

M3 Advisory Group, LLC

Form ADV Part 2 – Disclosure Brochure

Effective: November 5, 2012

This Brochure provides information about the qualifications and business practices of M3 Advisory Group, LLC (“M3”). If you have any questions about the contents of this Disclosure Brochure, please contact us at (781) 371-2670.

M3 is an investment advisory firm registered with the U.S. Securities and Exchange Commission (“SEC”). The information in this Disclosure Brochure has not been approved or verified by the SEC or by any state securities authority. Registration of an Investment Adviser does not imply any specific level of skill or training. This Disclosure Brochure provides information about M3 to assist you in determining whether to retain the Advisor.

Additional information about M3 and its advisory persons are available on the SEC’s website at www.adviserinfo.sec.gov.

M3 Advisory Group, LLC
CRD No: 156208
2227 Washington Street, Suite 202
Wellesley, MA 02462
Phone: (781) 371-2670 ♦ Fax: (781) 371-2690
www.m3ag.com

Item 2 - Material Changes

M3 believes that communication and transparency are the foundation of our relationship and continually strive to provide you with the complete and accurate information at all times. We encourage all current and prospective investors to read this Disclosure Brochure and discuss any questions you may have with us. And of course, we always welcome your feedback.

Material Changes

Empirical Asset Management, LLC ("EAM"), an SEC registered investment advisor (CRD#155436 / SEC#801-71967), became a 50% owner in M3 Advisory Group, LLC. Mark H. Fiskio, Managing Partner and Chief Compliance Officer ("CCO") of EAM has also become an investment advisor representative and the CCO of M3. Additional information is contained in Items 4 and 10 of this Disclosure Brochure.

Future Changes

From time to time, we may amend this Disclosure Brochure to reflect changes in our business practices, changes in regulations and routine annual updates as required by the securities regulators. This complete Disclosure Brochure or this summary of Material Changes shall be provided to each Client annually or if a material change is made.

At any time, you may view the current Disclosure Brochure on-line at the SEC's Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov. Enter **156208** (*our firm's CRD number*) into the search field and ADV Part 1 will be displayed. On the left navigation, Form ADV Part 2 is located near the bottom.

You may also request a copy of this Disclosure Brochure at any time, by contacting us at (781) 371-2670.

Item 3 – Table of Contents

Item 2 – Material Changes	2
Item 4 – Advisory Services	4
Item 5 – Fees and Compensation	7
Item 6 – Performance-Based Fees	9
Item 7 – Types of Clients	9
Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss	9
Item 9 – Disciplinary Information	10
Item 10 – Other Financial Activities and Affiliations	10
Item 11 – Code of Ethics, Participation in Client Transactions and Personal Trading	11
Item 12 – Brokerage Practices	12
Item 13 – Review of Accounts	13
Item 14 – Client Referrals and Other Compensation	13
Item 15 – Custody	14
Item 16 – Investment Discretion	14
Item 17 – Voting Client Securities	14
Item 18 – Financial Information	16
Form ADV2B – Brochure Supplements	16
Privacy Policy	25

Item 4 - Advisory Services

A. Firm Information

M3 Advisory Group, LLC ("M3" or the "Advisor") is an investment advisory firm registered with the U.S. Securities and Exchange Commission ("SEC"). M3 is organized as a limited liability company under the laws of the Commonwealth of Massachusetts. M3 was founded in January 2011 and is owned by John D. Jeffries (Managing Director), Mark W. Scionti (Managing Director), Empirical Asset Management, LLC, a Delaware Limited Liability Company (CRD#155436 / SEC#801-71967) and Michael W. Kellogg (Investor). Details regarding the Advisor and its owners are contained in this Disclosure Brochure.

B. Advisory Services Offered

M3 offers investment advisory services to individuals, high net worth individuals, trust, estates, and businesses in several states (each referred to as a "Client"). This Disclosure Brochure provides Clients with information regarding M3 and the qualifications, business practices, and nature of advisory services that should be considered before becoming an advisory client of M3.

Account Portfolio Management

M3 provides customized investment advisory solutions for its Clients. This is achieved through continuous personal Client contact and interaction while providing discretionary investment management and consulting services. M3 works with its Clients to identify their investment goals and objectives as well as their risk tolerance and financial situation in order to determine an investment strategy. M3 will then construct a portfolio, consisting of domestic and international equity securities, fixed income securities, exchange-traded funds ("ETFs") and/or mutual funds to achieve the Client's investment goals. The Advisor may also utilize other investments as necessary to meet the needs of its Clients.

M3's investment strategy is primarily long-term focused, but the Advisor may buy, sell or re-allocate positions that have been held less than one year to meet the objectives of the Client or due to market conditions. M3 will construct, implement and monitor the portfolio to ensure it meets the goals, objectives, circumstances, and risk tolerance agreed to by the Client. Each Client will have the opportunity to place reasonable restrictions on the types of investments to be held in their respective portfolio, subject to the acceptance by the Advisor.

M3 evaluates and selects investments for inclusion in Client portfolios only after applying their internal due diligence process, which may include an evaluation of the style consistency, management fees, overall expense ratios, fund performance, manager tenure, and several other factors of each investment. M3 may recommend, on occasion, redistributing investment allocations to diversify the portfolio in an effort to reduce risk and increase performance. M3 may recommend specific positions to increase sector or asset class weightings. The Advisor may recommend employing cash positions as a possible hedge against market movement, which may adversely affect the portfolio. M3 may recommend selling positions for reasons that include, but are not limited to, harvesting capital gains or losses, business or sector risk exposure to a specific security or class of securities, overvaluation or overweighting of the position(s) in the portfolio, change in risk tolerance of Client, or any risk deemed unacceptable for the Client's risk tolerance.

M3 Asset Allocation Portfolios

M3 will typically invest Client accounts in the M3 Asset Allocation Portfolios. The Rules Based Investing® methodology employed by M3 utilizes multiple, automated risk-controlling features which manage portfolios through the application of disciplined sets of rules that govern the investment management of the portfolio rather than through the application of investment decisions made by individual people. All of M3's investment models are based on the concept of "Using Disciplined Sets of Rules to Build and Preserve Our Client's Wealth." In our experience the application of such rules to the management of a portfolio allows for "active" management of a portfolio while also attempting to control risk. M3's management process is not affected by subjective and emotional human decision-making, which can lead to costly investment mistakes.

