

Item 1 – Cover
Page



Santander Securities LLC
2 Morrissey Boulevard
Dorchester, MA

www.santandersecurities.com

Part 2A of Form ADV: Firm Brochure

March 31, 2020

This Brochure provides information about the qualifications and business practices of Santander Securities LLC (hereinafter “SLLC” or the “Firm”). If you have any questions about the contents of this Brochure, please contact SLLC at (866) 736-6475. 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.

SLLC is a registered investment adviser. Registration of an investment adviser does not imply any level of skill or training. The oral and written communications of an adviser provide you with information about which you determine to hire or retain an adviser.

Additional information about SLLC is available on the SEC’s website at www.adviserinfo.sec.gov. You can search this site by a unique identifying number known as a “CRD number”, SLLC’s CRD number is 41791.

Important Notice

Santander Investment Services activates its Business Continuity Plan

Santander and Santander Securities LLC (“SLLC” or “Firm”) is closely monitoring the developments of the coronavirus (COVID-19) situation and following the guidance from relevant authorities, including the Centers for Disease Control and Prevention, the World Health Organization and various US state and local governments. As a result of this situation, SLLC has activated its Business Continuity Plan (“BCP”). SLLC has taken this action to ensure that it continues to service customers, while taking precautionary measures to help mitigate the risk of contagion, including suspending non-essential business travel, and postponing, cancelling or moving larger group meetings to a virtual format, and reducing onsite staff to essential employees only.

While in its BCP, SLLC will continue to work to ensure no disruption of its business or operations. We are confident that there will be no significant impact on SLLC’s ability to provide its customers with the same level of service as it does today.

Contact Your Santander Investment Services Financial Consultant

During this time, you may continue to contact your Santander Investment Services Financial Consultant (“FC”) either at their regular branch phone number or through his/her Santander Investment Services email. Should you not have a phone number or an email address for your FC, you may contact the Firm’s Customer Service Center at 1-866-736-6475 for assistance.

Sending Documentation

If you are unable to communicate with or provide documentation to your FC via email, an additional option is to send such correspondence to SLLC’s home office location at:

Santander Investment Services
2 Morrissey Boulevard
Mail Code: MA1-MB2-03-17
Dorchester, MA 02125

SLLC BCP Plan:

Please refer to section 21 of this brochure.

Item 2 – Material Changes

Santander Securities LLC believes that communication and transparency are the foundation of its relationship with clients and will continually strive to provide our clients with complete and accurate information at all times. SLLC encourages all current and prospective clients to read this Disclosure Brochure and discuss any questions you may have with your Financial Consultant.

The Firm added additional information in efforts to provide even more transparency in regard to “cash sweep investments”. The Firm clarified that no remuneration is received by the Firm should you choose to participate in a cash sweep investment available on our advisory platform. Please refer to the relevant section of this brochure for more information.

The Firm’s CEO and President Alan Chabot, left the Firm at the end of 2019 to pursue other opportunities. We thank Alan for all his contributions and wish him the best in all future endeavors. Jeff Weiner, the Firm’s Head of Product has assumed the role of CEO and President in the interim. This change in management will have no effect on the services we provide and the management of your account.

In 2020 Santander Securities entered into a settlement agreement as a single investment adviser representative provided advisory services in the state of New Hampshire prior to being registered to do so. The Firm should note, the adviser held a valid advisory license during the relevant time period, due to an administrative oversight the Firm failed to register that license from May 2018 to July 2019 in the state. The settlement included a \$35,000.00 fine and \$15,000.00 for the cost of the investigation and unpaid fees.

Will I receive a Brochure every year?

We may, at any time, update this Brochure. Any material changes will either be sent to you as a summary of those changes or, depending on the extent of these changes, you may receive the entire updated Brochure.

May I request additional copies of the Brochure?

Absolutely. You may request and receive additional copies of this Brochure in one of three ways:

- Contact your Financial Consultant directly.
- Download the Brochure from the SEC website at <http://www.adviserinfo.sec.gov/>. Select “investment adviser Firm” and type in our Firm name or CRD # 41791.
- Contact SLLC’s Customer Service Department at: (866) 736-6475 to request a Brochure free of charge.

Item 3 – Table of Contents

Item 1 – Cover Page_____	1
Item 2 – Material Changes_____	3
Item 3 – Table of Contents_____	4
Item 4 – Advisory Business_____	5
Item 5 – Fees and Compensation_____	14
Item 6 – Performance-Based Fees_____	17
Item 7 – Types of Clients_____	17
Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss_____	18
Item 9 – Disciplinary Information_____	20
Item 10 – Other Financial Industry Activities and Affiliations_____	22
Item 11 – Code of Ethics, Participation in Client Transactions and Personal Trading_____	23
Item 12 – Brokerage Practices_____	25
Item 13 – Review of Accounts_____	26
Item 14 – Client Referrals and Other Compensation_____	27
Item 15 – Custody_____	28
Item 16 – Investment Discretion_____	28
Item 17 – Voting Client Securities_____	28
Item 18 – Financial Information_____	29
Item 19 – Privacy Policy_____	30
Item 20 – Retired Managed Solutions_____	32
Item 21 – SLLC Business Continuity Plan_____	34

Item 4 – Advisory Business

Since 1996, Santander Securities LLC (hereinafter “SSLLC”) has been registered with the Financial Industry Regulatory Authority (hereinafter “FINRA”) as an introducing broker-dealer, clearing through Pershing LLC (“Pershing”) on a fully disclosed basis, to engage in the offer and sale of securities products. In addition, in November 1999, SSLLC registered with the United States Securities and Exchange Commission (hereinafter, the “SEC”) as an investment adviser. SSLLC is a wholly-owned subsidiary of Santander Holdings USA, Inc., a holding company for Santander Bank, NA that provides various banking products and services primarily in the Mid-Atlantic and Northeastern United States. Santander Holdings USA, Inc. is a subsidiary of Banco Santander, S.A. SSLLC’s advisory services are offered through certain SSLLC Financial Consultants also referred to as Advisors who have registered as investment adviser representatives. Registration does not imply a certain level of skill or training. Other material affiliates of SSLLC include Santander Asset Management LLC, Banco Santander Puerto Rico, Santander Bank N.A., and Banco Santander International. However, as part of the Santander Group, SSLLC is affiliated with numerous other entities throughout a number of different companies. Please refer to “Item 10” for information on affiliated entities with which SSLLC has material relationships and the method in which SSLLC manages certain conflicts that arise in such relationships.

As of December 31, 2019, SSLLC has approximately **\$ 1,397,370,000** in client assets under management.

SSLLC provides investment advisory services to clients via various services, which include financial planning and, access to wrap-fee programs, including fund strategist portfolios, unified managed accounts and separately managed accounts sponsored by Envestnet Asset Management Inc. In addition to our managed solutions, the Firm offers securities based consumer lending. The products and services we offer are limited to certain programs and options we have selected based on our due diligence, third-party due diligence as well as certain approved and/or qualified list(s) provided and monitored by Envestnet. As such, products and solutions available to you should be considered to be limited.

Getting to Know You Better

Most advisory relationships begin with an initial client meeting. Typically, meetings are conducted in person, over the telephone, or through email communications. The purpose of this initial meeting is to discuss with your Financial Consultant your investment history, goals, objectives, and concerns as it relates to the management of your account. The investment advisory services provided by SSLLC depend largely on the personal information the client provides to the Financial Consultant. For SSLLC to provide appropriate investment advice to a client, it is very important that clients provide accurate and complete responses to their Financial Consultant’s questions about their financial condition, needs and objectives, and any restrictions they may wish to impose concerning the securities or types of securities to be bought, sold, or held in their managed account, if applicable. After the initial account is established, it is also important that clients inform their Financial Consultant of any changes in their financial condition, investment

objectives, personal circumstances, and reasonable investment restrictions on the account, if any that may affect the client's overall investment goals and strategies.

Program Choice Conflict of Interest

Clients should be aware that the compensation to SLLC or the Firm will differ according to the specific advisory program chosen. ***Compensation to your Financial Consultant will be level no matter what advisory solution is chosen eliminating any conflict of interest based on the solution they recommend.*** The compensation to SLLC may be more than the amounts we would otherwise receive if you participated in another program or paid for investment advice, brokerage, and/or other like services separately. We urge you to discuss compensation with your Financial Consultant in order to gain full transparency on how he/she is compensated and discuss all present conflicts of interest. Further, please be mindful that similar services or products may be available at other institutions at a lower cost.

More Detail about our Advisory Services

The Firm has developed several advisory services and programs to give you as much flexibility as possible. The specific advisory program selected by you may cost you more or less than purchasing program services separately. Factors that bear upon the cost of a particular advisory program in relation to the cost of the same services purchased separately include, but may not be limited to, the type and size of the account, the historical and/or expected size or number of trades for the account, the expertise and technology certain platform managers have access to, and the number and range of supplementary advisory and client-related services provided to the account. The Firm strongly believes each advisory relationship is unique and should be distinctly tailored for that individual. It is not uncommon for clients, who may be considered to be "similar" in nature, to receive tailored advice and be invested in different managed solutions. This will also lead to clients, who may be similar in nature, paying different advisory fees given their different managed solutions.

