

# Personal Capital Advisors Corporation Wrap Fee Program Brochure

## SEC Form ADV Part 2A Appendix 1

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**Personal Capital Advisors Corporation**

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855.855.8005

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[www.personalcapital.com/wealth-management](http://www.personalcapital.com/wealth-management)

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This Wrap Fee Program Brochure ("brochure") provides information about the qualifications and business practices of Personal Capital Advisors Corporation. If you have any questions about the contents of this brochure, please contact us at (855) 855-8005 or by e-mail at [service@personalcapital.com](mailto:service@personalcapital.com). The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission ("SEC") or by any state securities authority.

Personal Capital Advisors Corporation is a registered investment advisor with the Securities Exchange Commission. Any reference to the advisory services refers to Personal Capital Advisors Corporation. SEC Registration does not imply a certain level of skill or training. Additional information about Personal Capital Advisors Corporation also is available on the SEC's website [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) or Personal Capital Advisors Corp's website at [www.personalcapital.com/wealth-management](http://www.personalcapital.com/wealth-management)

## Item 2 Material Changes

This Item 2 summarizes specific material changes that were made to our brochure since the last annual update on April 2, 2020. While we have updated certain sections to help you better understand our firm and the investment advisory services we offer, this summary of material changes does not describe all modifications, such as updates to dates and numbers, stylistic changes, or clarifications.

Material changes are summarized below:

### NEW MATERIAL CHANGE ITEMS:

Item 4 – AUM was updated to reflect 12/31/2020 assets under management.

Item 9 – Information pertaining to our ownership by Empower Retirement was moved to Item 9.

### FROM OUR OCTOBER 2, 2021 FILING:

Item 4 – Updated to reflect that Personal Capital Advisors was acquired by Empower Retirement on August 17, 2020 resulting in a material ownership change.

Item 9 – As a result of Personal Capital Advisors' acquisition by Empower Retirement, a number new financial industry affiliations have been described and disclosed.

# Table of Contents

<b>Item 1   Cover Page</b>	01
<b>Item 2   Material Changes</b>	02
<b>Item 3   Table of Contents</b>	03
<b>Item 4   Services, Fees and Compensation</b>	04-06
<ul style="list-style-type: none"><li>• Advisory Services</li><li>• Fees and Compensation</li><li>• Other Fees and Expenses</li></ul>	
<b>Item 5   Account Requirements and Types of Client</b>	06
<b>Item 6   Portfolio Manager Selection and Evaluation</b>	07-09
<ul style="list-style-type: none"><li>• In House Portfolio Management</li><li>• Investment Committee</li><li>• Advisory Business</li><li>• Performance Based Fees and Side by Side Management</li><li>• Methods of Analysis, Investment Strategies and Risk of Loss</li><li>• Voting Client Securities</li></ul>	
<b>Item 7   Client Information Provided to Portfolio Managers</b>	10
<b>Item 8   Client Contact with Portfolio Manager</b>	10
<b>Item 9   Additional Information, Other Financial Industry Activities and Affiliations</b>	11-15
<ul style="list-style-type: none"><li>• Disciplinary Information</li><li>• Other Financial Industry Activities</li><li>• Code of Ethics, Participation or Interest in Client Transactions and Personal Trading</li><li>• Review of Accounts</li><li>• Client Referrals and Other Compensation</li><li>• Financial Information</li></ul>	

## Item 4 Services, Fees and Compensation

Founded in March 2010, Personal Capital Advisors Corporation (“Personal Capital Advisors,” “we,” or “our”) is an investment adviser registered with the U.S. Securities and Exchange Commission (“SEC”). Personal Capital Advisors provides investment management services to its clients (“Client” or “Clients”).

Our advisory services (“Advisory Services”) combine industry-leading technology with objective financial advice from financial advisors (“Advisors”) who act as fiduciaries to our Clients. Personal Capital Advisors charges one all-inclusive fee for its Advisory Services. Our Advisory Services are comprised of the services described below. Availability of some of these Advisory Services depends on the level of investment by a Client.

