



MERRIMAN

Invest Wisely. Live Fully.



March 28, 2024

Merriman Wealth Management, LLC

920 5th Avenue, Suite 2720; Seattle, WA 98104
10900 NE 8th Street, Suite 780; Bellevue, WA 98004
1400 Executive Parkway, Suite 110; Eugene, OR 97401

www.merriman.com | 1.800.423.4893

Item 1 — Cover Page

This ADV Part 2 (“brochure”) provides information about the business practices of Merriman Wealth Management, LLC (“Merriman”). If you have any questions about the contents of this brochure, please contact Merriman’s Compliance Department at 1.800.423.4893 or compliance@merriman.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (SEC) or by any state securities authority.

Additional information about Merriman is available on the SEC’s website at www.adviserinfo.sec.gov.

Merriman is a registered investment adviser. Registration of an investment adviser does not imply any level of skill or training, and you should not choose an investment adviser solely on the basis of its status as a registered investment adviser. Please consider the information provided to you in oral and written communications to determine whether to hire or retain an investment adviser and to evaluate an investment adviser’s qualifications and business practices.

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Item 2 Material Changes

Merriman Wealth Management, LLC (“Merriman”) updates its ADV Part 2 (“brochure”) annually, or more frequently in the event of certain material changes. This section outlines and summarizes the specific changes made since the brochure’s previous update. Merriman will deliver a copy of this section to its clients within 120 days of the close of its fiscal year to make sure clients are aware of any material changes to the firm’s business philosophies and practices.

This brochure, dated March 28, 2024, includes the material changes below since Merriman’s last annual update on March 20, 2023. Merriman’s clients may request a full copy of the latest version of this brochure at any time by contacting our Compliance Department, at 1.800.423.4893 or compliance@merriman.com. A complete copy is also available online at www.merriman.com/Disclosures/ADV.pdf.

On August 31, 2023, investment vehicles affiliated with Clayton, Dubilier & Rice, LLC (“CD&R”) and Stone Point Capital LLC (“Stone Point”) indirectly acquired Focus Financial Partners Inc. (“Focus Inc.”). This transaction resulted in investment vehicles affiliated with CD&R collectively becoming majority owners of Focus Financial Partners, LLC (“Focus LLC”) and investment vehicles affiliated with Stone Point collectively becoming owners of Focus LLC. Because Merriman is an indirect, wholly-owned subsidiary of Focus LLC, the CD&R and Stone Point investment vehicles are indirect owners of Merriman. Items 4 and 10 have been revised to reflect this new ownership structure.

As of September 2023, we help our clients obtain certain insurance solutions from unaffiliated, third-party insurance brokers by introducing clients to our affiliate, Focus Risk Solutions, LLC (“FRS”). FRS does not receive any compensation from such third-party insurance brokers from serving our clients. Further information on this service is available in Items 4, 5 and 10 of this Brochure.

As of October 2023, Merriman began offering sub-advisory services where certain Merriman investment programs may be accessed through arrangements with other registered investment advisors on behalf of their clients. Further information on this service is available in Items 4, 5, and 12 of this Brochure.

As of October 31, 2023, the Merriman managed Leveraged Global Opportunity Fund, L.P. (LGO) was terminated. The fund is currently in final liquidation. All references to LGO have been removed from the Brochure.

As of March 2024, Our affiliate, Focus Treasury & Credit Solutions, LLC (“FTCS”) was acquired by UPTIQ, Inc. and has been renamed UPTIQ Treasury & Credit Solutions, LLC (together with UPTIQ, Inc. and its affiliates, “UPTIQ”). We have revised the information concerning FTCS to describe our new arrangement with UPTIQ. Further information on this conflict of interest is available in Items 4, 5, and 10 of this Brochure.

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Item 4 Advisory Business

About Merriman

Merriman has been providing investment advisory services to clients through a predecessor entity since 1983 and became an indirect, wholly owned subsidiary of Focus Financial Partners, LLC (“Focus”) on December 31, 2012.

On April 1, 2016, Merriman acquired the advisory business of Summit Capital Management LLC (“Summit”). On July 1, 2017, Merriman acquired the advisory business of Carter and Carter Wealth Strategies, Inc. (“Carter & Carter”). Merriman is managed by Jeremy Burger, Tyler Bartlett, and Kristi de Grys (“Merriman Principals”), pursuant to a management agreement between Spark Ventures, LLC and Merriman. The Merriman Principals serve as officers and leaders of Merriman and are responsible for the management, supervision, and oversight of Merriman.

As of December 31, 2023, Merriman manages \$3,605,822,320 in client assets on a discretionary basis. The firm provides ongoing investment advice and wealth management services to over 2,300 clients across the country.

Focus Financial Partners, LLC

Merriman is part of the Focus Financial Partners, LLC (“Focus LLC”) partnership. Specifically, Merriman is a wholly-owned indirect subsidiary of Focus LLC. Ferdinand FFP Acquisition, LLC is the sole managing member of Focus LLC. Ultimate governance of Focus LLC is conducted through the board of directors at Ferdinand FFP Ultimate Holdings, LP. Focus LLC is majority-owned, indirectly and collectively, by investment vehicles affiliated with Clayton, Dubilier & Rice, LLC (“CD&R”). Investment vehicles affiliated with Stone Point Capital LLC (“Stone Point”) are indirect owners of Focus LLC. Because Merriman is an indirect, wholly-owned subsidiary of Focus LLC, CD&R and Stone Point investment vehicles are indirect owners of Merriman.

Focus LLC also owns other registered investment advisers, broker-dealers, pension consultants, insurance firms, business managers, and other firms (the “Focus Partners”), most of which provide wealth management, benefit consulting and investment consulting services to individuals, families, employers, and institutions. Some Focus Partners also manage or advise limited partnerships, private funds, or investment companies as disclosed on their respective Form ADVs.

Investment Programs

Merriman seeks to construct well-balanced and globally-diversified portfolios based on academic research, with the goal of providing investors with superior risk-adjusted returns. The firm’s two core investment products primarily use mutual funds and exchange-traded funds (“ETFs”) to help clients achieve their investment objectives, as follows:

- (i) **Merriman MarketWise (“MarketWise”)**: Client assets are allocated and rebalanced across what Merriman believes to be a carefully selected mix of mutual funds to maximize returns and manage risks; and
- (ii) **Merriman TrendWise (“TrendWise”)**: employs a disciplined market-timing approach maintained by Merriman’s research team. Merriman offers two variations of TrendWise: TrendWise100 and TrendWise80.

Each of these products is described in additional detail in Item 8.

In certain circumstances, Merriman's investment programs can also be accessed through provided sub-advisory services. Under this arrangement, an advisor has a contract with its client to perform services as an investment manager and the adviser, in turn establishes a contract with Merriman to provide advisory services to the adviser's client. These services are discretionary in nature.

Investment and Wealth Management Services

Merriman provides services to its clients under two service models, Wealth Management and Investment Management. Investment Management only services are available to clients with assets at Merriman of \$500,000 or less and include limited financial planning advice, with quarterly performance reporting and an offer for an annual review meeting. Wealth Management clients receive the additional benefit of more in-depth financial planning services and comprehensive investment strategy planning, along with access to the expertise of Merriman's professional network and more frequent review meetings.

At the discretion of the adviser and client, some MarketWise client accounts contain investments into separately managed accounts advised by Lord Abbett. See Item 8 for additional information regarding these investments.

The financial planning advice given by Merriman includes assistance with answers to questions like these:

- When will I be able to retire?
- What is the best withdrawal strategy for me when I am retired?
- How can I use my portfolio to help fund my lifestyle in retirement?
- Will I need to make any changes to sustain a long retirement?
- When should I take Social Security?
- What are the best ways to save for my kids' and grandkids' educations?
- How can I build a financial legacy?
- How can I maximize charitable gifts?

Merriman may also provide referrals to professionals who specialize in taxation, estate planning, mortgage financing, insurance and other areas, as needed.

Held Away Asset Management

Merriman provides investment advice to some of its clients with held away assets, such as 401(k)s. This service allows Merriman to incorporate these assets into the client's entire portfolio using the best investments available in their 401(k) accounts or other held away assets. In the accounts Merriman manages on a discretionary basis, Merriman uses funds and other asset classes the clients don't have access to in their held away accounts. This allows Merriman to create a more diversified portfolio tailored to the client's goals and risk tolerance. Merriman offers this service to both Wealth Management and Investment Management clients who are contributing to and actively participating in their employer-sponsored retirement plan.

