

Item 1 – Cover Page



1 River Centre

331 Newman Springs Road

Suite 105

Red Bank, NJ 07701

(732) 945-3830

www.hartshornegroup.com

April 5, 2024

This Brochure provides information about the qualifications and business practices of Hartshorne Group, LLC (“HG” or the “Firm”). If you have any questions about the contents of this Brochure, please contact us at (732) 945-3830. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority. HG is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser. Additional information about HG also is available on the SEC’s website at <http://www.adviserinfo.sec.gov>. Clients and prospective clients can search this site by using the name Hartshorne Group, LLC or by an identification number known as a CRD number. The CRD number for HG is 150897. The SEC’s web site also provides information about any persons affiliated with HG who are registered, or are required to be registered, as investment adviser representatives of HG.

Item 2 – Material Changes

There were no material changes that occurred since the last annual update of HG’s Part 2A of Form ADV (“Brochure”) on March 31, 2023.

Item 3 - Table of Contents

Item 1 – Cover Page.....	1
Item 2 – Material Changes	2
Item 3 - Table of Contents	3
Item 4 – Advisory Business	4
Item 5 – Fees and Compensation.....	13
Item 6 – Performance-Based Fees and Side-By-Side Management.....	17
Item 7 – Types of Clients	17
Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss	18
Item 9 – Disciplinary Information	24
Item 10 – Other Financial Industry Activities and Affiliations	24
Item 11 – Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	25
Item 12 – Brokerage Practices.....	27
Item 13 – Review of Accounts	29
Item 14 – Client Referrals and Other Compensation.....	29
Item 15 – Custody	29
Item 16 – Investment Discretion	30
Item 17 – Voting Client Securities.....	30
Item 18 – Financial Information	31

Item 4 – Advisory Business

HG is a limited liability company formed under the laws of the State of Delaware and is registered as an investment adviser with the SEC. HG offers personalized investment advisory services to clients in the form of comprehensive financial planning, financial analysis of specific planning topics, and on-going wealth management and financial administration services. HG also provides continuous and regular investment management supervisory and consulting services. When providing these investment management supervisory services, HG refers clients to other advisers and portfolio managers, including its affiliate, WBI Investments, LLC (referred to throughout this brochure as “WBI”). WBI is also an investment adviser registered with the SEC. HG and WBI are under common ownership.

This Brochure provides clients and prospective clients with information regarding HG and the qualifications, business practices, and nature of advisory services that should be considered before becoming an advisory client of HG.

Principal Executive Owner

Don Schreiber, Jr., is the Chief Executive Officer of HG and a Senior Financial Planner. Don is the principal owner of the Firm.

Firm History

WBI was originally founded as Wealth Builders, Inc. in 1984 to provide financial advisory and business planning services to individuals and institutions. In 1997, Wealth Builders, Inc. began offering its investment management services to unaffiliated advisors and initiated the development of its wholesale institutional distribution program. In 2002 Wealth Builders began to offer wealth management services. In February 2006, the company began offering the investment management services of its wholesale institutional distribution operations under the “Doing Business As” (DBA) name WBI InvestmentsTM. The company continued to offer retail financial planning and wealth management services as Wealth Builders, Inc. In June 2009 Wealth Builders, Inc. formally changed its name to WBI Investments, Inc., and in January 2010 WBI Investments, Inc. spun off its retail financial planning and wealth management services into a separate affiliated entity: Hartshorne Group, Inc. HG was created to continue the comprehensive financial planning, financial analysis of specific planning topics, and ongoing wealth management and financial administration services of WBI. In February of 2023 HG changed its form of organization from an S Corp formed under the laws of New Jersey to a limited liability company formed under the laws of Delaware thereby changing the official name from Hartshorne Group, Inc. to Hartshorne Group, LLC. This change in structure did not affect the ownership or operation of HG.

Today HG continues to operate as a privately-owned financial planning firm that offers investment management supervisory and consulting services directly to individuals, pension and profit-sharing plans, corporations, and other entities.

Client Assets Under Management

As of 12/31/2023, HG had approximately \$144,942,367 in regulatory assets under management on a non-discretionary basis. HG does not manage any client assets on a discretionary basis.

Tailoring Advisory Services to the Individual Needs of Clients

HG's services are always provided based on the client's individual needs and circumstances. HG's analysis will detail the client's current financial status and make recommendations where possible intended to improve the client's financial situation in relation to the client's stated financial objectives. Clients have complete discretion when determining which, if any, of the recommendations made by HG to implement. If the client elects to engage an investment manager recommended by HG, the client may choose to engage only those managers that invest in certain types of securities. The client may also be able to impose restrictions on their accounts with a manager, including restrictions on specific investment selections and sectors.

Types of Investments

With some exceptions, HG is willing to offer advice on most types of investments owned by a client and, at the specific request of a client, will explore investment options not currently owned by a client. However, HG does not provide advice on futures contracts, warrants, or commercial paper.

The following are some of the general categories of securities and investments about which HG will offer advice:

- ☐ Separately Managed Account Products
- ☐ Exchange-listed securities
- ☐ Securities traded over-the-counter
- ☐ Exchange Traded Funds (ETFs) and Exchange Traded Notes (ETNs)
- ☐ Foreign issues
- ☐ Corporate debt securities (other than commercial paper)
- ☐ Certificates of deposit
- ☐ Municipal securities
- ☐ Mutual fund shares
- ☐ Variable Life and Variable Annuity Products
- ☐ United States government securities
- ☐ Options contracts on securities

HG may provide advice to a client regarding alternative investments including private placement investments. These types of investments are often illiquid, which means that the investments can be difficult to trade and consequently can limit a client's ability to sell the investments in a timely manner and at an advantageous price. Additionally, some investments may not have registered pursuant to the Securities Act of 1933, and therefore to participate in such investments the client will need to meet certain eligibility requirements and acknowledge that he or she has read and understands the private placement memorandum and is aware of the various risk factors associated with such an investment.

Types of Services Offered

HG offers comprehensive financial planning, financial analysis of specific planning topics, ongoing financial management services, investment management supervisory and consulting services, and income tax advice. HG may also be retained for financial analysis and/or consulting services that fall outside the scope of these services.

Comprehensive Financial Planning

Upon execution of a Financial Analysis Agreement, HG provides a broad range of financial planning and consulting services (including non-investment related matters). Depending on the client's individual needs and circumstances, HG may provide advice on, but not necessarily limited to, the following areas of concern:

- Retirement Analysis
- Risk Assessment, Management, and Mitigation
- Analysis of Current Financial Status
- Education Funding Analysis
- Development of Financial Objectives
- Income Tax Analysis and Mitigation
- Estate Planning
- Cash Flow and Budget Analysis
- Investment Analysis
- Investment Policy Development, Allocation, and Planning
- Fringe Benefit Analysis
- Asset Protection Strategies
- Insurance Planning
- Concentrated Equity Review and Planning
- Analysis of Business Interests
- Real Estate Holding Analysis

The nature and scope of the financial planning analysis and services to be provided will be described in an appendix to the Financial Analysis Agreement.

A copy of this Brochure will be provided to each client prior to, or contemporaneously with, the execution of the Financial Analysis Agreement. Either party may terminate the HG Financial Analysis Agreement by providing written notice to the other party. Termination will be effective upon receipt of the notification.

Financial Analysis of Specific Planning Topics

The client may retain HG to provide analysis and recommendations on one or more specific areas of financial concern or interest, including but not necessarily limited to the planning topics listed under Comprehensive Financial Planning above.

Financial Analysis services are performed under the terms of a written Financial Analysis Agreement between the client and HG. The nature and scope of the financial analysis and services to be provided will be described in an appendix to the Financial Analysis Agreement.

Financial planning analysis and services are generally for one-time financial plans, not ongoing advice. Clients may request that a previously complete financial plan be updated subject to an additional fee. Unless otherwise specifically agreed to by HG, HG shall have no duties or obligations with respect to the implementation of a client's financial plan and, without limiting the generality of the foregoing, HG shall have no duty or obligations to provide investment advisory or

investment management services that are outside the scope of the services discussed above. Clients may engage HG to provide ongoing wealth management and financial administration service as described in greater detail on the Ongoing Wealth Management and Financial Administration section.

It is recommended that clients work closely not only with HG in the course of formulating a financial plan, but also with client's legal, estate planning, tax accounting and other special advisors. For your convenience, HG may maintain ongoing relationships with certain legal, accounting and consulting firms with whom we may consult and to whom HG may refer clients for advice on those matters. However, no client is obligated to use the services of any such firm, and HG assumes no responsibility for recommendations made, advice given, or documentation provided to you by any such firm.

Ongoing Wealth Management and Financial Administration

HG provides robust wealth management and financial administration services to high-net-worth and family office clients. Clients contracting for this service must typically have at least \$10 million in investment assets; however, exceptions to this minimum may be granted. Therefore, a high-net-worth client will typically have no less than a \$10 million net worth. A family office is typically a private company that manages investments and trusts for a single wealthy family; however, it can include several wealthy families meeting the minimum investment requirements set forth by HG.

Ongoing wealth management and financial administration services are performed under the terms of a written Ongoing Financial Management Agreement between the client and HG. The nature and scope of the financial analysis and services to be provided will be described in an appendix to the agreement. HG's services are strictly financially related only. HG does not provide any non-financial related services, commonly known as concierge services.

