

THE PLANNING GROUP, LLC

FIRM BROCHURE

MARCH 18, 2013

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This brochure provides information about the qualifications and business practices of The Planning Group, LLC. If you have any questions about the contents of this brochure, please contact us at (601) 957-9557. 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.

The Planning Group, LLC is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

Additional information about The Planning Group, LLC is available on the SEC's website www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as a CRD number. The CRD number for the Advisor is 165546.

2. MATERIAL CHANGES

We have no material changes to report since our initial registration on November 8, 2012. In the future, this Item will discuss only specific material changes that are made to the Brochure and provide clients with a summary of such changes. We will also reference the date of our last annual update of our brochure.

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4. ADVISORY BUSINESS

A. OWNERSHIP/ADVISORY HISTORY

The Planning Group, LLC (“the Firm” or “we”) is a federally registered investment adviser. Denis Damiens, Jr. is the member of The Planning Group, LLC, which was established on April 23, 2009. It was subsequently registered as an investment adviser with the Securities and Exchange Commission.

B. ADVISORY SERVICES OFFERED

The Firm manages its client’s accounts by applying a proprietary analysis system to evaluate and identify those equities, exchange traded funds, or mutual funds that are best suited to a client’s stated goals and determined risk tolerances.

C. TAILORED SERVICES

The Firm tailors its advice to each client’s stated goals and risk tolerance. Clients can restrict the types of investments in which the Firm invests their accounts.

D. WRAP PROGRAM

The Firm does not participate in a wrap program. This section is not applicable.

E. CLIENT ASSETS MANAGED

As of December 31, 2012, the Firm advises on \$115,347,185 in assets on a non-discretionary basis.

5. FEES AND COMPENSATION

A monthly fee of \$1,000 will be charged to Alliance Trust Company, LLC (Institutional Banking Client) for investment advisory and other services. This fee is negotiable and will be paid on the 15th day of each month. A 30 day notice of fee changes will be provided. The services provided are also negotiable and subject to change from time to time based on the needs of the client.

6. PERFORMANCE-BASED FEES AND SIDE BY SIDE MANAGEMENT

The Firm does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client).

7. TYPES OF CLIENTS

The principal owner of the applicant also owns a trust company, Alliance Trust Company, LLC, which is the only client of the applicant. Applicant provides contracted services to Alliance Trust Company, LLC.

The Firm does not have a minimum account size or impose any restrictions on the client’s accounts.

8. METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

A. METHODS OF ANALYSIS AND INVESTMENT STRATEGIES

With respect to the Firm's portfolio management services, the Firm utilizes an individualized asset allocation method for each client account. When deciding on the asset allocation for a client's account, the Firm studies various market indicators such as financial newspapers and magazines, research prepared by other advisers, annual reports, prospectuses, filings with the Securities and Exchange Commission and company press releases. After studying the market indicators the Firm may move all, none or a portion of the client's account assets into the market.

B. INVESTMENT RISKS AND RECOMMENDED SECURITIES

The Firm may recommend one or more of several types of securities to be part of a client's financial plan. These securities may include, but are not limited to, the following: Bonds and other corporate debt instruments; Exchange Traded Funds; Mutual Funds such as Large Cap Growth, Large Cap Value, Mid Cap Growth, Mid Cap Value, Small Cap Growth, and Small Cap Value; Government Debt instruments including Treasury Bills and Municipal securities; Stocks; Preferred Stock; High Yield Debt; Domestic Fixed Income; Money Market Funds and Cash.

All investments bear different types and degrees of risk and **investing in securities involves risk of loss that clients should be prepared to bear.** While the Firm uses investment strategies that are designed to provide appropriate investment diversification, some investments have significantly greater risks than others. Obtaining higher rates of return on investments entails accepting higher levels of risk. Recommended investment strategies seek to balance risks and rewards to achieve investment objectives. A clients needs to ask questions about risks he/she does not understand, the Firm would be pleased to discuss them.

The Firm strives to render its best judgment on behalf of its clients. Still, it cannot assure or guarantee clients that investments will be profitable or assure that no losses will occur in an investment portfolio. Past performance is an important consideration with respect to any investment or investment adviser but is not a reliable predictor of future performance. The Firm continuously strives to provide outstanding long-term investment performance, but many economic and market variables beyond its control can affect the performance of an investment portfolio.

