

**Item 1 – Cover Page**

**ALLIANZ INVESTMENT  
MANAGEMENT LLC**

**5701 Golden Hills  
Drive Minneapolis,  
MN 55416**

**763-765-7016**

**December 6th,  
2017**

This Brochure provides information about the qualifications and business practices of Allianz Investment Management LLC (“AIM”). If you have any questions about the contents of this Brochure, please phone Carol Sinn, Senior Compliance Officer, at 763-765-7016 or email her at [carol.sinn@allianzlife.com](mailto:carol.sinn@allianzlife.com). The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any state securities authority.

AIM is a registered investment adviser. Registration of an Investment Adviser (“Adviser”) does not imply any level of skill or training. You should base your decision regarding hiring or retaining an Adviser on the oral and written communications that the Adviser provides to you.

Additional information about Allianz Investment Management LLC is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

## **Item 2 – Material Changes**

This amendment to the Brochure is dated December 6<sup>th</sup>, 2017.

- There were no material changes that occurred in 2016.

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## **Item 4 – Advisory Business**

Allianz Investment Management LLC (“AIM”) is a Minnesota limited liability company that was formed on March 2, 2001. It is also an investment adviser that has been registered with the SEC since April 20, 2001. AIM is a wholly-owned subsidiary of Allianz Life Insurance Company of North America (“Allianz Life”). The ultimate parent of Allianz Life is Allianz SE, headquartered in Munich, Germany.

AIM provides investment advisory services, including direct asset management and supervision of affiliated and unaffiliated investment subadvisers, to (i) certain mutual funds offered as investment options in the variable products of Allianz Life and its affiliates and (ii) institutional clients (mostly insurance companies) which are a part of the Allianz Group. Currently, AIM does not provide any services to any client which is not affiliated with the Allianz Group. AIM’s clients are sophisticated institutional investors, and the advisory services provided to each client are tailored to the specific investment program of that client.

AIM provides model portfolios as part of a model allocations program with Questar Asset Management, Inc. (“QAM”). The models are used by QAM to manage QAM client portfolios for which QAM maintains full investment discretion. AIM is responsible for maintaining and providing the models only and has no discretion over the accounts or account trading, and therefore does not consider the individual needs of the program clients, which is the responsibility of QAM. AIM does not have a relationship or agreement with the model allocations program clients and does not receive any specific client information from QAM. QAM retains full discretion on whether or not to invest their clients' assets using the model portfolios. QAM, based on the information it obtains from its clients, will determine the suitability of the investment program for the client and their specific circumstances.

AIM does not participate in any wrap fee programs.

As of 12/31/16 AIM managed \$134,101,055,556 in client assets on a discretionary basis. AIM does not manage client assets on a non-discretionary basis.

## **Item 5 – Fees and Compensation**

Because AIM is an SEC-registered adviser, and all of its clients are “Qualified Purchasers” as defined in the Investment Company Act of 1940, information on fees and compensation are not required to be disclosed in this Brochure.

As part of the QAM model allocation program, AIM receives compensation at the annual rate of 5 basis points for the model portfolios that AIM provides. QAM is responsible for such compensation being paid to AIM.

AIM has engaged an affiliated entity to solicit and refer clients to AIM. In such case, AIM intends to comply with the applicable provisions of Section 206 of the Investment Advisers Act, and specifically Rule 206(4)-3 thereunder.

## **Item 6 – Performance-Based Fees and Side-By-Side Management**

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

## **Item 7 – Types of Clients**

AIM provides investment advisory services to (i) mutual funds offered as investment options in the variable products of Allianz Life and its affiliates and (ii) institutional clients (mostly insurance companies) which are a part of the Allianz Group.

AIM also provides model portfolios to QAM on a non-discretionary basis. The models are provided to the QAM, who in turn has discretionary authority over how the models are used for each of QAM's clients.

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

Investing in securities involves risk of loss that clients should be prepared to bear.

1) Mutual Funds: The mutual funds managed by AIM invest in a variety of different types of securities, based upon their various investment objectives and strategies. For the funds of the Allianz Variable Insurance Products Trust ("VIP Funds"), AIM does not select or provide advice with regard to the selection of individual securities, but rather, AIM identifies and, subject to the review and approval of the Board of Trustees of the VIP Funds, enters into agreements with various third party investment sub-advisers. These sub-advisers provide portfolio management services to AIM's clients. In some instances, the sub-advisers may be affiliates of AIM. AIM reviews the performance of third party sub-advisers to the VIP Funds on a quarterly or more frequent basis. AIM also reviews the general asset management strategy of the sub-advisers to ensure that they are following the investment policies and practices specified by each of the VIP Funds. The investment strategies and risks of each VIP Fund are described in the registration statement for the VIP Funds.