The wealth management and financial administration services provided by HG begin with ongoing financial planning services. Topics and issues covered in financial planning include those described in the Comprehensive Financial Planning section. However, wealth management and financial administration services are designed to be more comprehensive than traditional financial planning-only services and are designed to include monitoring of all client assets. HG will recommend the use of WBI and/or other unaffiliated third-party investment advisers to provide ongoing management of the client's investable assets described further in the HG Manager Referral section and the Referral Arrangement with WBI Investments, LLC section. While offering its continuous and regular investment management supervisory and consulting services, HG retains the ongoing responsibility to provide advice, select and make recommendations, based upon the needs of the client, as to specific securities or other investments the client account may purchase or sell. If such recommendations are accepted by the client, HG is responsible for arranging or effecting any allocations, purchases or sales in each client account. Fees charged by third party investment advisers, including WBI, are in addition to fees charged for wealth management and financial administration services.

Depending on the individual needs of the client, HG services may include, but are not necessarily

limited to, the following value-added services:

- Coordinate investment activities
- Consolidate reporting of all assets and liabilities
- Facilitate multigenerational wealth management including wealth transfer planning
- Review and analysis of alternative investment opportunities
- Charitable planning including private foundations
- Budgeting and forecasting
- Cash flow management and bill payment services
- Insurance analysis
- Interface with client's other professionals including attorneys and accountants

Additional Financial Analysis, Tax Preparation and Consulting Services

HG may be engaged to provide analysis and/or consulting services that fall outside the scope of the comprehensive financial planning, financial analysis, or ongoing wealth management and financial administration services described above. Additionally, HG may prepare federal and state tax returns using the information the client provides, as well as provide "on call services" for routine questions that arise during the information collection and preparation of the returns. HG may accept or decline such an engagement depending on the scope and nature of the services to be provided. The terms and conditions of any such engagement will be determined by a separate written agreement negotiated between HG and the client.

HG Unaffiliated Manager Referral Service

HG provides investment management supervisory and consulting services with respect to specific client assets. HG will review the investment objectives or investment mandate presented by the client. These objectives may be the result of a financial planning or financial analysis engagement with HG or may be determined independently by the client. HG is authorized to rely on the financial and other information the client provides. Existing client securities and/or the client's portfolio will be evaluated relative to the client's circumstances and investment objectives or mandate, and HG will provide the results of its analysis as well as any recommended action with respect to the assets examined.

As a result of its analysis, HG may provide the client with information to assist in selecting one or more unaffiliated investment management firm(s) (collectively, "Unaffiliated Managers") to manage the client's assets. The client will make the final decision as to the selection of the Unaffiliated Managers. On an ongoing and regular basis, HG will supervise client accounts and confer with clients to review any changes in a client's circumstances. HG will also provide updated advice or recommendations regarding any Unaffiliated Managers selected by the client as needed.

In addition to entering into a client agreement with HG, the client enters into a separate agreement with each Unaffiliated Manager selected. The Unaffiliated Managers hired by the client are responsible for the day-to-day management of the investments in the account. Each Unaffiliated Manager may buy, sell, exchange, convert and trade securities and other investments in the client's managed accounts. HG has no investment discretion or other discretionary authority with respect

to the client's accounts.

Generally, HG acts as an introducing advisor in referring clients to Unaffiliated Managers. As a result, HG will be paid a portion of the fee charged and collected by the Unaffiliated Manager in the form of an introducing advisor fee or supervisory consulting fee. Each introducing advisor arrangement is performed pursuant to a written referral agreement and in compliance with Rule 206(4)-3 under the Investment Advisers Act of 1940 (the "Advisers Act").

HG will assist the client with identifying the client's risk tolerance and investment objectives. HG and/or its associated persons will consider a client's stated investment objectives and risk tolerance when referring the client to an Unaffiliated Manager.

HG will provide continuous and regular supervisory or management services, including answering questions the client may have regarding their account, providing certain limited financial analysis and/or consulting services, and acting as the communication conduit between the client and the Unaffiliated Manager. Unaffiliated Managers may take discretionary authority to determine the securities to be purchased and sold for the client. Neither HG nor its associated persons will have any trading authority with respect to client's managed account with the Unaffiliated Manager(s).

Unaffiliated Manager programs generally have account minimum requirements that will vary from Unaffiliated Manager to Unaffiliated Manager. Account minimums are generally higher on fixed income accounts than equity-based accounts. A complete description of the Unaffiliated Manager's services, fee schedules and account minimums will be disclosed in the Unaffiliated Manager's Form ADV Part 2A, which will be provided to clients at the time an agreement for services is executed and an account is established. Client reports will depend upon the Unaffiliated Manager.

HG has a conflict of interest by generally referring clients only to those Unaffiliated Managers that have agreed to pay an introducing advisor fee or supervisory consulting fee to HG. Clients are advised that there may be other Unaffiliated Manager programs that may be suitable to the client that may be more or less costly. No guarantees can be made that client's financial goals or objectives will be achieved. Further, no guarantees of performance can be offered. Investments involve risk, including the possible loss of principal.

WBI Management Referral Service

HG acts as an affiliated introducing advisor when it refers clients to WBI for investment management services. WBI also acts as a third-party money manager for other unaffiliated introducing advisors. Because HG and WBI are under common ownership, HG is an affiliated introducing advisor of WBI. As a result of this referral arrangement, HG is paid a portion of the fee charged and collected by WBI in the form of an introducing advisor fee. HG has a conflict of interest when referring clients to WBI similar to the conflict described above relating to Unaffiliated Managers. HG and WBI are also under common ownership, meaning certain of the owners of HG also have an ownership interest in WBI. This creates an additional conflict of interest because the common owners of HG and WBI will also benefit from fees paid to WBI and, as a result, are incentivized to refer HG clients to WBI. HG seeks to mitigate this conflict by referring clients to WBI only when such referral is consistent with the clients' investment

objectives.

HG assists clients with identifying the client's risk tolerance and investment objectives. HG will recommend a WBI portfolio in relation to the client's stated investment objectives and risk tolerance. With the assistance of HG, clients will select a recommended WBI portfolio strategy or portfolio strategies based upon the client's needs. Clients must enter into an agreement directly with WBI.

An HG advisor representative will be available to answer questions the client may have regarding their account managed by WBI, may provide certain ongoing and regular financial analysis and/or consulting services, and act as the communication conduit between the client and WBI. WBI requires discretionary authority to determine the securities to be purchased and sold for the client. HG will not have any trading authority with respect to client's managed account by WBI.

While the actual fee charged to a client will vary depending on the total amount of assets under management and the type of investment strategy utilized, the portion retained by HG in the form of introducing advisor fees or consulting fees will not exceed 1.125% and the portion retained by WBI in the form of investment management fees will not exceed 1.125%. WBI is responsible for deducting all advisory fees from client accounts and distributing to HG its portion of the overall fee.

Clients may incur additional charges including but not limited to, fees charged by the custodian of the client's assets, mutual fund sales loads, 12b-1 fees and redemption or surrender charges and IRA and qualified retirement plan fees. HG and WBI do not receive any portion of such commissions or fees. HG is only compensated by the introducing advisor fee described above. WBI is compensated by its management fee.

Affiliation with Millington Securities, LLC.

HG is affiliated with Millington Securities, LLC, ("Millington"), a registered investment adviser. Some of the officers and personnel of HG also serve as officers and perform functions for Millington. Millington also serves as the investment adviser for the Affiliated ETFs, as defined below. Millington is under common ownership with HG and WBI.

WBI ETFs

Millington serves as investment adviser to a series of ETFs registered under the Investment Company Act of 1940, as amended (the "Investment Company Act"), domiciled in the United States (the "Affiliated ETFs"). The Affiliated ETFs are each investment portfolios structured under Absolute Shares Trust (the "Trust"). The Trust administrator, transfer agent and fund accountant is U.S. Bancorp Fund Services, LLC. The distributor of the Affiliated ETFs is Foreside Fund Distributors, LLC, a SEC registered broker-dealer and member of FINRA ("Foreside").

Millington has selected WBI to act as sub-adviser to each Affiliated ETF and to be responsible for the day-to-day investment management of each Affiliated ETF. WBI therefore furnishes the Affiliated ETFs with certain administrative services and provides most of the personnel needed to

fulfill WBI's obligations as the investment sub-adviser. WBI will manage the Affiliated ETFs in accordance with their stated investment objectives and investment policies which are outlined and detailed in the prospectus and Statement of Additional Information (SAI) for the Affiliated ETFs. The Affiliated ETFs are not tailored to the individualized needs of any particular shareholder or investor and an investment in such a vehicle does not, in and of itself, create an advisory relationship between the shareholder or investor and WBI. Clients are advised to review the Affiliated ETF prospectus and SAI for a complete description of the Affiliated ETFs' investment objectives, policies and operational structures. All investors in the ETFs will receive or have available a copy of the prospectus and SAI.

