

Valmark Advisers, Inc.
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ADV Part 2A Appendix 1



Wrap Fee Program Brochure

This Wrap Fee Program Brochure provides information about the qualifications and business practices of Valmark Advisers, Inc. If you have any questions about the contents of this Brochure, please contact us at 330-576-1234 or www.valmarkfg.com or you may contact your financial advisor.

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.

Valmark Advisers, Inc. is a Registered Investment Adviser. Registration of an Investment Adviser does not imply any level of skill or training.

Additional information about Valmark Advisers, Inc. is available on the SEC's website at www.adviserinfo.sec.gov.

Material Changes

This section of our Wrap Fee Program Brochure (“brochure”) summarizes material changes since the previous brochure was released March 31, 2020. Valmark Advisers, Inc adopted no material changes with this filing.

We will update this section of the brochure as it becomes necessary as well as annually. On an annual basis we a send a summary of those changes along with a copy of our privacy policy. At that time, we will also offer to provide you with a full copy of the brochure without charge.

Additionally, you can request our brochure anytime free of charge by contacting your personal investment advisor representative (“IAR”) or by contacting Valmark Advisers, Inc. at 330-576-1234. Our brochure is also available on our web site www.valmarkfg.com.

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Item 4 Services, Fees, and Compensation

This brochure describes the investment advisory wrap-fee programs and services offered by Valmark Advisers, Inc. (For simplicity, hereafter, when referring to the services provided by Valmark Advisers, Inc. or by its IARs, a reference will be made simply to “Valmark”.)

Valmark was founded in 1997. It is a registered investment advisory firm under the Investment Advisers Act of 1940 and is an affiliate of Valmark Securities, Inc. (a member of the Financial Industry Regulatory Authority (“FINRA”) and Securities Investor Protection Corporation (“SIPC”)) and Valmark Retirement Advisers, LLC, a U.S. Securities and Exchange Commission (“SEC”) registered investment adviser. Valmark Retirement Advisers, LLC is also registered in Ohio. Valmark Advisers, Inc., and Valmark Securities, Inc. are registered in all 50 states, and their affiliated agencies are licensed in a number of states as life insurance agencies. The firm’s principal owners are: Valmark Investments, LLC (parent company) and Lawrence J. Rybka, President and Director. The firm utilizes an investment committee consisting of individuals with significant industry experience. The committee assists in making strategic investment decisions for Valmark investment programs.

Valmark offers its wrap-fee programs and services primarily through individual investment advisory representatives (“IAR”), who are also registered representatives of Valmark Securities, Inc. Each IAR of Valmark must be properly registered in each state in which they offer advisory services. Some of these IARs operate their own financial service organizations, including state or SEC Registered Investment Advisory firms. They desire access to certain advisory services available through Valmark. Valmark provides back-office support to these IARs and their clients who also become Valmark’s clients and is compensated for those services.

Valmark offers to its clients a full menu of investment and advisory options. Investment vehicles include exchange traded funds (“ETF”), corporate debt securities, certificates of deposit, municipal securities, investment company securities and United States government securities. Wrap-fee programs offered include the following Valmark proprietary investment solutions and are further defined below; TOPS®, TOPS® Core, and ACCESS™ Plus. Valmark often uses the non-registered marketing moniker of Valmark Wealth Solutions™ for these programs and services.

The Optimized Portfolio System (TOPS®)

Valmark provides clients with the opportunity to invest using “The Optimized Portfolio System” (“TOPS®”). TOPS® is Valmark’s proprietary goal-based asset allocation program which invests, primarily, in ETFs across a diverse set of asset classes. An ETF is an investment portfolio that holds all or a representative sample of the individual securities held in an index. ETFs trade on exchanges throughout the day, are priced constantly, and trade at the current market price which may be different from the ETF’s net asset value. When ETFs are not available or not optimal for a particular asset category, other investments will be chosen.

The TOPS® program is offered through the Investment Adviser Representatives of Valmark as well as selected Registered Investment Advisors (“RIA”) that maintain a relationship with Valmark.

TOPS® Process

The TOPS® program allows a client to select an asset allocation strategy which has the level of risk acceptable to him/her; to diversify investment assets amongst many ETF asset classes; and to pursue a strategic asset allocation investment strategy over a targeted time horizon of at least three years. An IAR will meet with each client in the TOPS® program to review the client’s personal and financial

information including, but not limited to, the client's goals and objectives, investment risk tolerance (the extent to which an investor is willing to accept more risk in exchange for the possibility of a higher return), financial net worth, net worth, tax status, and investment experience. The IAR and the client will develop an investment strategy and asset allocation profile utilizing one the distinct model portfolios available through the TOPS® program.

After the appropriate TOPS® portfolio has been selected, based upon the client's needs and objectives, the client's assets will be invested in ETFs in accordance with the selected portfolio. Clients will receive from the account custodian confirmations for all activities conducted in the client's TOPS® account and account statements, along with internet access to view his/her account. Accounts are monitored daily and generally, rebalanced annually. Accounts that deviate from the targeted ranges throughout the year due to market influences, deposits, withdrawals or other factors are rebalanced more often.

Valmark provides quarterly TOPS® account performance reports to its IARs. IARs are encouraged to share these performance reports with clients. Quarterly performance reports will provide actual account returns. Returns are not presented in accordance with Global Investment Performance Standards (GIPS) and Valmark is not responsible for the accuracy of this data. Clients should always refer to their account statements provided by the custodian for accurate information.

TOPS® Fees

In exchange for services provided by Valmark and the account custodian, each client agrees to pay Valmark annually a set percentage of the total assets held in the client's TOPS® account. Further explanation regarding the fees associated with TOPS® are provided in the TOPS® Investment Advisory Agreement that each client signs before participating in the TOPS® program.

Advisory fees are collected from the client's account quarterly, in advance, and are based upon the aggregate market value of the assets in the client's TOPS® account at the close of business on the last business day of the preceding calendar quarter. While the asset based advisory fee will be negotiated between the Client and the IAR, the fees charged to the client by Valmark and/or the IAR will not exceed these established percentages:

Avg. Acct. Balance	Total Annual Fee Will Not Exceed
Less than \$1,000,000	1.95%
\$1,000,001 to \$2,000,000	1.75%
\$2,000,001 and above	1.50%

Valmark reserves the right, in its sole discretion, to negotiate, reduce or waive the advisory fee for certain Client Accounts for any period of time as determined by Valmark. In addition, Valmark may reduce or waive its fees for the Accounts of some Clients without notice to, or fee adjustment for, other Clients.

The total advisory fee includes compensation for both Valmark and the designated IAR or RIA firm. The specific breakdown of these fees will be outlined on the advisory agreement pertaining to each account. The total advisory fee includes trade execution costs but does not include fees imposed by the Securities and Exchange Commission ("SEC"), wire transfer fees, any internal management or operating fees or expenses imposed or incurred by an exchange-traded fund, mutual fund or any other investment in which Client's account is invested, or any charges relating to the custody of the account. For accounts custodied at Charles Schwab, however, the per share fee imposed by the SEC when selling certain securities is included in the total advisory fee. Any fees and expenses associated with management of the mutual funds or ETFs will be disclosed in the applicable prospectuses which will be provided by the account's custodian.

For purposes of meeting billing breakpoints, Valmark permits clients to household accounts across the TOPS®, TOPS® Core, VWS Custom, and VWS Flex programs. Valmark generally uses the guidelines below to determine household eligibility but Valmark offers house holding in other reasonable circumstances.