The funds of the Allianz Variable Insurance Products Fund of Funds Trust ("FOF Funds") invest primarily in other mutual funds (the "Underlying Funds") and, to a lesser degree, derivatives (primarily, futures). Currently, the Underlying Funds are all managed by AIM or an affiliate of AIM. AIM selects the securities purchased by the FOF Funds. In addition, AIM regularly monitors and reports to the Board of Trustees of the FOF Funds regarding the performance and investment strategy of the FOF Funds. AIM has entered into an agreement with Wilshire Associates Incorporated (the "Consultant") whereby the Consultant provides assistance to AIM in asset allocation and portfolio construction of the FOF Funds. The investment strategies and risks of each FOF Fund are described in the registration statement for the FOF Funds.

2) Corporate Affiliates: AIM provides investment advice and management to various companies (mostly insurance companies) in the Allianz Group. AIM's clients are sophisticated institutional investors, and the advisory services provided to each client are tailored to the specific investment program of that client. The Corporate Affiliates invest primarily in fixed income securities; some invest in derivatives for hedging purposes and may invest in various other securities appropriate to the client's investment program. AIM provides direct management with respect to some of the assets and has entered into agreements with various affiliated and unaffiliated third-party investment managers (subadvisers) to manage other of the assets. AIM reviews the performance of the third-party investment managers on a quarterly or more frequent basis. AIM also reviews the general asset management strategy of the investment managers to ensure that they are following the investment guidelines specified by each of the Corporate Affiliates. AIM does not recommend primarily a particular type of security.

Because AIM's Corporate Affiliate clients invest primarily in fixed income securities, they are proportionately subject to the risks of investments in fixed income securities, including: interest rate risk, which is the risk that the debt securities held by the underlying fund may decline in value due to rising interest rates; credit risk, which is the chance that the failure of the issuer of a debt security to pay interest or repay principal in a timely manner may have an adverse impact on earnings; income risk, which is the chance that falling interest rates may cause income to decline; call risk or prepayment risk, which is the risk that if interest rates fall, issuers of callable debt securities are more likely to prepay prior to the maturity date, and the client may not be able to reinvest the proceeds from the prepayment in investments that will generate the same level of income; and extension risk, which is the risk that, if interest rates rise, debt securities may be paid in full more slowly than anticipated.

Clients which utilize derivatives for hedging purposes are proportionately subject to the risks related to investments in derivatives. A derivative is a financial contract the value of which depends on, or is derived from, the value of an underlying asset, reference rate, or risk. Investors may use derivatives as a substitute for taking a position in the underlying asset and/or as part of a strategy designed to reduce exposure to other risks, such as interest rate or currency risk. Use of derivative instruments involves risks different from, or possibly greater than, the risks associated with investing directly in securities and other traditional investments. Derivatives are subject to a number of other risks, such as liquidity risk, interest rate risk, market risk, credit risk, and selection risk. Derivatives also involve the risk of mispricing or improper valuation and the risk that changes in the value may not correlate perfectly with the underlying asset, rate, or index. Using derivatives may result in losses, possibly in excess of the principal amount invested. Also, suitable derivative transactions may not be available in all circumstances. The other party to a derivatives contract could default.

## **Item 9 – Disciplinary Information**

There are no legal or disciplinary events that are material to a client's or prospective client's evaluation of AIM's advisory business or the integrity of AIM's management.

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

Certain persons who are Management Persons of AIM are also registered representatives of Allianz Life Financial Services, LLC, a registered broker-dealer affiliated with AIM. Otherwise, neither AIM, nor any of its management persons, are registered, or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer.

Neither AIM, nor any of its management persons, are registered, or have an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing entities.

Allianz Life Insurance Company of North America may engage in solicitation agreements, where in such cases, AIM intends to comply with Rule 206(4)-3.

