

Form ADV Part 2A: Disclosure Brochure

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This brochure provides information about the qualifications and business practices of Activest Wealth Management, LLC. If you have any questions about the contents of this brochure, please contact us at 954-399-8121. 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.

Additional information about Activest Wealth Management, LLC is available on the SEC's website at www.adviserinfo.sec.gov.

Activest Wealth Management, LLC is a registered investment adviser. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

Item 2 Summary of Material Changes

Form ADV Part 2 requires registered investment advisers to amend their brochure when information becomes materially inaccurate. If there are any material changes to an adviser's disclosure brochure, the adviser is required to notify you and provide you with a description of the material changes.

Since the filing of our last annual updating amendment, dated March 14, 2017 we have no material changes to report.

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Item 4 Advisory Business

Activest Wealth Management, LLC is a Florida-registered investment adviser. Activest became a registered investment adviser and commenced active business operations in 2011. Activest is organized as a Florida limited liability company and is wholly owned by Mr. Isaac Wakszol through an intermediate holding company named MEOD 26, Inc., which is a Florida corporation owned 100% by Mr. Wakszol. Mr. Wakszol also serves as Activest's designated principal.

We offer discretionary and, in limited circumstances, non-discretionary portfolio management services. Our investment advice is tailored to meet our clients' needs and investment objectives. If you retain our firm for portfolio management services, we will meet with you to determine your investment objectives, risk tolerance, and other relevant information at the beginning of our advisory relationship. We will use the information we gather to develop a strategy that enables our firm to give you continuous and focused investment advice and/or to make investments on your behalf. As part of our portfolio management services, we may customize an investment portfolio for you according to your risk tolerance and investing objectives. We may also invest your assets using a predefined strategy, or we may invest your assets according to one or more model portfolios developed by our firm. Once we construct an investment portfolio for you, or select a model portfolio, we will monitor your portfolio's performance on an ongoing basis, and will rebalance the portfolio as required by changes in market conditions and in your financial circumstances.

If you participate in our discretionary portfolio management services, we require you to grant our firm discretionary authority to manage your account. Discretionary authorization will allow us to determine the specific securities, and the amount of securities, to be purchased or sold for your account without your approval prior to each transaction. Discretionary authority is typically granted by the investment advisory agreement you sign with our firm and the appropriate trading authorization forms. You may limit our discretionary authority (for example, limiting the types of securities that can be purchased for your account) by providing our firm with your restrictions and guidelines in writing. If you enter into non-discretionary arrangements with our firm, we must obtain your approval prior to executing any transactions on behalf of your account.

Online Portfolio Management Platform

We have partnered with Betterment LLC, a registered investment adviser, to offer portfolio management services through the Betterment Institutional online platform. This Program allows you to create and/or choose portfolios diversified among ETFs. We will assist you in selecting your investments based on your risk profile. Betterment LLC will then manage your portfolio on a discretionary basis. You will separately enter an agreement with Betterment LLC, granting them discretionary authorization to buy and sell, when to buy and sell, and in what amounts, in accordance with your investment parameters, without obtaining your prior consent or approval for each transaction. We are available to answer any ongoing questions regarding the program or the portfolio. If you have entered into a discretionary account with our firm, we also may make trades on your behalf in your Betterment account. If you have entered into a non-discretionary arrangement with our firm, we would not execute transactions on your behalf in your account without your approval. In the case of non-discretionary accounts, you have an unrestricted right to decline to implement any advice we provide to you on a non-discretionary basis.

Sub-Advisor/Institutional Client Consulting

Activest provides sub-advisory and/or consulting services to institutional clients. The services we provide include: Research; Funds Lists and Follow Up; Bonds Lists and Follow Up; Market News; Portfolio Analysis; Risk Profile Questionnaire Forms; Company Analysis; Weekly Conference and Communications with the Firm's officers regarding markets.

Types of Investments

We primarily offer advice on all types of securities and we do not necessarily recommend one particular type of security over another since each client has different needs and different tolerance for risk.

Additionally, we may advise you on any type of investment that we deem appropriate based on your stated goals and objectives. We may also provide advice on any type of investment held in your portfolio at the inception of our advisory relationship.

You may request that we refrain from investing in particular securities or certain types of securities. You must provide these restrictions to our firm in writing.

Assets Under Management

As of December 31, 2017, we provide continuous management services for \$141,731,306 in client assets on a discretionary basis.

Item 5 Fees and Compensation

All fees are negotiable, and the precise manner in which each client's fees are determined will be specified in the client's account agreement with Activest.

