

**Introduction**

Our firm, Cooper Financial Group, Inc. dba Cooper McManus, is an investment adviser registered with the Securities and Exchange Commission. We feel that it is important for you to understand how advisory and brokerage services and fees differ in order to determine which type of account is right for you. [www.investor.gov/CRS](http://www.investor.gov/CRS) provides free and simple tools to research firms and financial professionals, as well as educational materials about investment advisers, broker-dealers, and investing.

**What investment services and advice can you provide me?**

We are a registered investment adviser that offers various investment advisory services, including both “Non-Wrap” and “Wrap” programs: Cooper McManus Asset Management Program (a Non-Wrap program) Cooper McManus Wrap Asset Management, and the WealthPort Wrap Program. We also offer Financial Planning & Consulting to clients.

If you open an advisory account with our firm, we will meet with you to understand your current financial situation, existing resources, objectives, and risk tolerance. Based on what we learn, we will recommend a portfolio of investments that is monitored at least annually, and if necessary, rebalanced to meet your changing needs and goals. We will offer you advice on a regular basis and contact you at least annually to discuss your portfolio. We manage accounts on a discretionary basis. This means after you sign an agreement with our firm, we are allowed to buy and sell investments in your account without asking you in advance. Any limitations will be described in writing under your signed advisory agreement. We will have discretion on your account until the advisory agreement is terminated by you or by our firm.

We do not restrict our advice to limited types of products or investments. For the Cooper McManus Asset Management Program, our firm does not impose requirements for engaging our firm or opening and maintaining accounts. For the WealthPort Wrap Program, however, a minimum initial investment of at least \$5,000 is required to participate. This minimum can be raised depending on the level of service the client is seeking. Also, if a WealthPort Program account falls below the minimum balance required, and the agreement is terminated, the client may be charged a \$500 fee to cover the administrative costs associated with account opening. Financial Planning & Consulting is also offered as a separate service for a flat or hourly fee. Under this service, we do not monitor your investments if you hire us for financial planning and consultation services only

**Questions to Ask Us:**

- Given my financial situation, should I choose an investment advisory service? Why or why not?
- How will you choose investments to recommend to me?
- What is your relevant experience, including your licenses, education and other qualifications? What do those qualifications mean?

*Additional information about our advisory services is in Item 4 of our Firm Brochure and Item 5 of our Wrap Brochure, which are available on line at <https://adviserinfo.sec.gov/firm/brochure/111458>*

**What fees will I pay?**

You will be charged an ongoing quarterly or monthly fee based on the value of the assets in your account. Under our Cooper McManus Asset Management Program, the maximum annual fee is 2.00%. Under the Cooper McManus Wrap Asset Management Program, the maximum fee is 2.10%. Under the WealthPort Wrap Program, the maximum fee is 2.25%. Your fee is stipulated in your signed Management Agreement. It may be less than the maximum fees stated here and cannot be increased without your prior written authorization. The more assets you have in your advisory account, the more you will pay us. We therefore have an incentive to increase the assets in your advisory account in order to earn more in advisory fees. The amount you pay will depend, for example, on the services you receive and the amount of assets in your account. Our firm’s fees will be automatically deducted from your advisory account, which will reduce the value of your advisory account. In rare cases, we may agree to send you invoices rather than automatically deduct our fees from your advisory account.

For our Financial Planning and Consulting service, the maximum hourly rate is \$1,000 and the maximum flat fee is \$1,000,000. We charge an upfront retainer when you sign an agreement for this service or when we provide a financial plan or consultation. The custodian that holds your assets charges you a transaction fee when we buy or sell certain investments for you. For our Cooper McManus Asset Management Program, you pay these transaction fees in addition to our firm’s fees. For the Cooper McManus Wrap Asset Management and WealthPort Wrap Program services, we pay the custodian’s transaction fees. The fees for wrap fee programs are therefore higher than a typical asset-based advisory fee.

