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Retirement Connections Service Disclosure Brochure

Form ADV – Part 2A

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ITEM 1 – COVER PAGE

AssetMark, Inc.

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This AssetMark Disclosure Brochure provides information about the qualifications and business practices of AssetMark, Inc. ("AssetMark"). If you have any questions about the contents of this Brochure, please contact AssetMark using the above information. 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. AssetMark 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 AssetMark also is available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2 – MATERIAL CHANGES

This section provides a summary of material changes that were made to this brochure since the last update. It includes changes to AssetMark's Platform and is intended to help Clients determine if they want to review this brochure in its entirety, or contact their Financial Advisor with questions about the changes.

AssetMark may make interim updates to this brochure throughout the year. However, you will receive notice of any material changes, which must also be filed with the SEC. To request a copy of the most recent disclosure brochure, write to:

AssetMark, Inc.
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The following are changes since the last Form ADV Part 2A annual update in March 2020.

- Item 10: Other Financial Industry Activities and Affiliations
 - Removal of Global Financial Private Capital, LLC
 - Removal of Global Financial Advisory, LLC

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ITEM 4 – ADVISORY BUSINESS

DESCRIPTION OF THE COMPANY

In addition to offering its Retirement Connections advisory services, AssetMark provides advisory and administrative services, including a platform of investment products, to a variety of clients. AssetMark is wholly-owned indirect subsidiary of Huatai Securities, Co., Ltd. (“HTSC”). HTSC is a financial services and securities brokerage firm, incorporated in China and listed on the Shanghai and Hong Kong stock exchanges.

AssetMark also serves as the Portfolio Strategist and Investment Manager for the Guided Portfolios, which includes the GPS Fund Strategies. GPS Fund Strategies are invested in the GuidePath and GuideMark Funds. AssetMark also serves as the investment adviser for the following registered investment companies that are available in the Retirement Connections service:

- 1) GPS I, a series of sub-advised no-load mutual funds that include the GuideMark Funds; and
- 2) GPS II, a series of no-load mutual funds that include two GuideMark Funds as well as seven GuidePath funds of funds.

AssetMark is not registered with the Commodity Futures Trading Commission (“CFTC”) as a commodity trading advisor, based on its determination that it may rely on certain exemptions from registration provided by the Commodity Exchange Act and the rules thereunder. The CFTC has not passed upon the availability of these exemptions to AssetMark. Additionally, solely with respect to the GuidePath Managed Futures Strategy Fund, AssetMark is registered as a “commodity pool operator” under the Commodity Exchange Act (“CEA”) and the rules of the CFTC.

DESCRIPTION OF THE RETIREMENT CONNECTIONS ADVISORY SERVICE

Through its Retirement Connections service, AssetMark offers investment advisory services to defined contribution plans that maintain individual accounts for their Participants. The Plan may also be referred to as “you” or the “Client.”

In the Retirement Connections service AssetMark develops and maintains on behalf of the Plan investment options (“Investment Options”) for the Plan Participants. These Investment Options include individual mutual funds and/or exchange traded funds (“ETFs”) and Managed Accounts. The individual fund options include and the managed accounts contain funds advised by AssetMark (“Proprietary Funds”). Included in the Investment Options is a “qualified default investment alternative” (“QDIA”) as defined by ERISA regulation section 404c-5(e) (29 CFR 2550.404c-5(e)). AssetMark manages the Managed Accounts through the maintenance of “Asset Allocation Models,” which specify the percentage of specific securities to be held by each Account.

In the Retirement Connections service, AssetMark accepts appointment by the Plan as an “investment manager,” within the meaning of Section 3(38) of Title I Employee Retirement Income Security Act of 1974, as amended, (“ERISA”), to the Plan and acknowledges that it is a “fiduciary,” within the meaning of Section 3(21) of Title I ERISA, in both instances, to the extent it provides investment advisory services to Plan assets pursuant to the Retirement Connections service.

In order to access the Retirement Connections services, the Plan needs to establish a relationship with a “Recordkeeper,” for the provision of participant recordkeeping and plan administrative services, and a relationship with a qualified “Custodian,” to hold custody of Plan assets

and provide related services. Professional Capital Services LLC (“PCS”) and TD Ameritrade (“TDA”) will act as Recordkeeper and Custodian, respectively, unless Plan establishes relationships with other parties that have established the systems links needed for AssetMark to provide the services contemplated by this Agreement. AssetMark does not, nor shall it be liable to provide advice or recommendations with respect to the Plan’s choice of administrator, Recordkeeper, Custodian or other service provider or to provide such services.

No Suitability Obligation For Participants

AssetMark does not know the individual investment objectives of Plan Participants and AssetMark has no responsibility for determining whether any Investment Option is suitable for any particular Plan Participant. AssetMark does not provide Plan Participants individualized investment advice. AssetMark is, however, responsible for determining whether the mutual funds, ETFs and Managed Accounts are generally suitable to be Investment Options for the Plan.

Investment Policy Statement And Investment Restrictions

AssetMark will provide the Retirement Connections advisory service to the Plan in accordance with any investment policy statement and reasonable investment restrictions specified by the Client and accepted by AssetMark.

RETIREMENT CONNECTIONS INVESTMENT OPTIONS

The Retirement Connections Investment Options include individual mutual funds and/or exchange traded funds (“ETFs”), commingled vehicles and Managed Accounts. These Options allow Plan Participants to direct their contributions to two categories of investments, Single Asset Class Options and risk-based Managed Account Options.