Activest's advisory and management fees generally are charged on the basis of the aggregate market value of the assets in a client's account (including cash and equivalent items). Activest's standard fee schedule, which may be subject to exception if agreed by Activest in writing on a case by case basis, is as follows:

- **1.25% per annum on accounts of \$500,000 or less**
- **1.0% per annum on accounts over \$500,000 but not over \$2,000,000**
- **0.75% per annum on accounts over \$2,000,000 but not over \$5,000,000**
- **0.50% per annum on accounts over \$5,000,000**

Activest's fees are payable quarterly in arrears, and payment is collected within 10 days after the end of each calendar quarter.

We will send you an invoice for the payment of our advisory fee, or we will deduct our fee directly from your account through the qualified custodian holding your funds and securities. We will deduct our advisory fee only when you have given our firm written authorization permitting the fees to be paid directly from your account. Further, the qualified custodian will deliver an account statement to you at least quarterly. These account statements will show all disbursements from your account. You should review all statements for accuracy.

For purposes of calculating Activest's annual advisory or management fee, we take the aggregate market value of the assets in the client's account as of the end of each calendar month and average those end-of-month amounts over the quarter. Fees may be negotiated in certain cases, such as where funds were deposited towards the end of a quarter and remained uninvested. In such case, we may pro-rate our fee by factoring out those uninvested funds. Activest's annual advisory and management fees are prorated for any period of less than a full quarter.

Activest's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, third party investment and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in a fund's prospectus. Such charges, fees and commissions are exclusive of and in addition to Activest's fee, and Activest shall not receive any portion of these commissions, fees, and costs.

You may terminate the portfolio management agreement upon 5-days' written notice to our firm. You will incur a pro rata charge for services rendered prior to the termination of the portfolio management agreement, which means you will incur advisory fees only in proportion to the number of days in the quarter for which you are a client. If you have pre-paid advisory fees that we have not yet earned, you will receive a prorated refund of those fees.

Item 12 further describes the factors that Activest considers in selecting or recommending broker-dealers for client transactions and determining the reasonableness of their compensation (e.g., commissions).

Online Portfolio Management Platform

On an annualized basis, our advisory fees for our online portfolio management platform will range from 0.25% to 0.40% of the value of the assets in your account. Our annual portfolio management fee is billed and payable quarterly in arrears based on your average daily account balance for the prior quarter. If the management agreement is executed at any time other than the first day of a calendar quarter, our fees will apply on a pro rata basis, which means that the advisory fee is payable in proportion to the number of days in the quarter for which you are a client. Our advisory fee is negotiable, depending on individual client circumstances.

Our fee is in addition to that charged by Betterment, LLC. You will be required to sign an agreement directly with Betterment, LLC. You may terminate your advisory relationship with Betterment, LLC according to the terms of your agreement with Betterment, LLC. You should review Betterment, LLC's brochure for specific information on how you may terminate your advisory relationship with them and how you may receive a refund, if applicable. You should contact Betterment, LLC directly for questions regarding your advisory agreement with Betterment LLC.

Sub-Advisor/Institutional Client Consulting

When providing sub-advisory and/or institutional client consulting services, we charge a fixed quarterly fee which ranges from \$15,000 to \$30,000. Depending on the services required, our fee may be negotiated higher or lower than this range in certain circumstances. Fees are billed in arrears. Institutional clients may terminate the sub-advisor/consulting agreement upon 5-days' written notice to our firm. Such clients will incur a pro rata charge for services rendered prior to the termination of the agreement, which means they will incur advisory fees only in proportion to the number of days in the quarter for which they are a client.

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

Activest 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

Activest intends to provide investment advisory and management services to individuals, high net worth individuals, foundations, endowments, foreign investment advisers, and other U.S. and international institutions.

In general, we do not require a minimum dollar amount to open and maintain an advisory account; however, we have the right to terminate your Account if it falls below a minimum size which, in our sole opinion, is too small to effectively manage.

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

Activest begins each new client relationship with one or more detailed interviews of the client for the purpose of developing a comprehensive understanding of the client's financial goals, investment horizon and objectives, attitudes toward risk, and level of financial sophistication. On the basis of these interviews, Activest, in collaboration with the client, develops an investor profile for the client, on which all portfolio decisions generally are based.

At the same time, Activest maintains a constant process of identifying "best of class" instruments representing the full range of asset types that may be included in a client's portfolio. This is a non-stop process requiring constant monitoring.

Based on the investor profile developed by Activest in collaboration with the client, Activest selects instruments that are consistent with the profile and in furtherance of the client's goals.

Activest believes in diversification as the most important tool for risk control.

