are generally distributed and redeemed on an ongoing basis by the fund itself or a broker acting on its behalf. The trading price at which a share is transacted is equal to a fund's stated daily per share net asset value ("NAV"), plus any shareholders fees (e.g., sales loads, purchase fees, redemption fees). The per share NAV of a mutual fund is calculated at the end of each business day, although the actual NAV fluctuates with intraday changes to the market value of the fund's holdings. The trading prices of a mutual fund's shares may differ significantly from the NAV during periods of market volatility, which may, among other factors, lead to the mutual fund's shares trading at a premium or discount to NAV.

Shares of ETFs are listed on securities exchanges and transacted at negotiated prices in the secondary market. Generally, ETF shares trade at or near their most recent NAV, which is generally calculated at least once daily for indexed-based ETFs and more frequently for actively managed ETFs. However, certain inefficiencies may cause the shares to trade at a premium or discount to their pro rata NAV. There is also no guarantee that an active secondary market for such shares will develop or continue to exist. Generally, an ETF only redeems shares when aggregated as creation units (usually 50,000 shares or more). Therefore, if a liquid secondary market ceases to exist for shares of a particular ETF, a shareholder may have no way to dispose of such shares.

## **Options**

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Options allow investors to buy or sell a security at a contracted "strike" price (not necessarily the current market price) at or within a specific period of time. Clients may pay or collect a premium for buying or selling an option. Investors transact in options to either hedge (limit) losses in an attempt to reduce risk or to speculate on the performance of the underlying securities. Options transactions contain a number of inherent risks, including the partial or total loss of principal in the event that the value of the underlying security or index does not increase/decrease to the level of the respective strike price. Holders of options contracts are also subject to default by the option writer which may be unwilling or unable to perform its contractual obligations.

## Market Risks

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The profitability of a significant portion of JJIC'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 JJIC will be able to predict those price movements accurately.

## Use of Independent Managers

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As stated above, JJIC may recommend the use of *Independent Managers* for certain clients. JJIC will continue to do ongoing due diligence of such managers, but such recommendations rely, to a great extent, on the *Independent Managers* ability to successfully implement their investment strategy. In addition, JJIC does not have the ability to supervise the *Independent Managers* on a day-to-day basis, if at all.

## Use of Private Collective Investment Vehicles

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JJIC may recommend the investment by certain clients in privately placed collective investment vehicles (some of which may be typically called "hedge funds"). The managers of these vehicles will have broad discretion in selecting the investments. There are few limitations on the types of securities or other financial instruments which may be traded and no requirement to diversify. The hedge funds may trade on margin or otherwise leverage positions, thereby potentially increasing the risk to the vehicle. In addition, because the vehicles are not registered as investment companies, there is an absence of regulation. There are numerous other risks in investing in these securities. The client will receive a private placement memorandum and/or other documents explaining such risks.

## Risk of Loss

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

### **Item 9. Disciplinary Information**

JJIC 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. JJIC does not have any required disclosures to this Item.

### **Item 10. Other Financial Industry Activities and Affiliations**

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

## Item 11. Code of Ethics

JJIC and persons associated with JJIC (“Associated Persons”) are permitted to buy or sell securities that it also recommends to clients consistent with the firm’s policies and procedures.

JJIC 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*”). JJIC’s *Code of Ethics* contains written policies reasonably designed to prevent the unlawful use of material non-public information by the firm or any of its associated persons. The *Code of Ethics* also requires that certain of JJIC’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.

When the firm is engaging in or considering a transaction in any security on behalf of a client, no *Access Person* 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*) a transaction in that security unless:

- the transaction has been completed;
- the transaction for the *Access Person* is completed as part of a batch trade (as defined below in Item 12) with clients; or
- a decision has been made not to engage in the transaction for the client.

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.

This *Code of Ethics* has been established recognizing that some securities trade in sufficiently broad markets to permit transactions by *Access Persons* to be completed without any appreciable impact on the markets of such securities. Therefore, under certain limited circumstances, exceptions may be made to the policies stated above.

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



## Item 12. Brokerage Practices

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

Factors which JJIC considers in recommending *Schwab* or any other broker-dealer to clients include their respective financial strength, reputation, execution, pricing, research and service. The commissions and/or transaction fees charged by *Schwab* may be higher or lower than those charged by other *Financial Institutions*.

The commissions paid by JJIC's clients comply with JJIC'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 JJIC 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. JJIC seeks competitive rates but may not necessarily obtain the lowest possible commission rates for client transactions.