Santander Investments Direct ("SID") Team

In addition to our Financial Consultants that are located throughout our geographical foot print, the Firm also offers advisory services from a home office customer service team referred to as SID. The intent of this service includes but is not limited to providing on-going advice to our clients when a Financial Consultant departs from the Firm, provide on-going advisory services to low balance accounts as well as to service any advisory relationship the Firm sees fit. The Firm should note, these home office Financial Consultants will not receive advisory fees for the services and advice they provide, they are compensated by a salary that is not impacted by the advice or sales they generate in this capacity, further reducing any conflict of interest. As you are provided with an ADV Part 2B by your Financial Consultant, you will receive the ADV Part 2B for the home office team at the time of account transfer/establishment and should they provide you with any advisory services.

Important Considerations Prior to Opening an Account

The list below is meant to provide you with general overviews of several important facts that are common with the advisory programs that we offer. While the list below is not meant to include every possible situation, we do consider and take into account the following:

- Reasonable Restrictions

By sending us a written request, you may impose reasonable restrictions on the management of your account. For example, a reasonable restriction may indicate your desire that we or a recommended manager do not invest in a certain sector or industry. We may refuse to accept or manage your account if we determine such restrictions are unreasonable. In the event that we are unable to accept your restriction, we will give you the opportunity to modify or withdraw the restriction.

- Deposits and/or Withdrawals

Unless specifically stated, you may make additions to or withdrawals from your account at any time. If your account falls below the minimum required account value, we have the right to terminate your account.

- Trading Authorization

In general, advisory accounts with SSLLC are non-discretionary. Although certain accounts and third-party platforms may grant the Firm the ability to exercise discretion, it is the general practice of the Firm not to use discretionary authority.

- Trade Confirmations

You will receive trade confirmations for each transaction executed in your account.

- Quarterly Statements

You will receive a statement of your account and account activity no less than quarterly. If you have any questions regarding the performance of your account, please contact your Financial Consultant.

- Custody

The Firm would like you to know that we do not take “custody” of your money and/or your securities. Any check written for the purpose of making an investment into a managed account with SSLLC may not be made payable to SSLLC, SIS or any other variation of “Santander”. All checks must be made payable to Pershing. If a check is received made payable to any variation of “Santander”, it will be promptly returned to the client. If securities are inadvertently sent to SSLLC, they will be promptly returned to the client. Pershing, LLC is the custodian for all accounts offered by SSLLC.

- Cash Sweep Account

SSLLC and Pershing, the custodian of SSLLC's client accounts, have entered into an agreement whereby Pershing automatically invests or "sweeps" available cash balances in certain clients' accounts at Pershing into programs selected by the client should they choose to participate. Clients have an opportunity to earn interests on balances that participate in these sweep programs. Currently, the Firm offers our clients two sweep options on our advisory platform; the "Dreyfus Insured Deposit Program" which is an FDIC insured bank deposit account and the "Federated Municipal Obligations Service Shares" which is a money market mutual fund. SSLLC receives no remuneration for your participation in these investments. In addition, it is the intent of the Firm, to only invest our clients in sweep investments that do not generate additional fees known as 12b-1 fees. These offerings do not generate 12b-1 fees. No additional fees will be charged to you, or earned by your financial consultant, for your participation in sweep investments. The interest rates you earn may be lower than interest rates available should you invest directly in other products or with other institutions; please consult your financial professional and the product prospectus and/or terms and conditions document for additional information.

(Dreyfus Insured Deposits Program)

FDIC Insurance: Funds in the Deposit Accounts at any one Program Bank will be eligible for FDIC insurance up to \$250,000 (including principal and accrued interest) per depositor when aggregated with all other deposits held in the same insurable capacity (e.g., Individual, Joint, IRA, etc.) at a Bank. For example, funds in the Deposit Accounts at a Program Bank held in an Account registered to an individual are insured up to \$250,000 and funds in the Deposit Accounts at a Program Bank held in a joint Account registered to two individuals are insured up to \$250,000 per joint owner.

FDIC insurance protects your deposit in the event of the failure of a bank. However, any cash you hold at a Program Bank outside the Program may impact the insurance coverage available, as neither Pershing, BNYMSC, your Firm, nor Investment Professional monitors or takes any responsibility for cash you may have at a Program Bank outside of the Program. You are solely responsible for monitoring this.

Securities Investor Protection Corporation ("SIPC"): SIPC insures customer assets held at broker-dealers, such as Pershing, in the event of the failure of the broker-dealer. The deposits made through this Program are not insured by SIPC. Note that SIPC does not insure against the loss of value of any investment or product.

Please refer to the [Dreyfus Insured Deposit Program Terms and Conditions](#) for additional details and a full explanation of the costs to invest in this product.

(Federate Municipal Obligations Service Shares)

A money market mutual fund generally seeks to achieve a competitive rate of return consistent with the fund's investment objectives, which can be found in the fund's prospectus. Rates in the money market fund option offered as a cash sweep option will vary over time and may be higher or lower than the rate paid on other sweep options (including the FDIC-Insured Programs) or other money market mutual funds not offered as a cash sweep option. You could lose money by investing in the Fund. Although the Fund seeks to preserve the value of your investment at \$1.00 per share, it cannot guarantee it will do so. The Fund may impose a fee upon the sale of your shares or may temporarily suspend your ability to sell shares if the Fund's liquidity falls below required minimums because of market conditions or other factors.

An investment in the Fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The Fund's sponsor has no legal obligation to provide financial support to the Fund, and you should not expect that the sponsor will provide financial support to the Fund at any time. Money market mutual funds are covered by SIPC, which protects against the custodial risk (not a decline in market value) when a brokerage firm fails by replacing missing securities and cash up to a limit of \$500,000, of which \$250,000 may be cash.

Please consult the product [Prospectus](#) for additional details and a full explanation of the costs to invest in this product.

- Meetings with your Financial Consultant

Your Financial Consultant will always make themselves reasonably available to assist and answer any questions you may have. We ask that you meet with your Financial Consultant no less than annually to discuss your current financial condition, investment objectives, whether a managed account is still the right investment to meet your objectives and whether you wish to impose and/or modify any reasonable restrictions. In addition to this meeting, the Firm may also contact you by written communication in efforts to encourage you to review your account and urge you to contact your Financial Consultant should you like to discuss or modify your financial information or investments.

Financial Planning

SSLLC provides goal-based financial planning services to clients using a third-party software tool (MoneyGuidePro). There is no additional fee or charge for this service and no purchase of an investment or the establishment of an account is required. In conjunction with these services, SSLLC will prepare a comprehensive financial plan for clients based on their financial and personal circumstances. SSLLC does not provide tax or legal advice as part of its financial planning service. Specific financial planning issues to be addressed by SSLLC may include:

- Financial Management (Financial Situation/Budget/Cash Flow Analysis)

- Investment Management (Asset Allocation)
- Insurance Needs Analysis (Life, Disability, Long Term Care Needs)
- College Funding
- Accumulation Planning
- Retirement Planning
- Estate Planning
- Specific Issue Calculations
 - Social Security Strategies
 - Roth IRA Conversion
 - Net Unrealized Appreciation of Employer Stock
 - IRA Distributions

SLLC will prepare a financial planning presentation based on information provided to SLLC by its clients. The assumptions or projections in the financial plan are estimates and are meant to serve as a guideline. If any of the data provided to develop the plan is not accurate, or the assumptions used in the plan are not realized, then the projections may be inaccurate.

The recommendation(s) included in SLLC's financial plan is advisory in nature, and SLLC does not guarantee the performance of any investment or insurance products that may be purchased in accordance with such recommendations. The financial plan also includes financial projections based on assumptions about future events. SLLC is not responsible for the success or failure of any specific investment or insurance strategy recommended.

Each financial planning client has the choice of selecting SLLC to invest on his/her behalf by selecting a managed advisory program described further below in this document, or a brokerage account.

Access to the Envestnet Program

SLLC provides clients with access to the following wrap-fee programs (the Envestnet Program, the "Program") sponsored by an unaffiliated Firm, Envestnet Asset Management Inc. (hereinafter "Envestnet"):

Managers/Fund Strategist Portfolios:

- BlackRock
- Brinker Capital
- Clark Capital
- CLS Investments
- Efficient Market Advisors
- JA Forlines
- Envestnet PMC
- Russell Investments
- Sage Advisory

- Symmetry Partners
- Vanguard
- Wilshire Associates

An Investor Profile Questionnaire is available to aid in SSLLC's analysis of the client's investment objectives and risk/return preferences, leading to a determination of asset allocation and investment style(s) and a recommendation of wrap-fee program(s) within the Envestnet Program. If program(s) within the Envestnet Program are selected, clients receive initial and ongoing assistance from their SSLLC Financial Consultant with regard to the Envestnet Program Manager selection process. Clients should be aware that SSLLC does not have discretion within the Envestnet Program to hire or fire Managers and only the client can do so. Envestnet, however, acts as the "overlay manager" in certain programs, which means that Envestnet may, at its discretion, place trades within client accounts based on instructions provided by the selected Money Managers. Envestnet generally will only use this discretionary authorization to: rebalance a client's account, as agreed between the client and the advisor and to liquidate sufficient assets to pay the program fee, when necessary and advisable. The Manager will then provide investment advisory services to the client's account, by, for example, selecting mutual funds for the client's account. The SSLLC Financial Consultant provides ongoing support to each client with respect to updating and maintaining the client's suitability information and allocation across Envestnet Program Managers. While the SSLLC Financial Consultant provides initial and ongoing recommendations to clients regarding which Managers to utilize and allocation between Managers, the final decision to retain or fire a Manager rests with each client.