We implement investment advice on behalf of certain clients in held-away accounts that are maintained at independent third-party custodians. In addition to 401(k)s, these

Item 4 (cont.)

held-away accounts are often 529 plans and other assets that are not held at our primary custodian(s). We review, monitor, and manage these held-away accounts in an integrated way with client accounts held at our primary custodian(s). Further information about this service is available in Item 5.

ERISA Plan Services

Merriman provides investment advisory services to participant-directed defined contribution plans, such as 401(k) plans, subject to the Employee Retirement Income Security Act of 1974, as amended (“ERISA”), referred to here as “ERISA Plan Clients.” Merriman provides ERISA fiduciary services to ERISA Plan Clients.

Fiduciary Services:

Merriman provides investment management services to ERISA Plan Clients on a discretionary basis as an investment manager under ERISA Section 3(38) and in that capacity, Merriman’s investment decisions are made in its sole discretion without the ERISA Plan Client’s prior approval. Each ERISA Plan Client who engages Merriman to perform investment management services is required to enter into an Investment Advisory Agreement. Merriman’s services include developing and implementing an investment plan, selecting a broad range of investment options consistent with ERISA Section 404(c), making decisions about the selection, retention, removal and replacement of investment options and if the ERISA Client has determined that the Plan should have a qualified default investment alternative (a “QDIA”) for participants who fail to make an investment election, selecting the investment that will serve as a QDIA.

For a more detailed description of Merriman’s fiduciary services, the ERISA Plan Client should refer to the Investment Advisory Agreement.

Merriman is a fiduciary under the Employee Retirement Income Security Act of 1974, as amended (“ERISA”) with respect to investment management services and investment advice provided to ERISA plan clients, including ERISA plan participants. Merriman is also a fiduciary under section 4975 of the Internal Revenue Code (the “IRC”) with respect to investment management services and investment advice provided to individual retirement accounts (“IRAs”), ERISA plans, and ERISA plan participants. As such, Merriman is subject to specific duties and obligations under ERISA and the IRC that include, among other things, prohibited transaction rules which are intended prohibit fiduciaries from acting on conflicts of interest. When a fiduciary gives advice in which it has a conflict of interest, the fiduciary must either avoid or eliminate the conflict or rely upon a prohibited transaction exemption (a “PTE”). To avoid engaging in prohibited transactions, Merriman only charges fees for investment advice about products for which Merriman and/or its affiliates do not receive any commission, 12b-1 fees or other forms of compensation.

As a fiduciary, we have duties of care and of loyalty to you and are subject to obligations imposed on us by the federal and state securities laws. As a result, you have certain rights that you cannot waive or limit by contract. Nothing in our agreement with you should be interpreted as a limitation of our obligations under the federal and state securities laws or as a waiver of any unwaivable rights you possess.

Other Services

We offer clients the option of obtaining certain financial solutions from unaffiliated third-party financial institutions through UPTIQ Treasury & Credit Solutions, LLC (together with UPTIQ, Inc. and its affiliates, “UPTIQ”). Please see Items 5 and 10 for a fuller discussion of these services and other important information.

In addition, we help our clients obtain certain insurance solutions from unaffiliated, third-party insurance brokers by introducing clients to our affiliate, Focus Risk Solutions, LLC (“FRS”), another wholly owned subsidiary of our parent company, Focus Financial Partners, LLC. Please see Items 5 and 10 for a fuller discussion of this service and other important information.

As a fee-only advisory firm, Merriman is compensated through fees paid by its clients, and does not work on commission or sell investment products. Merriman believes this compensation structure enhances its ability to select the best investment options for its clients. Fees are assessed on the total balance of managed assets, which includes securities as well as cash and cash equivalents and margin balance.

Merriman charges management fees on a monthly basis, unless others wise mutually agreed upon with the client. These management fees are calculated and paid monthly (unless otherwise agreed with a client) by applying the annual rates shown below to the average daily balance (including cash, accrued interest and the value of securities held on margin) for the billing period.

Annual Fees for Wealth Management Clients:

- 1% on balances up to \$1 million, plus
- 0.8% on balances between \$1 million and \$3 million, plus
- 0.6% on balances between \$3 million and \$5 million, plus
- 0.4% on balances over \$5 million

Minimum Wealth Management Household Fee: \$5,000 minimum annual fee, calculated and applied monthly

Annual Fees for Investment Management Clients:

- 1.25% on all assets (up to a \$5,000 annual maximum)

Minimum Investment Management Household Fee: \$2,000 minimum annual fee, calculated and applied monthly

TrendWise Strategy Annual Fees:

- Additional 0.2% on WM or IM balances in the strategy

Clients should note Merriman typically receives higher fees for client assets that are invested in Trendwise than Marketwise. This potential to receive higher fees creates an incentive to for Merriman allocate client assets to Trendwise. Please see item 14 for more about this conflict of interest. Clients are subject to the terms and conditions contained in the client’s most recent Investment Advisory Agreement. Minimum account requirements and management fee rates vary among clients. Fees are negotiable under certain circumstances, and Merriman’s fees are waived or reduced for Merriman employees and family members. Merriman’s

Item 4 (cont.)

Item 5
**Fees and
Compensation**

Item 5 (cont.)

minimum fee has been waived for a limited number of clients. Merriman's clients who were previously advised by Summit or Carter & Carter sometimes have different fee arrangements than the fee schedule noted above.

Merriman deducts management fees from most accounts automatically from each managed account on a monthly basis in arrears. Each fee withdrawal is reflected on the client's monthly account statement sent by the relevant custodian.

Merriman directly invoices a limited number of clients (i.e., less than 1% of all clients) quarterly, in advance, because of special circumstances. The fees for these accounts are based on each account's market value at the end of the previous quarter. Because these fees are paid outside the clients' accounts, they are not reflected on statements sent by the custodian.

For certain clients, we charge an advisory fee for services provided to the held-away accounts mentioned above in Item 4, just as we do with client accounts held at our primary custodians(s). The specific fee schedule charged by us is provided in the client's investment advisory agreement with us.

Accounts initiated or terminated during a billing period are charged a prorated fee based on the number of days the account was under Merriman's management in the relevant period. When an account is terminated, Merriman promptly refunds any prepaid, unearned fees; any earned, unpaid fees become due and payable at that time. Merriman charges a 1% monthly penalty for overdue accounts plus reasonable collection costs if necessary.

In addition to the fees described above, clients are responsible for any brokerage commissions, transaction fees, transfer fees and taxes as well as other related costs and expenses which may be charged by custodians, brokers, mutual funds and other third parties.

When managed account assets are invested in mutual funds or other investment products, Merriman strives to select low-cost, no-load funds for its clients. All clients should be aware that investment products generally charge their investors internal management fees and investment-related expenses incurred on their behalf. These fees can be found in the investment product's prospectus, and generally are reflected in the reported performance information.

When Merriman is hired to sub-advise a portion of other advisors' client assets, final terms and fee arrangements with other registered investment advisors may vary, and are included in each client's written Advisory Services Agreement, as mutually agreed.

See Item 12 for more information about how Merriman chooses and recommends broker-dealers for client transactions and evaluates the reasonableness of their charges.

We offer clients the option of obtaining certain financial solutions from unaffiliated third-party financial institutions through UPTIQ Treasury & Credit Solutions, LLC (together with UPTIQ, Inc. and its affiliates, "UPTIQ"). Focus Financial Partners, LLC ("Focus") is a minority investor in UPTIQ, Inc. UPTIQ is compensated by sharing in the revenue earned by such third-party financial institutions for serving our clients. Although the revenue paid to UPTIQ benefits UPTIQ Inc.'s investors, including Focus, our parent company, no Focus affiliate will receive any compensation from UPTIQ that

is attributable to our clients' transactions. Further information on this conflict of interest is available in Item 10 of this Brochure

In addition, we help our clients obtain certain insurance solutions from unaffiliated, third-party insurance brokers by introducing clients to our other affiliate, Focus Risk Solutions, LLC ("FRS"), a wholly owned subsidiary of our parent company, Focus Financial Partners, LLC. FRS has arrangements with certain third-party insurance brokers (the "Brokers") under which the Brokers assist our clients with regulated insurance sales activity. FRS does not receive any compensation from such third-party insurance brokers from serving our clients. Further information on this FRS service and the FTCS conflict of interest is available in Item 10 of this Brochure.