You may also pay charges imposed by the custodian holding your accounts for certain investments and for maintaining your account (e.g. custodian fees, account maintenance fees). Some investments, such as mutual funds, index funds, exchange traded funds, and variable annuities, charge additional fees that will reduce the value of your investments over time. In addition, you may have to pay fees such as “surrender charges” if you sell a variable annuity within its surrender charge period. In certain cases, we may select third party money managers, sub-advisers, and/or separate account managers to assist us with managing your account. If selected, they will charge you a fee, which will be described to you in their Form ADV and/or agreement.

You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying.

**Questions to Ask Us:**

- Help me understand how these fees and costs may affect my investments. If I give you \$10,000 to invest, how much will go to fees and costs and how much will be invested for me?

Additional information about our fees is in Item 5 of our Firm Brochure and Item 4 of our Wrap Brochure, which are available online at <https://adviserinfo.sec.gov/firm/brochure/111458>.

**What are your legal obligations to me when acting as my investment adviser? How else does your firm make money and what conflicts of interest do you have?**

When we act as your investment adviser, we must act in your best interest and we must not put our interest ahead of yours. At the same time, the way we make money creates some conflicts with your interests. You should understand and ask us about these conflicts because they can affect the investment advice we provide you. Here are some examples to help you understand what this means:

Some of our firm's financial professionals are registered representatives of Cambridge Investment Research, Inc., ("Cambridge"), an unaffiliated broker-dealer. Your financial professional may offer you brokerage services through Cambridge or advisory services through our firm. Brokerage and advisory services are different, and the fees our firm and Cambridge charge for those services are different. In a brokerage account, Registered Representatives are typically compensated by a transaction-based commission each time they buy or sell a security. As a result, they have an incentive to trade as much as possible in order to increase their compensation. You can learn more about Cambridge's brokerage services and fees at <https://www.joincambridge.com/information-for-investors/investor-resources/cambridge-disclosures/form-crs-supplement/>. In an advisory account, there are no commissions. Additionally, some of our firm's financial professionals include licensed insurance agents, Certified Public Accountants, licensed real estate agents, and licensed or non-practicing attorneys. When acting in their separate capacity these professionals will be compensated according to a separate agreement that is not related to the advisory services we offer.

Our firm receives an indirect benefit from Orion Portfolio Solutions, LLC (Orion) in certain cases where Orion has agreed to remit payment to Cambridge for certain fees that our firm would otherwise incur in recommending the use of Orion in client accounts. This creates a conflict of interest that incentivizes our firm to recommend the use of Orion over other managers who do not pay these fees on our behalf.

For our wrap services, we pay the custodian's transaction fees charged to you except for U.S. listed equities and exchange traded funds, which do not have transaction fees. As a result, we have an incentive to recommend these asset types without transaction fees in order to reduce the amount of the custodian's transaction fees that we will have to pay on your behalf.

**Questions to Ask Us:**

- How might your conflicts of interest affect me, and how will you address them?

Additional information about our conflicts of interest is in Item 10 of our Firm Brochure and Item 9 of our Wrap Brochure, which are available online at <https://adviserinfo.sec.gov/firm/brochure/111458>

**How do your financial professionals make money?**

Our financial professionals are compensated based on the revenue our firm earns from their advisory services or recommendations, the amount of client assets they service, and the time and complexity required to meet a client's needs. In addition, they are compensated based on the type of product sold and/or product sales commissions.

**Do you or your financial professionals have legal or disciplinary history?**

Yes. Please, visit [Investor.gov/CRS](https://Investor.gov/CRS) for a free and simple search tool to research our firm and our financial professionals.

**Questions to Ask Us:**

- As a financial professional, do you have any disciplinary history? For what type of conduct?

**Additional Information**

You can find additional information about our firm's investment advisory services on the SEC's website at [www.adviserinfo.sec.gov](https://www.adviserinfo.sec.gov) by searching CRD #111458. You may also contact our firm at (800) 516-5333 to request a copy of this relationship summary and other up-to-date information.

**Questions to Ask Us:**

- Who is my primary contact person? Is he or she a representative of an investment adviser or a broker-dealer? Who can I talk to if I have concerns about how this person is treating me?