Individual Funds/Single Asset Class Options

The individual funds allow Plan Participants to build custom, individual investment portfolios through investment in single asset class funds, including both passively and actively managed funds.

- The passively managed options are anticipated to be ETFs not managed by AssetMark or any AssetMark affiliate.
- The actively managed options are either actively managed ETFs, mutual funds selected from the GuideMark Funds, advised by AssetMark, or a stable value commingled trust.

Managed Accounts/GPS Fund Strategies

The Managed Account Options allow Plan Participants to invest their contributions in strategies available in AssetMark’s GPS Fund Strategies advisory service. In the GPS Fund Strategies, AssetMark invests accounts by allocating assets across asset allocation approaches based on investment objectives, market outlook and risk profiles. The GPS Fund Strategies accounts are invested in shares of Proprietary Funds GuidePath Funds and GuideMark Funds for which AssetMark serves as the investment adviser. In determining the allocations, AssetMark’s Investment Strategies Group (“ISG”) starts with a baseline allocation for each profile (described below), which ISG will tilt over time based on its view of the risk environment.

Risk/Return Profiles

In selecting an Investment Option in the Retirement Connections GPS Solution advisory service, Plan Participants choose a Risk/Return Profile. The GPS Fund Strategies Risk/Return Profiles range from most conservative (lowest estimated risk and lowest potential return) to most aggressive (highest estimated risk and highest potential return). (Note, the Individual Funds/Single Asset Class Options do not have an assigned Risk/Return Profiles.)

The investment objectives for the six Retirement Connections Risk/Return Profiles are listed below:

Conservative

- The profile is designed for an investor who wants to focus on preservation of capital as a primary goal and wishes to minimize downside risk.

Moderate Conservative

- The profile is designed for an investor who seeks to preserve capital but wishes to assume moderate downside risk in order to earn a return sufficient to preserve purchasing power.

Moderate

- The profile is designed for an investor who seeks to balance risks of loss to capital with capital appreciation.

Moderate Growth

- The profile is designed for an investor who seeks enhanced capital appreciation and is willing to accept greater risk of downside loss and volatility of returns.

Growth

- The profile is designed for an investor who seeks significant capital appreciation and is willing to accept a correspondingly greater risk of loss and volatility of returns.

Long Term Growth

- The profile is designed for an investor who seeks the highest level of capital appreciation and is willing to accept the correspondingly greater risk of loss and volatility of returns.

The percentage exposure to equity securities for each Risk/Return Profile is likely to be higher for each Risk/Return Profile as the level of aggressiveness increases from Conservative through Long Term Growth.

AssetMark establishes, and periodically reviews and confirms or adjusts, guidelines for each of the Risk/Return Profiles.

Qualified Default Investment Alternative

Included in the Retirement Connections Investment Options is a “qualified default investment alternative” (“QDIA”) as defined by ERISA regulation section 404c-5(e) (29 CFR 2550.404c-5(e)). Contributions for Plan Participants that do not select a Retirement Connections Investment Option will be allocated under the QDIA process, which will select a risk based Managed Account for the Participant, based on their age at the time of enrollment, and will automatically move that Participant across risk based Managed Account options via a structured age-based glide path schedule that is implemented and administrated by the Plan’s Recordkeeper.

No Employer Securities

The Retirement Connections advisory service does not include or offer any “employer security” or “qualifying employer security” as such terms are defined in Section 407(d) of ERISA as investment options under Plan. AssetMark shall not have any responsibilities or potential liabilities in connection with investments not specified by AssetMark as Retirement Connections Investment Options (e.g., employer securities, unallocated accounts, mutual fund windows, self-directed brokerage accounts, guaranteed investment contracts, etc.)

ASSETS UNDER MANAGEMENT

Retirement Connections assets are managed by AssetMark on a discretionary basis. As of December 31, 2020, the Retirement Connections services had \$22.9 million in assets.

ITEM 5 – FEES AND COMPENSATION

Compensation payable under this Agreement shall include the Financial Advisor Fee and the AssetMark Advisory Fee.

FINANCIAL ADVISOR FEE

The Financial Advisor Fee is paid to the Financial Advisory Firm with which the Client’s Financial Advisor is associated and compensates for the consultation and other support services provided by the Financial Advisory Firm through the Financial Advisor.

The Financial Advisor and Client select and agree to an annual rate for the Financial Advisor Fee by choosing:

- a negotiated rate: a flat rate or a custom tiered rate of up to 1.50% (150 basis points), as negotiated and agreed between the Client and the Financial Advisor; or
- the standard Financial Advisor Fee rate, which is specified below. The standard Financial Advisor Fee rate is “tiered” so that the first dollar under management receives the highest fee rate and only those assets over the breakpoints receive reduced fee rates. The standard Financial Advisor Fee rate will apply if no Financial Advisor Fee rate is specified.

ASSET LEVEL	STANDARD FINANCIAL ADVISOR FEE RATE
First \$500,000	0.60%
\$500,000 – \$1 million	0.50%
\$1 million – \$5 million	0.40%
Over \$5 million	0.30%

ASSETMARK FEE

AssetMark receives compensation at the annual rate of 40 basis points (0.40%) of the value of Plan assets invested in the Retirement Connections advisory service, net of fees that AssetMark receive by reason of the investments made for the Plan in the Retirement Connection service.

