

HERITAGE INVESTORS MANAGEMENT CORPORATION

7101 Wisconsin Avenue, Suite 950

Bethesda, MD 20814

Telephone: 301-951-0440

Fax: 301-951-4954

Email: Heritage@HeritageInvestors.com

ADV Part 2A

March 27, 2020

(Amended August 25, 2020)

This brochure provides information about the qualifications and business practices of Heritage Investors Management Corporation. If you have questions about the contents of this brochure, please call 301-951-0440. 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 Heritage Investors Management Corporation is available on the Securities and Exchange Commission's website at www.adviserinfo.sec.gov. Registration with the Securities and Exchange Commission does not imply a certain level of skill or training.

Item 2: Material Changes

No material changes.

Item 3: Table of Contents

Item 1. Cover Page	1
Item 2. Material Changes	2
Item 3. Table of Contents	2
Item 4. Advisory Business	3
Item 5. Fees and Compensation	3
Item 6. Performance Based and Side-by-Side Management	4
Item 7. Types of Clients	5
Item 8. Methods of Analysis, Investment Strategies and Risk of Loss	5
Item 9. Disciplinary Information	6
Item 10. Other Financial Industries Activities and Affiliations	6
Item 11. Code of Ethics, Participation or Interest in Client Transaction and Personal Trading	6
Item 12. Broker Practices	7
Item 13. Review of Accounts.....	10
Item 14. Client Referrals and Other Compensation	11
Item 15. Custody	11
Item 16. Investment Discretion	11
Item 17. Voting Client Securities	12
Item 18. Financial Information	12
Part 2B - Item 1. Cover Page - Michael S. Cornfeld	24
Part 2B - Item 1. Cover Page - Derek R. Stone	26
Part 2B - Item 1. Cover Page - Kenneth J. Long	28
Part 2B - Item 1. Cover Page - Jean M. Kennedy	30
Part 2B - Item 1. Cover Page – Andrew M. Schenker	32
Part 2B - Item 1. Cover Page – Brian M. Curtin	35
Part 2B - Item 1. Cover Page – Laura L. McAree	38
Appendix A - Qualifications Required for Professional Designation Credentials..	41

Item 4: Advisory Business

Heritage Investors Management Corporation, founded in 1974, provides investment management services and is registered with the Securities and Exchange Commission under the Investment Advisors Act of 1940. The firm, owned by its President, Michael S. Cornfeld, and his family's Trusts, offers professional, personalized investment management to meet the individual objectives of its clients. Heritage manages portfolios of stocks, bonds, exchange traded funds, and money market instruments for individuals, IRAs, pension and profit sharing plans, trusts, estates, charitable organizations, corporations, partnerships, endowment funds, conservatorships, associations, foundations, donor advised funds, and guardianships.

Each portfolio is tailored to the needs of the client. We consider each client's risk level, tax situation, age, income and growth needs among other factors when selecting securities for a portfolio. Clients may wish to restrict Heritage from investing in certain types of securities or in certain industries. These restrictions are respected. The exclusion of tobacco stocks in a portfolio is an example of such a restriction.

A prospective client or current client requesting information about our services is provided with a description as detailed in the ADV Part 2A.

As of December 31, 2019, Heritage manages \$2,776,690,000 on a discretionary basis and an additional \$15,169,000 on a non-discretionary basis.

Item 5: Fees and Compensation

Heritage charges a fee for its investment services. Usually a percentage of assets under management is charged, but occasionally an hourly charge or a fixed fee may be negotiated. The fee for the first period of service is based upon the market value of the account at its inception. Thereafter, the fee is based on the value at the beginning of each subsequent quarterly period. The annual rate shall equal:

1% on the first \$1,000,000 under management and
.50% on the balance over \$1,000,000.
The minimum fee is \$10,000.

In certain circumstances, the fees may be negotiable. Most of our clients are currently being billed semi-annually but will be transitioned to quarterly billing over the next year.

Accounts of family members are managed separately, but are often combined for fee purposes. Clients are given the option of paying the management fee by check or by having the fee deducted from the client's portfolio. In the event the relationship terminates prior to the end of a billing period, the fee is refunded on a pro-rata basis. Fees will be assessed on all the holdings in the portfolio including mutual funds, money market funds, and exchange traded funds, asset categories which carry their own fees. Heritage does not

participate in any sales based compensation. Unless directed otherwise, we do not buy mutual funds for our clients. Thus, we do not have a conflict of interest other advisors might have who may receive asset based sales or service fees.

Occasionally, Heritage will be engaged to consult on a financial matter. Such consulting services are available to individuals and entities that are not clients on an hourly basis not to exceed \$500 per hour. Investment advisory clients are not charged for meetings or consultations.

As a condition of Heritage's managing their assets, clients are required to custody assets either at a trust department, trust company, or a brokerage firm. These qualified custodians provide many valuable services which include holding the client's assets, settling trades, collecting dividend and interest payments, providing statements to the client, arranging for transfers of cash to the clients, issuing tax statements, and following instructions for collecting fees from the account.

When a client has an account at a trust company or a trust department, that arrangement allows Heritage to trade with any number of brokerage firms. We believe that the advantages of this type of relationship are greater flexibility on stock broker selection, low commission rates when trading stocks, and lower transaction costs when trading bonds. These custodians charge asset-based monthly or quarterly fees to administer the account. We believe these fees are cost effective.

Clients who custody their assets at brokerage firms will generally not pay asset-based fees to administer the account. Currently, stock trading in these accounts is less expensive than for clients who have selected a trust company or a trust department custodian. These stock trades (often free) are effectively limited to the brokerage firm that holds custody. For this reason, these relationships are considered Directed Brokerage (see discussion in Item 12: Brokerage Practices). Bond trades are generally executed through financial institutions other than the designated brokerage firm which holds custody and have an added cost of a trade away fee.

There are other fees that clients of investment advisory firms are charged. For example, sales of stock are subject to a nominal Securities and Exchange Commission fee. Some security trades are subject to negotiated broker commission rates and bid/ask spreads. Heritage is not a brokerage firm and does not receive cash compensation for the trades it enters on behalf of its clients. Additional information on Heritage's brokerage practices can be found in Item 12.

Item 6: Performance-Based and Side-by-Side Management

Heritage does not charge performance-based fees; consequently, we have no incentive to favor one client over another.

Item 7: Types of Clients

Heritage manages portfolios for individuals, IRAs, pension and profit sharing plans, trusts, estates, charitable organizations, corporations, partnerships, endowment funds, conservatorships, associations, foundations, donor advised funds, and guardianships. Our minimum account size for new relationships is \$1,000,000 although exceptions are made from time to time.