1. Any family member sharing the same legal residence - (i.e. spouses, children, parents, siblings, grandparents, grandchildren)
2. Any family member that is dependent on the primary account owner(s) (i. e. father, mother, children, siblings, grandparents, in-laws)
3. Any trust or business account where one or more of the household members above are named on the account as an affiliated person

The Optimized Portfolio System (TOPS®) Core

For clients with less than \$100,000 to invest, Valmark offers TOPS® Core. TOPS® Core is Valmark's proprietary goal-based asset allocation program which invests, primarily, in ETFs across a diverse set of asset classes.

An ETF is an investment portfolio that holds all or a representative sample of the individual securities held in an index. ETFs trade on exchanges throughout the day, are priced constantly, and trade at the current market price which may be different from the ETF's net asset value. When ETFs are not available or not optimal for an asset category, other investments will be chosen.

The TOPS® Core program is offered through the Investment Adviser Representatives of Valmark as well as selected Registered Investment Advisors ("RIA") that maintain a relationship with Valmark.

TOPS® Core Process

The TOPS® Core Program allows a client to select an asset allocation strategy which has the level of risk acceptable to him/her; to diversify investment assets amongst ETF asset classes; and to pursue a strategic asset allocation investment strategy over a targeted time horizon of at least three years. An IAR will meet with each client in the TOPS® Core program to review the client's personal and financial information including, but not limited to, the client's goals and objectives, investment risk tolerance (the extent to which an investor is willing to accept more risk in exchange for the possibility of a higher return), financial net worth, earning capacity, tax status, and investment experience. The IAR and the client will develop an investment strategy and asset allocation profile utilizing one of the distinct model portfolios available through the TOPS® Core program.

After the appropriate TOPS® Core portfolio has been selected, based upon the client's needs and objectives, the client's assets will be invested in ETFs in accordance with the selected portfolio. Clients will receive from the account custodian confirmations for all activities conducted in the client's TOPS® Core account and account statements, along with and internet access to view his/her account. Accounts are monitored daily and generally, rebalanced annually. Accounts that deviate from the targeted ranges throughout the year due to market influences, deposits, withdrawals or other factors may be rebalanced more often.

Valmark provides quarterly TOPS® Core account performance reports to its IARs. IARs are encouraged to share these performance reports with clients. Quarterly performance reports will provide actual account returns. Returns are not presented in accordance with Global Investment Performance Standards (GIPS) and Valmark is not responsible for the accuracy of this data. Clients should always refer to their account statements provided by the custodian for accurate information.

TOPS® Core Fees

In exchange for services provided by Valmark and the account custodian, each client agrees to pay Valmark annually a set percentage of the total assets held in the client's TOPS® Core account. Further explanation regarding the fees associated with TOPS® Core are provided in the TOPS® Core Investment Advisory Agreement that each client signs before participating in the TOPS® Core program.

Advisory fees are collected from the client's account quarterly, in advance, and are based upon the aggregate market value of the assets in the client's TOPS® Core account at the close of business on the last business day of the preceding calendar quarter. While the asset based advisory fee will be negotiated between the Client and the IAR, the asset based advisory fees charged to the client by Valmark and/or the IAR will not exceed these established percentages:

Average Account Balance	Total Annual Fee Will Not Exceed
\$25,000 to \$1,000,000	1.95%
\$1,000,001 to \$2,000,000	1.75%
\$2,000,001 and above	1.50%

The total advisory fee includes compensation for both Valmark and the designated IAR or RIA firm. The specific breakdown of these fees will be outlined on the advisory agreement pertaining to each account. The total advisory fee includes trade execution costs but does not include fees imposed by the Securities and Exchange Commission ("SEC"), wire transfer fees, any internal management or operating fees or expenses imposed or incurred by an exchange-traded fund, mutual fund or any other investment in which Client's account is invested, or any charges relating to the custody of the account. For accounts custodied at Charles Schwab, however, the per share fee imposed by the SEC when selling certain securities is included in the total advisory fee. Any fees and expenses associated with management of the mutual funds or ETFs will be disclosed in the applicable prospectuses which will be provided by the account's custodian.

For purposes of meeting billing breakpoints, Valmark permits clients to household accounts across the TOPS®, TOPS® Core, VWS Custom, and VWS Flex programs. Valmark generally uses the guidelines below to determine household eligibility but Valmark offers house holding in other reasonable circumstances.

1. Any family member sharing the same legal residence - (i.e. spouses, children, parents, siblings, grandparents, grandchildren)
2. Any family member that is dependent on the primary account owner(s) (i. e. father, mother, children, siblings, grandparents, in-laws)
3. Any trust or business account where one or more of the household members above are named on the account as an affiliated person

VWS Flex

Valmark provides clients with the opportunity to invest using VWS Flex. VWS Flex is Valmark's proprietary goal-based asset allocation program which invests, primarily, in ETFs across a diverse set of asset classes.

An ETF is an investment portfolio that holds all, or a representative sample of the individual securities held in an index. ETFs trade on exchanges throughout the day, are priced constantly, and trade at the current market price could differ from the ETF's net asset value. When ETFs are not available or not optimal for an asset category, other investments will be chosen. The VWS Flex program is offered

through the Investment Adviser Representatives of Valmark as well as selected Registered Investment Advisors (“RIA”) that maintain a relationship with Valmark.

VWS Flex Process

The VWS Flex Program allows a client to select an asset allocation strategy which has the level of risk acceptable to him/her; to diversify investment assets amongst ETF asset classes; and to pursue a strategic asset allocation investment strategy over a targeted time horizon of at least three years. An IAR will meet with each client in the VWS Flex program to review the client’s personal and financial information including, but not limited to, the client’s goals and objectives, investment risk tolerance (the extent to which an investor is willing to accept more risk in exchange for the possibility of a higher return), financial net worth, earning capacity, tax status, and investment experience. After developing a general risk profile, the IAR and the client will implement a selected investment strategy by utilizing one of the distinct base model portfolios available through the VWS Flex program. Once a base allocation model is chosen, clients express their definitive views on asset allocation by selecting specific asset allocation sleeves within the base model. The Valmark TOPS® Portfolio Management Team retains control over ETF selection within the asset allocation sleeves.

After the appropriate VWS Flex portfolio has been selected, based upon the client’s needs and objectives, the client’s assets will be invested in ETFs in accordance with the selected portfolio. Clients will receive from the account custodian confirmations for all activities conducted in the client’s TOPS® Flex account and account statements, along with and internet access to view his/her account. Accounts are monitored daily and generally, rebalanced annually. Accounts that deviate from the targeted ranges throughout the year due to market influences, deposits, withdrawals or other factors are rebalanced more often.

Valmark provides quarterly performance statements to the IARs. IARs are encouraged to share these performance reports with clients. Quarterly performance reports will provide actual account returns. Returns are not presented in accordance with Global Investment Performance Standards (GIPS) and Valmark is not responsible for the accuracy of this data. Clients should always refer to their account statements provided by the custodian for accurate information.

VWS Flex Fees

In exchange for services provided by Valmark and the account custodian, each client agrees to pay Valmark annually a set percentage of the total assets held in the client’s VWS Flex account. Further explanation regarding the fees associated with VWS Flex are provided in the VWS Flex Investment Advisory Agreement that each client signs before participating in the VWS Flex program.