M3 Asset Allocation Portfolios - continued

The M3 Asset Allocation Portfolios (M3AAP) consists of five asset allocation models:

- Conservative
- Moderate Conservative
- Moderate
- Moderate Aggressive
- Aggressive

The offering of five models allows for the selection of the proper risk tolerance for each client or account. M3 derives its performance through the very act of attempting to control risk, unlike most managers who attempt to gain an advantage by assuming risk. Each set of rules is designed to control risk, regardless of the risk tolerance of the investor, utilizing the following metrics to accomplish this goal:

- Precision asset allocation
- Elimination of emotion
- Individual stock diversification
- Rebalancing
- Value screening
- Active/passive diversification

Each of the five asset allocation models that constitute M3AAP utilizes Rules Based Core Equity as its active management component. Rules Based Core Equity relies on six independent strategies in the form of defined asset portfolios to select approximately 160 underlying stocks that comprise the active portion of each of the portfolios. Exchange Traded Funds (ETFs) are then utilized to round out the asset classes to adhere precisely to our asset allocation models. Rebalancing occurs every fifteen months, serving the dual purpose of refreshing the active management portion of the portfolio and realigning the portfolio with our precision asset allocation strategy. Both purposes also attempt to control risk.

The M3AAP are tax conscious in the following ways:

- Gains are normally long-term.
- A tax event occurs only three out of every four years due to the fifteen-month rebalance.
- There are no embedded gains in unit investment trusts.
- The ETF portion of the models postpones a majority of tax liability because these positions are not completely liquidated at rebalance. Precision asset allocation is maintained by slightly adjusting the ETF holdings, deferring a large portion of the capital gains.

M3 works with many investment product sponsors and the M3 portfolios incorporate the following independent partners into their investment process:

- First Trust Portfolios
- Van Kampen Investments/Invesco
- Blackrock/iShares
- State Street Global Advisors
- PowerShares
- Vanguard
- RevenueShares
- Index IQ
- Deutsche Bank

M3 Equity All Cap

M3 Equity All Cap (M3EAC) is comprised of three independent sets of rules that select fifteen securities each (45 total) for a portfolio. There is no subjective, emotional decision making allowed in the buy or sell decision for each security. With 45 positions, not only is there diversification by security, sector, industries, etc., but the M3EAC model also seeks to provide diversification through the selection process as well. The three sets of M3EAC rules seek to identify flaws in a security's valuation in the following three ways:

- The first set of M3EAC rules is based on the trading patterns of corporate officers and directors (Insider Set);
- The second set of M3EAC rules centers on the ValueLine Survey of stocks rated #1 for timeliness with additional value, momentum and market capitalization screening (Value Set); and
- The third set of M3EAC rules focuses on exploiting analyst earnings revisions (Earnings Set).

The resulting M3EAC portfolio may consist of stocks of companies of various capitalizations, but will typically lean toward large and mid capitalization companies, providing a high degree of liquidity. The portfolio will also favor growth investments over value investments and will lean heavily toward domestic issuers over international issuers. We believe that stocks that are identified by more than one of these three sets of M3EAC rules tend to provide above average performance. Although there can be up to 45 positions in an M3EAC portfolio, it is not unusual for there to be overlap in the Value Set and occasionally a position is identified by more than one set of rules.

Prior to rendering investment advisory services, M3 will ascertain, in conjunction with the Client, the Client's financial situation, risk tolerance, and investment objective(s).

M3 will provide investment advisory services and portfolio management services, but will not provide securities custodial or other administrative services. At no time will M3 accept or maintain custody of a Client's funds or securities. All Client assets will be managed within their designated brokerage account or pension account, pursuant to the Client Investment Advisory Agreement.

Use of Managed Account Programs

M3 may also recommend and refer certain Clients to unaffiliated money managers or investment advisors through Managed Account programs sponsored by the Client's designated Custodian. In these arrangements, the Client will then enter into a program and investment advisory agreement with the program sponsor and sub-advisors for all or a portion of their account(s). M3 will assist and advise the client in establishing investment objectives for the sub-advisors and continue to provide oversight of the Client account and ongoing monitoring of the activities of the sub-advisors. In consideration for such services, the program sponsor will charge a program fee that includes the investment advisory fee of the sub-advisors, the administration of the program and trading, clearance and settlement costs. The program sponsor will add M3's investment advisory fee (described below in Item 5 and will deduct the overall fee from the Client account.

The Client, prior to entering into an agreement with a third party money manager selected by M3, will be provided with that manager's Form ADV Part 2 (or a disclosure brochure that makes the appropriate disclosures). In addition, M3 and the Client will agree in writing that the Client's account will be managed by that selected third party money manager on a discretionary basis.

Financial Planning and Consulting Services

M3 will typically provide a variety of financial planning services to individuals and families, pursuant to a written Financial Planning or Consulting Agreement. Services are offered in several areas of a Client's financial situation, depending on their goals, objectives and financial situation.

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

A financial plan developed for or financial consultation rendered to the Client will usually include general recommendations for a course of activity or specific actions to be taken by the Client. For example, recommendations may be made that the Client begin or revise their investment programs, commence or alter retirement savings, establish education savings and/or charitable giving programs. M3 may also refer Clients to an accountant, attorney or other specialist, as appropriate for their unique situation. For certain financial planning engagements, the Advisor will provide a written summary of Client's financial situation, observations, and recommendations. For consulting or ad-hoc engagements, the Advisor may not provide a written summary. Plans or consultations are typically completed within six months of contract date, assuming all information and documents requested are provided promptly.

Clients are not obligated to implement any recommendations made by the Advisor or maintain an ongoing relationship with the Advisor.

C. Client Account Management

Prior to engaging M3 to provide investment advisory services, each Client is required to enter into an Investment Advisory Agreement with the Advisor that defines the terms, conditions, authority and responsibilities of the Advisor and the Client. These services may include:

- Establishing an Investment Policy Statement – M3, in connection with the Client, may develop a statement that summarizes the Client's investment goals and objectives along with the broad strategy[ies] to be employed to meet the objectives.
- Asset Allocation – M3 will develop a strategic asset allocation targeted to meet the investment objectives, time horizon, financial situation and tolerance for risk for each Client. These strategic asset allocation weightings will also be monitored by the Advisor as part of its investment management process.
- Portfolio Construction – M3 will develop a portfolio for the Client that is intended to meet the stated goals and objectives of the Client.
- Investment Management and Supervision – M3 will provide investment management and ongoing oversight of the Client's portfolio and overall account.

D. Wrap Fee Programs

M3 does not place Client assets into a wrap fee program. Investment management services are provided directly by M3.

E. Assets Under Management

M3 manages \$80,085,398 in discretionary assets under management and \$0 in non-discretionary assets under management.

Item 5 - Fees and Compensation

The following paragraphs detail the fee structure and compensation methodology for investment management. Each Client shall sign an Investment Advisory Agreement that details the responsibilities of M3 and the Client.

