

Item 1 – Cover Page



The Hartshorne Group™

1 River Centre

331 Newman Springs Road

Suite 122

Red Bank, NJ 07701

(732) 945-3830

www.hartshornegroup.com

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

Item 2 – Material Changes

There have been no material changes to this Brochure since the previous annual update filing dated March 2014.

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Item 4 – Advisory Business

HG is a Corporation formed under the laws of the State of New Jersey. HG offers personalized investment advisory services to clients in the form of comprehensive financial planning, financial analysis of specific planning topics, and on-going wealth management and financial administration services. HG also provides investment consulting services and refers clients to investment managers, including its affiliate, WBI Investments, Inc. (referred to throughout this brochure as “WBI”), also an investment advisor registered with the SEC. HG and WBI are under common ownership.

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

Principal Executive Owner

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

Other Executive Officers

Robert Confessore is the President of HG and a Senior Financial Planner. Robert has a minority equity interest in the firm.

Gary E. Stroik is Vice President of HG, and also has a minority equity interest in the firm.

Firm History

WBI was originally founded as Wealth Builders, Inc. in 1984 to provide financial advisory and business planning services to individuals and institutions. In 1997, Wealth Builders began offering its investment management services to unaffiliated advisors, and initiated the development of its wholesale institutional distribution program. In 2002 Wealth Builders began to offer wealth management services. In February 2006 the company began offering the investment management services of its wholesale institutional distribution operations under the “Doing Business As” (DBA) name WBI Investments™. The company continued to offer retail financial planning and wealth management services as Wealth Builders, Inc. In June 2009 Wealth Builders, Inc. formally changed its name to WBI Investments, Inc., and in January 2010 WBI Investments spun off its retail financial planning and wealth management services into a separate affiliated entity: Hartshorne Group, Inc. HG was created to continue the comprehensive financial planning, financial analysis of specific planning topics, and on-going wealth management and financial administration services of WBI. Today HG continues to operate as a privately owned financial planning firm that offers consulting services directly to individuals, pension and profit sharing plans, charitable organizations, corporations, and other entities.

Client Assets Under Management

As of 12/31/2014 HG had no assets under management on either a discretionary or non-discretionary basis.

Tailoring Advisory Services to the Individual Needs of Clients

HG’s services are always provided based on the client’s individual needs and circumstances. HG’s analysis will detail the client’s current financial status and make recommendations where possible intended to improve the client’s financial situation in relation to the client’s stated financial objectives.

Clients have complete discretion when determining which, if any, of the recommendations made by HG to implement. If the client elects to engage an investment manager recommended by HG, the client may choose to engage only those managers that invest in certain types of securities. The client may also be able to impose restrictions on their accounts with a manager, including restrictions on specific investment selections and sectors.

Types of Investments

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

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

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

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

Types of Services Offered

HG offers comprehensive financial planning, financial analysis of specific planning topics, on-going financial management services, investment consulting services, and referrals to investment managers, including its affiliate, WBI. HG may also be retained for financial analysis and/or consulting services that fall outside the scope of these services.

Comprehensive Financial Planning

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

- Retirement Analysis

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

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

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

Financial Analysis of Specific Planning Topics

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

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

A copy of this Brochure will be provided to each client prior to, or contemporaneously with, the execution of the Financial Analysis Agreement.

Either party may terminate the HG Financial Analysis Agreement by providing written notice to the other party. Termination will be effective upon receipt of the notification.

On-Going Wealth Management and Financial Administration

HG provides robust wealth management and financial administration services to high-net-worth and family office clients. Clients contracting for this service must typically have at least \$10 million in investment assets; however, exceptions to this minimum may be granted. Therefore, a high-net-worth client will typically have no less than a \$10 million net worth. A family office is typically a private

company that manages investments and trusts for a single wealthy family; however, it can include several wealthy families meeting the minimum investment requirements set forth by HG.

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

The wealth management and financial administration services provided by HG begin with on-going financial planning services. Topics and issues covered in financial planning include those described in the Comprehensive Financial Planning section. However, Wealth Management and Financial Administration services are designed to be more comprehensive than traditional financial planning-only services and are designed to include monitoring of all client assets. HG will recommend the use of either WBI or an unaffiliated third party investment advisor to provide on-going management of the client's investable assets. Fees charged by third party investment advisors, including WBI, are in addition to fees charged for Wealth Management and Financial Administration services.

Depending on the individual needs of the client, HG services may include, but are not necessarily limited, to the following value-added services:

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

Extraordinary Financial Analysis and Consulting Services

HG may be engaged to provide analysis and/or consulting services that fall outside the scope of the Comprehensive Financial Planning, Financial Analysis, or On-Going Wealth Management and Financial Administration services described above. HG may accept or decline such an engagement depending on the scope and nature of the services to be provided. The terms and conditions of any such engagement will be determined by a separate written agreement negotiated between HG and the client.

HG Manager Referral Service

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

As a result of its analysis, HG may provide the client with information to assist in selecting one or more unaffiliated investment management firm(s) to manage the client's assets. The client will make the final decision as to the selection of the managers. At least annually HG will confer with the client to review any changes in the client's circumstances, or modify information about the investment managers selected by the client as needed.

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

In some cases HG may act as a solicitor and refer clients to unaffiliated third-party investment advisors that offer investment management services to clients. As a result, HG may be paid a portion of the fee charged and collected by the third-party investment advisor in the form of solicitor fees or consulting fees. Each solicitation arrangement is performed pursuant to a written solicitation agreement and is in compliance with Rule 206(4)-3 under the Investment Advisers Act of 1940 (the "Advisers Act").

HG will assist the client with identifying the client's risk tolerance and investment objectives. HG and/or its associated persons will recommend third-party investment advisors in relation to client's stated investment objectives and risk tolerance. A client may select a recommended third-party investment advisor based upon the client's needs. Clients will enter into an agreement directly with the unaffiliated third-party investment advisor.

HG will be available to answer questions the client may have regarding their account and act as the communication conduit between the client and the third-party investment advisors. Third-party investment advisors may take discretionary authority to determine the securities to be purchased and sold for the client. Neither HG nor its associated persons will have any trading authority with respect to client's managed account with the third-party investment advisor(s).

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

HG has a conflict of interest by offering only those third-party investment advisors that have agreed to pay a referral fee to HG. Clients are advised that there may be other third-party managed programs that may be suitable to the client that may be more or less costly. No guarantees can be made that client's financial goals or objectives will be achieved. Further, no guarantees of performance can be offered. Investments involve risk, including the possible loss of principal.

Referral Arrangement with WBI Investments, Inc.