Personal Capital Advisors Corporation is a wholly owned subsidiary of Personal Capital Corporation (“Personal Capital”), which was formed in October 2009. Personal Capital Corporation is a wholly owned subsidiary of Empower Holdings LLC. The web, mobile, tablet, and personal financial management aggregation service (“Dashboard”) provided to Clients is delivered through Personal Capital Corporation.

Assets under management (“AUM”): As of December 31, 2020, Personal Capital Advisors managed approximately \$16 billion in Client assets on a discretionary basis. AUM naturally fluctuates over time and disclosed AUM may be higher or lower at present date than as of the AUM calculation date.

### Advisory Services

- Ongoing discretionary investment management
- Periodic rebalancing
- Tax optimization and tax loss harvesting, as applicable
- Collaboration with CPA and estate planning professionals
- Portfolio personalization, as applicable
- Financial planning
- U.S. equity portfolio equal weighting, as applicable
- Custody services included at no additional charge
- Securities transaction costs included at no additional charge
- Assignment of a personal financial Advisor or team
- Unaffiliated, qualified custodian
- Minimum relationship size is generally \$100,000
- Access to a Socially Responsible Personal Strategy that systematically screens U.S.-based companies based on their actions in three key areas: environmental, social, and governance
- Access to an unaffiliated Private Equity Offering for qualifying Clients, which provides the opportunity to invest in funds of private equity funds. Private Equity Offerings include additional fees

Personal financial Advisors are available during normal business hours and are accessible via telephone, email, video, or in person at our offices. Advice is based on each Client’s financial situation typically evidenced by accounts that Clients

have linked through Personal Capital’s Dashboard, as well as detailed information about personal circumstances such as age, investment time horizon, risk tolerance, expectations, goals, and investment restrictions.



## Fees and Compensation

Personal Capital Advisors charges a single fee based on the value of the Client's assets under management. The single fee includes portfolio management, trading commissions, and custody services. Fees are calculated daily and deducted on a monthly basis in arrears. Personal Capital Advisors reserves the right to negotiate separate fee and billing arrangements at its sole discretion.

Clients are required to establish brokerage accounts at a qualified custodian ("Broker" or "Brokers") identified by Personal Capital Advisors. All identified Brokers are member firms of the Financial Industry Regulatory Authority, Inc. ("FINRA") and the Securities Investor Protection Corporation ("SIPC"). The currently identified Broker is:

### Pershing Advisor Solutions LLC

One Pershing Plaza, 4th Floor, Jersey City, NJ 07399  
[pershing.com/who-we-serve/registered-investment-advisors](https://pershing.com/who-we-serve/registered-investment-advisors)

All Client assets are held in custody at the above listed Broker. Pershing is not affiliated with Personal Capital Advisors.

The Client authorizes Personal Capital Advisors to debit the advisory fee directly from the Client's investment account held with the Broker. If insufficient cash is available to pay such fees, securities in an amount equal to the balance of unpaid fees will be liquidated to pay for the unpaid balance.

Personal Capital Advisors reserves the right to reduce its advisory fee rate at its discretion, including for promotional events that may result in complimentary or reduced advisory fee rates for new Clients or current Clients for referrals. The fee rate also has been reduced for personnel (including employees and consultants) of Personal Capital Advisors and its affiliates. These reductions apply to members of the same households. Fee errors are corrected immediately upon discovery.

In determining whether to establish an account, a Client should be aware that the overall cost to the Client of Advisory Services will be higher or lower than the Client would incur by purchasing separately the types of securities available through the Advisory Services. In order to compare the cost of the Advisory Services with unbundled services, the Client should consider the turnover rate in Personal Capital Advisors' investment strategies, trading activity in the account, standard advisory fees, and brokerage commissions that would be charged at other broker-dealers and investment advisers.

We have compensation arrangements with our sales and service Advisors that include a component of variable compensation subject to achievement of certain measures, including pertaining to new account assets under management, retained account assets under management, as well as performance-related scores applicable to servicing of Client accounts. Although this variable compensation is only a component of the Advisors compensation, this creates a conflict of interest because Personal Capital Advisors and our individual Advisors earn more revenue, or greater individual compensation, if a Client chooses to hold, retain and add investable assets with us.

