

Game Plan Advisors, Inc.

Client Brochure

This Brochure provides information about the qualifications and business practices of Game Plan Advisors, Inc. If you have any questions about the contents of this Brochure, please contact us at (936)449-5952 or via email at craig@craigwear.com. 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.

Game Plan Advisors, Inc. 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 Game Plan Advisors, Inc. is also available on the SEC's Web site at www.adviserinfo.sec.gov.

Game Plan Advisors, Inc. SEC number is: 801-72512

The firm's CRD number is: 114641

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July 15, 2016

ITEM 2: MATERIAL CHANGES

On an ongoing basis, this item will discuss only specific material changes that are made to the Brochure and provide Clients with a summary of such changes. Game Plan Advisors, Inc. (“Game Plan” or “Firm”) will also reference the date of its last annual update of the Brochure.

Further, Game Plan will provide clients with a new Brochure as necessary based on changes or new information, at any time, without charge. As this time, there are no material changes to be disclosed under this item.

Currently, Game Plan’s Brochure may be requested by contacting Craig Wear, CCO, by phone at (936) 449-5952 or via email at craig@craigwear.com.

Additional information about Game Plan is also available via the SEC’s Web site at www.adviserinfo.sec.gov. The SEC’s Web site also provides information about any persons affiliated with Game Plan who are registered, or are required to be registered, as investment adviser representatives of Game Plan.

Since the Firm’s last Disclosure Document, Form ADV Part 2A which was dated November 2, 2015, the Firm has experienced no material changes.

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* The SEC requires all investment advisers to organize their disclosure documents according to specific categories listed above, some of which may not pertain to Game Plan’s business. When a required category is not relevant to our business, we will state that it does not apply.

ITEM 4: ADVISORY BUSINESS

A. Firm Description

Game Plan was formed December 12, 1995 as a corporation organized pursuant to the laws of the State of Texas. Game Plan is 100% owned by Craig Wear, who serves as President.

B. Types of Advisory Services

The Firm provides fee-based Financial Planning, Investment Management and Investment Consultation Services to individuals and high net worth individuals.

Game Plan will first review client's present financial situation in an effort to assess client's investment needs. Various data gathering methods and tools are utilized to fully understand client's situation and particular needs.

Recommended investments may generally include mutual funds, exchange traded funds, short-term instruments, stocks, bonds, or other investment vehicles. Investment Management provides for regular portfolio reviews as often as client may prefer.

Portfolio Management Services provided by Game Plan include asset management of client funds. Game Plan designs, revises, reallocates and manages flexible portfolios and is authorized to use a wide variety of investments and asset classes in an attempt to seek profits and to protect capital under a wide range of changing environments. Portfolios shall attempt to achieve returns when they can reasonably be expected under prevailing market condition and account objectives. Game Plan does not promise or guarantee profits. Flexible portfolio objectives include Preservation of Capital, Income, Conservative Growth, Moderate Growth, and Aggressive Growth. Alternate names for the portfolios may be used for marketing purposes. Equities and alternative investments may be used in the Preservation and Income portfolios to preserve and increase portfolio value. Specific investments, timing and proportions are determined by Game Plan and vary over time. Flexible portfolios may include all types of mutual funds, securities or asset classes such as domestic, international, and emerging market stocks, bonds and certificates of deposit, American depository receipts, sector funds, focus funds, leveraged funds and ETFs, precious metals stock funds, bullion funds, bear market funds, short funds and individual stocks, bonds, convertibles, preferred stocks, master limited partnerships, royalty trusts, real estate investment trusts, exchange traded funds, and closed end funds. Other investments may also be used when in client's best interest.

Clients are requested to contact Game Plan promptly if there has been a change in clients' current financial status to determine if there needs to be a change in their investment objectives and strategies. Clients will receive transaction statements as they may occur, and a monthly or quarterly statement of account from the custodian or brokerage firm where the assets are custodied. Clients may also be given access to internet sites that report transaction and balance information.