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

Heritage utilizes a variety of methods and strategies to analyze stocks, bonds, and portfolios. These include the use of fundamental research and technical analysis. Our portfolio managers read financial newspapers, news services, magazines, and research materials prepared by analysts, companies, brokerage firms, and professional rating services. We analyze corporate reports, both annual and quarterly, prospectuses, filings with the SEC, as well as company press releases and online services. We also examine financial reports issued by municipal bond issuers.

The investment strategies that may be used to implement advice given to clients include long-term purchases, short-term purchases, trading (securities sold within 30 days), short sales, margin transactions, and derivative instruments such as bank notes and options. Heritage engages almost exclusively in long-term purchases of securities.

Investment strategies are dependent upon the requirements and objectives of the clients. Strategies will vary depending upon domestic and international economic and political events and the impact they might have on the stock and bond markets. We do not subscribe to the philosophy that securities can be acquired and held forever. Investments generally are held for a time period to provide maximum after-tax returns. We believe strongly in diversification and adjust the proportion of classes of securities to be held at any given time due to economic and market conditions. Very infrequently, we will write covered options, buy securities on margin, and sell securities short, but only after we have consulted with the client to discuss the potential risks and rewards and have obtained written approval.

Our main investment strategy is to buy and sell publicly traded U.S. stocks, bonds, and exchange-traded funds for our clients, and in some cases to buy foreign bonds and foreign stocks which in most cases are traded in the U.S. as ADRs (American Depositary Receipts). The value of U.S. stocks will rise and fall due to changes in the financial results of individual companies, the condition of the U.S. and world economies, interest rates, market conditions, and many other factors. While historically the U.S. stock market has generally done well over the long term, there have been many periods during which stock prices have dropped and, in some cases, sharply. The value of bonds depends on the credit quality and ratings of individual issuers, and also on the general level of interest rates, which are affected by the health of the U.S. economy, U.S. government fiscal and monetary

policy, and market conditions. At times in the past, interest rates and bond prices have fluctuated sharply, particularly during times of extreme stress in the U.S. economy. In addition to the factors already mentioned, the value of foreign stocks and bonds will also fluctuate due to the state of foreign economies, trade policies, foreign interest rates, and currency exchange rates. Political instability in foreign countries may also adversely affect the value of foreign investments. Clients need to recognize that such wide fluctuations will occur and at times substantial losses may result in their portfolios especially if securities are sold at times of low valuations.

All investing involves risks, and investors should recognize that losses are possible in their portfolios. Over the last few years, market swings of 50% have occurred and may occur again. We believe that constructing a diversified portfolio of stocks (by industry), quality bonds (by maturity), and cash instruments will mitigate some but not all of those risks. We believe that by not trading frequently and by focusing the portfolio and the clients on the longer term, the inherent risks in investing may be decreased but not eliminated.

Item 9: Disciplinary Information

We have never had any legal or disciplinary actions against our firm nor have any of our employees ever been involved in a legal or disciplinary event.

Item 10: Other Financial Industry Activities and Affiliations

Heritage is not registered as a broker-dealer nor are its employees registered as registered representatives of a broker-dealer firm. Occasionally, Heritage may recommend or suggest accountants, attorneys, or other financial professionals to our clients, but we do not receive compensation directly or indirectly for such activities. We believe that recommending other professionals with whom we have had successful business dealings and who may refer clients to us may appear to create a conflict of interest; therefore, we will acknowledge to our clients existing business relationships at the time such referrals are made or received.

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

We have adopted a Code of Ethics (“the Code”) which sets forth standards of conduct expected of all our personnel and addresses conflicts of interest that may arise from their work in an advisory firm. The Code is intended to promote compliance with fiduciary standards to which advisory firms are required to adhere. We expect all of our employees to conduct themselves with honesty, integrity, and professionalism toward our clients, one another, and our business partners.

The Code covers conflicts of interest with clients, confidentiality of client information, insider trading, and employee personal trading. A copy of the Code will be provided upon request.

One of the purposes of the Code is to prevent the firm, associated persons, and certain relatives from benefiting from any price movement that may be caused by client transactions or the firm's recommendations regarding such securities. Among other things, the Code requires employees to obtain clearance before they buy or sell any security (other than certain government securities and money market funds) and prohibits transactions when the employee knows that the firm is contemplating effecting similar transactions in client accounts. Generally, the firm does not allow employees to trade in individual securities that clients hold, except for mutual funds and exchange traded funds. From time to time, employees may trade in individual securities also held by clients. Each trade in individual securities is examined to make sure that the employee's trade would not create a conflict of interest at the time of the trade. Quarterly, employees are required to disclose all reportable personal securities transactions in which they engaged and are required to disclose all reportable securities held.

Item 12: Broker Practices

Brokerage

General

Our clients generally rely on us to determine the broker or dealer through which their transactions will be effected although some clients may direct us to use (or not to use) a particular broker or dealer for a portion or all of the transactions in their accounts. We generally make those determinations on a transaction-by-transaction basis. We may use electronic trading networks for equity trades when their use is consistent with the execution quality factors discussed below. Bond trading is effected through brokerage firms and electronic trading networks based on the factors discussed below.

Execution Quality

In selecting brokers and dealers, the firm's primary objective is to obtain the highest overall quality execution of transactions. In evaluating whether a broker or dealer will be able to provide "best execution," historical net prices (after brokerage commissions, if any, and other transaction costs) on previous transactions is a principal factor, but other, related factors are relevant, including: the execution, clearance and settlement capabilities of the broker or dealer generally and in connection with securities of the type involved; the nature, quality, and quantity of proprietary investment information and research services and products the broker or dealer has provided or is willing to provide; the broker or dealer's ability and willingness to commit its capital to facilitate transactions (by participating for its own account); the broker's or dealer's reliability, integrity, and financial stability; the size of the particular transaction and its complexity in terms of execution and settlement;

the importance of speed or confidentiality in the particular transaction; and the market for the security. In light of our consideration of the various factors above, commissions or other transaction compensation paid to brokers and dealers on client transactions may not be the lowest available; however, we believe considering factors beyond commission rates is important to optimizing overall execution quality and overall investment management services.

Aggregation and Allocation of Orders

When we buy or sell the same security for two or more clients, we may place concurrent orders with a single broker to be executed together as a single “block” in order to facilitate orderly and efficient execution. The securities are allocated to client accounts, either before or promptly after the transaction, based on client investment objectives and client guidelines which include factors such as account cash levels, asset allocations, sector weights, and securities holdings. Whenever we do so, each account on whose behalf an order was placed receives the average price and bears a proportionate share of all transaction costs, based on the size of that account’s order. On occasion, we will not block orders because in doing so we may create a block which might result in the clients receiving a less advantageous execution. In our experience, the commission paid for large stock orders and small stock orders have been about the same cost per share.

Heritage and its employees’ related accounts generally will not be included in the client aggregations. An exception to this restriction is accounts of clients who are related to our employees. We are mindful of our duty to do the best for clients and to be fair to all clients with no favoritism.