GuideMark and GuidePath Funds are included in the GPS Fund Strategies Managed Accounts Investment Option and are be offered in the Individual Funds Investment Option. AssetMark serves as investment adviser and provides administrative services to the GuideMark and GuidePath Mutual Funds. The compensation paid to AssetMark by these Proprietary Funds are disclosed in the funds’ prospectuses and, with regard to the GPS Solutions, also in Exhibit A to this Disclosure Brochure. For any period, the AssetMark Fee due will be reduced by the net compensation paid by the Proprietary Funds to AssetMark, and AssetMark will refund to the Plan any net compensation AssetMark received from Plan assets invested in the Retirement Connection advisory service in excess of the specified AssetMark Fee.

The Plan represents and warrants that a responsible plan fiduciary, unaffiliated with and independent of AssetMark, has received such information as it requires with respect to services and fees under this Agreement, has determined that AssetMark as section 3(38) investment manager is providing services under this Agreement in addition to those represented by the advisory and administrative fees AssetMark receives by reason of investments made for the Plan, and has determined that the AssetMark Fee is reasonable in relation to the services provided by AssetMark under this Agreement.

Fee Calculation and Assessment

The Financial Advisor Fee and AssetMark Fee fees shall be calculated at the Plan level and are assessed on total Plan assets at the end of each quarter. The fees shall be payable quarterly, in arrears, with adjustments made for partial quarters. The Plan represents that the Plan Administrator will be able to calculate the fees and compensate AssetMark as provided by this Agreement. The Plan shall authorize and direct the Recordkeeper and/or Custodian, as applicable, to remit AssetMark Fees to AssetMark on the terms stated above.

The AssetMark Fee is reduced by any net compensation received by AssetMark from Proprietary Funds held in Participants' accounts. If any amounts are due AssetMark and the Recordkeeper is PCS, PCS will assess the outstanding Fee by debiting Participants' accounts pro-rata, based on account asset values. Therefore, each Participant's account will be assessed the same percentage of the AssetMark Fee as other Participants' accounts, regardless of whether the account holds Proprietary Funds or other investments.

Fee Rates and Negotiated Fees

Clients should be aware that the fees charged by AssetMark may be higher or lower than those charged by others in the industry and that it may be possible to obtain the same or similar services from other investment advisers at lower or higher rates. A Client may be able to obtain some or all of the types of services available through AssetMark on an "unbundled" basis through other firms and, depending on the circumstances, the aggregate of any separately-paid fees may be lower or higher than the rates under this Agreement.

AssetMark's fees are negotiable. Exceptions to the standard fee rate are made with the approval of a senior executive officer.

Availability of Funds

Although the Proprietary Funds advised by AssetMark are generally not available, except through advisory services offered through AssetMark, the Single Asset Class Options represented by ETFs advised by firms unaffiliated with AssetMark and are available for purchase through brokers or agents not affiliated with AssetMark.

Other Expenses

Plan acknowledges that the Plan will incur other fees and expenses, including but not limited to investment-related expenses imposed by other service providers and funds held in the Accounts and other fees and expenses charged by the Plan's Custodian, third-party administrator and/or Recordkeeper. AssetMark makes no representations or warranties relating to any costs or expenses associated with the services provided by any third parties.

Indirect Investment Expenses and Mutual Fund Fees

Some additional expenses are inherent within the investments in the Investment Options. Mutual funds and ETFs pay management fees to their investment advisers, and certain funds and bank money market accounts have other types of fees or charges, including 12b-1, administrative or shareholder servicing fees, bank servicing or certain other fees, which are reflected in the net asset value of these mutual funds held in Client Accounts. Such expenses are borne by all investors holding such securities and are separate from AssetMark's fees or charges. Certain mutual funds selected for the Investment Options include Proprietary Funds from which AssetMark receives compensation in addition to fees paid to AssetMark under this Agreement. AssetMark receives management and other fees for both its management of these funds as well as the compensation payable under this Agreement.

However, as described in the AssetMark Fee section above, in order to ensure that AssetMark receives level net compensation of 40 basis points on assets in the Retirement Connections advisory service, AssetMark will refund to the Client any net compensation it receives from Plan assets invested in the Retirement Connection services in excess of 40 basis points.

Some mutual funds charge short-term redemption fees. Currently, AssetMark seeks to avoid investing Retirement Connections assets in funds that charge such fees to the extent practicable, but avoidance of these fees cannot be guaranteed.

ITEM 6 – PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

AssetMark 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) and therefore does not participate in any side-by-side management. Side-by-side management refers to managing accounts which pay performance fees while at the same time managing accounts that do not pay performance fees.

ITEM 7 – TYPES OF CLIENTS

AssetMark provides various investment supervisory services to registered investment companies and a variety of Clients, including but not limited to individuals, high net worth individuals, investment companies, pension and profit-sharing plans, corporations, partnerships, trusts, insurance companies and other investment managers. AssetMark does not serve as a trustee or plan administrator for any ERISA plan, and does not advise such plans on issues such as distribution of plan assets.

ITEM 8 – METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

The services included in the Retirement Connections advisory service include monitoring the Investment Options offered, adding and/or removing Investment Options and managing the Managed Accounts, currently the GPS Fund Strategies advisory service.

