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Item 1- Cover Page

Michael Welz, CFA, CAIA, CIMA

President and Chief Investment Officer

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(860) 368-2908

USI Advisors, Inc.

95 Glastonbury Blvd. Suite 102, Glastonbury, CT 06033

(860) 633-5283

May 1st, 2017

This Brochure Supplement provides information about Mr. Michael Welz that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. Michael Welz is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Mr. Michael Welz (born in 1970)

Education:

- Master's Degree equivalent (Diplom Volkswirt) – Economics – University of Cologne in Germany
- CFA (Chartered Financial Analyst) – Conferred by the CFA Institute, this professional designation requires individuals to meet the following requirements:
 - Complete the CFA Program - Self-study program (250 hours of study for each of the 3 levels)
 - Pledge to adhere to the CFA Institute Code of Ethics and Standards of Professional Conduct
 - Have four years of qualified investment work experience
 - Become a regular member of CFA Institute and apply for membership to a local CFA member society.

- CAIA (Chartered Alternative Investment Analyst) – Conferred by the Chartered Alternative Investment Analyst Association, this professional designation requires individuals to meet the following requirements: Bachelor's or equivalent degree and more than one year of business experience in the financial industry, or 4 years of experience in the financial industry, and a self-study certification program which requires the successful completion of both the Level I and Level II examinations.
- CIMA (Certified Investment Management Analyst) – Conferred by the Investment Management Consultants Association (IMCA), this professional designation requires individuals to meet the following requirements: 3 years of financial services experience and an acceptable regulatory history. Candidates must pass an online Qualification Examination, successfully complete a one-week classroom education program provided by a Registered Education Provider at an AACSB accredited university business school, and pass an online Certification Examination. CIMA designees are required to adhere to IMCA's Code of Professional Responsibility, Standards of Practice, and Rules and Guidelines for Use of the Marks. CIMA designees must report 40 hours of continuing education credits, including two ethics hours, every two years to maintain the certification.
- Series 65 (Uniform Investment Adviser Law Examination)

Business Experience (last five years):

- 2014 to present: President and Chief Investment Officer at USI Advisors, Inc.
- 2013 to present: Chief Investment Officer at USI Advisors, Inc.
- 2010 to 2012: Senior Investment Consultant at USI Advisors, Inc.
- 2005 to 2010: Financial Services Associate at Merrill Lynch

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mr. Michael Welz is a registered representative of USI Securities, Inc. (a securities broker-dealer Member FINRA/SIPC affiliated with USI Advisors, Inc.). The firm does not perceive a conflict of interest in Mr. Michael Welz holding this role: as he is a salaried employee, does not have product or revenue related sales goals, and is not compensated based upon commissions or revenue generated through the implementation of the investment advice that he provides.

Other Credentials:

- Series 7 (General Securities Representative)
- Series 63 (Uniform Securities Agent State Law Examination)

Item 5- Additional Compensation

Mr. Michael Welz does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

USI Advisors, Inc. is responsible for the oversight of all of its supervised persons, including Mr. Michael Welz. The advisory activity of Mr. Michael Welz, including the investment advice that he provides, is reviewed, on an ongoing basis and (when possible) prior to dissemination, by the CCO of USI Advisors, Inc. (Mr. Todd McMahon, (206) 676-7479).

Additionally, the firm reviews Mr. Welz's activities as part of an annual firm internal examination. This examination is conducted by the firm's Chief Compliance Officer (Mr. Todd McMahon, (206) 676-7479). The CCO assesses the adequacy of the firm's policies, procedures and protocols and, on an ongoing basis, evaluates whether each supervised person is in compliance with both the firm's Written Supervisory Procedures and its Code of Ethics.

Item 1- Cover Page

Christian Thomas, CFA, CIPM

Investment Consultant

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May 1st, 2017

This Brochure Supplement provides information about Mr. Christian Thomas that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. Christian Thomas is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Mr. Christian Thomas (born in 1984)

Education:

- BA – Economics & Political Science – University of Connecticut
- MBA in Finance – University of Connecticut
- CFA (Chartered Financial Analyst) – Conferred by the CFA Institute, this professional designation requires individuals to meet the following requirements:
 - Complete the CFA Program - Self-study program (250 hours of study for each of the 3 levels)
 - Pledge to adhere to the CFA Institute Code of Ethics and Standards of Professional Conduct
 - Have four years of qualified investment work experience
 - Become a regular member of CFA Institute and apply for membership to a local CFA member society.

- CIPM (Certificate in Investment Performance Measurement) – Conferred by the CFA Institute, this professional designation requires individuals to meet the following requirements:
 - Four years of professional experience in the investment industry or Two years of professional experience in one or more positions entailing performance-related activities
 - Two 180-minute examinations (closed-book, proctored)

Business Experience (last five years):

- 2014 to present: Investment Consultant at USI Advisors, Inc.
- 4/2014-7/2014: Business Development Consultant at ING
- 3/2013-3/2014: Performance Analyst at SS&C Technologies
- 12/2011-2/2013: Credit Analyst at Citizens Bank
- 6/2009-11/2011: Plan Manager at ING

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mr. Christian Thomas has no other business activities and therefore has no conflicts of interest within his role.

Item 5- Additional Compensation

Mr. Christian Thomas does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

USI Advisors, Inc. is responsible for the oversight of all of its supervised persons, including Mr. Christian Thomas. The advisory activity of Mr. Christian Thomas, including the investment advice that he provides, is reviewed, on an ongoing basis and (when possible) prior to dissemination, by the President of USI Advisors, Inc. (Mr. Michael Welz, 860-368-2908).

Additionally, the firm reviews Mr. Thomas's activities as part of an annual firm internal examination. This examination is conducted by the firm's Chief Compliance Officer (Mr. Todd McMahon, (206) 676-7479). The CCO assesses the adequacy of the firm's policies, procedures and protocols and, on an ongoing basis, evaluates whether each supervised person is in compliance with both the firm's Written Supervisory Procedures and its Code of Ethics.

Item 1- Cover Page

Adam Davies, CFA

Investment Consultant

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May 1st, 2017

This Brochure Supplement provides information about Mr. Adam Davies that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. Adam Davies is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Mr. Adam Davies (born in 1987)

Education:

- BS – Finance - Wake Forest University
- Series 65 (Uniform Investment Adviser Law Examination)
- CFA (Chartered Financial Analyst) – Conferred by the CFA Institute, this professional designation requires individuals to meet the following requirements:
 - Complete the CFA Program - Self-study program (250 hours of study for each of the 3 levels)
 - Pledge to adhere to the CFA Institute Code of Ethics and Standards of Professional Conduct
 - Have four years of qualified investment work experience
 - Become a regular member of CFA Institute and apply for membership to a local CFA member society.

Business Experience (last five years):

- 2014 – present: Investment Consultant at USI Advisors, Inc.
- 2013– present: Relationship Manager at USI Consulting Group
- 2012 – 2013: Business Analyst at BNY Mellon
- 2010 - 2012: Operations Administrator at BNY Mellon
- 2009: College Treasury Services Intern at BNY Mellon
- 2008: College Working Capital Solutions Intern at BNY Mellon

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mr. Adam Davies is a Relationship Manager with USI Consulting Group, a registered representative of USI Securities, Inc. (a securities broker-dealer Member FINRA/SIPC affiliated with USI Advisors, Inc) and also has his Tennessee Life & Health Insurance License. The firm does not perceive a conflict of interest in Mr. Adam Davies holding these roles: as he is a salaried employee, does not have product or revenue related sales goals, and is not compensated based upon commissions or revenue generated through the implementation of the investment advice that he provides.

Other Credentials:

- Series 6 (Investment Company Products/Variable Contracts Limited Representative)
- Series 63 (Uniform Securities Agent State Law Examination)

Item 5- Additional Compensation

Mr. Adam Davies does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

USI Advisors, Inc. is responsible for the oversight of all of its supervised persons, including Mr. Adam Davies. The advisory activity of Mr. Adam Davies, including the investment advice that he provides, is reviewed, on an ongoing basis and (when possible) prior to dissemination, by the President of USI Advisors, Inc. (Mr. Michael Welz, 860-368-2908).

Additionally, the firm reviews Mr. Davies's activities as part of an annual firm internal examination. This examination is conducted by the firm's Chief Compliance Officer Mr. Todd McMahon, (206) 676-7479). The CCO assesses the adequacy of the firm's policies, procedures and protocols and, on an ongoing basis, evaluates whether each supervised person is in compliance with both the firm's Written Supervisory Procedures and its Code of Ethics.

Item 1- Cover Page

Shawn Heron

Senior Investment Consultant

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May 1st, 2017

This Brochure Supplement provides information about Mr. Shawn Heron that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. Shawn Heron is available on the FINRA website at <http://www.finra.org>.