Tax Considerations

Our strategies and investments may have unique and significant tax implications. However, unless we specifically agree otherwise, and in writing, tax efficiency is not our primary consideration in the management of your assets. Regardless of your account size or any other factors, we strongly recommend that you consult with a tax professional prior to and throughout the investing of your assets.

Moreover, as a result of revised IRS regulations, custodians and broker-dealers will begin reporting the cost basis of equities acquired in client accounts on or after January 1, 2011. Your custodian will default to the FIFO (First-In First-Out) accounting method for calculating the cost basis of your investments. You are responsible for contacting your tax advisor to determine if this accounting method is the right choice for you. If your tax advisor believes another accounting method is more advantageous, please provide written notice to our firm immediately and we will alert your account custodian of your individually selected accounting method. Please note that decisions about cost basis accounting methods will need to be made before trades settle, as the cost basis method cannot be changed after settlement.

Risk of Loss

Investing in securities involves risk of loss that you should be prepared to bear. We do not represent or guarantee that our services or methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections or declines. We cannot offer any guarantees or promises that your financial goals and objectives will be met. Past performance is in no way an indication of future performance.

Recommendation of Particular Types of Securities

We recommend all types of securities and we do not necessarily recommend one particular type of security over another since each client has different needs and different tolerance for risk. Each type of security has its own unique set of risks associated with it and it would not be possible to list here all of the specific risks of every type of investment. Even within the same type of investment, risks can vary widely. However, in very general terms, the higher the anticipated return of an investment, the higher the risk of loss associated with it.

Item 9 Disciplinary Information

As a registered investment adviser, Activest is required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Activest or the integrity of Activest's management. Activest has no information to report that is applicable to this Item.

Item 10 Other Financial Industry Activities and Affiliations

We have not provided information on other financial industry activities and affiliations because we do not have any relationship or arrangement that is material to our advisory business or to our clients with any of the types of entities listed below.

1. broker-dealer, municipal securities dealer, or government securities dealer or broker .
2. investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or "hedge fund," and offshore fund).
3. other investment adviser or financial planner.
4. futures commission merchant, commodity pool operator, or commodity trading advisor.
5. banking or thrift institution.
6. accountant or accounting firm.
7. lawyer or law firm.
8. insurance company or agency.
9. pension consultant.
10. real estate broker or dealer.
11. sponsor or syndicator of limited partnerships.

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

Activest has adopted a Code of Ethics for all supervised persons of the firm describing its high standard of business conduct and its fiduciary duty to clients. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition on rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at Activest must acknowledge the terms of the Code of Ethics annually, or as amended.

Activest anticipates that, in appropriate circumstances, consistent with clients' investment objectives, it will cause accounts over which Activest has management authority to effect, and will recommend to investment advisory clients or prospective clients, the purchase or sale of securities in which Activest, its affiliates and/or clients, directly or indirectly, have a position of interest. Activest's employees and persons associated with Activest are required to follow Activest's Code of Ethics. Subject to satisfying this policy and applicable laws, officers, directors and employees of Activest and its affiliates may trade for their own accounts in securities which are recommended to and/or purchased for Activest's clients. The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of Activest will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Under the Code, certain classes of securities have been designated as exempt, based upon a determination that transactions in these would not materially interfere with the best interests of Activest's clients. In addition, the Code requires pre clearance of many transactions, and restricts trading in close proximity to client trading activity. Nonetheless, because the Code of Ethics in some circumstances would permit employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client in a security held by an employee. Employee trading is continually monitored under the Code of Ethics, and to reasonably prevent conflicts of interest between Activest and its clients.

Certain affiliated accounts may trade in the same securities with client accounts on an aggregated basis when consistent with Activest's obligation of best execution. In such circumstances, the affiliated and client accounts will share commission costs equally and receive securities at a total average price. Activest will retain records of the trade order (specifying each participating account) and its allocation, which will be completed prior to the entry of the aggregated order. Completed orders will be allocated as specified in the initial trade order. Partially filled orders will be allocated on a pro rata basis. Any exceptions will be explained on the Order.

Activest's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting Mr. Isaac Wakszol, President, at (954) 399 8121 or isaac@activestwm.com.

It is Activest's policy that the firm will not effect any principal or agency cross securities transactions for client accounts. Activest also will not cross trades between client accounts. Principal transactions are generally defined as transactions where an adviser, acting as principal for its own account or the account of an affiliated broker-dealer, buys from or sells any security to any advisory client. A principal transaction may also be deemed to have occurred if a security is crossed between an affiliated hedge fund and another client account. An agency cross transaction is defined as a transaction where a person acts as an investment adviser in relation to a transaction in which the investment adviser, or any person controlled by or under common control with the investment adviser, acts as broker for both the advisory client and for another person on the other side of the transaction. Agency cross transactions may arise where an adviser is dually registered as a broker-dealer or has an affiliated broker dealer.

