

CapitalRock Financial, LLC

d/b/a

Naples Wealth Planning

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**FORM ADV PART 2A
BROCHURE**

This disclosure brochure provides clients with information about the qualifications and business practices of CapitalRock Financial, LLC d/b/a Naples Wealth Planning ("Naples Wealth Planning"), a registered investment advisory firm. It describes the services Naples Wealth Planning provides as well as background information on those individuals who provide investment advisory services on behalf of Naples Wealth Planning. Please contact Naples Wealth Planning at (239) 260-9386 if you have any questions about the contents of this disclosure brochure.

The information in this disclosure brochure has not been approved or verified by the U.S. Securities and Exchange Commission or any state securities authority. Registration does not imply that Naples Wealth Planning or any individual providing investment advisory services on behalf of Naples Wealth Planning possess a certain level of skill or training. Information on the disciplinary history and the registration of Naples Wealth Planning and its associated persons is available on the Internet at www.adviserinfo.sec.gov/IAPD/. You can search this site by a unique identifying number, known as a CRD number. The CRD number for Naples Wealth Planning is 281234.

Item 2 – Material Changes

This item discusses specific material changes to the Naples Wealth Planning disclosure brochure.

Naples Wealth Planning will ensure that clients receive a summary of any materials changes to this and subsequent brochures within 120 days of the close of its fiscal year which occurs at the end of the calendar year. Naples Wealth Planning may further provide other ongoing disclosure information about material changes as necessary.

Naples Wealth Planning will also provide clients with a new brochure as necessary based on changes or new information, at any time, without charge.

Since the date of Naples Wealth Planning's last annual filing (March 31, 2019), Naples Wealth Planning has made the following material change:

Item 4 – Advisory Business

Naples Wealth Planning has transitioned its registration as an investment adviser with the State of Florida to the U.S. Securities and Exchange Commission.

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Item 4 - Advisory Business

A. The Company

CapitalRock Financial, LLC *d/b/a* Naples Wealth Planning (“Naples Wealth Planning”) is a Florida limited liability company that has been registered with the U.S. Securities and Exchange Commission since 2019. Naples Wealth Planning was formed in July 2015 and from 2015 to 2019, was registered as an investment adviser in the State of Florida.

The principal owners of Naples Wealth Planning are Kevin G. Simpson and Joanna M. Irons.

B. Advisory Services

Naples Wealth Planning offers the following investment advisory services:

Investment Management Services

Naples Wealth Planning offers ongoing Investment Management Services based on the individual goals, objectives, time horizon, and risk tolerance of each client. Investment Management Services includes, but are not limited to, the following:

- Establishing an Investment Policy Statement – Naples Wealth Planning, in connection with the client, will develop a statement that summarizes the client’s investment goals and objectives along with the broad strategy[ies] to be employed to meet those objectives.
- Asset Allocation – Naples Wealth Planning will develop a strategic asset allocation that is targeted to meet the investment objectives, time horizon, financial situation and tolerance for risk for each client. Naples Wealth Planning will allocate the client's assets among various asset classes based on the client’s risk tolerance.
- Portfolio Construction – Naples Wealth Planning will develop a customized portfolio for the client based on the client’s risk profile and investment guidelines and that is intended to meet the stated goals and objectives of the client.
- Investment Management and Supervision – Naples Wealth Planning will provide investment management and ongoing oversight of the client’s portfolio and overall account.

Investment Management Services will be provided on a discretionary basis only. Clients will be required to give Naples Wealth Planning authority to manage the client's assets in accordance with what Naples Wealth Planning deems to be in the client's best interest based on the client’s investment objectives and guidelines. Clients will retain individual ownership of all securities in their account.

Financial Planning Services

Naples Wealth Planning also provides financial planning services. Naples Wealth Planning will typically provide a variety of financial planning services to individuals and families, pursuant to a written financial plan. Services are offered in several areas of a client’s financial situation, depending on their goals, objectives and financial situation.

Generally, such financial planning services will involve preparing a financial plan for clients based on the client's financial goals and objectives. This planning may encompass one or more areas of need, including, but not limited to, investment planning, retirement planning, personal savings, education savings and other areas of a client's financial situation.

A financial plan developed for the client will usually include general recommendations for a course of activity or specific actions to be taken by the client. For example, recommendations may be made that the client start or revise their investment programs, commence or alter retirement savings, establish education savings and/or charitable giving programs. Naples Wealth Planning may also refer clients to an accountant, attorney or other specialist, as appropriate for their unique situation. For certain financial planning engagements, Naples Wealth Planning will provide a written summary of client's financial situation, observations, and recommendations. Plans are typically completed within six months of contract date, assuming all information and documents requested are provided promptly.

Should a client choose to implement the financial planning recommendations contained in the plan, Naples Wealth Planning may recommend its own services or that of other professionals (*i.e.*, attorney, accountant, insurance agent, and/or stockbroker). Clients are advised that a conflict of interest exists if Naples Wealth Planning recommends its own services. The client is under no obligation to act upon any of the recommendations made by Naples Wealth Planning under a financial planning engagement and/or engage the services of any such recommended professional, including Naples Wealth Planning or any of its related persons. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any of Naples Wealth Planning's recommendations.

Consulting Services

Clients can also receive financial advice on a more limited basis. This may include advice on only an isolated area(s) of concern such as estate planning, retirement planning, reviewing a client's existing portfolio, or any other specific topic. Naples Wealth Planning also provides specific consultation and administrative services regarding investment and financial concerns of the client. Additionally, Naples Wealth Planning provides advice on non-securities matters. Generally, this is in connection with the rendering of estate planning, insurance and/or annuity advice.

For consulting engagements, Naples Wealth Planning may not provide a written summary. Consulting recommendations are not limited to any specific product or service offered by a broker-dealer or insurance company. The client is under no obligation to act upon any of the recommendations made by Naples Wealth Planning or engage the services of any such recommended professional, including Naples Wealth Planning or any of its related persons. Clients are advised that a conflict of interest exists if Naples Wealth Planning recommends its own services. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any of Naples Wealth Planning's recommendations.

C. Client Tailored Services and Client Imposed Restrictions

Naples Wealth Planning's investment management services are tailored to meet the specific needs of each client. In order to provide appropriately individualized services, Naples Wealth Planning will work with the client to obtain information regarding the client's financial circumstances, investment objectives, overall financial condition, income and tax status, personal and business assets, risk profile and other information regarding the client's financial and investment needs.

At least annually, Naples Wealth Planning will review with clients their financial circumstances, investment objectives and risk profile. In order for Naples Wealth Planning to provide effective investment management services, it is critical that clients provide accurate and complete information to Naples Wealth Planning and inform Naples Wealth Planning anytime such information needs to be updated or anytime there is a change in their financial circumstances, investment objectives and/or risk profile.

Generally, clients are permitted to impose reasonable restrictions on investing in certain securities or types of securities in their advisory accounts, provided, however, that some restrictions may not be accommodated when utilizing Exchange Traded Funds, mutual funds or with respect to certain third-party investment managers. In addition, a restriction request may not be honored if it is fundamentally inconsistent with Naples Wealth Planning's investment philosophy, runs counter to the client's stated investment objectives, or would prevent Naples Wealth Planning from properly servicing client accounts. Whether clients will be able to place reasonable restrictions on the types of investments which will be made on the client's behalf is at the sole discretion of Naples Wealth Planning.