Game Plan generally maintains discretionary authority over client's accounts. Adviser does not have custody of clients' funds or securities. Additionally, clients have a direct and beneficial interest in their securities, rather than an undivided interest in a pool of securities.

Game Plan may determine that having a professional third party money manager assist you with your 401(k) plan is in your best interests. We have a contract with Q3 Advisors, LLC ("Q3 Advisors"), an affiliated investment advisory firm, to provide you with the level of assistance you need under a program Q3 Advisors terms, "Active 401kAdvisory Service."

Due to the nature of their program, Q3 Advisors is required to provide you with a separate disclosure document. You should carefully review this document for important and specific program details.

Game Plan began initially offering the 401(k) services as part of its advisory services. Q3 Advisors was formed in May 2016 and began offering the services in June 2016. For a period of time, Game Plan may still provide the advisory service to legacy clients but the advice will eventually be provided entirely by Q3 Advisors. Once the advice portion has been fully assumed by Q3 Advisors, Game Plan will still collect subscription fees in the same manner as any other adviser who contracts with Q3 Advisors.

Active 401k Advisory Service is most appropriate for clients who are active participants in a company sponsored 401k account or who own a variable annuity or variable life insurance policy. This service will assist clients who desire initial and ongoing assistance, recommendations and alerts in designing and managing a diversified portfolio, and making adjustments for changing conditions. Active 401k Service includes investment monitoring, adviser alerts, and dynamic asset allocation and other signals from computer based models for individuals and retirement plan participants that wish to manage their own investments in those accounts but want assistance with ongoing investment decisions. This service may be useful to clients who are plan participants in an employer sponsored retirement plan such as a 401k, 403b, 457, Keogh, Profit Sharing, or other retirement plans. Client receives verbal, electronic, or written recommendations regarding investment allocations and client decides whether to follow recommendations.

General Investment Consultation Services are available in addition to fee-based Investment Management. Game Plan provides investment and financial advice through individual consultations for those clients who do not desire intensive Financial Planning or Investment Management services. These consultation services can be general in nature or focused on particular areas of interest and may be uniquely personalized, depending upon client's needs. The nature of these services will be determined at the time of engagement. Fees for consultation services may be up to \$500 per hour, with an estimate of the total time needed provided to client prior to engagement. Fees will be due as agreed upon by both parties. Either party may immediately terminate consultation services upon written notice.

Game Plan may provide a newsletter to advisory clients free of cost or obligation. The Advisory Representatives of Game Plan may conduct Seminars or educational classes that may include presentations on financial planning, investment management, various investment and insurance strategies, and college funding, estate and retirement planning. Game Plan may charge a fee for seminars or educational courses and would have such costs outlined in the invitation. The cancellation provisions would also be noted in the invitation. Attendees are under no obligation to do so but are welcome to engage individualized services with Game Plan.

C. Client Tailored Services and Client Imposed Restrictions

Financial Planning Services provided by Game Plan include advice on issues relating to income, estate planning, college planning, retirement planning, income tax planning (but not income tax advice or preparation), and insurance issues. After an assessment of client's overall financial situation, a determination is made as to the fee that will be assessed to client for the Financial Planning services that are needed. The amount of the fee will range from \$0 to \$10,000 and is based on the level of complexity of client's financial situation as well as the scope of the overall planning services to be performed.

Investment Management Services provided by Game Plan include portfolio construction, asset allocation, monitoring, and review of client's portfolio. After an interview is conducted, Game Plan will review the client's individual needs, goals, time horizons, risk tolerance, risk capacity, desired strategies, net worth, net income, age, tax situation and various other factors. Game Plan utilizes the information provided by the client to provide recommendations for investments that may include planning for long-range goals or other segments of an investment plan that may be desired.

D. Wrap Fee Programs

Game Plan does not sponsor or manage a wrap fee program.