Item 12 Brokerage Practices

We maintain relationships with several broker-dealers. While you are free to choose any broker-dealer or other service provider, we recommend that you establish an account with a brokerage firm with which we have an existing relationship. Such relationships may include benefits provided to our firm, including but not limited to market information and administrative services that help our firm manage your account(s). We believe that recommended broker-dealers provide quality execution services for our clients at competitive prices. Price is not the sole factor we consider in evaluating best execution. We also consider the quality of the brokerage services provided by recommended broker-dealers, including the value of the firm's reputation, execution capabilities, commission rates, and responsiveness to our clients and our firm. In recognition of the value of the services recommended broker-dealers provide, you may pay higher commissions and/or trading costs than those that may be available elsewhere.

Online Portfolio Management Platform

We do not maintain custody of your assets that we manage, although we may be deemed to have custody of your assets if you give us authority to withdraw advisory fees from your account (see Item 15—Custody, below). Your assets must be maintained in an account at a "qualified custodian," generally a broker-dealer or bank. We require that clients who participate in our online portfolio management platform use MTG, LLC dba Betterment Securities ("Betterment Securities"), a registered broker-dealer, member SIPC, as the qualified custodian. We are independently owned and operated and are not affiliated with Betterment Securities. Betterment Securities will hold your assets in a brokerage account and buy and sell securities when we and/or you instruct them to. While we recommend that you use Betterment Securities as custodian/broker, you will decide whether to do so and will open your account with Betterment Securities by entering into an account agreement directly with them. We do not open the account for you, although we may assist you in doing so. If you do not wish to place your assets with Betterment Securities, then we cannot manage your account on Betterment Institutional (defined below).

Research and Other Soft Dollar Benefits

We do not receive any soft dollar benefits from any broker-dealer.

Brokerage for Client Referrals

We do not receive client referrals from broker-dealers in exchange for cash or other compensation, such as brokerage services or research.

Directed Brokerage

In some circumstances, and at our discretion, some clients may instruct our firm to use one or more particular brokers for the transactions in their accounts. If you choose to direct our firm to use a particular broker, you should understand that this might prevent our firm from obtaining favorable net price and execution. Thus, when directing brokerage business, you should consider whether the commission expenses, execution, clearance, and settlement capabilities that you will obtain through your broker are adequately favorable in comparison to those that we would otherwise obtain for you.

Block Trades

Transactions for each client generally will be effected independently, unless we decide to purchase or sell the same securities for several clients at approximately the same time. We may, but are not obligated to, combine multiple orders for shares of the same securities purchased for advisory accounts we manage (this practice is commonly referred to as "block trading"). We will then distribute a portion of the shares to participating accounts in a fair and equitable manner. The distribution of the shares purchased is typically proportionate to the size of the account, but it is not based on account

performance or the amount or structure of management fees. Subject to our discretion regarding factual and market conditions, when we combine orders, each participating account pays an average price per share for all transactions and pays a proportionate share of all transaction costs on any given day. Accounts owned by our firm or persons associated with our firm may participate in block trading with your accounts; however, they will not be given preferential treatment.

Item 13 Review of Accounts

Activest periodically reviews both discretionary and non-discretionary accounts. In this regard, Activest reviews discretionary accounts not less often than monthly, and reviews nondiscretionary accounts not less often than monthly. In addition to its periodic reviews, Activest may review accounts on an exceptional basis in response to unusual market disruptions or other events, in connection with material additions to or withdrawals from accounts, or in the case of other unusual developments that, in Activest's discretion, warrant additional review.

All reviews of client accounts are performed by Mr. Isaac Wakszol, President and Chief Compliance Officer of Activest and Mr. Jacob Taurel, Senior Investment Analyst of Activest.

We will not provide you with additional or regular written reports in conjunction with account reviews. You will receive trade confirmations and monthly or quarterly statements from your account custodian(s).

Item 14 Client Referrals and Other Compensation

We do not receive any compensation from any third party in connection with providing investment advice to you.