Clients should refer to Envestnet's, BlackRock, Brinker Capital, Clark Capital, CLS Investments, Efficient Market Advisory, JA Forlines, Envestnet PMC, Russell Investments, Sage Advisory, Symmetry Partners, Vanguard & Wilshire Associates wrap-fee program Brochure for complete information on their respective programs.

Access to the Unified Managed Account Program

SSLLC provides clients with access to the following wrap-fee program (the "Unified Managed Account Program" and/or "UMA") sponsored by an unaffiliated Firm, CLS Investments, LLC. (hereinafter "CLS"). Consistent with our other managed account solutions, technology services will be provided by Envestnet and custodial services for accounts will be provided by Pershing, LLC. An Investor Profile Questionnaire is available to aid in SSLLC's analysis of the client's investment objectives and risk/return preferences, leading to a determination of asset allocation and investment management style(s) and potentially a recommendation of the UMA program offered by CLS. The Profile Questionnaire will help you to clarify your financial objectives and goals and establish your tolerance to risk. The Profile Questionnaire is used by SSLLC as the primary reference for managing your portfolio. You may also indicate any special instructions or limitations that you request CLS to follow when managing your assets.

If deemed appropriate and that CLS's advisory services may be suitable for you, using a Unified Managed Account solution, allows all of your managed assets to be managed in a single account, consolidating your different model portfolios in one master account for ease and convenience and to offer consolidated performance reporting. CLS will construct an investment portfolio based

on the management strategy you select with your financial consultant. Each investment strategy gives CLS discretion to provide continuous investment advice based on your individual objectives and needs and/or to recommend certain sub-advisers to do the same. CLS will utilize various security products including: ETFs, mutual funds, bonds, equities and/or other securities or additional portfolio managers commonly referred to as “sub-advisers” in association with the investment strategy selected by you and your financial consultant.

Through CLS’s daily monitoring of asset class segments return and risk factors, CLS may use investment discretion and change your portfolio asset mix in order to help you meet your objectives. It is the intent of CLS to maintain a risk exposure in accordance with your strategy and objectives by using the various investment choices available under the strategy selected by you and your financial consultant.

SSLLC and your financial consultant shall exercise no investment discretion with respect to your account, allocation of model portfolios and/or the selection of additional sub-advisers. Your financial consultant provides ongoing support by updating and maintaining your suitability information in regard to the UMA program. While your financial consultant provides initial and ongoing recommendations in regard to investment management style(s) and or the selection of certain model portfolios, the final decision to retain or fire CLS or an appointed sub-adviser rests with each client.

Please refer to CLS Investments client brochures “ADV Part 2A” and “Wrap Brochure” for more detailed information in regard to the services they provide.

Access to Separately Managed Accounts

SSLLC provides clients with access to certain separately managed accounts (“SMA”) sponsored by an unaffiliated Firm, Envestnet. SMA’s available as a managed solution have been selected and approved by Envestnet, they are referred to as “approved analyst select” and have met certain qualifications/criteria to be approved by Envestnet. Currently, Envestnet offers over 50 managers and over 80 different approved strategies. SMAs provide you with an expanded choice in how to access professional investment management. An SMA is an investment vehicle composed of stocks, bonds, cash or other individual securities and overseen by a professional money manager. The unique structure of an SMA provides the flexibility to customize the portfolio to address clients’ personal preferences and investment objectives. With an SMA, you directly own the securities in the portfolio, unlike investing in a mutual fund or exchange-traded fund, where money is pooled with that of other investors. An SMA solution may be suitable for clients looking for a personalized approach to investing that provides customization, transparency and tax efficiency. In addition to a third-party managed portfolio, SMA accounts in general give your Financial Consultant the ability to select a mutual fund or ETF to complement your managed portfolios. In general, SMA’s are tailored for high net worth individuals, please discuss if an SMA solution may be right for you with your Financial Consultant.

Please refer to the specific SMA client brochure “ADV Part 2A” and “Wrap Brochure” for more detailed information in regard to the services they provide as well as more details about their approval process.

Access to LoanAdvance (Consumer Based Securities Lending)

The Firm is offering securities based consumer lending through Pershing, LLC our custodian, called LoanAdvance. This will give you the ability to borrow a percentage of the market value of the qualified securities in your account at competitive/defined interest rates, with no established repayment term and no additional fees. To participate in this program, you must have qualified securities in your account exceeding a market value of \$150,000.00 at the time of application. These qualified securities will be collateral for the loan. LoanAdvance may not be appropriate for all investors and the risks should be carefully evaluated and discussed with your Financial Consultant. If the market value of your portfolio depreciates, you may be required to deposit additional funds or marginable securities into the account. LoanAdvance cannot be used for the purpose of: 1) purchasing or trading securities; 2) meeting margin calls relating to securities purchases; or 3) reducing or retiring indebtedness incurred to purchase, carry or trade securities. Please keep in mind the following risks: The Firm can force the sale of securities or other assets in your account(s). If the equity in your account falls below the maintenance requirements, the Firm can sell the securities or other assets in any of your accounts held at the Firm to cover the margin deficiency. The Firm can sell your securities or other assets without contacting you. You are not entitled to choose which securities or other assets in your account(s) are liquidated or sold to meet a call. Please consult with your Financial Consultant and carefully review all disclosures and documentation.

Item 5 – Fees and Compensation

The Firm and/or your Financial Consultant are compensated in several ways. We want to ensure that you understand how we, as a Firm, and our Financial Consultants are compensated, as well as the other costs associated with your account. Here are a few important facts about the fees and costs associated with your account and/or services rendered.

Financial Planning

For its financial planning services, SSLLC does not charge a separate or additional fee for our financial plans.

The Envestnet Program

For its ongoing services to clients in connection with the Envestnet Program, SSLLC receives a portion of the wrap-fee program fee charged by Envestnet to program participants, based upon the total market value of client assets that are participating in the Envestnet Program through SSLLC:

Fund Strategist Portfolios *														
\$AUM	BlackRock (All)	Brinker (Dest)	Brinker (ETFh)	Clark Navigator	CLS American	Efficient Market	JAForlines	PMC Impact	Russell	Sage Advisory	Symmetry Panoramic	Vanguard	Wilshire (TA/Alt)	Wilshire (Income)
Up to \$250K	1.32%	1.32%	1.65%	1.32%	1.57%	1.60%	1.67%	1.53%	1.32%	1.60%	1.32%	1.32%	1.59%	1.52%
\$250K-500K	1.22%	1.22%	1.52%	1.22%	1.47%	1.50%	1.57%	1.43%	1.22%	1.50%	1.22%	1.22%	1.49%	1.42%
\$500K-1M	1.17%	1.17%	1.45%	1.17%	1.42%	1.45%	1.52%	1.37%	1.17%	1.45%	1.17%	1.17%	1.44%	1.37%
\$1M-2M	1.12%	1.12%	1.36%	1.12%	1.37%	1.40%	1.47%	1.31%	1.12%	1.40%	1.12%	1.12%	1.39%	1.32%
\$2M-3M	1.09%	1.09%	1.30%	1.09%	1.34%	1.37%	1.44%	1.27%	1.09%	1.37%	1.09%	1.09%	1.36%	1.29%
\$3M-5M	1.07%	1.07%	1.28%	1.07%	1.32%	1.35%	1.42%	1.25%	1.07%	1.35%	1.07%	1.07%	1.34%	1.27%
\$5M-10M	0.97%	0.97%	1.15%	0.97%	1.22%	1.25%	1.32%	1.15%	0.97%	1.25%	0.97%	0.97%	1.24%	1.17%
Above \$10M	0.87%	0.87%	1.05%	0.87%	1.12%	1.15%	1.22%	1.05%	0.87%	1.15%	0.87%	0.87%	1.14%	1.07%
* All fee schedules include applicable manager fees														

Separately Managed Accounts		
\$AUM	Equity *	Fixed Inc *
\$0-250K	1.40%	1.00%
\$250K-500K	1.30%	0.90%
\$500K-1MM	1.20%	0.80%
\$1MM-2MM	1.00%	0.70%
\$2MM-5MM	0.90%	0.70%
\$5MM+	0.80%	0.70%
* SMA manager fees NOT included		

As discussed under Item 11 of this Brochure, SSLLC is also the broker of record, or introducing broker, on all Envestnet Program accounts of SSLLC clients. Envestnet and/or the sub-advisers appointed by Envestnet may direct trades to another broker-dealer, in such cases the client may be subject to additional conflicts of interest and fees. Envestnet Program clients may refer to Envestnet's wrap-fee program Brochure for complete information.

The Unified Managed Account Program

For its ongoing services to clients in connection with the UMA Program offered by CLS, SSLLC receives a portion of the wrap-fee program fee charged by CLS to program participants, based upon the total market value of client assets that are participating in the CLS UMA Program through SSLLC:

Unified Managed Accounts	
\$AUM	CLS Dynamic Core
\$0-250K	1.40%
\$250K-500K	1.30%
\$500K-1MM	1.20%
\$1MM-2MM	1.00%
\$2MM-5MM	0.90%
\$5MM-10MM	0.80%
\$10MM+	0.70%
* SMA manager fees NOT included	

General Information on Fees, Services and Best Execution.