Item 2- Educational Background and Business Experience

Mr. Shawn Heron (born in 1965)

Education:

- BS – Business Administration – College of Wagner College
- Series 65 (Uniform Investment Adviser Law Examination)
- CIMA (Certified Investment Management Analyst) – Conferred by the Investment Management Consultants Association (IMCA), this professional designation requires individuals to meet the following requirements: 3 years of financial services experience and an acceptable regulatory history. Candidates must pass an online Qualification Examination, successfully complete a one-week classroom education program provided by a Registered Education Provider at an AACSB accredited university business school, and pass an online Certification Examination. CIMA designees are required to adhere to IMCA's Code of Professional Responsibility, Standards of Practice, and Rules and Guidelines for Use of the Marks. CIMA designees

must report 40 hours of continuing education credits, including two ethics hours, every two years to maintain the certification.

Business Experience (last five years):

- 2008 to present: Senior Investment Consultant with USI Advisors, Inc.
- 2002 to 2008: Relationship Manager with BlackRock / Merrill Lynch Investment Managers
- 1999 to 2002: Investment Advisor with Merrill Lynch
- 1997 to 1999: Investment Advisor with UBS Paine Webber

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mr. Shawn Heron is a registered representative of USI Securities, Inc. (a securities broker-dealer Member FINRA/SIPC affiliated with USI Advisors, Inc. The firm does not perceive a conflict of interest in Mr. Shawn Heron holding this role: as he is a salaried employee, does not have product or revenue related sales goals, and is not compensated based upon commissions or revenue generated through the implementation of the investment advice that he provides.

Other Credentials

- Series 7 (General Securities Representative)
- Series 63 (Uniform Securities Agent State Law Examination)

Item 5- Additional Compensation

Mr. Shawn Heron does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

USI Advisors, Inc. is responsible for the oversight of all of its supervised persons, including Mr. Shawn Heron. The advisory activity of Mr. Shawn Heron, including the investment advice that he provides, is reviewed, on an ongoing basis and (when possible) prior to dissemination, by the President of USI Advisors, Inc. (Mr. Michael Welz, 860-368-2908).

Additionally, the firm reviews Mr. Heron's activities as part of an annual firm internal examination. This examination is conducted by the firm's Chief Compliance Officer (Mr. Todd McMahon, (206) 676-7479). The CCO assesses the adequacy of the firm's policies, procedures and protocols and, on an ongoing basis, evaluates whether each supervised

person is in compliance with both the firm's Written Supervisory Procedures and its Code of Ethics.

Item 1- Cover Page

Andrea Bongiovanni

Investment Consultant

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May 1st, 2017

This Brochure Supplement provides information about Mrs. Andrea Bongiovanni that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mrs. Andrea Bongiovanni's available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Mrs. Andrea Bongiovanni (born in 1982)

Education:

- AS – Ohio Valley University
- Currently pursuing her BSBA in Finance with Colorado Technical University Online
- Certified Fund Specialist – (CFS) Conferred by the Institute of Business and Finance, this professional designation requires individuals to meet the following requirements: A bachelor's degree, or 1 year of financial services work experience, the candidate must complete a Self Study Program (6 modules), three exams and a case study
- CIMA (Certified Investment Management Analyst) – Conferred by the Investment Management Consultants Association (IMCA), this professional designation requires individuals to meet the following requirements: 3 years of financial services experience and an acceptable regulatory history. Candidates must pass an online

Qualification Examination, successfully complete a one-week classroom education program provided by a Registered Education Provider at an AACSB accredited university business school, and pass an online Certification Examination. CIMA designees are required to adhere to IMCA's Code of Professional Responsibility, Standards of Practice, and Rules and Guidelines for Use of the Marks. CIMA designees must report 40 hours of continuing education credits, including two ethics hours, every two years to maintain the certification.

- Series 65 (Uniform Investment Adviser Law Examination)

Business Experience (last five years):

- 2012 – present: Investment Consultant at USI Advisors, Inc.
- 2011 – 2012: Senior Investment Analyst at USI Advisors, Inc.
- 2007 to 2011: Investment Analyst at USI Advisors, Inc.
- 2007: Loan Originator at McCue Mortgage
- 2006: Realtor at Prudential Platinum Realty

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mrs. Andrea Bongiovanni has no other business activities and therefore has no conflicts of interest within her role.

Item 5- Additional Compensation

Mrs. Andrea Bongiovanni does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

USI Advisors, Inc. is responsible for the oversight of all of its supervised persons, including Mrs. Andrea Bongiovanni. The advisory activity of Mrs. Andrea Bongiovanni, including the investment advice that she provides, is reviewed, on an ongoing basis and (when possible) prior to dissemination, by the President of USI Advisors, Inc. (Mr. Michael Welz, 860-368-2908).

Additionally, the firm reviews Mrs. Bongiovanni's activities as part of an annual firm internal examination. This examination is conducted by the firm's Chief Compliance Officer (Mr. Todd McMahon, (206) 676-7479). The CCO assesses the adequacy of the firm's policies, procedures and protocols and, on an ongoing basis, evaluates whether each supervised person is in compliance with both the firm's Written Supervisory Procedures and its Code of Ethics.

Item 1- Cover Page

Alba Tedone

Investment Consultant

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USI Advisors, Inc.

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(860) 633-5283

May 1st, 2017

This Brochure Supplement provides information about Mrs. Alba Tedone that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mrs. Alba Tedone available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Mrs. Alba Tedone (born in 1985)

Education:

- BS – Finance - Central Connecticut State University
- Series 65 (Uniform Investment Adviser Law Examination)

Business Experience (last five years):

- 2013 – present: Investment Consultant at USI Advisors, Inc.
- 2010 – 2013: Investment Analyst at USI Advisors, Inc.

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mrs. Alba Tedone has no other business activities and therefore has no conflicts of interest within her role.

Item 5- Additional Compensation

Mrs. Alba Tedone does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

USI Advisors, Inc. is responsible for the oversight of all of its supervised persons, including Mrs. Alba Tedone. The advisory activity of Mrs. Alba Tedone, including the investment advice that she provides, is reviewed, on an ongoing basis and (when possible) prior to dissemination, by the President of USI Advisors, Inc. (Mr. Michael Welz, 860-368-2908).

Additionally, the firm reviews Mrs. Tedone's activities as part of an annual firm internal examination. This examination is conducted by the firm's Chief Compliance Officer (Mr. Todd McMahon, (206) 676-7479). The CCO assesses the adequacy of the firm's policies, procedures and protocols and, on an ongoing basis, evaluates whether each supervised person is in compliance with both the firm's Written Supervisory Procedures and its Code of Ethics.

Item 1- Cover Page

Joseph DeRosa, CIMA

Senior Investment Consultant

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USI Advisors, Inc.

95 Glastonbury Blvd. Suite 102, Glastonbury, CT 06033

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May 1st, 2017

This Brochure Supplement provides information about Mr. Joseph DeRosa that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. Joseph DeRosa is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Mr. Joseph DeRosa (born in 1975)

Education:

- BS – Economics – College of The Holy Cross
- Passed Level 1 of the Chartered Financial Analyst ("CFA") program.
- CIMA (Certified Investment Management Analyst) – Conferred by the Investment Management Consultants Association (IMCA), this professional designation requires individuals to meet the following requirements: 3 years of financial services experience and an acceptable regulatory history. Candidates must pass an online Qualification Examination, successfully complete a one-week classroom education program provided by a Registered Education Provider at an AACSB accredited university business school, and pass an online Certification Examination. CIMA designees are required to adhere to IMCA's Code of Professional Responsibility, Standards of Practice, and Rules and Guidelines for Use of the Marks. CIMA designees

must report 40 hours of continuing education credits, including two ethics hours, every two years to maintain the certification.

- Series 65 (Uniform Investment Adviser Law Examination)

Business Experience (last five years):

- 2015 to present: Senior Investment Consultant at USI Advisors, Inc.
- 2010 to 2015: Investment Consultant at USI Advisors, Inc.
- 2000 to 2009: Senior Investment Consultant at Kalson & Associates

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mr. Joseph DeRosa is a registered representative of USI Securities, Inc. (a securities broker-dealer Member FINRA/SIPC affiliated with USI Advisors, Inc). The firm does not perceive a conflict of interest in Mr. Joseph DeRosa holding this role: as he is a salaried employee, does not have product or revenue related sales goals, and is not compensated based upon commissions or revenue generated through the implementation of the investment advice that he provides.

Other Credentials:

- Series 6 (Investment Company Products/Variable Contracts Limited Representative)
- Series 63 (Uniform Securities Agent State Law Examination)

Item 5- Additional Compensation

Mr. Joseph DeRosa does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

USI Advisors, Inc. is responsible for the oversight of all of its supervised persons, including Mr. Joseph DeRosa. The advisory activity of Mr. Joseph DeRosa, including the investment advice that he provides, is reviewed, on an ongoing basis and (when possible) prior to dissemination, by the President of USI Advisors, Inc. (Mr. Michael Welz, 860-368-2908).