D. Wrap Fee Programs

Naples Wealth Planning does not manage or place client assets into wrap fee programs (*i.e.*, programs that offer services for one, all-inclusive fee).

E. Assets Under Management

As of May 15, 2019, Naples Wealth Planning has approximately \$281,500,000 in assets under management. All assets are managed on a discretionary basis.

Item 5 - Fees And Compensation

A. Advisory Fees

The following sections detail the fee structure and compensation methodology for investment advisory services. Each client shall sign the appropriate type of investment advisory agreement (*i.e.*, either an Investment Management, Financial Planning or Consulting Services Agreement) that details the responsibilities of Naples Wealth Planning and the client.

Investment Management Services

Investment management fees are paid either quarterly in advance or arrears pursuant to the specific terms of the client's Investment Management Agreement. The investment management fee is based on the market value of assets under management at the end of each calendar quarter. The annual investment management fee will not exceed 2.5% of assets under management (the "Management Fee"). The specific Management Fee to be paid by a particular client is set forth in that client's Investment Management Agreement.

Financial Planning and Consulting Services

Naples Wealth Planning offers the following fee options for Financial Planning and Consulting Services:

- **Hourly Engagement.** Client shall pay Naples Wealth Planning an hourly fee between \$150 and \$300 per hour. For hourly engagements, this arrangement shall

continue in effect until the earlier of (i) Naples Wealth Planning's delivery of the financial planning or consulting services to client or (ii) termination of the Financial Planning or Consulting Services Agreement by either party.

- **Fixed Fee Engagement.** Client shall pay Naples Wealth Planning a fixed fee ranging from \$300 to \$3,000. For fixed fee engagements, this arrangement shall continue in effect until the earlier of (i) Naples Wealth Planning's delivery of the financial planning or consulting services to client or (ii) termination of the Financial Planning or Consulting Services Agreement by either party.
- **Ongoing Fixed Fee Retainer.** Client shall pay Naples Wealth Planning an annual financial planning or consulting services fee ranging from \$300 to \$3,000 each year. For annual fixed fee retainer engagements, the arrangement shall automatically renew annually until terminated by either party.

The specific fees charged shall depend on the nature and complexity of each client's circumstances and will be set forth in the Financial Planning or Consulting Services Agreement. For hourly engagement, an estimate for total hours will be determined prior to establishing the advisory relationship.

B. Payment Method

Investment Management Services

Investment Management Fees will be automatically deducted from the client's account by the client's custodian (the "Custodian") either in arrears or in advance (as set forth in the client's Investment Management Agreement). Naples Wealth Planning shall send an invoice to the Custodian indicating the amount of the Management Fees to be deducted from the client's account at the respective quarter end date. The amount due is calculated by applying the quarterly rate (annual rate divided by 4) to the total assets under management with Naples Wealth Planning at the end of each quarter. Clients will be provided with a statement, at least quarterly, from the Custodian reflecting deduction of the applicable Management Fee. It is the responsibility of the client to verify the accuracy of these fees as listed on the Custodian's brokerage statement as the Custodian does not assume this responsibility.

Clients provide written authorization permitting Naples Wealth Planning to be paid directly from their accounts held by the Custodian as part of the Investment Management Agreement and separate account forms provided by the Custodian.

Financial Planning and Consulting Services

Depending on the nature of the engagement, clients will be billed for the Financial Planning or Consulting Services fee either periodically (i.e., monthly, quarterly, annually) in arrears or upon conclusion of the service.

C. Additional Information

Fees Negotiable

Naples Wealth Planning retains the right to modify fees in its sole and absolute discretion, on a client-by-client basis. Factors considered include the complexity and nature of the advisory services provided, anticipated amount of assets to be placed under management,

anticipated future additional assets, related accounts, portfolio style, and account composition. Naples Wealth Planning may combine related household accounts for fee calculation purposes.

Prior Fee Schedules

The fees charged to Investment Management Services clients whose assets have been managed by Naples Wealth Planning prior to November 2017 may differ from the fees charged to newer advisory clients of Naples Wealth Planning.

Mutual Fund Fees and Exchange Traded Funds

All fees paid to Naples Wealth Planning for investment advisory services are separate and distinct from the expenses charged by mutual funds and exchange-traded funds (“ETFs”) to their shareholders, if applicable. These fees and expenses are described in each fund’s or ETF’s prospectus. These fees and expenses will generally be used to pay management fees for the funds, other fund expenses, account administration (e.g., custody, brokerage and account reporting), and a possible distribution fee. A client could invest in these products directly, without the services of Naples Wealth Planning, but would not receive the services provided by Naples Wealth Planning which are designed, among other things, to (i) assist the client in determining which products or services are most appropriate to each client’s financial situation and objectives and (ii) determining when such buying or selling is appropriate. Accordingly, the client should review both the fees charged by the fund[s] and/or ETFs and the fees charged by Naples Wealth Planning to fully understand the total amount of fees to be paid by the client.

Miscellaneous Expenses

Naples Wealth Planning’s Management Fee with respect to each client account does not include certain other charges and expenses, including (a) brokerage charges, which are paid on a transactional basis, (b) dealer mark-ups or mark-downs on securities purchased or sold for an account through third-party dealers and (c) taxes. Please see Item 12 on page 19 of this brochure for detailed information about Naples Wealth Planning’s brokerage practices.

Professional Fees

Fees do not include the services of any co-fiduciaries, accountants, broker dealers or attorneys. Accordingly, the fees of any additional professionals engaged by a client will be billed directly by such professional(s).

D. Termination and Refunds

Investment Management Services

Naples Wealth Planning is compensated for its Investment Management Services in advance or in arrears for the month or quarter in which the services are rendered. Clients may request to terminate their Investment Management Agreement with Naples Wealth Planning, in whole or in part, by providing thirty (30) days advance written notice. The client will be responsible for Management Fees up to and including the effective date of termination. For Management Fees paid in arrears, there is no refund policy necessary. Upon termination, Naples Wealth Planning will refund any unearned, prepaid Management Fees on a pro-rata basis from the effective date of termination. For all asset-based Management Fees paid in advance, the amount of the Management Fee refunded will be

equal to the balance of the Management Fees collected in advance minus the daily rate* times the number of days elapsed in the billing period up to and including the day of effective termination. (*The daily rate is calculated by dividing the annual asset-based Management Fee by 365.) Refunds for Management Fees paid in advance will be returned within fourteen (14) days to the client via check or return deposit back into the client's account.

Financial Planning and Consulting Services

In the event that a client should wish to cancel the Financial Planning or Consulting Services engagement under which any plan is being created or recommendation offered, the client shall be billed for actual hours logged on the planning project times the agreed upon hourly rate.

Either party may terminate a Financial Planning or Consulting Services Agreement at any time by providing written notice to the other party. Because fees are paid in arrears, there is no refund policy necessary.

E. Additional Compensation

Naples Wealth Planning Financial does not buy or sell securities for itself and does not receive any compensation for securities transactions in any client account, other than the investment advisory fees noted above.