HG acts an affiliated solicitor when it refers clients to WBI for investment management services. WBI is a third-party money manager. In this capacity WBI contracts with other financial and investment firms so that the other firms may refer clients to WBI for compensation. These other financial and investment firms are known as unaffiliated solicitors. Because HG and WBI are under common ownership, HG is an

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

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

A HG advisor representative will be available to answer questions the client may have regarding their account managed by WBI. WBI requires discretionary authority to determine the securities to be purchased and sold for the client. HG will not have any trading authority with respect to client's managed account by WBI.

While the actual fee charged to a client will vary depending on the total amount of assets under management and the type of investment strategy utilized, the portion retained by HG in the form of solicitor fees or consulting fees will not exceed 1.25% and the portion retained by WBI will not exceed 1.00%. WBI is responsible for deducting advisory fees from client accounts and distributing to HG its portion of the overall fee.

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

Affiliation with Millington Securities, Inc.

HG is affiliated with Millington Securities, Inc., a dually registered investment adviser and broker-dealer, through which some of WBI client orders will be directed for execution. Consistent with WBI's requirement to obtain "best execution" for client brokerage orders, WBI will consider a variety of factors when determining broker-dealer selection for its client transactions and will only direct client orders to Millington where such a direction is consistent with its obligation to seek best execution. Some of the officers and personnel of HG also serve as officers and perform functions for Millington. Millington also will serve as the investment adviser for the Affiliated ETFs. Millington is wholly owned by WBI Trading, a holding company under common ownership with HG and WBI.

WBI Managed Mutual Funds

Depending on the client's specific needs and objectives, HG may recommend that clients invest in the WBI Absolute Return Balanced Fund, WBI Absolute Return Balanced Plus Fund, WBI Absolute Return Dividend Income Fund, and the WBI Absolute Return Dividend Growth Fund (the "Funds"), which are managed by WBI.

Although WBI is not technically the Funds' administrator and WBI is not affiliated with the Trust, HG's affiliation with WBI creates conflicts of interest, including, but not necessarily limited to:

- WBI and HG's officers and owners are personally responsible for the formation (including covering a significant portion of the start-up costs) of the Funds.
- The Funds are managed by HG's affiliated investment advisor, WBI. Robert Confessore, Gary E. Stroik, and Don Schreiber, Jr. are on the WBI Investment Committee. Don Schreiber, Jr. is one of the portfolio managers of the Funds along with Gary E. Stroik, HG's Vice President. HG may be less likely to recommend moving client money out of the Funds than it would be for investments in other securities not managed by WBI if the Funds have poor performance, because of HG's involvement with the Funds and affiliation with WBI.
- WBI is the investment advisor to the Funds and receives a management fee for its services. Increases in Fund assets will result in increases in the management fee paid to WBI. Therefore, if the client invests in the Funds, the fees paid to WBI from the client's invested shares are in addition to the fees the client pays HG for its advisory services. However, HG does not directly receive any portion of this fee, and the Funds' payments for WBI's management services have no effect on the fees paid by an HG client for any services provided to the client by HG.
- To the extent that the Funds place trades through Millington Securities, Inc., Millington may receive brokerage commissions and other compensation including payment for order flow for those transactions.

It is the policy of HG to purchase shares of the Funds for clients solely on a non-discretionary basis. This means we will discuss the positives and negatives of investing in the Funds with a client before an investment is made, and the decision about whether or not to invest in the Funds will be entirely up to the client. Before investing in the Funds, the client will be advised about the inherent conflicts of interest HG has when recommending the Funds.

- The WBI Funds are registered investment companies and are not managed based on the client's individual needs and unique investment circumstances.

Investing in the Funds is a long-term investment strategy, and the client should expect to maintain their investment in the Funds for the long-term.

WBI Shares ETFs

Millington Securities, Inc., an affiliated dually registered Broker-Dealer/Investment Advisor serves as investment adviser to a series of actively managed ETFs registered under the Investment Company Act of 1940, the WBI Shares ETFs, (Affiliated ETFs).

Millington has selected WBI to act as sub-advisor to each Affiliated ETF and to be responsible for the day-to-day investment management of each Affiliated ETF. HG has an inherent conflict of interest in recommending the Affiliated ETFs to clients for because:

- WBI and HG's officers and owners are personally responsible for the formation (including covering a significant portion of the start-up costs) of the Affiliated ETFs.
- HG's affiliated investment advisor, WBI is acting as Sub-Advisor for the Affiliated ETFs. Robert Confessore, Gary E. Stroik and Don Schreiber, Jr. are on the WBI Investment Committee. Don Schreiber, Jr. is one of the portfolio managers of the Affiliated ETFs along with Gary E. Stroik, HG's Vice President. HG may be less likely to recommend moving client money out of the Affiliated ETFs than it would be for investments in other securities not managed by WBI if the Affiliated ETFs have poor performance, because of HG's involvement with the Affiliated ETFs and affiliation with WBI.

- As the Sub-Advisor to the Affiliated ETFs WBI receives a management fee for its services. Increases in Affiliated ETFs assets will result in increases in the management fee paid to WBI. Therefore, if the client invests in the Affiliated ETFs, the fees paid to WBI from the client's invested shares are in addition to the fees the client pays HG for its advisory services. However, HG does not directly receive any portion of this fee, and the Funds' payments for WBI's management services have no effect on the fees paid by an HG client for any services provided to the client by HG. To avoid receiving two layers of management fees in those situations where clients invest in the Affiliated ETFs through SMA and Platform accounts, WBI will either: (i) waive the management fee charged at the account level; or (ii) credit the portion of the management fees paid by the Affiliated ETFs to WBI and its affiliates with respect to an account's investments in Affiliated ETFs against the account-level advisory fees the particular SMA or Platform account owes WBI.
- To the extent that the ETFs place trades through Millington Securities, Inc., Millington may receive brokerage commissions and other compensation including payment for order flow for those transactions.

Courtesy Account Service

At the discretion of HG, some clients may be allowed to establish a courtesy account through the Schwab Institutional platform of Charles Schwab & Co., Inc., or at Pershing Advisor Solutions, LLC. While HG will be listed on a courtesy account, courtesy accounts are not provided the on-going supervision and monitoring services that are provided by the HG Select Manager Program, or by WBI's investment management services or other similar programs offered by unaffiliated third-party investment managers. Examples of courtesy accounts are accounts set up for a client at a custodian to hold a security position a client wishes to retain but is not part of a managed program or an employee of HG or its affiliates who want to have an unmanaged brokerage account. While HG will be provided trading authorization on the account, HG will not place trades except pursuant to unsolicited instructions from clients. Clients will be solely responsible for initiating all purchase and sale decisions and instructing HG to effect such transactions within the account. Clients with courtesy accounts, and not HG, nor any person associated with HG, will have the exclusive responsibility for the performance and monitoring of all securities that are purchased for or held in the courtesy account. HG does not currently charge a fee for its Courtesy Account Service; however, clients will be required to enter into a written agreement and will be provided a copy of this Brochure prior to establishing a courtesy account.