### Annual Investment Advisory Fee Schedule

FIRST \$1 MILLION	0.89%
For clients that invest \$1 million or more	
FIRST \$3 MILLION	0.79%
NEXT \$2 MILLION	0.69%
NEXT \$5 MILLION	0.59%
OVER \$10 MILLION	0.49%

## Other Fees and Expenses

All fees paid to Personal Capital Advisors for Advisory Services are separate and distinct from the fees and expenses charged by pooled investment vehicles (e.g., exchange traded funds, mutual funds, closed-end investment companies or other managed investments to their investors). The specific fees and expenses are described in each vehicle's prospectus or other offering document.

In addition, there are other third-party costs assessed that are not included in the Advisory Services fees, such as costs associated with exchanging currencies, wire transfer fees, or other fees required by law, as applicable.

Clients who participate in our Private Equity Offering through an arrangement with Institutional Capital Network ("iCapital") will pay additional fees charged by iCapital or the underlying funds.

## Item 5 Account Requirements and Types of Clients

Personal Capital Advisors generally provides Advisory Services to:

- Individuals
- High-net worth individuals
- Corporations and other business entities
- Charitable Organizations

Our Advisory Services are offered to clients who sign up with a minimum of \$100,000 of assets under management with us. The minimum assets under management requirements may be reduced or waived at Personal Capital Advisors' discretion.

Clients who invest below \$200,000 fall under our Investment Service tier. In addition to access to Personal Capital's free Dashboard, these Clients have access to a team of Advisors who assist in planning their investment goals. Investment Service Clients normally have portfolios consisting of exchange-traded funds ("ETFs") with goals of diversification and tax efficiency.

Clients who invest between \$200,000 and \$1 million fall under our Wealth Management tier. Wealth Management Clients are provided a comprehensive financial plan to help address retirement, college planning and tax optimization needs. They are offered a dedicated financial Advisor and a customized portfolio of individual securities and exchange-traded funds designed to meet their financial goals.

Clients who invest at least \$1 million fall under the Personal Capital Advisor's Private Client tier, which is designed for high net worth investors who want a robust financial plan along with personalized service and portfolio management. Private Clients have access to personal financial Advisors and certified financial planners, private banking services, legacy and estate planning specialists, and family-tiered billing with reduced fees for assets over a certain level. Private Client portfolios offer a blend of individual securities and bonds, as well as ETFs.

Private Clients who have been with Personal Capital Advisors for at least six months and who have at least \$5 million invested with Personal Capital Advisors are eligible to participate in our Private Equity Offering. The Private Equity Offering is made through an arrangement with Institutional Capital Network ("iCapital"). Private Clients who invest in this program have the opportunity to invest in an access fund sponsored by iCapital, which in turn invests in one or more underlying private equity funds.

## Item 6 Portfolio Manager Selection and Evaluation

### In House Portfolio Management

Personal Capital Advisors does not utilize outside portfolio managers except as noted below. All accounts are managed by Personal Capital Advisors' in-house professionals.

Personal Capital Advisors' Investment Committee acts as Portfolio Manager(s) for this wrap fee program.

Note that certain portfolio decisions involve investing in or recommending an investment in securities issued by pooled investment vehicles, e.g., mutual funds, ETFs and private funds. Investment management decisions for those vehicles are made by outside portfolio managers.

### Investment Committee

Our Investment Committee is dedicated to constructing and maintaining strategic investment portfolios. This includes portfolio construction, security selection, portfolio monitoring, and trade oversight. The Committee combines expertise and decades of experience to build a wide range of portfolios designed to help Clients meet their financial goals.



#### **Craig Birk, CFP® Chief Investment Officer**

Craig leads the Personal Capital Advisors Investment Committee, focused on translating improvements in technology into better financial lives. He has been widely quoted in the financial media. Prior to Personal Capital Advisors, he held a senior portfolio management position at Fisher Investments.



#### **Amin Dabit, CFP®, CSRIC VP of Advisory Service**

Amin is VP of Advisory Service. He coordinates overall strategy to provide delivery of tailored advisory services to individuals, including oversight of the Financial Planning Specialist team. Amin previously worked with high net worth investors at Merrill Lynch and UBS.