An investment could lose money over short or even long periods. A client should expect his/her account value and returns to fluctuate within a wide range, like the fluctuations of the overall stock and bond markets. A client's account performance could be hurt by:

- **Stock market risk:** The chance that stock prices overall will decline. Stock markets tend to move in cycles, with periods of rising stock prices and periods of falling stock prices.
- **Interest rate risk:** The chance that bond prices overall will decline because of rising interest rates.

- **Manager risk:** The chance that the proportions allocated to the various securities will cause the client's account to underperform relevant to benchmarks or other accounts with a similar investment objective.
- **International investing risk:** Investing in the securities of non-U.S. companies involves special risks not typically associated with investing in U.S. companies. Foreign securities tend to be more volatile and less liquid than investments in U.S. securities, and may lose value because of adverse political, social or economic developments overseas or due to changes in the exchange rates between foreign currencies and the U.S. dollar. In addition, foreign investments are subject to settlement practices, as well as regulatory and financial reporting standards, that differ from those of the U.S.
- **Credit risk:** This is the risk that an issuer of a bond could suffer an adverse change in financial condition that results in a payment default, security downgrade, or inability to meet a financial obligation.
- **Inflation Risk:** This is the risk that inflation will undermine the performance of your investment and/or the future purchasing power of your assets.
- **Portfolio Concentration:** Accounts not diversified among a wide range of types of securities, countries or industry sectors may have more volatility and are considered to have more risk than accounts that are invested in a greater number of securities because changes in the value of a single security may have more of a significant effect, either negative or positive. Accordingly, portfolios are subject to more rapid changes in value than would be the case if client maintained a more diversified portfolio.
- **Liquidity Risk:** Liquidity risk exist when particular investments are difficult to purchase or sell, possibly preventing the ability to sell such illiquid securities at an advantageous time or price, or possibly requiring the client to dispose of other investments at unfavorable times or prices in order to satisfy its obligations.

9. DISCIPLINARY INFORMATION

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events within the past 10-years that would be material to your evaluation of the Firm or the integrity of its management. The Planning Group, LLC and Denis J. Damiens, Jr. have no information applicable to this Item because they have never been the subject of any administrative, civil, criminal or regulatory proceedings.

10. OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

A. BROKER-DEALER AFFILIATIONS

The Firm, its owners and investment adviser representatives are not affiliated with a broker-dealer.

B. FUTURES/COMMODITIES FIRM AFFILIATION

The Firm, its owners and investment adviser representatives are not affiliated with a futures or commodities broker.

C. OTHER INDUSTRY AFFILIATIONS

The Firm's owner, Denis Damiens, is an independent insurance agent with life and health insurance licenses. Mr. Damiens sells insurance through The Investment Group, Ltd. This causes a conflict of interest because he receives commissions for the sale of insurance that are separate from the investment management fee outlined above. He attempts to mitigate the conflict of interest to the best of his ability by placing the client's interests ahead of his own through his fiduciary duty.

Mr. Damiens is an investment adviser representative of Sierra Nevada Wealth Management, LLC. Mr. Damiens may recommend the services of Sierra Nevada Wealth Management, LLC to the Firm's clients. This causes a conflict of interest because he receives advisory fees that are separate from the investment management fee outlined in the Firm's brochure. He attempts to mitigate the conflict of interest to the best of his ability by placing the client's interests ahead of his own through his fiduciary duty.

Mr. Damiens owns a trust company, Alliance Trust Company, LLC. Mr. Damiens may offer the trust company's services to Clients of the firm. With the ability to work as a Client's trust company and investment adviser representative, this could be viewed as a conflict of interest because each service pays a separate fee or commission. However, Mr. Damiens attempts to mitigate any conflicts of interest to the best of his ability by acting as a fiduciary in both capacities, by placing the Clients interests ahead of his own and through the implementation of policies and procedures that address the conflict.

D. SELECTION AND MONITORING OF THIRD PARTY INVESTMENT ADVISERS

The Firm does not use the services of Third Party Investment Advisers. This section is not applicable.

11. CODE OF ETHICS

A. DESCRIPTION

The Firm's Code of Ethics establishes ideals for ethical conduct upon fundamental principles of openness, integrity, honesty, and trust. The Firm will provide a copy of our Code of Ethics to any Client or prospective Client upon request.