Additionally, the firm reviews Mr. DeRosa's activities as part of an annual firm internal examination. This examination is conducted by the firm's Chief Compliance Officer (Mr.

Todd McMahon, (206) 676-7479). The CCO assesses the adequacy of the firm's policies, procedures and protocols and, on an ongoing basis, evaluates whether each supervised person is in compliance with both the firm's Written Supervisory Procedures and its Code of Ethics.

Item 1- Cover Page

Teodora Grant, MBA, CFP®, CLU®

Investment Consultant

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May 1st, 2017

This Brochure Supplement provides information about Mrs. Teodora Grant that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mrs. Teodora Grant is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Mrs. Teodora Grant (born in 1979)

Education:

- BS – Finance – San Diego State University
- MBA – Texas A&M University
- Series 66 (Uniform Combined State Law Examination)
- CFP (CERTIFIED FINANCIAL PLANNER® certificant) – Conferred by the CFP Board, this professional designation requires individuals to meet the following requirements: Bachelor's degree (or higher), CFP Certification Examination, Three years of full-time relevant personal financial planning experience is required, and CFP® Certification Application. CFP® certification also requires you to agree to adhere to CFP Board's Code of Ethics and Professional Responsibility, Rules of Conduct and Financial Planning Practice Standards, and acknowledge CFP Board's right to enforce them through its Disciplinary Rules and Procedures.

Business Experience (last five years):

- 2017 to present: Investment Consultant at USI Advisors, Inc.
- 2015 to 2017: Director of Financial Planning & Wealth Advisor at MassMutual
- 2010 to 2014: Wealth Management Director at 1st Global

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mrs. Teodora Grant is a registered representative of USI Securities, Inc. (a securities broker-dealer Member FINRA/SIPC affiliated with USI Advisors, Inc.) and also has her Texas Life Insurance License. The firm does not perceive a conflict of interest in Mrs. Teodora Grant holding this role: as she is a salaried employee, does not have product or revenue related sales goals, and is not compensated based upon commissions or revenue generated through the implementation of the investment advice that he provides.

Other Credentials:

- Series 7 (General Securities Representative)
- Chartered Life Underwriter (CLU) ®

Item 5- Additional Compensation

Mrs. Teodora Grant does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

USI Advisors, Inc. is responsible for the oversight of all of its supervised persons, including Mrs. Teodora Grant. The advisory activity of Mrs. Teodora Grant, including the investment advice that she provides, is reviewed, on an ongoing basis and (when possible) prior to dissemination, by the President of USI Advisors, Inc. (Mr. Michael Welz, 860-368-2908). Additionally, the firm reviews Mrs. Teodora Grant's activities as part of an annual firm internal examination. This examination is conducted by the firm's Chief Compliance Officer (Mr. Todd McMahon, (206) 676-7479). The CCO assesses the adequacy of the firm's policies, procedures and protocols and, on an ongoing basis, evaluates whether each supervised person is in compliance with both the firm's Written Supervisory Procedures and its Code of Ethics.

Item 1- Cover Page

Paul Denu

Regional President and Practice Leader of the Retirement Consulting division of USI
Consulting Group

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May 1st, 2017

This Brochure Supplement provides information about Mr. Paul Denu that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. Paul Denu is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Mr. Paul Denu (born in 1965)

Education:

- BA – Mathematics – Western Connecticut State University
- Series 65 (Uniform Investment Adviser Law Examination)
- EA (Enrolled Actuary) – Conferred by the Joint Board of the Department of Treasury & Department of Labor, this professional designation requires individuals to meet the following requirements: 3 examinations
- MAAA - Member of the American Academy of Actuaries – Requires one or more of the following:
 - Associateship in the Casualty Actuarial Society, associateship in the Society of Actuaries, M.S.P.A. or F.S.P.A. in the American Society of Pension Professionals and Actuaries, membership in the Conference of Consulting Actuaries,

enrolled actuary status under Title 3, Section C of the Employee Retirement Income Security Act of 1974, fellowship in the Canadian Institute of Actuaries, fellowship in the Institute & Faculty of Actuaries, membership in the Colegio Nacional de Actuarios in Mexico, fellowship in the Institute of Actuaries of Australia. Any other actuarial educational credentials must be approved by the Membership Committee and the Executive Committee.

- A resident of the United States for at least three years, or a non-resident or new resident must certify their familiarity with U.S. laws and practices in their actuarial practice area which is intended to mean casualty, health, life, and pension.

Business Experience (last five years):

- 2012 to present: President of New York Region for the Retirement Consulting division of USI Consulting Group
- 2010 – 2012: Senior Vice President and Practice Leader for the Retirement Consulting division of USI Consulting Group
- 2007 – 2010: Vice President / Producer with USI Consulting Group
- 2006 – 2007: Director of Client Services with USI Consulting Group

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mr. Paul Denu is a registered representative of USI Securities, Inc. (a securities broker-dealer Member FINRA/SIPC affiliated with USI Advisors, Inc.). Mr. Paul Denu is also the President of New York Region for the Retirement Consulting division of USI Consulting Group. There are potential conflicts of interest in Mr. Paul Denu holding this role because a portion of the revenue that is directly related to his recommendations may increase his compensation.

USIA manages this potential conflict by fully disclosing to clients the total expenses of the product and compensation received by its affiliates for the sale of these products. They also limit Mr. Denu's recommendations to an approved list of investments and subject the approved investments to a due diligence process. Mr. Denu's recommendations will also be subject to the supervision and oversight delineated in USIA's Written Supervisory Procedures and will be tested for consistency with the client's financial goals and objectives as outlined in the supporting documentation provided by the client, including at time of acceptance as an advisory client. This documentation frequently includes a detailed

Investment Policy Statement adopted by the client and provided to USIA for purposes of formulating investment advice.

In addition, for certain clients subject to ERISA where USIA assumes a Fiduciary role with respect to its investment advice, total revenue received by affiliates for securities recommendations of Mr. Denu is subject to a reconciliation process that caps USIA's and Mr. Denu's compensation to no more than the advisory fees quoted to the client at the onset of the engagement.

Other Credentials

- Series 63 (Uniform Securities Agent State Law Examination)
- Life/Health Variable Products insurance license in over 20 states

Item 5- Additional Compensation

Mr. Paul Denu does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

USI Advisors, Inc. is responsible for the oversight of all of its supervised persons, including Mr. Paul Denu. The advisory activity of Mr. Paul Denu including the investment advice that he provides, is reviewed, on an ongoing basis and (when possible) prior to dissemination, by the President of USI Advisors, Inc. (Mr. Michael Welz, 860-368-2908).

Additionally, the firm reviews Mr. Denu's activities as part of an annual firm internal examination. This examination is conducted by the firm's Chief Compliance Officer (Mr. Todd McMahon, (206) 676-7479). The CCO assesses the adequacy of the firm's policies, procedures and protocols and, on an ongoing basis, evaluates whether each supervised person is in compliance with both the firm's Written Supervisory Procedures and its Code of Ethics.

Item 1- Cover Page

Bindu Patel

Senior Investment Analyst

95 Glastonbury Boulevard Suite 102, Glastonbury CT 06033

860-368-2977

USI Advisors, Inc.

95 Glastonbury Blvd., Glastonbury, CT 06033

(860) 633-5283

May 1st, 2017

This Brochure Supplement provides information about Ms. Bindu Patel that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Ms. Bindu Patel available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Ms. Bindu Patel (born in 1974)

Education:

- BA Psychology – University of Connecticut
- Series 65 (Uniform Investment Adviser Law Examination)

Business Experience (last five years):

- February 2014 to present: Senior Investment Analyst at USI Advisors, Inc.
- October 2005 to October 2013: Manager Research Analyst, AVP at ING Investment Management.

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Ms. Bindu Patel is a registered representative of USI Securities, Inc. (a securities broker-dealer Member FINRA/SIPC affiliated with USI Advisors, Inc.). The firm does not perceive a conflict of interest in Ms. Patel holding this role as she is a salaried employee, does not have product or revenue related sales goals, and is not compensated based upon commissions or revenue generated through the implementation of the investment advice that she provides.

Other Credentials:

- Series 6 (Investment Company Products/Variable Contracts Representative)
- Series 63 (Uniform Securities Agent State Law)

Item 5- Additional Compensation

Ms. Patel does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

USI Advisors, Inc. is responsible for the oversight of all of its supervised persons, including Ms. Patel. The advisory activity of Ms. Patel, including the investment advice that she provides, is reviewed, on an ongoing basis and (when possible) prior to dissemination, by the President of USI Advisors, Inc. (Mr. Michael Welz, 860-368-2908).