Merriman does not provide services for a performance-based fee (i.e., a fee based on a share of capital gains or capital appreciation of a client's assets) for any of its clients.

To minimize these conflicts of interest, Merriman chooses to manage all accounts using the same models for all accounts within a trading strategy. Additionally, Merriman has procedures in place to address such conflicts of interest with trade order allocations. For example, if an investment is not fully available for all accounts for which Merriman seeks to make the investment, the amount of available investment will be allocated to the relevant accounts pro rata, based on the amount of the order originally made for each account. Further, if block trades in such an investment are made at different prices, the investment will be allocated to all affected accounts on the basis of the average price for such trades.

The majority of Merriman clients are individuals and households who are either saving money and planning for retirement or already retired. Merriman also manages some accounts for pension and profit-sharing plans, high net worth individuals, trusts, estates, charitable organizations, as well as corporations or other business entities.

In addition, Merriman also sub-advises certain client assets for other registered investment advisers.

No investment is free of risks. Current and prospective Merriman clients are cautioned that investments in securities involve risk of loss, including the possibility of a complete loss of the amount invested. All investors should be prepared to bear these risks. One of Merriman's top priorities is to make sure clients understand the investment risks they choose to take and help them select investment strategies that are appropriate for their risk tolerance.

Investors should note that all Merriman-advised portfolios invest all or a substantial portion of assets in mutual funds and ETFs. Investors are urged to consult the prospectus or other offering documents of each such mutual fund or ETF for additional risks and other considerations.

Core Investment Programs

Merriman offers two core investment programs for its clients, which can be used individually or in combination as appropriate for the client's investment portfolio.

Item 5 (cont.)

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

Item 7 Types of Clients

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

Item 8 (cont.)

MarketWise generally remains fully invested, with an adjustable asset allocation to meet client return objectives and risk tolerances. TrendWise is an actively-managed trend-following strategy, applying active risk management techniques to shift investments across asset classes as market conditions change. Each of these programs seeks to achieve favorable long-term growth with less risk than other similar investment products.

MarketWise

MarketWise is a globally diversified core investment program based on academic research. It relies primarily on low-cost mutual funds and ETFs. It is generally fully invested. The funds used and their allocation are determined by Merriman's Research Team, subject to oversight by Merriman's Investment Committee. The portfolios are rebalanced as needed to maintain fund allocations within a pre-set target range. Targeted positions are sold to capture losses to offset taxable gains and alternate positions may be held until such time as they can be exited without resulting in unnecessary taxable gains.

MarketWise is managed with the view that:

- Markets for traditional asset classes are generally efficient. Most active managers fail to beat their benchmark over the long term (after fees and taxes) and it is very difficult to predict which few managers will outperform the indexes in the short term.
- Careful allocation of investments across a wide variety of diverse asset classes and wide diversification within each asset class helps to improve returns and reduce risk.
- It is best to invest with a longer-term perspective, as it is difficult to forecast the relative performance of markets and asset classes over the shorter term.
- Within stocks, overweighting value, small-cap, and profitable companies has historically resulted in superior longer-term returns.
- Investors benefit from periodic rebalancing in order to maintain desired portfolio weights respectful of the client's risk/reward objectives. This leads to trimming asset classes which have done well, and buying those asset classes which have not done as well (selling high and buying low).

MarketWise applies a portfolio of mutual funds and ETFs selected by Merriman's Research team after thorough evaluation and due diligence which considers the fund strategies, potential risks and returns (net of fees), as well as considerations regarding the associated fund company. Merriman updates its analysis regarding the funds it uses on a regular basis, no less than annually, and also regularly considers other available alternative funds and vendors. Funds are replaced if Merriman's risk and return objectives are not being satisfied, if another alternative appears more appropriate, or based on a strategic shift in asset allocation. Merriman receives no compensation from any investment product company.

The stock exposure in MarketWise is through low cost mutual funds and ETFs and generally includes U.S. and international stock markets (including emerging markets), with small-cap, mid-cap and large-cap funds, as well as U.S. and international real estate investment trusts ("REITs") in tax-deferred accounts.

MarketWise bond allocations generally rely on mutual funds that hold short-term and intermediate-term bonds to control risk. In taxable accounts, Merriman seeks greater tax efficiency by relying on municipal bond funds.

In addition to mutual funds, Merriman offers a limited number of MarketWise clients the opportunity to invest in separately managed accounts advised by Lord, Abbett and Co, LLC (“Lord Abbett”) which is referred to as “the Investment Manager” in this brochure. The investment strategies offered is described below.

Lord Abbett

Intermediate Municipal Bond - This strategy seeks a high level of tax-free income by investing in high quality bonds, rated ‘A’ or higher. The strategy focuses on bonds with intermediate maturities and seeks to limit interest-rate exposure.

Minimum Investment: \$250,000

In addition to Merriman’s management fee, Lord Abbett will deduct a management fee directly from the client’s account. Please review Lord Abbett’s ADV Part 2A Brochure for a detailed fee schedule.

Unlike the majority of MarketWise fixed income assets (where assets are invested in mutual funds), investments in these strategies are made directly into individual bonds. Before investing in these strategies, Merriman provides clients with the Investment Manager’s ADV Part 2A & 2B brochures. Clients are strongly encouraged to review these brochures as they provide detailed information regarding the Investment Manager’s fee schedules, investment strategies, material risks, business practices, and advisory personnel. Merriman is independently owned and operated, and is not affiliated with the Investment Manager. Merriman does not receive compensation in any form from the Investment Manager.

Non-traditional asset classes are used within MarketWise portfolios to enhance diversification and/or potential returns. Currently, two non-traditional asset classes are offered within the MarketWise portfolio, Insurance Linked Securities (ILS) and Alternative Lending (AL). AL was introduced to Merriman clients in June 2016 and ILS has been offered to clients since late 2013. Both are emerging asset classes and are designed to offer high yield bond-like returns and unique diversification attributes due to their much lower correlation to equities. This non-correlation is designed to enable materially enhanced portfolio diversification, particularly at times of financial crisis when many traditional asset classes have tended to decline in tandem. For ILS, returns come from property and casualty reinsurance risk premiums. In AL, returns are generated from the interest paid by borrowers, mostly consumers and small businesses.

MarketWise portfolios are generally fully invested, which exposes clients to the risk of market declines. MarketWise accounts can have different levels of exposure to stocks, and thus, different levels of risk. In general, each MarketWise account makes an allocation to both stocks and bonds, although accounts holding only stocks or only bonds may be possible in certain circumstances. Each account is customized to a client’s individual risk tolerance by adjusting the individual stock/bond allocation (e.g., 60% invested in stocks and 40% in bonds). Merriman periodically rebalances client accounts to maintain the agreed-upon target allocations.

Item 8 (cont.)

MarketWise portfolios are subject to material risks, including but not limited to:

General Economic Conditions and Market Disruptions: Prices of the securities in which the MarketWise portfolios invest may be volatile due to general economic conditions and market movements. Market movements are difficult to predict and are influenced by, among other things, government fiscal, monetary and exchange control programs; changing supply and demand relationships; political and economic conditions; and interest rate trends.

Imbalances in Financial Markets: Adverse economic conditions may affect the financial markets in the United States and elsewhere and may promote supply and demand imbalances within stock, bond and other markets. Because the securities held by the MarketWise portfolios are marked to market and fluctuate in value based on supply and demand, this in turn could adversely affect the value of the portfolios' assets. If many mutual fund investors sought to redeem their shares at the same time, mutual fund companies could be forced to sell their investments at lower prices in order to meet redemption requests.

Investments in Mutual Funds and Other Investment Vehicles: MarketWise portfolios may invest all of their assets in mutual funds, ETFs and other investment vehicles. As described above, such vehicles incur management and other fees and expenses related to their investment programs, as further described in the offering documents of such vehicles. These fees and expenses will reduce the returns achieved by the portfolios.

Investments in Equity Securities: In general, the valuations of stocks are subject to market risk, including changes in economic conditions, profit levels, growth rates and interest rates. While offering greater potential for long-term growth, stocks are more volatile and more risky than some other investments.

Investments in Small-Cap Companies: MarketWise portfolios may invest in the stocks of small-capitalization companies. These companies tend to be subject to more limited product lines and end-markets, and/or fewer financial resources than larger companies. Smaller companies may also be more dependent on a few key members of management and may issue securities that are more thinly traded, which may therefore be subject to greater volatility and potential losses than the securities of larger companies.