Advisory fees are collected from the client’s account quarterly, in advance, and are based upon the aggregate market value of the assets in the client’s VWS Flex account at the close of business on the last business day of the preceding calendar quarter. While the asset based advisory fee will be negotiated between the Client and the IAR, the asset based advisory fees charged to the client by Valmark and/or the IAR will not exceed these established percentages:

Average Account Balance	Total Annual Fee Will Not Exceed
\$25,000 to \$1,000,000	1.95%
\$1,000,001 to \$2,000,000	1.75%
\$2,000,001 and above	1.50%

The total advisory fee includes compensation for both Valmark and the designated IAR or RIA firm. The specific breakdown of these fees will be outlined on the advisory agreement pertaining to each account. The total advisory fee includes trade execution costs but does not include fees imposed by the Securities and Exchange Commission ("SEC"), wire transfer fees, any internal management or operating fees or expenses imposed or incurred by an exchange-traded fund, mutual fund or any other investment in which Client's account is invested, or any charges relating to the custody of the account. For accounts custodied at Charles Schwab, however, the per share fee imposed by the SEC when selling certain securities is included in the total advisory fee.

Any fees and expenses associated with management of the mutual funds or ETFs will be disclosed in the applicable prospectuses which will be provided by the account's custodian.

For purposes of meeting billing breakpoints, Valmark permits clients to household accounts across the TOPS®, TOPS® Core, VWS Custom, and VWS Flex programs. Valmark generally uses the guidelines below to determine household eligibility but Valmark offers house holding in other reasonable circumstances.

1. Any family member sharing the same legal residence - (i.e. spouses, children, parents, siblings, grandparents, grandchildren)
2. Any family member that is dependent on the primary account owner(s) (i.e. father, mother, children, siblings, grandparents, in-laws)
3. Any trust or business account where one or more of the household members above are named on the account as an affiliated person

VWS Custom

From time to time, clients who are invested in the TOPS® program may wish to implement their portfolio strategy using investments and/or allocations that are outside of the seven distinct model portfolios. This may be done through a VWS Custom Model Allocation which is recommended by the IAR, selected by the Client and approved by Valmark. When a Client selects a VWS Custom Model Allocation, they are required to sign a customized Investment Portfolio Addendum that outlines the investment strategy and the recommended allocation. There are generally 3 allocations:

VWS Custom A: This account will consist of a "core" and "satellite" investment approach. The account will be comprised of a traditional TOPS® model allocation as the core strategy and one or more additional securities; the satellite investment. Examples of situations where a VWS Custom A Model Allocation used include but are not limited to; a) a client may wish to maintain a legacy stock position, b) a client may wish to maintain a higher than normal amount of cash equivalents, or c) other approved custom situations. These situations vary upon each client and are documented through notes with the respective IAR.

VWS Custom B: This account will generally consist of municipal bonds for high net worth investors seeking a bond portfolio to take advantage of favorable tax treatment. Valmark will place the municipal bond trades through an outsourced partner or through one of its available custodians. These outsourced partners apply a mark-up that is included in the total price of the bond. Valmark will place municipal bond trades with the party we believe will be in your best interest and consistent with our obligation to achieve best execution. Alternatively, accounts will consist of other equities such as stocks and ETFs. Valmark will place ETF and other equity trades through one of its available custodians.

VWS Custom Fees

In exchange for services provided by Valmark and the account custodian, each client agrees to pay Valmark annually a set percentage of the total assets held in the client's VWS Custom account. Further explanation regarding the fees associated with VWS are provided in the VWS Investment Advisory Agreement that each client signs before participating in the VWS program.

Advisory fees are collected from the client's account quarterly, in advance, and are based upon the aggregate market value of the assets in the client's VWS account at the close of business on the last business day of the preceding calendar quarter. While the asset based advisory fee will be negotiated between the Client and the IAR, the fees charged to the client by Valmark and/or the IAR will not exceed these established percentages:

VWS Custom A and VWS Custom B:

Avg. Acct. Balance	Total Annual Fee Will Not Exceed
Less than \$1,000,000	1.95%
\$1,000,001 to \$2,000,000	1.75%
\$2,000,001 and above	1.50%

Valmark reserves the right, in its sole discretion, to negotiate, reduce or waive the advisory fee for certain Client Accounts for any period of time as determined by Valmark. In addition, Valmark may reduce or waive its fees for the Accounts of some Clients without notice to, or fee adjustment for, other Clients.

The total advisory fee includes compensation for both Valmark and the designated IAR or RIA firm. The specific breakdown of these fees will be outlined on the advisory agreement pertaining to each account. The total advisory fee includes trade execution costs but does not include fees imposed by the Securities and Exchange Commission ("SEC"), wire transfer fees, any internal management or operating fees or expenses imposed or incurred by an exchange-traded fund, mutual fund, options contract or any other investment in which Client's account is invested, or any charges relating to the custody of the account. For accounts custodied at Charles Schwab, however, the per share fee imposed by the SEC when selling certain securities is included in the total advisory fee. Any fees and expenses associated with management of the mutual funds or ETFs will be disclosed in the applicable prospectuses which will be provided by the account's custodian.

For purposes of meeting billing breakpoints, Valmark permits clients to household VWS Custom accounts across the TOPS®, TOPS® Core, VWS Custom, and VWS Flex programs. Valmark generally uses the guidelines below to determine household eligibility but Valmark offers house holding in other reasonable circumstances.

1. Any family member sharing the same legal residence - (i.e. spouses, children, parents, siblings, grandparents, grandchildren)
2. Any family member that is dependent on the primary account owner(s) (i.e. father, mother, children, siblings, grandparents, in-laws)
3. Any trust or business account where one or more of the household members above are named on the account as an affiliated person

For all VWS Custom accounts, Valmark provides quarterly account performance reports to its IARs. IARs are encouraged to share these performance reports with clients. Quarterly performance reports will provide actual account returns. Returns are not presented in accordance with Global Investment

Performance Standards (GIPS) and Valmark is not responsible for the accuracy of this data. Clients should always refer to their account statements provided by the custodian for accurate information.

The chart below illustrates the available TOPS® Core, TOPS®, VWS Flex, and VWS Custom programs and the basic requirements of each program:

	TOPS® Core	TOPS®	VWS Flex	VWS Custom
Available Model Allocations	Conservative Income & Growth Growth Balanced Moderate Growth Growth Core Equity Aggressive Growth	Conservative Income & Growth Growth Balanced Moderate Growth Growth Core Equity Aggressive Growth	All Bond Conservative Income & Growth Balanced Moderate Growth Aggressive Growth	Custom A Custom B
Account Minimum	\$10,000	\$100,000	\$100,000	\$100,000
Primary Investment Vehicle	ETFs	ETFs	ETFs	ETFs Fixed Income
Available Custodians	Charles Schwab TD Ameritrade Pershing	Charles Schwab TD Ameritrade Pershing	Charles Schwab TD Ameritrade Pershing	Charles Schwab TD Ameritrade Pershing
Portfolio Construction Performed By	Valmark	Valmark	Valmark	Valmark
Trading and Rebalancing Performed By	Valmark	Valmark	Valmark	Valmark
Dollar Cost Averaging	Available	Available	Available	Available
Tax Loss Harvesting	Available	Available	Available	Available Custom A

Dollar Cost Averaging (DCA)

VAI permits accounts to be invested over time using a dollar cost averaging strategy using up to 12 trading events per year (monthly, quarterly or semi-annual frequencies). The DCA program is optional. The Portfolio Management Team does not endorse DCA as a proven investment strategy to either improve returns or reduce risk. By using DCA, an investor could reduce their realized returns.