HG has an inherent conflict of interest in recommending the Affiliated ETFs to clients because:

- HG's affiliated investment advisor, WBI is acting as Sub-Advisor for the Affiliated ETFs. Robert Confessore, Matthew Schreiber and Don Schreiber, Jr. are on the WBI Investment Committee. Don Schreiber, Jr. is a portfolio manager of the Affiliated ETFs. HG may be less likely to recommend moving client money out of the Affiliated ETFs than it would be for investments in other securities not managed by WBI if the Affiliated ETFs have poor performance, because of HG's involvement with the Affiliated ETFs and affiliation with WBI.
- As the Sub-Advisor to the Affiliated ETFs, WBI receives a management fee for its services. Increases in Affiliated ETF assets will result in increases in the management fee paid to WBI. Therefore, if the client invests in the Affiliated ETFs, the fees paid to WBI from the client's invested shares are in addition to the fees the client pays HG for its advisory services. However, HG does not directly receive any portion of this fee, and the Affiliated ETF's payments for WBI's management services have no effect on the fees paid by an HG client for any services provided to the client by HG.

Courtesy Account Service

At the discretion of HG, some clients may be allowed to establish a courtesy account through the Schwab Institutional platform of Charles Schwab & Co., Inc., or at Pershing Advisor Solutions, LLC. Typically, HG will offer continuous and regular investment management supervisory and consulting services for any client courtesy accounts on an unsolicited basis. HG may provide advice, select and make recommendations, based upon the needs of the client, as to specific securities, asset allocations, or other investments the client account may purchase or sell. If such recommendations are requested and eventually accepted by the client, HG is responsible for arranging or effecting any allocations, purchases or sales in each client courtesy account. Examples of instances in which a courtesy account may be established at a custodian include instances when a client wishes to hold a security position or asset allocation which is not part of a portfolio offered by a selected third-party manager. While HG will be provided trading authorization on the account, HG has no discretionary authority and will not place trades except pursuant to unsolicited instructions from clients. Clients will be solely responsible for initiating all purchase and sale decisions and instructing HG to effect such transactions within the account. Clients with courtesy accounts, and not HG, nor any person associated with HG, will have the exclusive responsibility for the performance of all securities that

are purchased for or held in any courtesy account. HG does not currently charge a fee for its Courtesy Account Service; however, clients will be required to enter into a written agreement and will be provided a copy of this Brochure prior to establishing a courtesy account.

ERISA and Other Plan Clients

In its services to ERISA pension plan clients under the HG Unaffiliated Manager Referral Service Program, WBI Management Referral Service Program, and in its financial planning services provided pursuant to a Financial Analysis Agreement, HG is a “covered service provider” under regulations issued by the U.S. Department of Labor (“DOL”) under Section 408(b)(2) of ERISA. Accordingly, HG will disclose, to the extent required by ERISA Regulation Section 2550.408b-2(c), to its ERISA pension plan clients the services it will provide to the plan client, its status as a fiduciary under Section 3(21) of ERISA, and the compensation, direct and indirect, that it and its subcontractors and affiliates reasonably expect to receive under the arrangement reasonably in advance of the date on which HG enters into the arrangement with the plan client.

In accordance with ERISA Regulation Section 2550.408b-2(c)(vi)(A), HG will disclose within thirty (30) days following receipt of a written request from the responsible plan fiduciary all information relating to compensation or fees received in connection with the arrangement with the pension plan client that is required for the plan to comply with the reporting and disclosure requirements of Title I of ERISA.

IRA Rollover Recommendations

Effective December 20, 2021 (or such later date as the US Department of Labor (“DOL”) Field Assistance Bulletin 2018-02 ceases to be in effect), for purposes of complying with the DOL’s Prohibited Transaction Exemption 2020-02 (“PTE 2020-02”) where applicable, we are providing the following acknowledgment to you.

When we provide investment advice to you regarding your retirement plan account or individual retirement account, we are fiduciaries within the meaning of Title I of the Employee Retirement Income Security Act and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. The way we make money creates some conflicts with your interests, so we operate under a special rule that requires us to act in your best interest and not put our interest ahead of yours. Under this special rule’s provisions, we must:

- Meet a professional standard of care when making investment recommendations (give prudent advice);
- Never put our financial interests ahead of yours when making recommendations (give loyal advice);
- Avoid misleading statements about conflicts of interest, fees, and investments;
- Follow policies and procedures designed to ensure that we give advice that is in your best interest;
- Charge no more than is reasonable for our services; and
- Give you basic information about conflicts of interest.

We benefit financially from the rollover of your assets from a retirement account to an account that we manage or provide investment advice, because the assets increase our assets under management and, in turn, our advisory fees. As a fiduciary, we only recommend a rollover when we believe it is in your best interest.

Item 5 – Fees and Compensation

HG, in its sole discretion, may charge lower fees and/or reduce or waive client minimums for its services and programs based upon certain criteria (i.e. anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, type of services required, account composition, negotiations with client).

Comprehensive Financial Planning

HG will charge a fee (fixed and/or hourly) for these services. HG's financial planning fees are negotiable, but generally range from \$5,000 to \$25,000 on a fixed fee basis and from \$250 to \$500 on an hourly rate basis, depending upon the level and scope of the services required and the professional rendering the service(s). In the event that a client elects to engage HG for financial planning services beyond the initial engagement (updating previous plans, etc.), the fixed fee may be waived or reduced. The decision to waive or reduce the fee for updating previous plans will generally be based on the ongoing revenue received by HG directly or indirectly from the client for other services, including any introducing advisor fees earned for referrals to WBI and other Unaffiliated Managers.

Prior to engaging HG to provide financial planning and/or consulting services, the client will be required to enter into a Financial Analysis Agreement with HG setting forth the terms and conditions of the engagement, describing the scope of the services to be provided, and the portion of the fee that is due from the client prior to HG commencing services. HG typically requires a retainer equal to one half the estimated planning fee at the time the Financial Analysis Agreement is executed, with the balance payable upon delivery of the financial plan. For hourly charges, the cost of the total hours required will be estimated and one half that amount will be used to determine the amount of the retainer. If HG were to receive more than \$1200 in advance the fee will be earned within 6 months or the unearned portion will be returned to the client. In the event the client terminates HG's financial planning and/or consulting services prior to HG's completion of such services, the unearned portion of HG's fee, if any, will be refunded to the client.

Upon completion of the initial financial planning services, HG may provide ongoing financial planning and consulting services on a fee basis to its clients. The scope of the ongoing financial planning and/or related consultation services to be rendered by HG is generally intended to be limited to reviewing HG's previous recommendations and/or services relative to a change in the client's financial situation and/or investment objectives. In the unlikely event that a client requires extraordinary financial planning and/or consultation services, HG may increase the fee for the added service, the amount of which increase will be determined by HG and agreed to in a separate written arrangement between HG and the client. The increase will generally be on either the fixed fee or hourly rate basis as discussed above. While all clients are offered financial planning and/or

consultation services in addition to investment management services through WBI, some clients elect an increased level of financial planning services relative to those received by other clients. It is not intended that financial planning and/or consultation services provided solely on an ancillary basis to WBI investment management services, will encompass the full scope of services contemplated under the Comprehensive Financial Planning, Financial Analysis, or Ongoing Wealth Management and Financial Administration Services sections herein. However, all clients are subject to the asset-based fee schedule as shown in the WBI Investment Management Agreement, regardless of the HG financial planning services required or elected by the client. HG fees do not offset any fees WBI charges for its management program.

A copy of this Brochure will be provided to each client prior to, or contemporaneously with, the execution of the agreement for services. To the extent services are terminated at any point other than the end of a calendar month, the final fee will be pro-rated based on the number of days remaining in the month. Clients paying monthly for ongoing family office or other ongoing services in advance will receive pro-rated refund for the final month of services. Clients paying for services in arrears will be charged a pro-rated fee for the final month of services.

Financial Analysis of Specific Planning Topics

The client may retain HG to provide analysis and recommendations on one or more specific areas of financial concern or interest. The scope of such an engagement is expected to be less extensive than that of a comprehensive financial plan. HG charges a fixed or hourly fee for such services. These fees are negotiable. Fixed fees generally range from \$500 to \$5,000 depending on the scope of the analysis and the number of topics covered. The client may also elect an hourly rate, which ranges from \$150 to \$500 per hour depending on the professional rendering the service.

Prior to engaging HG to provide financial analysis services, the client will be required to enter into a Financial Analysis Agreement with HG setting forth the terms and conditions of the engagement, describing the scope of the services to be provided, and the portion of the fee that is due from the client prior to HG commencing services. HG typically requires a retainer equal to one half the estimated analysis fee at the time the Financial Analysis Agreement is executed, with the balance payable upon delivery of the analysis. For hourly charges, the cost of the total hours required will be estimated and one half that amount will be used to determine the amount of the retainer. If HG were to receive more than \$1200 in advance the fee will be earned within 6 months or the unearned portion will be returned to the client.

In the event the client terminates HG's financial analysis services prior to HG's completion of such services, the unearned portion of HG's fee, if any, will be refunded to the client. In performing its services, HG will not be required to verify any information received from the client or from the client's other professionals and is expressly authorized to rely on the information provided.