Non-U.S. Investments: Investments made through MarketWise portfolios in non-U.S. issuers or securities principally traded outside the United States may involve special risks due to economic, political and legal developments, including changes in currency exchange rates; exchange control regulations; expropriation of assets or nationalization; imposition of withholding taxes on dividends or interest payments and less comprehensive accounting reporting and disclosure requirements.

Investments in Debt Securities: Debt securities, or bonds, are subject to various types of risk, including but not limited to:

- Interest-rate risk is the likelihood that bond prices will decline if interest rates rise. Merriman believes that MarketWise portfolios mitigate, but do not eliminate, interest-rate risk by emphasizing short- and intermediate-term

maturities and avoiding long-term bonds, which are most sensitive to interest rate changes.

- Credit risk is the possibility that some issuers of bonds will default on all or part of their interest and principal obligations. Merriman believes credit risk can be mitigated, but not entirely eliminated, by investing some or all of the bond portion of a portfolio in obligations of the U.S. Treasury and U.S. agencies. Treasuries and government agency bonds are generally considered to be subject to less credit risk than most other bonds, but return premiums tend to be lower due to the perceived lower risk. For some accounts, Merriman invests in municipal bonds, which generally have higher credit risk than Treasuries and government agency bonds. Merriman generally does not invest in corporate debt for MarketWise accounts. Based on an assessment of each MarketWise client's investment objective, Merriman may incorporate a mix of investments to appropriately balance the risk/reward characteristics.
- Prepayment risk is the risk that mortgage borrowers may prepay their loan more quickly when interest rates decline, and prepay at a slower pace when interest rates rise, which could result in adverse return implications for holders of mortgage-related investments such as bonds backed by the Government National Mortgage Association (GNMA).

Investments in Insurance Linked Securities: Investments in Insurance Linked Securities Mutual Funds (ILS) are subject to various types of risk:

- The primary risk relates to reinsurance triggering events, for example: (i) natural catastrophes, such as hurricanes, tornados, or earthquakes of a particular size/magnitude in a designated geographic area; or (ii) non-natural events, such as large commercial accidents (e.g., marine or aviation). Such events, if they occur at unanticipated frequencies or severities, could result in reduced investment returns for ILS investors and even the loss of principal. There is no way to predict with complete accuracy whether a triggering event will occur, and because of this significant uncertainty, ILS carry a high degree of risk. Merriman will seek to mitigate the risks associated with ILS investments by pursuing a strategy of broad diversification within the asset class, across geographies and triggering events.
- Valuation risk is the risk that the ILS is priced incorrectly due to factors such as incomplete data, market instability, model & human error. In addition, pricing of ILS is subject to the added uncertainty caused by the inability to generally predict whether, when or where a natural disaster or other triggering event will occur.

Investments in Alternative Lending (AL):

- The primary risk for AL relates to borrower defaults. Loan rates are set with the expectation that a certain fraction of borrowers, as a function of credit grade and loan type, will default based on historical data. A confluence of increased default rates across loan grades, types and geographic locations lasting for multiple years would initially reduce the realized yield, and ultimately, could result in loss of principal.
- During periods of rising interest rates, the yield on fixed income investments typically falls. Like other fixed income investments, alternative lending investments bear similar risks. However, the risk of rising rates is expected to

Item 8 (cont.)

be less because like banks, the lending platforms have the ability to increase their rates commensurate with interest rate increases. The average duration of loans in the fund will be approximately two years, so loans will be continually maturing and being refreshed at higher rates.

- Leverage may be used in seeking to achieve the investment objective. Leverage has the effect of increasing the volatility of returns and compounding other risks. The extent of leverage is limited to less than one-third of the value of the total assets.

Investments in Illiquid Securities: MarketWise portfolios may invest in alternative investment funds and/or securities which may be subject to liquidity constraints. Such limitations may affect the timing and degree of desired fund purchases and sales, and thereby portfolio rebalancing. Merriman considers the client's objectives, and may consult with some clients, in its determination whether such investments holdings may be suitable, and if so to what extent.

TrendWise

TrendWise uses active risk management through a trend-following strategy in an attempt to decrease losses in major bear markets. This program may be beneficial for clients who are especially anxious about the ups and downs of the markets; who have a history of liquidating investments at the wrong times; who believe in the benefits of trend following; or who prefer to diversify by investing in both active and passive risk-management strategies.

TrendWise portfolios may invest in ETFs, ETNs (Exchange Traded Notes) and mutual funds and employ a disciplined trend-following approach maintained by Merriman's research team. These systems are applied to U.S. stocks, international stocks, bonds, REITs and potentially other asset classes such as commodities. Within each asset class, Merriman may invest in multiple funds, each of which is governed by an independent trend-following timing system.

When a trend-following system triggers a buy or sell signal, the purchase or sale is made and the funds are withdrawn from, or invested in, a money market fund or a short-term Treasury fund. Merriman's Research Team is responsible for managing the investment and reinvestment of assets in TrendWise accounts.

Merriman offers two variations of TrendWise: TrendWise100, which has been used for Merriman portfolios since 1995; and TrendWise80, which was started in 2002.

When conditions warrant, TrendWise100 portfolios can be completely out of the market and fully invested in cash or short-term Treasuries. In TrendWise80 portfolios, Merriman always maintains some stock exposure, which allows a maximum of 80% of the stock portion to be out of the market and invested in cash or short-term Treasuries. This increases the risk of market losses as well as the potential for market gains, relative to TrendWise100. Twenty percent of the stock allocation of TrendWise80 is always invested in an asset class rotation strategy in which various asset classes are purchased and sold based on price momentum. That means, for example, that a TrendWise80 account which allocates 60% to stocks would always have at least 12% of its assets in stock funds (i.e., 20% of 60%).

The investment objective for each TrendWise portfolio is to attain a long-term return similar to that of the broad markets (without trend following) for a comparable

allocation between stocks and bonds with less risk. Merriman believes that TrendWise80 provides a slightly higher risk-adjusted return than TrendWise100 over the long run. However, TrendWise100 may be a more suitable program for investors who want to be completely in cash or short-term Treasuries when stock markets are falling.

While TrendWise portfolios are designed to reduce long-term investment risk, no timing system eliminates risk, and in general none react quickly enough to protect investors from a sudden, dramatic market decline. Because Merriman's timing systems follow trends instead of trying to predict them, short-term trading losses cannot be eliminated in TrendWise portfolios.

When prices of stock, bond and other asset class securities begin falling, there is always some lag time before Merriman's trend-following systems indicate assets should be sold. Thus, Merriman will rarely, if ever, sell TrendWise assets at the most advantageous prices. Likewise, when market prices begin rising, there is always some lag time before Merriman's systems indicate purchases should be made. Therefore, Merriman will rarely, if ever, buy TrendWise assets at the most advantageous prices.

As a result, it is common for parts of TrendWise portfolios to be negatively affected by short-term market volatility such as whipsaw trades. This can occur, for example, in the following sequence:

1. A fund's price falls enough for Merriman's trend-following system to trigger a sell signal;
2. The fund is sold and the proceeds are invested in cash or short-term Treasuries;
3. The fund's price begins rising; and
4. Merriman's trend-following system does not trigger a buy signal until the fund's price is higher than the price at the time of sale.

As a result, a TrendWise portfolio could end up holding fewer shares of a fund than it previously owned. Although such events are counterproductive in the short term, Merriman believes the systems are worthwhile in the long term. While Merriman's systems are designed to protect clients from major bear markets, there is no guarantee they will succeed. While Merriman adjusts the sensitivity of its systems to minimize "false alarms," it involves a tradeoff. Any system that is more sensitive will generate more short-term volatility and frustrations, while a less-sensitive system that avoids volatility may not react quickly enough to avert major market losses.

In addition to the material risks applicable to MarketWise portfolios set out above, TrendWise portfolios are subject to material risks, including but not limited to:

High-Yield Bonds: TrendWise portfolios may invest in high-yield bonds, which are generally rated below investment grade or unrated and may be considered speculative. In general, issuers of high-yield bonds are particularly susceptible to adverse business, financial and economic conditions and are generally more highly leveraged and have fewer financial resources than issuers of investment-grade bonds. Any adverse economic development affecting an issuer of high-yield bonds may cause the issuer to be unable to make timely interest or principal payments. Accordingly, high-yield bond values are generally more susceptible to adverse economic

Item 8 (cont.)

developments and market disruptions than investment-grade bond values.