In certain circumstances, fees may and will be negotiated on a case-by-case basis, depending on a variety of factors, including the nature and complexity of the particular service, the client's relationship with SLLC and the SLLC Financial Consultant, the size of the account, the potential for other business or clients, the amount of work anticipated and the attention needed to manage the client's account. It is the general policy of the Firm to not charge any client an advisory fee exceeding 2.00%. The Firm will periodically review all fees assessed to our clients to ensure our billing practice is consistent with this policy. The Firm, at its discretion, may authorize exceptions to this policy at the direction of senior management. Please note, if an advisory fee is discounted for a client, the Financial Consultant's advisory fee will be reduced to offset the discount in efforts to eliminate any conflict of interest.

Advisory fees payable to SLLC are billed quarterly in advance to the respective clients. Upon termination of any account, any prepaid, unearned fees will be promptly refunded on a pro-rata basis, and any earned, unpaid fees will be due and payable.

It is the general practice of the Firm, and by extension our third-party managers and sub-advisers to invest our clients in advisory or institutional share class mutual funds, or no-load or load-waived Class A share class mutual funds that are sold at net asset value. These mutual funds typically have lower fees and expenses, and do not pay the Firm marketing fees known as 12b-1 fees. In certain cases, non-advisory share class mutual funds could be recommended for your portfolio by a third-party manager or sub-advisor. In this scenario, it is the recommendation of the Firm that you work with your Financial Consultant to identify an advisory share class mutual fund that will satisfy your investing needs and objectives. If an advisory share class mutual fund option is not available and you wish to proceed with a non-advisory class share, you must understand that you "will" pay more to invest in these products.

The Firm will not collect/retain 12b-1 fees from a qualifying mutual fund that has been invested in a managed account, the Firm has worked with our custodian, Pershing LLC, to rebate these fees back to our client's accounts. For a description of all available share classes for a given mutual fund, please refer to the fund's prospectus. Please contact your Financial Consultant for information about any limitations on share classes available.

The Firm, our third-party managers and sub-advisers intend to invest client accounts in the lowest cost share class of a mutual fund offered in efforts to comply with our best execution obligations. Clients should be aware that certain lower cost fund share classes may be available outside of our services.

All fees paid to SLLC for investment advisory services are separate and distinct from the fees and expenses charged by any underlying funds and investment vehicles utilized in the Lockwood Program, the Envestnet Program or selected as investments by Non-Discretionary Account clients. With respect to underlying funds that are mutual funds, these fees and expenses are described in the applicable mutual fund's prospectus and will generally include a management fee, other fund expenses and a possible distribution fee. A client could invest in an underlying fund directly, without the services of SLLC or the program provider. In that case, the client would not receive the services provided by SLLC that are designed, among other things, to

assist the client in determining which program is the most appropriate to each client's financial condition and objectives.

To be clear, it is the practice of the Firm to not receive/collect 12b-1 fees from qualifying mutual funds in our managed accounts. The Firm has worked with our custodian to forward these fees back to our clients. The Firm however may collect 12b-1 fees for mutual funds that have been recommended and sold by the Firm in the capacity of a "broker/dealer" and that reside outside of our managed accounts/advisory program and services. This is a conflict of interest as our Financial Consultants and/or the Firm, acting in the capacity of a broker/dealer "will" be compensated more for recommending mutual funds that have these fees.

Accordingly, each client should review the fees charged by the underlying funds and investment vehicles, the Managers, the program sponsor and SLLC to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided. Please speak to your Financial Consultant with any questions you have in regard to the fees you pay for your investment. Certain program sponsors such as Envestnet as well as the sub-advisers they appoint may have the ability to direct trades to other broker dealers for execution. This may cause a conflict of interest as well as impose additional fees to clients. Clients are encouraged to read and review all disclosure documents as well as the applicable wrap-fee Brochure. All questions in regards to your fees should be directed to your Financial Consultant.

Employees who invest on the Envestnet Platform may receive a discount on a portion of, or all of, the associated management fees. This creates a conflict of interest, because as a fiduciary, a conflict can arise if one client receives better pricing or better execution than another. Please discuss any concerns you may have with your Financial Consultant.

For a description of the conflicts of interest associated with SLLC receiving both brokerage commissions and advisory fees, please see Item 11.

Blended Schedule

A blended schedule looks at the account value and compares it to a set fee schedule (as noted above). Based upon the value of the account at the end of the billing period, the fee schedule identifies specific portions of the account value to be charged at different fee rates. The total value of the account is compared against this schedule and, based on the account size, the different fee rates are blended to determine the total quarterly account fee for that period.

Item 6 – Performance Based Fees

SLLC does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client). All fees are calculated as described above and are not charged on the basis of income or capital gains or capital appreciation of an account or any portion of an account of an advisory client.

Item 7 – Types of Clients

SLLC's advisory services are available to individuals, corporations and other businesses, state or municipal government entities, pension and profit sharing plans, and charitable organizations.

The following sets forth the applicable investment minimums for client accounts participating in our Program (*The Firm and/or the applicable platform manager reserves the right, to accept investments below the stated minimums on an exception basis*):

- CLS Unified Managed Account Program: \$25,000
- BlackRock, Brinker Capital, Clark Capital, CLS Investments, Efficient Market Advisory, Russell Investments, Sage Advisory, Symmetry Partners, Vanguard & Wilshire Associates, JAFornlines (Mutual Fund Wrap Programs): \$25,000
- Envestnet PMC, (Mutual Fund Wrap Programs): \$50,000
- Separately Managed Accounts: \$100,000

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

SLLC Financial Consultants analyze investment products and recommend those products that are suitable to their clients. They use various sources of information to assist them in their investment analysis process. The sources may include, but are not limited to, financial publications, research provided by Envestnet and Pershing, corporate rating services and independent third-party research (e.g., Credit Suisse, Morningstar, and Standard & Poor's.) As a Firm, SLLC does not favor any specific method of analysis.

Risk of Loss

Investing in securities involves risk of loss that clients should be prepared to bear. All investments present the risk of loss of principal – the risk that the value of securities, when sold or otherwise disposed of, may be less than the price paid for the securities. Even when the value of the securities sold is greater than the price paid, there is the risk that the appreciation will be less than inflation. In other words, the purchasing power of the proceeds may be less than the purchasing power of the original investment.

Each of the Managers selected by Lockwood or Envestnet for participation in their respective Programs may utilize specific strategies which create additional investment risk potential for SLLC clients. While these risks are factored into the advisory services that SLLC offers as part of the initial and ongoing selection of specific participating Managers, clients should refer to Lockwood's or Envestnet's wrap-fee program Brochures and/or the Forms ADV Part 2A disclosure documents of participating Managers for specific investment risks associated with their investment process.

Where applicable, mutual funds and ETFs utilized by Lockwood or Envestnet and/or their respective Managers may include funds invested in domestic and international equities, including

real estate investment trusts (REITs), corporate and government fixed income securities and commodities. Equity securities may include large capitalization, medium capitalization and small capitalization stocks. Mutual funds and ETF shares invested in fixed income securities are subject to the same interest rate, inflation and credit risks associated with the underlying bond holdings.

Among the riskiest mutual funds that may be used in Lockwood and Envestnet investment strategies are the U.S. and international small capitalization and small capitalization value funds, emerging markets funds and commodity futures funds. Conservative fixed income securities have lower risk of loss of principal, but most bonds (with the exception of Treasury Inflation Protected Securities, or TIPS) present the risk of loss of purchasing power through lower expected return. This risk is greatest for longer-term bonds.

Certain funds that may be utilized by Lockwood and Envestnet may contain international securities. Investing outside the United States involves additional risks, such as currency fluctuations, periods of illiquidity and price volatility. These risks may be greater with investments in developing countries.

More information about the risks of any particular market sector can be reviewed in mutual fund prospectuses within each applicable sector.

Regardless of the investment strategy utilized, there is a risk of loss of principal and in some cases a complete loss of principal. Additional risks you need to be aware of prior to investing include, but are not limited to:

- **Market Risk:** The possibility for an investor to experience losses due to factors that affect the overall performance of the financial markets. Market risk, also called “systematic risk,” cannot be eliminated through diversification, though it can be minimized by hedging. The risk that a major natural disaster will cause a decline in the market as a whole is an example of market risk. Other sources of market risk include recessions, political turmoil, changes in interest rates and terrorist attacks.
- **Interest Rate Risk:** The risk that an investment’s value will change due to a change in the absolute level of interest rates, in the spread between two rates, in the shape of the yield curve or in any other interest rate relationship. Such changes usually affect securities inversely and can be reduced by diversifying (investing in fixed-income securities with different durations) or hedging (e.g., through an interest rate swap).
- **Foreign Exchange Risk:** The risk of an investment’s value changing due to changes in currency exchange rates. The risk that an investor will have to close out a long or short position in a foreign currency at a loss due to an adverse movement in exchange rates. Also known as “currency risk” or “exchange-rate risk”.
- **Credit Risk:** Debt securities are also subject to credit risk, which is the possibility that the credit strength of an issuer will weaken and/or an issuer of a debt security will fail to make timely payments of principal or interest and default on its obligations.
- **Management Risk:** The services we offer may involve your Financial Consultant developing and implementing an investment strategy or recommending a third-party manager to do the same for you. Developing and implementing a profitable investment

strategy inherently involves making decisions about the future behavior of, among other things, the securities markets as a whole and the market for individual securities. Because there is no available methodology for accurately predicting future events over time, there can be no guarantee that your Financial Consultant or third-party manager will be successful in developing or recommending a profitable investment strategy for you or in implementing the strategy he/she or the third-party manager develops or recommends.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to the client's evaluation of SLLC or the integrity of SLLC's management. Documented below is a disciplinary event that may be material to your evaluation of SLLC.