If requested by the client, HG may recommend WBI for investment management services and/or conduct a manager search through the HG Unaffiliated Manager Referral Service. HG may also recommend the services of other professionals (attorneys, accountants, pension administrators, etc.) for implementation of its recommendations. The client is under no obligation to engage the services

of WBI or any recommended professionals. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any recommendation from HG. Moreover, each client is advised that it remains the client's responsibility to promptly notify HG if there is ever any change in the client's financial situation or investment objectives for the purpose of reviewing/evaluating/revising HG's previous recommendations and/or services.

A copy of this Brochure will be provided to each client prior to, or contemporaneously with, the execution of the Financial Analysis Agreement. Either party may terminate the HG Financial Analysis Agreement by providing written notice to the other party. Termination will be effective upon receipt of the notification.

Ongoing Wealth Management and Financial Administration

Wealth Management and Financial Administration services are provided on a fixed fee basis. Fees for such services are negotiated with each client depending on the client's amount of investable assets, approximate net worth, and the complexity of their financial situation. Fixed fees are determined and reevaluated on an annual basis. The annual fixed fee is generally billed monthly or quarterly in arrears. Monthly fees do not typically exceed \$2,500. However varying circumstances could result in higher fees.

A copy of this Brochure will be provided to each client prior to, or contemporaneously with, the execution of the Financial Analysis Agreement. Either party may terminate the HG Financial Analysis Agreement by providing written notice to the other party. Termination will be effective upon receipt of the notification. To the extent services are terminated at any point other than the end of a calendar month, the final fee will be pro-rated based on the number of days remaining in the month. Clients paying for services in advance will receive pro-rated refund for the final month of services. Clients paying for services in arrears will be charged a pro-rated fee for the final month of services.

Additional Financial Analysis, Tax Preparation and Consulting Services

The fees charged by HG for analysis and/or consulting services that fall outside the scope of the Comprehensive Financial Planning, Financial Analysis, or Ongoing Wealth Management and Financial Administration services described above will be negotiated as part of a separate written agreement entered into by the client and HG at the time of the engagement.

HG Unaffiliated Manager Referral Service

The fee charged for investment consulting services varies with the total amount of assets under management and the type of investment strategy utilized. The portion retained by HG in the form of consulting fees or introducing advisor fees will typically range from 0.25% to 1.00%.

In addition to entering into a Client Agreement with HG, the client enters into a separate agreement with each investment manager selected. Each manager determines the fee for their investment management services, which is separate from and in addition to the fee charged by HG. Generally, HG will act as an introducing adviser and refer clients to Unaffiliated Managers. As a result, HG may be paid a portion of the fee charged and collected by the third-party investment advisor in the

form of an introducing advisor fee or consulting fees. Each introducing advisor arrangement is performed pursuant to a written referral agreement and is in compliance with Rule 206(4)-3 under the Advisers Act.

Unaffiliated Manager programs generally have account minimum requirements that will vary from Unaffiliated Manager to Unaffiliated Manager. Account minimums are generally higher on fixed income accounts than equity-based accounts. A complete description of Unaffiliated Manager's services, fee schedules and account minimums will be disclosed in the Unaffiliated Manager's Form ADV Part 2, which will be provided to clients at the time an agreement for services is executed and an account is established.

HG has a conflict of interest in that it is incentivized to refer clients to Unaffiliated Managers that have agreed to pay a referral fee to HG. Clients are advised that there may be other Unaffiliated Manager programs that may be suitable to the client that may be more or less costly. No guarantees can be made that client's financial goals or objectives will be achieved. Further, no guarantees of performance can be offered. Investments involve risk, including the possible loss of principal.

WBI Management Referral Service

As described above, HG refers clients to WBI, an affiliated investment adviser. HG receives a portion of the fee paid to WBI in the form of introducing advisor fees or consulting fees, which will not exceed 1.125% of the client's assets under management with WBI. WBI deducts advisory fees from client accounts and distributes to HG its portion of the overall fee.

Brokerage commissions and/or transaction ticket fees charged by the custodian will be billed directly to the client. Neither HG nor WBI receive any portion of commissions or fees charged by the account custodian. In addition, clients may incur certain charges imposed by third parties other than HG or WBI in connection with investments made through the account, including but not limited to, fees charged by the custodian of the client's assets, mutual fund sales loads, 12(b)-1 fees and redemption charges, variable annuity fees and surrender charges, and IRA and qualified retirement plan fees. Management fees charged by WBI are separate and distinct from the fees and expenses charged by investment company securities that may be recommended to clients. A description of these fees and expenses are available in each investment company security's prospectus.

WBI will arrange for the execution of securities brokerage transactions for Client accounts through broker-dealers that WBI reasonably believes will provide "best execution." Best price, giving effect to commission and other costs is normally an important factor, but WBI's broker-dealer selection also takes into account the quality of brokerage services, including execution capability, responsiveness, willingness to commit capital, creditworthiness, financial stability, clearance and settlement capability, and the provision of research and other services. Accordingly, although WBI will seek competitive rates, it may not necessarily obtain the lowest available price or transaction cost. However, by directing business to approved broker-dealers, WBI may be able to negotiate lower commission rates for its clients than are typically available to clients opening accounts at these custodians on their own.

Clients are advised that HG has a conflict of interest when recommending the third-party investment advisor services of WBI. As described above, HG may recommend one or more unaffiliated manager in its Unaffiliated Manager Referral Program. There may be other third-party managed programs that may be suitable to the client that may be more or less costly than WBI or the managers available in the Unaffiliated Manager Referral Service. No guarantees can be made that client's financial goals or objectives will be achieved. Further, no guarantees of performance can be offered. Investments involve risk, including the possible loss of principal.

Soft Dollar Policy

HG has not entered into any soft dollar agreements and does not have a soft dollar program.

Courtesy Account Service

HG does not currently charge a fee for its Courtesy Account Service; however, clients will be required to enter into a written agreement and will be provided a copy of this disclosure brochure prior to establishing a courtesy account.

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

HG 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

HG offers comprehensive financial planning, financial analysis of specific planning topics, ongoing wealth management and financial administration, and investment consulting and referral services to individuals, high net worth individuals, corporate pension and profit-sharing plans, charitable institutions, foundations, endowments, private investment funds, trust programs, and other U.S. and international institutions.

Account Minimums

Account minimums vary depending on the scope and nature of the services being provided.

Comprehensive Financial Planning

HG generally requires clients to have a minimum of \$1,000,000 of investment assets for a Comprehensive Financial Planning engagement.

Financial Analysis of Specific Planning Topics

HG generally requires clients to have a minimum of \$500,000 of investment assets for a Financial Analysis of Specific Planning Topics.

Ongoing Wealth Management and Financial Administration

HG typically requires Ongoing Wealth Management and Financial Administration clients to have a minimum of \$10 million in investment assets.

Extraordinary Financial Analysis and Consulting Services

HG generally requires clients to have a minimum of \$1,000,000 of investment assets for Extraordinary Financial Analysis and Consulting Services.

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

Methods of Analysis in Formulating Investment Advice

The objective of the investment recommendations formulated as part of a financial planning or investment analysis is to match clients' needs with an investment strategy designed to help them meet their goals. In order to do this successfully, it is important to consider key facts about each client's situation. This information is obtained as part of the fact-finding process conducted with the client during the initial phase of the analysis. Among the important considerations are:

- **Available Resources** – The fact-finding process requests an inventory of investment assets and accounts, the value of the investment assets listed, and the percentage of total client assets these investments represent. Other financial resources are also determined, including annual income, net worth, and employment status.
- **Need for Liquidity** – Understanding the need for liquidity is an important part of the portfolio design process. Money that may be needed within the next three to four years should generally not be included in long term investments or a managed portfolio account. While the marketable securities in an account may be sold to raise cash in an emergency, the timing of such forced sales may adversely affect the performance of the portfolio, incur increased transaction costs, and create adverse tax consequences in taxable accounts.
- **Tax Status** – The tax status and preferences of an investor and the tax treatment applicable to an account should be considered in choosing an investment strategy. The fact-finding session requests information about the tax bracket of the investor, and the type of each investment account being opened (non-qualified, pension, IRA, etc.)
- **Primary Investment Objective** – The focus and asset mix of an investment strategy is likely to be heavily influenced by its primary objective. A portfolio designed to produce current income may behave very differently than one targeting long term growth or maximum capital appreciation.
 - *Considerations for Current Income* – Income can be derived from interest, dividends, capital gains, or withdrawals of principal from the portfolio. Since dividends are generally paid quarterly, and interest rates rise and fall, the income generated by investments can vary significantly from month to month and year to year. Fixed distributions that correspond to the typical levels of income generated in a portfolio can generate a regular monthly stream of income. Although any amount may be withdrawn from a portfolio, high distribution rates may result in the depletion of investment capital.
 - *Considerations for Long Term Growth* – One of the risks confronting the attempt to achieve long term financial goals is the potential loss of purchasing power through the effects of inflation. No matter what else a portfolio may do, if it fails to keep pace with inflation, the money in an account will buy less and less of those goals with every passing day. A portfolio that is designed to outpace inflation over long periods of time may include investments that are more volatile over short periods of time than investments in a portfolio designed to achieve a different goal, such as

preservation of capital or producing current income. An investor attempting to achieve long term growth of capital should be prepared to accept some level of fluctuation in account value.