ERISA Fiduciary Status

HG is a covered service provider under the U.S. Department of Labor ("DOL") Rule 408(b)(2). HG will disclose, to the extent required by the Employee Retirement Income Security Act of 1974 ("ERISA") Regulation Section 2550.408b-2(c), to Client any change to HG's role as Introducing Adviser in the WBI Investment Management Agreement as it relates to the Client or other information required to be disclosed by HG under ERISA Regulation Section 2550.408b-2(c)(1)(iv) as soon as practicable, but no later than sixty (60) days from the date on which HG is informed of the change (unless such disclosure is precluded due to extraordinary circumstances beyond HG's control, in which case the information will be disclosed as soon as practicable).

In accordance with ERISA Regulation Section 2550.408b-2(c)(vi)(A), HG will disclose within thirty (30) days following receipt of a written request from the responsible plan fiduciary or Plan Administrator (unless such disclosure is precluded due to extraordinary circumstances beyond HG's control, in which case the information will be disclosed as soon as practicable) all information related to the role of HG as Introducing Adviser in the WBI Investment Management Agreement as it relates to the Client and any

compensation or fees received in connection with the Agreement that is required for the Plan to comply with the reporting and disclosure requirements of Title 1 of ERISA and the regulations, forms and schedules issued thereunder.

If HG makes an unintentional error or omission in disclosing the information required under ERISA Regulation Section 2550.408b-2(c)(1)(iv) or (vi), HG will disclose to Client the correct information as soon as practicable, but no later than thirty (30) days from the date on which HG learns of such error or omission.

HG is acting as an affiliated Introducing Advisor when it refers Client to its affiliated entity, WBI for investment management services. WBI is a third-party money manager. HG will assist Client with identifying Client's risk tolerance and investment objectives. HG will provide Client with general, non-discretionary investment advice, and will recommend a WBI portfolio in relation to Client's stated investment objectives and risk tolerance.

As a result of this Introducing Advisor arrangement, HG is paid portion of the fee charged and collected by WBI.

HG acknowledges that in recommending WBI's management services, it is acting as a "fiduciary" as such term is defined under Section 3(21)(A)(ii) of Employee Retirement Income Security Act of 1974 ("ERISA") for purposes of providing non-discretionary investment advice only. HG will act in a manner consistent with the requirements of a fiduciary under ERISA for all services for which HG is considered a fiduciary under ERISA. However, HG (a) has no responsibility and will not (i) exercise any discretionary authority or discretionary control respecting management of Client's retirement plan, (ii) exercise any authority or control respecting management or disposition of assets of Client's retirement plan, or (iii) have any discretionary authority or discretionary responsibility in the administration of Client's retirement plan or the interpretation of Client's retirement plan documents, (b) is not an "investment manager" as defined in Section 3(38) of ERISA and does not have the power to manage, acquire or dispose of any plan assets, and (c) is not the "Administrator" of Client's retirement plan as defined in ERISA.

Item 5 – Fees and Compensation

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

Comprehensive Financial Planning

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

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

Upon completion of the initial financial planning services, HG may provide ongoing financial planning and consulting services on a fee basis to its clients. The scope of the ongoing annual financial planning and/or related consultation services to be rendered by HG is generally intended to be limited to reviewing HG's previous recommendations and/or services relative to a change in the client's financial situation and/or investment objectives. In the unlikely event that a client requires extraordinary financial planning and/or consultation services, HG may increase the fee during the remainder of the year, the amount of which increase will be determined by HG, and agreed to in a separate written arrangement between HG and the client. The increase will generally be on either the fixed fee or hourly rate basis as discussed above. While all clients are offered financial planning services in addition to investment management services through WBI, some clients elect an increased level of financial planning services relative to those received by other clients. However, all clients are subject to the asset based fee schedule as shown in the WBI Investment Management Agreement, regardless of the HG financial planning services required or elected by the client. HG fees do not offset any fees WBI charges for its management program.

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

Financial Analysis of Specific Planning Topics

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

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

than \$1200 in advance the fee will be earned within 6 months or the unearned portion will be returned to the client.

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

If requested by the client, HG may recommend WBI for investment management services and/or conduct a manager search through the HG Select Manager Program. HG may also recommend the services of other professionals (attorneys, accountants, pension administrators, etc.) for implementation of its recommendations. The client is under no obligation to engage the services of WBI or any recommended professionals. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any recommendation from HG. Moreover, each client is advised that it remains the client's responsibility to promptly notify HG if there is ever any change in the client's financial situation or investment objectives for the purpose of reviewing/evaluating/revising HG's previous recommendations and/or services.

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

On-Going Wealth Management and Financial Administration

Wealth Management and Financial Administration services are provided on a fixed fee basis. Fees for such services are negotiated with each client depending on the client's amount of investable assets, approximate net worth, and the complexity of their financial situation. Fixed fees are determined and reevaluated on an annual basis. The annual fixed fee is generally billed monthly or quarterly in arrears. Monthly fees do not typically exceed \$10,000.

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

Extraordinary Financial Analysis and Consulting Services

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

HG Manager Referral Service

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

In addition to entering into a Client Agreement with HG, the client enters into a separate agreement with each investment manager selected. Each manager determines the fee for their investment management services, which is separate from and in addition to the fee charged by HG. In some cases HG may act as a solicitor and refer clients to unaffiliated third-party investment advisors that offer investment management services to clients. As a result, HG may be paid a portion of the fee charged and collected by the third-party investment advisor in the form of solicitor fees or consulting fees. Each solicitation arrangement is performed pursuant to a written solicitation agreement and is in compliance with Rule 206(4)-3 under the Advisers Act.

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

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

Referral Arrangement with WBI

As described above, HG refers clients to WBI, an affiliated investment adviser. HG receives a portion of the fee paid to WBI in the form of solicitor fees or consulting fees, which will not exceed 1.25% of the client's assets under management with WBI. WBI deducts advisory fees from client accounts and distributes to HG its portion of the overall fee.