MONITORING OF INVESTMENT OPTIONS

AssetMark uses the following guidelines in selecting the Investment Options to be offered in the Retirement Connections service.

- *ETFs* – A broad set of ETFs is selected to provide broad market exposure across core asset classes at a low cost and with ample liquidity. The ETFs will be selected based upon their representation of the index and maintaining performance and portfolio characteristics that are similar to the index. While most ETFs selected will seek to closely track an index, actively managed ETFs are selected and monitored on how well they represent the asset class and their ability to add alpha and risk-adjusted performance relative to a market index and peer group.
- *Actively managed mutual fund(s)* – The mutual fund(s) is selected from the universe of proprietary GuideMark Funds, to provide flexible mandates in both fixed income and equities, allowing for the opportunity of additional alpha due to active management and security selection. The fund(s) will be selected based upon their ability to provide alpha and risk-adjusted performance relative to a

This must remain with the Client

market index and peer group through a diversified mix of investment philosophies allowing for multiple sources of alpha.

- *Actively managed commingled trust* – The vehicle is selected from the universe of available options within the PCS platform. The fund(s) will be selected based upon their ability to provide alpha and risk-adjusted performance relative to a market index and peer group while offering a relevant yield.
- *Managed Accounts* – Risk based solutions, selected from the universe of proprietary GPS Fund Strategies, to provide broadly diversified portfolios that diversify not only by asset class, but also by asset allocation approach in an effort to manage total portfolio risk. The Managed Accounts are monitored by AssetMark as a whole with reference to the Asset Allocation Models (described below). Therefore, for example, the performance of one fund that might cause the fund to be replaced, if offered as an individual fund, may not prompt replacement of the whole Managed Account.

Additional requirements include that, if Retirement Connections account assets are invested in a mutual, commingled or exchange traded fund, they shall be invested according to the stated policies of the fund or any successor fund selected to represent the investment solution.

Additional due diligence criteria apply in selecting a new Investment Option for Retirement Connections. This includes, but is not limited to: manager tenure, style and process consistency, organizational ownership and stability, and product features, including performance review. Additional qualitative and quantitative criteria based on circumstances relative to the type of fund sought and prudent requirements of the occasion will be considered as needed. Examples of such criteria include;

- Objective qualifications to provide a specific investment style
- Reasonable fees compared to similar investment alternatives
- Qualitative factors pertinent to the role under consideration

MANAGEMENT OF GPS FUND STRATEGIES ACCOUNTS

AssetMark manages the GPS Fund Strategies Managed Accounts through the maintenance of "Asset Allocation Models," which specify the percentage of specific securities to be held by each Account. The investment allocations can use a mix of Investment Approaches to manage risk efficiently and meet the Client's objectives.

The following Investment Approaches are used for GPS Fund Strategies:

Core Markets

- Seek to provide exposure to economic growth through a mix of traditional asset classes like equities and fixed income.

Tactical Strategies

Enhanced Return Focus

- Seek to provide consistent exposure to the equity market while aiming to add return over a benchmark by using thematic stock selection, sector or country rotation strategies or other tactical investment strategies.

Limit Loss Focus

- Seek to limit losses in extreme market downturns while aiming to participate in the equity markets most of the time. These strategies will automatically exit and re-enter equity exposure to allow greater equity participation most of the time and sharply reduce equity exposure when risk of loss is perceived to be high.

Diversifying Strategies

Equity Alternatives

- Seek to provide risk diversification benefits through non-correlation to equities and having higher impact to returns, specifically not being significantly dilutive to returns. These strategies will have higher levels of volatility and be heavily invested in managed futures, but include exposure to other alternative strategies like global macro strategies.

Bonds and Bond Alternatives

- Seek to provide risk diversification benefits through non-correlation to equities through traditional bond portfolios or bond alternative portfolios with low variability of return. These strategies will have lower levels of volatility and include non-traditional bond positions, including market neutral strategies, absolute return strategies and low volatility equity strategies.

INVESTMENT RISKS

Acknowledgement Of Risks

You should understand that all investments involve risk (the amount of which vary significantly), that investment performance can never be predicted or guaranteed and that the value of Plan assets and Participant accounts will fluctuate due to market conditions and other factors.

Client acknowledges the risks inherent in any investment and acknowledges that the Account(s) will fluctuate in value and can incur losses. Investment returns, particularly over shorter time horizons, are highly dependent on trends in various investment markets. Client understands that past performance is not predictive of future results. Client acknowledges that there is no guarantee that the objectives of any investment, Investment Option or strategy selected for any Account will be met. While AssetMark offers Investment Options for varying investment needs and risk tolerances, AssetMark's services and the Retirement Connections service are suitable only for long-term investors, and do not provide means to engage in short- term trading.

Limitations On Liability, Time Needed For Transactions

Client acknowledges that a reasonable amount of time will be needed for transactions, including, without limitation, to process new Account Applications and contributions to existing Accounts, to invest the Accounts consistent with the selected Investment Options and any requested restriction(s), to implement changes to these selections and to terminate Accounts and transfer assets, and that the Account assets will continue to be impacted by the market exposure of the previous investments until each respective change is complete. Client acknowledges that the time periods previously experienced for transactions are not always be available and should not be relied upon. The Accounts are not a brokerage accounts; and requested changes may take up to three business days.