Investment adviser representatives associated with Naples Wealth Management may, when deemed in the best interests of the client, recommend certain exchange traded funds (ETFs) where an affiliated entity, Capital Wealth Planning, LLC, acts as a sub-advisor to the ETF. Accordingly, while Naples Wealth Management may not benefit directly by making any such recommendation (beyond the usual and customary advisory fees described in this Item 5), it may indirectly benefit through Capital Wealth Planning, LLC as Capital Wealth Planning, LLC's sub-advisory fee is asset-based. Please see the disclosures under Item 10 for more information on the relationship between Naples Wealth Management and Capital Wealth Planning, LLC.

Clients always have the option to purchase recommended or similar investments through a service provider of their own choosing.

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

Naples Wealth Management does not accept performance-based fees or engage in side-by-side management.

Item 7 - Types of Clients

A. Clients

Naples Wealth Planning offers investment advisory services to individuals, high net worth individuals, corporations and other business entities, trusts, and estates.

B. Engaging the Services of Naples Wealth Planning

All clients wishing to engage Naples Wealth Planning for advisory services must enter into the applicable advisory agreement with Naples Wealth Planning as well as any other document or questionnaire provided by Naples Wealth Planning. The advisory agreement

describes the services and responsibilities Naples Wealth Planning to the client. It also outlines Naples Wealth Planning's advisory fees in detail. In addition, clients must complete certain broker-dealer/custodial documentation. Upon completion of these documents, Naples Wealth Planning will be considered engaged by the client.

Each client engagement will entail a review of the client's investment goals, financial situation, time horizon, tolerance for risk and other factors to develop an appropriate strategy for managing a client's account. Client participation in this process, including full and accurate disclosure of requested information, is essential for the analysis of a client's account. Naples Wealth Planning shall rely on the financial and other information provided by the client or their designees without the duty or obligation to validate the accuracy and completeness of the provided information. It is the responsibility of the client to inform Naples Wealth Planning of any changes in financial condition, goals or other factors that may affect this analysis.

C. Conditions for Managing Accounts

Naples Wealth Planning does not impose a minimum account size for establishing a relationship.

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

A. Methods of Analysis and Investment Strategies

Methods of Analysis

Fundamental Analysis

Fundamental analysis is a method of evaluating securities by attempting to measure the intrinsic value of a stock. Fundamental analysts study the overall economy and industry conditions, the financial condition of a company, details regarding the company's product line, and the experience and expertise of the company's management. The resulting data is used to measure the true value of the company's stock compared to the current market value.

Technical Analysis

Technical analysis involves the examination of past market data rather than specific company data in determining which securities to buy/sell. Technical analysis may involve the use of various quantitative-based calculations, variation metrics and charts to identify market patterns and trends which may be based on investor sentiment rather than the fundamentals of a company. These trends may include put/call ratios, pricing trends, moving averages, volume, changes in volume, among many others. These trends, both short and long-term, are used for determining specific trade entry and exit points and broad economic analysis.

Investment Strategies

Naples Wealth Planning will use all or some of the following strategies in managing client accounts, provided that such strategies are appropriate to the needs of the client and consistent with the client's investment objectives, risk tolerance and time horizons, among other considerations:

Long-Term Purchases

Securities are purchased with the expectation that the value of those securities will grow over a relatively long period of time, generally greater than one year.

Short-Term Purchases

Securities are purchased with the expectation that they will be sold within a relatively short period of time, generally less than one year, to take advantage of the securities' short-term price fluctuations.

Sources of Information

Research and analysis from Naples Wealth Planning is derived from numerous sources, including financial media companies, third-party research materials, internet sources, and review of company activities, including annual reports, prospectuses, press releases and research prepared by others.

Types of Investments

Investment advice may be offered on any investments held by a client at the start of the advisory relationship. Recommendations for new investments will typically include to domestic and foreign equity securities, exchange traded funds, warrants, corporate debt securities, mutual funds, alternative investments (i.e., hedge funds), real estate investment trusts (REITS) and various types of private investments.

Investing Involves Risk

Investing in securities involves risk of loss that each client should be prepared to bear. The value of a client's investment may be affected by one or more of the following risks, any of which could cause a client's portfolio return, the price of the portfolio's shares or the portfolio's yield to fluctuate:

- *Market Risk.* The value of portfolio assets will fluctuate as the stock or bond market fluctuates. The value of investments may decline, sometimes rapidly and unpredictably, simply because of economic changes or other events that affect large portions of the market.
- *Interest Rate Risk.* Changes in interest rates will affect the value of a portfolio's investments in fixed-income securities. When interest rates rise, the value of investments in fixed-income securities tend to fall and this decrease in value may not be offset by higher income from new investments. Interest rate risk is generally greater for fixed-income securities with longer maturities or durations.
- *Credit Risk.* An issuer or guarantor of a fixed-income security, or the counterparty to a derivatives or other contract, may be unable or unwilling to make timely payments of interest or principal, or to otherwise honor its obligations. The issuer or guarantor may default causing a loss of the full principal amount of a security. The degree of risk for a particular security may be reflected in its credit rating. There is the possibility that the credit rating of a fixed-income security may be downgraded after purchase, which may adversely affect the value of the security. Investments in fixed-income securities with lower ratings tend to have a higher probability that an issuer will default or fail to meet its payment obligations.

- *Allocation Risk.* The allocation of investments among different asset classes may have a significant effect on portfolio value when one of these asset classes is performing more poorly than the others. As investments will be periodically reallocated, there will be transaction costs which may be, over time, significant. In addition, there is a risk that certain asset allocation decisions may not achieve the desired results and, as a result, a client's portfolio may incur significant losses.
- *Foreign (Non-U.S.) Risk.* A portfolio's investments in securities of non-U.S. issuers may involve more risk than those of U.S. issuers. These securities may fluctuate more widely in price and may be less liquid due to adverse market, economic, political, regulatory or other factors.
- *Emerging Markets Risk.* Securities of companies in emerging markets may be more volatile than those of companies in developed markets. By definition, markets, economies and government institutions are generally less developed in emerging market countries. Investment in securities of companies in emerging markets may entail special risks relating to the potential for social instability and the risks of expropriation, nationalization or confiscation. Investors may also face the imposition of restrictions on foreign investment or the repatriation of capital and a lack of hedging instruments.
- *Currency Risk.* Fluctuations in currency exchange rates may negatively affect the value of a portfolio's investments or reduce its returns.
- *Derivatives Risk.* Certain strategies involve the use of derivatives to create market exposure. Derivatives may be illiquid, difficult to price and leveraged so that small changes may produce disproportionate losses for a client's portfolio and may be subject to counterparty risk to a greater degree than more traditional investments. Because of their complex nature, some derivatives may not perform as intended. As a result, a portfolio may not realize the anticipated benefits from a derivative it holds or it may realize losses. Derivative transactions may create investment leverage, which may increase a portfolio's volatility and may require the portfolio to liquidate portfolio securities when it may not be advantageous to do so.
- *Capitalization Risk.* Investments in small- and mid-capitalization companies may be more volatile than investments in large-capitalization companies. Investments in small-capitalization companies may have additional risks because these companies have limited product lines, markets or financial resources.
- *Liquidity Risk.* Liquidity risk exists when particular investments are difficult to purchase or sell, possibly preventing an investment manager from selling out of such illiquid securities at an advantageous price. Derivatives and securities involving substantial market and credit risk also tend to involve greater liquidity risk.
- *Issuer Specific Risk.* The value of an equity security or debt obligation may decline in response to developments affecting the specific issuer of the security or obligation, even if the overall industry or economy is unaffected. These developments may comprise a variety of factors, including, but not limited to, management issues or other corporate disruption, political factors adversely affecting governmental issuers, a decline in revenues or profitability, an increase in costs, or an adverse effect on the issuer's competitive position.
- *Reinvestment Risk.* This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- *Concentrated Portfolios Risk.* Certain investment strategies focus on particular asset classes, countries, regions, industries, sectors or types of investments. Concentrated

portfolios are an aggressive and highly volatile approach to trading and investing. Concentrated portfolios hold fewer different stocks than a diversified portfolio and are much more likely to experience sudden dramatic prices swings. In addition, the rise or drop in price of any given holding is likely to have a larger impact on portfolio performance than a more broadly diversified portfolio.