Heritage will normally allocate partially filled orders on a pro rata basis but will consider random allocation at times. For example, a random allocation program may be used to fill client orders of limited availability or thinly-traded securities, in order to avoid allocating tiny blocks of such securities.

Research Services

Generally. As indicated above, when selecting broker-dealers for particular transactions, we often consider the value of proprietary research that a broker-dealer has provided or may be willing to provide. This is commonly known as paying for those services or products with “soft dollars.” Because many of those services could be considered to provide a benefit to the firm and, because the commissions used to acquire them are client assets, the firm could be considered to have a conflict of interest in allocating client brokerage business. In other words, Heritage could receive valuable benefits by selecting a particular broker or dealer to execute client transactions and the transaction fee charged by that broker or dealer might not be the lowest fee the firm might otherwise be able to negotiate.

During the last fiscal year, we did not direct any client transactions to any broker dealers that may have referred clients to us. We believe that trying to obtain the most

favorable execution for our client is more important than receiving client referrals from broker-dealers.

Proprietary Research and Brokerage Products and Services. The proprietary research products and services we may receive from brokers may include economic surveys, data and analyses, financial publications, and specific stock recommendations or other information about particular companies and industries (through in-depth research reports and otherwise). All research products and services received provide lawful and appropriate assistance to the firm in the performance of its investment decision-making responsibilities, consistent with Section 28(e) of the Securities Exchange Act. This section of the law details the circumstances in which client commission dollars can be used by investment advisers to obtain research materials. We use these products and services in the conduct of our investment decision-making generally, not just for those accounts whose commissions may be considered to have been used to pay for the products or services.

The firm's practices in this area are done in a manner that satisfies the requirements of the safe harbor provided by Section 28(e) of the Securities Exchange Act of 1934. That safe harbor is available if, among other things, when placing orders with a particular broker we determine, considering all the factors described above, that the commissions to be paid are reasonable in relation to the value of all the brokerage and research products and services provided by the broker-dealer. In making that determination, we typically consider not only the particular transaction or transactions, and not only the value of brokerage and research services and products to a particular client, but also the value of those services in our performance of our overall responsibilities to all of our clients. The commission a broker who provides research charges for a particular transaction or set of transactions may be greater than the commission another broker who did not provide such services or products might charge.

We do not exclude a broker from our list of eligible brokers simply because the broker has not been identified as one providing soft dollar research products and services, although we may not be willing to pay the same commission to those brokers as we would have paid had the broker provided such products and services. Importantly, we have no commitments to place commission business with any brokerage firm.

During the last fiscal year, we executed the vast majority of our stock trades at what we believe are very low commission rates usually \$0.00625 per share.

Review. Our Trading Committee is responsible for overseeing the firm's brokerage and trading practices. The Committee is comprised of key personnel who are knowledgeable in trading and compliance practice. They devote time to implementing our broker-dealer selection process and monitor the quality of executions provided by the various brokers and dealers through whom we execute transactions on behalf of clients as well as the reasonableness of the compensation paid to those brokers and dealers in light of all the factors described above.

Directed Brokerage

Some clients may instruct us to use one or more particular brokers or dealers for some or all of the transactions in their accounts. They may decide to choose a brokerage firm as opposed to a Trust Company as their custodian in order to save the custodian fee as described in Item 5, for personal reasons, or as a requirement of an employer's retirement plan. Clients who may want to direct us to use a particular broker-dealer should understand that their direction may prevent us from aggregating orders with other clients, executing trades at the same time as other clients, or from effectively negotiating brokerage commissions on their behalf, and they may even prevent us from obtaining the most favorable net price and execution. Bond transactions in particular may be limited and/or have wider spreads (markups and markdowns). Thus, in directing brokerage business, those clients may lose possible advantages that non-designating clients may have. Clients who direct brokerage should consider whether the lower custodial fees and commission rates offset the trade away fees, and different executions, clearance and settlement capabilities they will obtain. Bond trades are generally executed through financial institutions other than the brokerage firm which holds custody and have an added cost of a trade away fee.

Item 13: Review of Accounts

Accounts are reviewed periodically to determine achievement of client objectives, adequacy of the cash balances on hand, the diversification of the portfolio, and the appropriateness of the security positions. Reviews may be triggered by economic and political events, client requests, changes in specific company or issuer information, changes in market conditions, and changes in objectives. The portfolios are reviewed by our staff of seven portfolio managers. Each portfolio manager may be responsible for up to 125 family relationships involving no more than 250 portfolios. Since all of the portfolios are evaluated daily, portfolio managers are always using current information regarding values, performance, asset allocation, and upcoming withdrawals when reviewing the client's portfolio. In depth performance reports are generated monthly and reviewed by portfolio managers.

On a quarterly basis, a performance report and a statement of assets are provided to each client. All holdings on the statement show cost and market value as well as dividend and interest income and indicated yield. At year-end, a schedule of transactions having tax consequences is furnished. The client's independent custodian or brokerage firm also issues reports at least quarterly. Performance reports are provided by Heritage for the total portfolio and for the fixed income, equity, and cash components. Monthly transaction reports are also provided by the custodian when requested. Heritage will provide additional reports upon request. Clients are urged to compare the value of their portfolio as prepared by Heritage with the value calculated by the client's custodian. Values differ due to timing differences, trades in progress, accrued income, miscellaneous assets, and differences in pricing as reported by the different pricing services utilized by each firm. On a routine basis, Heritage compares the prices of its security pricing service with that of the custodians

to verify the accuracy of its prices which are used in client evaluations, billing, and performance reports. When a discrepancy is found, appropriate action is then taken.

Item 14: Client Referrals and Other Compensation

Heritage does not compensate any person for client referrals nor do we receive any compensation from other firms or individuals for any referrals. Occasionally, Heritage may recommend or suggest accountants, attorneys, or other financial professionals to our clients, but we do not receive compensation directly or indirectly for such activities. We believe that recommending other professionals with whom we have had successful business dealings and who may refer clients to us may appear to create a conflict of interest; therefore, we will acknowledge to our clients existing business relationships at the time such referrals are made or received.

Occasionally an employee of Heritage may receive a gift of limited value from a service provider or a client. Such gifts are recorded and reviewed to see if the acceptance of the gift might result in a conflict of interest. If the gift was determined to present a conflict of interest, the gift would be returned or donated to charity.