AIM is affiliated with various financial services firms that are material to its business, as

- AIM acts as investment adviser to the VIP Funds and the FOF Funds which are considered affiliated companies for purposes of the Investment Company Act of 1940.
- In some situations, other affiliates of AIM may be selected as sub-adviser of a VIP Fund or as manager of Corporate Affiliate assets. In addition, Pacific Investment Management Company LLC (PIMCO) and Allianz Global Investors (AGI) act as manager of certain Corporate Affiliate assets. PIMCO and AGI are part of Allianz Group and affiliated with AIM. Corporate Affiliate clients also may be invested in investment vehicles managed or directed by affiliates such as PIMCO and AGI. AIM could direct a larger portion of Corporate Affiliate assets to affiliated asset managers to generate higher revenues for the Allianz Group. However, affiliated firms are subject to the same scrutiny as non-affiliated firms prior to being retained as sub-adviser to a VIP Fund or manager of Corporate Affiliate assets. In addition they also are subject to continuous scrutiny regarding fund performance and adherence to the investment objectives and strategies of the sub-advised Fund or the investment guidelines of the Corporate Affiliates. All of AIM's sub-advisers and managers of Corporate Affiliate assets are also subject to rigorous review by AIM's Compliance Department. AIM does not hesitate to terminate an affiliated sub-adviser or asset manager if that firm is not performing as expected in any area.
- The FOF Funds may purchase shares of the VIP Funds or of other Funds managed by affiliates, including PIMCO and AGI. Each of the VIP Funds and FOF Funds pays AIM a management fee. AIM could direct a larger portion of FOF Fund assets to the VIP Funds in order to generate higher revenues for itself or to other affiliated funds to generate higher revenues for the Allianz Group. However, if AIM were to do so for reasons other than to maximize Fund performance, Fund performance would suffer.
- The VIP Funds and the FOF Funds are offered as funding vehicles for variable

insurance products (the “Variable Products”) issued by AIM’s affiliates, Allianz Life Insurance Company of North America and Allianz Life Insurance Company of New York.

- Both the Variable Products and the VIP Funds and the FOF Funds are distributed by Allianz Life Financial Services, LLC, a broker dealer affiliated with AIM.
- The Variable Products are sold to the public on a retail basis by a number of broker dealers, including AIM’s affiliate Questar Capital Corporation, which is a registered broker dealer.
- Persons who are Management Persons of AIM are also officers, directors, employees or registered representatives of Allianz Life Insurance Company of North America, Allianz Life Insurance Company of New York, Allianz Life Financial Services, LLC, the VIP Trust or the FOF Trust, all of which are affiliates of AIM. These individuals do not receive any commissions for serving in these positions.
- AIM provides investment management services to its Corporate Affiliates, which are affiliated with AIM.

AIM does not receive compensation directly or indirectly from third-party asset managers with respect to client assets which would create a material conflict of interest. Except as identified above, AIM does not have any business relationships with the third-party asset managers which would create a material conflict of interest.

## **Item 11 – Code of Ethics**

AIM has implemented a Code of Ethics (“COE”) intended to comply with the requirements of Section 204A of the Investment Advisers Act of 1940 and Section 17j of the Investment Company Act of 1940. The COE is based on the principle that AIM’s employees owe a fiduciary duty to AIM’s clients and it sets forth the standards of conduct expected of these individuals. Specifically, the COE requires such individuals to place the interests of AIM’s clients before their own interests at all times.

The COE defines two categories of Covered Persons:

- “Associated Persons” are defined as any director, officer, or employee of AIM (including interns and consultants) and any person designated by the Chief Compliance Officer who is an employee of an affiliate of AIM, and who regularly works in AIM’s principal business.
- “Access Persons” are defined as any director, officer, or employee of AIM (including interns and consultants) who, in connection with his or her regular functions or duties, participates in, or obtains information regarding, the holdings and/or purchase or sale of securities by any Client of AIM, or whose functions relate to the making of any

recommendations with respect to such purchases or sales and who are physically This includes any individuals who are actively involved in oversight of the investment activities of sub- advisers or investment managers to any AIM Client, those who conduct trading on behalf of any AIM Client, those who provide oversight regarding the management of any assets of any AIM Client, or who have or may have access to near contemporaneous portfolio and trading information of any AIM Client.

To ensure that personal trading by Covered Persons is adequately reviewed and monitored on an ongoing basis, the COE imposes certain requirements and restrictions.