Bank Loan Funds: TrendWise may invest in bank loan funds, which may have substantial credit risk similar to high-yield bonds. Bank loan funds are generally more susceptible to adverse economic developments and market disruptions than investment-grade bond values.

Build America Bonds: TrendWise may invest in Build America Bonds (BABs) which are taxable, long-term bonds issued by municipalities. These bonds have the credit risk of the municipalities, substantial interest rate risk since they are long-term, and may be impacted by political decisions to implement new BABs programs or curtail current programs.

Emerging Market Debt: TrendWise may invest in emerging market debt, denominated either in U.S. dollars or local currency. Emerging market debt may be rated below investment grade or unrated and may be considered speculative. Emerging market debt will be influenced by economic and political factors specific to each country and region. Emerging market debt may be less liquid than other bonds during times of a financial crisis.

Commodities: TrendWise may use ETFs or ETNs to invest in gold, other commodities and commodity producers in an effort to offset the impacts of inflation on the portfolio. Investing in commodities involves a variety of risks, including potential price volatility, the shape of the forward demand curve for the commodity, supply and demand shocks, and the lack of perfect correlation with short and long-term inflation.

Currency Carry: TrendWise may invest in ETFs or ETNs which look to benefit from the carry trade of borrowing in a low interest rate currency and investing in a high interest rate currency. Adverse movements in currencies, interest rates and liquidity could decrease the price of these securities.

Exchange Traded Notes (ETNs): Unlike ETFs, ETNs depend on the credit risk of the issuer, which is typically a major financial institution. ETNs are structured as unsecured debt of the issuer. Any financial instability of the issuer may impact the price of the ETNs independent of the underlying asset class. If the issuer went bankrupt, ETN holders would become unsecured creditors of the issuer.

Trend-Following Limitations: Merriman's trend-following systems, which generate buy and sell decisions for the TrendWise portfolios, use historical information and analysis of current trends to determine when to buy and sell investments. Because past performance does not guarantee future results, there is no assurance that Merriman's trend-following systems will make favorable buy or sell decisions or protect clients from adverse consequences of significant or unprecedented market volatility or disruptions.

Cybersecurity Risk

The computer systems, networks and devices used by Merriman and our service providers to carry out routine business operations employ a variety of protections designed to prevent damage or interruption from computer viruses, network failures, computer and telecommunication failures, infiltration by unauthorized persons and

security breaches. Despite the various protections utilized, systems, networks, or devices potentially can be breached. A client could be negatively impacted as a result of a cybersecurity breach.

Cybersecurity breaches can include unauthorized access to systems, networks, or devices; infection from computer viruses or other malicious software code; and attacks that shut down, disable, slow, or otherwise disrupt operations, business processes, or website access or functionality. Cybersecurity breaches may cause disruptions and impact business operations, potentially resulting in financial losses to a client; impediments to trading; the inability by us and other service providers to transact business; violations of applicable privacy and other laws; regulatory fines, penalties, reputational damage, reimbursement or other compensation costs, or additional compliance costs; as well as the inadvertent release of confidential information.

Similar adverse consequences could result from cybersecurity breaches affecting issuers of securities in which a client invests; governmental and other regulatory authorities; exchange and other financial market operators, banks, brokers, dealers, and other financial institutions; and other parties. In addition, substantial costs may be incurred by these entities in order to prevent any cybersecurity breaches in the future.

Like all other investment advisers, Merriman is required to disclose all material facts regarding any legal or disciplinary events that would materially impact a client's evaluation of Merriman or the integrity of Merriman's management. No events have occurred at Merriman that are applicable to this item.

As noted above in response to Item 4, certain investment vehicles affiliated with CD&R collectively are indirect majority owners of Focus LLC, and certain investment vehicles affiliated with Stone Point are indirect owners of Focus LLC. Because Merriman is an indirect, wholly-owned subsidiary of Focus LLC, CD&R and Stone Point investment vehicles are indirect owners of Merriman.

Merriman is part of the Focus Financial Partners, LLC ("Focus") network. As such, Merriman is a wholly-owned subsidiary of Focus Operating, LLC, which is a wholly-owned subsidiary of Focus. Focus also owns other registered investment advisers, broker-dealers, pension consultants, insurance firms, and other financial service firms (the "Focus Partners"). The Focus Partners provide wealth management, benefit and investment consulting services, serving individuals, families, employers, and institutions. Some Focus Partners also manage or advise limited partnerships, private funds or limited liability companies as disclosed on their respective Form ADV Part 1 Schedule Ds.

A list of the related person investment advisers and broker dealers can be found on Merriman's Form ADV Part 1 Schedule D and additional information about Focus can be found at www.focusfinancialpartners.com.

Merriman is not actively engaged in a business other than giving investment advice. However, Merriman does, at no additional cost to its clients, provide limited financial planning as described in Item 4. Neither Merriman nor any of its management persons is registered or has an application pending to register as a broker-dealer,

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Item 9 Disciplinary Information

Item 10 Other Financial Industry Activities and Affiliations

Item 10 (cont.)

futures commission merchant, commodity pool operator, commodity trading adviser, or associated person of the foregoing, and Merriman does not anticipate such affiliations in the future.

UPTIQ Credit and Cash Management Solutions

We offer clients the option of obtaining certain financial solutions from unaffiliated third-party financial institutions through UPTIQ Treasury & Credit Solutions, LLC (together with UPTIQ, Inc. and its affiliates, “UPTIQ”). These third-party financial institutions are banks and non-banks that offer credit and cash management solutions to our clients, as well as certain other unaffiliated third parties that provide administrative and settlement services to facilitate UPTIQ’s cash management solutions. UPTIQ acts as an intermediary to facilitate our clients’ access to these credit and cash management solutions.

We are a wholly owned subsidiary of Focus Financial Partners, LLC (“Focus”). Focus is a minority investor in UPTIQ, Inc. UPTIQ is compensated by sharing in the revenue earned by such third-party financial institutions for serving our clients. The revenue paid to UPTIQ also benefits UPTIQ Inc.’s investors, including Focus. Although the revenue paid to UPTIQ benefits UPTIQ Inc.’s investors, including Focus, no Focus affiliate will receive any compensation from UPTIQ that is attributable to our clients’ transactions.

For services provided by UPTIQ to clients of other Focus firms and when legally permissible, UPTIQ shares a portion of this earned revenue with our affiliate, Focus Solutions Holdings, LLC (“FSH”). Such compensation to FSH is also revenue for FSH’s and our common parent company, Focus. This compensation to FSH does not come from credit or cash management solutions provided to any of our clients. However, the volume generated by our clients’ transactions allows Focus to negotiate better terms with UPTIQ, which benefits Focus. We mitigate this conflict by: (1) fully and fairly disclosing the material facts concerning the above arrangements to our clients, including in this Brochure; and (2) offering UPTIQ’s solutions to clients on a strictly nondiscretionary and fully disclosed basis, and not as part of any discretionary investment services. Additionally, we note that clients who use UPTIQ’s services will receive product-specific disclosure from the third-party financial institutions and other unaffiliated third-party intermediaries that provide services to our clients.

We have an additional conflict of interest when we recommend credit solutions to our clients because our interest in continuing to receive investment advisory fees from client accounts gives us a financial incentive to recommend that clients borrow money rather than liquidate some or all of the assets we manage.

Credit Solutions from UPTIQ

Clients retain the right to pledge assets in accounts generally, subject to any restrictions imposed by clients’ custodians. While credit solution programs that we offer facilitate secured loans through third-party financial institutions, clients are free instead to work directly with institutions outside such programs. Because of the limited number of participating third-party financial institutions, clients may be limited in their ability to obtain as favorable loan terms as if the client were to work directly with other banks to negotiate loan terms or obtain other financial arrangements.

Clients should also understand that pledging assets in an account to secure a loan involves additional risk and restrictions. A third-party financial institution has the authority to liquidate all or part of the pledged securities at any time, without prior notice to clients and without their consent, to maintain required collateral levels. The third-party financial institution also has the right to call client loans and require repayment within a short period of time; if the client cannot repay the loan within the specified time period, the third-party financial institution will have the right to force the sale of pledged assets to repay those loans. Selling assets to maintain collateral levels or calling loans may result in asset sales and realized losses in a declining market, leading to the permanent loss of capital. These sales also may have adverse tax consequences. Interest payments and any other loan-related fees are borne by clients and are in addition to the advisory fees that clients pay us for managing assets, including assets that are pledged as collateral. The returns on pledged assets may be less than the account fees and interest paid by the account. Clients should consider carefully and skeptically any recommendation to pursue a more aggressive investment strategy in order to support the cost of borrowing, particularly the risks and costs of any such strategy. More generally, before borrowing funds, a client should carefully review the loan agreement, loan application, and other forms and determine that the loan is consistent with the client's long-term financial goals and presents risks consistent with the client's financial circumstances and risk tolerance.