Client Acknowledgement Regarding Other Advisory Clients

Client acknowledges that the services of AssetMark are not to be deemed exclusive, and that AssetMark is free to render similar service to others. Client also acknowledges that AssetMark, and service providers to AssetMark, perform services, including advisory services, for others that are substantially similar to those provided pursuant to, or in connection with, Retirement Connections and that purchases or sales of securities in accounts advised by these firms and/or their affiliates can have adverse effects on the price or availability of securities included in the Plan's Accounts. The Client

agrees that these firms shall not be precluded, by reason of such possible adverse effects, from recommending, advising or effecting such purchases or sales for other accounts. The Client acknowledges that the processes involved in executing trades for its Accounts will likely result in such trades being executed after similar trades have been executed for accounts advised by these firms and/or their affiliates and that such trades for the Accounts at prices which vary from those executed for accounts advised by these and/or their affiliates. AssetMark, and service providers to AssetMark, will also give advice or take actions for other clients that differ from the advice or services provided Client.

TAX RISKS

You are responsible for all of the tax liabilities arising from Account transactions and are encouraged to seek the advice of a qualified tax professional.

AssetMark does not provide tax advice.

ITEM 9 – DISCIPLINARY INFORMATION

On August 25, 2016, the SEC announced a settlement with AssetMark in an order containing findings, which AssetMark neither admitted nor denied, that AssetMark violated Section 206(4) of the Advisers Act and Rule 206(4)-1(a)(5) by allowing its staff, from July 2012 through October 2013, to circulate to prospective clients who were considering an F-Squared managed account service offered by AssetMark, performance advertisements created by F-Squared relating to a different separately managed account service not offered by AssetMark and that misleadingly described that different service's performance between 2001 and 2008, and that AssetMark violated Section 204(a) of the Advisers Act and Rule 204-2(a)(16) by failing to maintain records substantiating the performance in the advertisements created by F-Squared.

There are no disciplinary items to report for the management of AssetMark.

ITEM 10 – OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

The following are affiliated companies under common control with AssetMark. AssetMark does not consider such affiliations to create a material conflict of interest of AssetMark or its clients. These companies are not relevant to AssetMark's provision of the Retirement Connections Advisory Services:

- AssetMark Brokerage, LLC
- AssetMark Retirement Services, Inc.
- AssetMark Trust Company
- OBS Financial Services, Inc.

AssetMark Brokerage, LLC

AssetMark Brokerage, LLC ("AssetMark Brokerage") is a broker-dealer registered with the U.S. Securities and Exchange Commission and a member of the Financial Industry Regulatory Authority ("FINRA") and is affiliated with AssetMark by common ownership.

AssetMark Retirement Services, Inc.

AssetMark Retirement Services, Inc. is a Pennsylvania corporation and third party administrator for AssetMark's retirement offering.

AssetMark Trust Company

AssetMark Trust Company ("AssetMark Trust") is an Arizona chartered trust company that currently serves as the custodian for certain AssetMark advisory and platform services.

OBS Financial Services, Inc.

OBS Financial Services, Inc. is registered as an investment advisor with the SEC. OBS Financial provides investment and operations outsourcing services to financial institutions around the country. Our clients include bank Trust departments, retail broker dealer advisors, independent financial advisors, and retirement plan professionals. We offer an array of fee-based investment products and platforms intended to help them grow their business. We do this through our proprietary technology and our highly-experienced team who provides sales, marketing, operations, and technology solutions specifically designed to meet each institution's unique challenges.

AFFILIATE CONFLICTS OF INTEREST

Investment Companies - GuideMark Funds and GuidePath Funds

AssetMark receives compensation as the Investment Adviser of the GuideMark and GuidePath Funds, which are utilized within the GPS Fund Strategies. When the GuideMark Funds and GuidePath Funds are used, AssetMark waives its AssetMark Fee on the assets in those accounts. AssetMark is not compensated for management services under two agreements with regard to those assets but is compensated only pursuant to its Investment Advisory Agreement with the GuideMark and GuidePath Funds. The GuidePath fund of funds are directly managed by AssetMark's Investment Strategies Group ("ISG") and will be invested in shares of the GuideMark Funds, unaffiliated mutual funds, and ETFs. ISG manages the GuidePath Funds based on research provided by current Portfolio Strategists investment approaches. In addition to the responsibility of managing the GuidePath Funds, ISG has ongoing oversight over the performance of the Sub-Advisers in the GuideMark Funds. Because of the conflict between ISG managing the GuidePath Funds, and thereby controlling the allocations to affiliated mutual funds, and potentially receiving the GuideMark Funds' profitability information as a participant in the Fund board meetings, AssetMark has created information barriers whereby ISG personnel will not be allowed to participate during the discussion of profitability of the GuideMark Funds.