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

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

Millington employs certain persons as registered representatives who are also related persons of the WBI and HG, and Millington and these individuals may receive compensation based on commissions and rebates for orders WBI places on behalf of advisory clients with Millington. This may include Payment for Order Flow ("PFOF") or compensation that Millington may receive for providing liquidity to certain market centers (e.g. registered securities exchanges, electronic communications networks) from WBI customer orders that are routed to these market centers. While using Millington for order execution may present a potential conflict of interest, WBI's first consideration in order placement is always price improvement and "best execution" and any orders placed with Millington are done so consistent with WBI's duty to seek best execution.

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

Soft Dollar Policy

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

Courtesy Account Service

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

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

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

Item 7 – Types of Clients

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

Account Minimums

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

Comprehensive Financial Planning

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

Financial Analysis of Specific Planning Topics

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

On-Going Wealth Management and Financial Administration

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

Extraordinary Financial Analysis and Consulting Services

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

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

Methods of Analysis in Formulating Investment Advice

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

- **Available Resources** –The fact finding process requests an inventory of investment assets and accounts, the value of the investment assets listed, and the percentage of total client assets these investments represent. Other financial resources are also determined, including annual income, net worth, and employment status.
- **Need for Liquidity** – Understanding the need for liquidity is an important part of the portfolio design process. Money that may be needed within the next three to four years should generally not be included in long term investments or a managed portfolio account. While the marketable securities in an account may be sold to raise cash in an emergency, the timing of such forced sales may adversely affect the performance of the portfolio, incur increased transaction costs, and create adverse tax consequences in taxable accounts.
- **Tax Status** – The tax status and preferences of an investor and the tax treatment applicable to an account should be considered in choosing an investment strategy. The fact finding session requests information about the tax bracket of the investor, and the type of each investment account being opened (non-qualified, pension, IRA, etc.)
- **Primary Investment Objective** – The focus and asset mix of an investment strategy is likely to be heavily influenced by its primary objective. A portfolio designed to produce current income may behave very differently than one targeting long term growth or maximum capital appreciation.
 - *Considerations for Current Income*–Income can be derived from interest, dividends, capital gains, or withdrawals of principal from the portfolio. Since dividends are generally paid quarterly, and interest rates rise and fall, the income generated by investments can vary significantly from month to month and year to year. Fixed distributions that correspond to the typical levels of income generated in a portfolio can generate a regular monthly stream of income. Although any amount may be withdrawn from a portfolio, high distribution rates may result in the depletion of investment capital.

- *Considerations for Long Term Growth* – One of the risks confronting the attempt to achieve long term financial goals is the potential loss of purchasing power through the effects of inflation. No matter what else a portfolio may do, if it fails to keep pace with inflation, the money in an account will buy less and less of those goals with every passing day. A portfolio that is designed to outpace inflation over long periods of time may include investments that are more volatile over short periods of time than investments in a portfolio designed to achieve a different goal, such as preservation of capital or producing current income. An investor attempting to achieve long term growth of capital should be prepared to accept some level of fluctuation in account value.
- *Considerations for Maximum Capital Appreciation* – High levels of investment return have historically been associated with high levels of volatility. The less risk an investor has been willing to accept, the less return he or she could reasonably expect. Targeting a return that is higher than necessary may expose a portfolio to unnecessary risks. Pursuing a more conservative strategy may limit a client's return potential. The appropriate strategy should consider whether the desired rate of return is reasonable given historical return experience and the investor's tolerance for risk.
- **Time Horizon**– The investment time horizon should be considered in identifying an appropriate portfolio strategy. For example, it may not be suitable for clients with a short-term time horizon to invest in securities that have historically exhibited more volatility over short periods of time. In general, we will recommend a more conservative investment strategy to clients with shorter investment time horizons (e.g., 4-7 years) than we would for clients with longer time horizons (e.g., 10 years or more).
- **Investing Experience** – The depth of prior experience investing in stock, bonds and/or mutual funds can influence an investor's responses to changes in future market conditions. A novice investor, or one who rarely follows investment markets, may react differently than an investor with extensive experience of the behavior of investment assets under varying market and economic conditions. The information collected during the fact finding session should include both the investor's level of prior investment experience and the degree to which the investor monitors current investment conditions.
- **Risk Tolerance** –Because investment portfolios fluctuate in value, they can lose some or all of their value relative to the initial investment amount. For some clients, even a portfolio that has increased significantly in value since its inception can create a feeling of "loss" when it experiences a down day, month, quarter or year. Assessing the client's aversion to this risk of loss is an important part of the portfolio design process.

Once the appropriate portfolio design considerations have been developed into an investment plan, either as part of a comprehensive financial plan or specific investment analysis, HG may recommend investment management services to implement the on-going investment management of the client's investment assets.

To the extent these important considerations are not incorporated into the design of the investment plan, the resulting portfolio may not be effective in addressing the client's goals and circumstances. A client's goals and/or circumstances may change over time, and the initial investment recommendations may need to be revised periodically to reflect these changes. Investment managers selected by the client to implement some or all of an investment plan may not produce the anticipated results. Investments involve risk, including the possible loss of investment principal.

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

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

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

HG recommends WBI and/or unaffiliated investment managers in its HG Select Manager Program to provide on-going Investment management services for the implementation of specific allocations or investment strategies.

Risk of Loss

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

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

- *Market Risk* – Either the stock market as a whole, or the value of an individual company, goes down resulting in a decrease in the value of the investment.
- *Management Risk* – the value of the client's investment varies with the success and failure of the client's investment manager's strategies and its research, analysis, and determination of portfolio securities. If these investment strategies do not produce the expected results, the value of the client's investment could decrease.
- *Equity Market Risk* – Common stocks are susceptible to general stock market fluctuations and to volatile increases and decreases in value as market confidence in and perceptions of their issuers change. If the client held common stock, or common stock equivalents, of any given issuer, the client would generally be exposed to greater risk than if the client held preferred stocks and debt obligations of the issuer.
- *Foreign and Emerging Market Securities Risk* – Foreign investments may carry risks associated with investing outside the United States, such as currency fluctuation, economic or financial instability, lack of timely or reliable financial information or unfavorable political or legal developments. Those risks are increased for investments in emerging markets. Foreign securities can be more volatile than domestic (U.S.) securities. Securities markets of other countries are generally smaller than U.S. securities markets. Many foreign securities may also be less liquid than U.S. securities, which could affect the investments.