Item 15: Custody

All client assets are held by a brokerage firm, a bank custodian, or a trust company. Brokerage firms usually send statements to clients on a monthly basis; while bank custodians and trust companies send statements to clients at least quarterly. Clients should review these statements carefully and compare them with the statements Heritage provides. Many clients have authorized their custodian to withdraw the Heritage fee from their account. Please note that the custodian receives a copy of the invoice but does not verify the fee calculation. An invoice and statement are also sent to the client. Heritage is deemed to have custody of its clients' accounts because we are authorized by our clients to have management fees debited from their accounts held by custodians; we manage our own retirement plan and one of our executives is the Trustee; we are requested by clients to assist in the movement of funds and assets to clients and to third parties; we have access to client's self-directed brokerage retirement accounts; and employees of Heritage may serve as trustees of client's portfolios. As required by the Securities and Exchange Commission to make sure that client assets are safeguarded, Heritage has engaged an independent accounting firm to conduct a surprise audit annually to verify the assets held by the client's custodian.

Item 16: Investment Discretion

Generally, clients grant us, as provided by our advisory agreement, the discretionary authority to select which and how many securities to buy or sell. This authority is granted by a limited power of attorney. We agree to adhere to all investment

objectives, guidelines, and restrictions imposed by the client. These may include restrictions limiting our ability to purchase companies in certain industries such as tobacco or alcohol to name a couple. We manage each client's account on an individual basis. When we determine that a particular security should be acquired, the accounts are reviewed to ascertain if the security is suitable and appropriate for the client. We take into consideration many factors. Among them are the client's objectives and risk tolerance level, the diversification needs of the portfolio, the cash position and liquidity needs of the client, and the holdings in the specific industry or similar companies. Only then will a security be purchased for a client's portfolio.

Item 17: Voting Client Securities

Heritage has adopted and implemented policies and procedures that are reasonably designed to ensure that proxies are voted in the best interest of the clients. Authority to vote the proxies is established by our advisory agreement. Upon request by a client, Heritage will provide a copy of these policies and procedures along with a record of how proxies were voted.

Proxies are voted based on what Heritage believes is in the best interest of each client. Heritage believes that the company's recommendation on any issue should be given substantial weight in determining how an issue should be voted. Therefore, our votes may be consistent with the company's recommendations. However, when we believe the company's position on an issue is not in the best interests of our clients, we may cast a different vote.

Should there be any material conflicts between Heritage's interests and the clients' interests such conflicts should be resolved in the best interest of the clients. Clients may direct us to vote their proxies in a specific manner. We document and honor all special requests and vote proxies accordingly.

Where clients have reserved the right to vote their own proxies, the clients will receive their proxies directly from the custodian or the company designated to handle the distribution of proxy voting materials by the custodian. Should these clients wish to discuss the voting of their proxies, they may do so with a portfolio manager.

Item 18: Financial Information

We believe that our strong financial position is sufficient to allow us to honor all our contractual commitments to our clients.

**HERITAGE INVESTORS
MANAGEMENT CORPORATION**

**Balance Sheet
with
Independent Auditor's Report
December 31, 2019**

CONTENTS

	<u>Page</u>
Independent auditor's report	2
Balance sheet	4
Notes to financial statement	5

INDEPENDENT AUDITOR'S REPORT

To the Stockholders
Heritage Investors Management Corporation

We have audited the accompanying balance sheet of Heritage Investors Management Corporation at December 31, 2019 and the related notes to the financial statement.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENT

Management is responsible for the preparation and fair presentation of this financial statement in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the financial statement that is free from material misstatement, whether due to fraud or error.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on this financial statement based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statement is free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



OPINION

In our opinion, the financial statement referred to above presents fairly, in all material respects, the financial position of Heritage Investors Management Corporation as of December 31, 2019, in accordance with accounting principles generally accepted in the United States of America.

Grossberg Company LLP

Bethesda, MD
March 3, 2020

HERITAGE INVESTORS MANAGEMENT CORPORATION

BALANCE SHEET

DECEMBER 31, 2019

<u>Assets</u>	
Current assets:	
Cash and cash equivalents (Note 2)	\$ 4,347,388
Short-term marketable securities (Note 3)	3,398,242
Accounts receivable - trade	698,307
Accounts receivable - other	195
Accrued interest receivable	83,632
Prepaid expenses	61,291
Total current assets	8,589,055
Property and equipment, net of accumulated depreciation of \$381,931	392,149
Cash value of insurance policy (Note 4)	149,767
Long-term marketable securities (Note 3)	1,537,265
	\$ 10,668,236
<u>Liabilities and Stockholders' Equity</u>	
Current liabilities:	
Accrued compensation	\$ 78,152
Deferred fee revenue (Note 5)	2,988,348
Total current liabilities	3,066,500
Deferred rent obligation (Note 6)	199,075
Total liabilities	3,265,575
Stockholders' equity:	
Common stock - no par value; 7,143 shares authorized; 3,857 shares issued and 1,000 shares outstanding	8,500
Additional paid-in capital	700,000
Retained earnings	7,003,462
Accumulated other comprehensive income	(6,301)
	7,705,661
Treasury stock, 2,857 shares	(303,000)
Stockholders' equity - net	7,402,661
	\$ 10,668,236

See accompanying notes.

HERITAGE INVESTORS MANAGEMENT CORPORATION

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2019

1. *Accounting policies*

Nature of operations - Heritage Investors Management Corporation operates from a single location in Bethesda, Maryland. We provide investment advisory services to clients on a for-fee basis.

Use of estimates - We prepare our financial statements in conformity with accounting principles generally accepted in the United States of America (U.S. GAAP), which require management to make estimates and assumptions that affect certain reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Accordingly, actual results could differ from those estimates.

Cash and cash equivalents - Cash and cash equivalents include currency on hand, demand deposits with banks and other financial institutions, and all highly-liquid debt instruments purchased with an original maturity of three months or less.

Marketable securities - Marketable securities are classified as available-for-sale and are carried at fair value, with related unrealized gains and losses reported as accumulated other comprehensive income (loss), a separate component of stockholder's equity. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The amortized cost of debt securities is adjusted for amortization of premiums and accretion of discounts to maturity. Such amortization and accretion is included in investment income, along with interest and dividends. The cost of securities sold is based on the specific identification method; realized gains and losses resulting from such sales are included in investment income.

Investment securities are reviewed for impairment in accordance with FASB Accounting Standards Codification Topic 320, Investments - Debt and Equity Securities. We periodically review our investments for indications of other than temporary impairment considering many factors, including the extent and duration to which a security's fair value has been less than its cost, overall economic and market conditions, and the financial condition and specific prospects for the issuer. Impairment of investment securities results in a charge to income when a market decline below cost is other than temporary.

Accounts receivable and bad debts - Accounts receivable are charged to bad debt expense when they are determined to be uncollectible based upon a periodic review of the accounts by management. U.S. GAAP requires that the allowance method be used to recognize bad debts; however, the effect of using the direct write-off method is not materially different from the results that would have been obtained under the allowance method.