ITEM 11 – CODE OF ETHICS

AssetMark has adopted a Code of Ethics (the "Code") that is intended to comply with the provisions of Rule 204A-1 under the Investment Advisers Act of 1940 ("Advisers Act"), which requires each registered investment adviser to adopt a code of ethics setting forth standards of conduct and requiring compliance with federal securities laws. Additionally, the Code is designed to comply with Section 204A of the Advisers Act, which requires investment advisers to establish, maintain and enforce written policies and procedures reasonably designed, taking into consideration the nature of such investment adviser's business, to prevent the misuse of material, non-public information by any person associated with such investment adviser. AssetMark's Code requires that all "Supervised Persons" (including officers and certain affiliated persons and employees of AssetMark) in carrying out the operations of AssetMark, adhere to certain standards of business conduct. Specifically, the Code requires that these persons: (i) comply with all applicable laws, rules and regulations, (ii) avoid any conflict of interest with regard to AssetMark and its Clients, (iii) avoid serving their personal interests ahead of the interests of AssetMark and its Clients, (iv) avoid taking inappropriate advantage of their position with AssetMark or benefiting personally from any

investment decision made, (v) avoid misusing corporate assets, (vi) conduct all of their personal securities transactions in compliance with the Code, and (vii) maintain, as appropriate, the confidentiality of information regarding AssetMark's operations.

The Code contains a number of prohibitions and restrictions on personal securities transactions and trading practices that are designed to protect the interests of AssetMark and its Clients. First, the Code prohibits trading practices that have the potential to harm AssetMark and/or its Clients, including excessive trading or market timing activities in any account that AssetMark manages, trading on the basis of material non-public information, and trading in any "Reportable Security" when they have knowledge the security is being purchased or sold, or is being considered for purchase or sale by the Accounts managed by AssetMark or any AssetMark-advised mutual funds. Second, the Code mandates the pre-clearance of certain personal securities transactions, including transactions in securities sold in initial public offerings or private placements. The Code also requires the pre-clearance of Reportable Security transactions for certain Access Persons (Access Persons is a segment of the Supervised Persons group that have access to AssetMark information). Finally, the Code requires Access Persons to submit, and the Chief Compliance Officer (the "CCO") to review, initial and annual holdings, and quarterly transaction reports.

AssetMark utilizes StarCompliance Technologies to provide enhanced tracking of employee transactions and gives AssetMark the ability to analyze employee trading against certain parameters and transactions in its managed Accounts or any AssetMark-advised funds. Supervised Persons also utilize this system to annually certify their receipt of, and compliance with, the Code and pre-clear their Reportable Security transactions, if they are required to do so by the Code.

All Supervised Persons under the Code are responsible for reporting any violations of the Code to the CCO. The Code directs the CCO to submit reports to the Board of Trustees of any AssetMark-advised mutual funds regarding compliance with the Code, and to impose sanctions on violators, as warranted.

AssetMark will provide a copy of the Code to any Client or prospective Client upon request.

ITEM 12 – BROKERAGE PRACTICES

No Trading Authority

AssetMark has no trading authority in the Retirement Connections advisory service. Pursuant to a separate agreement or contract, the Custodian will provide custodial account and brokerage services to the Client. The Plan's Custodian, and/or other service provider to the Plan other than AssetMark, shall be responsible for all trading, including the application of the Asset Allocation Models to the Managed Accounts, by purchasing and/or selling securities for the Accounts. AssetMark shall not effect transactions in securities for Accounts and is not responsible for the selection of brokers and dealers and the execution of transactions for the Accounts. AssetMark makes no representation regarding, and shall not be responsible for, any trading expenses associated with the Accounts or Investment Options.

It may be impractical to execute in a single trade or trade instruction or in a single day all the transactions needed to implement an instruction from AssetMark regarding the Investment Options and/or Managed Accounts. AssetMark may recommend instructions on timing and execution procedures for securities transactions. Additionally, in the

case of exceptionally high volume, the responsible service provider may retain additional or alternate brokers or "authorized participant" liquidity providers with the instruction to provide liquidity on a net fee basis, as may be provided in the applicable agreement between Plan and such service provider.

Trading Fees And Restrictions

AssetMark makes no representation regarding policies and procedures of non-Proprietary Funds. The Plan, acknowledges that Plan Participant Accounts may be monitored for excessive and other forms of abusive trading and may be subject to administrative procedures and/or restrictions developed by funds or other service providers or implemented by service providers at the direction of funds. These policies may take the form of redemption fees and/or purchase block or other trade restrictions. For further information on redemption fees or trade restrictions, including whether one will be applicable to an individual investment option for the Plan, please consult the individual fund prospectuses or other investment option disclosure material.

ITEM 13 – REVIEW OF ACCOUNTS

In the Retirement Connections service, AssetMark does not provide individualized investment advice to individual Plan Participants. AssetMark will not review individual Participant Accounts. However, AssetMark does provide regular review and oversight of Investments Options within Retirement Connections and management of the Asset Allocation Models used to manage the GPS Solutions accounts as described in more detail in Items 4 and 8 above.

ITEM 14 – CLIENT REFERRALS AND OTHER COMPENSATION

AssetMark receives Client referrals through representatives of broker-dealer firms and investment adviser firms (these firms are referred to in this brochure as "Financial Advisory Firms" and their representatives are referred to as the "Financial Advisors"). Financial Advisors are required to contact Clients at least annually regarding the suitability of the selected advisory services for the Plan. The Client's chosen Investment Solution(s). AssetMark manages each Client Account according to the Client's selected Investment Solution.

Financial Advisory Firms receive fees for their services and compensation from AssetMark for referrals of Clients.

AssetMark can enter into other fee arrangements with certain Financial Advisory Firms and/or Financial Advisors in the manner set forth below. Such arrangements will not increase the fees payable under the Investment Management Services Agreement by the Client.