- *Investment Style Risk* – Investments in dividend-paying common stocks may cause the value of an account to underperform accounts that do not limit their investments to dividend-paying common stocks during periods when dividend-paying stocks underperform other types of stocks. In addition, if stocks held in an account reduce or stop paying dividends, the account's ability to generate income may be affected.
- *Small and Medium Companies Risk* – Investing in securities of small and medium capitalization companies may involve greater volatility than investing in larger and more established companies because small and medium capitalization companies can be subject to more abrupt or erratic share price changes than larger, more established companies.
- *Investments in Pooled Investment Vehicles* – WBI may recommend that clients invest in pooled investment vehicles, including mutual funds, ETFs, and private funds. WBI may also recommend that clients utilize the services of WBI or another investment manager that invests in such products. Investors in pooled investment vehicles will be subject to the applicable fees and expenses of these vehicles, including operating costs, brokerage costs, mutual fund sales loads and 12b-1 fees, and management and incentive fees, which are in addition to any fees paid to HG. Clients will also incur brokerage costs when purchasing ETFs. The risk of owning an interest in a pooled investment vehicle generally reflects the risks of owning the underlying securities in which the vehicle is invested. Additionally, interests in private funds may be highly illiquid, and will not be appropriate for investors who may have a short-term need for liquidity. Pooled investment vehicles are not managed based on the client's individual needs and unique investment circumstances. The terms of investing in a pooled investment vehicle, including the investment strategy and applicable risks, fees, and expenses are described in the vehicle's offering documents (e.g., prospectus or offering memorandum), and clients are encouraged to read and understand these documents prior to making an investment in a pooled investment vehicle.
- *Master Limited Partnership Risk* – Investing in Master Limited Partnerships ("MLPs") entails risk including fluctuations in energy prices, decreases in supply of or demand for energy commodities and various other risks.
- *Options Risk* – Options on securities may be subject to greater fluctuations in value than an investment in the underlying securities. Purchasing and writing put and call options are highly specialized activities and entail greater than ordinary investment risks.
- *Fixed Income Securities Risk* – Interest rates may go up resulting in a decrease in the value of the fixed income securities held by an account. Credit risk is the risk that an issuer will not make timely payments of principal and interest. There is also the risk that an issuer may "call," or repay, its high yielding bonds before their maturity dates. Fixed income securities subject to prepayment can offer less potential for gains during a declining interest rate environment and similar or greater potential for loss in a rising interest rate environment. Limited trading opportunities for certain fixed income securities may make it more difficult to sell or buy a security at a favorable price or time.
- *High-Yield Securities Risk* – Fixed income securities receiving below investment grade ratings (i.e., "junk bonds") may have speculative characteristics, and, compared to higher-grade securities, may have a weakened capacity to make principal and interest payments given economic conditions or other circumstances. High-yield, high risk, and lower-rated securities are subject to additional risk factors, such as increased possibility of default, decreased liquidity, and fluctuations in value due to public perception of the issuer of such securities. These bonds are almost always uncollateralized and subordinate to other debt that an issuer may have outstanding. In addition, both individual high-yield securities and the entire high-yield bond

market can experience sharp price swings due to a variety of factors, including changes in economic forecasts, stock market activity, large sustained sales by major investors, or a higher profile default.

- *Exchange-Traded Note Risk* – ETNs are subject to the credit risk of the issuer. The value of an ETN will vary and will be influenced by its time to maturity, level of supply and demand for the ETN, volatility and lack of liquidity in underlying securities, currency and commodities markets as well as changes in the applicable interest rates, changes in the issuer's credit rating, and economic, legal, political, or geographic events that affect the referenced index. There may be restrictions on an account's right to redeem its investment in an ETN, which is meant to be held until maturity. The decision to sell ETN holdings may be limited by the availability of a secondary market.

Item 9 – Disciplinary Information

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

Item 10 – Other Financial Industry Activities and Affiliations

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

Robert Confessore spends the majority of his time providing financial planning and consulting services through HG in his capacity as Vice President and Senior Financial Planner. Don Schreiber, Jr. spends the majority of his time devoted to the activities of WBI. Gary E. Stroik spends the majority of his time focused on his responsibilities as Chief Investment Officer of WBI.

Affiliation with WBI

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

Additionally, as explained in Item 4 of this Brochure, some employees of HG (including HG's owner Don Schreiber, Jr. and Robert Confessore) are also employees of WBI and provide wholesaling and distribution services to the WBI Absolute Return Balanced Fund and the WBI Absolute Return Dividend Growth Fund (the "Funds"). In order to wholesale and help distribute the Funds, some of HG's and WBI's employees engaging in Fund distribution services are licensed as registered representatives of Quasar Distributors, LLC, a registered broker-dealer with the SEC and member FINRA/SIPC.

HG and WBI are not affiliated with Quasar Distributors, LLC. However, all "brokerage" activities related to Fund distribution are performed through Quasar Distributors, LLC. Therefore, certain employees of WBI and HG must be dually licensed under Quasar. It should be noted that employees also licensed

with Quasar Distributors do not provide retail brokerage services to HG or WBI clients. Clients of HG or WBI seeking a traditional, commission-based brokerage arrangement will need to seek such services from other broker-dealers.

Non-Advisory Services Offered by HG Employees

Don Schreiber, Jr. and Gary E. Stroik are co-authors of *All about Dividend Investing: the Easy Way to Get Started*. In connection with actively marketing the sale of this book, Mr. Schreiber and Mr. Stroik make public and private appearances. Such appearances are also focused on the advisory services provided by WBI. WBI may charge a fee for a public or private appearance by the authors.

Don Schreiber, Jr. is also the author of *Building a World-Class Financial Services Business: How to Transform Your Sales Practice into a Business Worth Millions* which Mr. Schreiber actively markets in connection with the strategic business planning services provided by Advisor Toolbox (see below). In addition, HG and WBI President, Don R. Schreiber, Jr., is the owner and founder of Advisor Toolbox, Inc., a software and intellectual property entity. Advisor Toolbox provides strategic business planning services and client acquisition techniques (referred to as non-advisory services) to financial professionals through workshops, seminars and training events. Such services are provided solely to financial professionals that refer clients to WBI and not to the underlying investment clients of WBI. Non-advisory services may be provided free-of-charge to financial services professionals. In very limited situations, these services are also provided to HG clients that own their own business. Topics discussed as part of the strategic business planning program include, but are not limited to; building a business, marketing, institutionalizing a business, technology considerations, staffing and employee retention, succession and exit planning, valuing a practice, and developing a written sales process. A fixed fee may be charged for these non-advisory services; however, Advisor Toolbox retains the discretion to waive or reduce its fee for strategic business planning. Advisor Toolbox distributes a valuation software program created to help financial professionals value and evaluate the strength of their businesses. The software program can be purchased by financial professionals but may also be offered by WBI free-of-charge to financial professionals as an incentive to consider WBI's investment management services.