The Firm's Code of Ethics covers all supervised persons and it describes its high standard of business conduct, and fiduciary duty to its Clients. The Code of Ethics includes provisions relating to the confidentiality of Client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among

other things. All supervised persons at the Firm must acknowledge the terms of the Code of Ethics annually, or as amended.

B. MATERIAL INTEREST IN SECURITIES

The Firm, its owner and investment adviser representatives do not recommend the purchase or sale of securities in which they have a material financial interest.

C. INVESTING IN OR RECOMMENDING THE SAME SECURITIES

On occasion, the Firm's owner and investment adviser representatives may buy or sell for their own accounts securities that are the same as, similar to, or different from those that they recommend to their clients for purchase or sale. Differences can arise due to variations in personal goals, investment horizons, risk tolerance, and the timing of purchases and sales. The Firm attempts to mitigate the conflict of interest to the best of its ability through the enactment of the Firm's code of ethics, trading policies, and its fiduciary responsibilities. Nonetheless, the Firm generally attempts to place client transactions ahead of the owner and investment adviser representative's trades. The associates of the Firm are aware of their fiduciary duty to their clients and the prohibitions against the use of any insider information. Records of all associates' proprietary trading activities will be kept by the Firm, available to regulators to review on the premises.

12. BROKERAGE PRACTICES

A. RECOMMENDATION CRITERIA

The Firm does not recommend broker-dealers or independent custodians to its Clients. All clients are obtained from the Alliance Trust Company, LLC, which handles all custodial services.

i. RESEARCH AND SOFT DOLLARS

"Soft dollars" are defined as a form of payment investment firms can use to pay for goods and services such as subscriptions or research. When an investment firm gives its business to a particular brokerage firm, the brokerage firm in return can agree to use some of its revenue to pay for these types of services. The Firm does not receive "soft dollars" from any vender, service provider or custodian in exchange for its placement of brokerage services.

ii. BROKERAGE FOR CLIENT REFERRALS

The Firm does not receive Client referrals or any other incentive from any custodian or third-party.

iii. DIRECTED BROKERAGE

The Firm does not allow Clients to direct their brokerage services.

B. TRADE AGGREGATION

The Firm does not aggregate trades. This section is not applicable.

13. REVIEW OF ACCOUNTS

A. PERIODIC REVIEWS

The Firm's owner, Denis Damiens, will meet with clients periodically, no less than annually, or on an ad hoc basis to review the investment allocation strategies, economic and market conditions, and investment instruments being utilized. Revisions to allocations and investment instruments will be made to client accounts accordingly. The Firm has procedures in place to periodically review all outstanding positions and asset allocations.

B. OTHER REVIEWS

Additional reviews are conducted periodically depending on market conditions.

C. REPORTS

The Firm does not prepare reports for the client. Clients receive monthly statements from their custodian. The Firm urges Clients to carefully review such statements.

14. CLIENT REFERRALS AND OTHER COMPENSATION

A. OTHER COMPENSATION

The Firm does not receive extra compensation or any other economic benefit for providing investment advice or other advisory services to clients.

B. CLIENT REFERRALS

The Firm does not pay for client referrals or use solicitors.

15. CUSTODY

All Client funds, securities and accounts are held at third-party custodians. The Firm does not take possession of a client's securities.

16. INVESTMENT DISCRETION

The Firm's services are non-discretionary investment management services. With non-discretionary investment management services, the client retains full discretion to supervise, manage, and direct the assets of the account. The Firm will make recommendations on how the Account should be managed. However, the client will be free to manage the account with or without the Firm's recommendation and all with or without the Firm's prior consultation.

17. VOTING CLIENT SECURITIES

The Firm will **not** be responsible for responding to proxies that are solicited with respect to annual or special meetings of shareholders of securities held in clients' accounts. Proxy

solicitation materials will be forwarded to clients for response and voting. In the event a client has a question about a proxy solicitation, the client should contact his/her investment adviser representative.

18. FINANCIAL INFORMATION

A. BALANCE SHEET

The Firm does not require or solicit prepayment of more than \$1200 in fees per client, six months or more in advance.

B. FINANCIAL CONDITION

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about the Firm's financial condition. The Firm has no financial commitment that impairs its ability to service its clients.

C. BANKRUPTCY

The Firm, its owners and its investment adviser representatives have not been the subject of a bankruptcy proceeding.