On January 6th, 2020 Santander Securities entered into a settlement agreement as a single investment adviser representative provided advisory services in the state of New Hampshire prior to being registered to do so. The Firm should note, the adviser held a valid advisory license during the relevant time period, due to an administrative oversight the Firm failed to register that license from May 2018 to July 2019. The settlement included a \$35,000.00 fine and \$15,000.00 for the cost of the investigation and unpaid fees.

On June 3, 2019 without admitting or denying any allegations or conclusions of law, SLLC entered into an assurance of discontinuance ("AOD") with the Commonwealth of Massachusetts. After an investigation conducted by the Attorney General's Office ("AGO"), the AGO alleged that a Massachusetts based SLLC registered representative ("RR") engaged in the sale of unsuitable variable annuity products to Massachusetts customers, including seniors. The AGO further alleged that from 2012 to 2014, SLLC failed to adequately supervise the RR's sale activities, enabling him to commit unfair and deceptive sales practices. In addition, the AGO alleged that SLLC failed to take adequate steps to reduce customer confusion between the broker-dealer and the bank.

SLLC will offer to reimburse certain of the Massachusetts RR's customers' surrender charges and/or certain Massachusetts clients of the firm, who indicated they were confused. Provide certain Massachusetts clients with a reminder that variable annuities are not FDIC insured, may lose value, are not bank guaranteed and were sold by the broker-dealer, not the bank. In addition, the firm will remind the firm's RRs of the definition of investment experience and general investment knowledge as defined and used in the firm's new account form and provide a notice to RR's concerning appropriate methods for describing the differences between the broker-dealer and the bank during certain contacts with Massachusetts customers. Pay a penalty of \$100,000, and offer the reimbursement of surrender charges, totaling approximately \$140,000 to certain Massachusetts clients, if they choose to surrender their annuity.

On March 11, 2019 Santander Securities LLC (the "Firm"), without admitting or denying the findings, consented to the entry of an Order (File No. 3-19043) by the United States Securities and Exchange Commission (the "SEC") Instituting Administrative and Cease-and-Desist Proceedings, Making Findings, Imposing Remedial Sanctions and imposing a Cease-and-Desist Order (the "Order"). The Order states that from January 1, 2014 to September 30, 2016, the Firm purchased, recommended, or held for advisory clients mutual fund share classes that charged 12b-1 fees instead of lower-cost share classes of the same funds for which clients were eligible, that the Firm and its associated persons received 12b-1 fees in connection with these investments, and that the Firm failed to adequately disclose on its Form ADV the conflicts of interest related to its receipt of 12b-1 fees and its selection of mutual fund share classes that pay such fees. The Order also states that the above-described conduct constituted a violation of Sections 206(2) and 207 of the Advisers Act. The Order requires the Firm to cease and desist from committing or

causing any violations and any future violations of Sections 206(2) and 207 of the Advisers Act and to pay disgorgement and prejudgment interest to affected investors totaling \$270,539.89.

On December 14, 2018 without admitting or denying the findings, the Firm consented to sanctions alleged by “The State of New Hampshire” and to the entry of findings that in two transactions, executed in 2011 and 2013, the Firm sold municipal securities that may have violated MSRB Rule G-27. The Firm agreed to pay a \$2500 fine, \$7500 investigation costs, and a total of \$31,154.33 in restitution to the two affected clients.

On June 6, 2017 the Firm settled with the “Office of the Commissioner of Financial Institutions” of the Commonwealth of Puerto Rico for alleged unsuitable transactions involving the sale of Puerto Rico closed end funds and Puerto Rico bonds to 16 customers located in Puerto Rico. Without admitting or denying any responsibility or wrongdoing the Firm paid restitution to the 16 affected customers and pay a fine of \$1,000,000.

On March 6, 2017 The Firm entered into an AWC (“Acceptance, Waiver and Consent”) with FINRA the (“Final Industry Regulatory Authority”). Without admitting or denying the findings, the Firm consented to the sanctions and to the entry of findings that in “twelve transactions”, the Firm sold municipal securities for its own account to a customer at an aggregate price (including any mark-up) that was not fair and reasonable. The Firm was censured, fined \$175,000.00, and agreed to restitution of approximately \$62,807.48 plus interest for twelve transactions.

On September 26, 2016 a shareholder derivative and class action was brought by customers of certain Puerto Rico closed-end funds (“cefs”) in Puerto Rico state court against banco Santander, S.A., Santander Bancorp, Banco Santander Puerto Rico, Santander Securities LLC, Santander Asset Management LLC, and several directors and senior management of those entities in September 2016. Brought on behalf of the funds and of Puerto Rico based investors, the complaint alleges that the entities and individuals created, controlled, managed, and advised certain cefs to the detriment of the funds and their shareholders from March 1, 2012 through September of 2016. A notice of removal to federal court has been filed.

On October 13, 2015 the Firm was censured, fined \$2 million, agreed to restitution of approximately \$4.3 million in connection with certain solicited purchase of Puerto Rico municipal bonds and restitution and rescission offers of approximately \$121,000 in connection with certain employee transactions. The Firm also consented to revise certain supervisory systems and procedures relating to concentration, margin, and supervision of customer transactions and the use of certain tools by registered representatives.

As part of a routine examination of SLLC’s operations for the period from August 1, 2007 to September 30, 2011, the Office of the Commissioner of Financial Institutions of the Commonwealth of Puerto Rico (“OCFI”) noted certain potential deficiencies with a bank referral program which was discontinued in 2009. On May 16, 2014, SLLC, entered into a confidential settlement agreement with the OCFI which included a voluntary contribution of \$15,000 to their Securities Trading, Investor Education and Investigation Fund.

On March 15, 2013 as an outgrowth of an audit conducted by the Insurance Commissioner of Puerto Rico, SLLC agreed to an administrative penalty of \$3,500 related to the payment of commissions to an unauthorized individual, late filing of annual reports, and the miscommunications of a contractual change with a contracted insurer.

On April 12, 2011, FINRA accepted the Letter of Acceptance, Waiver, and Consent (“AWC”) from SLLC. The AWC alleges that, among other things, in the period from September 2007 through September 2008, SLLC failed to establish a supervisory system or written supervisory procedures reasonably designed to supervise the sale of certain structured products to retail customers and failed to have adequate supervisory policies and procedures in place to monitor its brokers’ securities recommendations in customers’ pledge collateral accounts. Without admitting or denying any allegations or findings in the

AWC, SLLC was censured by FINRA, fined \$2 million and agreed to certain undertakings including, but not limited to, revising certain of its written policies and procedures and reviewing existing and implementing new training programs for its personnel.

Item 10 – Other Financial Industry Activities and Affiliations

Other Financial Industry Activities

In addition to the advisory services discussed in this Brochure, SLLC is also a full-service registered broker-dealer operation which engages in retail and institutional sales. Registered representatives sell and/or provide access to retail investments, including but not limited to variable annuities, fixed annuities, equities, ETFs, bonds and market linked CDs, operating as a division of SLLC under the name of “Santander Investment Services”. Securities clearing are provided on a fully disclosed basis to clients by Pershing, an affiliate of The Bank of New York Mellon Corporation. SLLC effects transactions as a broker or agent for both advisory clients and other clients.

SLLC is a wholly-owned subsidiary of Santander Holdings USA, Inc., a holding company for Santander Bank, NA that provides various banking products and services primarily in the Mid-Atlantic and Northeastern United States. Santander Holdings USA, Inc. is a subsidiary of Banco Santander, S.A., a public reporting company traded on the New York Stock Exchange. While this is not an exhaustive list, other affiliates of SLLC include:

- Santander Bank, N.A., a national banking association whose primary business consists of attracting deposits from its network of retail branches, and originating small business and middle market commercial loans, multi-family loans, residential mortgage loans, home equity loans and lines of credit, and auto and other consumer loans in the communities served by those offices.
- Banco Santander Puerto Rico, a state chartered non-member bank that provides a wide range of financial products and services to a diverse customer base that includes small and medium-sized businesses, large corporations and individuals, including mortgage banking services.
- Banco Santander International provides private banking products and services to non U.S. clients.

Through the agreement SLLC has entered into with Santander Bank, N.A., clients of this financial institution may be referred to SLLC by a Licensed Bank Employee (“LBE”) registered as representatives of SLLC. The LBE’s may receive compensation for referring such clients to SLLC.

Certain representatives of SLLC, in their individual capacities, are agents of SLLC. As such, when clients utilize these individuals in their capacity as registered representatives or as insurance agents, such individuals will be able to receive separate, yet customary, commission compensation resulting from implementing product transactions on behalf of such clients.

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

Code of Ethics and Personal Trading

SLLC has adopted a Code of Ethics expressing the Firm's commitment to ethical conduct. SLLC's Code of Ethics describes the Firm's fiduciary duties and responsibilities to clients and sets forth SLLC's practice of supervising the personal securities transactions of employees with access to client information. Individuals associated with SLLC may buy or sell securities for their personal accounts identical or different than those recommended to clients. It is the express policy of SLLC that no person employed by the Firm shall prefer his or her own interest to that of an advisory client or make personal investment decisions based on investment decisions of advisory clients.