Additionally, the firm reviews Ms. Patel's activities as part of an annual firm internal examination. This examination is conducted by the firm's Chief Compliance Officer (Mr. Todd McMahon, (206) 676-7479). The CCO assesses the adequacy of the firm's policies, procedures and protocols and, on an ongoing basis, evaluates whether each supervised person is in compliance with both the firm's Written Supervisory Procedures and its Code of Ethics.

Item 1- Cover Page

William Tremko

President & CEO of USI Consulting Group

CEO of USI Advisors and USI Securities

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(860) 368-2928

USI Advisors, Inc.

95 Glastonbury Blvd. Suite 102, Glastonbury, CT 06033

(860) 633-5283

May 1st, 2017

This Brochure Supplement provides information about Mr. William Tremko that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. William Tremko is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Mr. William Tremko (born in 1957)

Education:

- BS – Mathematics – University of Connecticut
- EA (Enrolled Actuary) – Conferred by the Joint Board of the Department of Treasury & Department of Labor, this professional designation requires individuals to meet the following requirements: 3 examinations
- MAAA - Member of the American Academy of Actuaries – Requires one or more of the following:
 - Associateship in the Casualty Actuarial Society, associateship in the Society of Actuaries, M.S.P.A. or F.S.P.A. in the American Society of Pension Professionals and Actuaries, membership in the Conference of Consulting Actuaries,

enrolled actuary status under Title 3, Section C of the Employee Retirement Income Security Act of 1974, fellowship in the Canadian Institute of Actuaries, fellowship in the Institute & Faculty of Actuaries, membership in the Colegio Nacional de Actuarios in Mexico, fellowship in the Institute of Actuaries of Australia. Any other actuarial educational credentials must be approved by the Membership Committee and the Executive Committee.

- A resident of the United States for at least three years, or a non-resident or new resident must certify their familiarity with U.S. laws and practices in their actuarial practice area which is intended to mean casualty, health, life, and pension.
- FCA – Fellow of the Conference of Consulting Actuaries, requires individuals to meet the following requirements:
 - Is substantially engaged in consulting actuarial practice, in work as an actuary of a governmental unit, in work as an Enrolled Actuary, in work at an insurance company, or in teaching actuarial science; and satisfies any one of the following three criteria:
 - Has completed six years of experience in responsible actuarial work, three of which are in actuarial consulting, and satisfied the requirements to become an Associate of the Conference.
 - Has been an Associate of the Conference (ACA) for three consecutive years and is practicing as a consultant; or
 - Has attained the designation of Fellow of the Casualty Actuarial Society (FCAS), Fellow of the Society of Actuaries (FSA), Fellow of the American Society of Pension Professionals and Actuaries (FSPA), or the equivalent designation for any international actuarial organization accepted by the Conference.
- Series 65 (Uniform Investment Adviser Law Examination)

Business Experience (last five years):

- 2009 to present: President and CEO of USI Consulting Group
- 1993 – 2009: Executive Vice President of USI Consulting Group
- 1993 – 2004: President of USI Advisors

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mr. William Tremko is a registered representative of USI Securities, Inc. (a securities broker-dealer Member FINRA/SIPC affiliated with USI Advisors, Inc.) and insurance sub-agent of USI

Consulting Group. The firm does not perceive a conflict of interest in Mr. William Tremko holding these roles: as he is a salaried employee, does not have product or revenue related sales goals, and is not compensated based upon commissions or revenue generated through the implementation of the investment advice that he provides.

Other Credentials:

- Series 7 (General Securities Representative)
- Series 26 (Investment Company Products/Variable Contracts Limited Principal)
- Series 63 (Uniform Securities Agent State Law Examination)

Item 5- Additional Compensation

Mr. William Tremko does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

USI Advisors, Inc. is responsible for the oversight of all of its supervised persons, Mr. William Tremko. The advisory activity of Mr. William Tremko, including the investment advice that he provides, is reviewed, on an ongoing basis and (when possible) prior to dissemination, by the President of USI Advisors, Inc. (Mr. Michael Welz, 860-368-2908).

Additionally, the firm reviews Mr. Tremko's activities as part of an annual firm internal examination. This examination is conducted by the firm's Chief Compliance Officer (Mr. Todd McMahon, (206) 676-7479). The CCO assesses the adequacy of the firm's policies, procedures and protocols and, on an ongoing basis, evaluates whether each supervised person is in compliance with both the firm's Written Supervisory Procedures and its Code of Ethics.

Item 1- Cover Page

Christopher Martin

Senior Vice President and Practice Leader of USI Consulting Group's Defined Contribution department

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USI Advisors, Inc.

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(860) 633-5283

May 1st, 2017

This Brochure Supplement provides information about Mr. Christopher Martin that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. Christopher Martin is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Mr. Christopher Martin (born in 1960)

Education:

- BS – Business Finance – University of Connecticut
- Profit Sharing/401(k) Council of America Member, this professional designation requires individuals to meet the following requirements: a four-module course in which each module includes a test

Business Experience (last five years):

- 2000 to present: Senior Vice President and Practice Leader of USI Consulting Group's Defined Contribution department

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mr. Christopher Martin is a registered representative of USI Securities, Inc. (a securities broker-dealer Member FINRA/SIPC affiliated with USI Advisors, Inc.) and also has his Connecticut Life Insurance License. The firm does not perceive a conflict of interest in Mr. Christopher Martin holding this role: as he is a salaried employee, does not have product or revenue related sales goals, and is not compensated based upon commissions or revenue generated through the implementation of the investment advice that he provides.

Other Credentials:

- Series 6 (Investment Company Products/Variable Contracts Limited Representative)
- Series 63 (Uniform Securities Agent State Law Examination)

Item 5- Additional Compensation

Mr. Christopher Martin does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

USI Advisors, Inc. is responsible for the oversight of all of its supervised persons, including Mr. Christopher Martin. The advisory activity of Mr. Christopher Martin, including the investment advice that he provides, is reviewed, on an ongoing basis and (when possible) prior to dissemination, by the President of USI Advisors, Inc. (Mr. Michael Welz, 860-368-2908).

Additionally, the firm reviews Mr. Martin's activities as part of an annual firm internal examination. This examination is conducted by the firm's Chief Compliance Officer (Mr. Todd McMahon, (206) 676-7479). The CCO assesses the adequacy of the firm's policies, procedures and protocols and, on an ongoing basis, evaluates whether each supervised person is in compliance with both the firm's Written Supervisory Procedures and its Code of Ethics.

Item 1- Cover Page

Bob Cross, ASA, MAAA, FCA

President of the Southeast and Midwest Region of USI Consulting Group

900 South Gay Street, Suite 1796, Knoxville, TN 37902 (865) 523-8353

USI Advisors, Inc.

95 Glastonbury Blvd. Suite 102, Glastonbury, CT 06033

(860) 633-5283

May 1st, 2017

This Brochure Supplement provides information about Mr. Bob Cross that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. Bob Cross is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Bob Cross (born in 1948)

Education:

- BS – Mathematics – University of Tennessee
- Masters – Actuarial Science – Georgia State University
- ASA – Associate of the Society of Actuaries – Conferred by the Society of Actuaries, this professional designation requires individuals to meet the following requirements: 5 examinations, an e-Learning course, validation of educational experiences outside the Society of Actuaries Education system (VEE) in Economics, Corporate Finance, and Applied Statistics, and a professionalism seminar.
- MAAA - Member of the American Academy of Actuaries – Requires one or more of the following:

- Associateship in the Casualty Actuarial Society, associateship in the Society of Actuaries, M.S.P.A. or F.S.P.A. in the American Society of Pension Professionals and Actuaries, membership in the Conference of Consulting Actuaries, enrolled actuary status under Title 3, Section C of the Employee Retirement Income Security Act of 1974, fellowship in the Canadian Institute of Actuaries, fellowship in the Institute & Faculty of Actuaries, membership in the Colegio Nacional de Actuarios in Mexico, fellowship in the Institute of Actuaries of Australia. Any other actuarial educational credentials must be approved by the Membership Committee and the Executive Committee.
- A resident of the United States for at least three years, or a non-resident or new resident must certify their familiarity with U.S. laws and practices in their actuarial practice area which is intended to mean casualty, health, life, and pension.
- FCA – Fellow of the Conference of Actuaries in Public Practice – obtained by working at an insurance company, six years actuarial experience with three years in consulting, and ASA (Associate, Society of Actuaries)
- Series 65 (Uniform Investment Adviser Law Examination)

Business Experience (last five years):

- 1997 to present: President of the Southeast and Midwest Region of USI Consulting Group

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mr. Bob Cross is a registered representative of USI Securities, Inc. (a securities broker-dealer Member FINRA/SIPC affiliated with USI Advisors, Inc.). Mr. Bob Cross is also the President of the Southeast and Midwest Region of USI Consulting Group. There are potential conflicts of interest in Mr. Bob Cross holding this role because a portion of the revenue that is directly related to his recommendations may increase his compensation.