#### **Michelle Brownstein, CFP® Vice President of Private Client Services**

Michelle is a Certified Financial Planner® with a wide range of Investment Management experience. Prior to Personal Capital, she acted as a relationship manager within Fisher Investments' Private Client Group, serving as the primary point of contact for high net worth investment clients.



#### **Brendan Erne, CFA, CSRIC Director of Portfolio Management**

Brendan leads our research and trading team with a focus on portfolio construction and socially responsible investing. Prior to joining Personal Capital in 2011, he spent several years as an equity analyst covering technology and telecommunication companies at Fisher Investments.



#### **James Burton, CFP® Chief Growth Officer**

Prior to joining Personal Capital, James was executive vice president and chief marketing officer at Fidelity Investments where he was responsible for the company's retail customer acquisition, customer strategy and personal retirement account business, along with advertising programs, thought leadership, and communications.



#### **Kyle Ryan, CFP® EVP of Advisory Services**

Kyle is responsible for Personal Capital's Advisory Services. He was named to the 2014 InvestmentNews 40 under 40 list for his contributions to the financial advisory industry. He has previously held senior positions at Merrill Lynch and Fisher Investments.



#### **Lacey Cobb, CFA, CFP® Director of Advice Solutions**

Lacey is Director of Advice Solutions. She has over a decade of investment industry experience including time at State Street and Head of Research and Trading at Polaris Greystone. Lacey focuses on personalized strategy selection and contributes to security selection and client education.

## Advisory Business

Personal Capital Advisors offers its Clients an array of investment strategies (“Personal Strategy” or “Personal Strategies”). A Client’s assets are managed within a given Personal Strategy® based upon the Client’s overall investment objectives and suitability parameters.

A Personal Strategy is a comprehensive investment portfolio. It is focused on achieving the Client’s financial goals and is designed to grow with the Client over time. Portfolios in a Personal Strategy can be customized for a Client’s needs or wants. Clients should be aware that to the extent a personalized trading restriction limits full strategy implementation it may impact their account performance relative to other non-restricted peers in the same strategy. Personal Strategy asset allocations go beyond basic stock and bond portfolios. The Personal Strategies invest globally, primarily utilizing individual equities and ETFs. Personal Capital Advisors’ unique Smart Index Weighting approach adds further diversification and potential return by providing exposure to all areas of the U.S. stock market while avoiding being overweight to high-risk segments.

Personal Capital Advisors believes that asset allocation is an important investment decision. The goal-based nature of a Personal Strategy means the Client’s asset allocation is continuously linked to their evolving situation, thereby maximizing the likelihood of long-term success.

Personal Capital Advisors’ client trades are batched throughout the day to leverage operational and market efficiencies. Client-directed transactions and liquidations may not be executed on a same-day basis. Portfolio transaction requests, including liquidations, can be monitored via the Dashboard, or via the custodian’s website; however, neither site is real-time with respect to liquidations and transactions.

Personal Capital Advisors trades exclusively with Pershing and this creates a conflict of interest because of the operational support services Pershing provides us. In recognition of this conflict, we have implemented a periodic analysis to evaluate execution quality and a cross functional Best Execution Committee which oversees the review process.

If a Client elects to invest in our Private Equity offering, the Client will invest in an access fund sponsored by iCapital, which will in turn invest in one or more underlying private equity funds. Supplemental information on this program is provided to qualified Private Clients upon request.

## Performance Based Fees and Side by Side Management

Personal Capital Advisors does not charge performance-based fees (i.e. fees calculated based on a share of capital gains or capital appreciation of the assets or any portion of the assets of a Client). Client fees are based solely upon assets under management. Personal Capital does not engage in side-by-side management. Side by side management is the management of performance-based fee accounts alongside flat or other non-variable fee accounts.

Clients considering an investment in the iCapital Private Equity Offering should be aware that, although Personal Capital Advisors does not charge performance fees, iCapital’s underlying fund managers do.



## Methods of analysis, Investment Strategies and Risk of Loss

Personal Capital Advisors' investment analysis emphasizes asset allocation research and portfolio diversification techniques over individual security analysis.

Personal Capital Advisors' methods and techniques include:

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**Sampling and screening** relevant baskets of securities, or indices, in order to select the desired security attributes.