Business Development Allowance Program For Financial Advisors

Under AssetMark's Business Development Allowance program, certain Financial Advisors receive a quarterly business development allowance for reimbursement of qualified marketing/practice development expenses incurred by the Financial Advisor. These amounts vary depending on the value of the assets on the AssetMark Platform held by clients of the Financial Advisor. For the 2020 calendar year, participating Financial Advisors were reimbursed an average of \$3453. Referral of clients to AssetMark's Retirement Connections service will not count towards qualifying a Financial Advisor for this program, but Financial Advisors that refer Retirement Connection clients receive allowances due to their other referrals to AssetMark.

This must remain with the Client

Marketing Support For Financial Advisory Firms

Additionally, certain Financial Advisory Firms enter into marketing arrangements with AssetMark whereby the Firms receive compensation and/or allowances in amounts based either upon a percentage of the value of new or existing Account assets of Clients referred to AssetMark by Financial Advisors or a flat dollar amount.

These arrangements provide for the communication of AssetMark's service capabilities to Financial Advisors and their Clients in various venues including participation in meetings, conferences and workshops. AssetMark provides certain Financial Advisory Firms or its representatives with organizational consulting, education, training and marketing support. Assets in Retirement Connection accounts will not be taken into consideration when determining this compensation or support, but Financial Advisory Firms that refer Retirement Connection clients receive this compensation or support from AssetMark due to their other business with AssetMark.

Direct And Indirect Support for Financial Advisors

AssetMark sponsors annual conferences for participating Financial Advisory Firms and/or Financial Advisors designed to facilitate and promote the success of the Financial Advisory Firm and/or Financial Advisor and/or AssetMark advisory services. AssetMark offers Portfolio Strategists, Investment Managers and Investment Management Firms, who can also be Sub-Advisors for the GuideMark and GuidePath Funds, the opportunity to contribute to the costs of AssetMark's annual conferences and be identified as a sponsor. AssetMark covers travel-related expenses for certain Financial Advisors to attend AssetMark's annual conferences, quarterly meetings, or to conduct due diligence visits. In addition and separate from the Business Development Allowance, AssetMark contributes to the costs incurred by certain Financial Advisors in connection with conferences or other Client events conducted by the Financial Advisor or the Financial Advisory Firm.

Discounted Fees For Financial Advisors

Certain Financial Advisors receive discounted pricing from AssetMark for practice management and marketing related tools and services.

Negotiated Fees

AssetMark will, in its discretion, negotiate the AssetMark Fee for clients of certain Financial Advisors. Certain Financial Advisors with higher aggregate levels of assets on the Platform are eligible for negotiated fees which are passed through to the client. The Financial Advisor does not earn additional compensation as a result of these negotiated fees.

Community Inspiration Award

In order to promote community involvement, AssetMark created the Community Inspiration Award to honor selected Financial Advisors across the US who have inspired others by supporting charitable organizations in their communities. AssetMark will make a cash donation, subject to the published rules governing the program, to the Financial Advisor's nominated charity in accordance with the following: 1) the charitable organization is not a client or prospective client of the Financial Advisor, 2) the Financial Advisor will not receive a monetary award and 3) the charitable organization must not have the ability to contribute funds or services to a candidate for public office or to a Political Action Committee. There is no direct compensation paid to an honored Financial Advisor. However, the Financial Advisor may be inclined to place, or retain client assets on the Platform as a result of AssetMark's contribution to their supported charitable organization.

ITEM 15 – CUSTODY

AssetMark does not provide custodial services to its clients. Client assets are held with banks, financial institutions or registered broker-dealers that are "qualified custodians." Clients will receive custodial statements directly from the qualified custodians at least quarterly. We urge clients to carefully review those statements.

In order to access the Retirement Connections services, the Plan must establish a relationship with a qualified "Custodian," to hold custody of Plan assets and provide related services. TD Ameritrade ("TDA") will act as Custodian unless Plan establishes relationships with another custodian that has established the systems links needed for AssetMark to provide the Retirement Connections services.

ITEM 16 – INVESTMENT DISCRETION

AssetMark's Appointment as Investment Manager

AssetMark is authorized to provide Retirement Connections service pursuant to the Investment Services Management Agreements ("IMSA"). In the Retirement Connections IMSA, AssetMark accepts appointment by the Plan as an "investment manager," within the meaning of Section 3(38) of Title I Employee Retirement Income Security Act of 1974, as amended, ("ERISA"), to the Plan and acknowledges that it is a "fiduciary," within the meaning of Section 3(21) of Title I ERISA, in both instances, to the extent it provides investment advisory services to Plan assets pursuant to the Retirement Connections service.

AssetMark's Authorization

In furtherance of AssetMark's appointment as a 3(38) investment manager, through the IMSA the Plan delegates full power and authority to AssetMark to manage Plan assets and take such other actions as may be required for AssetMark to perform the services described in the IMSA. The Client agrees to execute such documents, and take such actions, as may be required to effect AssetMark's authority hereunder.

AssetMark's grant of authority includes the authority, without first consulting the Client, to:

- select, remove and replace securities, including mutual fund and ETF shares and including Proprietary Funds, and other investments, as Investment Options and in Plan Accounts and, with regard to the Managed Accounts, to determine the portion of assets in the Account that shall be allocated to each fund share, security, investment or asset class and to change such allocations;
- delete a fund or Managed Account as an Investment Option, including but not limited to a QDIA and, at its discretion, direct, or not, that Plan assets invested in the deleted Investment Option be moved to another (existing or new) replacement Investment Option; and
- retain and replace, or not, any person providing investment advice, securities recommendations or other services to AssetMark.