We use UPTIQ to facilitate credit solutions for our clients.

Cash Management Solutions from UPTIQ

For cash management programs, certain third-party intermediaries provide administrative and settlement services to our clients. Engaging the third-party financial institutions and other intermediaries to provide cash management solutions does not alter the manner in which we treat cash for billing purposes. Clients should understand that in rare circumstances, depending on interest rates and other economic and market factors, the yields on cash management solutions could be lower than the aggregate fees and expenses charged by the third-party financial institutions, the intermediaries referenced above, and us. Consequently, in these rare circumstances, a client could experience a negative overall investment return with respect to those cash investments. Nonetheless, it might still be reasonable for a client to participate in a cash management program if the client prefers to hold cash at the third-party financial institutions rather than at other financial institutions (e.g., to take advantage of FDIC insurance).

We use UPTIQ to facilitate cash management solutions for our clients.

Focus Risk Solutions (FRS)

We help clients obtain certain insurance products from unaffiliated insurance companies by introducing clients to our affiliate, Focus Risk Solutions, LLC ("FRS"), a wholly owned subsidiary of our parent company, Focus Financial Partners, LLC ("Focus"). FRS acts as an intermediary to facilitate our clients' access to insurance products. FRS has agreements with certain third-party insurance brokers (the "Brokers") under which the Brokers assist our clients with regulated insurance sales activity.

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Neither we nor FRS receives any compensation from the Brokers or any other third parties for providing insurance solutions to our clients. For services provided by FRS to clients of other Focus firms, FRS receives a percentage of the upfront commission or a percentage of the ongoing premiums for policies successfully placed with insurance carriers on behalf of referred clients, and such compensation to FRS is also revenue for our common parent company, Focus Financial Partners, LLC. However, this compensation to FRS does not come from insurance solutions provided to any of our clients. The volume generated by our clients' transactions does benefit FRS and Focus in attracting, retaining, and negotiating with the Brokers and insurance carriers. We mitigate this conflict by: (1) fully and fairly disclosing the material facts concerning the above arrangements to our clients, including in this Brochure; and (2) offering FRS solutions to clients on a strictly nondiscretionary and fully disclosed basis, and not as part of any discretionary investment services. Additionally, we note that clients who use FRS's services will receive product-specific disclosure from the Brokers and insurance carriers and other unaffiliated third-party intermediaries that provide services to our clients.

The insurance premium is ultimately dictated by the insurance carrier, although in some circumstances the Brokers or FRS may have the ability to influence an insurance carrier to lower the premium of the policy. The final rate may be higher or lower than the prevailing market rate. We can offer no assurances that the rates offered to you by the insurance carrier are the lowest possible rates available in the marketplace.

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

As fiduciaries, Merriman and its employees have certain legal obligations to put clients' interests ahead of their own. Merriman has adopted a written code of ethics (the "Code") based on principles of openness, honesty, integrity and trust. At least once a year, each Merriman employee is required to acknowledge the Code in writing and agree to be bound by it.

Merriman's Code covers confidentiality of client information, personal securities transactions, restrictions on accepting and giving of significant gifts, and reporting of certain gifts and business entertainment items, among other things.

The Code contains a prohibition on insider trading and policies and procedures designed to detect and prevent the misuse of material, non-public information.

Merriman employees may have investments in some securities that are also owned by clients. The Code is designed to ensure that the personal securities transactions, activities and interests of the employees of Merriman will not interfere with making or implementing decisions in the best interest of clients, while at the same time allowing employees to invest for their own accounts.

Employee accounts may trade in the same securities with client accounts on an aggregated basis when consistent with Merriman's obligation of best execution. In such circumstances, the employee and client accounts share commission costs proportionally and receive securities at a total average price. Merriman retains records of each trade order (specifying each participating account) and its allocation, prior to the entry of the aggregated order. Completed orders are allocated as specified in the initial trade order. Partially filled orders are allocated on a pro-rata basis based on the amount of the order for each account. Any exceptions will be

explained on the trade order.

Clients should note that, because Merriman employees may invest in the same securities as clients, there is a possibility that employees might trade in the same security on the same day as a client and receive a better price in that security than the client. However, given the size of employee trades in relations to the size of the wide held ETFs and bonds in client portfolios, Merriman believes that employee trading is unlikely to have any material impact on purchase or sales prices experienced by clients.

In addition, employees are required to report their trading activity quarterly and their securities holdings annually and these reports are reviewed internally.

The Code designates certain classes of securities (such as shares of open-end mutual funds) as exempt from reporting, based upon exemptions provided under applicable federal securities laws.

The Code also requires prior approval of any IPO or private placement investments by employees and other persons of the firm. Employees and supervised personnel are also required to act in accordance with all applicable federal and state regulations governing registered investment advisory practices.

Currently, it is Merriman's policy that Merriman will not affect any principal or agency cross securities transactions for client accounts. Merriman will also not cause client accounts to enter into securities trades with each other. Principal transactions are generally defined as transactions where an adviser, acting as principal for its own account or the account of an affiliated broker-dealer, buys from or sells any security to any advisory client. A principal transaction may also be deemed to have occurred if a security is traded between an affiliated fund and another client account.

An agency cross transaction is generally defined as a transaction in which a person acts as an investment adviser in relation to a transaction in which the investment adviser acts as a broker for both the advisory client and for another person on the other side of the transaction. Agency cross transactions may arise if an adviser is dually registered as a broker-dealer or has an affiliated broker-dealer. Neither of these circumstances currently applies to Merriman and this brochure will be updated if that changes in the future.

Merriman will provide a copy of its code of ethics to any actual or prospective client upon request to Merriman's Compliance Department at 1.800.423.4893 or compliance@merriman.com.

How We Select Brokers/Custodians

Merriman does not maintain custody of client assets that it manages, although the firm may be deemed to have custody of client assets if you give us authority to withdraw assets from your account (see Item 15- Custody, below). Client assets must be maintained in an account at a "qualified custodian," generally a broker-dealer or bank. In seeking best execution through a broker-dealer on behalf of Merriman's clients, the determinative factor for Merriman is not the lowest possible cost, but whether the transaction represents the best qualitative execution. Merriman takes into consideration the full range of broker-dealer services, including:

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Item 12 Brokerage Practices

Item 12 (cont.)

- Combination of transaction execution services and asset custody services (generally without a separate fee for custody)
- Capability to execute, clear, and settle trades (buy and sell securities for client accounts)
- Prior service to us and our clients
- Capability to facilitate transfers and payments to and from accounts (wire transfers, check requests, etc.)
- Range of available investment products (stocks, bonds, mutual funds, exchange-traded funds [ETFs], etc.)
- Availability of investment research and tools that assist us in making investment decisions
- Quality of services
- Competitiveness of the price of their services (commission rates, margin interest rates, other fees, etc.) and willingness to negotiate the prices
- Reputation, financial strength, security and stability

Custodians

Merriman recommends that clients custody their accounts with Charles Schwab & Co. Inc. (“Schwab”) and Fidelity Investment Services (“Fidelity”), collectively the “Custodians.” Merriman generally executes securities transactions through the firms where client accounts are held. Merriman believes these firms provide reliable, quick, responsive and efficient brokerage and other services. The Custodians also give Merriman clients low-cost access to the funds used in client portfolios.

The accounts in Merriman’s MarketWise and TrendWise programs may be held at Schwab or Fidelity.

In cases where Merriman acts as a sub-advisor to another investment adviser’s client, the investment adviser generally directs Merriman to execute, clear and settle all trades through the custodian/broker of their choice, currently either Fidelity or Schwab. Directed brokerage may adversely affect Merriman’s ability to achieve best execution for these clients.

The Custodians provide Merriman with access to their institutional trading and operational services, which are typically not available to retail investors. These services are generally available to independent investment advisors such as Merriman on an unsolicited basis, and at no additional cost to Merriman or its clients.