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**Correlation analysis** – evaluating the historical relationship of two securities or market segments movement in relation to each other.

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**Fundamental analysis** – evaluating securities based upon historical and projected financial performance.

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Within US equities, Personal Capital employs an approach termed Smart Weighting. The starting universe is generally all US stocks traded on an exchange with a market capitalization over \$250 million and sufficient liquidity. The objective of the approach is to maintain relatively even weighting in company size, style and economic sector. Securities are selected largely to complete this factor exposure in conjunction with other existing holdings. In other asset classes we employ a mix of low cost ETFs in an attempt to generate an efficient exposure to the asset class. The most important areas for consideration in ETF selection are underlying exposure, liquidity, and cost.

All investments involve risk. Personal Capital Advisors does not guarantee the results of the advice given. Significant losses can occur by investing in any security, or by following any strategy, including those recommended or applied by Personal Capital Advisors.

## Voting Client Securities

Personal Capital Advisors uses a third-party proxy voting service to help fulfill our voting obligations in voting proxy ballots for our Clients. Votes are cast through the Broadridge ProxyEdge® platform, which provides access to proxy voting recommendations as well as historical voting information. Services provided to us through ProxyEdge® include reporting, auditing, and record keeping.

With the assistance of Broadridge, Glass Lewis & Co. ("Glass Lewis") provides Personal Capital Advisory recommendations based on Glass Lewis' own internal guidelines, research, and analysis. Votes are generally cast consistent with Glass Lewis guidelines and recommendations; however, Personal Capital Advisors will vote otherwise if it is deemed in the best interest of its Clients to do so.

Clients are permitted to vote their own proxies by "opting out" of proxy voting services during the account opening process, or at any time, by submitting a request in writing to Personal Capital Advisors. If a client chooses to "opt out," they do so on a "all or none" basis and agree to respond to their own proxies independently of Personal Capital Advisors. Additionally, to the extent a Client holds a foreign direct security that is not a Strategy position, Glass Lewis is unable to vote proxy ballots for those client mandated holdings.

Personal Capital Advisors maintains relevant and appropriate proxy records as part of our policies and procedures ("Policies & Procedures"). A Client may obtain a complete copy of the Policies & Procedures related to proxy voting by requesting this information in writing to their Advisor. The Client may also request in writing from their Advisor information concerning the manner in which proxy votes have been cast on behalf of the Client during the prior annual period. Such information is provided in writing as soon as practicable.

## **Item 7 Client Information Provided to Portfolio Managers**

Client information is shared with the Portfolio Managers.

## **Item 8 Client Contact with Portfolio Managers**

We do not restrict a Client's ability to contact or consult with the Portfolio Managers, subject to the Portfolio Managers' availability.

## Item 9 Additional Information, Other Financial Industry Activities and Affiliations

Personal Capital Corporation is a wholly-owned subsidiary of Empower Holdings LLC, a wholly-owned subsidiary of Great-West Life & Annuity Insurance Company ("GWLA"), an insurance company domiciled in the State of Colorado. GWLA is a direct wholly-owned subsidiary of GWLA Financial Inc. ("GWLA Financial"), a Delaware holding company. GWLA Financial is a direct wholly-owned subsidiary of GreatWest Lifeco U.S. LLC. ("Lifeco U.S.") and an indirect wholly-owned subsidiary of Great-West Lifeco Inc. ("Lifeco"), a Canadian holding company. Lifeco is a subsidiary of Power Financial Corporation ("Power Financial"), a Canadian holding company with substantial interests in the financial services industry. Power Corporation of Canada ("Power Corporation"), a Canadian holding and

management company, has voting control of Power Financial. The Desmarais Family Residuary Trust, through a group of private holding companies that it controls, has voting control of Power Corporation.

As described above, Personal Capital Advisors is a part of the larger Great-West family organization and has a number of financial industry affiliations due to the ownership structure. Personal Capital Advisors may provide services to, receive services from, or direct or receive business to or from other members of the Great-West organization. In some instances, Personal Capital Advisors has arrangements that are material to its advisory business with related entities outlined below.