Certain supervised persons of HG are also engaged in offering the non-advisory services provided by HG employees and promoting the products offered by Advisor Toolbox, Inc.

While the non-advisory services offered by HG employees and Advisor Toolbox are available to any financial professional, a primary objective of offering these services is to support and attract Introducing Advisors to WBI's investment management services.

Insurance Services

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

Affiliated Entity – Millington Securities, Inc.

HG has a related company, Millington Securities, Inc., that is dually registered as a broker/dealer and investment adviser firm. Some of the officers and personnel of HG also serve as officers and perform functions for Millington Securities, Inc.

Related Entity - WBI Trading, Inc.

HG is under common ownership and control with WBI Trading, Inc. WBI Trading, Inc. is a holding company that wholly owns Millington Securities,

Item 11 – Code of Ethics

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

HG and WBI require all of its supervised persons to conduct business with the highest level of ethical standards and to comply with all federal and state securities laws at all times. Upon employment or affiliation and at least annually thereafter, all supervised persons will sign an acknowledgement that they have read, understand and agree to comply with the HG and WBI Code of Ethics. HG and WBI have the responsibility to make sure that the interests of all clients are placed ahead of HG's and WBI's or its supervised person's own interests. Full disclosure of all material facts and potential conflicts of interest will be provided to clients prior to any services being conducted. HG and WBI and its supervised persons must conduct business in an honest, ethical and fair manner and avoid all circumstances that might negatively affect or appear to affect HG's and WBI's duty of complete loyalty to all clients. This disclosure is provided to give all clients a summary of the HG and WBI Code of Ethics. However, if a client or a potential client wishes to review the HG and WBI Code of Ethics in its entirety, a copy will be provided promptly upon request.

Investment Policy

No employee of HG or WBI may effect for himself or herself or for his or her immediate family (i.e. spouse, minor children; collectively "Covered Persons") any transactions in a security which is being actively purchased or sold, or is being considered for purchase or sale, on behalf of any HG and WBI client, unless in accordance with the following Firm Procedures.

Firm Procedures

In order to implement the HG and WBI Investment Policy, the following procedures have been put into place with respect to HG and WBI Covered Persons:

- (1) If WBI is purchasing or considering for purchase any security on behalf of an HG and WBI client, no Covered Persons may transact in that security prior to the client purchase having been completed by WBI, or until a decision has been made not to purchase the security on behalf of the client; and
- (2) If WBI is selling or considering the sale of any security on behalf of an HG and WBI client, no Covered Persons may transact in that security prior to the sale on behalf of the client having been completed by WBI, or until a decision has been made not to sell the security on behalf of the client.

Exceptions

(1) This investment policy has been established recognizing that some securities being considered for purchase and sale on behalf of an HG and WBI client trade in sufficiently broad markets to permit transactions by clients to be completed without any appreciable impact on the markets of the securities. Under certain circumstances exceptions may be made to the policies stated above. Records of these trades, including the reasons for the exceptions, will be maintained with HG's and WBI's records.

(2) Open-end mutual funds and/or the investment subdivisions which may comprise a variable insurance product are purchased or redeemed at a fixed net asset value price per share specific to the date of purchase or redemption. As such, transactions in mutual funds and/or variable insurance products by Covered Persons are not likely to have an impact on the prices of the fund shares in which clients invest, and are therefore not prohibited by the HG and WBI Investment Policy and Procedures.

(3) As a benefit of employment, HG and WBI employees may have personal accounts managed by WBI without a management fee. For those that choose to do so, their accounts are managed according to the same target allocation as it would apply to a client account pursuing the same investment objective, and they are therefore purchasing and selling the same securities – including equities. Upon bringing the account under management, securities already owned by clients will be purchased in the employee account. Should the employee account be removed from management, securities owned by clients will be sold in the employee account. At all other times, the employee account will be traded concurrently with client accounts as part of an aggregated order, which will be allocated at an average price to individual accounts with the target investment objective. Managed employee accounts are included in the aggregated order and allocation process in the same manner as client accounts with the same investment objective.

Investment Companies Managed by WBI

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

Item 12 – Brokerage Practices

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

The primary factor in WBI or HG suggesting a broker-dealer is that the services of the broker-dealer are provided in a cost-effective manner. When WBI manages client assets it is responsible to ensure that the client receives the best execution possible. Best execution of client transactions is an obligation WBI takes seriously and is an important factor in the decision of suggesting a broker-dealer. While quality of execution at the best price is an important determinant, best execution does not necessarily mean lowest price and it is not the sole consideration. The trading process of any broker-dealer

suggested by WBI or HG must be efficient, seamless, and straight-forward. Overall custodial support services, trade correction services, and statement preparation are some of the other factors considered when suggesting a broker-dealer.

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

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

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

While clients are generally required to use the services of an approved broker-dealer for WBI managed accounts, a client may be allowed to direct WBI to use a qualified custodian selected by the client upon the approval and prior authorization of WBI. When a client directs WBI to use a particular qualified custodian, WBI may not be able to obtain the best prices and execution for the transaction. Clients who direct WBI to use a particular qualified custodian may receive less favorable prices than would otherwise be the case if clients had not designated a particular qualified custodian.

Aggregation of Client Orders

To the extent HG places an order on behalf of a client, each order will generally be placed independently, unless HG is placing orders to purchase or sell the same securities for several clients at approximately the same time. HG rarely has occasion to aggregate client orders. Consequently, clients may receive less favorable execution, such as increased transaction costs or less favorable prices, than might have been obtained had such orders been aggregated.

To the extent HG determines to aggregate client orders, aggregated orders will be allocated among HG's clients at the average price in proportion to the purchase and sale orders placed for each client account on any given day. When HG determines to aggregate client orders for the purchase or sale of securities, including securities in which HG's Associated Person(s) may invest, HG will do so in accordance with the parameters set forth in SEC No-Action Letter, *SMC Capital, Inc.* HG will not receive any additional compensation or remuneration as a result of the aggregation. On those occasions when HG places trades directly at the custodian/broker dealer, neither HG, nor its Associated Persons, will receive any portion of the commissions and/or transaction fees charged by the designated broker-dealer/custodian to the client.