- *Considerations for Maximum Capital Appreciation* – High levels of investment return have historically been associated with high levels of volatility. The less risk an investor has been willing to accept, the less return he or she could reasonably expect. Targeting a return that is higher than necessary may expose a portfolio to unnecessary risks. Pursuing a more conservative strategy may limit a client's return potential. The appropriate strategy should consider whether the desired rate of return is reasonable given historical return experience and the investor's tolerance for risk.
- **Time Horizon**– The investment time horizon should be considered in identifying an appropriate portfolio strategy. For example, it may not be suitable for clients with a short-term time horizon to invest in securities that have historically exhibited more volatility over short periods of time. In general, we will recommend a more conservative investment strategy to clients with shorter investment time horizons (e.g., 4-7 years) than we would for clients with longer time horizons (e.g., 10 years or more).
- **Investing Experience** – The depth of prior experience investing in stock, bonds and/or mutual funds can influence an investor's responses to changes in future market conditions. A novice investor, or one who rarely follows investment markets, may react differently than an investor with extensive experience of the behavior of investment assets under varying market and economic conditions. The information collected during the fact-finding session should include both the investor's level of prior investment experience and the degree to which the investor monitors current investment conditions.
- **Risk Tolerance** –Because investment portfolios fluctuate in value, they can lose some or all of their value relative to the initial investment amount. For some clients, even a portfolio that has increased significantly in value since its inception can create a feeling of "loss" when it experiences a down day, month, quarter or year. Assessing the client's aversion to this risk of loss is an important part of the portfolio design process.

Once the appropriate portfolio design considerations have been developed into an investment plan, either as part of a comprehensive financial plan or specific investment analysis, HG may recommend investment management services to implement the ongoing investment management of the client's investment assets. In cases where the client elects a third-party investment adviser to provide ongoing management of the assets, HG still maintains continuous and regular supervision of the account, with the responsibility to select or make recommendations, based upon the needs of the client, as to specific securities or other investments the account may purchase or sell and, if such recommendations are accepted by the client, HG is responsible for arranging or effecting the purchase or sale.

To the extent these important considerations are not incorporated into the design of the investment plan, the resulting portfolio may not be effective in addressing the client's goals and circumstances. A client's goals and/or circumstances may change over time, and the initial investment recommendations may need to be revised periodically to reflect these changes. Investment

managers selected by the client to implement some or all of an investment plan may not produce the anticipated results. Investments involve risk, including the possible loss of investment principal.

In performing its services, HG will not be required to verify any information received from the client or from the client's other professionals and is expressly authorized to rely on the information provided.

Investment Strategies when Managing Client Assets and/or Providing Investment Advice

HG provides investment advice on the basis of the financial planning or investment analysis performed for the client. HG may offer an analysis of securities the client owns, if such analysis is within the scope of the client engagement, but it does not provide discretionary management of investment accounts. Investment recommendations are focused on the portfolio allocation mix, strategies, and investment types that are compatible with the client's goals and appropriate to the client's circumstances and risk tolerance.

HG recommends WBI and Unaffiliated Managers to provide investment management services for the implementation of specific allocations or investment strategies.

Risk of Loss

Clients must understand that past performance is not indicative of future results. Therefore, current and prospective clients should never assume that future performance of any specific investment or investment strategy will be profitable. Investing in securities (including stocks, mutual funds, and bonds) involves risk of loss. Further, depending on the different types of investments there may be varying degrees of risk. Clients and prospective clients should be prepared to bear investment loss including loss of all of their original principal.

Because of the inherent risk of loss associated with investing, HG is unable to represent, guarantee, or even imply that our services and methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate the client from losses due to market corrections or declines. There are certain additional risks associated with investing in securities through the WBI Management Referral Service or through unaffiliated managers in the Unaffiliated Manager Referral Service:

- *Counterparty Risk* - Transactions entered into directly with a counterparty are subject to the risk that the counterparty will fail to perform its obligations in accordance with the agreed terms and conditions of the transaction. A counterparty may become bankrupt or otherwise fail to perform its obligations.
- *Currency Risk* – The potential risk of loss caused by fluctuating foreign exchange rates when an investment has exposure to foreign currency or a security traded on local currency terms, regardless of how the security would have performed at US dollar exchange rates.
- *Cyber Security Risk* - With the increased use of technologies such as the Internet to conduct business, a portfolio is susceptible to operational, information security and related risks. In general, cyber incidents can result from deliberate attacks or unintentional events and are not limited to, gaining unauthorized access to digital systems, and misappropriating assets or

sensitive information, corrupting data, or causing operational disruption, including the denial-of-service attacks on websites. Cyber security failures or breaches by a third party service provider and the issuers of securities in which the portfolio invests, have the ability to cause disruptions and impact business operations, potentially resulting in financial losses, the inability to transact business, violations of applicable privacy and other laws, regulatory fines, penalties, reputational damage, reimbursement or other compensation costs, and/or additional compliance costs, including the cost to prevent cyber incidents.

- *Equity Market Risk* – Common stocks are susceptible to general stock market fluctuations and to volatile increases and decreases in value as market confidence in and perceptions of their issuers change. If the client held common stock, or common stock equivalents, of any given issuer, the client would generally be exposed to greater risk than if the client held preferred stocks and debt obligations of the issuer.
- *ETF and Mutual Fund Risk* – When an account invests in an ETF or mutual fund, it will bear additional expenses based on its pro rata share of the ETF's or mutual fund's operating expenses, including the management fees of the mutual fund or ETF, which are in addition to the management fees charged by WBI. The risk of owning an ETF or mutual fund generally reflects the risks of owning the underlying securities the ETF or mutual fund holds. The account also will incur brokerage costs when it purchases ETFs. Additionally, the account will be indirectly exposed to the risks of the strategies and portfolio assets of the ETF or mutual fund, including but not limited to those of ETNs and equity options, derivatives, currencies, indexes, leverage and replication management.
- *Exchange-Traded Note Risk* – ETNs are subject to the credit risk of the issuer. The value of an ETN will vary and will be influenced by its time to maturity, level of supply and demand for the ETN, volatility and lack of liquidity in underlying securities, currency and commodities markets as well as changes in the applicable interest rates, changes in the issuer's credit rating, and economic, legal, political, or geographic events that affect the referenced index. There may be restrictions on an account's right to redeem its investment in an ETN, which is meant to be held until maturity. The decision to sell ETN holdings may be limited by the availability of a secondary market.
- *Fixed Income Securities Risk* – Interest rates may go up resulting in a decrease in the value of the fixed income securities held by an account. Credit risk is the risk that an issuer will not make timely payments of principal and interest. There is also the risk that an issuer may "call," or repay, its high yielding bonds before their maturity dates. Fixed income securities subject to prepayment can offer less potential for gains during a declining interest rate environment and similar or greater potential for loss in a rising interest rate environment. Limited trading opportunities for certain fixed income securities may make it more difficult to sell or buy a security at a favorable price or time.
- *Foreign and Emerging Market Securities Risk* – Foreign investments may carry risks associated with investing outside the United States, such as currency fluctuation, economic or financial instability, lack of timely or reliable financial information or unfavorable political or legal developments. Those risks are increased for investments in emerging markets. Foreign securities can be more volatile than domestic (U.S.) securities. Securities markets of other

countries are generally smaller than U.S. securities markets. Many foreign securities may also be less liquid than U.S. securities, which could affect the investments.

- *High-Yield Securities Risk* – Fixed income securities receiving below investment grade ratings (i.e., “junk bonds”) may have speculative characteristics, and compared to higher-grade securities, may have a weakened capacity to make principal and interest payments given economic conditions or other circumstances. High-yield, high risk, and lower-rated securities are subject to additional risk factors, such as increased possibility of default, decreased liquidity, and fluctuations in value due to public perception of the issuer of such securities. These bonds are almost always uncollateralized and subordinate to other debt that an issuer may have outstanding. In addition, both individual high-yield securities and the entire high-yield bond market can experience sharp price swings due to a variety of factors, including changes in economic forecasts, stock market activity, large sustained sales by major investors, or a higher profile default.
- *Investments in Pooled Investment Vehicles* – WBI may recommend that clients invest in pooled investment vehicles, including mutual funds, ETFs, and private funds. WBI may also recommend that clients utilize the services of WBI or another investment manager that invests in such products. Investors in pooled investment vehicles will be subject to the applicable fees and expenses of these vehicles, including operating costs, brokerage costs, mutual fund sales loads and 12b-1 fees, and management and incentive fees, which are in addition to any fees paid to HG. Clients will also incur brokerage costs when purchasing ETFs. The risk of owning an interest in a pooled investment vehicle generally reflects the risks of owning the underlying securities in which the vehicle is invested. Additionally, interests in private funds may be highly illiquid, and will not be appropriate for investors who may have a short-term need for liquidity. Pooled investment vehicles are not managed based on the client’s individual needs and unique investment circumstances. The terms of investing in a pooled investment vehicle, including the investment strategy and applicable risks, fees, and expenses are described in the vehicle’s offering documents (e.g., prospectus or offering memorandum), and clients are encouraged to read and understanding these documents prior to making an investment in a pooled investment vehicle.
- *Investment Style Risk* – Investments in dividend-paying common stocks may cause the value of an account to underperform accounts that do not limit their investments to dividend-paying common stocks during periods when dividend-paying stocks underperform other types of stocks. In addition, if stocks held in an account reduce or stop paying dividends, the account’s ability to generate income may be affected.
- *Liquidity Risk* - Liquidity risk exists when particular investments are difficult to purchase or sell (e.g., not publicly traded and/or no market is currently available or may become less liquid in response to market developments). This can reduce a portfolio’s returns because the portfolio may be unable to transact at advantageous times or prices. Investments that are illiquid or that trade in lower volumes may be more difficult to value.
- *Management Risk* – the value of the client’s investment varies with the success and failure of the client’s investment manager’s strategies and its research, analysis, and determination of portfolio

securities. If these investment strategies do not produce the expected results, the value of the client's investment could decrease.