The Custodians’ services also include custody and access to mutual funds and other investments that are otherwise generally available only to institutional investors or that would require a significantly higher minimum initial investment. The Custodians generally do not charge separately for custody of Merriman client accounts, but are compensated by account holders through commissions, transaction-related fees or asset-based fees for securities trades. Fee schedules vary between The Custodians so Merriman clients in the same investment program, but with accounts at different custodians, will have varying costs. In addition, The Custodians may not offer the exact same securities for trading, so individual securities in client accounts may vary within investment programs.

The Custodians also make available to Merriman other services intended to help Merriman manage and further develop its business enterprise. These services may include consulting; publications and conferences on practice management; information technology, business succession; regulatory compliance and marketing. In addition, The Custodians may make available, arrange and pay for these types of services rendered to Merriman by independent third parties. The Custodians may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to Merriman.

Merriman, consistent with its best execution obligation, negotiates fee arrangements with the Custodians that Merriman believes are beneficial to all of its clients. In addition, a substantial portion of trading activities undertaken by Merriman on behalf of its clients involves the purchase and sale of no-load mutual funds that are priced at Net Asset Value (NAV). Merriman does not have any directed brokerage arrangements with clients. While, as a fiduciary, Merriman endeavors to act in its clients' best interests, Merriman could be incentivized to recommend that clients maintain their assets in accounts at the Custodians based in part on the benefit to Merriman 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 the Custodians, which creates a conflict of interest. Periodically, Merriman receives other services intended to help the firm manage and further develop our business enterprise. An example of this, is complimentary attendance to Charles Schwab's Impact Conference. Merriman attends this to improve its operations. Merriman believes that the selection of the Custodians is in the best interests of its clients. Ultimately, it is the client's decision to custody assets with a particular custodian. Merriman is independently owned and operated, and not affiliated with the Custodians.

Products and Services Available to Us from Charles Schwab

Schwab Advisor Services™ is Schwab's business serving independent investment advisory firms like us. They provide us and our clients with access to their institutional brokerage services (trading, custody, reporting, and related services), many of which are not typically available to Schwab retail customers. However, certain retail investors may be able to get institutional brokerage services from Schwab without going through us. Schwab also makes available various support services. Some of those services help us manage or administer our clients' accounts, while others help us manage and grow our business. Schwab's support services are generally available on an unsolicited basis (we don't have to request them) and at no charge to us. Following is a more detailed description of Schwab's support services:

Services That Benefit You

Schwab's institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of client assets. The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients. Schwab's services described in this paragraph generally benefit you and your account.

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Services That Do Not Directly Benefit You

Schwab also makes available to us (Merriman) other products and services that benefit us but do not directly benefit you or your account. These products and services assist us in managing and administering our clients' accounts and operating our firm. They include investment research, both Schwab's own and that of third parties. We use this research to service all or a substantial number of our clients' accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that:

- Provide access to client account data (such as duplicate trade confirmations and account statements)
- Facilitate trade execution and allocate aggregated trade orders for multiple client accounts
- Provide pricing and other market data
- Facilitate payment of our fees from our clients' accounts
- Assist with back-office functions, record-keeping, and client reporting

Services That Generally Benefit Only Us

Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:

- Educational conferences and events
- Consulting on technology and business needs
- Consulting on legal and compliance related needs
- Publications and conferences on practice management and business succession
- Access to employee benefits providers, human capital consultants, and insurance providers

Our Interest in Schwab Services

The availability of these services from Schwab benefits us because we do not have to produce or purchase them. We don't have to pay for Schwab's services. Schwab has also agreed to pay for certain technology, research, marketing, and compliance consulting products and services on our behalf. Under this arrangement, Merriman also has the opportunity to participate in special training sessions for certain internal partners at no or reduced cost, which may or may not be available to all Schwab advisory firms. These benefits and services are not contingent upon us committing any specific amount of business to Schwab in trading commissions or assets in custody. The fact that we receive these benefits from Schwab is an incentive for us to recommend the use of Schwab rather than making such a decision based exclusively on your interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a conflict of interest. However, we believe, that taken in the aggregate, our recommendation of Charles Schwab as a custodian and broker is in the best interests of our clients. Our selection is primarily supported by the scope, quality, and price of Schwab's services.

Client Referral Arrangements

Merriman participates in the Schwab Advisor Network® program. Schwab is a broker-dealer independent of and unaffiliated with Merriman. Schwab refers clients

to Merriman in exchange for receiving referral fees. Please see Item 14 for more information. These referral arrangements may create incentives for Merriman to recommend Charles Schwab based on Merriman's interest in receiving client referrals, rather than interest in receiving the most favorable execution for client accounts. Merriman minimizes this conflict of interest through this ADV disclosure and other disclosures, as well as by considering each client's specific situation and account needs and may recommend one or more custodians.

Review meetings

Merriman strives to review managed accounts regularly with clients, but there is no rigid schedule for doing so. Each client is assigned to an Advisor who is in charge of helping the client determine which program(s) to invest in, establishing a target allocation percentage and answering any questions the client may have about his or her specific financial situation.

Merriman offers formal review meetings between each client and his or her Advisor annually for Investment Management clients, and more often for Wealth Management clients at each Advisor's discretion or upon a client's request.

Review meetings can take place in person, using web-based services, or over the telephone. While these meetings are important whenever a client's circumstances or needs change, Merriman encourages clients to make time for them even when clients believe there are no compelling reasons for a review.

Although there is no set agenda for these meetings, topics covered may include:

- changes to investment objectives, values and personal goals, which are likely to evolve over time;
- long-term strategic financial targets, and how well they match up with the current asset allocation;
- the performance of each account in relation to appropriate benchmarks;
- retirement projections and distribution strategies;
- other assets not managed by Merriman; and
- any other financial questions a client may have.

Account reviews as needed

Merriman performs a formal review of a client's account(s) at the time of the annual review meeting with the client.

In addition, each MarketWise account is reviewed whenever trades are needed to invest money or withdraw it on the client's behalf or when monitoring software indicates that a client's account has exceeded an allocation threshold and becomes out-of-balance from the target allocation. In these instances, the Advisor reviews the account's current allocation and will seek to trade in a way that brings the account closer to its target allocations.

TrendWise accounts are kept in balance with targets by the nature of the program management. TrendWise accounts are also reviewed whenever trades are needed to invest money or withdraw money (capital flows) on the client's behalf. In these instances, the account's current allocation is reviewed by the Trader and trades may

Item 12 (cont.)

Item 13 Review of Accounts

Item 13 (cont.)

be placed in a way that brings the account closer to its target allocations depending on the size of the capital flow and status of the proprietary timing models.

Merriman Investment Committee Meetings

Merriman's Investment Committee consists of the Chief Executive Officer, Chief Operation, Investment, and Compliance Officer, and several wealth advisors with particular experience and interest in investments (typically those who hold the CFA designation). This committee meets, as necessary, to discuss major investment initiatives and to consider proposed changes to Merriman's investment programs and research priorities.

Reporting

Merriman sends each client quarterly reports on managed-account performance and balances. In addition, clients receive regular monthly statements from their custodian(s) for the same accounts, showing account transactions and end-of-month holdings.

Periodically Merriman may deliver personal financial information and other communications, notices and required disclosures to clients through electronic means, such as email or a secure web site. This delivery may include notification of the availability of such document(s) on a website which will constitute 'delivery.' Merriman asks clients with email addresses to keep this information current at all times by promptly notifying Merriman of any change in email address.

Item 14 Client Referrals and Other Compensation

From time to time various investment professionals and firms may introduce their clients to Merriman and, in return, Merriman may pay such professionals and firms a referral fee.

Merriman has arrangements in place with certain third parties, called promoters, under which such promoters refer clients to us in exchange for a percentage of the advisory fees we collect from such referred clients. Such compensation creates an incentive for the promoters to refer clients to us, which is a conflict of interest for the promoters. Rule 206(4)-1 of the Advisers Act addresses this conflict of interest by, among other things, requiring disclosure of whether the promoter is a client or a non-client and a description of the material conflicts of interest and material terms of the compensation arrangement with the promoter. Accordingly, we require promoters to disclose to referred clients, in writing: whether the promoter is a client or a non-client; that the promoter will be compensated for the referral; the material conflicts of interest arising from the relationship and/or compensation arrangement; and the material terms of the compensation arrangement, including a description of the compensation to be provided for the referral.

Merriman receives client referrals from Charles Schwab & Co., Inc. ("Schwab") through Merriman's participation in Schwab Advisor Network® ("the Service"). The Service is designed to help investors find an independent investment advisor. Schwab is a broker-dealer independent of and unaffiliated with Merriman. Schwab does not supervise Merriman and has no responsibility for Merriman's management of clients' portfolios or Merriman's other advice or services. Merriman pays Schwab fees to

receive client referrals through the Service.