Property and equipment - We record property and equipment at cost. Depreciation is computed by the straight-line method over the estimated useful lives of the related assets, which range from five to eleven years. Leasehold improvements are amortized over the lives of the respective leases or the service lives of the improvements, whichever is shorter. Depreciation expense for the year ended December 31, 2019 aggregated \$57,423.

HERITAGE INVESTORS MANAGEMENT CORPORATION

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2019

1. *Accounting policies (continued)*

Revenue recognition and adoption of new accounting standard - In May 2014, the FASB issued guidance (Accounting Standards Codification [ASC] 606, *Revenue from Contracts with Customers*) which provides a five-step analysis of contracts to determine when and how revenue is recognized and replaces most existing revenue recognition guidance in U.S. generally accepted accounting principles. The core principle of the new guidance is that an entity should recognize revenue to reflect the transfer of goods and services to customers in an amount equal to the consideration the entity receives or expects to receive. ASC 606 is effective for annual reporting periods beginning after December 15, 2018, and interim periods within fiscal years beginning after December 15, 2019. The Company adopted ASC 606 with a date of the initial application of January 1, 2019.

The Company applied ASC 606 using the cumulative effect method, which resulted in the recognition of no adjustment to the opening balance of retained earnings at January 1, 2019 and had no impact on the Company's financial position, results of operations, or cash flows. The Company does not expect the adoption of the new revenue standard to have a material impact on its net income on an ongoing basis, as explained below.

The majority of the Company's revenue is recognized over time based on the transfer of control. Revenue recognized over time primarily consists of a single performance obligation to transfer promised services that is satisfied within one year or less. In addition, contract modifications are generally minimal.

Based on the Company's evaluation of its contracts with customers, the timing and amount of revenue recognized previously is consistent with how revenue is recognized under the new standard. No changes were required to previously reported revenues as a result of the adoption. See Note 5 for required disclosures and our revenue recognition accounting policies.

Subsequent events - The Company has evaluated subsequent events through March 3, 2020, which is the date these financial statements were available to be issued. All subsequent events requiring recognition as of December 31, 2019 have been incorporated into these statements.

2. *Cash and cash equivalents*

We maintain a portion of our cash and cash equivalents in a deposit account with a major U.S. bank. The balance is insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000. At December 31, 2019, there were no balances in excess of the FDIC coverage limit. We have not experienced any losses in this account and do not believe we are exposed to any significant credit risk on our deposits.

At December 31, 2019, we had invested \$3,810,070 in a money market mutual fund. The fund invests in short-term debt instruments and seeks to maintain a stable \$1 per share value. This account is not insured by the FDIC. We have not experienced any losses in such account and do not believe we are exposed to any significant credit risk on the balance of our account in this fund.

HERITAGE INVESTORS MANAGEMENT CORPORATION

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2019

3. Marketable securities

All of our marketable securities are classified as available for sale-type securities consisting of tax-exempt municipal bonds as follows at December 31, 2019:

	<u>Amortized Cost</u>	<u>Fair Value</u>	<u>Accumulated Unrealized Gain</u>	<u>Accumulated Unrealized Loss</u>
Municipal debt securities				
Due in 2020	\$ 3,408,679	\$ 3,398,242	\$ 3,383	\$ (13,820)
Due after 2020	1,533,129	1,537,265	11,854	(7,718)
	<u>\$ 4,941,808</u>	<u>\$ 4,935,507</u>	<u>\$ 15,237</u>	<u>\$ (21,538)</u>

The following table sets forth by level, within the fair value hierarchy, the Company's investments which are measured at fair value at December 31, 2019.

	<u>Fair Value</u>	<u>Level 1</u>
Municipal debt securities issuing by state:		
Maryland	\$ 3,954,331	\$ 3,954,331
Pennsylvania	294,304	294,304
New York	261,444	261,444
Illinois	205,704	205,704
Virginia	100,156	100,156
Puerto Rico	94,500	94,500
North Carolina	25,068	25,068
	<u>\$ 4,935,507</u>	<u>\$ 4,935,507</u>

Accounting principles generally accepted in the United State have established a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). Level 3 inputs are used only when Level 1 or Level 2 inputs are not available for specific assets. The Company uses appropriate valuation techniques based on the available inputs to measure the fair value of its assets. When available, the Company measures fair value using Level 1 or 2 inputs because they generally provide the most reliable evidence of fair value. No Level 3 or 2 inputs were needed to determine fair value of investments held at December 31, 2019.

HERITAGE INVESTORS MANAGEMENT CORPORATION

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2019

4. *Cash value of officer's life insurance*

We are the owner and beneficiary of insurance policies with a face value aggregating \$500,000 on the life of the president/stockholder. The liquidation value of the policies was \$149,767 at December 31, 2019.

5. *Revenue recognition*

Significant accounting policies - Revenue is measured based on a formula to determine consideration specified in the contracts with our clients. Generally, we bill our clients in advance of the service period and recognize such billings in revenue as performance obligations are satisfied, ratably over the service period. The terms of the contracts with our clients require that we refund any unearned fees upon cancellation of such contracts.

Disaggregation of revenue - Fee revenue for investment advisory services provided to our clients is recognized in revenue over time. Fees billed to clients may be influenced by several factors, including market performance of each client's assets under management.

Contract balances - Contract assets include unpaid client billings and are included in accounts receivable - trade on the balance sheet. Contract liabilities include deferred revenue resulting from client fees received in advance of the service period. Such deferred revenue is expected to be recognized in revenue in the subsequent year based on the passage of time. At December 31, 2019, contract assets and contract liabilities were \$698,307 and \$2,988,348, respectively. At the beginning of the year, contract assets were \$1,055,656 and contract liabilities were \$2,737,504, which were recognized into revenue during 2019. At December 31, 2019, \$665,633 of unpaid customer billings were included in deferred fee revenue.

Performance obligations - For performance obligations related to investment advisory services, control transfers to clients over time. Fees for such services represent variable consideration, as the transaction price is generally based on a percentage of assets under management at a given point in time, as defined in each contract. Any additional services provided to clients are considered interrelated with the investment advisory services and immaterial to each contract as a whole.

Significant judgements - The Company recognizes contract revenue for financial reporting purposes ratably over time. This method is used as investment advisory services are considered ongoing throughout the service period.

6. *Lease*

We conduct our operations in office space rented under an operating lease which expires December 31, 2028. Rent expense for the year ended December 31, 2019 was \$245,379.

HERITAGE INVESTORS MANAGEMENT CORPORATION

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2019

6. *Lease (continued)*

Future minimum payments under this lease are as follows:

<u>Year ending December 31,</u>	
2020	\$ 228,000
2021	234,000
2022	240,000
2023	247,000
2024	254,000
Thereafter	1,087,000
	<hr/>
	\$ 2,290,000

We have the option of extending the lease for an additional five-year term. The above amounts only include future minimum lease payments due during the current lease term.