A. Fees for Advisory Services

Account Portfolio Management

Investment Advisory Fees are paid either monthly or quarterly in arrears for each period (the "billing period") pursuant to the terms of the Investment Advisory Agreement. Investment Advisory Fees are based on the market value of assets under management at the end of the billing period. Investment Advisory Fees range from 2.00% to 0.50% depending on the size and complexity of the Client relationship. Relationships with multiple goals and objectives and other complexities may be charged a higher fee. Investment Advisory Fees in the first billing period of service are prorated to the inception date of the account to the end of the first billing period.

Fees may be negotiable at the discretion of the Advisor. Certain Clients may have fees schedules that differ in methodology from those stated herein. The Client's fees will take into account the aggregate assets under management with Advisor. All securities held in accounts managed by M3 will be independently valued by the Custodian. M3 will not have the authority or responsibility to value portfolio securities.

Financial Planning and Consulting Services

M3 offers financial planning or consulting services on an hourly basis ranging from \$150 to \$350 per hour, which may be negotiable depending on the experience and billing rate of individual providing the services. An estimate for total hours will be determined prior to establishing the advisory relationship. The hourly fees are determined after considering many factors, such as the level and scope of the services.

B. Fee Billing

Account Portfolio Management

Investment Advisory Fees will be automatically deducted from the Client Account by the Custodian. The Advisor shall send an invoice to the Custodian indicating the amount of the fees to be deducted from the Client Account at each billing period. The amount due is calculated by applying the annual rate to the total assets under management with M3 at the end of the billing period. Clients will be provided with a statement, at least quarterly, from the Custodian reflecting deduction of the Investment Advisory Fees. It is the responsibility of the Client to verify the accuracy of these fees as listed on the custodian's brokerage statement as the Custodian does not assume this responsibility. Clients provide written authorization permitting M3 to be paid directly from their accounts held by the Custodian as part of the Investment Advisory Agreement and separate forms provided by the Custodian.

Financial Planning and Consulting Services

As noted above, financial planning and consulting fee are invoiced by the Advisor and due upon receipt.

C. Other Fees and Expenses

Clients may incur certain fees or charges imposed by third parties, other than M3, in connection with investment made on behalf of the Client's account[s]. The Client is responsible for all custodial and securities execution fees charged by the custodian and executing broker-dealer. The Investment Advisory Fee charged by M3 is separate and distinct from these custodian and execution fees. In addition, all fees paid to M3 for investment advisory services are separate and distinct from the expenses charged by mutual funds and exchange-traded funds to their shareholders, if applicable. These fees and expenses are described in each fund's prospectus. These fees and expenses will generally be used to pay management fees for the funds, other fund expenses, account administration (e.g., custody, brokerage and account reporting), and a possible distribution fee. A Client could invest in these products directly, without the services of M3, but would not receive the services provided by M3 which are designed, among other things, to assist the Client in determining which products or services are most appropriate to each Client's financial situation and objectives. Accordingly, the Client should review both the fees charged by the fund[s] and the fees charged by M3 to fully understand the total fees to be paid.

D. Advance Payment of Fees and Termination

Account Portfolio Management

M3 is compensated for its services after each monthly or quarterly period after investment advisory services are rendered. Clients may request to terminate their Investment Advisory Agreement with M3, in whole or in part, by providing advance written notice. The Client shall be responsible for Investment Advisory Fees up to and including the effective date of termination. The Client's Investment Advisory Agreement with the Advisor is non-transferable without Client's written approval.

Financial Planning and Consulting Services

In the event that a Client should wish to cancel the financial planning agreement under which any plan is being created, the Client shall be billed for actual hours logged on the planning project times the agreed upon hourly rate. Any surplus in the Advisor's possession as the result of collecting a deposit at the time of signing the financial planning agreement will be returned to the Client.

Either party may terminate planning or consulting agreement at anytime by providing written notice to the other party within five (5) days of signing the Advisor's financial planning or consulting agreement. The Client will incur charges for bona fide advisory services rendered to the point of termination and such fees will be due and payable by the Client. Refunds will be given on a pro-rata basis.

E. Compensation for Sales of Securities

M3 does not buy or sell securities for the receipt of commissions. The Advisor does not receive any compensation for securities transactions in any Client account, other than the Investment Advisory Fees noted above.

Item 6 - Performance-Based Fees

M3 does not charge performance-based fees for its investment advisory services. The fees charged by M3 are as described in Item 5 - Fees and Compensation above and are not based upon the capital appreciation of the funds or securities held by any Client.

M3 does not manage any proprietary investment funds or limited partnerships (for example, a mutual fund or a hedge fund) and has no financial incentive to recommend any particular investment options for its Clients.

Item 7 - Types of Clients

M3 offers investment advisory services to individuals, high net worth individuals, trusts, estates, and businesses in several states. M3 generally does not impose a minimum account size for establishing a relationship.

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

A. Methods of Analysis

EAM is focused on managing risk and generating excess returns through highly disciplined and proprietary rules-based investment ("RBI") processes. The RBI approach acknowledges efficient markets and identifies factors that represent a greater determinant of alpha than conventional fundamental analysis. A core tenet of the RBI philosophy is the removal of human bias from the decision-making process. M3 may also employ fundamental and technical analysis methods in developing investment strategies for its Clients. Research and analysis from M3 is derived from numerous sources, including financial media companies, third-party research materials, and review of company activities, including annual reports, prospectuses, press releases and research prepared by others.

M3 also obtains information from regulatory reports and other sources as appropriate. The Advisor also utilizes information obtained from regulatory releases, the Internet, information provided at conferences and other information obtained from regulatory sources.

As noted above, M3 generally employs a long-term investment strategy for its Clients, as consistent with their financial goals. M3 will typically hold all or a portion of a security for more than a year, but for adjustments made for purposes of rebalancing the portfolio. At times, M3 may also buy and sell positions that are more short-term in nature, depending on the goals of the Client and/or the fundamentals of the security, sector or asset class.

B. Risk of Loss

Investing in securities involves certain investment risks. Securities may fluctuate in value or lose value. Clients should be prepared to bear the potential risk of loss. M3 will assist Clients in determining an appropriate strategy based on their tolerance for risk and other factors noted above. However, there is no guarantee that a Client will meet their investment goals.

Each Client engagement will entail a review of the Client's investment goals, financial situation, time horizon, tolerance for risk and other factors to develop an appropriate strategy for managing a Client's account. Client participation in this process, including full and accurate disclosure of requested information, is essential for the analysis of a Client's account.