E. Amount of Assets Under Management

Game Plan manages accounts on both a discretionary and non-discretionary basis. As of April 13, 2016 the Firm had \$100,017,482 total assets under management with \$100,006,802 managed on a discretionary basis and the remainder, \$10,680, managed on a non-discretionary basis.

ITEM 5: FEES, COMPENSATION AND TERMINATION OF SERVICES

A. Description of Compensation and Basic Fee Schedule

Advisory Fee Schedule ranges from .25% to 3% as agreed upon by both parties. The billing of fees for the initial quarter may be deferred until the end of the initial quarter and will be adjusted pro-rata based upon the number of calendar days in the calendar quarter that the Agreement goes into effect. Fees are calculated by multiplying the assets under management by the relevant annual percentage rate and then allocating the percentage of the fee attributable to the quarter based upon the actual number of days in the quarter. The value established by the custodian on the last business day of the calendar quarter will be used in determining the “assets under management.” All advisory fees are negotiable, and fees are not collected for services to be performed more than six months in advance. Fees for Investment Management Services may be modified depending upon the size of the portfolio, complexity of services required and at the discretion of Game Plan. Advisory fees are agreed upon at engagement.

Investment Management fees may be paid directly by client. For all discretionary accounts, Game Plan maintains a Limited Power of Attorney for the purposes of directing and or otherwise effecting investments on behalf of the managed account, for the direct payment of Game Plan’s fees and or the payment of commissions, custodial fees and or other charges incurred by the managed account.

Clients may also bear certain charges imposed by third parties other than Game Plan in connection with investments made through their accounts, including but not limited to, servicing fees, and IRA or Qualified Retirement Plan fees. Fees may be higher or lower than fees charged by other investment advisors for similar services. A current list of transaction fees is available upon request.

Game Plan pays a subscription fee to Q3 Advisors for their advisory services. Your advisory fee with us includes this service. You will not be charged a separate fee from us for Q3 Advisors for these services.

In addition to fee-based Investment Management, Game Plan provides investment and financial advice through individual General Consultations for those clients who do not desire intensive

Financial Planning or Investment Management services. These Consultations can be general in nature or focused on particular areas of interest and may be uniquely personalized, depending upon client's needs. The nature of these services will be determined at the time of engagement. Fees for consultation services may be up to \$500 per hour, with an estimate of the total time needed provided to client prior to engagement. Fees will be due as agreed upon by both parties.

Either party may immediately terminate consultation services upon written notice. The Firm does not receive any compensation from the other advisers/managers.

B. Payment of Fees

Fees are payable quarterly, in advance, and such fees may be deducted from client's account(s) within 30 days following the end of the quarter for which said fees will be incurred. Investment Management fees may be paid directly by client.

C. Other Fees

The aforementioned advisory fees are for Game Plan advisory services only. All fees paid to Game Plan for advisory services are separate from the fees and expenses charged to shareholders of mutual funds share by mutual funds, or by the investment adviser managing the portfolios. A complete explanation of these expenses charged by the mutual funds is contained in each mutual fund's prospectus. No portion of such fees are payable to Game Plan. Clients are encouraged to read each fund prospectus.

D. Prepayment of Fees

Fees are not collected for services to be performed more than six months in advance. Client may terminate the Investment Management Advisory Agreement at any time and without penalty upon receipt of written notice by either party. If this agreement is terminated within five business days of inception, client is entitled to a full refund of any pre-paid Advisory fees. If the Agreement is terminated after the initial five days of its inception, client will be entitled to a pro rata refund of any pre-paid quarterly fee, based upon the number of days remaining in the quarter after termination. Active 401k Advisory Service fees are paid in advance but are not debited from the accounts since this could be considered a taxable distribution. If the service is cancelled during the month, no refund will be provided on a prorated basis.

E. Other Compensation

Neither the Adviser nor its supervised persons accept any compensation/commission for the recommendation of securities or non-securities products including asset-based sales charges or service fees from the sale of mutual funds or insurance products.