### Insurance Companies

Great-West Life & Annuity Insurance Company is an insurance company domiciled in the State of Colorado ("GWLA") and the indirect owner of Personal Capital Advisors. GWLA, pursuant to various agreements, may provide investment products, recordkeeping and other administrative services through its affiliates, Empower Retirement, LLC ("Empower") and Great-West Financial Retirement Plan Services, LLC ("Empower Retirement"). Great-West Life & Annuity Insurance Company of New York is an insurance company domiciled in the State of New York ("GWLANY"). Personal Capital Advisors is an affiliate of GWLANY through common ownership. GWLANY, pursuant to various agreements, may provide investment products and administrative services through its affiliates, Empower and Empower Retirement, to retirement plans for which Personal Capital Advisors may also provide its services.

### Broker-Dealer

GWFS Equities, Inc. ("GWFS"), is a registered broker/dealer, wholly-owned subsidiary of GWLA, and affiliated with Personal Capital Advisors. GWFS may provide wholesaling, direct sales, enrollment and/or communication services to retirement plans and their participants for which Personal Capital Advisors may also provide its services. GWFS may receive compensation in the form of 12b-1 fees or other compensation from the mutual fund companies or other investments that may be available as investment options in connection with recommendations that Personal Capital Advisors provides to Clients in retirement plans.

### Trust Company

Great-West Trust Company, LLC ("GWTC") is a trust company and affiliate of Personal Capital Advisors. GWTC is a wholly-owned subsidiary of GWLA. GWTC is chartered under the laws of the State of Colorado.

### Investment Company

Great-West Funds, Inc. ("Great-West Funds") is an investment company registered under the Investment Company Act of 1940 and affiliated with Personal Capital Advisors. Great-West Funds may provide investment products to retirement plans for which Personal Capital Advisors may also provide its advisory services. Great-West Funds is managed by Great-West Capital Management, LLC as discussed below. Shares of Great-West Funds may be available for purchase by retirement plans advised by Personal Capital Advisors.



## Investment Advisers

*Advised Assets Group, LLC ("AAG")*, an affiliate of Personal Capital Advisors, is a registered investment adviser under the Investment Advisers Act of 1940. AAG offers investment management and advisory services primarily to plan sponsors of employer-sponsored retirement plans; such as 401(a), 401(k), 403(b) and 457 plans, including government entities and their participants for which AAG has an agreement with the administrative services provider.

*Great-West Capital Management, LLC ("GWCM")*, an affiliate of Personal Capital Advisors, is an investment adviser for Great-West Funds and is registered under the Investment Advisers Act of 1940. Personal Capital Advisors provides services to participants in certain defined contribution plans; a plan may select certain portfolios of Great-West Funds managed by GWCM as investment options within the plan.

*Putnam Investment Management, LLC* is a registered investment adviser ("PIM"). Personal Capital Advisors is under common control with PIM and is an affiliate of PIM. Certain Putnam mutual funds managed by PIM may be available for purchase by retirement plans advised by Personal Capital Advisors which invest in the certain funds of the Great-West Funds for which PIM provides sub-advisory services or funds managed by PIM. PIM serves as the sub-adviser to the Great-West Putnam High Yield Bond Fund and the Great-West Putnam Equity Income Fund; both Funds are under investment management with GWCM.

*Irish Life Investment Management, Limited ("ILIM")* is a Dublin, Ireland based, SEC registered investment adviser. ILIM is part of the Lifeco group of companies; Lifeco has operations in Canada, the United States, Europe and Asia through ownership of various companies including GWLA and PIM. Personal Capital Advisors is a wholly-owned subsidiary of GWLA which in turn is an indirect, wholly owned subsidiary of Lifeco, which controls ILIM. ILIM manages the index series of GW Funds.

*Wealthsimple US, Ltd* is a registered investment adviser. It is ultimately under common control with Personal Capital Advisors, as both entities are subsidiaries of Power Financial Corporation, a Canadian holding company with substantial interests in the financial services industry.