Our lease agreement provides for fixed annual escalations of rental payments. As required by U.S. GAAP, we recognize the portion of our rental payments that represent base rents in expense ratably over the term of the lease. The deferred lease obligation at December 31, 2019 represents the cumulative amount of rent expense recognized for financial statement purposes in excess of our actual cash payments for base rents through such date.

7. *Retirement plans*

We maintain a qualified defined contribution cash or deferred arrangement profit sharing and 401(k) plan (the Plan) covering substantially all employees. The Plan also permits participants to make Roth 401(k) contributions. Annual contributions to the Plan are at the sole discretion of the Board of Directors, but are limited to 25% of the allowable compensation paid or otherwise accrued to all participants during the year. Expense recognized for safe-harbor contributions to the Plan was \$72,529 for the year ended December 31, 2019. Expense recognized for other employer contributions to the Plan for the year ended December 31, 2019 was \$241,764.

8. *Income taxes*

We elected S corporation status under the Internal Revenue Code effective July 1, 2001. In lieu of corporate income taxes, the stockholders of an S corporation are required to report on their personal federal and state income tax return their proportionate share of our taxable income.

Our Company is no longer subject to U.S. Federal or state income tax examinations by tax authorities for years prior to 2016, generally for three years after the returns were filed.

HERITAGE INVESTORS MANAGEMENT CORPORATION

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2019

9. *Change in accounting for leases and revenue recognition*

On February 25, 2016, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2016-02, Leases (Topic 842) which establishes new accounting principles applicable to leases, including leases for office space.

When implemented the new standards will require us to do the following:

1. Recognize a right-of-use asset and a lease liability, initially measured at the present value of the lease payments, in the balance sheet.
2. Recognize a single lease cost, calculated so that the cost of the lease is allocated over the lease term on a generally straight-line basis.
3. Classify all cash payments within operating activities in the statement of cash flows.

In addition, also consistent with current accounting standards, a lessee (and a lessor) should exclude most variable lease payments in measuring lease assets and lease liabilities, other than those that are in substance fixed payments.

Nonpublic companies will have to begin applying the new standards for fiscal years that start after December 15, 2020, while early implementation ahead of the effective date is permitted.

We have not yet evaluated the impact of the new standard on our financial statements, nor made a decision as to whether we will implement the standard prior to its effective date.

Part 2B

Item 1. Cover Page

Michael S. Cornfeld, CFA

Heritage Investors Management Corporation
7101 Wisconsin Avenue, Suite 950
Bethesda, MD 20814
Telephone: 301-951-0440
Fax: 301-951-4954
Email: MCornfeld@HeritageInvestors.com

March 27, 2020

This brochure supplement provides information about Michael S. Cornfeld that supplements the Heritage Investors Management Corporation brochure. You should have received a copy of that brochure. Please contact Gayl Tjornehoj, Vice President of Administration, if you did not receive the Heritage Investors Management Corporation's brochure or if you have questions about the contents of this supplement.

Item 2: Education Background and Business Experience:

Michael S. Cornfeld
Year of Birth: 1949

Education:

Columbia University, MA 1973
Cornell University, BA 1971
Chartered Financial Analyst 1978
Chartered Investment Counselor 1984

Business Background:

Heritage Investors Management Corporation:
Chairman of the Board of Directors, September 1990 to present
President and Treasurer, October 1985 to present
Chief Compliance Officer, October 2004 to present
Vice President, January 1975 to October 1985

Item 3: Disciplinary Information

There have been no disciplinary events for Mr. Cornfeld.

Item 4: Other Business Activities

Mr. Cornfeld is not engaged in any other investment-related business.

Item 5: Additional Compensation

Mr. Cornfeld's sole source of compensation is from Heritage Investors. He has no other business compensation.

Item 6: Supervision

Mr. Cornfeld is the President of Heritage Investors Management Corporation and is an active participant in and supervisor of the investment management process. As the Chief Executive Officer, Mr. Cornfeld is responsible for the day-to-day activities of the entire firm. Mr. Cornfeld is also the Chief Compliance Officer. As President, Mr. Cornfeld is deemed to supervise himself.

Item 1. Cover Page

Derek R. Stone, CFA

Heritage Investors Management Corporation
7101 Wisconsin Avenue, Suite 950
Bethesda, MD 20814
Telephone: 301-951-0440
Fax: 301-951-4954
Email: DStone@HeritageInvestors.com

March 27, 2020

This brochure supplement provides information about Derek R. Stone that supplements the Heritage Investors Management Corporation brochure. You should have received a copy of that brochure. Please contact Gayl Tjornehoj, Vice President of Administration, if you did not receive the Heritage Investors Management Corporation's brochure or if you have questions about the contents of this supplement.

Item 2: Education Background and Business Experience:

Derek R. Stone
Year of Birth: 1958

Education:

University of Pennsylvania, Wharton School, MBA 1982
Harvard College, BA 1980
Chartered Financial Analyst 1985
Chartered Investment Counselor 1985

Business Background:

Heritage Investors Management Corporation:
Vice President, July 1992 to present
Portfolio Manager and Analyst, July 1982 to present

Item 3: Disciplinary Information

There have been no disciplinary events for Mr. Stone.

Item 4: Other Business Activities

Mr. Stone is not engaged in any other investment-related business.

Item 5: Additional Compensation

Mr. Stone's sole source of compensation is from Heritage Investors. He has no other business compensation.

Item 6: Supervision

Michael Cornfeld is the manager of the firm's portfolio managers. In that role, he sets the team's overall strategic objectives. On a day-to-day basis, he and Andrew Schenker approve trades by reviewing each manager's proposed portfolio changes and reviews those trades after execution. Portfolio manager client calls and meetings are documented and then reviewed by them. Mr. Cornfeld, President of Heritage, and Mr. Schenker, Director of Research, can be reached at 301-951-0440.

Item 1. Cover Page

Kenneth J. Long, CFA, CPA

Heritage Investors Management Corporation
7101 Wisconsin Avenue, Suite 950
Bethesda, MD 20814
Telephone: 301-951-0440
Fax: 301-951-4954
Email: Ken@HeritageInvestors.com

March 27, 2020

This brochure supplement provides information about Kenneth J. Long that supplements the Heritage Investors Management Corporation brochure. You should have received a copy of that brochure. Please contact Gayl Tjornehoj, Vice President of Administration, if you did not receive the Heritage Investors Management Corporation's brochure or if you have questions about the contents of this supplement.

Item 2: Education Background and Business Experience:

Kenneth J. Long
Year of Birth: 1968

Education:

Duke University, Fuqua School of Business, MBA 1995
University of Maryland, Baltimore County, BA 1990
Chartered Financial Analyst 1998
Chartered Investment Counselor 2000
Certified Public Accountant, State of Maryland 1990

Business Background:

Heritage Investors Management Corporation:
Vice President, December 2002 to present
Portfolio Manager and Analyst, August 1995 to present
Coopers and Lybrand, CPA's:
Staff Accountant, July 1990 to July 1993

Item 3: Disciplinary Information

There have been no disciplinary events for Mr. Long.