Any personal securities transactions conducted by Covered Persons must be conducted in such a way as to avoid any actual or potential conflict of interest or any abuse of the Covered Person's position of trust and responsibility. Covered Persons are prohibited from trading while in possession of material non-public information. In addition, under the COE, certain classes of securities have been designated as exempt securities and certain classes of transactions have been designated as exempt transactions, based upon a determination that these would not materially interfere with the best interests of AIM's Clients.

In some circumstances, whereby Access Persons are permitted to invest in the same securities as Clients, there is a possibility that the Access Person may benefit from market activity within a Client account. Personal trading on the part of Access Persons is continually monitored for adherence to the COE in order to ensure that these individuals comply with its provisions and to ensure that the COE reasonably prevents conflicts of interest between AIM and its Clients. Generally, AIM's procedures require Access Persons to report holdings and to pre-clear personal securities transactions that exceed a de minimis threshold as defined in the COE. Moreover, the procedures prohibit certain trading activity, including short-term trading, participation in IPOs, and engaging in private placement transactions without specific permission from AIM's Chief Compliance Officer.

The COE prohibits Covered Persons from accepting any gift or other thing of more than \$100 value from any person or entity that does business with, or desires to do business with, AIM.

Access Persons are prohibited from serving on the board of directors or trustees of non-affiliated publicly-traded companies without prior written authorization from AIM.

Infringements of the COE must be reported to the Chief Compliance Officer.

The COE enumerates certain specific responsibilities of the Chief Compliance Officer and of the Board of Governors of AIM. In addition, the COE lists certain records that AIM is required to maintain.

Each Covered Person must acknowledge receipt of the COE and must certify annually that he or she is in compliance with it. Covered Persons who violate the COE are subject to sanctions including possible termination of employment.

A copy of AIM's Code of Ethics is available by calling Carol Sinn, Senior Compliance Officer, at 763-765-7016 or emailing her at [Carol.sinn@allianzlife.com](mailto:Carol.sinn@allianzlife.com).



## Item 12 – Brokerage Practices

AIM seeks to ensure that best execution is obtained for all of its Client accounts. AIM evaluates best execution on the basis of price and other factors it deems relevant including, but not limited to, the size of the transaction, the nature of the market for the security, the amount of the commission, if any, the timing of the transaction, the reputation, experience and financial stability of the broker dealer involved, research quality or research capabilities, the broker dealer's ability to commit capital or otherwise facilitate the trade, and the quality of service rendered by the broker dealer.

AIM has hired sub-advisers to manage each of the VIP Funds. AIM reviews the brokerage practices of each sub-adviser at its annual compliance due diligence meeting with each sub-adviser to ensure that all efforts are being made to achieve best execution on all trades made in the VIP Funds.

The FOF Funds invest directly in mutual funds. No brokers are used and no brokerage fees are paid in connection with these investments.

In regard to the hedging activities that AIM undertakes as part of its management of its Corporate Affiliate accounts as well as in regard to the management of the overlay strategy employed in managing the FOF Funds, AIM uses one broker Wells Fargo Securities, LLC as an introducing broker. AIM traders select which broker to use based on the criteria discussed above.

AIM invests in private placements in certain of its Client accounts. Generally these are purchased directly from the issuer, so no broker is involved. In the event that a broker is used in the purchase of a private placement, the broker is paid by the seller or issuer of the private placement. It is AIM's practice to hold the private placements to maturity, but in the rare event that AIM would sell a private placement, every effort is made to obtain best execution based on the criteria discussed above.

AIM trades mutual funds on behalf of BPIC in the DCP. At BPIC's request, AIM uses only Wells Fargo as the broker for these trades. No commissions are paid and the fees are comparable to those charged by other brokers for similar transactions.

AIM does not receive research or services other than execution from any broker-dealer or third party in connection with client securities transactions ("soft dollar benefit"). AIM does not consider, in selecting or recommending a broker-dealer, whether AIM or a related person receives client referrals from the broker-dealer or a third party.

AIM does not routinely recommend, request or require that a client direct AIM to execute transactions through a specified broker-dealer; however, AIM does permit a client to direct brokerage upon clear written instruction from the client. Using client-directed brokerage may result in AIM being unable to achieve the most favorable execution of client transactions and may cost the client more money in higher brokerage commissions or less favorable prices.

The objective of AIM's trade allocation is to achieve fair and equitable treatment of all clients when allocating trades among multiple accounts. AIM designed its policy to timely allocate trades, to prevent trade allocations that unfairly advantage one client over another, and to

allocate equitably among accounts. Trade allocation is subject to AIM oversight.