## Cash Product

Personal Capital Services Corporation ("PCSC") offers a high yield sweep account program marketed as Personal Capital Cash in conjunction with UMB Bank, N.A., member FDIC ("UMB") and participating program banks. PCSC markets Personal Capital Cash to users of the Dashboard, clients of Personal Capital Advisors, and the general public. Funds deposited in a participant's Personal Capital Cash account at UMB are swept to a network of participating program banks. Program banks pay interest on deposits in the Personal Capital Cash program. PCSC receives a fee from each program bank in connection with the program that is based on the aggregate daily closing balance of deposits held in program accounts by such program bank. Personal Capital Cash is offered at no cost to participants. PCSC and Personal Capital Advisors are wholly owned subsidiaries of Personal Capital. Clients of Personal Capital Advisors are not required to participate in the Personal Capital Cash program.

## Investment Lines of Credit/Loan Advances

Personal Capital Advisors will make introductions for investment lines of credit or loan advances in certain situations. Both are offered by Pershing/Bank of New York who serves as our custodian and broker-dealer but is otherwise an unaffiliated financial institution. These offerings are opened only at the Client's sole discretion and Personal Capital Advisors does not receive payment or remuneration for making these introductions or in the event that any credit or loan advance is made.

## Branding

The affiliated companies of GWCM, GWFS, GWLA, GWLANY, Great-West Funds, Empower Retirement, and GWTC operate under the multiple brands of Empower Retirement and Empower Institutional depending upon the products, services and retirement markets involved. These brands do not materially affect the internal structure of Personal Capital Advisors or Personal Capital Advisors' corporate ownership.

## Conflicts of Interest

Personal Capital Advisors has authorized GWFS Equities, Inc. ("GWFS"), an affiliate of Personal Capital Advisors, and its licensed agents and registered representatives who are Empower Retirement employees (collectively referred to as "Agents") to refer prospective clients to Personal Capital Advisors. In this limited arrangement, in addition to their salary, such Agents may earn bonus compensation based upon successful referrals or solicitations. Other Agents and Personal Capital Advisors representatives may also be indirectly compensated through bonus compensation, in addition to their salary, in the event that a referred prospect becomes a new client of Personal Capital Advisors' services. Compensation paid to Agents or Personal Capital Advisors representatives does not increase the fees paid by the Client. Personal Capital Advisors also has conflicts of interest when it makes investment recommendations to Clients. Personal Capital Advisors may suggest use of affiliated financial products or services which will pay additional compensation to its affiliates.

## Other Business Activity

Certain senior managers and officers of Personal Capital Advisors may also serve as executive officers of Personal Capital Advisors' parent company, GWLA and other affiliates of Personal Capital Advisors. These individuals are not shared supervisory persons amongst the affiliated entities.

## Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Personal Capital Advisors has adopted a Code of Ethics (the “Code”) designed to comply with Rule 204A-1 under the Investment Advisers Act of 1940. The Code establishes rules of conduct for all employees of Personal Capital Advisors and is designed to educate all employees regarding Personal Capital Advisors’ ethical standards and prohibition of fraudulent, deceptive, or manipulative conduct.

The Code is based upon the principle that Personal Capital Advisors and our employees have a fiduciary duty to our Clients. Advisory employees are required to conduct their affairs, including their personal securities transactions, in compliance with the Code and to avoid serving their own personal interests by taking inappropriate advantage of their position of trust and responsibility.

Our Code of Ethics includes material, non-public (“MNPI”) prohibitions against the use of material non-public information. Employees are prohibited from trading for themselves or others while in possession of MNPI as well as communicating MNPI to anyone else. The Code also covers protecting the confidentiality of Client information.

With certain limitations the Code also covers restrictions on personal securities transactions of Personal Capital Advisors’ employees. Officers or employees of Personal Capital Advisors are permitted to invest in the same securities that are purchased on behalf of Clients for their personal investment considerations. Personal Capital Advisors also reserves the right to disapprove any proposed transaction that has the appearance of improper conduct. Personal Capital Advisors does not foresee a conflict of interest due to the liquidity and depth of the markets in which these securities trade. Clients should be aware that this potential conflict of interest exists.

The full text of Personal Capital Advisors Code of Ethics policy is available upon request.

## Review of Accounts

Personal Capital Advisors utilizes portfolio management software in concert with the Client’s Advisor to monitor and manage Clients accounts on a continual basis. Exception reporting is monitored by a Portfolio Manager. Deviations from an account’s determined asset allocation parameters and the addition or removal of a specific security from the designated model portfolio may trigger periodic rebalancing.