We directly compensate non-employee (outside) consultants, individuals, and/or entities (Solicitors) for client referrals. In order to receive a cash referral fee from our firm, Solicitors must comply with the requirements of the jurisdictions in which they operate. If you were referred to our firm by a Solicitor, you should have received a copy of this brochure along with the Solicitor's disclosure statement at the time of the referral. If you become a client, the Solicitor that referred you to our firm will receive either a one-time fixed referral fee at the time you enter into an advisory agreement with our firm or a percentage of the advisory fee you pay our firm for as long as you are a client with our firm, or until such time as our agreement with the Solicitor expires. You will not pay additional fees because of this referral arrangement. Referral fees paid to a Solicitor are contingent upon your entering into an advisory agreement with our firm. While technically, a conflict of interest exists because a Solicitor has a financial incentive to recommend our firm to you for advisory services, you are not obligated to retain our firm and may engage any investment adviser of your choosing. Our fees are the same regardless of whether you were referred to us by a Solicitor or not, but regulations require that we advise you that other investment advisers may charge less for similar services. Of course, some investment advisers charge more than we do so we believe our fees are reasonable.

Solicitors that refer business to more than one investment adviser may have a financial incentive to recommend advisers with more favorable compensation arrangements. We request that our Solicitors disclose to you whether multiple referral relationships exist and that comparable services may be available from other advisers for lower fees and/or where the Solicitor's compensation is less favorable.

Item 15 Custody

Clients should receive at least quarterly statements from the broker-dealer, bank or other qualified custodian that holds and maintains the clients' investment assets. Activest urges you to carefully review such statements and compare such official custodial records to the account statements that we may provide to you. Our statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Item 16 Investment Discretion

Activest may be granted discretionary authority by the client at the outset of an investment management relationship to select the identity and amount of securities to be bought or sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client account.

When selecting securities and determining amounts, Activest observes the investment policies, limitations and restrictions imposed by the clients to which it provides discretionary investment management services.

Investment guidelines and restrictions must be provided to Activest in writing. Accordingly, Activest requires that each discretionary client provide it written investment objectives and criteria at the outset of any discretionary investment management relationship, and that such investment objectives and criteria be reviewed not less often than annually.

Item 17 Voting Client Securities

Proxy Voting

We will not vote proxies on behalf of your advisory accounts. At your request, we may offer you advice regarding corporate actions and the exercise of your proxy voting rights. If you own shares of applicable securities, you are responsible for exercising your right to vote as a shareholder.

In most cases, you will receive proxy materials directly from the account custodian. However, in the event we were to receive any written or electronic proxy materials, we would forward them directly to you by mail, unless you have authorized our firm to contact you by electronic mail, in which case, we would forward any electronic solicitation to vote proxies.

Item 18 Financial Information

Our firm does not have any financial condition or impairment that would prevent us from meeting our contractual commitments to you. We do not take physical custody of client funds or securities, or serve as trustee or signatory for client accounts, and, we do not require the prepayment of more than \$1200 in fees six or more months in advance nor have we filed a bankruptcy petition at any time in the past ten years. Therefore, we are not required to include a financial statement with this brochure.

Item 19 Requirements for State-Registered Advisers

We are a federally registered investment adviser; therefore, we are not required to respond to this item.

Item 20 Additional Information

Your Privacy

We view protecting your private information as a top priority. Pursuant to applicable privacy requirements, we have instituted policies and procedures to ensure that we keep your personal information private and secure.

We do not disclose any nonpublic personal information about you to any nonaffiliated third parties, except as permitted by law. In the course of servicing your account, we may share some information with our service providers, such as transfer agents, custodians, broker-dealers, accountants, consultants, and attorneys.

We restrict internal access to nonpublic personal information about you to employees, who need that information in order to provide products or services to you. We maintain physical and procedural safeguards that comply with regulatory standards to guard your nonpublic personal information and to ensure our integrity and confidentiality. We will not sell information about you or your accounts to anyone. We do not share your information unless it is required to process a transaction, at your request, or required by law.

You will receive a copy of our privacy notice prior to or at the time you sign an advisory agreement with our firm. Thereafter, we will deliver a copy of the current privacy policy notice to you on an annual basis. Please contact our main office at the telephone number on the cover page of this brochure if you have any questions regarding this policy.

Trade Errors

In the event a trading error occurs in your account, our policy is to restore your account to the position it should have been in had the trading error not occurred. Depending on the circumstances, corrective actions may include canceling the trade, adjusting an allocation, and/or reimbursing the account.

Class Action Lawsuits

We do not determine if securities held by you are the subject of a class action lawsuit or whether you are eligible to participate in class action settlements or litigation nor do we initiate or participate in litigation to recover damages on your behalf for injuries as a result of actions, misconduct, or negligence by issuers of securities held by you.