USIA manages this potential conflict by fully disclosing to clients the total expenses of the product and compensation received by its affiliates for the sale of these products. They also limit Mr. Cross' recommendations to an approved list of investments and subject the approved investments to a due diligence process. Mr. Cross' recommendations will also be subject to the supervision and oversight delineated in USIA's Written Supervisory Procedures and will be tested for consistency with the client's financial goals and objectives

as outlined in the supporting documentation provided by the client, including at time of acceptance as an advisory client. This documentation frequently includes a detailed Investment Policy Statement adopted by the client and provided to USIA for purposes of formulating investment advice.

In addition, for certain clients subject to ERISA where USIA assumes a Fiduciary role with respect to its investment advice, total revenue received by affiliates for securities recommendations of Mr. Cross is subject to a reconciliation process that caps USIA's and Mr. Cross' compensation to no more than the advisory fees quoted to the client at the onset of the engagement.

Other Credentials

- Series 6 (Investment Company Products/Variable Contracts Limited Representative)
- Series 63 (Uniform Securities Agent State Law Examination)

Item 5- Additional Compensation

Mr. Bob Cross does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

USI Advisors, Inc. is responsible for the oversight of all of its supervised persons, including Mr. Bob Cross. The advisory activity of Mr. Bob Cross, including the investment advice that he provides, is reviewed, on an ongoing basis and (when possible) prior to dissemination, by the President of USI Advisors, Inc. (Mr. Michael Welz, 860-368-2908).

Additionally, the firm reviews Mr. Cross's activities as part of an annual firm internal examination. This examination is conducted by the firm's Chief Compliance Officer (Mr. Todd McMahon, (206) 676-7479). The CCO assesses the adequacy of the firm's policies, procedures and protocols and, on an ongoing basis, evaluates whether each supervised person is in compliance with both the firm's Written Supervisory Procedures and its Code of Ethics.

Item 1- Cover Page

Carissa Dunaway

Senior Consultant with USI Consulting Group

900 South Gay Street, Suite 1796, Knoxville, TN 37902

(865) 523-8353

USI Advisors, Inc.

95 Glastonbury Blvd. Suite 102, Glastonbury, CT 06033

(860) 633-5283

May 1st, 2017

This Brochure Supplement provides information about Mrs. Carissa Dunaway that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mrs. Carissa Dunaway is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Carissa Dunaway. (born in 1978)

Education:

- BA – Human Resource Development – The University of Tennessee, Knoxville
- Series 65 (Uniform Investment Adviser Law Examination)

Business Experience (last five years):

- 2014 to present: Vice President/Senior Consultant with USI Consulting Group
- 2013 to 2014: Senior Consultant with USI Consulting Group
- 2006 to 2013: Consultant with USI Consulting Group
- 2002 to 2006: Benefits Coordinator with Edfinancial Services

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mrs. Carissa Dunaway is a registered representative of USI Securities, Inc. (a securities broker-dealer Member FINRA/SIPC affiliated with USI Advisors, Inc.), a Consultant with USI Consulting Group, and also has her Tennessee Life & Health Insurance License. The firm does not perceive a conflict of interest in Mrs. Carissa Dunaway holding these roles: as she is a salaried employee, does not have product or revenue related sales goals, and is not compensated based upon commissions or revenue generated through the implementation of the investment advice that she provides.

Other Credentials:

- Series 6 (Investment Company Products/Variable Contracts Limited Representative)
- Series 63 (Uniform Securities Agent State Law Examination)

Item 5- Additional Compensation

Mrs. Carissa Dunaway does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

USI Advisors, Inc. is responsible for the oversight of all of its supervised persons, including Mrs. Carissa Dunaway. The advisory activity of Mrs. Carissa Dunaway, including the investment advice that she provides, is reviewed, on an ongoing basis and (when possible) prior to dissemination, by the President of USI Advisors, Inc. (Mr. Michael Welz, 860-368-2908).

Additionally, the firm reviews Mrs. Dunaway's activities as part of an annual firm internal examination. This examination is conducted by the firm's Chief Compliance Officer (Mr. Todd McMahon, (206) 676-7479). The CCO assesses the adequacy of the firm's policies, procedures and protocols and, on an ongoing basis, evaluates whether each supervised person is in compliance with both the firm's Written Supervisory Procedures and its Code of Ethics.

Item 1- Cover Page

Callie McClure

Relationship Manager with USI Consulting Group

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USI Advisors, Inc.

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(860) 633-5283

May 1st, 2017

This Brochure Supplement provides information about Mrs. Callie McClure that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mrs. Callie McClure available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Mrs. Callie McClure (born in 1984)

Education:

- BA – Political Science/Biology – University of Tennessee
- Master's Degree in Human Resource Management - University of Tennessee
- Series 65 (Uniform Investment Adviser Law Examination)

Business Experience (last five years):

- 2017 – present: Relationship Manager at USI Consulting Group
- 2008 – 2016: Account Manager at USI Consulting Group

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mrs. Callie McClure is a registered representative of USI Securities, Inc. (a securities broker-dealer Member FINRA/SIPC affiliated with USI Advisors, Inc) and a Relationship Manager with USI Consulting, and also has her Tennessee Life & Health Insurance License.. The firm does not perceive a conflict of interest in Mrs. Callie McClure holding these roles: as she is a salaried employee, does not have product or revenue related sales goals, and is not compensated based upon commissions or revenue generated through the implementation of the investment advice that she provides.

Other Credentials:

- Series 6 (Investment Company Products/Variable Contracts Limited Representative)
- Series 63 (Uniform Securities Agent State Law Examination)

Item 5- Additional Compensation

Mrs. Callie McClure does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

USI Advisors, Inc. is responsible for the oversight of all of its supervised persons, including Mrs. Callie McClure. The advisory activity of Mrs. Callie McClure, including the investment advice that she provides, is reviewed, on an ongoing basis and (when possible) prior to dissemination, by the President of USI Advisors, Inc. (Mr. Michael Welz, 860-368-2908).

Additionally, the firm reviews Mrs. McClure's activities as part of an annual firm internal examination. This examination is conducted by the firm's Chief Compliance Officer (Mr. Todd McMahon, (206) 676-7479). The CCO assesses the adequacy of the firm's policies, procedures and protocols and, on an ongoing basis, evaluates whether each supervised person is in compliance with both the firm's Written Supervisory Procedures and its Code of Ethics.

Item 1- Cover Page

Matthew Cross

Vice President, Retirement Services with USI Consulting Group

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May 1st, 2017

This Brochure Supplement provides information about Mr. Matthew Cross that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. Matthew Cross available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Mr. Matthew Cross (born in 1988)

Education:

- BS – Finance - Wake Forest University
- Series 65 (Uniform Investment Adviser Law Examination)

Business Experience (last five years):

- 2016 – present: Vice President, Retirement Services at USI Consulting Group
- 2011 – 2016: Relationship Manager at USI Consulting Group
- 2010 - 2011: Senior Associate at Finard Properties
- 2009: College Finance Intern at Harrah's Cherokee Casino
- 2006 – 2010: Student at Wake Forest University

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mr. Matthew Cross is a Vice President of Retirement Services at USI Consulting Group and also a registered representative of USI Securities, Inc. (a securities broker-dealer Member FINRA/SIPC affiliated with USI Advisors, Inc.). There are potential conflicts of interest in Mr. Matthew Cross holding this role because a portion of the revenue that is directly related to his recommendations may increase his compensation.

USIA manages this potential conflict by fully disclosing to clients the total expenses of the product and compensation received by its affiliates for the sale of these products. They also limit Mr. Cross's recommendations to an approved list of investments and subject the approved investments to a due diligence process. Mr. Cross's recommendations will also be subject to the supervision and oversight delineated in USIA's Written Supervisory Procedures and will be tested for consistency with the client's financial goals and objectives as outlined in the supporting documentation provided by the client, including at time of acceptance as an advisory client. This documentation frequently includes a detailed Investment Policy Statement adopted by the client and provided to USIA for purposes of formulating investment advice.

In addition, for certain clients subject to ERISA where USIA assumes a Fiduciary role with respect to its investment advice, total revenue received by affiliates for securities recommendations of Mr. Cross is subject to a reconciliation process that caps USIA's and Mr. Cross's compensation to no more than the advisory fees quoted to the client at the onset of the engagement.

Other Credentials:

- Series 6 (Investment Company Products/Variable Contracts Limited Representative)
- Series 63 (Uniform Securities Agent State Law Examination)

Item 5- Additional Compensation

Mr. Matthew Cross does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

USI Advisors, Inc. is responsible for the oversight of all of its supervised persons, including Mr. Matthew Cross. The advisory activity of Mr. Matthew Cross, including the investment advice that he provides, is reviewed, on an ongoing basis and (when possible) prior to dissemination, by the President of USI Advisors, Inc. (Mr. Michael Welz, 860-368-2908).