Merriman's participation in the Service may raise potential conflicts of interest described below. Merriman pays Schwab a Participation Fee of 25 basis points on management fees on all referred clients' accounts that are maintained in custody at Schwab and a Non-Schwab Custody Fee on all accounts that are maintained at, or transferred to, another custodian. The Participation Fee paid by Merriman is a percentage of the fees the client owes to Merriman or a percentage of the value of the assets in the client's account, subject to a minimum Participation Fee. Merriman pays Schwab the Participation Fee for so long as the referred client's account remains in custody at Schwab. The Participation Fee is billed to Merriman quarterly and may be increased, decreased or waived by Schwab from time to time. The Participation Fee is paid by Merriman and not by the client. Merriman has agreed not to charge clients referred through the Service fees or costs greater than the fees or costs Merriman charges clients with similar portfolios who were not referred through the Service.

Merriman generally pays Schwab a Non-Schwab Custody Fee if custody of a referred client's account is not maintained by, or assets in the account are transferred from Schwab. This Fee does not apply if the client was solely responsible for the decision not to maintain custody at Schwab. The Non-Schwab Custody Fee is a one-time payment equal to a percentage of the assets placed with a custodian other than Schwab. The Non-Schwab Custody Fee is higher than the Participation Fees Advisor generally would pay in a single year. Thus, Merriman will have an incentive to recommend that client accounts be held in custody at Schwab.

The Participation and Non-Schwab Custody Fees will be based on assets in accounts of Merriman's clients who were referred by Schwab and those referred clients' family members living in the same household. Thus, Merriman will have incentives to encourage household members of clients referred through the Service to maintain custody of their accounts and execute transactions at Schwab and to instruct Schwab to debit Merriman's fees directly from the accounts. For accounts of Merriman's clients maintained in custody at Schwab, Schwab will not charge the client separately for custody but will receive compensation from Merriman's clients in the form of commissions or other transaction-related compensation on securities trades executed through Schwab.

Schwab also will receive a fee (generally lower than the applicable commission on trades it executes) for clearance and settlement of trades executed through broker-dealers other than Schwab. Schwab's fees for trades executed at other broker-dealers are in addition to the other broker-dealer's fees. Thus, Merriman may have an incentive to cause trades to be executed through Schwab rather than another broker-dealer. Merriman nevertheless acknowledges its duty to seek best execution of trades for client accounts. Trades for client accounts held in custody at Schwab may be executed through a different broker-dealer than trades for Merriman's other clients. Thus, trades for accounts custodied at Schwab may be executed at different times and different prices than trades for other accounts that are executed at other broker-dealers.

Item 14 (cont.)

Merriman minimizes this conflict of interest by considering each client's specific situation and account needs and may recommend one or more custodians. In addition, clients should consider that the TrendWise fee schedule is higher than the MarketWise fee schedule. This creates a conflict of interest as our advisors will stand to receive increased advisory fees when recommending TrendWise models over MarketWise models. Merriman mitigates this conflict of interest through disclosure and by only recommending services we believe meet client needs and that would be in clients' best interest. These services will only be recommended to clients who wish to take advantage of them and clients have no obligation to participate in any product or service recommended by Merriman.

Merriman's parent company is Focus Financial Partners, LLC ("Focus"). From time to time, Focus holds partnership meetings and other industry and best-practices conferences, which typically include Merriman, other Focus firms and external attendees. These meetings are first and foremost intended to provide training or education to personnel of Focus firms, including Merriman. However, the meetings do provide sponsorship opportunities for asset managers, asset custodians, vendors and other third party service providers. Sponsorship fees allow these companies to advertise their products and services to Focus firms, including Merriman. Although the participation of Focus firm personnel in these meetings is not preconditioned on the achievement of a sales target for any conference sponsor, this practice could nonetheless be deemed a conflict as the marketing and education activities conducted, and the access granted, at such meetings and conferences could cause Merriman to focus on those conference sponsors in the course of its duties. Focus attempts to mitigate any such conflict by allocating the sponsorship fees only to defraying the cost of the meeting or future meetings and not as revenue for itself or any affiliate, including Merriman. Conference sponsorship fees are not dependent on assets placed with any specific provider or revenue generated by such asset placement.

The following entities have provided conference sponsorship to Focus from January 1, 2023 to March 1, 2024: Orion Advisor Technology, LLC, Fidelity Brokerage Services LLC, Fidelity Institutional Asset Management LLC, TriState Capital Bank, StoneCastle Network, LLC, Charles Schwab & Co., Inc. You can access updates to the list of conference sponsors on Focus' website through the following link: <https://focusfinancialpartners.com/conference-sponsors/>

Item 15 Custody

Custody is defined under Rule 206(4)-2 of the Advisers Act ("Custody Rule") generally as holding, having legal control over or having authority to access or instruct a qualified custodian to withdraw funds or securities of advisory clients. The client's account custodian has physical custody of client assets, but the SEC deems Merriman to have legal custody over client assets if they are authorized to instruct the custodian to deduct Merriman advisory fees directly from clients' custodial accounts, when Firm personnel serve as trustee for advisory clients, when Firm serves as a general partner of a private investment fund, and when clients have authorized the Firm to instruct the custodian to transfer assets to third parties pursuant to standing letters of authorization ("SLOA"). Merriman has custody over client assets in

the following respects: where a member of the firm serves as trustee or co-trustee for clients' trust accounts, and Merriman has the authority to pursuant to written instructions executed by the clients ("SLOAs").

Additionally, as required by Rule 204-2 of the Advisers Act ("Custody Rule"), and the SEC's February 2017 no-action letter, Merriman works with the qualified custodians to keep certain records of client accounts with SLOA instructions. Merriman does not obtain a custody audit with respect to SLOAs in reliance on SEC no action relief. Merriman maintains client funds and securities with a qualified custodian as required by the Custody Rule. Schwab and Fidelity serve as custodians for all client accounts, except annuities which are issued by insurance companies, such as but not limited to Aria RetireOne, TIAA, and Nationwide.

At least quarterly, clients receive account statements from the custodians that hold and maintain their managed account assets. Trade confirmations are also provided to the client by the custodian after any trade is placed in an account. Clients are responsible for reviewing these custodial statements and trade confirmations and comparing them with the quarterly reports provided by Merriman. Merriman's reports may vary slightly from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities. Clients should contact Merriman immediately if any significant discrepancies or errors are discovered.

To establish an advisory relationship with Merriman, a prospective client is required to complete the firm's Investment Advisory Agreement and custodial account paperwork. Our Investment Advisory Agreements for discretionary accounts and client agreements with their account custodians give Merriman authority to buy and sell securities on the client's behalf without contacting the client prior to placing trades in the client's account. By granting Merriman investment discretion, a client authorizes Merriman to direct securities transactions and determine which securities are bought and sold, the total amount to be bought and sold, and the costs at which the transactions will be effected. Clients may impose reasonable limitations in the form of specific constraints on any of these areas of discretion with the consent and written acknowledgment of Merriman if Merriman determines, in its sole discretion, that the conditions would not materially impact the performance of a management strategy or prove overly burdensome. See also Item 4(C), Client-Tailored Advisory Services.

As described in Item 4, Merriman has discretionary authority over all managed accounts. When it is operationally feasible, Merriman strives to accommodate clients' requests for restrictions on their accounts.

Merriman does not accept the authority to and does not vote proxies on behalf of clients. For all others, clients retain the responsibility for receiving and voting proxies for all and any securities maintained in client portfolios.

Merriman does not have any authority to and does not vote (or recommend how to vote) proxies on behalf of ERISA Plan Clients. Responsibility for voting proxies of investments held by the ERISA Plan (or its trust) remain with the ERISA Plan Client.

Item 15 (cont.)

Item 16 Investment Discretion

Item 17 Voting Client Securities

Item 18 Financial Information

Merriman is not required to disclose any financial information pursuant to this item due to the following:

- a) Merriman does not require or solicit the prepayment of more than \$1,200 in fees six months or more in advance of rendering services;
- b) Merriman is unaware of any financial condition that is reasonably likely to impair its ability to meet its contractual commitments relating to its discretionary authority over certain client accounts; and
- c) Merriman has never been the subject of a bankruptcy petition.

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MERRIMAN

Invest Wisely. Live Fully.