Trading Error Policy

HG has implemented procedures designed to prevent trade errors; however, trade errors in client accounts cannot always be avoided. Consistent with its fiduciary duty, it is the policy of HG to correct trade errors in a manner that is in the best interest of the client. In cases where the client causes the trade error (for example, if the client's trading instructions to HG are incorrect), the client will be responsible for any loss resulting from the correction. Depending on the specific circumstances of the trade error, the client may not be able to receive any gains generated as a result of the error correction. In all situations where the client does not cause the trade error, the client will be made whole and any loss resulting from the trade error will be absorbed by HG if the error was caused by HG. If the error is caused by the broker-dealer, the broker-dealer will be responsible for covering all trade error costs. If an investment gain results from the correcting trade, the gain will remain in the client's account unless the same error involved other client account(s) that should also receive the gains and it is not permissible for all clients to retain the gain. HG may also confer with clients to determine if the client should forego the gain (e.g., due to tax reasons).

HG will never retain any portion of any gains made as a result of trade error corrections or profit in any way from trade errors.

If the gain does not remain in the account and Charles Schwab is the custodian, Charles Schwab will donate the amount of any gain of \$100 and over to charity. If a loss occurs greater than \$100 due to an error made by HG, HG will pay for the loss. Losses less than \$100 will be paid by Charles Schwab. Charles Schwab will maintain gains (if such gain is not retained in the client's account) if it is under \$100 to minimize and offset its administrative time and expense. Generally, if related trade errors result in both gains and losses in an account, they may be netted.

If the gain does not remain in the account and Pershing is the custodian, Pershing or the client's introducing broker-dealer will maintain gains that may result from correcting a trade error and in some instances may use such gains to offset overall losses Pershing or the introducing broker-dealer incurs from trading errors.

Item 13 – Review of Accounts

The frequency and scope of periodic reviews depends on the nature of HG's engagement with the client and is negotiated individually with each client. Comprehensive Financial Planning generally includes assistance with plan implementation, including reviewing recommendations and proposed strategies with the client and the client's other advisors (attorney, accountant, etc.) On-Going Wealth Management and Financial Administration will include a review of planning issues as frequently as monthly.

Periodic investment reviews are conducted for clients referred to WBI's investment management services and/or unaffiliated investment managers in the HG Select Manager Program. The type and frequency of investment reviews is determined by the amount of assets under management, and range from monthly to annual reviews.

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

The types of regular reports the clients will receive include account statements and transaction confirmation notices at least quarterly from the qualified custodian at which their WBI or HG Select Manager Program accounts are maintained. In addition, WBI provides quarterly performance reports for clients with Separately Managed Accounts or Sponsored Investment Platform Accounts (where reports are included as a platform feature). HG may also be engaged to provide annual tax reporting for current clients of managed accounts.

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

Item 14 – Client Referrals and Other Compensation

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

Item 15 – Custody

Custody, as it applies to investment advisors, has been defined by regulators as having access or control over client funds and/or securities. In other words, custody is not limited to physically holding client funds and securities. If an investment advisor has the ability to access or control client funds or securities, the investment advisor is deemed to have custody and must ensure proper procedures are implemented.

HG is deemed to have custody of client funds and securities whenever HG is given the authority to have fees deducted directly from client accounts. It should be noted that authorization to trade in client accounts is not deemed by regulators to be custody.

For accounts in which HG is deemed to have custody, HG has established procedures to ensure all client funds and securities are held at a qualified custodian in a separate account for each client under that client's name. Clients or an independent representative of the client will direct, in writing, the

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

Item 16 – Investment Discretion

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

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

In order to execute a trade in a Courtesy Account, the client must provide the security name and/or symbol, the number of shares, the nature of the transaction (buy, sell), and any conditions of the trade (market order, limit order, good-until-cancelled, day-only, etc.)

Item 17 – Voting Client Securities

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

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

Legal Actions

Clients retain the right under to initiate individually a lawsuit or join a class-action lawsuit against the issuer of a security that was held, purchased or sold by or for a client. HG will not initiate such a legal proceeding on behalf of any of its clients and does not provide legal advice to clients regarding potential causes of action against such a security issuer and whether its clients should join a class-action lawsuit. HG recommends clients seek legal counsel prior to making a decision regarding whether to participate in such a class-action lawsuit. HG's services do not include monitoring or informing its clients of any potential or actual class-action lawsuits against the issuers of the securities that were held, purchased or sold by or for any of its clients. However, upon a client's specific instruction, HG may provide factual information related to the individual client's investment history in the security underlying the individual or class-action lawsuit. At no time should such assistance by HG be deemed as a substitute for consulting with legal counsel.

Item 18 – Financial Information

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

Item 1 – Cover Page: Brochure Supplement



The Hartshorne Group™

Supervised Persons

Don Schreiber, Jr., Robert Confessore, Gary E. Stroik, and William Gallagher

The Hartshorne Group, Inc.

1 River Center

331 Newman Springs Road

Suite 122

Red Bank, NJ 07701

(732) 945-3830

March 2015

This Brochure Supplement provides information about Don Schreiber, Jr., Robert Confessore, Gary E. Stroik, and William Gallagher that supplements the Hartshorne Group, Inc. (HG) Brochure. Clients or prospective clients should have received a copy of that Brochure. Please call us at (732) 945-3830 or


email info@hartshornegroup.com if you did not receive HG's Brochure or if you have any questions about the contents of this supplement.

Additional information about Don Schreiber, Jr., Robert Confessore, Gary E. Stroik, and William Gallagher is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

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

CERTIFIED FINANCIAL PLANNER™

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

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

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

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

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

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

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

Don Schreiber, Jr., CFP®

Don Schreiber, Jr. was born on May 24, 1955. He attained a Bachelor of Science from Susquehanna University upon his graduation in 1977. In 1984 he received his CFP® designation from the College of Financial Planning. Don holds the Series 65 (Investment Adviser Representative), Series 24 (General Securities Principal) license, and Series 7 (General Securities Representative) license which were acquired by passing the relevant FINRA examination and has previously passed the Series 27 (Financial and Operations Principal), Series 53 (Municipal Securities Principal), and Series 63 (Uniform Securities Agent State Law) examinations.

Don has been CEO and Senior Planner of HG since its separation from its affiliated entity, WBI Investments, Inc., in 2010. Don founded WBI Investments, Inc. (formerly Wealth Builders, Inc.) in 1984 and has served as the firm’s President, CEO, Secretary, and Treasurer ever since.

In 2005 Don founded Advisor Toolbox, Inc., a software and intellectual property entity. Advisor Toolbox, Inc. provides strategic business planning services and client acquisition techniques (referred to as non-advisory services) to financial professionals through workshops, seminars, and training events. Don was a registered representative of Multi-Financial Securities Corporation from 2004-2005. Don was a registered representative of Quasar Distributors, LLC for the purpose of engaging in distribution services for the WBI Absolute Return Balanced Fund and the WBI Absolute Return Dividend Growth Fund in 2010-2011. In April 2011 Don became a registered representative of Raymond C. Forbes & Co., Inc. until August 2013 when he moved his registered representative license back to Quasar Distributors, LLC. Don has been Chief Executive Officer of Millington Securities, Inc. since November 2013.