Reasonable Investment Restrictions

AssetMark Clients have the option to place restrictions against investments in specific securities or types of securities for their accounts that are reasonable in light of the advisory services being provided under the different Investment Solutions offered on the Platform, understanding that any restrictions placed on an Account

can adversely affect performance. Requests for such restrictions are reviewed by AssetMark to ensure that they are reasonable and will not unduly impair AssetMark's ability to pursue the Investment Option selected by the Client.

ITEM 17 – VOTING CLIENT SECURITIES

No Proxy Voting

AssetMark shall have no authority or responsibility to provide services with respect to voting proxies for securities held by the Plan or to take other action related to the exercise of shareholder rights regarding such securities, including without limitation elections regarding participation in class actions notices, regarding bankruptcies and similar elections.

ITEM 18 – FINANCIAL INFORMATION

In certain circumstances, registered investment advisers are required to provide you with financial information or disclosures about their financial condition in this Item. AssetMark has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients and has never been the subject of a bankruptcy proceeding.

EXHIBIT A - FEE SUMMARY**EXHIBIT A – RETIREMENT CONNECTIONS - GPS FUND STRATEGIES*****Mutual Fund Fees paid to AssetMark***

If a Plan Participant elects to direct their contributions to a GPS Fund Strategy, their account will be invested in mutual funds advised by AssetMark. AssetMark will receive Management Fees from those mutual funds, and AssetMark will determine the allocations of account value among these funds.

The AssetMark Fee for Retirement Connections is at the annual rate of 40 basis points (0.40%) of the value of Plan assets invested in the Retirement Connections advisory service, reduced by any net compensation received by AssetMark from Proprietary Funds held in Participants' accounts. If any amount of the Plan's Retirement Connections' Fee are due AssetMark and the Recordkeeper is PCS, PCS will assess the outstanding Fee by debiting Participants' accounts pro-rata, based on account asset values. Each Participant's Retirement Connections account will be assessed the same percentage of the AssetMark Fee payable by the Plan as other Plan Participants' accounts, regardless of whether the account holds Proprietary Funds or other investments. Therefore, Participant accounts invested in AssetMark Proprietary Funds will incur, at the account level, a pro rata portion of the payable Retirement Connections AssetMark Fee, and these accounts will also incur fees payable to AssetMark indirectly through the Proprietary Funds' Management Fees payable to AssetMark. (Participant accounts not invested in AssetMark Proprietary Funds will incur, at the account level, a pro rata portion of the payable Retirement Connections AssetMark Fee and will likely also incur indirect fees payable by the investments held in their accounts, e.g., third-party ETFs.)

Listed below are the mutual funds advised by AssetMark in which AssetMark can invest GPS Fund Strategy accounts and the maximum fee that AssetMark can retain from each fund as a percentage of average daily net assets of the mutual funds. The maximum net Management Fee retained by AssetMark from a fund in GPS Fund Strategies is 0.40% of average daily net assets. If a fund has a sub-adviser, the minimum that AssetMark can pay the sub-adviser is deducted in the amount shown as retained by AssetMark. AssetMark may waive part or all of its management fee, and AssetMark may also recoup previously waived fees and assumed expenses, but these possibilities are not considered in the below-reported maximum retained fees. Some funds invest in shares of other funds, including mutual funds advised by AssetMark; the fees paid these Underlying Funds are not included in the below-reported fees. The Client should refer to the funds' prospectuses and other shareholder materials for information, including fees, regarding the funds. Additional mutual funds can be added to those that receive allocations. Also listed below is the maximum.

Since the amount that AssetMark is paid by each mutual fund varies, changes by AssetMark to the allocations of mutual funds in GPS Fund Strategies accounts can change what AssetMark receives in fees from the funds. AssetMark anticipates making periodic changes to allocations among mutual funds in the first five Risk/Return Profiles, but does not anticipate any material allocation changes for accounts invested in the Long Term Growth Profile. Listed below, for each Profile offered the Retirement Connections GPS Fund Strategies is the maximum retained fee and the range of retained fees that AssetMark can receive assuming the possible asset allocations that AssetMark anticipates for that Profile.

MUTUAL FUNDS IN GPS FUND STRATEGIES	MAXIMUM FEES RETAINED BY ASSETMARK
GuidePath Growth Allocation Fund	0.25%
GuidePath Conservative Allocation Fund	0.25%
GuidePath Tactical Allocation Fund	0.35%
GuidePath Absolute Return Allocation Fund	0.35%
GuidePath Flexible Income Allocation Fund	0.25%
GuidePath Managed Futures Strategy Fund	0.35%
GuidePath Multi-Asset Income Asset Allocation Fund	0.35%
GuideMark Large Cap Core Fund	0.35%

GPS FUND STRATEGIES' PROFILE	MAX NET REVENUE	RANGE OF NET REVENUE
Conservative	0.34%	0.29% - 0.34%
Moderate Conservative	0.35%	0.30% - 0.35%
Moderate	0.33%	0.28% - 0.33%
Moderate Growth	0.33%	0.28% - 0.33%
Growth	0.33%	0.28% - 0.33%
Long Term Growth	0.25%	Range not applicable