- *Market Risk* – Either the stock market as a whole, or the value of an individual company, goes down resulting in a decrease in the value of the investment.
- *Master Limited Partnership Risk* – Investing in Master Limited Partnerships (“MLPs”) entails risk including fluctuations in energy prices, decreases in supply of or demand for energy commodities and various other risks.
- *New Fund Risk*—Clients accessing a WBI separately managed account that utilizes the WBI's Affiliated ETFs through the Tax-Smart SMA Program should be aware that the Affiliated ETFs have inception dates beginning August 2014. There can be no assurance that any of the Affiliated ETFs will continue to grow or maintain an economically viable size, in which case the Board may determine to liquidate one or more of the Affiliated ETFs.
- *Operational Risk* - A portfolio may suffer a loss arising from shortcomings or failures in internal processes, people or systems, or from external events. Operational risk can arise from many factors ranging from routine processing errors to potentially costly incidents related to, for example, major systems failures.
- *Options Risk* – Options on securities may be subject to greater fluctuations in value than an investment in the underlying securities. Purchasing and writing put and call options are highly specialized activities and entail greater than ordinary investment risks.
- *Small and Medium Companies Risk* – Investing in securities of small and medium capitalization companies may involve greater volatility than investing in larger and more established companies because small and medium capitalization companies can be subject to more abrupt or erratic share price changes than larger, more established companies.
- *Passive Investment Risk* — Passive or Index ETFs are not actively managed and the investment adviser to such ETFs will not attempt to take defensive positions in declining markets. Unlike many investment companies, Passive or Index ETFs do not utilize an investing strategy that seeks returns in excess of its underlying index. Therefore, it would not necessarily buy or sell a security unless that security is added or removed, respectively, from the underlying index, even if that security generally is underperforming. If a specific security is removed from the underlying index, the ETF may be forced to sell such security at an inopportune time or for a price other than the security's current market value. It is anticipated that the value of ETF shares will decline, more or less, in correspondence with any decline in value of the underlying index. The underlying index may not contain the appropriate mix of securities for any particular economic cycle, and the timing of movements from one type of security to another in seeking to track the underlying index could have a negative effect on the ETF. Unlike an actively managed fund, an ETF does not use techniques or defensive strategies designed to lessen the effects of market volatility or to reduce the impact of periods of market decline. Maintaining investments in securities regardless of market conditions or the performance of individual securities could cause the ETF's return to be lower than if the ETF employed an active strategy.
- *Quantitative Model Risk* - When executing an investment strategy using various proprietary quantitative or investment models, securities or other financial instruments selected may

perform differently than expected, or from the market as a whole, as a result of a model's component factors, the weight placed on each factor, changes from the factors' historical trends, and technical issues in the construction, implementation and maintenance of the models (e.g., data problems, software issues, etc.). There can be no assurance that a model will achieve its objective.

- *Volatility Risk* - The prices of a portfolio's investments can be highly volatile. Price movements of assets are influenced by, among other things, interest rates, general economic conditions, the condition of the financial markets, developments or trends in any particular industry, the financial condition of the issuers of such assets, changing supply and demand relationships, programs and policies of governments, and national and international political and economic events and policies.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to the client's evaluation of HG or the integrity of HG's management. HG has no information applicable to this Item.

Item 10 – Other Financial Industry Activities and Affiliations

The principal executive officers of HG are engaged in activities other than the services provided by HG. The principal executive officers are also principal executive officers and Investment Committee members of WBI.

Robert Confessore spends the majority of his time providing financial planning and consulting services through HG in his capacity as President and Senior Wealth Manager. Don Schreiber, Jr. spends the majority of his time devoted to the activities of WBI.

Affiliation with WBI Investments, LLC

As previously disclosed, HG is under common ownership and control with WBI, an affiliated investment adviser. HG clients that are in need of investment management services are generally referred to WBI. Please see Item 5 of this Brochure for a detailed description of HG's Unaffiliated Manager Referral Service. A conflict of interest exists between HG and its clients when HG refers clients to WBI and not to other investment advisor firms offering similar services. HG refers clients to WBI as a result of the affiliation between the two firms. There may be other third-party managed programs that may be suitable to the client that may be more or less costly than those offered by WBI.

Non-Advisory Services Offered by HG Associated Persons

The principal executive officers of HG are engaged in activities other than the services provided by HG. Certain principal executive officers of HG also serve as officers and directors of the Affiliated ETFs, as well as other affiliated and unaffiliated companies.

Certain supervised persons of HG are also engaged in the design and promotion of products offered by CyborgTech, LLC, VPro Software, LLC, and Advisor Toolbox, LLC. CyborgTech, LLC, VPro Software, LLC, and Advisor Toolbox, LLC are all FinTech entities that develop software related to

the investment advisor industry.

Insurance Services

HG is licensed as an insurance agency. As such, HG's investment adviser representatives, in their individual capacities as insurance agents of HG, may recommend, on a fully-disclosed basis, the purchase of insurance products and receive commissions on such products. HG's investment adviser representatives devote less than ten percent (10%) of their time to life insurance commission business.

Affiliated Entity – Millington Securities, LLC

HG has a related company, Millington, that is a registered investment adviser. Some of the officers and associated persons of HG also serve as officers and perform functions for Millington.

Item 11 – Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Participation or Interest in Client Transactions

When appropriate and in accordance with applicable law, HG's affiliate, WBI, may invest client assets in Affiliated ETFs in the WBI Tax-Smart SMA Program. HG and WBI will have an inherent conflict of interest in investing in or recommending the Affiliated ETFs.

Code of Ethics

Rule 204A-1 under the Advisers Act requires all investment advisers to establish, maintain and enforce a Code of Ethics. Because certain of HG's employees are also employees of WBI and a significant number of HG clients are also investment management clients of WBI, HG and WBI have established a joint Code of Ethics (the "Code") that applies to all of HG's and WBI's Supervised Persons (as defined in the Code). An investment adviser is considered a fiduciary according to the Advisers Act. As a fiduciary, it is an investment adviser's responsibility to provide fair and full disclosure of all material facts and to act solely in the best interest of each of our clients at all times. HG and WBI, (together, the "Firm") have a fiduciary duty to all clients. This fiduciary duty is considered the core underlying principle for the Code which also covers its Insider Trading and Personal Securities Transactions Policies and Procedures (as detailed below under "Personal Trading Policy").

The Firm requires all of its Supervised Persons to conduct business with the highest level of ethical standards and to comply with all federal and state securities laws at all times. Upon employment or affiliation and at least annually thereafter, all Supervised Persons will sign an acknowledgement that they have read, understand and agree to comply with the Code. The Firm has the responsibility to make sure that the interests of all clients are placed ahead of the Firm's or its Supervised Person's own interests. Full disclosure of all material facts and potential conflicts of interest will be provided to clients prior to any services being conducted. The Firm and its Supervised Persons must conduct business in an honest, ethical and fair manner and avoid all circumstances that might negatively affect or appear to affect the Firm's duty of complete loyalty to all clients. This disclosure is

provided to give all clients a summary of the Code. However, if a client or a potential client wishes to review the Code in its entirety, a copy will be provided promptly upon request.

Personal Trading Policy

The Personal Trading Policy in the Firm's Code of Ethics contains provisions regarding employee personal trading and reporting requirements that are designed to address potential conflicts of interest that might interfere or appear to interfere with making decisions in the best interest of WBI clients.

Any employee or Supervised Person of WBI who fails to observe the personal securities transaction preclearance requirements described in the Firm's Personal Trading Policy may be subject to remedial action, unless their trade activity was made pursuant to the delineated pre-clearance exceptions listed in the Policy. WBI will determine on a case by case basis what remedial action should be taken in response to any violation. This may include requiring the employee to void or reverse a trade, the cost of which may be borne by the employee or owner of the account or limiting an employee's personal trading for some period of time.

Gifts and Entertainment

The Code's Entertainment Policies and Procedures place strict limits on the receipt and provision of gifts, travel, and entertainment by Firm personnel. Occasionally, personnel participate in entertainment opportunities related to legitimate business purposes, subject to the requirements and limitations set forth in the Code's Gifts and Entertainment Policies and Procedures. Such requirements and limitations are intended to ensure that employees avoid actual or potential conflicts of interest between their personal interests and those of the Firm and its clients.