To supervise compliance with its Code of Ethics, SLLC requires that anyone associated with this advisory practice with access to advisory recommendations provide annual securities holding reports and quarterly transaction reports to the Firm's principals. SLLC also requires such access persons to receive approval from the Chief Compliance Officer prior to investing in any IPOs or private placements (limited offerings).

SLLC's Code of Ethics further includes the Firm's policy prohibiting the use of material non-public information and protecting the confidentiality of client information. SLLC requires that all individuals must act in accordance with all applicable U.S. federal and state regulations governing registered investment advisory practices. Any individual not in observance of the above will be subject to discipline.

SLLC will provide a complete copy of its Code of Ethics to any client or prospective client upon written request to the Compliance Department at Santander Securities LLC, 2 Morrissey Blvd., Dorchester, MA 02125.

Conflicts of Interest

Section 206(2) of the Investment Advisers Act of 1940 ("Advisers Act") prohibits an investment adviser, directly or indirectly, from engaging "in any transaction, practice, or course of business which operates as a fraud or deceit upon any client or prospective client," and imposes a fiduciary duty on investment advisers to act for their clients' benefit, including an affirmative duty of utmost good faith and full disclosure of all material facts. Under Section 206(2), an investment adviser has a fiduciary duty to disclose to its clients all conflicts of interest which might incline an investment adviser consciously or unconsciously to render advice that is not disinterested. A conflict of interest is a material fact that an investment adviser must disclose to its clients.

It is the general practice of the Firm, and by extension our third-party managers and sub-advisers to invest our clients in advisory or institutional share class mutual funds, or no-load or load-waived Class A shares that are sold at net asset value. These mutual funds typically have lower fees and expenses, and do not pay the Firm marketing fees known as 12b-1 fees. In certain cases, non-advisory share class mutual funds could be recommended for your portfolio. In this scenario, it is the recommendation of the Firm that you work with your Financial Consultant to

identify an advisory share class mutual fund that will satisfy your investing needs and objectives. If an advisory share class mutual fund option is not available and you wish to proceed with a non-advisory share class, you must understand that you “will” pay more to invest in this product.

The Firm will not collect/retain 12b-1 fees from a qualifying mutual fund that has been invested in a managed account, the Firm has worked with our custodian, Pershing LLC, to rebate these fees to our client’s accounts. For a description of all available share classes for a given fund, please refer to the fund’s prospectus. Please contact your Financial Consultant for information about any limitations on share classes available.

Each share class of a mutual fund represents an interest in the same portfolio of securities. Therefore, when there is a lower-cost share class available that does not charge a 12b-1 fee (or charges a lower 12b-1 fee), it is usually in the client's best interest to invest in the lower-cost share class rather than the 12b-1 fee paying share class because the client's returns would not be reduced by the 12b-1 fees. Investing in funds that are not the lowest cost option as well as pay a 12b-1 is a conflict of interest, please speak about this in detail with your Financial Consultant.

The Firm, our third-party managers and sub-advisers intend to invest our clients in the lowest cost share class of a fund offered in efforts to comply with our best execution obligations. Clients should be aware that certain lower cost fund share classes may be available outside of our services.

The material reportable conflicts of interest encountered by a client include, but are not limited to, those discussed below. Other conflicts may be disclosed throughout this Brochure, which should be read in its entirety.

Transactions with Affiliates

Section 206 under the Investment Advisers Act of 1940, as amended (the “Advisers Act”) regulates principal transactions among an investment adviser and its affiliates, on the one hand, and the clients thereof, on the other hand. Very generally, if an investment adviser or an affiliate thereof proposes to purchase a security from, or sell a security to, a client (what is commonly referred to as a “principal transaction”), the adviser must make certain disclosures to the client of the terms of the proposed transaction and obtain the client’s consent to the transaction. In connection with SLLC’s advisory clients, SLLC and its affiliates do not engage in principal transactions.

In connection with SLLC effecting transactions as broker or agent for both advisory clients and other clients, SLLC may, on occasion, act as a broker for an advisory client on one side and a client for whom it does not act as investment adviser on the other side of the securities transaction. Such “agency cross” transactions are permitted when the account has granted its prior permission in conformity with Rule 206(3)-2 of the Advisers Act, or when permission to effect the individual transaction has been granted prior to the completion of the transaction.

Brokerage

Execution and clearance of transactions for advisory clients are provided by Pershing, an affiliate of The Bank of New York Mellon Corporation, which also acts as custodian on the accounts. Clients participating in the Lockwood Program, the Envestnet Program, and Non- Discretionary Accounts should understand that SLLC, in its separate capacity as a broker-dealer, is also the introducing broker on a fully disclosed basis on each participating client account. Although it does not currently receive brokerage compensation for acting as introducing broker with respect to the

Lockwood Program, the Envestnet Program and the Non-Discretionary Accounts, SSLLC may in the future receive separate and typical brokerage compensation as a result with respect to such accounts.

As discussed under Item 10, SSLLC has a number of affiliated entities; however, none of these affiliates serve as a Manager within the Lockwood Program or Envestnet Program.

If SSLLC receives brokerage commissions, such brokerage commissions may give SSLLC and its affiliates an incentive to recommend investment products based on the compensation received, rather than on the client's needs. Clients have the option of purchasing investment products that SSLLC recommends through other brokers or agents that are not affiliated with SSLLC, if those purchases are done outside the advisory relationship with SSLLC. Advisory fees paid by clients to SSLLC are not reduced to offset any brokerage commissions received.

With respect to the Non-Discretionary Accounts, while SSLLC is able to negotiate competitive pricing from Pershing that it believes is beneficial to its clients, SSLLC does receive an economic benefit from using itself as a broker-dealer rather than an unaffiliated broker-dealer. As broker-dealer of record, SSLLC receives the mutual fund 12b-1 service fees charged to clients by the underlying funds they own. This additional compensation received by SSLLC as broker-dealer may represent a conflict of interest with SSLLC's clients.

Item 12 – Brokerage Practices

Please see Item 11, above, for a discussion of SSLLC's role as broker-dealer with respect to its clients.

Best Execution

It is SSLLC's policy, in placing each transaction for a client, to seek "best execution." "Best execution" means obtaining for a client the lowest total cost (in purchasing a security) or highest total proceeds (in selling a security), subject to the circumstances of the transaction and the quality and reliability of the executing broker or dealer. Best execution is not measured solely by reference to commission rates or price. Paying a broker a higher commission rate than what another broker might charge is appropriate if the difference in cost is reasonably justified in seeking what is in the best long-term economic interests of SSLLC's clients.

SSLLC believes that for the vast majority of securities transactions for its clients, best execution is not quantifiable, but rather is a set of quality standards – a trading process that seeks to maximize the value of a client's portfolio over the course of time, given the stated investment objectives and circumstances. In short, SSLLC seeks to achieve the best overall end result for each client. Maximizing long term profit for SSLLC's clients' takes precedence over short-term goals of cost efficiency in connection with individual trades.

Research and Other Soft Dollar Benefits

SLLC does not receive research or other products or services other than execution from a broker-dealer or a third party in connection with client securities transactions.

Directed Brokerage

With respect to the Non-Discretionary Accounts, SLLC “clients” are not allowed the option of directing securities transactions to other broker-dealers or other account custodians.

Aggregated Trades

SLLC Financial Consultants manage their client accounts independently of each other based on the suitability information gathered during the account opening process. Trades executed for their clients are made independently of each other and will not be aggregated.

Trading Errors

Occasionally, a trading error may occur where either we, or our Advisors, are at fault. If this occurs in your account, the error will be corrected and your account will be restored to where it would have been had the error never occurred. However, in the process of restoring your account, we may realize a profit or suffer a loss in connection with correcting this error. Neither losses nor gains realized by us will be passed on to you.

Item 13 – Review of Accounts

Reviews

SLLC monitors client accounts and generally maintains an ongoing oversight position in such accounts. SLLC reviews each client account at least annually. Additional account reviews may be triggered by any of the following events:

- A specific client request;
- A change in client goals and objectives;
- Large static cash positions;
- Accounts with little to no trading;
- An imbalance in a portfolio asset allocation; and
- Material changes in market or economic conditions.

Reports

Envestnet Program clients shall receive confirmations on each Envestnet Program trade, account statements for every month in which there is activity in the account and access to daily values and performance of the accounts. Also, clients may receive in-depth manager research reports, including summaries and expanded reports, and quarterly manager commentaries and analysis.

Lockwood Program clients shall receive confirmations on each Lockwood Program trade, account statements for every month in which there is activity in the account and access to daily values and performance of the accounts. Lockwood Program clients may also receive individual quarterly portfolio evaluations.

Portfolio evaluations are reviewed for accuracy by Lockwood and Envestnet prior to delivery to clients and are intended to inform clients as to how their investments have performed for a period, both on an absolute basis and compared to leading investment indices. Lockwood and Envestnet do not conduct reviews of individual client portfolio evaluations to determine whether client investment objectives are being met, which is the responsibility of the Financial Consultant at SLLC.

With respect to the Non-Discretionary Account clients, Pershing, on behalf of SLLC, sends clients an inventory of the assets held in each account, including the valuations of such assets, on a monthly basis.