Item 4: Other Business Activities

Mr. Long is not engaged in any other investment-related business.

Item 5: Additional Compensation

Mr. Long's sole source of compensation is from Heritage Investors. He has no other business compensation.

Item 6: Supervision

Michael Cornfeld is the manager of the firm's portfolio managers. In that role, he sets the team's overall strategic objectives. On a day-to-day basis, he and Andrew Schenker approve trades by reviewing each manager's proposed portfolio changes and reviews those trades after execution. Portfolio manager client calls and meetings are documented and then reviewed by them. Mr. Cornfeld, President of Heritage, and Mr. Schenker, Director of Research, can be reached at 301-951-0440.

Item 1. Cover Page

Jean M. Kennedy, CFA

Heritage Investors Management Corporation
7101 Wisconsin Avenue, Suite 950
Bethesda, MD 20814
Telephone: 301-951-0440
Fax: 301-951-4954
Email: JKennedy@HeritageInvestors.com

March 27, 2020

This brochure supplement provides information about Jean M. Kennedy that supplements the Heritage Investors Management Corporation brochure. You should have received a copy of that brochure. Please contact Gayl Tjornehoj, Vice President of Administration, if you did not receive the Heritage Investors Management Corporation's brochure or if you have questions about the contents of this supplement.

Item 2: Education Background and Business Experience:

Jean M. Kennedy
Year of Birth: 1960

Education:

Tulane University, Freeman School of Business, MBA 1986
Stanford University, BA 1981
Chartered Financial Analyst 1989
Chartered Investment Counselor 2006

Business Background:

Heritage Investors Management Corporation:
Vice President, July 2007 to present
Portfolio Manager and Analyst, September 2000 to present
SOL Capital Management Company:
Vice President, Relationship Manager, January 1999 to August 2000
Alex, Brown & Sons:
Vice President, Equity Research, January 1994 to February 1995
Brice Enviro Ventures:
Strategy Consultant, October 1990 to January 1994
Bear, Stearns:
Equity Research Analyst, August 1986 to July 1990

Item 3: Disciplinary Information

There have been no disciplinary events for Ms. Kennedy.

Item 4: Other Business Activities

Ms. Kennedy is not engaged in any other investment-related business.

Item 5: Additional Compensation

Ms. Kennedy's sole source of compensation is from Heritage Investors. She has no other business compensation.

Item 6: Supervision

Michael Cornfeld is the manager of the firm's portfolio managers. In that role, he sets the team's overall strategic objectives. On a day-to-day basis, he and Andrew Schenker approve trades by reviewing each manager's proposed portfolio changes and reviews those trades after execution. Portfolio manager client calls and meetings are documented and then reviewed by them. Mr. Cornfeld, President of Heritage, and Mr. Schenker, Director of Research, can be reached at 301-951-0440.

Item 1. Cover Page

Andrew M. Schenker, CFA

Heritage Investors Management Corporation
7101 Wisconsin Avenue, Suite 950
Bethesda, MD 20814
Telephone: 301-951-0440
Fax: 301-951-4954
Email: ASchenker@HeritageInvestors.com

March 27, 2020

This brochure supplement provides information about Andrew Schenker that supplements the Heritage Investors Management Corporation brochure. You should have received a copy of that brochure. Please contact Gayl Tjornehoj, Vice President of Administration, if you did not receive the Heritage Investors Management Corporation's brochure or if you have questions about the contents of this supplement.

Item 2: Education Background and Business Experience:

Andrew M. Schenker
Year of Birth: 1979

Education:

Columbia University Business School, MBA 2008
Duke University, BS 2001
Chartered Financial Analyst 2018

Business Background:

Heritage Investors Management Corporation:
Director of Research, November 2016 to present
Portfolio Manager and Analyst, January 2017 to present
Morgan Stanley:
Executive Director, January 2016 to October 2016
Lead Analyst: Managed Care and Healthcare Facilities,
July 2012 to October 2016
Vice President, January 2012 to December 2015
Lead Analyst: Mid-market PBMs, September 2011 to December 2012
Equity Research Associate, September 2009 to December 2012
Sanford C. Bernstein:
Research Associate, July 2008 to September 2009
Oppenheimer Capital (now Allianz Capital):
Summer Associate, June 2007 to August 2007
Advent Capital Management:
MBA Intern, September 2006 to May 2007
Richard L. Hanley Associates:
Research Associate, May 2002 to June 2006

Item 3: Disciplinary Information

There have been no disciplinary events for Mr. Schenker.

Item 4: Other Business Activities

Mr. Schenker is not engaged in any other investment-related business.

Item 5: Additional Compensation

Mr. Schenker's sole source of compensation is from Heritage Investors. He has no other business compensation.

Item 6: Supervision

Michael Cornfeld is the manager of the firm's portfolio managers. In that role, he sets the team's overall strategic objectives. On a day-to-day basis, he and Kenneth Long approves trade by reviewing each manager's proposed portfolio changes and reviews those trades after execution. Portfolio manager client calls and meetings are documented and then reviewed by them. Mr. Cornfeld, President of Heritage, and Mr. Long, Vice President, can be reached at 301-951-0440.

Item 1. Cover Page

Brian M. Curtin

Heritage Investors Management Corporation
7101 Wisconsin Avenue, Suite 950
Bethesda, MD 20814
Telephone: 301-951-0440
Fax: 301-951-4954
Email: BCurtin@HeritageInvestors.com

March 27, 2020

This brochure supplement provides information about Brian M. Curtin that supplements the Heritage Investors Management Corporation brochure. You should have received a copy of that brochure. Please contact Gayl Tjornehoj, Vice President of Administration, if you did not receive the Heritage Investors Management Corporation's brochure or if you have questions about the contents of this supplement.

Item 2: Education Background and Business Experience:

Brian M. Curtin
Year of Birth: 1979

Education:

New York University, Leonard N. Stern School of Business, MBA 2007
Cornell University, College of Engineering, BS 2001

Business Background:

Heritage Investors Management Corp.
Research Analyst, February 2018 to March 2018
Portfolio Manager, March 2018 to Present
FBR Capital Markets:
Vice President, Institutional Equity Sales, August 2016 to June 2017
Lord Abbett & Co. LLC:
Research Analyst, Fixed Income, January 2011 to October 2015
ING GROEP NV:
Vice President, Research Analyst, January 2010 to June 2010
Research Analyst, August 2007 to January 2010
Manhasset Capital Management:
MBA Intern, Research Analyst, October 2006 to May 2007
S.A.C. Capital Advisors, LLC:
MBA Intern, Research Analyst September 2005 to October 2006
Loomis, Sayles & Company L.P.:
Research Associate, November 2003 to August 2005
Bank of New York Mellon Corporation:
Corporate Actions Specialist, August 2001 to November 2003

Item 3: Disciplinary Information

There have been no disciplinary events for Mr. Curtin.