Robert Confessore, CFP®

Robert Confessore was born September 14, 1955. Robert attended the Stevens Institute of Technology where he attained a Bachelor of Science in High Honors Mechanical Engineering upon graduation in 1977. He received his CFP® designation from the College of Financial Planning in 1990. Bob holds the Series 65 (Investment Adviser Representative) license, Series 24 (General Securities Principal) license, Series 55 (Equity Trader Limited Representative) license and Series 7 (General Securities Representative)

license which were acquired by passing the relevant FINRA Examination and has previously passed the Series 63 (Uniform Securities Agent State Law) examinations.

Robert became Vice President and Senior Financial Planner for HG upon its inception in 2010. In 2013 Robert was promoted to President of HG. Robert joined WBI Investments in 1989 and currently serves as the firm's Vice President in addition to his responsibilities at HG.

Robert was a registered representative of Multi-Financial Securities Corporation from 2004-2005.

Robert was a registered representative of Quasar Distributors, LLC for the purpose of engaging in distribution services for the WBI Absolute Return Balanced Fund and the WBI Absolute Return Dividend Growth Fund in 2010-2011. In April 2011 Robert became a registered representative of Raymond C. Forbes & Co., Inc. until June 2013 when he moved his registered representative license back to Quasar Distributors, LLC. Robert has been President of Millington Securities, Inc. since November 2013.

Gary E. Stroik, CFP®

Gary E. Stroik was born on February 16, 1954. He received a B.A. in Honors English and Fine Arts from Georgetown University in 1976. In 1987, Gary received the CFP® designation from the College of Financial Planning. Gary holds the Series 65 (Investment Adviser Representative) license which was acquired by passing the Series 65 examination, and has previously passed the Series 7 (General Securities Representative) and Series 63 (Uniform Securities Agent State Law) examinations.

Gary is Vice President of HG, a position he has held since its separation from its affiliated entity, WBI Investments, Inc., in 2010. Gary joined WBI Investments in 1990, and currently serves as the firm's Vice President and Chief Investment Officer, in addition to his responsibilities at HG.

Gary was a registered representative of Multi-Financial Securities Corporation from 2004-2005.

William Gallagher, CFP®

William Gallagher was born July 10, 1978. William attended Mount Saint Mary's University where he attained a Bachelor of Science in Economics upon graduation in 2001. William attended Fairleigh Dickenson University's Financial Planning Program and received his CFP® certification in 2007. William holds the Series 66 (Investment Adviser Representative) license and has previously passed the Series 7 (General Securities Representative) and Series 63 (Uniform Securities Agent State Law) examinations.

William joined WBI as an Associate Planner in 2007, and has continued in that position for HG since its inception in 2010. William served as an Investment Consultant with Commerce Capital Markets from 2003 to 2007.

Item 3- Disciplinary Information

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

Don Schreiber, Jr., CFP®

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

Robert Confessore, CFP®

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

Gary E. Stroik, CFP®

No events have occurred that are applicable to this item pertaining to Gary E. Stroik.

William Gallagher, CFP®

No events have occurred that are applicable to this item pertaining to William Gallagher.

Item 4- Other Business Activities

Don Schreiber, Jr., CFP®

Don spends the majority of his time devoted to the responsibilities of his positions at WBI, Hartshorne Group, and Millington Securities, Inc.

In addition to these activities, Don is the owner and founder of Advisor Toolbox, Inc., a software and intellectual property entity. Advisor Toolbox distributes a valuation software program created to help financial professionals value and evaluate the strength of their businesses. The software program can be purchased by financial professionals but may also be offered by WBI free-of-charge to financial professionals as an incentive to consider WBI's investment management services. Don is also the author of *Building a World-Class Financial Services Business: How to Transform Your Sales Practice into a Business Worth Millions* which he actively markets in connection with the strategic business planning services provided by WBI. Topics discussed as part of the WBI strategic business planning program include, but are not limited to; building a business, marketing, institutionalizing a business, technology considerations, staffing and employee retention, succession and exit planning, valuing a practice, and developing a written sales process. A fixed fee may be charged for these non-advisory services; however, WBI retains the discretion to waive or reduce its fee for strategic business planning. Typically, these services are provided to investment advisors and broker-dealers that refer clients to WBI's investment management services.

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

Don is also owner of Dark Horse Trading, Inc. (DHT) and Dark Horse Insurance, Inc. (DHI). DHT is a single purpose passive business entity that owns and leases equipment under a dry lease agreement to a company that actively manages, operates and markets rental, charter or leasing equipment. DHI is a captive insurance company that provides business risk and liability insurance.

Don, through the related entity, WBI Trading, Inc., is the principal owner of Millington Securities, Inc.

Robert Confessore, CFP®

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

Gary E. Stroik, CFP®

Gary spends the majority of his time focused on his responsibilities at HG and WBI Investments. Gary is co-author of *All About Dividend Investing: the Easy Way to Get Started*. In connection with actively marketing the sale of this book, Gary may make public and private appearances. Such appearances are also focused on the advisory services provided by WBI. WBI may charge a fee for Gary's public or private appearances.

William Gallagher, CFP®

William spends the majority of his time providing planning and consulting services through HG in his capacity as Associate Planner.

Item 5- Additional Compensation

Don Schreiber, Jr., CFP®

As majority owner of HG, WBI, and WBI Trading, Don may share in the profits of the firm in proportion to his ownership interest.

Robert Confessore, CFP®

As a minority owner of HG, WBI, and WBI Trading, Robert may share in the profits of the firm in proportion to his ownership interest.

Gary E. Stroik, CFP®

As a minority owner of HG, WBI, and WBI Trading, Gary may share in the profits of the firm in proportion to his ownership interest.

William Gallagher, CFP®

William receives no additional compensation relevant to this item.

Item 6 - Supervision

Don Schreiber, Jr., CFP®

Don's compliance related activities are supervised by Cynthia R. Bonna in her capacity as Chief Compliance Officer. Cynthia can be contacted via email at: 732-842-4920 or cbonna@wbiinvestments.com.

Robert Confessore, CFP®

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

Gary E. Stroik, CFP®

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

William Gallagher, CFP®

William is supervised by Robert Confessore. Robert can be contacted via email at: 732-842-4920 or bconfessore@hartshornegroup.com.