Tax Loss Harvesting (TLH)

Certain investors may desire to have taxable losses realized in their accounts annually and outside of the normal investment strategy implementation. Accounts in the TOPS®, TOPS® Core and VWS Custom A strategies can be enrolled into the tax loss harvest (TLH) program through a trade authorization form signed by the IAR, after the IAR discusses the program with the investor. Accounts in TOPS® and TOPS® Core are available to be automatically traded each year with the instructions provided on the trade authorization form. The instructions will remain valid for these TOPS® and TOPS® Core accounts until the form is updated or revoked. In contrast, the IAR is required to direct the VWS Portfolio

Management Team each year regarding TLH in VWS Custom A accounts and these accounts will not be automatically traded each year.

The VWS Portfolio Management Team has created a Tax Loss Harvest model allocation, comprised of positions similar to those held in the TOPS® allocations. Tax harvest trades are typically done in the 4th quarter but may be done at other times under the discretion of Valmark. Losses will typically be harvested for positions exceeding a 5% unrealized loss.

TLH is not beneficial for everyone and could result in a lower return for investors. Valmark does not provide tax advice and is not liable for any tax effects of trades completed under the TLH program. Investors are encouraged to speak with their tax professional and review their particular situation before authorizing their IAR to enroll them in the TLH program.

ACCESS® PLUS

Valmark ACCESS® Plus program (here after, referred to as “ACCESS Plus”) is a proprietary goal- based asset allocation program which invests, primarily, in Mutual Funds selected by the ACCESS Plus Portfolio Management Team. Valmark has retained CAPTRUST to perform mutual fund due diligence and screening for the ACCESS Plus program. CAPTRUST is an independently owned and operated retirement planning and investment advisory firm headquartered in Raleigh, NC.

The ACCESS Plus program is offered through the Investment Adviser Representatives of Valmark as well as selected Registered Investment Advisors (“RIA”) that maintain a relationship with Valmark.

ACCESS® PLUS Process

The ACCESS Plus Program allows a client to select an asset allocation strategy which has the level of risk acceptable to him/her; to diversify investment assets amongst many mutual fund asset classes; and to pursue a strategic asset allocation investment strategy over a targeted time horizon of at least three years. An IAR will meet with each client in the ACCESS Plus program to review the client’s personal and financial information including, but not limited to, the client’s goals and objectives, investment risk tolerance (the extent to which an investor is willing to accept more risk in exchange for the possibility of a higher return), financial net worth, earning capacity, tax status, and investment experience. The IAR and the client will develop an investment strategy and asset allocation profile utilizing one of the distinct model portfolios available through the ACCESS Plus program.

After the appropriate ACCESS Plus portfolio has been selected, based upon the client’s needs and objectives, the client’s assets will be invested in mutual funds in accordance with the selected portfolio. Clients will receive from the account custodian confirmations for all activities conducted in the client’s ACCESS Plus account and account statements, along with and internet access to view his/her account. Quarterly performance statements are also provided to the IARs. Accounts are monitored daily and generally, rebalanced annually. Accounts that deviate from the targeted ranges throughout the year due to market influences, deposits, withdrawals or other factors are rebalanced more often.

Valmark provides quarterly ACCESS Plus account performance reports to its IARs. IARs are encouraged to share these performance reports with clients. Quarterly performance reports will provide actual account returns. Returns are not presented in accordance with Global Investment Performance Standards (GIPS) and Valmark is not responsible for the accuracy of this data. Clients should always refer to their account statements provided by the custodian for accurate information.

ACCESS PLUS Fee

In exchange for services provided by Valmark and the account custodian, each client agrees to pay Valmark annually a set percentage of the total assets held in the client's ACCESS Plus account. Further explanation regarding the fees associated with ACCESS Plus are provided in the ACCESS Plus Investment Advisory Agreement that each client signs before participating in the ACCESS Plus program.

Advisory fees are collected from the client's account quarterly, in advance, and are based upon the aggregate market value of the assets in the client's ACCESS Plus account at the close of business on the last business day of the preceding calendar quarter. While the asset based advisory fee will be negotiated between the Client and the IAR, the asset based advisory fees charged to the client by Valmark and/or the IAR will not exceed these established percentages:

Average Account Balance	Total Annual Fee Will Not Exceed
\$50,000 to \$1,000,000	1.95%
\$1,000,001 to \$2,000,000	1.75%
\$2,000,001 and above	1.50%

The total advisory fee includes compensation for both Valmark and the designated IAR or RIA firm. The specific breakdown of these fees will be outlined on the advisory agreement pertaining to each account. The total advisory fee includes trade execution costs but does not include fees imposed by the Securities and Exchange Commission ("SEC"), wire transfer fees, any internal management or operating fees or expenses imposed or incurred by an exchange-traded fund, mutual fund or any other investment in which Client's account is invested, or any charges relating to the custody of the account. For accounts custodied at Charles Schwab, however, the per share fee imposed by the SEC when selling certain securities is included in the total advisory fee.

Any fees and expenses associated with management of the mutual funds will be disclosed in the applicable prospectuses which will be provided by the account's custodian.

For purposes of meeting billing breakpoints Valmark permits clients to household ACCESS Plus accounts together. Valmark generally uses the guidelines below to determine household eligibility but Valmark offers house holding in other reasonable circumstances.

1. Any family member sharing the same legal residence - (i.e. spouses, children, parents, siblings, grandparents, grandchildren)
2. Any family member that is dependent on the primary account owner(s) (i. e. father, mother, children, siblings, grandparents, in-laws)
3. Any trust or business account where one or more of the household members above are named on the account as an affiliated person

The chart below illustrates the available ACCESS Plus program and the basic requirements of the program:

Available Model Allocations:	Conservative Income & Growth Balanced Moderate Growth	Growth Core Equity Aggressive Growth
Account Minimum:	\$50,0000	
Primary Investment Vehicle:	Mutual Funds	
Available Custodians:	Charles Schwab & Co., Inc. TD Ameritrade, Inc	
Portfolio Construction Performed By:	Valmark	
Trading and Rebalancing Performed By:	Valmark	

Linked Annuity and Life Insurance Accounts

Clients investing in the TOPS®, VWS Flex, VWS Custom, and ACCESS Plus programs are able to receive the investment and insurance benefits of an annuity or life insurance contract by linking approved fee-based low-cost annuities or life insurance contracts to a new and/or existing Valmark advisory account. Any approved products are specifically designed for investors working with a fee-based advisor. The advisory fees for the annuity/insurance contract will be billed from the linked Valmark advisory account. Charges for mortality administration, expenses and rider costs, when applicable, will be charged according to the contractual provisions of the annuity or life insurance contract. Clients are encouraged to read the product prospectus carefully and completely.

In order to invest in an approved link annuity or insurance contract within the Valmark programs the following restrictions exist:

1. Clients must have a Valmark advisory account (ie TOPS®) to which the contract is linked.
2. For variable annuity contracts, clients must hold in the Valmark advisory account an amount equal to at least 25% of the initial linked product investment.
3. For life insurance contracts, clients must hold in the Valmark advisory account an amount equal to at least 25% of the summation of the first ten premium payments.

Linked Annuity/Life Insurance Fees

The market value of the Linked Product will be included with the market value of the Client's Valmark Advisory Account for purposes of calculating billing at the rate described in the corresponding Valmark Advisory Agreement.

Additional Compensation: As Advisor to the TOPS® ETF portfolios within the Jefferson National, now Nationwide Monument Advisor, and Lincoln fee-based annuities, Valmark is compensated from the funds. The fee is equal to 0.10% of assets within each fund. This fee for advisory services is in addition to the flat fee charged for direct advisory services to each investor within the Valmark investment program.