The Advisor shall rely on the financial and other information provided by the Client or their designees without the duty or obligation to validate the accuracy and completeness of the provided information. It is the responsibility of the Client to inform the Advisor of any changes in financial condition, goals or other factors that may affect this analysis.

M3 generally employs investment strategies that do not involve any significant or unusual risk other than domestic equity and international market risks. The risks associated with a particular strategy are provided to each Client in advance of investing Client accounts.

Item 9 - Disciplinary Information

There are no legal, regulatory or disciplinary events to disclose. M3 and its advisory personnel value the trust you place in us. As we advise all Clients, we encourage you to perform the requisite due diligence on any advisor or service provider in which you partner. Our backgrounds on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov. To review the firm information contained in ADV Part 1, select the option for Investment Adviser Firm and enter **156208** in the field labeled "Firm IARD/CRD Number:". This will provide access to Form ADV Parts 1 and 2. Item 11 of the ADV Part 1 lists legal and disciplinary questions.

Item 10 - Other Financial Activities and Affiliations

Insurance Affiliations

Mr. Scionti and Mr. Jeffries also serve Clients as independent licensed insurance professionals. Certain Clients may have insurance needs that can be implemented outside of the services offered by M3. Mr. Scionti and Mr. Jeffries are licensed to assist Clients with life, accident and health insurance. Mr. Scionti and Mr. Jeffries will typically receive commissions for the implementation of any recommendations of insurance products.

Broker-Dealer Affiliation

Certain advisory persons of M3 are also a registered representatives of Hebert J. Sims & Co., Inc. ("HJS"). HJS is a registered broker-dealer (CRD No. 3420), member FINRA, SIPC. Certain clients may have investment needs that will be implemented outside of the services offered by M3 (See Item 4 of this Brochure). Advisory Persons will typically receive commissions for the implementation of any recommendations for these investments.

M3 and its partners, in their fiduciary duty to its Clients, will always act in the best interests of each Client. Clients are not obligated to implement any recommendation provided by the Advisor or its Advisory Persons. M3 will not earn ongoing investment management fees on assets in which a commission is being paid separately to one of its Advisory Persons. Commissionable investment and insurance and activities generally require approximately 15% or less of the business time of the applicable Advisory Persons.

Affiliated Investment Advisor

Empirical Asset Management, LLC (EAM"), an SEC registered investment advisor, is a 50% owner of M3 and controls policies of M3. EAM provides investment management services for institutional and high net worth clients. EAM also serves as a sub-advisor to M3 and provides day-to-day investment management services to M3 Clients. Mark H. Fiskio, Managing Partner of EAM, is also an Investment Advisor Representative and the Chief Compliance Officer of M3. To review information on EAM, you may also visit the Investment Adviser Public Disclosure website at <http://adviserinfo.sec.gov>. Enter **155436** (EAM's CRD number) in the field labeled "Firm IARD/CRD Number:". This will provide access to Form ADV Parts 1 and 2 for EAM.

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

A. Code of Ethics

M3 has implemented a Code of Ethics that defines our fiduciary commitment to each Client. This Code of Ethics applies to all persons associated with M3. The Code of Ethics was developed to provide general ethical guidelines and specific instructions regarding our duties to you, our Client. M3 and its personnel owe a duty of loyalty, fairness and good faith towards each Client. It is the obligation of M3 associates to adhere not only to the specific provisions of the Code, but also to the general principles that guide the Code. The Code of Ethics covers a range of topics that may include; general ethical principles, reporting personal securities trading, reportable securities, initial public offerings and private placements, reporting ethical violations, distribution of the Code of Ethics, review and enforcement processes, amendments to Form ADV and supervisory procedures. M3 has written its Code of Ethics to meet and exceed regulatory standards. To request a copy of our Code of Ethics, please contact us at (781) 371-2670.

B. Personal Trading with Material Interest

M3 allows our employees to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. M3 does not act as principal in any transactions. In addition, the Advisor does not act as the general partner of a fund, or advice an investment company. M3 does not have a material interest in any securities traded in Client accounts.

C. Personal Trading in Same Securities as Clients

M3 allows our employees to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Owning the same securities we recommend (purchase or sell) to you presents a potential conflict of interest that, as fiduciaries, we must disclose to you and mitigate through policies and procedures. As noted above, we have adopted, consistent with Section 204A of the Investment Advisers Act of 1940, a Code of Ethics, which addresses insider trading (material non-public information controls) and personal securities reporting procedures. We have also adopted written policies and procedures to detect the misuse of material, non-public information. We may have an interest or position in certain securities, which may also be recommended to you.

Advisory personnel are prohibited from trading securities in advance of placing trades for Client accounts. The Advisor trains employees on this practice and monitors the personal trades placed by employees for potential issues.

In addition the Code of Ethics governs Gifts and Entertainment given by and provided to the Advisor, outside employment activities of employees, Employee reporting, sanctions for violations of the Code of Ethics, and records retention requirements for various aspects of the Code of Ethics.

D. Personal Trading at Same Time as Client

While M3 allows our employees to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients, these trades do not occur at the same time. M3 will place trades only after Client orders have been placed and filled. **At no time, will M3 or any associated person of M3, transact in any security to the detriment of any Client.**

Item 12 - Brokerage Practices

A. Recommendation of Custodian[s]

M3 does not have the discretionary authority to select the broker-dealer/custodian for custodial and execution services or the administrator for defined contribution accounts. The Client will select the broker-dealer or custodian (herein the "custodian") to safeguard Client assets and authorize M3 to direct trades to this custodian as agreed in the Investment Advisory Agreement. Further, M3 does not have the discretionary authority to negotiate commissions on behalf of our Clients on a trade-by-trade basis.

Where M3 does not exercise discretion over the selection of the custodian, it may recommend the custodian[s] to Clients for execution and/or custodial services. Clients are not obligated to use the recommended custodian and will not incur any extra fee or cost associated with using a broker not recommended by M3. M3 may recommend a custodian based on criteria such as, but not limited to, reasonableness of commissions charged to the Client, services made available to the Client, and location of the custodian's offices. M3 does not receive research services, other products, or compensation as a result of recommending a particular broker that may result in the Client paying higher commissions than those obtainable through other brokers.

M3 will generally recommend that Clients utilize the brokerage and clearing services of Fidelity Institutional Wealth Services, Inc. and its affiliates (collectively referred to as "Fidelity") for investment management accounts. M3 may only implement its investment management recommendations after the Client has arranged for and furnished the Advisor with all information and authorization[s] regarding account[s] with the custodian. M3 does not receive compensation from Fidelity. However, as an institutional advisor on the Fidelity Platform, M3 will receive access to tools, support and discounts on services that are not available to direct retail clients. Additional details on these benefits are included in Item 14 below.