- *Legal or Legislative Risk.* Legislative changes or court rulings may impact the value of investments or the securities' claim on the issuer's assets and finances.
- *Infrastructure Risks.* Infrastructure-related investments are subject to a number of unique risks. These investments may be concentrated into a small number of projects, resulting in a high degree of risk with respect to each project. Further, these investments are often subject to foreign and emerging market risks.
- *Socially Responsible Investing.* Investments may focus on "low carbon" or other areas of socially responsible investing. This investment category represents a relatively new area of investment with a relatively limited performance track record. Due to the consideration of non-monetary factors in investment decisions, these investments may experience a lower rate of return. There may be a relatively limited number of investments to consider in this investment category, and available investments may be subject to increased competition.
- *Large Investment Risks.* Clients may collectively account for a large portion of the assets in certain investments. A decision by many investors to buy or sell some or all of a particular investment where clients hold a significant portion of that investment may negatively impact the value of that the investment.
- *Limitations of Disclosure.* The foregoing list of risks does not purport to be a complete enumeration or explanation of the risks involved in investing in investments. As investment strategies develop and change over time, clients may be subject to additional and different risk factors. No assurance can be made that profits will be achieved or that substantial losses will not be incurred.

B. Risks Associated with Investment Strategies and Methods of Analysis

Risks Associated with Investment Strategies

Long-Term Purchases

Using a long-term purchase strategy generally assumes the financial markets will go up in the long-term which may not be the case. There is also the risk that the segment of the market that you are invested in or your particular investments will decrease in value even if the overall financial markets advance. Purchasing investments long-term may create an opportunity cost (e.g., "locking-up" assets that may be better utilized in the short-term in other investments).

Short-Term Purchases

Using a short-term purchase strategy generally assumes that the performance of the financial markets can be accurately predicted over the short-term. The risk associated with a short-term purchase strategy is that there are many factors that may affect market performance in the short-term including interest rate fluctuations, cyclical earnings, etc. Such factors may have a smaller impact over the longer-term. In addition, short-term trading may incur a disproportionately higher amount of transaction costs compared to long-term trading.

Risk Associated with Methods of Analysis

Naples Wealth Planning's securities analysis methods rely on the assumption that the companies whose securities the firm purchases and sells, the rating agencies that review these securities, and other publicly-available sources of information about these securities, are providing accurate and unbiased data. While Naples Wealth Planning is alert to indications that data may be incorrect, there is always the risk that Naples Wealth Planning's analysis may be compromised by inaccurate or misleading information.

Fundamental Analysis

Fundamental analysis, when used in isolation, has a number of risks:

- Information obtained may be incorrect and the analysis may not provide an accurate estimate of earnings, which may be the basis for a stock's value.
- If securities prices adjust rapidly to new information, utilizing fundamental analysis may not result in favorable performance.
- The data used may be out of date.
- It ignores the influence of random events such as oil spills, product defects being exposed, and acts of God and so on.
- It assumes that there is no monopolistic power over markets.
- The market may fail to reach expectations of perceived value.

Technical Analysis

The primary risk in using technical analysis is that spotting historical trends may not help predict such trends in the future. Even if the trend will eventually reoccur, there is no guarantee that Naples Wealth Planning will be able to accurately predict such a reoccurrence.

C. Risks Associated with Specific Securities Utilized

Common Stocks

The major risks associated with investing in common stocks relate to the issuer's capitalization, quality of the issuer's management, quality and cost of the issuer's services, the issuer's ability to manage costs, efficiencies in the manufacturing or service delivery process, management of litigation risk and the issuer's ability to create shareholder value (i.e., increase the value of the company's stock price).

Preferred Stocks

Preferred stock dividends are generally fixed in advance. Unlike requirements to pay interest on certain types of debt securities, the company that issues preferred stock may not be required to pay a dividend and may stop paying the dividend at any time. Preferred stock may also be subject to mandatory redemption provisions and an issuer may repurchase these securities at prices that are below the price at which they were purchased by the investor. Under these circumstances, a client account holding such preferred securities could lose money.

Fixed-Income Securities

Different forms of fixed-income instruments, such as bonds, money market funds, and certificates of deposit may be affected by various forms of risk, including:

- *Interest Rate Risk.* The risk that the value of the fixed-income holding will decrease because of an increase in interest rates.
- *Liquidity Risk.* The inability to readily buy or sell an investment for a price close to the true underlying value of the asset due to a lack of buyers or sellers. While certain types of fixed-income securities are generally liquid (e.g., corporate bonds), there are risks which may occur such as when an issue trading in any given period does not readily support buys and sells at an efficient price. Conversely, when trading volume is high, there is also the risk of not being able to purchase a particular issue at the desired price.
- *Credit Risk.* The potential risk that an issuer would be unable to pay scheduled interest or repay principal at maturity, sometimes referred to as “default risk.” Credit risk may also occur when an issuer’s ability to make payments of principal and interest when due is interrupted. This may result in a negative impact on all forms of debt instruments.
- *Reinvestment Risk.* With declining interest rates, investors may have to reinvest income or principal at a lower rate.
- *Duration Risk.* Duration is a measure of a bond’s volatility, expressed in years to be repaid by its internal cash flow (interest payments). Bonds with longer durations carry more risk and have higher price volatility than bonds with shorter durations.

Exchange Traded Funds (ETFs)

An ETF holds a portfolio of securities designed to track a particular market segment or index. Shares of ETFs are listed on securities exchanges and transacted at negotiated prices in the secondary market. Generally, ETF shares trade at or near their most recent NAV, which is generally calculated at least once daily for indexed-based ETFs and more frequently for actively managed ETFs. However, certain inefficiencies may cause the shares to trade at a premium or discount to their pro rata NAV.

ETFs are subject to risks similar to those of stocks. Investment returns will fluctuate and are subject to market volatility, so that when shares are sold they may be worth more or less than their original cost. ETF shares are bought and sold at market price (not Net Asset Value) and are not individually redeemed from the fund. There is also the risk that a manager may deviate from the stated investment mandate or strategy of the ETF which could make the holdings less suitable for a client’s portfolio. ETFs may also carry additional expenses based on their share of operating expenses and certain brokerage fees, which may result in the potential duplication of certain fees. In addition, while many ETFs are known for their potential tax efficiency and higher “qualified dividend income” (QDI) percentages, there are assets classes within these ETFs or holding periods that may not benefit. Shorter holding periods, as well as commodities and currencies that may be part of an ETF’s portfolio, may be considered “non-qualified” under certain tax code provisions.