Additionally, the firm reviews Mr. Cross's activities as part of an annual firm internal examination. This examination is conducted by the firm's Chief Compliance Officer (Mr. Todd McMahon, (206) 676-7479). The CCO assesses the adequacy of the firm's policies, procedures and protocols and, on an ongoing basis, evaluates whether each supervised person is in compliance with both the firm's Written Supervisory Procedures and its Code of Ethics.

Item 1- Cover Page

Richard Howell

Vice President of Retirement & Investment Services of the Retirement Consulting division
of USI Consulting Group

261 Madison Avenue, 5th floor, New York, NY (212)-878-0406

USI Advisors, Inc.

95 Glastonbury Blvd. Suite 102, Glastonbury, CT 06033

(860) 633-5283

May 1st, 2017

This Brochure Supplement provides information about Mr. Richard Howell that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Item 2- Educational Background and Business Experience

Mr. Richard Howell (born in 1960)

Education:

- BA – History– Wake Forest University
- CFP (CERTIFIED FINANCIAL PLANNER™ certificant) – Conferred by the CFP Board, this professional designation requires individuals to meet the following requirements: Bachelor's degree (or higher), CFP Certification Examination, Three years of full-time relevant personal financial planning experience is required, and CFP® Certification Application. CFP® certification also requires you to agree to adhere to CFP Board's Code of Ethics and Professional Responsibility, Rules of Conduct and Financial Planning Practice Standards, and acknowledge CFP Board's right to enforce them through its Disciplinary Rules and Procedures.

Business Experience (last five years):

- 1990 to present: Vice President of Retirement & Investment Services of the Retirement Consulting division of USI Consulting Group

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

The firm does not perceive a conflict of interest in Mr. Richard Howell's role: as he is a salaried employee, does not have product or revenue related sales goals, and is not compensated based upon commissions or revenue generated through the implementation of the investment advice that he provides.

Item 5- Additional Compensation

Mr. Richard Howell does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

USI Advisors, Inc. is responsible for the oversight of all of its supervised persons, including Mr. Richard Howell. The advisory activity of Mr. Richard Howell, including the investment advice that he provides (which is generally limited to discussions regarding overall investment flexibility and the nature of various investment platforms), is reviewed, on an ongoing basis and (when possible) prior to dissemination, by the President of USI Advisors, Inc. (Mr. Michael Welz, 860-368-2908).

Additionally, the firm reviews Mr. Howell's activities as part of an annual firm internal examination. This examination is conducted by the firm's Chief Compliance Officer (Mr. Todd McMahon, (206) 676-7479). The CCO assesses the adequacy of the firm's policies, procedures and protocols and, on an ongoing basis, evaluates whether each supervised person is in compliance with both the firm's Written Supervisory Procedures and its Code of Ethics.

Item 1- Cover Page

Sarah Bruno

Director of Operations

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USI Advisors, Inc.

95 Glastonbury Blvd. Suite 102, Glastonbury, CT 06033

(860) 633-5283

May 1st, 2017

This Brochure Supplement provides information about Mrs. Sarah Bruno that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mrs. Sarah Bruno is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Mrs. Sarah Bruno (born in 1983)

Education:

- BA – Mathematics – Central Connecticut State University
- Certified Fund Specialist – (CFS) Conferred by the Institute of Business and Finance, this professional designation requires individuals to meet the following requirements: A bachelor's degree, or 1 year of financial services work experience, the candidate must complete a Self Study Program (6 modules), three exams and a case study
- Series 66 (Uniform Combined State Law Examination)

Business Experience (last five years):

- 2017 to present: Director of Operations at USI Advisors, Inc

- 2015 to 2017: Operations Manager & Chief Compliance Officer at USI Advisors, Inc.
- 2010 to 2015: Investment Analyst, Team Leader, and Chief Compliance Officer at USI Advisors, Inc.
- 2007 to 2010: Investment Analyst and Team Leader at USI Advisors, Inc.
- 2006 to 2007: Investment Analyst at USI Advisors, Inc.

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mrs. Sarah Bruno is a registered representative of USI Securities, Inc. (a securities broker-dealer Member FINRA/SIPC affiliated with USI Advisors, Inc.). The firm does not perceive a conflict of interest in Mrs. Sarah Bruno holding this role: as she is a salaried employee, does not have product or revenue related sales goals, and is not compensated based upon commissions or revenue generated through the implementation of the investment advice that he provides.

Other Credentials:

- Series 7 (General Securities Representative)

Mrs. Sarah Bruno also serves on the Schwab Retirement Business Services Advisory Board (the "Board"). USI Advisors Inc. may recommend that its employee benefit plan sponsor clients establish accounts with Charles Schwab & Co., Inc. and/or Charles Schwab Bank (collectively "Schwab") to maintain custody of the employee benefit plan sponsor clients' employee benefit plans' assets and effect trades for the accounts established at Schwab for such plans. Further, Charles Schwab Bank may also serve as directed trustee for an employee benefit plan's assets. The Board consists of approximately 21 representatives of independent investment advisory or independent recordkeeping firms who have been invited by Schwab management to participate in meetings and discussions of Schwab Retirement Business Services', services for independent investment advisory and/or recordkeeping firms and their employee benefit plan sponsor clients. Board members serve for three-year terms. Mrs. Bruno's term ends 3/1/2020. Board members enter nondisclosure agreements with Schwab under which they agree not to disclose confidential information shared with them. This information generally does not include material nonpublic information about the Charles Schwab Corporation, whose common stock is listed for trading on the New York Stock Exchange and the NASDAQ stock market (symbol SCHW). The Board meets in person approximately twice per year and has periodic conference calls scheduled as needed. Board members are not compensated by Schwab for their service, but Schwab does pay for or reimburse Board members' travel, lodging, meals and other incidental expenses incurred in attending Board meetings.

Item 5- Additional Compensation

Mrs. Sarah Bruno does not receive any additional economic benefit from third parties for providing advisory services.

Item 6 - Supervision

USI Advisors, Inc. is responsible for the oversight of all of its supervised persons, including Mrs. Sarah Bruno. The advisory activity of Mrs. Sarah Bruno, including the investment advice that she provides, is reviewed, on an ongoing basis and (when possible) prior to dissemination, by the President of USI Advisors, Inc. (Mr. Michael Welz, 860-368-2908).

Additionally, the firm reviews Mrs. Bruno's activities as part of an annual firm internal examination. This examination is conducted by the firm's Chief Compliance Officer (Mr. Todd McMahon, (206) 676-7479). The CCO assesses the adequacy of the firm's policies, procedures and protocols and, on an ongoing basis, evaluates whether each supervised person is in compliance with both the firm's Written Supervisory Procedures and its Code of Ethics.

Item 1- Cover Page

Christopher Prentice

West Region Chief Executive Officer

601 Union Street, Suite 1000, Seattle, WA 98101

(206) 441-6300

USI Advisors, Inc.

95 Glastonbury Blvd. Suite 102, Glastonbury, CT 06033

(860) 633-5283

May 1st, 2017

This Brochure Supplement provides information about Mr. Christopher Prentice that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. Christopher Prentice is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Christopher Prentice

Year of Birth: 1968

Education: Bachelor of Arts in History from Hamilton College, attended Oxford University.

Business background:

2009 to Present: Regional CEO and Insurance Agent – Kibble & Prentice Holding Company (dba USI Kibble & Prentice)

2017 to Present: Investment Adviser Representative – USI Advisors, Inc.

2005 to 2017: Investment Adviser Representative and Insurance Agent – Kibble & Prentice Holding Company (dba USI Kibble & Prentice)

2006 to 2009: Regional President– Kibble & Prentice Holding Company (dba Kibble & Prentice, a USI Company)

2002 to 2011: Registered Representative of M Holdings Securities, Inc., a registered broker/dealer

2003 to 2006: Divisional President of Retirement Plan Services, Employee Benefits and Private Client Group – Kibble & Prentice Holding Company

Item 3- Disciplinary Information

USI Advisors is required to disclose all material facts regarding any legal or disciplinary events that would be material a client's evaluation of each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

USI Advisors is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients. Christopher Prentice is not actively engaged in any such activities.

Item 5- Additional Compensation

Christopher Prentice does not receive economic benefits for providing Advisory services, other than the regular salary paid by USI Advisors.

Item 6 - Supervision

Christopher Prentice is supervised by Todd McMahon, Chief Compliance Officer, in accordance with the firm's written policies and procedures. Todd reviews all advertising utilized with clients, conducts employee training, and reviews employee activities to ensure compliance. Todd McMahon can be reached at 206.441.6300 or todd.mcmahon@usi.com.