Following are additional details regarding the brokerage practices of the Advisor:

- 1. Soft Dollars** - Soft dollars are revenue programs offered by broker-dealers whereby an advisor enters into an agreement to place security trades with the broker in exchange for research and other services. **M3 does not participate in soft dollar programs sponsored or offered by any broker-dealer.**
- 2. Brokerage Referrals** - M3 does not receive any compensation from any third party in connection with the recommendation for establishing a brokerage account.
- 3. Directed Brokerage** - All Clients are serviced on a "directed brokerage basis", where M3 will place trades within the established account[s] at the custodian designated by the Client. Further all Client accounts are traded within their respective brokerage account[s]. The Advisor will not engage in any principal transactions (i.e., trade of any security from or to the Advisor's own account) or cross transactions with other Client accounts (i.e., purchase of a security into one Client account from another Client's account[s]). In selecting the custodian, M3 will not be obligated to select competitive bids on securities transactions and does not have an obligation to seek the lowest available transaction costs. These costs are determined by the designated custodian.

B. Aggregating and Allocating Trades

The primary objective in placing orders for the purchase and sale of securities for Client accounts is to obtain the most favorable net results taking into account such factors as 1) price, 2) size of order, 3) difficulty of execution, 4) confidentiality and 5) skill required of the broker. M3 will execute its transactions through an unaffiliated broker-dealer selected by the Client. M3 may aggregate orders in a block trade or trades when securities are purchased or sold through the same broker-dealer for multiple (discretionary) accounts. If a block trade cannot be executed in full at the same price or time, the securities actually purchased or sold by the close of each business day must be allocated in a manner that is consistent with the initial pre-allocation or other written statement. This must be done in a way that does not consistently advantage or disadvantage particular Client accounts. Prior to entry of a block trade, a written pre-allocation will be generated which identifies the group of Client accounts participating in the order.

Item 13 - Review of Accounts

A. Frequency of Reviews

Accounts are monitored on a regular and continuous basis by Principals of the Advisor. Formal Client reviews are conducted at least annually or more frequently at the Client's request.

B. Causes for Reviews

In addition to the investment monitoring noted in Item 13.A., each Client account shall be reviewed at least annually. Reviews may be conducted more or less frequently at the Client's request. Accounts may be reviewed as a result of major changes in economic conditions, known changes in the Client's financial situation, and/or large deposits or withdrawals in the Client's account. The Client is encouraged to notify M3 if changes occur in his/her personal financial situation that might adversely affect his/her investment plan. Additional reviews may be triggered by material market, economic or political events.

C. Review Reports

The Client will receive brokerage statements no less than quarterly from the trustee or custodian. These brokerage statements are sent directly from the custodian to the Client. The Client may also establish electronic access to the custodian's website so that the Client may view these reports and their account activity. Client brokerage statements will include all positions, transactions and fees relating to the Client's account[s].

Item 14 - Client Referrals and Other Compensation

A. Compensation Received by M3

Participation in Institutional Advisor Platform

M3 has established an institutional relationship with Fidelity to assist the Advisor in managing Client account[s]. Access to the Fidelity platform is provided at no charge to the Advisor. The Advisor receives access to software and related support without cost because the Advisor renders investment management services to Clients that maintain assets at Fidelity. The software and related systems support may benefit the Advisor, but not its Clients directly. In fulfilling its duties to its Clients, the Advisor endeavors at all times to put the interests of its Clients first. Clients should be aware, however, that the receipt of economic benefits from a custodian creates a potential conflict of interest since these benefits may influence the Advisor's recommendation of this custodian over one that does not furnish similar software, systems support, or services.

M3 may refer Clients to various third parties to provide certain financial services necessary to meet the goals of its Clients. Likewise, M3 may receive referrals of new Clients from a third-party.

B. Client Referrals from Solicitors

M3 does not engage paid solicitors for Client referrals.

Item 15 - Custody

Generally, M3 does not accept or maintain custody of any Client accounts. All Clients must place their assets with a qualified custodian. Clients are required to select their own custodian to retain their funds and securities and direct M3 to utilize that custodian for the Client's security transactions. M3 encourages Clients to review statements provided by account custodian. For more information about custodians and brokerage practices, see Item 12 - Brokerage Practices.

For certain established relationships, one of the Principals of M3 serves in the capacity as a Trustee for certain Client accounts of M3. In this role as Trustee, the Principal and therefore M3 has the authority and ability to transfer assets or securities. In this instance, M3 has custody of these assets due to the relationship between the Advisor and Trustee.

The Advisor periodically reviews trust and estate accounts where M3 also acts as an investment manager. Clients are encouraged to review the statements received by both M3 as well as the statements from the trusts' banks and custodians. Where applicable an audit firm is engaged to complete a surprise audit on the accounts for which the Advisor has custody.

Item 16 - Investment Discretion

M3 generally has discretion over the selection and amount of securities to be bought or sold in Client accounts without obtaining prior consent or approval from the Client. However, these purchases or sales may be subject to specified investment objectives, guidelines, or limitations previously set forth by the Client and agreed to by M3. Discretionary authority will only be authorized upon full disclosure to the Client. The granting of such authority will be evidenced by the Client's execution of an Investment Advisory Agreement containing all applicable limitations to such authority. All discretionary trades made by M3 will be in accordance with each Client's investment objectives and goals.

Item 17 - Voting Client Securities

M3 generally has authority to vote client securities. M3 has adopted the proxy voting guidelines discussed below. Clients of M3 may obtain upon request a copy of our Proxy Voting Policies and Procedures and a record of how M3 has voted a Client's securities by contacting M3 at 781-371-2670.

Proxy Voting Policies and Procedures

1. **General Responsibilities.** M3 shall have the responsibility for determining how to address proxy votes made on behalf of the Clients. In so doing, M3 shall generally seek to ensure that proxy votes are made in the best economic interest of the Clients, and that proxy votes are determined in a manner free from unwarranted or inappropriate influences. It is expected that M3 will generally seek to vote proxies in a uniform manner for all Clients and in accordance with these Proxy Voting Policies and Procedures.
2. **Review and Amend Procedures As Needed.** M3 will monitor adherence to the Proxy Voting Policies and Procedures and from time to time, based on experience as well as changing environments, review and amend these policies as needed, without notice. However, M3 will make available upon request a revised copy of these policies.
3. **Voting Guidelines.** M3 determined that it is appropriate and in the best economic interest of clients to adopt the following guidelines, which represent M3's voting position on certain recurring proxy issues that are not expected to involve unusual circumstances. In general, M3 will vote proxies in accordance with these Guidelines unless: (1) M3 is aware of the presence of a material conflict of interest or (2) M3 otherwise determines that due to special circumstances, these Guidelines should not apply and M3 elects to adopt a different position.