There is also no guarantee that an active secondary market for such shares will develop or continue to exist. Generally, an ETF only redeems shares when aggregated as creation units (usually 50,000 shares or more). Therefore, if a liquid secondary market ceases to exist for shares of a particular ETF, a shareholder may have no way to dispose of such shares.

Mutual Funds - Equity Funds

The major risks associated with investing in equity mutual funds is similar to the risks associated with investing directly in equity securities, including market risk, which is the risk that investment returns will fluctuate and are subject to market volatility, so that an investor's shares, when redeemed or sold, may be worth more or less than their original cost. Other risks include the quality and experience of the portfolio management team and its ability to create fund value by investing in securities that have positive growth, the amount of individual company diversification, the type and amount of industry diversification and the type and amount of sector diversification within specific industries.

In addition, there is the risk that a manager may deviate from the stated investment mandate or strategy of the mutual fund which could make the holdings less suitable for a client's portfolio. Also, mutual funds tend to be tax inefficient and therefore investors may pay capital gains taxes on fund investments while not having yet sold their shares in the fund. Mutual funds may also carry additional expenses based on their share of operating expenses and certain brokerage fees, which may result in the potential duplication of certain fees.

Mutual Funds - Fixed-Income Funds

In addition to the risks associated with investing in equity mutual funds, fixed-income mutual funds also have the same risks as set forth under "Fixed-Income Securities" listed above.

Mutual Funds - Index Funds

Index Funds have the potential to be affected by "tracking error risk" which means a deviation from a stated benchmark index. Since the core of a portfolio may attempt to closely replicate a benchmark, the source of the tracking error (deviation) may come from a "sample index" that may not closely align the benchmark. In addition, while many index mutual funds are known for their potential tax efficiency and higher "qualified dividend income" (QDI) percentages, there are assets classes within these funds or holding periods that may not benefit. Shorter holding periods, as well as commodities and currencies that may be part of a fund's portfolio, may be considered "non-qualified" under certain tax code provisions.

Alternative Investments

The performance of alternative investments (e.g., commodities, futures, hedge funds; funds of hedge funds, private equity or other types of limited partnerships) can be volatile. Alternative investments generally involve various risk factors and liquidity constraints, a complete discussion of which is set forth in the offering documents of each specific alternative investment. Due to the speculative nature of alternative investments a client must satisfy certain income or net worth standards prior to investing.

Real Estate Related Securities

Investing in real estate related securities includes, among others, the following risks: possible declines in the value of real estate; risks related to general and local economic conditions, including increases in the rate of inflation, possible lack of availability of mortgage funds, overbuilding, extending vacancies of properties, increases in competition, property taxes and operating expenses, changes in zoning laws, costs resulting from clean up

of, and liability to third-parties for damages resulting from, environmental problems, casualty and condemnation losses, uninsured damages from floods, earthquakes or other natural disasters, limitations on and variations in rents and changes in interest rates. Investing in Real Estate Investment Trusts ("REITs") involves certain unique risks in addition to those risks associated with investing in real estate in general. REITs are dependent upon the skills of management, are not diversified and are subject to cash flow dependency, default by borrowers and self-liquidation.

Options

There are numerous risks associated with transactions in options on securities or securities indexes. A decision as to whether, when and how to use options involves the exercise of skill and judgment, and even a well-conceived transaction may be unsuccessful to some degree because of market behavior or unexpected events. As the writer of covered call options, the client forgoes, during the option's life, the opportunity to profit from increases in the market value of the underlying security or the index above the sum of the option premium received and the exercise price of the call, but has retained the risk of loss, minus the option premium received, should the price of the underlying security decline. In the case of index options, the client incurs basis risk between the performance of the underlying portfolio and the performance of the underlying index. For example, the underlying portfolio may decline in value while the underlying index may increase in value, resulting in a loss on the call option while the underlying portfolio declines as well.

Past performance is not a guarantee of future returns. Investing in securities and other investments involve a risk of loss that each client should understand and be willing to bear. Clients are encouraged to discuss these risks with Naples Wealth Planning investment adviser representative.

Item 9 - Disciplinary History

Neither Naples Wealth Planning nor its management personnel have any reportable disciplinary history.

Item 10 - Other Financial Industry Activities and Affiliations

A. Broker-Dealer Registration and Registered Representatives

Naples Wealth Planning is not registered, nor does it have an application pending to register, as a broker-dealer. No management person is registered, nor does any management person have an application pending to register, as a registered representative of a broker-dealer.

B. Futures and Commodity Registration

Naples Wealth Planning is not registered, nor does it have an application pending to register, as a futures commission merchant, commodity pool operator or a commodity trading advisor. No management person is registered, nor does any management person have an application pending to register, as an associated person of a futures commission merchant, commodity pool operator or a commodity trading advisor.

C. Financial Industry Affiliations

Naples Wealth Planning, through the common ownership of Kevin Simpson and Joanna Irons, is affiliated with Capital Wealth Planning, LLC (“CWP”), an investment adviser registered with the U.S. Securities and Exchange Commission. CWP and Naples Wealth Planning share the same office space. CWP and Naples Wealth Planning have taken steps to ensure the confidentiality of each firm’s confidential information and the nonpublic personal information of their respective clients. Naples Wealth Planning does not believe that its affiliation with CWP presents any conflict of interest as the firms have significantly different client bases.

Naples Wealth Planning may use CWP for sub-advisory services. The use of CWP as a sub-advisor will not increase the client’s investment advisory fee as the sub-advisory fee is paid out of the Naples Wealth Management’s fee. The use of an affiliated entity as a sub-advisor may cause a conflict of interest, but Naples Wealth Planning believes that the particular investment services provided by CWP (*i.e.*, option programs) are beneficial to Naples Wealth Planning clients.

Naples Wealth Planning, through the common ownership of Kevin Simpson and Joanna Irons, is affiliated with CapitalRock Insurance, LLC, a state licensed insurance agency. Investment adviser representatives of Naples Wealth Planning may recommend certain insurance products offered through CapitalRock Insurance, LLC to Naples Wealth Planning clients, provided, however, that Naples Wealth Planning clients are under no obligation to purchase any such insurance products.

D. Selection of Other Advisers

Naples Wealth Planning does not utilize nor select unaffiliated third-party investment advisers. All assets are managed by Naples Wealth Planning; however, Naples Wealth Planning does use third parties to provide back end assistance as further discussed in Item 12 below.

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

A. Code of Ethics

Naples Wealth Planning has adopted a Code of Ethics to prevent violations of the securities laws. The Code of Ethics is predicated on the principle that Naples Wealth Planning owes a fiduciary duty to its clients. Accordingly, Naples Wealth Planning expects all personnel to act with honesty, integrity and professionalism and to adhere to federal securities laws. All personnel are required to adhere to the Code of Ethics. At all times, Naples Wealth Planning and its personnel must (i) place client interests ahead of Naples Wealth Planning’s; (ii) engage in personal investing that is in full compliance with the firm’s Code of Ethics; and (iii) avoid taking advantage of their position. Clients and prospective clients may request a copy of the Naples Wealth Planning’s Code of Ethics by contacting Naples Wealth Planning at (239) 260-9386.