Qualified Retirement Plan Services

Valmark provides retirement plan advisory services to sponsors of participant account directed plans covered by the Employee Retirement Income Security Act of 1974, as amended ("ERISA"). There is no plan size minimum; however, plans typically are \$500,000 or greater.

Plans can use one of the TOPS® or VWS Flex models described above. When one of the models is implemented, Valmark will act in a manner consistent with the requirements of a fiduciary under ERISA if, based on the facts and circumstances, such services cause Valmark to be an investment fiduciary as defined in ERISA Section 3(21)(A)(ii). Valmark has no responsibility to and will not exercise any discretionary authority or control respecting management of the account, except to the extent Valmark agrees in writing to serve as a 3(38)-investment manager or when trading a TOPS® or VWS account.

Alternatively, Plan Sponsors can use open architecture retirement plan services which are provided in conjunction with an administration and recordkeeping service provider and generally a broker-dealer or investment advisory firm. The Plan Sponsor enters into both (i) an investment advisory agreement with Valmark, and (ii) separate services agreement(s) with each service provider, e.g. administrative, recordkeeping, and/or third-party money manager. Valmark has no responsibility to and will not exercise any discretionary authority or control respecting management of the open architecture account.

Plan Sponsors authorize Valmark IARs to recommend the selection, addition, removal and/or replacement of funds available for purchase by plan participants. Recommendations must be consistent with any written investment policy approved by the Plan Sponsor and provided to Valmark along with any requirements under ERISA. Based upon the Valmark IAR's evaluation of each fund's performance the Plan Sponsor will determine the appropriateness and continued suitability of available investment options.

At least annually, Valmark IAR will meet with Plan Sponsor and review the plan's investment options to determine ongoing appropriateness. If an existing fund is no longer appropriate as an investment option, Valmark IAR will assist in the transition to the replacement option if requested by Plan Sponsor. Valmark IAR is responsible for monitoring the relevant data on the performance of each investment option and providing the Plan Sponsor, through the record keeper or administrator, with services described in the Retirement Plan Agreement – Advisory agreement.

Retirement Turnkey Program

Valmark offers outsourced discretionary, fiduciary advisory services as an investment manager under Section 3(38) of ERISA. When these services are selected, the Plan Sponsor outsources investment research, selection, implementation and ongoing monitoring to Valmark for the benefit of plan participants. The Plan Sponsor will select a record keeper and qualified default investment account ("QDIA") from available choices. Valmark will implement all other services on a fully discretionary basis. These services will be fully explained in the Retirement Plan Agreement – Advisory Supplemental 3(38) Investment Management Agreement.

Qualified Retirement Plan Account Fees

All fees for Qualified Retirement Plan services are detailed in the Retirement Plan Advisory Agreement and will vary depending on several factors, including but not limited to the account size, the services provided, and level of service provided.

Valmark Strategic Allocation Portfolios Maintained by Matrix Trust Company

Valmark sub-advises a series of Collective Investment Funds for which Matrix Trust Company, formerly TD Ameritrade Trust Company, acts as trustee and custodian. The Matrix Trust Company Strategic Allocation Portfolios ("SAPs") represent a total of ten funds available only for qualified retirement and governmental plans as described in IRC section 401(a), e.g. 401(k), Profit Sharing, Cash Balance, Money Purchase Pension Plans, and governmental 457 plans. These sixteen funds are

comprised of six risk-based and ten target date funds which allow plan participants to elect a fund based on their individual risk tolerance or their target retirement date. The SAPs are available to most any plan throughout the country as they trade via CUSIPs on the National Securities Clearing Corporation ("NSCC"). There are two share classes available for each fund. Share Class I is available for plans advised by an adviser not affiliated with Valmark. Share Class II is available for plans advised by a Valmark IAR. Valmark receives compensation for its work as a sub-advisor in the amount of 0.03% of account assets in Share Class I annually and does not receive a sub-advisor fee for Share Class II account assets.

Custody

Valmark is owned and operated independently from, and is not affiliated with, any qualified custodial platform. Client assets must be held in an account at a custodial broker-dealer. Each client will receive a custodial recommendation based on our understanding of their goals, objectives and expected activity.

Valmark seeks to offer custodial platforms that will hold client assets and execute transactions on terms that are overall advantageous when compared to other available providers. Valmark considers a wide range of factors in the selection process, including but not limited to:

- Execution and operational capabilities of the broker-dealer (e.g. adequacy of order entry systems; promptness of execution; competent block trading coverage, if necessary; capabilities to facilitate transfers and payments to and from accounts (wire transfers, check requests, etc.); and ability and willingness to correct errors).
- Expertise of the broker-dealer (e.g. to execute trades for the particular type of security; to maintain anonymity for the adviser; to access various market centers; and to locate liquidity and minimize trade costs).
- Access to people, products, and services provided by the broker-dealer including non-transaction fee mutual funds and TPMs.
- Competitiveness of the price for services (e.g. reasonableness of trading costs and margin costs).
- Financial condition and business reputation of the broker-dealer.
- Prior service to Valmark and its other clients

These custodians/broker-dealers will hold client assets in a brokerage account and will buy or sell securities when we, or you, instruct them to. While we recommend that you use a specific custodian/broker-dealer, you will decide whether to do so and will open your account by entering into an account agreement directly with the selected custodian/broker-dealer. Valmark does not open an account for you, although we assist you in doing so.

Valmark does not maintain custody of client assets except in very limited circumstances. Based on recent SEC guidance, Valmark Advisers, Inc. has determined that it has custody of certain client assets when we have authority under a standing letter of instruction or similar arrangement ("SLOA") by which a client authorizes the custodian to accept instructions from us to make payments from the client's account to one or more third parties specifically designated by the client. We have decided to rely on guidance from the SEC that it will not seek enforcement action against an adviser for not subjecting itself to surprise custody examination by an independent accounting firm provided that the firm's custody of client assets exists only under SLOAs that meet certain requirements and under other arrangements not requiring a surprise audit. Qualified custodians maintain custody of customer account assets and they forward advisory fees to Valmark. The custodians send account statements directly to clients at least quarterly. We encourage clients to review these statements regularly for accuracy.

Qualified custodians available for TOPS®, TOPS® Core, VWS Flex, TOPS® Custom A and B accounts include Pershing LLC, TD Ameritrade and Charles Schwab. Qualified custodians available for ACCESS Plus accounts include TD Ameritrade and Charles Schwab.

Investment Discretion

Valmark receives discretionary authority from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought or sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the client account.

When selecting securities and determining amounts, Valmark observes the investment policies, limitations and restrictions of the clients for which it advises. For registered investment companies, Valmark's authority to trade securities, in specific client instances, is limited by certain federal securities and tax laws that require diversification of investments and favor the holding of investments once made. Investment guidelines and restrictions must be provided to Valmark in writing.

Brokerage Practices

Soft Dollars

Valmark does not make it a practice to accept or participate in formal soft dollar benefits if offered by brokerage firms. However, certain research, trading software and related systems support is available to Valmark from custodial firms. Custodial firms also provide Valmark with other services intended to help Valmark manage and further develop its business enterprise. Custodial firms may provide some of these services directly or they may arrange for third-party vendors to provide services to Valmark at no cost or at discounted costs. These services include general consulting, publications and presentations on practice management, information technology, business succession, regulatory compliance, marketing, and back-office support. These services indirectly benefit Valmark, but not its clients directly. Custodial firms may also reimburse clients for account closing costs that may be associated with moving an account. In fulfilling its duties to its clients, Valmark endeavors at all times to put the interests of its clients first. Clients should be aware, however, that Valmark's receipt of economic benefits from a broker-dealer creates a conflict of interest since these benefits inherently have the ability to influence Valmark's choice of broker/dealer over another broker/dealer that does not furnish similar software, systems support, or services.