Boards of Directors: These proposals concern those issues submitted to shareholders relating to the composition of the board of directors of companies other than investment companies registered under the

Investment Company Act of 1940. As a general matter, M3 believes that a company's directors (rather than shareholders) are most likely to have access to important, non-public information regarding a company's business and prospects, and is therefore best positioned to set corporate policy and oversee management. M3 therefore believes that the foundation of good corporate governance is the election of qualified, independent corporate directors who are likely to diligently represent the interests of shareholders, and oversee management of the company in a manner that will generally seek to maximize shareholder value over time.

Auditors: These proposals concern those issues submitted to shareholders related to the selection of auditors other than investment companies registered under the Investment Company Act of 1940. As a general matter, M3 believes that corporate auditors have a responsibility to represent the interests of shareholders and provide an independent view on the propriety of financial reporting decisions of corporate management. We believe that the company remains in the best position to choose the auditors and will generally support management's recommendation as long as the auditor is independent.

Compensation and Benefits: These proposals concern those issues submitted to shareholders related to management compensation and employee benefits. As a general matter, M3 favors proposals related to more detailed disclosure of a company's compensation and benefit policies (including perquisites) and opposes excessive compensation. M3 will generally vote against management on compensation issues, particularly if the proposal is excessive.

Capital Structure: These proposals relate to various requests, principally from management, for approval of amendments that would alter the capital structure of a company, such as an increase in authorized shares. In general, M3 will oppose changes to capital structure unless the proposal will benefit shareholders.

Corporate Charter and Bylaws: Changes in a company's charter, articles of incorporation or bylaws may be required by state or federal regulation. However, certain proposals relate to various requests for approval of amendments to a company's charter or bylaws, principally for the purpose of adopting or redeeming "poison pills." As a general matter, M3 will often oppose such proposals. However, in general M3 will oppose poison pill provisions.

Corporate Meetings: In general, these are routine proposals relating to various requests regarding the formalities of corporate meetings. M3 recognizes the importance of good corporate governance in ensuring that management and the board of directors fulfill their obligations to shareholders. In general, M3 will favor proposals promoting transparency and accountability within a company.

Investment Companies: These proposals relate to proxy issues that are associated solely with holdings of shares of investment companies. As with other types of companies, M3 believes that a fund's board of directors (rather than its shareholders) policy is best positioned to set fund policy and oversee management. However, M3 opposes granting boards of directors authority over certain matters, such as changes to a fund's investment objective, which the Investment Company Act of 1940 envisions will be approved directly by shareholders.

Political, Environmental and Social Issues: These are shareholder proposals either to limit corporate conduct or to take action in some manner that relates to the shareholder's political, environmental, or social concerns. M3 is generally supportive of proposals to require corporate disclosure of matters that seem relevant and material to the economic interests of shareholders.

Adjourn Meeting: These are proposals to provide management with the authority to adjourn a meeting in continuation of the current session at a convenient date/time before the next regular meeting if the regular meeting or a special meeting is unable to complete its work.

Special Circumstances: Although Clients have delegated proxy-voting authority to M3, voting proxies in certain limited situations involve logistical issues, which can affect M3's ability to vote such proxies. These situations include (but are not limited to):

- circumstances where the proxy or other relevant materials are not received in sufficient

- time to allow an appropriate analysis by M3;
- restrictions on a foreigner's ability to exercise votes;
- requirements to vote proxies in person;
- requirements that shareholders who exercise their voting rights surrender the right to dispose of their holdings for some specified period in proximity to the shareholder meeting (i.e., "share-blocking");
- potential difficulties in translating the proxy of a non-U.S. issuer;
- requirements to provide local agents in foreign countries with unrestricted powers of attorney to facilitate voting instructions;
- circumstances where the volume of proxy or other relevant materials provided is insufficient to allow an appropriate analysis by M3;
- circumstances where securities are on loan (i.e., securities may not be voted by the lender unless the loan is recalled); and
- potential difficulties in recalling securities on loan for purposes of voting proxies.

Consequently, where applicable, M3 will vote proxies involving special circumstances only on a "best-efforts" basis. In addition, M3 may determine that it is generally in the best economic interests of Clients not to vote proxies of companies in certain instances where M3 determines that the costs (including but not limited to opportunity costs associated with "share-blocking" constraints) associated with exercising a vote or removing the issues (where possible) generally are expected to outweigh the benefit clients will derive by voting on the issuer's proposal. If M3 so determines that the benefits of seeking to exercise a vote outweighs the costs, M3 will generally seek to vote on a "best-efforts" basis.

There are other instances where M3 will be voting proxies on issues not covered in this Disclosure Brochure. In those cases M3 shall generally seek to ensure that proxy votes are made in the best economic interest of M3's clients, and that proxy votes are determined in a manner free from unwarranted or inappropriate influences.

Item 18 - Financial Information

Neither M3, nor its management has any adverse financial situations that would reasonably impair the ability of M3 to meet all obligations to its Clients. Neither M3, nor any of its advisory persons, has been subject to a bankruptcy or financial compromise. M3 is not required to deliver a balance sheet along with this Brochure as the firm does not collect advance fees for services to be performed six months or more in advance.

Form ADV Part 2B – Individual Disclosure Brochure

for

**John D. Jeffries
Managing Director**

Effective: January 24, 2013

This Brochure Supplement provides information about the background and qualifications of John D. Jeffries (CRD# 1332202) in addition to the information contained in the M3 Advisory Group, LLC (“M3” or the “Advisor” CRD #156208) Disclosure Brochure. If you have not received a copy of this Brochure Supplement or if you have any questions about the contents of this Brochure Supplement or M3’s Disclosure Brochure, please contact us at (781) 371-2670.

Additional information about John D. Jeffries is available on the SEC’s Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov.

Item 2 – Educational Background and Business Experience

John D. Jeffries, CLU, MBA - Co-founder and Managing Director

Mr. Jeffries, born in 1961, serves as a Co-founder and Principal of M3. John has been serving Clients with investment and insurance needs for over 26 years. Prior to establishing the registered investment advisory practice, John served as a Financial Advisor with LPL Financial. John earned an MBA from Boston College - Wallace E. Carroll Graduate School of Management. John is a graduate of University of Massachusetts Amherst with a BA in Economics and Political Science. John has also earned the Chartered Life Underwriter (“CLU”) designation from the American College in Bryn Mawr, PA.