ITEM 6: PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

Game Plan does not charge any performance-based fees or fees that are based on a share of capital gains on or capital appreciation of the assets of a client.

ITEM 7: TYPES OF CLIENTS

Game Plan provides portfolio management services primarily to individuals and high net worth individuals.

ITEM 8: METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

A. Methods of Analysis and Investment Strategies

Game Plan uses computer models, economic and data research, as well as other indicators to monitor changing conditions and risk levels in the economy and financial markets. Multiple indicators and methods are used to reduce risk of reliance on a single indicator, system or method. Methods include economic analysis, stock analysis, asset class analysis, trend analysis, fundamental analysis, technical analysis, spreadsheet models, formulas and data analysis, sentiment indicators, and ongoing research and development in sophisticated investing strategies. Game Plan's investment information may come from one or more market signal services.

B. Material Risks

Clients should be aware that investing in securities involves risk of loss that they should be prepared to bear. Reallocations, exchanges and sales of securities will create taxable events except when tax-exempt or tax deferred accounts or vehicles are used. Game Plan gives priority to investment decisions over tax decisions and personal tax consequences for client are not a primary consideration. Game Plan does not promise or guarantee profits.

C. Certain Risk Factors

All investments carry some amount of risk. Game Plan's investment strategies may be subject to the following principal investment risks:

Credit Risks – The risk that the portfolio could lose money if the issuer or guarantor of a fixed-income security, or the counter-party to a derivative contract, is unable or unwilling to meet its financial obligations.

Counter-Party Risks – A portfolio may incur a loss if the other party to an investment contract, such as a derivative, fails to fulfill its contractual obligation.

Currency Risks – The risk that foreign currencies will decline in value relative to the US dollar and affect a portfolio's investments in foreign (non-US) currencies or in securities that trade in, and receive revenues in, or in derivatives that provide exposure to, foreign (non-US) currencies.

Debt Securities Risks – The issuer of a debt security may fail to pay interest of principal when due, and changes in market interest rates may reduce the value of debt securities or reduce the portfolio's returns.

Derivatives Risks – The use of derivatives such as futures, options and swap agreements can lead to losses, including those magnified by leverage, particularly when derivatives are used to enhance return rather than offset risk.

Emerging-Markets Risk – Foreign investment risks are typically greater for securities in emerging markets, which can be more vulnerable to recessions, currency volatility, inflation and market failure.

Equity Risks – The risk that the value of equity securities, such as common stocks and preferred stocks, may decline due to general market conditions which are not specifically related to a particular company or to factors affecting a particular industry or industries. Equity securities generally have greater price volatility than fixed income securities.

ETF Risks – A portfolio will be exposed indirectly to all of the risks of securities held by an ETF.

Foreign Investment Risk – Foreign investments face the potential of heightened illiquidity, greater price volatility and adverse effects of political, regulatory, tax, currency, economic or other macroeconomic developments.

High-Yield Securities Risk – High-yield securities have a much greater risk of default or of not returning principal and tend to be more volatile than higher-rated securities of similar maturity.

Interest-Rate Risk – The risk that fixed income securities will decline in value because of an increase in interest rates.

Issuer Risk – The value of a security may decline because of adverse events or circumstances that directly relate to conditions at the issuer or any entity providing it credit or liquidity support.

Issuer Non-Diversification Risk – The risks of focusing investments in a small number of issuers, industries, or foreign currencies, including being more susceptible to risks associated with a single economic, political or regulatory occurrence than a more diversified portfolio might be.

Leverage Risk – The risk that certain portfolio transactions may give rise to leverage, causing the portfolio to be more volatile than if it had not been leveraged.