Trade Aggregation

Valmark will place trades individually through your accounts unless we decide to purchase or sell the same securities for several clients at approximately the same time. Valmark from time to time, will combine or "batch" such orders to obtain best execution, to negotiate more favorable commission rates or to allocate equitably among our client's differences in prices and commission or other transaction costs. Under this procedure, transactions will be price-averaged and allocated among our client groups in proportion to the purchase and sale orders placed for each client account on any given day.

Brokerage for Client Referrals

Valmark and its IARs have no significant incentive to select or recommend a custodial broker-dealer over another in the interest of receiving client referrals from a broker dealer or third party. In an effort to generally receive the most favorable execution for its clients, Valmark has the flexibility to utilize certain firms for custody and execution services on a regular basis. It is Valmark's belief that these firms provide the best overall execution services, including asset custody services, capabilities to facilitate transfers and

payments to and from accounts (wire transfers, check requests, etc), breadth of investment products, competitive pricing for services, quality customer service, research capabilities, strong reputation and financial stability, and technology services.

Directed Brokerage

Valmark does not permit “directed brokerage,” meaning that we do not allow clients to direct us to execute transactions through a specified broker-dealer. The broker-dealer that will be used for trades for any given client depends upon the program in which the client participates. In other circumstances Valmark will determine, in its discretion, the broker-dealer through which trades will be placed.

Valmark’s IARs are also registered representatives of Valmark Securities, Inc. and, as such, they have the ability to recommend the use of products that are in the client’s best interest and offered through Valmark Securities, Inc. Clients have the unrestricted right to decline to implement any advice as well as the right to select and use any broker they may choose.

If the client elects to have securities transactions placed through Valmark Securities, Inc. commissions for securities paid pursuant to a prospectus will be the same. However, commissions or fees for other securities transactions could be higher or lower if placed through Valmark Securities, Inc. than if placed through another broker-dealer. No transaction-based commissions or sales commissions are paid directly to the IAR or Valmark Securities, Inc. Certain IARs share in such compensation as disclosed in Item 9 “Other Financial Industry Activities and Affiliations.”

Assets Under Management

As of 12/31/2020 our assets under management were \$6,317,794,837 which are entirely managed on a discretionary basis.

Item 5 Account Requirements and Types of Clients

Valmark provides portfolio management services primarily to individuals, including through trusts, estates, 401(k) plans, and IRAs, high net-worth individuals, corporate pension and profit-sharing plans, corporations or other businesses, insurance companies, and investment companies, charitable institutions, foundations, banks, governmental agencies and endowments.

TOPS® Accounts

In order for clients to open an account in Valmark’s TOPS® program, the client must generally invest a minimum of \$100,000. This minimum does not apply to IARs of Valmark. For Valmark IARs, and certain of their family members, the minimum investment amount required to open a TOPS® account is \$50,000. Certain circumstances develop where accounts less than \$100,000 are accepted.

TOPS® Core Accounts

In order for clients to open an account in Valmark’s TOPS® Core program, the client must generally invest a minimum of \$10,000. Certain circumstances develop where accounts less than \$10,000 are accepted.

TOPS® Custom Accounts

In order for clients to open an account in Valmark's TOPS® Custom A or TOPS® Custom B program, the client must generally invest a minimum of \$1,000,000. Certain circumstances may develop where accounts less than \$1,000,000 are accepted.

VWS Flex Account

In order for clients to open an account in Valmark's VWS Flex program, the client must generally invest a minimum of \$100,000. Certain circumstances develop where accounts less than \$100,000 are accepted.

ACCESS PLUS Accounts

In order for clients to open an account in Valmark's ACCESS Plus program, the client must generally invest a minimum of \$50,000. Certain circumstances develop where accounts less than \$50,000 are accepted.

Item 6 Portfolio Manager Selection and Evaluation

Methods of Analysis

Valmark employs various methods of research when analyzing investment markets and available investment opportunities. Individual stock positions are rarely purchased within a Valmark advisory account. However, if individual stock positions are purchased, fundamental analysis is considered an appropriate format to review the merits of purchasing a stock. Fundamental analysis is a method of evaluating a security that entails attempting to measure its intrinsic value by examining related economic, financial and other qualitative and quantitative factors. Fundamental analysis attempts to study everything that can affect the security's value, including macroeconomic factors, such as the overall economy and industry conditions, and company-specific factors, such as financial condition and management. Primarily, Valmark utilizes investment company products and similar products. When performing analysis on investment companies, Valmark attempts to verify the consistency and appropriateness of the investment strategy. Valmark has extensive experience in working with investment company products, specifically ETFs.

Investment Strategies

Valmark primarily follows an investment policy of diversified model portfolios for clients. Across all advisory accounts, Valmark encourages its IAR's and clients to diversify assets across many different asset classes in an effort to help reduce portfolio volatility. While diversification* has been successful over time in many different types of investment cycles, there is no guarantee that diversifying assets will lead to lower volatility.

*Diversification – a portfolio strategy designed to reduce exposure to risk by combining a variety of investments, such as stocks, bonds, and real estate, which are unlikely to all move in the same direction. The goal of diversification is to reduce the risk in a portfolio. Volatility is limited by the fact that not all asset classes or industries or individual companies move up and down in value at the same time or at the same rate. Diversification helps to reduce both the upside and downside potential and allows for more consistent performance under a wide range of economic conditions.

Risk of Loss

Investing in securities involves risk of loss that clients should be prepared to bear. Equity based securities face the risk of lower valuations over time, as well as bankruptcy and total loss. Fixed income (debt) securities face the risk of default. Other examples of risks clients could face include:

- *Business risk:* The chance that a business sector, industry and/or specific company's security will fall in value because of business issues affecting it.
- *Credit risk:* The chance that a company will not be able to pay its debts, including interest on its bonds.
- *Duration risk:* The risk that longer-term securities may be more sensitive to interest rate changes. Heightened risk is posed by rising market interest rates.
- *Emerging market risk:* The risk that countries with emerging markets may have relatively unstable governments, social and legal systems that do not protect shareholders. Further their economies tend to be based on a few industries with securities markets that trade a small number of issues.
- *ETF risk:* The risk that investing in a portfolio may be higher than the cost of investing directly in ETFs and the cost may be higher than other mutual funds that invest directly in stocks and bonds. Each ETF is subject to specific risks that will depend on the nature of the fund.
- *Foreign currency risk:* The possibility that foreign investments fluctuate in dollar value against the currency of the investment's origination country. This is also known as exchange rate risk.
- *Foreign investment risk:* The risk that foreign investing involves a number of economic, financial social and political considerations that could affect an account's performance.
- *Inflation risk:* The possibility that the interest paid on an investment will be lower than the inflation rate, decreasing purchasing power.
- *Interest rate risk:* The chance that interest rate fluctuations cause investment values to fluctuate. For example, typically bond prices decrease when interest rates rise.
- *Junk bond risk:* Investment risk is generally greater when investing in high-yield bonds, sometimes known as "junk" bonds, as compared to investing in bonds of higher quality, including increased risk of default and reduced liquidity.
- *Liquidity risk:* The risk that a security may not be readily converted to cash. As an example, treasuries and most mutual funds are highly liquid; real estate investments are less liquid.
- *Management risk:* The risk that VRA's methodologies and judgements about the attractiveness, value and potential appreciation of particular asset classes and invested securities may prove to be incorrect and may not produce the desired results.
- *Market risk:* The chance that the overall securities market can decrease in value due to conditions in the economic and/or political environment.
- *Model risk:* The risk that the allocation model utilized in the securities selection process does not optimize returns or risk. No assurance can be given that an account will be successful under all or any market conditions.
- *Natural resource risk:* The risk that natural resource companies are affected by commodity price volatility or other factors affecting a industry such as drought, floods, weather, livestock disease, embargoes, tariffs, and international economic, political and regulatory developments.
- *Portfolio turnover risk:* The risk that portfolios with high turnover ratios can lead to increased trade costs and higher tax liabilities for investors.
- *Real estate risk:* The risk that real estate values rise and fall in response to a variety of factors, including local and national economic conditions, interest rates and tax considerations.
- *Small and medium capitalization risk:* The risk that small or medium capitalized company equities may be subject to more abrupt or erratic market movements than those of larger, more established companies or the market in general.