Mr. Jeffries is a co-founder, and Director of the following companies and organizations: U.S. Seafood Corp, Plymouth Street Partners, Selective Technology Sales, and the Wellesley Community Center. He served two terms as a Member of the Finance and Budget Committee in the Town of Wellesley, Massachusetts.

Recent Employment History:

Co-founder and Managing Director, M3 Advisory Group, LLC (Winchester, MA)	02/2011 to present
Registered Representative, Hebert J. Sims & Co., Inc.	09/2012 to present
Registered Representative, Mutual Securities Corp.	07/2011 to 08/2012
Registered Representative, Purshe Kaplan Sterling Investments	03/2011 to 07/2011
Registered Representative and Investment Advisor Representative, Linsco Private Ledger	12/2006 to 03/2011
M3 Equity Advisors, LLC	02/2003 to 12/2006

Item 3 – Disciplinary Information

There are no legal, civil or disciplinary events regarding Mr. Jeffries to disclose.

Item 4 – Other Business Activities

Insurance Affiliations

Mr. Jeffries also serves Clients as independent licensed insurance professional. Certain Clients may have insurance needs that can be implemented outside of the services offered by M3. Mr. Jeffries is licensed to assist Clients with life, accident and health insurance. Mr. Jeffries will typically receive commissions for the implementation of any recommendations insurance products.

Broker-Dealer Affiliation

Mr. Jeffries is also a registered representative of Hebert J. Sims & Co., Inc. (“HJS”). HJS is a registered broker-dealer (CRD No. 3420), member FINRA, SIPC. Certain clients may have investment needs that will be implemented outside of the services offered by M3 (See Item 4 of this Brochure). Mr. Jeffries will typically receive commissions for the implementation of any recommendations for these investments. Clients are not obligated to implement any recommendation provided by the Advisor or Mr. Jeffries. Neither the Advisor nor Mr. Jeffries will earn investment management fees in connection with any services implemented in Mr. Jeffries’ separate capacity as a registered representative.

M3 and its partners, in their fiduciary duty to its Clients, will always act in the best interests of each Client. Clients are not obligated to implement any recommendation provided by the Advisor or its personnel. M3 will not earn ongoing investment management fees on assets in which a commission is being paid separately to one of its advisory persons. Commissionable investment and insurance and activities generally require approximately 15% of the business time of Mr. Jeffries.

Item 5 – Additional Compensation

Mr. Jeffries has additional business activities where compensation is received. These business activities are detailed in Item 4 - Other Business Activities above.

Item 6 – Supervision

Mr. Jeffries serves as a Managing Director of M3 and is supervised by Mark H. Fiskio, the Chief Compliance Officer. Mr. Fiskio can be reached at (781) 371-2670.

M3 has implemented a Code of Ethics and internal compliance that guide each employee in meeting their fiduciary obligations to Clients of M3. Further, M3 is subject to regulatory oversight by various agencies. These agencies require registration by M3 and its employees. As a registered entity, M3 is subject to examinations by regulators, which may be announced or unannounced. M3 is required to periodically update the information provided to these agencies and to provide various reports regarding the business activities and assets of the Advisor.

Form ADV Part 2B – Individual Disclosure Brochure

for

Mark H. Fiskio
Managing Director and Chief Compliance Officer

Effective: January 24, 2013

This Brochure Supplement provides information about the background and qualifications of Mark H. Fiskio (CRD# **1197038**) in addition to the information contained in the M3 Advisory Group, LLC (“M3” or the “Advisor” CRD #156208) Disclosure Brochure. If you have not received a copy of this Brochure Supplement or if you have any questions about the contents of this Brochure Supplement or M3’s Disclosure Brochure, please contact us at (781) 371-2670.

Additional information about Mark H. Fiskio is available on the SEC’s Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov.

Item 2 – Educational Background and Business Experience

Mark H. Fiskio - Managing Director and Chief Compliance Officer

Mr. Fiskio, born in 1957, serves as a Managing Director and Chief Compliance Officer of M3.

Mark H. Fiskio is the Chief Compliance Officer of M3 (07/2012 to present). Mr. Fiskio is also the Founder and Managing Partner of Empirical Asset Management, LLC. Mr. Fiskio is also a Registered Representative with Hebert J. Sims & Co., Inc. (09/2012 to present). Prior to founding EAM in 2010, Mr. Fiskio was a Senior Portfolio Manager at Merrill Lynch and one of the two individuals behind the Rules Based Investing® platform. While at Merrill Lynch, Mr. Fiskio's responsibilities included investment model development, portfolio management and business development. Prior to joining Merrill Lynch in 2005, Mr. Fiskio spent eleven years at Advest, where he held the title of First Vice President Investments. Prior to joining Advest, Mr. Fiskio was a Vice President at Paine Webber. Additionally, Mr. Fiskio held the position of Vice President for the Investment Services Group of Donaldson, Lufkin and Jenrette, an institutional research and trading house where he worked on the sell side, servicing institutional clients. Mr. Fiskio began his career at Shearson American Express in 1983. He holds a B.A. in Economics from Connecticut College.

Item 3 – Disciplinary Information

There are no legal, civil or disciplinary events regarding Mr. Fiskio to disclose.

Item 4 – Other Business Activities

Affiliated Investment Advisor

Mr. Fiskio also serves as the Managing Partner and Chief Compliance Officer of Empirical Asset Management, LLC (EAM"), an SEC registered investment advisor which is a 50% owner of M3 and controls policies of M3. EAM provides investment management services for institutional and high net worth clients. EAM also serves as a sub-advisor to M3 and provides day-to-day investment management services to M3 Clients.

Broker-Dealer Affiliation

Mr. Fiskio is also a registered representative of Hebert J. Sims & Co., Inc. ("HJS"). HJS is a registered broker-dealer (CRD No. 3420), member FINRA, SIPC. Certain clients may have investment needs that will be implemented outside of the services offered by M3 (See Item 4 of this Brochure). Mr. Fiskio may receive commissions for the implementation of any recommendations for these investments. Clients are not obligated to implement any recommendation provided by the Advisor or Mr. Fiskio. Neither the Advisor nor Mr. Fiskio will earn investment management fees in connection with any services implemented in Mr. Fiskio's separate capacity as a registered representative.

M3 and its partners, in their fiduciary duty to its Clients, will always act in the best interests of each Client. Clients are not obligated to implement any recommendation provided by the Advisor or its personnel. M3 will not earn ongoing investment management fees on assets in which a commission is being paid separately to one of its advisory persons. Commissionable investment and insurance and activities generally require less than 5% of the business time of Mr. Fiskio.

Item 5 – Additional Compensation

Mr. Fiskio has additional business activities where compensation is received. These business activities are detailed in Item 4 - Other Business Activities above.