Leveraged/Inverse ETF Risk- Leveraged ETFs seek to deliver multiples of the performance of the index or benchmark they track. Inverse ETFs (also called “short” funds) seek to deliver the opposite of the performance of the index or benchmark they track. Like traditional ETFs, some leveraged and inverse ETFs track broad indices, some are sector-specific, and others are linked to commodities, currencies, or some other benchmark. Inverse ETFs often are marketed as a way for investors to profit from, or at least hedge their exposure to, downward moving markets. Leveraged inverse ETFs (also known as “ultra short” funds) seek to achieve a return that is a multiple of the inverse performance of the underlying index. An inverse ETF that tracks a particular index, for example, seeks to deliver the inverse of the performance of that index, while a 2x (two times) leveraged inverse ETF seeks to deliver double the opposite of that index’s performance. To accomplish their objectives, leveraged and inverse ETFs pursue a range of investment strategies through the use of swaps, futures contracts, and other derivative instruments. Most leveraged and inverse ETFs “reset” daily, meaning that they are designed to achieve their stated objectives on a daily basis. Their performance over longer periods of time — over weeks or months or years — can differ significantly from the performance (or inverse of the performance) of their underlying index or benchmark during the same period of time. This effect can be magnified in volatile markets.

Liquidity Risk – A security may not be able to be sold at the time desired or without adversely affecting the price.

Market Risk – The market price of securities held by a portfolio may rapidly or unpredictably decline due to factors affecting securities markets generally or particular industries.

Mortgage- and Asset-Backed Securities Risk – These securities may decline in value when defaults on the underlying mortgage or assets occur and may exhibit additional volatility in periods of changing interest rates. When interest rates decline, the prepayment of mortgages or assets underlying such securities may require the reinvestment of money at lower prevailing interest rates, resulting in reduced returns.

Regulatory Risk – The risk that changes in government regulations may adversely affect the value of a security. An insufficiently regulated industry or market might also permit inappropriate practices that adversely affect an investment.

Short Sale Risk – The risk of entering into short sales includes the potential loss of more money than the actual cost of the investment, and the risk that the third party to the short sale may fail to honor its contract terms, causing a loss to a portfolio.

Private Securities Risk – Private securities contain the risks of their respective public securities, but these risks can be magnified due to their illiquidity and lack of public knowledge on the business. These securities are inherently more risky.

Real Estate Risk – The real estate market has experienced some large swings recently. Due to changes in interest rates, the lending market, economic policy, and supply and demand, in addition to illiquidity, real estate investments can carry a great deal of risk.

ITEM 9: DISCIPLINARY INFORMATION

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Game Plan or the integrity of Game Plan's management.

A. Criminal or Civil Action

Craig Wear, President, was involved in a dispute with a customer in 2006 that involved civil litigation. The customer alleged that Mr. Wear advised him to invest in a car wash that failed after fourteen months of operations. At the time of the sale, the client signed a statement acknowledging that the transaction was not related to the financial planning/advisory relationship, that the business had inherent risks, and that there was no guarantee of that business making any profit. For additional information regarding this matter, please consult the SEC Web site at www.adviserinfo.sec.gov.

B. Administrative Procedure

Neither Game Plan, nor any of our employees, has had any administrative proceedings before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority.

C. Self-Regulatory Organization

Neither Game Plan, nor any of our employees, has had any proceedings before any self-regulatory organizations.

ITEM 10: OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

A. Registration as a Broker/Dealer or Broker/Dealer Representative

The Advisory Representatives of Game Plan concentrate their efforts toward financial planning and investment advisory services. The Advisory Representatives of Game Plan may be licensed to provide insurance services to clients. Insurance products are provided to clients for personal, estate and business needs. These activities are estimated to utilize less than 10% of the representative's time.

B. Registration as a Futures Commission Merchant, Commodity Pool Operator or a Commodity Trading Adviser

Neither Game Plan nor its representatives are registered as a Futures Commission Merchant, Commodity Pool Operator or a Commodity Trading Adviser.