Personal Capital Advisors provides Clients online access to their financial information through the Dashboard. In addition, Personal Capital Advisors provides a detailed monthly report to each client, as well as brokerage account statements and confirmations from its designated Broker (Pershing). Clients are urged to periodically compare statements prepared by Personal Capital Advisors and the Broker (Pershing) with specific emphasis on activity, holdings, and valuations.

## Client Referrals and Other Compensation

**PROMOTIONS:** Personal Capital Advisors has periodic promotions offering various items, such as technology products and fee waivers on management fees. Client referrals, or other referral arrangements as outlined below, may, from time to time, be combined with promotional offers. Any combination of referral benefits and promotional items will not result in a Client paying a higher advisory fee. Personal Capital Advisors will disclose the terms of promotional offers to Clients at the time of the offers.

**CLIENT REFERRALS:** From time to time, Personal Capital Advisors offers free advisory services for a certain period for existing Clients who refer new Clients to Personal Capital Advisors. When the referred Client signs up and begins trading, both the existing Client and referred Client receive fee-waived Advisory Services for the same period of time. From time to time, Personal Capital Advisors may also offer other incentives for client referrals. Personal Capital Advisors will disclose the details of those incentives to existing and referred Clients at the time of the offer. Prospective Clients that are referred by existing Clients should be aware that the referring Client will receive an economic benefit for making the referral. The free advisory services awarded or any other incentive provided by Personal Capital Advisors do not increase the fees or costs for the referring or referred Client.

**REFERRALS BY AFFILIATES:** Personal Capital Advisors has a Solicitation Agreement in place with GWFS Equities, Inc. ("GWFS"), an affiliated broker-dealer, whereby GWFS or GWFS registered representatives will refer certain high-net worth clients to Personal Capital Advisors. GWFS or GWFS registered representatives may receive direct or indirect compensation for these referrals. Any affiliated referral compensation arrangement will not increase costs for Clients.

**THIRD-PARTY CLIENT INTRODUCTIONS:** Personal Capital Advisors also has referral arrangements with unaffiliated third-parties for client referrals. These third-parties introduce prospective Clients to Personal Capital Advisors and will receive compensation in the form of cash payments for these introductions. These third-parties are eligible for compensation even if the referred prospect does not become a Client. Such compensation will be paid by Personal Capital Advisors pursuant to a written agreement. These referral arrangements will not result in increased fees or costs for Clients.

**AFFILIATE MARKETING PROGRAM:** Personal Capital offers an Affiliate Marketing Program ("AMP") for web-based authors and participates in co-registration agreements, where the participants ("affiliate" or "affiliates") are compensated for each person who uses the affiliates' webpages to register with the Dashboard and link at least \$100,000 in new investable assets to the Dashboard. These affiliates are eligible for compensation even if the referred person does not become a Client. As a result of these arrangements, affiliates will financially benefit from referring users to Personal Capital. This creates a conflict of interest and incentivizes affiliates to present content favorable to Personal Capital or Personal Capital Advisors because of the compensation structure of the AMP. No additional fees or costs are charged to persons who register with the Dashboard and become a Client as a result of the AMP.

**OTHER REFERRAL ARRANGEMENTS:** Personal Capital enters into referral agreements with third parties who refer prospective Clients to the Dashboard ("Referrer" or Referrers") under which Referrers receive compensation for each individual who acknowledges that they have at least \$100,000 in investable assets. Individuals referred by Referrers to the Dashboard and subsequently become Clients do not pay any increased fees to Personal Capital Advisors as a result of the referral arrangement.

Individuals who become Clients as a result of our various referral programs acknowledge in our client agreement that they have reviewed, read, and understood our disclosures, and Part 2A of Personal Capital Advisors' Form ADV.

## Financial Information

Personal Capital Advisors is required to disclose any financial condition that is reasonably likely to impair our ability to meet contractual commitments to Clients.

Personal Capital Advisors is not subject to any financial commitment that impairs its ability to meet contractual and fiduciary commitments to its Clients.

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