Diversifying investments can help to reduce, but not eliminate, these risks.

The Valmark strategy of diversifying assets in model portfolios does not involve trading daily. Clients should not therefore expect that Valmark will be able to correctly time and profit from daily investment market fluctuations.

Valmark makes use of ETFs extensively in the TOPS® programs. An ETF is a type of Investment Company which attempts to achieve a return similar to a set benchmark or index or in some cases is actively managed similar to a mutual fund. The value of an ETF is dependent on the value of the underlying assets held and will be subject to similar risks as those associated with the direct ownership of the securities comprising the index on which the ETF is based. Additionally, the value of the investment will fluctuate in response to the performance of the underlying index. ETFs can be bought and sold throughout the day like stock and their price can fluctuate throughout the day. ETFs can trade for less than their net asset value and the performance can deviate from the underlying index or benchmark due to fees, expenses, management, market volatility and other factors. During times of extreme market volatility, ETF pricing may lag versus the actual underlying asset values. This lag usually resolves itself in a short period of time (usually less than one day), however, there is no guarantee this relationship will always exist. Risks for certain ETFs can be significantly increased for funds concentrated in a sector of the market, or that primarily invest in small cap or speculative companies, use leverage (i.e., borrow money) to a significant degree, or concentrate in a particular type of security (i.e., equities) rather than balancing the fund with different types of securities. ETFs are subject to investment advisory and other expenses which results in a layering of fees for clients. Valmark will invest client assets in ETFs with exposure to equities, fixed income, commodities, currencies, developed/emerging international markets, real estate, and specific sectors. The underlying investments of these ETFs will have different risks.

Clients should read the prospectus(es) for all investments before investing or contact Valmark for additional information.

Voting Client Securities

As a matter of firm policy and practice, Valmark does not exercise proxy voting on behalf of retail advisory clients. Clients retain the responsibility for receiving and voting proxies for all securities maintained in client portfolios. Clients will receive their proxies or other solicitations directly from their custodian or transfer agent.

In connection to Strategic Allocation Portfolios, proxy voting will be performed by the administrator, Matrix Trust Company.

In regard to the institutional TOPS® Variable Insurance Trust funds, Valmark has adopted policies and procedures to vote proxies in accordance with SEC Rule 206(4)-6 of the Investment Advisers Act of 1940. Those policies are designed to vote proxies in the best economic interests of the portfolios and include procedures for mirror voting conducted through a third party. This means proxies received for the portfolios will be voted in the same proportion as that of shares cast through the proxy voting vendor as of the proxy vendor's cutoff time for such votes. If a conflict of interest ever arises Valmark is committed to resolving the conflict and will inform the Chief Compliance Officer of the conflict and solicit direction from him or her as to how to vote. The firm's voting records are available, free of charge, by contacting the portfolio's transfer agent, Gemini Fund Services, LLC 17605 Wright Street Suite #2, Omaha, Nebraska 68130, or by calling 1-855-572-5945.

Performance Fees

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

Item 7 Client Information Provided to Portfolio Managers

The information you provide to your investment advisor is forwarded to Valmark when you open your account and when you provide any updates about your financial objectives, goals and risk tolerance. This information is used to help oversee the management of your account. Access to your information is limited to Valmark employees and portfolio managers.

Item 8 Client Contact with Portfolio Managers

While clients are restricted in their ability to directly contact Valmark's portfolio managers, Valmark IARs are available to address any questions regarding the investment strategies, model portfolios, and the portfolio management team.

Item 9 Additional information

Other Financial Industry Activities and Affiliations

The principal business of Valmark is as a Registered Investment Adviser. The principal executive officers of Valmark also hold executive positions with other financial institutions, including Valmark Securities, Inc., a registered securities broker dealer, and Executive Insurance Agency, Inc., an insurance agency.

Valmark has material relationships with Valmark Securities, Inc., a broker-dealer and affiliate corporation of Valmark, Executive Insurance Agency, Inc., an insurance agency and Valmark Retirement Advisers, LLC, a SEC registered investment adviser. Certain Valmark IARs also act as registered representatives of Valmark Securities, Inc., and agents of Executive Insurance Agency, Inc.

Any securities transactions placed through these IARs in their capacity as registered representatives of Valmark Securities, Inc. would generate standard and customary brokerage commissions and other sums, a portion of which is paid to the IARs. The receipt of commissions and other sums by Valmark's IARs for securities and variable insurance transactions present a conflict of interest.

Many of Valmark's IARs are insurance agents with Executive Insurance Agency, Inc. and possibly other insurance agencies. Any insurance product placed through these IARs will generate standard and customary insurance commissions and other sums, a portion of which will be paid to the IARs. The receipt of commissions and other sums by Valmark's IARs for insurance transactions presents a conflict of interest.

Valmark offers some of its IARs financial assistance to help defray the costs of running their practice, or to transition from another advisory firm to Valmark, or to move accounts between custodians. The types of financial assistance include, individually or in some combination, loans, cash payments, discounted pricing on certain technology or other administrative fees. IARs receiving financial assistance from Valmark use the assistance for operating expenses, including but not limited to printing, postage, rent, computer hardware/software, administrative support, and/or reimbursement of fees associated with moving client accounts, among other operating expenses. Some of the loans Valmark makes to its IARs

are forgivable based on varying factors including tenure, the amount of IAR's production, or maintaining targeted assets under management in certain Valmark investment programs. The receipt of financial assistance and/or loans creates a conflict of interest in that the IAR has a financial incentive to either affiliate with Valmark instead of another firm or maintain a relationship with Valmark, and to recommend Valmark's investment programs and services. Notwithstanding the conflicts described above, Valmark's IARs make recommendations and give advice in the best interest of their clients.

Valmark has also entered into selling agreements with other Registered Investment Advisers to provide advisory services to clients of Valmark. Valmark IARs are authorized only to provide advisory services and work with advisory service providers and custodians that have been approved by Valmark.