C. Registration Relationships Material to This Advisory Business and Conflicts of Interest

Craig Wear has material ownership in Craig G. Wear, CFP, Inc., and Craig Wear Financial Group, LLC, companies involved in the sale of fixed insurance products. Both companies may receive compensation from the direct sale of fixed insurance products and may share in commissions from the sales of fixed insurance products of other financial professionals trained. These activities are estimated to utilize less than 10% of Mr. Wear's time. Mr. Wear also owns Game Plan Tax Services ("GPTS") which offers tax preparation services through a network of CPAs. GPTS and Game Plan may refer clients to one another but no referral fees or revenue sharing will exist between the two entities. The Firm will make the necessary disclosures to each client of any potential conflict of interests that may arise from these entities.

Craig Wear is affiliated with, and the sole owner of, Q3 Advisors, LLC. ("Q3") an SEC registered Investment Adviser that provides active management, on a nondiscretionary basis, to participants in company retirement programs, predominately 401k plans. This service is termed "Active 401k Advisory Service" and is software driven based upon proprietary algorithms purchased from third parties or developed and owned by Q3 Advisors. The 401k Active Advisory Services will be delivered primarily through www.my401kinvesting.com. The intellectual property and delivery methods utilized on that site are owned by Activity Strategies, LLC. This relationship creates a conflict of interest in that Mr. Wear has an economic incentive to recommend that clients utilize Q3 to provide non-discretionary advice to clients on their 401k

accounts. The Firm mitigates this incentive by not offering this type of advice through Game Plan and ensuring that the clients are aware of the relationship between the firms.

Craig Wear is affiliated with, and an owner of, Eagle Mountain Advisors, LLC, (“EMA”) a Texas registered investment adviser that manages assets for management and performance fees.

He devotes less than ten hours each week to this role and is compensated through his ownership interest. This relationship creates a conflict of interest in that Mr. Wear has an economic incentive to recommend that clients utilize EMA rather than Game Plan. The Firm mitigates this conflict by ensuring that any clients referred to EMA are suitable and qualified for utilizing EMA’s strategies and that they are aware of the relationship between the two firms.

Dudley Lehmer, one of the other owners of Eagle Mountain, is also an investment advisory representative of Game Plan. This relationship creates a conflict of interest because Mr. Lehmer may have incentive to refer clients to Eagle Mountain. The Firm mitigates this conflict by ensuring that clients are suitable and qualified for utilizing Eagle Mountain’s strategies and that they are aware of the relationship between the two firms.

D. Selection of Other Advisors of Managers and How This Adviser is Compensated for Those Selections

Game Plan does not currently select or recommend other investment advisers for its clients including EMA. It may refer clients to Q3 if they need non-discretionary advice on 401ks. There currently is not an incentive fee arrangement in place between Q3 and Game Plan.

Game Plan is not compensated by Q3 Advisors for providing their services to its clients. Game Plan pays a fee to them for such services. Therefore, there is no conflict of interest in recommending them since Game Plan does not receive compensation.

ITEM 11: CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

A. Code of Ethics

Game Plan has adopted a Code of Ethics to ensure that securities transactions by Game Plan employees are consistent with Game Plan’s fiduciary duty to its clients, and to ensure compliance with legal requirements and Game Plan’s standards of business conduct. Game Plan requires transaction confirmation and quarterly reporting. A written copy of Game Plan’s Code of Ethics is available upon request.

Game Plan will maintain a record of required personal securities transactions. All applicable rules and regulations will be strictly enforced. Game Plan will not permit insider trading.

B. Recommendations Involving Material Financial Interests

To prevent conflicts of interest, all employees of Game Plan must comply with Game Plan's Written Supervisory Procedures and Code of Ethics, which imposes restrictions on the purchase or sale of securities for their own accounts and the accounts of certain affiliated persons.

C. Investing in the Same Securities as Clients

No security may be bought or sold by a principal or employee of Game Plan before Game Plan's clients' accounts have had the opportunity to make such transactions as appropriate. All Game Plan principal and employee trades will be reviewed by the compliance officer. Principals and employees will not receive a more favorable execution price on a particular day than those received by Game Plan's investment advisory clients. It is Game Plan's policy that the Firm will not effect any principal or agency cross securities transactions for client accounts. Game Plan will also not cross trades between client accounts.