Item 1- Cover Page

Todd McMahon, IACCP®

USI, Inc. & USI Advisors, Inc. Chief Compliance Officer, EVP

601 Union Street, Suite 1000, Seattle, WA 98101

(206) 441-6300

USI Advisors, Inc.

95 Glastonbury Blvd. Suite 102, Glastonbury, CT 06033

(860) 633-5283

May 1st, 2017

This Brochure Supplement provides information about Mr. Todd McMahon that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. Todd McMahon is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Todd McMahon

Year of Birth: 1966

Education: Bachelor of Science in Accounting from Central Washington University

Certifications:

INVESTMENT ADVISER CERTIFIED COMPLIANCE PROFESSIONAL (IACCP®)

The Investment Adviser Association cosponsors the National Regulatory Services Investment Adviser Compliance Certificate Program. This program leads to a professional designation of Investment Adviser Certified Compliance Professional (IACCP). The program was established and designed to advance investment adviser compliance as a profession. To

attain the right to use the IACCP marks, an individual must satisfactorily fulfill the following requirements:

- Education – Complete an advanced college-level course of study addressing regulatory compliance and ethics over 40 hours of class time
- Examination – Pass the IACCP Certification Examination
- Experience – A minimum of two years of full-time work experience is required
- Ethics – Agree to be bound by National Regulator Services Code of Ethics
- Continuing Education – Complete 12 hours of continuing education hours annually

To learn more about the IACCP designation, visit www.nrs-education.com.

Business background:

2017 to Present: Chief Compliance Officer, EVP – USI Advisors, Inc.

2017 to Present: Investment Adviser Representative – USI Advisors, Inc.

2006 to Present: Chief Compliance Officer, Executive Vice President, Insurance Agent – USI Insurance Services LLC, USI, Inc. and USI Kibble & Prentice

2006 to 2017: Investment Adviser Representative – Kibble & Prentice Holding Company (dba USI Kibble & Prentice)

Item 3- Disciplinary Information

USI Advisors is required to disclose all material facts regarding any legal or disciplinary events that would be material a client's evaluation of each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mr. Todd McMahon is a registered representative of M Holdings Securities, Inc. (a securities broker-dealer Member FINRA/SIPC). The firm does not perceive a conflict of interest in Mr. Todd McMahon holding this role: as he is a salaried employee, does not have product or revenue related sales goals, and is not compensated based upon commissions or revenue generated through the implementation of the investment advice that he provides.

Item 5- Additional Compensation

Christopher Prentice does not receive economic benefits for providing Advisory services, other than the regular salary paid by USI Advisors.

Item 6 - Supervision

Todd McMahon is supervised by Ernest Newborn II, Senior Vice President and General Counsel of USI, Inc., as well as the Board of Directions in accordance with the firm's written policies and procedures. Ernest Newborn II can be reached at 914.749.8506 or ernest.newborn@usi.com.

Item 1- Cover Page

James Frits

Sales Executive, Executive Vice President

601 Union Street, Suite 1000, Seattle, WA 98101

(206) 441-6300

USI Advisors, Inc.

95 Glastonbury Blvd. Suite 102, Glastonbury, CT 06033

(860) 633-5283

May 1st, 2017

This Brochure Supplement provides information about Mr. James Frits that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. James Frits is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

James Frits

Year of Birth: 1967

Education: Bachelor of Arts in Economics and Accounting from Claremont McKenna College, MBA in Finance from University of Oregon

Business background:

2017 to Present: Investment Adviser Representative – USI Advisors, Inc.

2003 to 2017: Investment Adviser Representative – Kibble & Prentice Holding Company (dba USI Kibble & Prentice)

Item 3- Disciplinary Information

USI Advisors is required to disclose all material facts regarding any legal or disciplinary events that would be material a client's evaluation of each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

USI Advisors is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients. James Frits is not actively engaged in any such activities.

Item 5- Additional Compensation

James Frits does not receive economic benefits for providing Advisory services, other than the regular salary paid by USI Advisors.

Item 6 - Supervision

James Frits is supervised by Todd McMahon, Chief Compliance Officer, in accordance with the firm's written policies and procedures. Todd reviews all advertising utilized with clients, conducts employee training, and reviews employee activities to ensure compliance. Todd McMahon can be reached at 206.441.6300 or todd.mcmahon@usi.com.

Item 1- Cover Page

Dallas Otter

Sales Executive, Executive Vice President

601 Union Street, Suite 1000, Seattle, WA 98101

(206) 441-6300

USI Advisors, Inc.

95 Glastonbury Blvd. Suite 102, Glastonbury, CT 06033

(860) 633-5283

May 1st, 2017

This Brochure Supplement provides information about Mr. Dallas Otter that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. Dallas Otter is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Dallas Otter

Year of Birth: 1958

Education: Attended Humboldt State College and Bellevue Community College.

Business background:

2017 to Present: Investment Adviser Representative – USI Advisors, Inc.

2003 to Present: Insurance Agent – Kibble & Prentice Holding Company (dba USI Kibble & Prentice)

2003 to 2017: Investment Adviser Representative – Kibble & Prentice Holding Company (dba USI Kibble & Prentice)

Item 3- Disciplinary Information

USI Advisors is required to disclose all material facts regarding any legal or disciplinary events that would be material a client's evaluation of each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mr. Dallas Otter is a registered representative of M Holdings Securities, Inc. (a securities broker-dealer Member FINRA/SIPC). The firm does not perceive a conflict of interest in Mr. Dallas Otter holding this role: as he is a salaried employee, does not have product or revenue related sales goals, and is not compensated based upon commissions or revenue generated through the implementation of the investment advice that he provides.

Item 5- Additional Compensation

Dallas Otter does not receive economic benefits for providing Advisory services, other than the regular salary paid by USI Advisors.

Item 6 - Supervision

Dallas Otter is supervised by Todd McMahon, Chief Compliance Officer, in accordance with the firm's written policies and procedures. Todd reviews all advertising utilized with clients, conducts employee training, and reviews employee activities to ensure compliance. Todd McMahon can be reached at 206.441.6300 or todd.mcmahon@usi.com.

Item 1- Cover Page

Kyle Russell, AIF®

Sales Executive, Vice President

601 Union Street, Suite 1000, Seattle, WA 98101

(206) 441-6300

USI Advisors, Inc.

95 Glastonbury Blvd. Suite 102, Glastonbury, CT 06033

(860) 633-5283

May 1st, 2017

This Brochure Supplement provides information about Mr. Kyle Russell that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. Kyle Russell is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Kyle Russell

Year of Birth: 1970

Education: Associate of Arts from Highline Community College.

Certifications:

ACCREDITED INVESTMENT FIDUCIARY®

ACCREDITED INVESTMENT FIDUCIARY® and AIF® are federally-registered professional certification marks granted by the Center for Fiduciary Studies, LLC, a Fiduciary360 (fi306) company. An Accredited Investment Fiduciary certificant must demonstrate specialized knowledge of fiduciary standards of care in the investment management process. To attain the right to use the AIF® marks, an individual must satisfactorily fulfill the following requirements:

- Education – Complete a course of study addressing prudent practices for investment fiduciaries
- Examination – Pass the comprehensive, closed-book examination, which includes practical knowledge questions over a variety of topics related to fiduciary rules
- Ethics – Agree to comply with the AIF® Code of Ethics, which is annually renewed
- Continuing Education – Complete 6 hours of continuing education annually

To learn more about the AIF® designation, visit www.fi360.com.

Business background:

2017 to Present: Investment Adviser Representative – USI Advisors, Inc.

2004 to Present: Insurance Agent – Kibble & Prentice Holding Company (dba USI Kibble & Prentice)

2004 to 2017: Investment Adviser Representative – Kibble & Prentice Holding Company (dba USI Kibble & Prentice)

Item 3- Disciplinary Information

USI Advisors is required to disclose all material facts regarding any legal or disciplinary events that would be material a client's evaluation of each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mr. Kyle Russell is a registered representative of M Holdings Securities, Inc. (a securities broker-dealer Member FINRA/SIPC). The firm does not perceive a conflict of interest in Mr. Kyle Russell holding this role: as he is a salaried employee, does not have product or revenue related sales goals, and is not compensated based upon commissions or revenue generated through the implementation of the investment advice that he provides.

Item 5- Additional Compensation

Kyle Russell does not receive economic benefits for providing Advisory services, other than the regular salary paid by USI Advisors.

Item 6 - Supervision

Kyle Russell is supervised by Todd McMahon, Chief Compliance Officer, in accordance with the firm's written policies and procedures. Todd reviews all advertising utilized with clients, conducts employee training, and reviews employee activities to ensure compliance. Todd McMahon can be reached at 206.441.6300 or todd.mcmahon@usi.com.

Item 1- Cover Page

Michael van der Velden, AIF®

Sales Executive, Senior Vice President

601 Union Street, Suite 1000, Seattle, WA 98101

(206) 441-6300

USI Advisors, Inc.

