



## **META INVESTMENT MANAGEMENT COMPANY WRAP PROGRAM**

Sponsored by

## **META INVESTMENT MANAGEMENT COMPANY LLC**

*a Registered Investment Adviser*

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This brochure provides information about the qualifications and business practices of Meta Investment Management Company LLC (hereinafter “MIMCO” or the “Firm”). If you have any questions about the contents of this brochure, please contact the Firm at the telephone number listed above. 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. Additional information about the Firm is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The Firm is a registered investment adviser. Registration does not imply any level of skill or training.

## **Item 2. Material Changes**

In this Item, MIMCO is required to discuss any material changes that have been made to the brochure since the last annual amendment. The Firm has no such changes.

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## Item 4. Advisory Business

MIMCO is a registered investment adviser that offers portfolio management services to clients exclusively through an interactive website<sup>1</sup>. The firm uses an interactive website in which a computer model provides investment advice to clients based on personal information each client supplies through the website. The Meta Investment Management Company Wrap Program (the “Program”) is an investment advisory program sponsored by MIMCO. Prior to MIMCO rendering any of the foregoing advisory services, clients are required to enter into a written agreement with MIMCO setting forth the relevant terms and conditions of the advisory relationship (the “Advisory Agreement”).

MIMCO has been an investment adviser since January 1, 2021 and is owned by Michael Stoykov since January 1, 2021. As of February 28, 2022, MIMCO has \$3,445,875 assets under management, all of which is managed on a discretionary basis.

While this brochure generally describes the business of MIMCO, certain sections also discuss the activities of its Supervised Persons, which refer to the Firm’s officers, partners, directors (or other persons occupying a similar status or performing similar functions), employees or any other person who provides investment advice on MIMCO’s behalf and is subject to the Firm’s supervision or control.

### Description of the Program

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The Program is offered as a wrap fee program, which provides clients with the ability to invest in equity, debt, mutual funds, and/or ETF investment products without incurring separate brokerage commissions or transaction charges. A wrap fee program is considered any arrangement under which clients receive investment advisory services and the execution of client transactions for a specified fee or fees not based upon transactions in their accounts. Clients must also open a new securities brokerage account and complete a new account agreement with Shareholders Service Group (“SSG”) or another broker-dealer that MIMCO approves under the Program (collectively “Financial Institutions”).

At the onset of the Program, clients complete an investor profile through an interactive website describing their individual investment objectives, liquidity and cash flow needs, time horizon and risk tolerance, as well as any other factors pertinent to their specific financial situations. After an analysis of the relevant information, MIMCO’s website recommends an appropriate investment portfolio for the client’s assets. Clients’ investment portfolios are managed on a discretionary basis by MIMCO’s investment adviser representatives. MIMCO allocates clients’ assets among the various investment products available under the Program (stocks, bonds, mutual funds, ETFs and/or money market funds), as described further in Item 6 (below).

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<sup>1</sup> The investment adviser may provide investment advice to fewer than 15 clients through other means during the preceding 12 months in accordance with Rule 203A-2(e) under the Investment Advisers Act of 1940.

## **Investment Management Services**

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MIMCO manages client investment portfolios on a discretionary basis. MIMCO primarily allocates client assets among various mutual funds, exchange-traded funds (“ETFs”), individual debt and equity securities, fixed come securities and money market funds in accordance with their stated investment objectives.

MIMCO tailors its clients’ investment portfolios to meet the needs of its individual clients risk tolerance, time horizon, goals, objectives, needs, and seeks to ensure, on a continuous basis, that client portfolios are managed in a manner consistent with those needs and objectives. Through its interactive website MIMCO assesses a client’s specific risk tolerance, time horizon, liquidity constraints, risk capacity and other related factors relevant to the management of their portfolios. Clients are advised to promptly notify MIMCO if there are changes in their financial situation or if they wish to place any limitations on the management of their portfolios.

## **Fees for Participation in the Program**

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The Program is offered on a fee basis, meaning participants pay a single annualized fee based upon assets under management (“Program Fee”).