Political Contributions

Employees are not permitted to make or solicit political contributions for the purpose of obtaining or retaining business with government entities. Employees, on their own behalf and on behalf of their spouses and any person with whom the employee has a direct or indirect beneficial ownership or personal financial interest, are required to obtain approval from the Firm before making a personal political contribution to any federal, state, local or U.S. territorial candidate, official, party or organization. Such personal contributions may support political candidates or officials who share the Firm's views related to its business interests, but it is a violation of the Firm's policy for any employee to require another employee to contribute to, support, or oppose any political group or candidate.

Other Potential Conflicts of Interest

Because HG and WBI are under common ownership, HG is an affiliated introducing advisor of WBI. As a result of this referral arrangement, HG is paid a portion of the fee charged and collected by WBI in the form of introducing advisor and consulting fees. As described above, HG has a conflict of interest when referring clients to third-party investment advisors that have agreed to pay a referral fee to HG. HG and WBI are also under common ownership, meaning certain of the owners of HG also have an ownership interest in WBI. This creates an additional conflict of interest because the common owners of HG and WBI will also benefit from fees paid to WBI and, as a result, are incentivized to refer HG clients to WBI. HG seeks to mitigate this conflict by

referring clients to WBI only when such referral is consistent with the clients' investment objectives. Clients are advised that HG has a conflict of interest when recommending the third-party investment advisor services to its affiliated entity, WBI.

WBI also acts as the investment adviser or sub-adviser to a registered investment company, including ETFs. If HG determines it is consistent with its clients' investment objectives, HG will recommend that clients purchase shares of the investment company managed by WBI. HG has certain conflicts of interest when recommending these products to clients. These conflicts, and the ways in which HG seeks to mitigate them, are more fully described above in *Item 4 Advisory Business*.

From time to time, Firm personnel may come into possession of material, non-public information ("MNPI") which, if disclosed, might affect an investor's decision to buy, sell or hold a security. Under applicable law, personnel may be prohibited from improperly disclosing or using such information for their personal benefit or for the benefit of any other person, regardless of whether that person is a client. Accordingly, should personnel come into possession of MNPI with respect to an issuer, the Firm may be prohibited from communicating such information to, or using such information for the benefit of, clients, which could limit the ability of clients to buy, sell or hold certain investments. The Firm shall have no obligation or responsibility to disclose such information to, or use such information for the benefit of, any person (including clients). The Firm has implemented procedures that prohibit the misuse of such information (e.g., illegal securities trading based on the information). Similarly, no employee who is aware of MNPI which relates to any other company or entity in circumstances in which such person is deemed to be an insider or is otherwise subject to restrictions under federal securities laws may buy or sell securities of that company or otherwise take advantage of, or pass on to others, such MNPI.

Item 12 – Brokerage Practices

Financial planning clients wishing to implement the advice provided by HG are free to select any broker-dealer or investment advisor they wish, and they are informed of this option. For clients that wish to have HG's affiliated investment advisor, WBI, implement investment advice, a WBI managed account will be established through a broker-dealer chosen from among the WBI accepted nationally recognized broker-dealers. HG also uses some of same brokerage platforms accepted by WBI.

The primary factor in WBI or HG suggesting a broker-dealer is that the services of the broker-dealer are provided in a cost-effective manner. When WBI manages client assets it is responsible to ensure that the client receives the best execution possible. Best execution of client transactions is an obligation WBI takes seriously and is an important factor in the decision of suggesting a broker-dealer. While quality of execution at the best price is an important determinant, best execution does not necessarily mean lowest price and it is not the sole consideration. The trading process of any broker-dealer suggested by WBI or HG must be efficient, seamless, and straight-forward. Overall custodial support services, trade correction services, and statement preparation are some of the other factors considered when suggesting a broker-dealer.

HG will generally require the clients it refers to WBI for investment management to establish

brokerage accounts with the Schwab Institutional division of Charles Schwab & Co., Inc. (Charles Schwab), or Pershing Advisor Solutions, LLC (Pershing), each a registered broker-dealer, member SIPC, to maintain custody of clients' assets and to effect trades for their accounts. HG and WBI are independently owned and operated and not affiliated with Charles Schwab or Pershing. Charles Schwab and Pershing provide HG and WBI with access to institutional trading and custody services which are typically not available to retail investors. These services generally are available to independent investment advisors on an unsolicited basis, at no charge to them so long as a total of at least \$10 million of the advisor's clients' assets is maintained in accounts at the broker-dealer and is not otherwise contingent upon HG or WBI committing to any specific amount of business (assets in custody or trading). Charles Schwab's and Pershing's services include brokerage, custody, research and access to mutual funds and other investments that are otherwise generally available only to institutional investors or which would require a significantly higher minimum initial investment.

Both Charles Schwab and Pershing make available to HG and WBI other products and services that benefit HG and WBI but may not directly benefit their clients' accounts. Some of these other products and services assist HG and WBI in managing and/or administering clients' accounts. These include software and other technology that provide access to client account data (such as trade confirmation and account statements); facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts); provide research, pricing information and other market data; facilitate payment of HG and/or WBI fees from clients' accounts; and assist with back-office functions; recordkeeping and client reporting. While clients may not appear to receive a direct benefit from these services, many of these services are used to service all or a substantial number of HG and WBI customers' accounts.

Charles Schwab and Pershing also make available to HG and WBI other services intended to help HG and WBI manage and further develop their business enterprises. These services may include consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance and marketing. In addition, Charles Schwab and Pershing may make available, arrange and/or pay for these types of services rendered to HG and WBI by an independent third party providing these services to HG and WBI. As fiduciaries, HG and WBI endeavor to act in their clients' best interests. However, WBI's general requirement that clients maintain their managed accounts at an acceptable broker-dealer, which would include Charles Schwab and/or Pershing, may be based in part on the benefit to HG and WBI of the availability of some of the foregoing products and services and not solely on the nature, cost or quality of custody and brokerage services provided by Charles Schwab or Pershing, which may create a potential conflict of interest between HG, WBI and the client.

While clients are generally required to use the services of a suggested broker-dealer for WBI managed accounts, a client may be allowed to direct WBI to use a qualified custodian selected by the client upon the acceptance and prior authorization of WBI. When a client directs WBI to use a particular qualified custodian, WBI may not be able to obtain the best prices and execution for the transaction. Clients who direct WBI to use a particular qualified custodian may receive less

favorable prices than would otherwise be the case if clients had not designated a particular qualified custodian.

Item 13 – Review of Accounts

While offering its continuous and regular investment management supervisory and consulting services, HG performs frequent ongoing reviews of all client accounts. Comprehensive Financial Planning generally includes assistance with plan implementation, including reviewing recommendations and proposed strategies with the client and the client's other advisors (attorney, accountant, etc.) Ongoing Wealth Management and Financial Administration will include a review of planning issues as often as monthly or more frequently as needed.

Regular investment reviews are conducted for clients referred to WBI's investment management services and/or unaffiliated investment managers in the Unaffiliated Manager Referral Program. The type and frequency of investment reviews is determined by the amount of assets under management, but all accounts are continuously and regularly supervised by HG to determine any recommendations for investments the account may purchase or sell based on the needs of the client.

Robert Confessore is primarily responsible for the reviews provided to HG clients. In addition, an HG Associate Planner is available to meet with clients to provide and/or explain the material covered in a review. Associate Planners are supervised by Robert Confessore and Donald Schreiber, Jr.

The types of regular reports the clients will receive include account statements and transaction confirmation notices at least quarterly from the qualified custodian at which their WBI or HG Unaffiliated Manager Referral Service accounts are maintained. In addition, quarterly performance reports are available from WBI for clients with Separately Managed Accounts or Sponsored Investment Platform Accounts (where reports are included as a platform feature and not otherwise prohibited by the custodian). HG may also be engaged to provide annual tax reporting for current clients of managed accounts.

It is important for clients to review all account statements received directly from the custodian. Further, clients are urged to compare position and performance reports provided by HG or WBI against the account statements received directly from the custodian. If at any time a client does not receive the most recent account statement(s) or does not have access to the account statements, the client should contact HG immediately.

Item 14 – Client Referrals and Other Compensation

HG does not directly or indirectly compensate anyone for client referrals.

Item 15 – Custody

Account Statements

HG is not a broker-dealer and does not take possession of client assets. HG client assets are housed at qualified custodians, typically nationally recognized brokerage firms. Depending on the services

selected, HG may have limited power of attorney to place trades on the client's behalf.

HG has established procedures to ensure all client funds and securities are held at a qualified custodian in a separate account for each client under that client's name. Clients or an independent representative of the client will direct, in writing, the establishment of all accounts and therefore are aware of the qualified custodian's name, address and the manner in which the funds or securities are maintained. Finally, account statements are delivered directly from the qualified custodian to each client, or the client's independent representative, at least quarterly. Clients should carefully review those statements and are **urged** to compare the statements against reports received from HG. When clients have questions about their account statements, they should contact HG or the qualified custodian preparing the statement.

Debit of Fees

HG is deemed to have custody of client funds and securities because HG is given the authority to have fees deducted directly from client accounts. HG has policies and procedures in place to ensure fees are calculated correctly in accordance with the clients' agreed upon rates. Please refer to Section 5 – Fees and Compensation of this Brochure for more information.

Item 16 – Investment Discretion

Clients have complete discretion when determining which, if any, of the recommendations made by HG to implement, including whether to engage third-party investment managers. HG does not exercise investment discretion over any client account.