B. Material Financial Interests

Naples Wealth Planning allows its personnel to purchase or sell the same securities that may be recommended to and purchased on behalf of clients. Naples Wealth Planning does not act as principal in any transactions. In addition, Naples Wealth Planning does not act as

the general partner of a fund, or advice an investment company. Naples Wealth Planning does not have a material interest in any securities traded in client accounts.

C. Investing in Same Securities as Clients

From time to time, representatives of Naples Wealth Planning may buy or sell securities for themselves that they also recommend to clients. This may provide an opportunity for representatives of Naples Wealth Planning to buy or sell the same securities before or after recommending the same securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. However, the size of personal trades and the types of investments (ETFs or Open-End Mutual Funds) that are likely to be transacted in would not have a practical impact on prices in those securities. Naples Wealth Planning will always document any transactions that could be construed as conflicts of interest and will always transact client business before their own when similar securities are being bought or sold.

D. Participation or Interest in Client Transactions

While Naples Wealth Planning allows our employees to purchase or sell the same securities that may be recommended to and purchased on behalf of clients, these trades are either block-traded with client accounts or they are placed after client orders. At no time, will Naples Wealth Planning or any associated person of Naples Wealth Planning, transact in any security to the detriment of any client.

Item 12 - Brokerage Practices

A. Brokerage Selection

Naples Wealth Planning does not have discretionary authority to select the broker-dealer/custodian for custodial and execution services or the administrator for defined contribution accounts. The client will have the ultimate authority to select the broker-dealer or custodian (herein the "custodian") to safeguard client assets and will authorize, through the client's Investment Management Agreement, Naples Wealth Planning to direct trades to this custodian. Further, Naples Wealth Planning does not have the discretionary authority to negotiate commissions on behalf of clients on a trade-by-trade basis.

While Naples Wealth Planning does not exercise discretion over the selection of the custodian, it may recommend certain custodian[s] to clients for execution and/or custodial services. Clients are not obligated to use the recommended custodian and will not incur any extra fee or cost associated with using a broker not recommended by Naples Wealth Planning. Naples Wealth Planning may recommend a custodian based on criteria such as, but not limited to, reasonableness of commissions charged to the client, services made available to the client, and location of the custodian's offices. Naples Wealth Planning does not receive research services, other products, or compensation as a result of recommending a particular broker that may result in the client paying higher commissions than those obtainable through other brokers.

Naples Wealth Planning may recommend that clients utilize the brokerage and custodial services of Charles Schwab & Co., Inc., a broker-dealer registered with the Securities and Exchange Commission and a member of FINRA and SIPC and/or Raymond James Financial, Inc., also a broker-dealer registered with the Securities and Exchange Commission and a member of FINRA and SIPC, for investment management accounts.

Best Execution

Best execution has been defined as the “execution of securities transactions for clients in such a manner that the client’s total cost or proceeds in each transaction is the most favorable under the circumstances.” The best execution responsibility applies to the circumstances of each particular transaction and an investment adviser must consider the full range and quality of a broker-dealer’s services, including, among other things, execution capability, commission rates, the value of any research, financial responsibility and responsiveness.

In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer’s services, including among others, the value of research provided, execution capability, commission rates, and responsiveness. Consistent with the foregoing, while Naples Wealth Planning will seek competitive rates, it may not necessarily obtain the lowest possible commission rates for client transactions.

If the client requests Naples Wealth Planning to arrange for the execution of securities brokerage transactions for the client’s account, Naples Wealth Planning shall direct such transactions through broker-dealers that it reasonably believes will provide best execution. Naples Wealth Planning shall periodically and systematically review its policies and procedures regarding recommending broker-dealers to its clients in light of its duty to obtain best execution.

Broker Analysis

Naples Wealth Planning evaluates a wide range of criteria in seeking the most favorable price and market for the execution of transactions. These include the broker-dealer’s trading costs, efficiency of execution and error resolution, financial strength and stability, capability, positioning and distribution capabilities, information in regard to the availability of securities, trading patterns, statistical or factual information, opinion pertaining to trading and prior performance in serving Naples Wealth Planning.

Also in consideration is such broker-dealers’ provision or payment of the costs of research and other investment management-related services (the provisional payment of such costs by brokers are referred to as payment made by “soft dollars”, as further discussed in the “Research/Soft Dollars Benefits” section immediately below). Accordingly, if Naples Wealth Planning determines in good faith that the amount of trading costs charged by a broker-dealer is reasonable in relation to the value of the brokerage and research or investment management-related services provided by such broker, the client may pay trading costs to such broker in an amount greater than the amount another broker might charge.

Naples Wealth Planning is responsible for continuously monitoring and evaluation the performance and execution capabilities of brokers that transact orders for client accounts to ensure consistent quality executions. In addition, Naples Wealth Planning periodically reviews its transaction costs in light of current market circumstances and other relevant information.

Research/Soft Dollar Benefits

Soft dollars are revenue programs offered by broker-dealers whereby an advisor enters into an agreement to place security trades with the broker in exchange for research and other services. Naples Wealth Planning does not participate in soft dollar programs sponsored or

offered by any broker-dealer but does receive economic support from the custodian as noted below.

Participation in Institutional Advisor Platforms

Naples Wealth Planning has established an institutional relationship with various broker/dealer-custodians, including, but not limited to, Charles Schwab & Co.'s Schwab Advisor Services and Raymond James Financial Inc. to assist Naples Wealth Planning in managing client account[s]. Access to these institutional platforms are provided at no charge to Naples Wealth Planning. As explained in greater detail below, Naples Wealth Planning receives access to software and related support without cost because Naples Wealth Planning renders investment management services to clients that maintain assets at these institutions. The software and related systems support may benefit Naples Wealth Planning, but not its clients directly. In fulfilling its duties to its clients, Naples Wealth Planning endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits from a custodian creates a potential conflict of interest since these benefits may influence Naples Wealth Planning's recommendation of this custodian over one that does not furnish similar software, systems support, or services.

Schwab Advisor Services

As stated above, Naples Wealth Planning uses Charles Schwab & Co.'s ("Schwab"), Schwab Advisor Services ("Schwab Advisor Services"). While there is no direct link between Naples Wealth Planning's use of Schwab Advisor Services and the investment advice it gives to its clients, although Naples Wealth Planning does receive economic benefits through its participation in the Schwab Advisor Services program that are typically not available to Schwab retail investors.

As a user of Schwab Advisor Services, Schwab makes available to Naples Wealth Planning other products and services that benefit Naples Wealth Planning but may not benefit its clients' accounts. Some of these other products and services assist Naples Wealth Planning in managing and administering clients' accounts, including:

- Receipt of duplicate client confirmations and bundled duplicate statements;
- Access to a trading desk serving Schwab Advisor Services participants exclusively;
- Access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to client accounts;
- Ability to have investment advisory fees deducted directly from client accounts;
- Access, for a fee, to an electronic communication network for client order entry and account information;
- Receipt of compliance publications; and
- Access to mutual funds which generally require significantly higher minimum initial investments or are generally available only to institutional investors.

Schwab Advisor Services also makes available to Naples Wealth Planning other services intended to help Naples Wealth Planning 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, Schwab Advisor Services may make available, arrange and/or pay for these types of services rendered to Naples Wealth Planning by independent third parties.