In evaluating a model allocation arrangement, a client should recognize that brokerage commissions for the execution of transactions in the client's account are not negotiated by AIM. Transactions for client accounts will generally be effected by QAM with brokers selected by QAM. AIM has no ability to select brokers and dealers under the model allocation program and therefore the duty to seek best execution belongs to QAM.

### **Item 13 – Review of Accounts**

Each of AIM's accounts is reviewed on a monthly or more frequent basis. The review of the VIP and FOF Funds generally is conducted or overseen by the President of AIM. The review of the Corporate Affiliate accounts is conducted or overseen by the Chief Investment Officer of AIM. The review involves an analysis of the account's performance relative to the peer group and established benchmarks. The reviewer also reviews adherence to the account's investment objectives and strategies or investment guidelines. A variety of specific factors are reviewed for each account. The content of the regular reports provided to clients are tailored to the specific needs and requests of each client.

### **Item 14 – Client Referrals and Other Compensation**

No person who is not a client provides an economic benefit to AIM for providing investment advice or other advisory services to AIM's clients. Note however that certain solicitors may indirectly be compensated for soliciting clients for AIM as referenced in response to Item 5.

### **Item 15 – Custody**

The cash and securities of AIM's clients, including the VIP Funds, the FOF Funds and the Corporate Affiliates, are held by third-party custodians. Except otherwise required by law, AIM will not be liable for any act or failure of the client's custodian.

Each client should receive at least quarterly statements from the broker-dealer, bank, or other qualified custodian that holds and maintains the client's investment assets. AIM may also send a client a separate account statement or invoice from AIM. If this is the case, then AIM urges the client to carefully review such statements and compare such official custodial records to the account statements that we may provide. AIM's statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Pursuant to contractual arrangements, AIM has the right to have the client's custodian automatically deduct AIM's fees from certain clients' accounts. Thus, under Rule 206(4)-2 of the Investment Advisers Act of 1940, AIM may be deemed to have custody of client assets for this limited purpose.

## **Item 16 – Investment Discretion**

AIM exercises discretionary investment authority over the assets of the VIP Funds, FOF Funds, and the Corporate Affiliates.

Any client may place limitations on AIM's discretionary investment authority with respect to that client's account. Such limitations may appear in the client's Investment Management Agreement, in its written investment guidelines or mandates, or by means of any other written direction, or, with respect to the VIP Funds and FOF Funds only, in the fund registration statements.

## **Item 17 – Voting Client Securities**

AIM generally delegates the responsibility of voting proxies for the VIP Funds to the respective sub- advisers, but it monitors the sub-advisers with regard to whether the sub-advisers vote proxies in a manner consistent with their adopted policies, procedures and guidelines. The sub-advisers' policies provide for a process for resolving conflicts of interest.

In the event that a sub-adviser should refer the vote of a proxy to AIM, AIM will vote the proxy in a manner that is in the best interests of the particular VIP Fund.

The sub-advisers are responsible for maintaining all records required by all applicable rules. In the event that AIM votes a proxy on its own behalf, it will retain a record of the vote for at least five years.

Currently the only equity securities for which proxies may be voted of the FOF Funds are shares of underlying funds which are affiliated with AIM. Proxies solicited by such affiliated underlying funds shall generally be voted by the FOF Funds in the same ratio that such shares are voted by investors in such underlying funds who are not affiliated with AIM.

Some of the Corporate Affiliates have delegated the responsibility of voting proxies to AIM; however, the assets managed by AIM on behalf of the Corporate Affiliates generally do not generate proxies. Any proxies voted by AIM on behalf of the Corporate Affiliates would be voted in the best interests of the respective client.

A copy of AIM's Proxy Voting Policies and Procedures may be obtained by calling Carol Sinn, AIM's Senior Compliance Officer, at 763-765-7016 or emailing her at [Carol.sinn@allianzlife.com](mailto:Carol.sinn@allianzlife.com).

## **Item 18 – Financial Information**

AIM is required in this Item to provide you with certain financial information or disclosures about AIM's financial condition. Because AIM does not require or solicit prepayment of more than \$1,200 in fees per client, a balance sheet is not included. AIM has no financial

condition that is reasonably likely to impair its ability to meet contractual commitments to Clients. AIM has not been the subject of a bankruptcy proceeding.