Item 6 – Supervision

Mr. Fiskio serves as a Managing Director and the Chief Compliance Officer of M3. Mr. Fiskio can be reached at (781) 371-2670.

M3 has implemented a Code of Ethics and internal compliance that guide each employee in meeting their fiduciary obligations to Clients of M3. Further, M3 is subject to regulatory oversight by various agencies. These agencies require registration by M3 and its employees. As a registered entity, M3 is subject to examinations by regulators, which may be announced or unannounced. M3 is required to periodically update the information provided to these agencies and to provide various reports regarding the business activities and assets of the Advisor.

Form ADV Part 2B – Individual Disclosure Brochure

for

**Mark W. Scionti
Managing Director**

Effective: January 24, 2013

This Brochure Supplement provides information about the background and qualifications of Mark W. Scionti (CRD# **1425426**) in addition to the information contained in the M3 Advisory Group, LLC (“M3” or the “Advisor” CRD #156208) Disclosure Brochure. If you have not received a copy of this Brochure Supplement or if you any questions about the contents of this Brochure Supplement or M3’s Disclosure Brochure, please contact us at (781) 371-2670.

Additional information about Mark W. Scionti is available on the SEC’s Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov.

Item 2 – Educational Background and Business Experience

Mark W. Scionti - Co-founder and Managing Director

Mr. Scionti, born in 1962, serves as a Co-founder and Managing Director of M3. Mark earned an MA in Economics from Boston University – Graduate School of Arts and Sciences in 1987. Mark is a graduate of Boston University with a BS in Economics in 1985. Mark is the Co-Chair of the Northeast Steering Committee of No Greater Sacrifice (NGS), which serves to bridge the educational development and professional mentoring gap for the children of our nation's fallen heroes.

Recent Employment History:

Co-founder and Managing Director, M3 Advisory Group, LLC	01/2011 to present
Co-founder and Managing Director, M3 Capital Advisors, LLC	2002 to present

Item 3 – Disciplinary Information

There are no legal, civil or disciplinary events regarding Mr. Scionti to disclose.

Item 4 – Other Business Activities

Insurance Affiliations

Mr. Scionti also serves Clients as independent licensed insurance professional. Certain Clients may have insurance needs that can be implemented outside of the services offered by M3. Mr. Scionti is licensed to assist Clients with life, accident and health insurance. Mr. Scionti will typically receive commissions for the implementation of any recommended insurance products.

M3 and its partners, in their fiduciary duty to its Clients, will always act in the best interests of each Client. Clients are not obligated to implement any recommendation provided by the Advisor or its personnel. M3 will not earn asset management fees on assets in which a commission is being received for insurance products and services. Insurance activities generally require approximately 50% of the business time of Mr. Scionti.

Item 5 – Additional Compensation

Mr. Scionti has additional business activities where compensation is received. These business activities are detailed in Item 4 - Other Business Activities above.

Item 6 – Supervision

Mr. Scionti serves as a Managing Director of M3 and is supervised by Mark H. Fiskio, the Chief Compliance Officer. Mr. Fiskio can be reached at (781) 371-2670.

M3 has implemented a Code of Ethics and internal compliance that guide each employee in meeting their fiduciary obligations to Clients of M3. Further, M3 is subject to regulatory oversight by various agencies. These agencies require registration by M3 and its employees. As a registered entity, M3 is subject to examinations by regulators, which may be announced or unannounced. M3 is required to periodically update the information provided to these agencies and to provide various reports regarding the business activities and assets of the Advisor.

Privacy Policy

Effective: January 1, 2012

Our Commitment to You

M3 Advisory Group, LLC ("M3") is committed to safeguarding the use of your personal information that we obtain as your Investment Advisor. M3 (referred to as "we", "our" and "us" throughout this notice) protects the security and confidentiality of the personal information we have and makes efforts to ensure that such information is used for proper business purposes in connection with the management or servicing of your account. Our relationship with you is our most important asset. We understand that you have entrusted us with your private information, and we do everything we can to maintain that trust.

We do not sell your non-public personal information to anyone. Nor does M3 provide such information to others except for discrete and proper business purposes in connection with the servicing and management of your account as discussed below.

Details of our approach to privacy and how your personal non-public information is collected and used are set forth in this privacy policy.

The Information We Collect About You

You typically provide personal information when you complete the paperwork required to become our Client. This information may include your:

• Name and address	• Assets
• E-mail address	• Income
• Phone number	• Account balance
• Social security or taxpayer identification number	• Investment activity
	• Accounts at other institutions

In addition, we may collect non-public information about you from the following sources:

- Information we receive on Brokerage Agreements, Managed Account Agreements and other Subscription and Account Opening Documents;
- Information we receive in the course of establishing a customer relationship including, but not limited to, applications, forms, and questionnaires;
- Information about your transactions with us or others

Information About You That M3 Shares

M3 works to provide products and services that benefit our customers. Clients must "opt-in" to share non-public personal information with non-affiliated third parties (such as brokers and custodians) before M3 will share any personal information for providing advisory services to you. As part of this information sharing, M3, may disclose non-public personal information to other financial institutions with whom we have joint business arrangements for proper business purposes in connection with the management or servicing of your account. In addition, your non-public personal information may also be disclosed to you, persons we believe to be your authorized agent or representative, regulators in order to satisfy M3's regulatory obligations, and is otherwise required or permitted by law. Lastly, we may disclose your non-public personal information to companies we hire to help administrate our business. Companies we hire to provide services of this kind are not allowed to use your personal information for their own purposes and are contractually obligated to maintain strict confidentiality. We limit their use of your personal information to the performance of the specific service we have requested. You may opt out of sharing of information with any third-party, but such action may impair our ability to service your account. Clients may "opt-out" of this information sharing at any time.

Information about Former Clients

M3 does not disclose, and does not intend to disclose, non-public personal information to non-affiliated third parties with respect to persons who are no longer our clients.

Confidentiality and Security

Our employees are advised about the firm's need to respect the confidentiality of our customers' non-public personal information. Additionally, we maintain physical, procedural and electronic safeguards in an effort to protect the information from access by unauthorized parties.

We'll Keep You Informed

We will send you notice of our privacy policy annually for as long as you maintain an ongoing relationship with us. Periodically we may revise our privacy policy, and will provide you with a revised policy if the changes materially alter the previous privacy policy. We will not, however, revise our privacy policy to permit the sharing of non-public personal information other than as described in this notice unless we first notify you and provide you with an opportunity to prevent the information sharing. You may obtain a copy of our current privacy policy by contacting us at (781) 371-2670.