D. Trading the Same Securities as Clients' Securities

Notwithstanding the above, Game Plan, and/or their officers, directors or employees may purchase for themselves similar or different securities as are purchased or recommended for investment advisory clients of Game Plan, and that different security transactions may be effected or recommended for different investment advisory clients of Game Plan.

ITEM 12: BROKERAGE PRACTICES

Selecting Brokerage Firms

Game Plan will maintain discretion over Investment Management accounts as evidenced by the client Agreement. Game Plan will not have discretionary authority to withdraw funds or take custody of clients' funds or securities.

Game Plan will supervise and direct the investments of clients' accounts subject to such limitations as client may impose in writing. Game Plan as agent and attorney-in-fact with respect to client's account, when it deems appropriate, without prior consultation with client, may, (a) direct the purchase, sell, exchange, conversion, and otherwise trade in stocks, bonds and other securities including money market instruments, and (b) place orders for the execution of such securities transactions. Game Plan will allocate brokerage transactions in a manner it believes to be fair and responsible to its clients, and consistent with client objectives. The Representatives and Associated Persons of Game Plan realize that the sharing of non-public personal information is an act of trust and take this issue very seriously. All information provided by clients to Game Plan and information and advice furnished by the Firm to clients

shall be treated as confidential and shall not be disclosed to non-affiliated third parties, except as permitted by clients with written authorization, or as required by any rule, regulation or law of any regulatory or self-regulatory organization of which Game Plan or its Associated Persons may be subject. It is the policy of the Firm to restrict access to records to only those associates who need to have such information in order to deliver the financial planning, investment advisory or administrative services of the Firm. The Firm secures its offices during non-business hours.

Game Plan has entered into an agreement with Street One Financial LLC (“Street One”), an independent entity affiliated with GWM Group, Inc., a full service registered broker/dealer and a member of FINRA/SIPC to provide execution services away from TD Ameritrade. All trades are executed by GWM Group, Inc. and are cleared and settled with National Financial Services LLC. Game Plan may choose, if it feels it is in its clients’ best interest due to order size or pricing, to place certain trades with Street One. All securities will still be held with the custodian selected by the client.

1. Research and Other Soft Dollar Benefits

Game Plan participates in the institutional adviser program (the “Program”) offered by TD Ameritrade Institutional. TD Ameritrade Institutional is a division of TD Ameritrade Inc., member FINRA/SIPC/NFA (“TD Ameritrade”), an unaffiliated SEC-registered broker-dealer and FINRA member. TD Ameritrade offers to independent investment advisors services which includes custody of securities, trade execution, clearance and settlement of transactions. Advisor receives some benefits from TD Ameritrade through its participation in the Program. (Please see the disclosure under Item 14 below.)

2. Brokerage for Client referrals

Game Plan does not consider whether it receives referrals from broker/dealers when it selects or recommends broker/dealers to its clients. The Firm bases its recommendations on the client’s needs and what is in the best interests of the clients when it recommends or selects a broker/dealer.

3. Directed Brokerage

Game Plan does not maintain agreements with referring brokers regarding its internal allocation of brokerage transactions. However, all or a sizable portion of a particular clients’ brokerage transaction business will be directed to TD Ameritrade. Although Game Plan is confident that TD Ameritrade will provide both the clients and the Firm with excellent service, the selection of the firm may not result in best execution in all cases.

B. Aggregation of Securities for Multiple Client Accounts

When trading the same security across multiple accounts, Game Plan may aggregate or place a block trade and allocate the order to each client accordingly. This will result in less execution costs and expenses. When executing this type of order, the execution price will “average priced” so that each client receives the same execution price and to avoid any potential conflicts of interest. If an employee of Game Plan is included in the order, Game Plan will ensure that the employee account does not receive a better price than the client. Game Plan will be responsible for all trading errors should they occur.

