

**Item 1: Cover Page for Part 2B of Form ADV:
Brochure Supplement
January 2013**

TRACY DIESTEL

**TPG ADVISORS, LLC, DBA THE PHILLIPS GROUP ADVISORS
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**Firm Contact:
LARRY PHILLIPS
Chief Compliance Officer**

**Firm Website Address:
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This brochure supplement provides information about Tracy Diestel that supplements our Firm Brochure and our Wrap Fee Program Brochure. You should have received a copy of one or both of those brochures. 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 Tracy Diestel is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2: Educational Background & Business Experience

Tracy Jean Diestel

Born 1959

Business Experience

- 2009 – Present, The Phillips Group Advisors, Senior Vice-President
- 2009 – Present, Purshe Kaplan Sterling Investments, Inc., Registered Representative
- 2003 – 2009, RBC Wealth Management, Sr. Investment Associate
- 1996 – 2003, Wachovia Securities, Sr. Vice-President - Investments

Educational Background, Professional Designations, and Exams

- 1996 – Series 65
- 1992 – Series 63
- 1989 – Series 3

Item 3: Disciplinary Information

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

We have nothing to disclose in this regard.

Item 4: Other Business Activities

A. If Ms. Diestel is actively engaged in any investment-related business or occupation, including if Ms. Diestel 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 Ms. Diestel's 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 Ms. Diestel 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 Ms. Diestel receives. We must explain that this practice gives Ms. Diestel an incentive to recommend investment products based on the compensation received, rather than on your needs.

Ms. Tracy Jean Diestel 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.

She may offer certain qualified clients trading services which gives her 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 Ms. Diestel 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 Ms. Diestel's income or involve a substantial amount of Ms. Diestel's 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 Ms. Diestel's time and income, we may presume that they are not substantial.

Ms. Diestel is licensed to sell life and health insurance. She may receive the normal commissions for securities or insurance sales in her 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 Ms. Diestel 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 Ms. Diestel's 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

Mr. Phillips, Chief Compliance Officer of The Phillips Group Advisors, supervises and monitors Ms. Diestel's activities on a regular basis. Please contact Mr. Phillips if you have any questions about Ms. Diestel's brochure supplement at (818) 444-0280.