95 Glastonbury Blvd. Suite 102, Glastonbury, CT 06033

(860) 633-5283

May 1st, 2017

This Brochure Supplement provides information about Mr. Michael van der Velden that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. Michael van der Velden is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Michael van der Velden

Year of Birth: 1964

Education: Bachelor of Arts in Finance and Economics from University of Notre Dame.

Certifications:

ACCREDITED INVESTMENT FIDUCIARY®

ACCREDITED INVESTMENT FIDUCIARY® and AIF® are federally-registered professional certification marks granted by the Center for Fiduciary Studies, LLC, a Fiduciary360 (fi306) company. An Accredited Investment Fiduciary certificant must demonstrate specialized knowledge of fiduciary standards of care in the investment management process. To attain the right to use the AIF® marks, an individual must satisfactorily fulfill the following requirements:

- Education – Complete a course of study addressing prudent practices for investment fiduciaries
- Examination – Pass the comprehensive, closed-book examination, which includes practical knowledge questions over a variety of topics related to fiduciary rules
- Ethics – Agree to comply with the AIF® Code of Ethics, which is annually renewed
- Continuing Education – Complete 6 hours of continuing education annually

To learn more about the AIF® designation, visit www.fi360.com.

Business background:

2017 to Present: Investment Adviser Representative – USI Advisors, Inc.

2003 to Present: Insurance Agent – Kibble & Prentice Holding Company (dba USI Kibble & Prentice)

2003 to 2017: Investment Adviser Representative – Kibble & Prentice Holding Company (dba USI Kibble & Prentice)

Item 3- Disciplinary Information

USI Advisors is required to disclose all material facts regarding any legal or disciplinary events that would be material a client's evaluation of each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mr. Michael van der Velden is a registered representative of M Holdings Securities, Inc. (a securities broker-dealer Member FINRA/SIPC). The firm does not perceive a conflict of interest in Mr. Michael van der Velden holding this role: as he is a salaried employee, does not have product or revenue related sales goals, and is not compensated based upon commissions or revenue generated through the implementation of the investment advice that he provides.

Item 5- Additional Compensation

Michael van der Velden does not receive economic benefits for providing Advisory services, other than the regular salary paid by USI Advisors.

Item 6 - Supervision

Michael van der Velden is supervised by Todd McMahon, Chief Compliance Officer, in accordance with the firm's written policies and procedures. Todd reviews all advertising utilized with clients, conducts employee training, and reviews employee activities to ensure compliance. Todd McMahon can be reached at 206.441.6300 or todd.mcmahon@usi.com.

Item 1- Cover Page

Truong Tang, AIF®

Assistant Vice President

601 Union Street, Suite 1000, Seattle, WA 98101

(206) 441-6300

USI Advisors, Inc.

95 Glastonbury Blvd. Suite 102, Glastonbury, CT 06033

860-633-5283

May 1st, 2017

This Brochure Supplement provides information about Mr. Truong Tang that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. Truong Tang is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Truong Tang

Year of Birth: 1977

Education: Bachelor of Arts in Economics from Knox College.

Certifications:

ACCREDITED INVESTMENT FIDUCIARY®

ACCREDITED INVESTMENT FIDUCIARY® and AIF® are federally-registered professional certification marks granted by the Center for Fiduciary Studies, LLC, a Fiduciary360 (fi306) company. An Accredited Investment Fiduciary certificant must demonstrate specialized knowledge of fiduciary standards of care in the investment management process. To attain the right to use the AIF® marks, an individual must satisfactorily fulfill the following requirements:

- Education – Complete a course of study addressing prudent practices for investment fiduciaries
- Examination – Pass the comprehensive, closed-book examination, which includes practical knowledge questions over a variety of topics related to fiduciary rules
- Ethics – Agree to comply with the AIF® Code of Ethics, which is annually renewed
- Continuing Education – Complete 6 hours of continuing education annually

To learn more about the AIF® designation, visit www.fi360.com.

Business background:

2017 to Present: Investment Adviser Representative and Asst Vice President – USI Advisors, Inc.

2015 to Present: Insurance Agent– Kibble & Prentice Holding Company (dba USI Kibble & Prentice)

2001 to 2017: Investment Adviser Representative – Kibble & Prentice Holding Company (dba USI Kibble & Prentice)

2006 to 2015: Investment Consultant and Insurance Agent– Kibble & Prentice Holding Company (dba Kibble & Prentice, a USI Company)

Item 3- Disciplinary Information

USI Advisors is required to disclose all material facts regarding any legal or disciplinary events that would be material a client’s evaluation of each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

USI Advisors is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients. Truong Tang is not actively engaged in any such activities.

Item 5- Additional Compensation

Truong Tang does not receive economic benefits for providing Advisory services, other than the regular salary paid by USI Advisors.

Item 6 - Supervision

Truong Tang is supervised by Todd McMahon, Chief Compliance Officer, in accordance with the firm’s written policies and procedures. Todd reviews all advertising utilized with clients, conducts employee training, and reviews employee activities to ensure compliance. Todd McMahon can be reached at 206.441.6300 or todd.mcmahon@usi.com.

Item 1- Cover Page

Tracy Van Horn

Operations Manager, Vice President

601 Union Street, Suite 1000, Seattle, WA 98101

(206) 441-6300

USI Advisors, Inc.

95 Glastonbury Blvd. Suite 102, Glastonbury, CT 06033

(860) 633-5283

May 1st, 2017

This Brochure Supplement provides information about Mrs. Tracy Van Horn that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mrs. Tracy Van Horn is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Tracy Van Horn

Year of Birth: 1962

Education: Bachelor of Arts in Elementary Education from Western Washington University.

Business background:

2017 to Present: Investment Adviser Representative and Operations Manager – USI Advisors, Inc.

2006 to 2017: Investment Adviser Representative and Operations Manager – Kibble & Prentice Holding Company (dba USI Kibble & Prentice)

2005 to 2009: Education Specialist – Kibble & Prentice Holding Company (dba Kibble & Prentice, a USI Company)

Item 3- Disciplinary Information

USI Advisors is required to disclose all material facts regarding any legal or disciplinary events that would be material a client's evaluation of each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

USI Advisors is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients. Tracy Van Horn is not actively engaged in any such activities.

Item 5- Additional Compensation

Tracy Van Horn does not receive economic benefits for providing Advisory services, other than the regular salary paid by USI Advisors.

Item 6 - Supervision

Tracy Van Horn is supervised by Todd McMahon, Chief Compliance Officer, in accordance with the firm's written policies and procedures. Todd reviews all advertising utilized with clients, conducts employee training, and reviews employee activities to ensure compliance. Todd McMahon can be reached at 206.441.6300 or todd.mcmahon@usi.com.

Item 1- Cover Page

Matthew Pearson

Sales Executive

601 Union Street, Suite 1000, Seattle, WA 98101

(206) 441-6300

USI Advisors, Inc.

95 Glastonbury Blvd. Suite 102, Glastonbury, CT 06033

(860) 633-5283

May 1st, 2017

This Brochure Supplement provides information about Mr. Matthew Pearson that supplements the USI Advisors, Inc. Brochure. You should have received a copy of that Brochure. Please contact Todd McMahon at (206) 676-7479 if you did not receive USI Advisors, Inc.'s ("USI Advisors") Brochure or if you have any questions about the contents of this supplement.

Additional information about Mr. Michael van der Velden is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Matthew Pearson

Year of Birth: 1988

Education: Bachelor of Arts in International Business/Economics from Western Washington University.

Business background:

2017 to Present: Investment Adviser Representative – USI Advisors, Inc.

2015 to Present: Insurance Agent – Kibble & Prentice Holding Company (dba USI Kibble & Prentice)

2014 to 2015: Sales Agent – Northwestern Mutual Life Insurance Co.

Item 3- Disciplinary Information

USI Advisors is required to disclose all material facts regarding any legal or disciplinary events that would be material a client's evaluation of each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Mr. Matthew Pearson is a registered representative of M Holdings Securities, Inc. (a securities broker-dealer Member FINRA/SIPC). The firm does not perceive a conflict of interest in Mr. Matthew Pearson holding this role: as he is a salaried employee, does not have product or revenue related sales goals, and is not compensated based upon commissions or revenue generated through the implementation of the investment advice that he provides.

Item 5- Additional Compensation

Matthew Pearson does not receive economic benefits for providing Advisory services, other than the regular salary paid by USI Advisors.

Item 6 - Supervision

Matthew Pearson is supervised by Todd McMahon, Chief Compliance Officer, in accordance with the firm's written policies and procedures. Todd reviews all advertising utilized with clients, conducts employee training, and reviews employee activities to ensure compliance. Todd McMahon can be reached at 206.441.6300 or todd.mcmahon@usi.com.