The commission amount and per share commission rate will differ among clients with directed brokerage relationships due to the dollar value and the size (number of shares) of the trade for each account, and the total relationship between the client and their broker. Because each client may differ in portfolio size, investment objective, equity exposure and the extent of the relationship with their broker, Game Plan does not negotiate commission discounts on the block transaction itself.

ITEM 13: REVIEW OF ACCOUNTS

A. Periodic Reviews

Investment Management involves periodic monitoring and review of portfolio assets. Investment management services entail quarterly internal reviews. Reviews will be conducted by Craig Wear. Mr. Wear will review investment results, asset allocation, client objectives and other variables that may have been identified during the course of the engagement. Game Plan Advisors, Inc. advises clients to immediately notify the Firm of any changes to client’s financial status in the event there needs to be a change in client’s investment plan. Otherwise, personal meetings with clients to review investment results and strategies are performed at client’s discretion.

B. Factors that Will Trigger Non-Periodic Reviews

These reviews may occur more frequently, depending upon the underlying assets in the portfolios, market conditions or as desired by client.

C. Reports Provided to Clients

Clients receive standard account statements from investment sponsors and brokerage firms monthly or quarterly, depending upon the custodian utilized.

ITEM 14: CLIENT REFERRALS AND OTHER COMPENSATION

A. Third Party Compensation

Game Plan does not provide compensation either directly or indirectly to any non-supervised person for referrals. Additionally, the Firm does not receive any economic benefits from any non-clients for providing investment advice to Game Plan's clients.

B. Referrals

Other than the services noted above, Game Plan does not provide compensation either directly or indirectly to any non-supervised person for referrals.

ITEM 15: CUSTODY

Game Plan does not maintain customer's funds or securities. Clients should receive at least quarterly statements from the broker-dealer, bank or other qualified custodian that holds and maintains clients' investment assets. Game Plan urges its clients to carefully review such statements and compare such official custodial records to the account statements that it may provide. Game Plan's statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

ITEM 16: INVESTMENT DISCRETION

Game Plan usually receives written discretionary authority from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought or sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client account. When selecting securities and determining amounts, Game Plan observes the investment policies, limitations and restrictions of the clients for which it advises. Investment guidelines and restrictions must be provided to Game Plan in writing.

ITEM 17: VOTING CLIENT SECURITIES

Game Plan shall not take any action or render any advice with respect to the voting of proxies solicited by, or with respect to, the issuers of any securities held in the Accounts.

ITEM 18: FINANCIAL INFORMATION

Registered investment advisers are required in this Item to provide clients with certain financial information or disclosures about their financial condition. Game Plan is well capitalized, has no

financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients and has not been the subject of a bankruptcy proceeding.

A. Balance Sheet

Game Plan does not require nor solicit prepayment of investment advisory fees which would result in custody issues. Therefore, the Adviser is not required to include a balance sheet with this brochure.

B. Financial Conditions

Neither Game Plan nor its management have any financial conditions that are likely to reasonably impair the Adviser's ability to meet contractual commitments to clients.

C. Bankruptcy Petitions

Game Plan has not been the subject of a bankruptcy petition in the last ten years.

Professional Designations

Certain Game Plan IARs may be Certified Financial Planners ("CFP"). A description of this professional designation follows.

The CERTIFIED FINANCIAL PLANNER™, CFP® and federally registered CFP (with flame design) marks (collectively, the "CFP® marks") are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. ("CFP Board").

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education – Complete an advanced college level course of study addressing the financial planning subject areas that CFP Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning and estate planning;

- Examination – Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, include case studies and client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real world circumstances;
- Experience – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- Ethics – Agree to be bound by CFP Board's *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- Continuing Education – Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and
- Ethics – Renew an agreement to be bound by the *Standards of Professional Conduct*. The Standards prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.