Valmark serves as advisor to the TOPS® ETF Variable Insurance Trust funds within the Northern Lights Variable Trust ("NLVT"). NLVT is an independent variable trust consisting of funds managed by multiple different advisors. Valmark's role in advising the variable trust ETF portfolios involves full portfolio management and assistance in marketing and/or servicing client relationships. For three of the funds, notated as "Managed Risk" funds, Valmark has hired the services of Milliman, Inc. as sub advisor. Milliman, Inc. is a Registered Investment Adviser with a specific expertise in hedging financial risk for insurance companies and insurance related products. Valmark is paid compensation equal to 0.10% of assets annually to provide services to the funds. IARs of Valmark, if properly registered and appointed, have the ability to recommend an insurance product that offers the TOPS® ETF Variable Insurance Trust funds as investment options. When an investor selects a TOPS® fund in their insurance or annuity contract which is serviced by a Valmark IAR, in their capacity as a registered representative of Valmark Securities, Inc., Valmark will receive greater total compensation, creating a conflict of interest. Valmark Securities, Inc. registered representatives do not receive additional compensation for recommending a TOPS® fund as an investment option. Valmark Securities, Inc. registered principals review transactions to ensure recommendations are made in the client's best interest. Please reference the fund prospectus(es) for additional information.

Valmark serves as sub-advisor to Milliman Financial Risk Management, LLC ("Milliman"), a Registered Investment Advisor, to provide investment advice on Milliman's Managed Risk – SALI Series portfolios. The portfolios are Insurance Dedicated Funds (IDF) managed by Milliman and SALI Fund Services provides the administration to enable Milliman to offer the funds as investment options in certain private placement variable annuities and private placement variable life insurance contracts. For these services, Valmark is paid 0.10% of net assets of all funds it sub-advises.

Code of Ethics

All personnel and associated persons of Valmark strive to meet the highest ethical standards of behavior. Valmark has adopted a formal Code of Ethics Policy pursuant to SEC Rule 204A-1, a copy of which is available to clients or prospective clients upon request. The objective of Valmark's policy is to assure that all personnel and associated persons clearly understand the level of commitment that is required on behalf of the clients of Valmark; to assure that client interests always take priority over the interests of Valmark and its personnel; that personal securities transactions must avoid even the appearance of conflict with the interests of clients; and that all applicable federal and state securities laws, including insider trading, are complied with.

Review of Accounts

Advisory reviews will usually be conducted at least annually and according to our agreement with you. Significant changes in areas such as general market conditions, your investment objectives, your financial

situation or third-party money manager status prompt more frequent review of your accounts. Reviews of investment accounts typically look at portfolio consistency with regard to your risk tolerance, tax situation, investment time horizon, performance objectives, and asset allocation instructions.

If your IAR provides financial planning advice on an ongoing basis, your IAR will review your plan with you generally at least annually for adherence to your goals. Reviews of your financial plan cover progress toward financial independence, anticipated distributions toward family legacy goals, anticipated distributions for social capital or charitable goals, as well as your other goals. In addition, accounts will be reviewed upon notice of changes in your circumstances as described above.

Custodians provide clients with monthly or quarterly account statements, depending on the activity in the account. Statements generally include details of client holdings, asset allocation, and other transaction information. You must notify us of any discrepancies in the account or any concerns you have about the account.

Valmark is also responsible for the establishment of a compliance program and the general supervision over the activities of its staff. Our compliance program includes written policies and procedures designed to:

- Reasonably expected to prevent and detect violations of law by our advisory personnel.
- Analyze operations and create a system of controls to ensure compliance with applicable securities laws.
- Inform all advisory personnel of Valmark's policies and procedures.
- Establish an internal review system designed to provide reasonable assurance that our policies and procedures are effective and being followed.

Client Referrals and Other Compensation

Valmark receives financial benefit or other compensation in addition to referral fees and investment advisory fees in connection with providing the advisory service programs described in this brochure.

Through its clearing relationship with Pershing, our affiliated broker-dealer, Valmark Securities, Inc., receives service fees and/or 12b-1 fees (collectively, "12b-1 fees") from mutual fund companies when clients purchase certain mutual funds. Mutual funds with 12b-1 fees are generally more expensive than those funds without. This creates a conflict of interest when we purchase these products in advisory accounts since it results in additional compensation to Valmark's affiliated broker-dealer. To mitigate this conflict of interest, it is Valmark Securities, Inc. practice to credit back to advisory clients an amount equal to the 12b-1 fees collected in connection with 12b-1 paying mutual fund transactions executed through the Pershing platform. Charles Schwab and TD Ameritrade do not pay Valmark Securities, Inc. 12b-1 fees in connection with any mutual fund transaction.

Additional compensation which will benefit Valmark, its IARs and qualified custodians, and will not directly benefit clients consists of, but is not limited to, receipt of promotional incentives, sales and marketing allowances, investment research services, product education, bundled statements, compliance guidance, occasional business travel and entertainment, and monetary contributions to Valmark's educational conferences.

Valmark's IARs are also registered representatives of Valmark Securities, Inc. and, as such, they have the ability to recommend the use of suitable products and services offered through Valmark Securities, Inc. Clients have the unrestricted right to decline to implement any advice as well as the right to select and use any broker they may choose. If the client elects to have securities transactions placed through Valmark Securities, Inc., commissions for securities paid pursuant to a prospectus will be the same. However,

commissions or fees for other securities transactions may be higher or lower if placed through Valmark Securities, Inc. than if placed through other broker-dealers.

Many of Valmark's IARs are insurance agents with Valmark's affiliated insurance agency, Executive Insurance Agency, Inc. for implementation of insurance transactions. Executive Insurance Agency is compensated for these insurance transactions and shares that compensation with appointed agents. These commissions may be higher or lower if placed through other agencies. The receipt of commissions and other sums by Valmark's IARs for insurance transactions presents a conflict of interest.

Clients of Valmark who are also clients of Valmark Securities, Inc. and/or Executive Insurance Agency, Inc. are advised that these firms maintain special compensation relationships with a variety of providers. These relationships are often called "revenue sharing", "special compensation", "marketing allowances", or "due diligence compensation." In exchange for such payments, Valmark furnishes the providers with support assistance in many forms, including increased access to representatives regarding marketing, product promotion, training, and education.

In addition, "override" compensation is paid to Valmark Securities, Inc. by some insurance carriers and other financial service providers. Override compensation is based upon such factors as aggregate policy premiums paid to a carrier from sales by all member offices and aggregate assets placed under financial management from sales by all member offices. The amount of compensation varies among products and carriers. Valmark Securities, Inc. complete special compensation disclosure can be viewed at www.Valmarkfg.com.

Disciplinary Information

Valmark has no legal or disciplinary events relating to the firm's advisory services or business. Our affiliated insurance agency has been the subject of an administrative sanction. A summary of the event is provided for reference.

On January 15, 2015, the New York State Department of Financial Services ("DFS") approved a Stipulation in which Valmark Insurance Agency and Lawrence J. Rybka, as sub-licensee, agreed that during the approximate period July 2013 through November 2014, they transacted insurance business under the unlicensed agency name of Executive Insurance Agency, Inc. They also agreed to pay a \$3000 penalty. Lawrence J. Rybka was named solely in his capacity as a sub-licensee; there were no allegations of knowledge or individual wrongdoing against him individually. In November 2014, the New York DFS approved a name change from Valmark Insurance Agency to Executive Insurance Agency, Inc. as the name of the agency in New York.

Financial Information

Registered Investment Advisers are required to provide certain financial information or disclosures about Valmark's financial condition. Valmark has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients and has not been the subject of a bankruptcy proceeding. However, in light of the COVID-19 pandemic in April 2020 Valmark Financial Group, the ultimate parent of Valmark Advisers, Inc., applied for and received a Paycheck Protection Program (PPP) Loan in the amount of \$2,214,700. Less than 1/8th of the loan went to cover payroll costs of individuals who were primarily responsible for performing functions for Valmark Advisers, Inc.