Additional benefits received because of Naples Wealth Planning's use of Schwab Advisor Services may depend upon the amount of transactions directed to, or amount of assets custodied by, Schwab¹. Naples Wealth Planning is required to maintain a minimum level of client assets with Schwab Advisor Services to avoid a quarterly service fee. While as a fiduciary Naples Wealth Planning endeavors to act in its clients' best interests, Naples Wealth Planning's recommendation that clients maintain their assets in accounts at Schwab may be based in part on the benefit to Naples Wealth Planning of the availability of some of the foregoing products and services and not solely on the nature cost or quality of custody and brokerage provided by Schwab which may create a conflict of interest.

Schwab is also providing reimbursement to Naples Wealth Planning for fees incurred by it for the transfer of clients account to Naples Wealth Planning from other broker-dealer/custodians together with any attendant exit fees.

Raymond James Financial

Raymond James Financial, Inc. ("RJF") provides Naples Wealth Planning with access to its institutional trading, custody, reporting and related services, which are typically not available to RJF retail investors. RJF also makes available various support services. Some of those services help Naples Wealth Planning manage or administer clients' accounts while others help Naples Wealth Planning manage and grow its business. These services generally are available to independent investment advisors on an unsolicited basis, at no charge to them. These services are not soft dollar arrangements but are part of the institutional platform offered by RJF. RJF's brokerage services include the execution of securities transactions, custody, research, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

For Naples Wealth Planning client accounts maintained in its custody, RJF generally does not charge separately for custody services but is compensated by account holders through commissions and other transaction-related or asset-based fees for securities trades that are executed through RJF or that settle into RJF accounts. RJF also makes available to Naples Wealth Planning Associates other products and services that benefit Naples Wealth Planning but may not directly benefit its clients' accounts. Many of these products and services may be used to service all or some substantial number of Naples Wealth Planning accounts, including accounts not maintained at RJF.

RJF's products and services that assist Naples Wealth Planning in managing and administering clients' accounts include software and other technology that (i) provide access to client account data (such as trade confirmations and account statements); (ii) facilitate trade execution and allocate aggregated trade orders for multiple client accounts; (iii) provide pricing and other market data; (iv) facilitate payment of Naples Wealth Planning's fees from its clients' accounts; and (v) assist with back-office functions, recordkeeping and client reporting.

RJF also offers other services intended to help Naples Wealth Planning manage and further develop its business enterprise. These services may include: (i) technology compliance, legal and business consulting; (ii) publications and conferences on practice management and

¹ Commencing on October 1, 2018, Schwab has agreed to provide Naples Wealth Planning up to a total of \$40,000 that Naples Wealth Planning can use towards legal, compliance, technology and marketing expenses as follows: \$25,000 is available if \$20,000,000 in additional client assets are deposited at Schwab, and another \$15,000 is available if \$45,000,000 in additional client deposits are deposited at Schwab.

business succession; and (iii) access to employee benefits providers, human capital consultants and insurance providers. RJF may make available, arrange and/or pay third-party vendors for the types of services rendered to Naples Wealth Planning. RJF 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 Naples Wealth Planning. RJF may also provide other benefits such as educational events or occasional business entertainment of Naples Wealth Planning personnel. In evaluating whether to recommend that clients custody their assets at RJF, the Firm may take into account the availability of some of the foregoing products and services and other arrangements as part of the total mix of factors it considers and not solely on the nature, cost or quality of custody and brokerage services provided by RJF, which may create a potential conflict of interest.

Directed Brokerage

Company Directed Brokerage

Naples Wealth Planning does not have the discretionary authority to determine the broker-dealer to be used. As stated above, clients in need of brokerage will have Schwab and/or RJF recommended to them. While there is no direct linkage between the investment advice given and usage of either Schwab or RJF, economic benefits are received which would not be received if Naples Wealth Planning did not give investment advice to clients (please see additional disclosures in the “Research/Soft Dollars Benefits” section directly above). Naples Wealth Planning does not participate in any transaction fees or commissions paid to the broker dealer or custodian and does not receive any fees or commissions for the opening or maintenance of client accounts at recommended brokers.

Not all investment advisers require their clients to direct brokerage. Naples Wealth Planning is required to disclose that by directing brokerage, Naples Wealth Planning may not be able to achieve most favorable execution of client transactions and this practice may cost clients more money.

Client Directed Brokerage

Certain clients may direct Naples Wealth Planning to use particular brokers-dealers for executing transactions in their accounts. With regard to client directed brokerage, Naples Wealth Planning is required to disclose that Naples Wealth Planning may be unable to negotiate commissions, block or batch orders or otherwise achieve the benefits described above, including best execution. Directed brokerage commission rates may be higher than the rates Naples Wealth Planning might pay for transactions in non-directed accounts. Therefore, directing brokerage may cost clients more money. Naples Wealth Planning reserves the right to decline acceptance of any client account that directs the use of a broker-dealer if Naples Wealth Planning believes that the broker-dealer would adversely affect Naples Wealth Planning’s fiduciary duty to the client and/or ability to effectively service the client portfolio.

As a general rule, Naples Wealth Planning encourages each client to compare the possible costs or disadvantages of directed brokerage against the value of custodial or other services provided by the broker-dealer to the client in exchange for the directed brokerage designation.

B. Trade Aggregation and Allocation

Transactions for each client generally will be made independently, unless Naples Wealth Planning decides to purchase or sell the same securities for several clients at approximately the same time. Naples Wealth Planning may (but is not obligated to) combine or “batch” such orders to:

- obtain best execution;
- negotiate more favorable commission rates; or
- allocate equitably among Naples Wealth Planning’s clients, differences in prices and commissions or other transaction costs that might have been obtained had such orders been placed independently.

Under this procedure, transactions will generally be averaged as to price and allocated among Naples Wealth Planning’s clients pro rata. When aggregating client trade orders, Naples Wealth Planning will not receive any additional compensation or remuneration as a result of the aggregation. In the event that Naples Wealth Planning determines that a prorated allocation is not appropriate under the particular circumstances, the allocation will be made based upon other relevant factors, which may include:

- The accounts of related persons (i.e., Naples Wealth Planning personnel, family members and proprietary accounts), shall only receive shares after the orders of all unrelated accounts have been filed.
- When only a small percentage of the order is executed, shares may be allocated to the account with the smallest order or the smallest position or to an account that is out of line with respect to security or sector weightings relative to other portfolios, with similar mandates;
- Allocations may be given to one account when one account has limitations in its investment guidelines which prohibit it from purchasing other securities which are expected to produce similar investment results and can be purchased by other accounts;
- If an account reaches an investment guideline limit and cannot participate in an allocation, shares may be reallocated to other accounts (this may be due to unforeseen changes in an account’s assets after an order is placed);
- With respect to sale allocations, allocations may be given to accounts low in cash;
- In cases when a pro rata allocation of a potential execution would result in a de minimis allocation in one or more accounts, Naples Wealth Planning may exclude the account(s) from the allocation; the transactions may be executed on a pro rata basis among the remaining accounts; or
- In cases where a small proportion of an order is executed in all accounts, shares may be allocated to one or more accounts on a random basis.