Item 14 – Client Referrals and Other Compensation

Potential conflicts of interest may arise related to all forms of compensation and benefits received by SLLC and the SLLC Financial Consultant from third parties (such as mutual fund managers, third party asset managers, and through SLLC's executing broker) in connection with the sale of investment products and services to clients.

Mutual Funds –Revenue Sharing Arrangements

Through a network of Financial Consultants, SLLC offers a broad selection of mutual funds. Companies for some of the mutual funds SLLC sells may, from time to time, participate in activities that are designed to help facilitate the distribution of their products by making SLLC Financial Consultants, SLLC believes, more knowledgeable about those companies' funds, such as marketing activities and educational programs (including, but not limited to, training conferences, one-on-one marketing and due diligence presentations to SLLC Financial Consultants).

In return for assistance in facilitating the activities described above, Santander may receive additional compensation from these funds (revenue sharing). Revenue sharing payments, when made, are in addition to commissions, annual service fees (known as 12b-1 fees), and other fees and expenses disclosed in a fund's prospectus fee table. None of these payments are paid directly to any Financial Consultant who sells these products. Revenue sharing is paid as a percentage of annual new sales. The percentage amounts are typically established in terms of basis points, which are up to .10% or 10 basis points. For example, if Santander receives 10 basis points in revenue sharing for a given mutual fund, it would receive \$10 for each \$10,000 purchase.

SLLC does not receive any “revenue sharing” including the payment of 12b-1 fees for any products or services recommended or offered through our advisory platform. The Firm does however, receive revenue sharing for products and services sold in the capacity of a broker/dealer. It is important to understand that none of the revenue sharing payments that may be received by SLLC, in the capacity of a broker/dealer, would be paid or directed to any Financial Consultant who sells these funds. SLLC Financial Consultants would not receive a greater or lesser commission for sales of mutual funds for which SLLC receives revenue sharing payments. Because SLLC Financial Consultants would receive no direct increase or change in compensation from selling shares of one fund over another, SLLC does not believe that it would be subject to a conflict of interest based on the compensation SLLC would receive

when an SLLC Financial Consultant recommends one fund's shares over another fund's shares. The marketing and educational activities paid for with revenue sharing, however, could lead SLLC Financial Consultants to focus more on those funds that make revenue sharing payments to SLLC—as opposed to funds that do not make such payments—when recommending mutual fund investments to their clients.

Participating fund families may also be subject to certain minimum payments each year in conjunction with the revenue sharing program if minimum amounts of sales or assets are not met, and they may also make additional payments to SLLC for attendance at various educational meetings hosted by SLLC throughout the year.

The below list of Fund Families may participate in one of the revenue sharing programs described above:

Alliance Bernstein Investments, Inc.
DWS Investments Distributors, Inc.
Franklin Templeton Distributors, Inc.
Legg Mason Investor Services, LLC
MFS Fund Distributors, Inc.
NYLIFE Distributors LLC
Pacific Select Distributors, Inc.
Principal Funds Distributors, Inc.
BlackRock Investments, LLC

American Funds
Fidelity Distributors Corporation
JP Morgan Distribution Services, Inc.
Lord Abbett Distributors LLC
NGAM Distribution LP
Oppenheimer Funds Distributors, Inc.
PIMCO Investments, LLC
Putnam Retail Management Limited Partnership

Please note that this list is subject to change, i.e. relationships could be established or terminated throughout the year. Please refer to the Firm's disclosures attached to our new account paperwork for the most current revision of this list, our [website](#) or simply contact your advisor or the Firm for more information.

Item 15 – Custody

This Item is not applicable to SLLC.

Item 16 – Investment Discretion

SLLC does not exercise, investment discretion with respect to any SLLC advisory client account. Although, in some cases, the Firm may be contractually granted discretion, it is the practice of the Firm to not use discretionary authority over our client's accounts.

Item 17 – Voting Client Securities

As a matter of Firm policy and practice, SLLC does not have any authority to and does not vote proxies on behalf of clients.

With respect to proxy voting for Lockwood Program accounts, if the Program client is a tax-qualified retirement plan subject to ERISA, each of the selected Manager(s) within the program is responsible for voting account proxies, unless the client has specifically opted to retain such proxy

voting rights. With respect to Program clients which are not governed by ERISA, each client may either retain the right to vote proxies or delegate such authority to each Manager.

With respect to proxy voting for Envestnet Program accounts, where permissible, the client may grant the program's designated Manager discretion to vote proxies with respect to any securities purchased or held in the account; to execute waivers, consents, and other instruments with respect to such securities; and to consent to any plan to reorganization, merger, combination, consolidation, liquidation, or similar plan with reference to such securities. For those instances in which SLLC receives a proxy for a client, SLLC shall forward such proxy to the designated Manager. If the client has not appointed a Manager as the client's agent with respect to proxy voting, such proxies shall be provided directly to the client.

With respect to the proxy voting for the Non-Discretionary Accounts, each client must make arrangements with Pershing, the custodian, regarding delivery of copies of proxies, waivers, consent, instruments and shareholder communications relating to securities held in the Non-Discretionary Account.

In limited circumstances, SLLC may provide advice to clients regarding the clients' voting of proxies.

Item 18 – Financial Information

This Item is not applicable to SLLC as we do not take prepayment of more than \$1,200 in fees, six months or more in advance or have a financial condition that could impair our ability to meet our contractual obligations. Therefore, we are not required to provide our audited balance sheets.

Item 19 – Privacy Policy

PRIVACY POLICY

FACTS WHAT DOES SANTANDER SECURITIES DO WITH YOUR PERSONAL INFORMATION?

Why?	Financial companies choose how they share your personal information. Federal law gives consumers the right to limit some but not all sharing. Federal law also requires us to tell you how we collect, share, and protect your personal information. Please read this notice carefully to understand what we do.
What?	The types of personal information we collect and share depend on the product or service you have with us. This information can include: <ul style="list-style-type: none"> ▪ Social Security number and account balances ▪ payment history and transaction or loss history ▪ credit history; credit scores and credit card or other debt
How?	All financial companies need to share customers' personal information to run their everyday business. In the section below, we list the reasons financial companies can share their customers' personal information; the reasons Santander Securities chooses to share; and whether you can limit this sharing.

Reasons we can share your personal information	Does Santander Securities share?	Can you limit the sharing?
For our everyday business process- such as to process your transactions, maintain your account(s), respond to court orders and legal investigations, or report to credit bureaus	Yes	No
For our marketing purposes- to offer our products and services to you	Yes	No
For joint marketing with other financial companies	Yes	No
For our affiliates' everyday business purposes- information about your transactions and experiences	Yes	No
For our affiliates' everyday business purposes- information about your creditworthiness	Yes	Yes
For our affiliates to market to you	Yes	Yes
For nonaffiliates to market to you	No	N/A
To limit our sharing	<ul style="list-style-type: none"> ▪ Call (866) 736-6475 <p>Please note: If you are a <i>new</i> customer, we can begin sharing your information 30 days from the date we sent this notice. When you are <i>no longer</i> our customer, we continue to share your information as described in this notice. However, you can contact us at any time to limit our sharing.</p>	
Questions?	Call (866) 736-6475	

Who we are	
Who is providing this notice?	Santander Securities LLC
What we do	
How does Santander Securities protect my personal information?	To protect your personal information from unauthorized access and use, we use security measures that comply with federal law. These measures include computer safeguards and secured files and buildings. Our information systems have controls, such as: firewalls, antivirus, passwords, periodic testing of our network access and encryption of computers and emails.
How does Santander Securities collect my personal information?	We collect your personal information, for example, when you open an account direct us to buy securities make a wire transfer We also collect your personal information from others, such as credit bureaus, affiliates, or other companies.
Why can't I limit all sharing?	Federal law gives you the right to limit only sharing for affiliates' everyday business purposes – information about your creditworthiness affiliates from using your information to market to you Sharing for nonaffiliates to market to you State laws and individual companies may give you additional rights to limit sharing.
What happens when I limit sharing for an account I hold jointly with someone else?	Your choices will apply to everyone on your account-unless you tell us otherwise.

Definitions	
Affiliates	Companies related by common ownership or control. They can be financial and nonfinancial companies. Our affiliates include companies with the word "Santander" in their name. Our affiliates include financial companies such as Banco Santander, S.A., Banco Santander Puerto Rico, Santander Insurance Agency, Inc., Santander Bank, N.A., Banco Santander International, Santander Holdings USA, Inc., Santander Asset Management, Santander Investment Services, and Santander Consumer USA
Nonaffiliates	Companies not related by common ownership or control. They can be financial and nonfinancial companies. Santander Securities does not share with nonaffiliates so they can market to you.
Joint marketing	A formal agreement between nonaffiliated financial companies that together market financial products or services to you. Our joint marketing partners include product and service providers, who assure us that they will protect the security and confidentiality of the information we provide to them.

Item 20 – Retired Solutions

Retired Managed Solutions

The following managed solutions have been retired and are no longer available to new clients. As the Firm still has active accounts, albeit a small number of accounts, we feel it's prudent to provide limited information and direct these clients to their Financial Consultants and the applicable ADV Part 2a and wrap fee brochure for their specific solution should they have any questions.