Item 4: Other Business Activities

Mr. Curtin is not engaged in any other investment-related business.

Item 5: Additional Compensation

Mr. Curtin's sole source of compensation is from Heritage Investors. He has no other business compensation.

Item 6: Supervision

Michael Cornfeld is the manager of the firm's portfolio managers. In that role, he sets the team's overall strategic objectives. On a day-to-day basis, he and Andrew Schenker approve trades by reviewing each manager's proposed portfolio changes and reviews those trades after execution. Portfolio manager client calls and meetings are documented and then reviewed by them. Mr. Cornfeld, President of Heritage, and Mr. Schenker, Director of Research, can be reached at 301-951-0440.

Item 1. Cover Page

Laura L. McAree, CFA

Heritage Investors Management Corporation
7101 Wisconsin Avenue, Suite 950
Bethesda, MD 20814
Telephone: 301-951-0440
Fax: 301-951-4954
Email: LMcAree@HeritageInvestors.com

August 25, 2020

This brochure supplement provides information about Laura McAree that supplements the Heritage Investors Management Corporation brochure. You should have received a copy of that brochure. Please contact Gayl Tjornehoj, Vice President of Administration, if you did not receive the Heritage Investors Management Corporation's brochure or if you have questions about the contents of this supplement.

Item 2: Education Background and Business Experience:

Laura L. McAree
Year of Birth: 1965

Education:

University of Pennsylvania, Wharton School, BS 1987
Chartered Financial Analyst 1996
Chartered Financial Planner 2018

Business Background:

Heritage Investors Management Corporation:
Portfolio Manager and Analyst, March 2020 to present
Goldman Sachs Personal Financial Management/United Capital
Vice President, March 2019 to March 2020
West Financial Services, Inc.
Portfolio Manager, April 2014 to March 2020
Unemployed, June 2010 to March 2014
Garnet Group
Investment Advisor, November 2007 to June 2010
Aegis Wealth Management
Associate, 2007
Unemployed 2000 to 2007
Heritage Investors Management Corporation
Portfolio Manager, 1999 to 2000
Salomon Smith Barney
Financial Consultant, 1998
T. Rowe Price
Fixed Income Trade, 1990 to 1997
Boeing Company
Fixed Income Manager, 1990
Harvard Management Company
Analyst, 1987 - 1990

Item 3: Disciplinary Information

There have been no disciplinary events for Ms. McAree.

Item 4: Other Business Activities

Ms. McAree is not engaged in any other investment-related business.

Item 5: Additional Compensation

Ms. McAree's sole source of compensation is from Heritage Investors. He has no other business compensation.

Item 6: Supervision

Michael Cornfeld is the manager of the firm's portfolio managers. In that role, he sets the team's overall strategic objectives. On a day-to-day basis, he and Andrew Schenker approve trades by reviewing each manager's proposed portfolio changes and reviews those trades after execution. Portfolio manager client calls and meetings are documented and then reviewed by them. Mr. Cornfeld, President of Heritage, and Mr. Schenker, Director of Research, can be reached at 301-951-0440.

Appendix A

Qualifications Required for Professional Designation Credentials

Heritage Investors Management Corporation
7101 Wisconsin Avenue, Suite 950
Bethesda, MD 20814
Tel: 301-951-0440
Fax: 301-951-4954
Email: Heritage@HeritageInvestors.com

CFA Institute Financial Adviser Statement for SEC Form ADV

The Chartered Financial Analyst (CFA) charter is a globally respected, graduate-level investment credential established in 1962 and awarded by the CFA Institute - the largest global association of investment professionals.

There are currently more than 154,000 CFA charter holders working in 165 countries/territories. To earn the CFA charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join CFA Institute as members; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

High Ethical Standards

The CFA Institute Code of Ethics and Standards of Professional Conduct, enforced through an active professional conduct program, require CFA charter holders to:

- Place their clients' interests ahead of their own
- Maintain independence and objectivity
- Act with integrity
- Maintain and improve their professional competence
- Disclose conflicts of interest and legal matters

Global Recognition

Passing the three CFA exams is a difficult feat that requires extensive study (successful candidates report spending an average of 300 hours of study per level). Earning the CFA charter demonstrates mastery of many of the advanced skills needed for investment analysis and decision making in today's quickly evolving global financial industry. As a result, employers and clients are increasingly seeking CFA charter holders—often making the charter a prerequisite for employment.

Additionally, regulatory bodies in 22 countries and territories recognize the CFA charter as a proxy for meeting certain licensing requirements, and more than 300 colleges and universities around the world have incorporated a majority of the CFA Program curriculum into their own finance courses.

Comprehensive and Current Knowledge

The CFA Program curriculum provides a comprehensive framework of knowledge for investment decision making and is firmly grounded in the knowledge and skills used

every day in the investment profession. The three levels of the CFA Program test a proficiency with a wide range of fundamental and advanced investment topics, including ethical and professional standards, fixed-income and equity analysis, alternative and derivative investments, economics, financial reporting standards, portfolio management, and wealth planning.

The CFA Program curriculum is updated every year by experts from around the world to ensure that candidates learn the most relevant and practical new tools, ideas, and investment and wealth management skills to reflect the dynamic and complex nature of the profession.

To learn more about the CFA charter, visit www.cfainstitute.org.

CIC – Chartered Investment Counselor

The Chartered Investment Counselor (CIC) charter is a professional designation established in 1975 and awarded by the Investment Adviser Association (IAA). The Charter was designed to recognize the special qualifications of persons employed by IAA member firms whose primary duties involve investment counseling and portfolio management.

A key educational component of the program is the requirement that candidates hold the Chartered Financial Analyst® (CFA®) designation, administered by CFA Institute (see <http://www.cfainstitute.org/cfaprogram/Pages/index.aspx>). In addition to successful completion of the CFA program, the CIC designation requires candidates to demonstrate significant experience (at least 5 cumulative years) in a position performing investment counseling and portfolio management responsibilities. At the time the charter is awarded, candidates must be employed by an IAA member firm in such a position, must provide work and character references, must endorse the IAA's Standards of Practice, and must provide professional ethical information. For more information, see: <https://www.investmentadviser.org/eweb/dynamicpage.aspx?webcode=cic>.

CPA – Certified Public Accountant

Initial requirements

- Complete an approved accounting college curriculum
- Pass the Uniform CPA Examination
- Earn 2,000 hours of experience in accounting-related activities

Continuing requirements

- For active status, complete 80 of continuing education hours every two years (not required for inactive status)