C. Trade Errors

Trade errors are promptly reported to the custodian and will be rectified by the custodian with no adverse financial effect on the client.

Item 13 - Review Of Accounts

A. Periodic Reviews

Investment Management Services

While the underlying securities within Investment Management Services accounts are continuously monitored, these accounts are reviewed no less frequently than annually. Accounts are reviewed in the context of each client's stated investment objectives and guidelines, ensuring that the structure of the portfolio is coordinated with these objectives. In addition, investment returns will be measured against the appropriate benchmarks in each asset class.

Financial Planning Services

While reviews may occur at different stages of the financial planning process depending on the nature and terms of the specific engagement, typically, no formal reviews will be conducted for Financial Planning Services clients unless otherwise contracted for at the inception of the advisory relationship.

Consulting Services

These client accounts will be reviewed as contracted for at the inception of the advisory relationship.

B. Other Reviews

Reviews may be triggered by material market, economic or political events, cash inflow or outflow to/from the portfolio or by changes in client's financial situations (such as retirement, termination of employment, physical move, or inheritance).

C. Regular Reports

Investment Management Services

Clients will receive statements from their custodian at least quarterly. Additionally, monthly statements will be generated as a result of investment activity by the client's custodian. Confirmation statements will be issued for all trading activity. Monthly and/or quarterly statements will include portfolio holdings, dates and amounts of transactions, cost basis and current and prior statement values.

Financial Planning Services

Financial Planning Services clients will receive a completed financial plan. Additional reports will not typically be provided unless otherwise contracted for at the inception of the advisory relationship.

Consulting Services

Consulting Services clients will receive reports as contracted for at the inception of the advisory relationship.

Item 14 - Client Referrals And Other Compensation

A. Economic Benefits

Naples Wealth Planning does not receive any economic benefits such as sales awards or other prizes from any non-client for providing investment advisory services to the firm's clients.

B. Client Referrals

From time to time, Naples Wealth Planning may retain solicitors to refer clients to Naples Wealth Planning. If a client is introduced to Naples Wealth Planning by either an unaffiliated or an affiliated solicitor, Naples Wealth Planning may pay that solicitor a referral fee in accordance with the requirements of the Investment Advisers Act of 1940, as amended, and any corresponding state securities law requirements. Any such referral fee shall be paid solely from Naples Wealth Planning's investment advisory fee, and shall not result in any additional charge to the client.

If the client is introduced to Naples Wealth Planning by an unaffiliated solicitor, the solicitor, at the time of the solicitation, shall disclose the nature of their solicitor relationship, and shall provide each prospective client with a copy of this written disclosure brochure, together with a copy of the written disclosure statement from the solicitor to the client disclosing the terms of the solicitation arrangement between Naples Wealth Planning and the solicitor, including the compensation to be received by the solicitor from Naples Wealth Planning. Any affiliated solicitor of Naples Wealth Planning shall disclose the nature of their relationship to prospective clients at the time of the solicitation and will provide all prospective clients with a copy of this written disclosure brochure as same is set forth in this Disclosure Brochure. Naples Wealth Planning's referral agreement is in compliance with federal regulations.

Item 15 - Custody

Custody of client assets will be maintained with the independent custodian selected by the client. Naples Wealth Planning will not have physical custody of any assets in the client's account except as permitted for direct deduction of advisory fees. Clients will be solely responsible for paying all fees or charges of the custodian. Clients will authorize Naples Wealth Planning to give the custodian instructions for the purchase, sale, conversion, redemption, exchange or retention of any security, cash or cash equivalent or other investment for the client's account.

Clients will receive directly from the custodian at least quarterly a statement showing all transactions occurring in the client's account during the period covered by the account statement, and the funds, securities and other property in the client's account at the end of the period. The account statement will also indicate the amount of advisory fees deducted from your account(s) for each billing period.

Clients are urged to carefully review statements received from the custodian to ensure the accurate reporting of such information.

Item 16 - Investment Discretion

Naples Wealth Planning generally has discretion over the selection and amount of securities to be bought or sold in client accounts without obtaining prior consent or approval from the

client for such trade. However, these purchases or sales may be subject to specified investment objectives, guidelines, or limitations previously set forth by the client and agreed to by Naples Wealth Planning. Discretionary authority will only be authorized upon full disclosure to the client. The granting of such authority will be evidenced by the client's execution of an Investment Management Agreement containing all applicable limitations to such authority. All discretionary trades made by Naples Wealth Planning will be in accordance with each client's investment objectives and goals.

Item 17 - Voting Client Securities

Proxy Voting

Naples Wealth Planning does not vote proxies on behalf of its clients. Therefore, although Naples Wealth Planning may provide discretionary investment advisory services relative to client investment assets, it is the client that maintains exclusive responsibility for: (i) directing the manner in which proxies solicited by issuers of securities beneficially owned by the client shall be voted and (ii) making all elections relative to any mergers, acquisitions, tender offers, bankruptcy proceeding or other type events pertaining to the client's investment assets. Naples Wealth Planning and/or the client shall correspondingly instruct each custodian of the assets to forward to the client copies of all proxies and shareholder communications relating to the client's investment assets.

Clients can contact Naples Wealth Planning about a particular solicitation by calling (239) 260-9386.

Legal Proceedings

Although Naples Wealth Planning may have discretion over client accounts, Naples Wealth Planning will not be responsible for handling client claims in class action lawsuits, bankruptcies or similar settlements involving securities owned by the client. Clients will receive the paperwork for such claims directly from their account custodians. Each client should verify with their custodian or other account administrator whether such claims are being made on the client's behalf by the custodian or if the client is expected to file such claims directly.

Item 18 - Financial Information

A. Prepayment of Fees

Because Naples Wealth Planning does not require or accept prepayment of more than \$1,200 in fees six months or more in advance, Naples Wealth Planning is not required to include a balance sheet with this disclosure brochure.

B. Financial Condition

Naples Wealth Planning does not have any adverse financial conditions to disclose.

C. Bankruptcy

Naples Wealth Planning has never been the subject of a bankruptcy petition.

Item 19 – Additional Information

A. Privacy Notice

Naples Wealth Planning views protecting its clients' private information as a top priority and has instituted policies and procedures to ensure that client information is private and secure. Naples Wealth Planning does not disclose any nonpublic personal information about its clients or former clients to any nonaffiliated third parties, except as permitted or required by law. In the course of servicing a client's account, Naples Wealth Planning may share some information with its service providers, such as transfer agents, custodians, broker-dealers, accountants, and lawyers, etc. Naples Wealth Planning restricts internal access to nonpublic personal information about the client to those persons who need access to that information in order to provide services to the client and to perform administrative functions for Naples Wealth Planning. As emphasized above, it has always been and will always be Naples Wealth Planning's policy never to sell information about current or former clients or their accounts to anyone. It is also Naples Wealth Planning's policy not to share information unless required to process a transaction, at the request of a client, or as required by law. For the full text of the Naples Wealth Planning's Privacy Policy please contact Naples Wealth Planning at (239) 260-9386.

B. Requests for Additional Information

Clients may contact Naples Wealth Planning at (239) 260-9386 to request additional information or to submit a complaint. Written complaints should be sent to Naples Wealth Planning, 1016 Collier Center Way, Suite 201, Naples, Florida 34110.