Lockwood Program

SSLLC provides clients with access to the following wrap-fee programs (the "Lockwood Program") sponsored by an unaffiliated Firm, Lockwood Advisors, Inc. (hereinafter "Lockwood"):

- 1) Separately Managed Accounts Equity/Balanced;*
- 2) Separately Managed Account Fixed Income;*
- 3) Lockwood Asset Allocation Portfolios; and*

An Investor Profile Questionnaire is available to aid in SSLLC's analysis of the client's investment objectives and risk/return preferences, leading to a determination of asset allocation and investment style(s) and a recommendation of wrap-fee program(s). If program(s) within the Lockwood Program are selected, clients receive initial and ongoing assistance from their SSLLC Financial Consultant with regard to the Lockwood Program portfolio manager ("Manager") selection process. The Manager then provides investment advisory services to the client's account, by, for example, selecting mutual funds for the client's account. The SSLLC Financial Consultant provides ongoing support to each client with respect to updating and maintaining the client's suitability information and allocation across Lockwood Program Managers. Clients should be aware that SSLLC does not have discretion within the Lockwood Program to hire or fire Managers and only the client can do so. While the SSLLC Financial Consultant provides initial and ongoing recommendations to clients regarding which Managers to utilize and allocation between Managers, the final decision to retain or fire a Manager rests with each client.

Clients should refer to the applicable Lockwood wrap-fee program Brochure for complete information on any Lockwood Program and direct any questions to their Financial Consultant.

Non-Discretionary Accounts

SSLLC provides investment management services for clients in the form of non-discretionary accounts ("Non-Discretionary Accounts"). SSLLC offers two types of Non-Discretionary Accounts:

- 1) Lockwood's AdvisorFlex Portfolios program; and*
- 2) Envestnet's Home Office Model Management.*

These Non-Discretionary Accounts are managed through a mutual fund wrap advisory program offering access to asset allocation models comprised of mutual funds and Exchange Traded Funds ("ETFs"). Clients have the ability to direct investments in their account into one of a group of model portfolios developed by us in conjunction with Envestnet and Lockwood and to choose the investments comprising the portfolio from among a group of designated investment vehicles. SSLLC will make recommendations regarding the appropriate asset allocation model and funds for clients' portfolios; however, each client's prior approval is required before such strategy can be executed. In addition, the client must authorize any changes in the strategy or the investment vehicles used to pursue the strategy. Recommendations shall be made in accordance with the investment objectives, guidelines and restrictions set forth in the SSLLC New Account Form.

Under the Non-Discretionary Account program, neither SSLLC, Envestnet nor Lockwood will exercise any investment discretion over client accounts (SSLLC, and/or the Advisor, however, will “rebalance” the investments held in client accounts without further direction or consent from clients). Rebalancing will occur at periodic intervals (at least annually) selected by SSLLC to adjust the allocations of the account’s investments to target the allocations previously determined by the client. SSLLC will establish tolerance levels that take into account changes in market value and other factors. If the adjustments required to return the client’s investments to the target allocations fall below those tolerance levels, the account will not be rebalanced. The tolerance levels can be changed from time to time at SSLLC’s discretion, in the event a change will be made, this will be discussed and consented to by the client.

Fees

The Lockwood Program

For its ongoing services to clients, SSLLC receives a portion of the wrap-fee program fee charged by Lockwood to program participants, based upon the total market value of client assets that are participating in the Lockwood Program through SSLLC:

Separately Managed Account Equity/Balanced

<u>Assets Tier</u>	<u>Fees</u>
0 - \$250,000	2.00%
\$250,001 - \$500,000	1.90%
\$500,001 - \$1,000,000	1.70%
\$1,000,001 - \$2,000,000	1.50%
\$2,000,001 - \$5,000,000	1.30%
\$5,000,001+	1.20%

Separately Managed Account Fixed Income

<u>Assets Tier</u>	<u>Fees</u>
0 - \$250,000	1.35%
\$250,001 - \$500,000	1.25%
\$500,001 - \$1,000,000	1.15%
\$1,000,001 - \$2,000,000	1.05%
\$2,000,001 - \$5,000,000	.95%
\$5,000,001+	.85%

Mutual Fund Wrap (Lockwood Asset Allocation Portfolios)

<u>Assets Tier</u>	<u>Fees</u>
0 - \$250,000	1.50%
\$250,001 - \$500,000	1.40%
\$500,001 - \$1,000,000	1.35%
\$1,000,001 - \$2,000,000	1.30%
\$2,000,001 - \$5,000,000	1.25%
\$5,000,001 +	1.15%

As discussed under Item 11 of this Brochure, SSLLC is also the broker of record, or introducing broker, on all Lockwood Program accounts of SSLLC clients. Lockwood and or the sub-advisers appointed by Lockwood may direct trades to another broker-dealer, in such cases the client may be subject to additional conflicts of interest and fees. Lockwood Program clients may refer to Lockwood’s wrap-fee program Brochure for complete information.

Non-Discretionary Programs

SSLLC receives the following fees, as a percentage of the total market value of each Non-Discretionary Account:

Non-Discretionary Accounts

Lockwood-AdvisorFlex Portfolio

<u>Assets Tier</u>	<u>Fees</u>
0 - \$250,000	1.40%
\$250,001 - \$500,000	1.35%
\$500,001 - \$1,000,000	1.30%
\$1,000,001 - \$2,000,000	1.20%
\$2,000,001 - \$5,000,000	1.15%
\$5,000,001 +	1.10%

Investnet-Home Office Model Management Program

<u>Assets Tier</u>	<u>Fees</u>
0 - \$250,000	1.40%
\$250,001 - \$500,000	1.35%
\$500,001 - \$1,000,000	1.30%
\$1,000,001 - \$2,000,000	1.20%
\$2,000,001 - \$5,000,000	1.15%
\$5,000,001 +	1.10%

Clients that are members of the same household may aggregate the value of their Non-Discretionary Accounts for the purposes of the above fee schedules. The "same household" consists of a client's spouse or domestic partner (unless they do not live in the same household as the client and the client does not contribute in any way to their support); a client's children under the age of 18; a client's children who are 18 or older (unless they do not live in the same household as the client and the client does not contribute in any way to their support); and any of the following persons who live in the client's household: the client's stepchildren, grandchildren, parents, stepparents, grandparents, brothers, sisters, parents-in-law, sons-in-law, daughters-in-law, brothers-in-law and sisters-in-law, including adoptive relationships.

As discussed under Item 11 of this Brochure, SSLLC is also the broker of record, or introducing broker, on the Non-Discretionary Accounts.

Item 21 - Santander Securities LLC's Business Continuity Planning

Santander Securities LLC (SSLLC) has developed a Business Continuity Plan on how we will respond to events that significantly disrupt our business. Since the timing and impact of disasters and disruptions is unpredictable, we will have to be flexible in responding to actual events as they occur. With that in mind, we are providing you with this information on our business continuity plan.

Contacting Us – If after a significant business disruption you cannot contact us as you usually do please follow the instructions below:

1. If your account is held by SSLLC and you need to place a trade, please email us at Santanderinvestments@santanderinvestments.com or call our back-up voice mailbox at 866-736-6475. Leave your name and telephone number and a trader will call you back as soon as possible. Please do not leave trade instructions on this voicemail as we will not act on trade instructions left on voicemail. Alternatively you may view and execute trades via our website <https://santanderinvestments.netxinvestor.com>
2. Under certain circumstances, we will not have access to the above voice mailbox. On these occasions a message on 866-736-6475 will provide instructions for contacting us through alternate means including instructions on contacting our clearing firm directly.
3. If your accounts is held with a mutual fund or annuity company, please contact them directly for account inquires or trade executions.

Our Business Continuity Plan – We plan to quickly recover and resume business operations after a significant business disruption and respond by safeguarding our employees and property, making a

financial and operational assessment, protecting the firm's books and records, and allowing our customers to transact business. In short, our business continuity plan is designed to permit our firm to resume operations as quickly as possible, given the scope and severity of the significant business disruption.

Our business continuity plan addresses: data backup and recovery; all mission critical systems; financial and operational assessments; alternative communications with customers, employees, and regulators; alternate physical location of employees; critical supplier, contractor, bank and counter-party impact; regulatory reporting; and assuring our customers prompt access to their funds and securities if we are unable to continue our business.

Our clearing firm, Pershing LLC, backs up our important records in a geographically separate area. While every emergency situation poses unique problems based on external factors, such as time of day and the severity of the disruption, we have been advised by our clearing firm that

its objective is to restore its own operations and be able to complete existing transactions and accept new transactions and payments with minimal down time. Your orders and requests for funds and securities could be delayed during this period.

Varying Disruptions – Significant business disruptions can vary in their scope, such as only our firm, a single building housing our firm, the business district where our firm is located, the city where we are located, or the whole region. Within each of these areas, the severity of the disruption can also vary from minimal to severe. In a disruption to only our firm or a building housing our firm, we will transfer our operations to an alternate site when needed and expect to recover and resume business with minimal down time. In a disruption affecting our business district, city, or region, we will transfer our operations to a location outside of the affected area, and recover and resume business with minimal down time. In either situation, we plan to continue in business, transfer operations to our clearing firm if necessary, and notify you through our website Santandersecurities.com or from our customer emergency number, 866-736-6475. If the significant business disruption is so severe that it prevents us from remaining in business, we will assure our customer's prompt access to their funds and securities.

For more information – If you have questions about our business continuity planning please contact your Financial Consultant.