JJIC 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 JJIC 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 JJIC 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 JJIC (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, JJIC may decline a client's request to direct brokerage if, in JJIC's sole discretion, such directed brokerage arrangements would result in additional operational difficulties.

Transactions for each client generally will be effected independently, unless JJIC decides to purchase or sell the same securities for several clients at approximately the same time. JJIC 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 JJIC's clients differences in prices and commissions or other transaction costs that might not have been obtained had such orders been placed independently. Under this procedure, transactions will generally be averaged as to price and allocated among JJIC's clients pro rata to the purchase and sale orders placed for each client on any given day. To the extent that JJIC determines to aggregate client orders for the purchase or sale of securities, including securities in which JJIC's *Supervised Persons* may invest, JJIC generally does 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. JJIC does not receive any additional compensation or remuneration as a result of the aggregation. In the event that JJIC 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, JJIC 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 JJIC in its investment decision-making process. Such research generally will be used to service all of JJIC'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 JJIC does not have to produce or pay for the products or services.

### **Software and Support Provided by Financial Institutions**

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JJIC may receive from *Schwab*, without cost to JJIC, computer software and related systems support, which allow JJIC to better monitor client accounts maintained at *Schwab*. JJIC may receive the software and related support without cost because JJIC renders investment management services to clients that maintain assets at *Schwab*. 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 JJIC, but not its clients directly. In fulfilling its duties to its clients, JJIC endeavors at all times to put the interests of its clients first. Clients should be aware, however, that JJIC's receipt of economic benefits from a broker-dealer creates a conflict of interest since these benefits may influence JJIC's choice of broker-dealer over another broker-dealer that does not furnish similar software, systems support, or services.

Additionally, JJIC may receive the following benefits from *Schwab* through its Schwab Institutional division: receipt of duplicate client confirmations and bundled duplicate statements; access to a trading desk that exclusively services its participants; access to block trading which provides the ability to

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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

### Account Reviews

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For those clients to whom JJIC provides investment management services, JJIC monitors those portfolios as part of an ongoing process, while regular account reviews are conducted on at least a monthly basis. For those clients to whom JJIC provides financial planning and/or consulting services, reviews are conducted on an “as needed” basis. Such reviews are conducted by the Principal of JJIC, Jeannine R. Weinberg. All investment advisory clients are encouraged to discuss their needs, goals, and objectives with JJIC and to keep JJIC informed of any changes thereto. JJIC contacts 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.

### Account Statements and Reports

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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 JJIC provides financial planning and/or consulting services (including divorce financial analysis) receive a report summarizing JJIC’s analysis and conclusions as requested by the client or as otherwise agreed upon in writing.

## Item 14. Client Referrals and Other Compensation

### Other Economic Benefits

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JJIC is required to disclose any relationship or arrangement where it receives an economic benefit from a third party (non-client) for providing advisory services. JJIC may receive economic benefits from non-clients for providing advice or other advisory services to clients. This type of relationship poses a conflict of interest, and is disclosed in response to Item 12, above.

### Client Referrals

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JJIC is further required to disclose any direct or indirect compensation that it provides for client referrals. JJIC does not compensate for referrals.

### Item 15. Custody

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

The *Financial Institutions* recommended by JJIC 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 JJIC. Clients should carefully review the statements sent directly by the *Financial Institutions*.

### Item 16. Investment Discretion

JJIC may be given the authority to exercise discretion on behalf of clients. JJIC 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. JJIC is given this authority through a power-of-attorney included in the agreement between JJIC and the client. Clients may request a limitation on this authority (such as certain securities not to be bought or sold). JJIC takes discretion over the following activities:

- The securities to be purchased or sold;
- The amount of securities to be purchased or sold;
- When transactions are made; and
- The *Independent Managers* to be hired or fired.

### **Item 17. Voting Client Securities**

JJIC is required to disclose if it accepts authority to vote client securities. JJIC does not vote client securities on behalf of its clients.



## Item 18. Financial Information

JJIC is not required to disclose any financial information pursuant to this Item due to the following:

- JJIC does not require or solicit the prepayment of more than \$1,200 in fees six months or more in advance of services rendered;
- JJIC does not have a financial condition that is reasonably likely to impair its ability to meet contractual commitments to clients; and
- JJIC has not been the subject of a bankruptcy petition at any time during the past ten years.

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