As discussed earlier, certain clients may have Courtesy Accounts. The client will grant trading authority to HG on these accounts on a non-discretionary basis for the client's convenience in facilitating transactions in these accounts.

Item 17 – Voting Client Securities

HG does not have the authority to vote proxies on behalf of client accounts. Clients are responsible for: (1) directing the manner in which proxies solicited by issuers of securities beneficially owned by a client will be voted, and (2) making all elections relative to any mergers, acquisitions, tender offers, bankruptcy proceedings or other type events pertaining to assets held within client accounts. HG will instruct the Custodian to forward copies of all proxies and shareholder communications relating to client accounts to the client, unless the client elects to opt out of receiving these documents.

WBI and unaffiliated investment managers in the HG Unaffiliated Manager Referral Program may vote proxies on accounts under their management. Refer to each manager's disclosure brochure for details of its proxy voting policy.

Legal Actions

Clients retain the right to initiate individually a lawsuit or join a class-action lawsuit against the issuer of a security that was held, purchased or sold by or for a client. HG will not initiate such a legal proceeding on behalf of any of its clients and does not provide legal advice to clients regarding potential causes of action against such a security issuer and whether its clients should join a class-action lawsuit. HG recommends clients seek legal counsel prior to making a decision regarding

whether to participate in such a class-action lawsuit. HG's services do not include monitoring or informing its clients of any potential or actual class-action lawsuits against the issuers of the securities that were held, purchased or sold by or for any of its clients. However, upon a client's specific instruction, HG may provide factual information related to the individual client's investment history in the security underlying the individual or class-action lawsuit. At no time should such assistance by HG be deemed as a substitute for consulting with legal counsel.

Item 18 – Financial Information

Registered investment advisers are required in this Item to provide details of certain financial information or disclosures about HG's financial condition. HG has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients and has not been the subject of a bankruptcy proceeding.

Item 1- Cover Page Form ADV Part 2B: Brochure Supplement



Hartshorne Group, LLC

1 River Centre

331 Newman Springs Road

Suite 105

Red Bank, NJ 07701

(732) 945-3830

April 5, 2024

Supervised Persons: Don Schreiber, Jr., Robert Confessore, Matthew Schreiber


This Brochure Supplement provides information about Don Schreiber, Jr., Robert Confessore, and Matthew Schreiber that supplements the Hartshorne Group, LLC (“HG”) Brochure. Clients or prospective clients should have received a copy of that Brochure. Please call us at (732) 945-3830 or email info@hartshornegroup.com if you did not receive HG’s Brochure or if you have any questions about the contents of this supplement.

Additional information about Don Schreiber, Jr., Robert Confessore, and Matthew Schreiber is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Employees have earned certifications and credentials that are required to be explained in further detail.

CERTIFIED FINANCIAL PLANNER™

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

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. As of December 2023, more than 98,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board’s studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor’s Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board’s financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- Examination – Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one’s ability to correctly diagnose financial planning issues and apply one’s knowledge of financial planning to real world circumstances;
- Experience – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- Ethics – Agree to be bound by CFP Board’s *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

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

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

standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

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

Don Schreiber, Jr., CFP®

Don Schreiber, Jr. was born on May 24, 1955. He attained a Bachelor of Science from Susquehanna University upon his graduation in 1977. In 1984 he received his CFP® designation from the College of Financial Planning.

Don founded WBI Investments, LLC. (formerly known as Wealth Builders, Inc. and later WBI Investments, Inc.) in 1984 and has served as the firm's CEO, ever since. Don currently serves as Co-Portfolio Manager of WBI. Don has been CEO, and Senior Planner of HG since its inception in 2010 and CEO of Millington Securities, LLC ("Millington") since 2013.

Don was a registered representative of Multi-Financial Securities Corporation from 2004-2005. Don was a registered representative of Quasar for the purpose of engaging in distribution services for the WBI Funds in 2010-2011. From April 2011 through July 2014 Don served as a registered representative of Raymond C. Forbes & Co., Inc. Don was a registered representative of Millington from 2014 through 2021. Don has been Chief Executive Officer of Millington since November 2013.

Matthew Schreiber

Matthew Schreiber was born on July 25, 1980. Matthew received a Bachelor of Arts in History and a Master of Education from the University of South Carolina. He was a letterman of the Gamecock track and field team and recipient of the Southeastern Conference All-Academic Award. Matthew holds his Series 65 (Investment adviser Representative) license. Matthew currently serves as Co-CEO and Chief Investment Strategist of WBI. Matthew joined the firm in 2005 and served as Vice President of Business Development from 2007 to 2012. He is also a representative of WBI.

Robert Confessore, CFP®

Robert Confessore was born September 14, 1955. Robert attended the Stevens Institute of Technology where he attained a Bachelor of Science in High Honors Mechanical Engineering upon graduation in 1977. He received his CFP® designation from the College of Financial Planning in 1990. Robert holds the Series 65 (Investment Adviser Representative) license. Robert joined WBI in 1989 and serves as Vice President. He is also President of HG.

Robert was a registered representative of Multi-Financial Securities Corporation from 2004-2005. He was a registered representative of Quasar for the purpose of engaging in distribution services for the WBI Funds in 2010-2011. From April 2011 until July 2013 Robert served as a registered representative of Raymond C. Forbes & Co., Inc. In July 2013, Robert renewed his registration with Quasar which he maintained until November 2013. In November 2013 Robert became a registered

representative of Millington and was registered with the broker-dealer until December 2021. Robert has been President of Millington since November 2013.

Item 3- Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding certain legal or disciplinary events that would be material to the evaluation of each supervised person providing investment advice.

Don Schreiber, Jr., CFP®

No events have occurred that are applicable to this item pertaining to Don Schreiber, Jr.

Robert Confessore, CFP®

No events have occurred that are applicable to this item pertaining to Robert Confessore.

Matthew Schreiber

No events have occurred that are applicable to this item pertaining to Matthew Schreiber.

Item 4- Other Business Activities

Don Schreiber, Jr., CFP®

Don serves as an Interested Trustee on the Board of the Absolute Shares Trust.

Don is also the author of *Building a World-Class Financial Services Business: How to Transform Your Sales Practice into a Business Worth Millions* which he actively markets in connection with the strategic business planning services provided by WBI. Topics discussed as part of the WBI strategic business planning program include, but are not limited to: building a business, marketing, institutionalizing a business, technology considerations, staffing and employee retention, succession and exit planning, valuing a practice, and developing a written sales process. Typically, these services are provided to investment advisers and broker-dealers that refer clients to WBI's investment management services. A fixed fee may be charged for these non-advisory services; however, WBI retains the discretion to waive or reduce its fee for strategic business planning.

Don is also co-author of *All About Dividend Investing: The Easy Way to Get Started*. In connection with actively marketing the sale of this book, Don makes public and private appearances. Such appearances are also focused on the advisory services provided by WBI. WBI may charge a fee for Don's public or private appearances.

Don is also the owner of CyborgTech, LLC, VPro Software, LLC, and Advisor Toolbox, LLC, (collectively, the "FinTech Entities") all Delaware Limited Liability Companies established to develop and service technology, potentially generating licensing or related revenue. The FinTech Entities provide certain technology services to WBI. Don, through an affiliated entity, is the principal owner of Millington.

Robert Confessore, CFP®

Robert spends the majority of his time providing financial planning and consulting services through HG in his capacity as President and Senior Wealth Manager, and also attending to his responsibilities as Vice President of WBI. In addition, Robert currently serves as the President of Millington Securities, LLC

Matthew Schreiber

Matthew serves as an Interested Trustee on the Board of the Absolute Shares Trust. Matthew is also CEO of the FinTech Entities which were established to develop and service technology, potentially generating licensing or related revenue. The FinTech Entities provide certain technology services to WBI.

Item 5- Additional Compensation**Don Schreiber, Jr., CFP®**

As majority owner of WBI HoldCo, Inc, which indirectly owns WBI, HG, the FinTech Entities, and Millington, Don may share in the profits of the firms in proportion to his ownership interest.

Robert Confessore, CFP®

As a minority owner of WBI HoldCo, Inc, which indirectly owns WBI, HG, the FinTech Entities, and Millington Securities, Robert may share in the profits of the firms in proportion to his ownership interest.

Matthew Schreiber

As a minority owner of WBI HoldCo, Inc, which indirectly owns WBI, HG, the FinTech Entities, and Millington. Matthew may share in the profits of the firms in proportion to his ownership interest.

Item 6 - Supervision**Don Schreiber, Jr., CFP®**

Don's compliance related activities are supervised by Dina Schindler in her capacity as Chief Compliance Officer. Ms. Schindler can be contacted at: 732-945-1461 or via email at: dschindler@wbiinvestments.com.

Robert Confessore, CFP®

Robert is supervised by Don Schreiber, Jr., CEO of WBI. Don can be contacted at: 732-842-4920 or via email at: dschreiber@wbiinvestments.com.

Matthew Schreiber

Matt Schreiber is supervised by Don Schreiber, Jr., CEO of WBI. Don can be contacted at: 732-842-4920 or via email at: dschreiber@wbiinvestments.com.