## **Investment Management Fees**

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This Program Fee generally varies between 0.50% and 1.50%, in accordance with the following fee schedule:

<b><u>PORTFOLIO VALUE</u></b>	<b><u>BASE FEE</u></b>
Up to \$500,000	1.25%
\$500,001 - \$1,000,000	1.125%
\$1,000,001 - \$10,000,000	1.00%
\$10,000,001 - \$50,000,000	0.875%
\$50,000,001 - \$100,000,000	0.75%
\$100,000,001 - \$500,000,000	0.50%

The annual fee is prorated and charged quarterly, in advance, based upon the market value of the assets being managed by MIMCO on the last day of the previous billing period. If assets are deposited into or withdrawn from an account after the inception of a billing period, the fee payable with respect to such assets is adjusted to reflect the interim change in portfolio value. For the initial period of an engagement,

the fee is calculated on a *pro rata* basis. In the event the advisory agreement is terminated, the fee for the final billing period is prorated through the effective date of the termination and the outstanding or unearned portion of the fee is charged or refunded to the client, as appropriate.

Cash and money market funds held in the accounts is charged the same Program Fee. The Firm typically keeps limited cash in accounts, but may have a more significant cash position for a period of time initially (until the cash can be properly invested in an orderly fashion) and where the Firm determines that holding the cash in lieu of investing in securities is in the best interest of the client.

### **Fee Comparison**

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As referenced above, a portion of the fees paid to MIMCO are used to cover the securities brokerage commissions and transactional costs attributed to the management of its clients' portfolios under the Program.

Services provided through the Program may cost clients more or less than purchasing these services separately. The number of transactions made in clients' accounts, as well as the commissions charged for each transaction, determines the relative cost of the Program versus paying for execution on a per transaction basis and paying a separate fee for advisory services. Fees paid for the Program may also be higher or lower than fees charged by other sponsors of comparable investment advisory programs. Because the Firm pays for the brokerage fees, the Firm has an incentive to engage in less transactions, or transactions that cost less to the Firm.

### **Fee Discretion**

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MIMCO, in its sole discretion, may negotiate to charge a lesser fee based upon certain criteria, such as the householding of related accounts by combining the value of retirement and personal accounts.

### **Other Charges**

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In addition to the advisory fees paid to MIMCO, clients may also incur certain charges imposed by other third parties, such as broker-dealers, custodians, trust companies, banks and other financial institutions. These additional charges may include fees, attributable to margin costs, charges imposed directly by a mutual fund or ETF in a client's account, as disclosed in the fund's prospectus (e.g., fund Program Fees and other fund expenses), deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and any account closing fees charged by a financial institution.

### **Direct Fee Debit**

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Clients provide MIMCO with the authority to directly debit their accounts for payment of the investment advisory fees. The Financial Institutions that act as the qualified custodian for client accounts, from which

the Firm retains the authority to directly deduct fees, have agreed to send statements to clients not less than quarterly detailing all account transactions, including any amounts paid to MIMCO.

### **Account Additions and Withdrawals**

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Clients may make additions to and withdrawals from their account at any time, subject to MIMCO's right to terminate an account. Additions may be in cash or securities provided that the Firm reserves the right to liquidate any transferred securities or decline to accept particular securities into a client's account. Clients may withdraw account assets on notice to MIMCO, subject to the usual and customary securities settlement procedures. However, MIMCO designs its portfolios as long-term investments and the withdrawal of assets may impair the achievement of a client's investment objectives. Clients are advised that when transferred securities are liquidated, they may be subject to transaction fees, fees assessed at the mutual fund level (e.g., contingent deferred sales charge) and/or tax ramifications.

### **Use of Margin**

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MIMCO may be authorized to use margin in the management of the client's investment portfolio. In these cases the fee payable will be assessed net of margin such that the market value of the client's account and corresponding fee payable by the client to MIMCO will not be increased.

### **Compensation for Recommending the Program**

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MIMCO has no internal arrangements in place whereby persons recommending the Program are entitled to receive additional compensation as a result of clients' participation. A person recommending the Program will not earn more compensation than he or she would otherwise receive if a client elected another investment management program.

## **Item 5. Account Requirements and Types of Clients**

MIMCO offers services to high net worth individuals, individuals, trusts, estates, foundations/charities, institutions, corporations and business entities. MIMCO does not impose a stated minimum fee or minimum portfolio value for starting and maintaining an investment management relationship, but the Firm retains the discretion to accept or deny clients. For example, MIMCO can terminate an account if portfolio value falls below a minimum size which, in our sole opinion, is too small to manage effectively.

## Item 6. Portfolio Selection and Evaluation

Clients' investment portfolios are managed directly by MIMCO.

### Side-By-Side Management

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MIMCO does not provide any services for a performance-based fee (i.e., a fee based on a share of capital gains or capital appreciation of a client's assets).

### Methods of Analysis

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MIMCO utilizes a combination of fundamental, technical, cyclical and Behavioral finance methods of analysis while employing an asset allocation strategy based on a derivative of Modern Portfolio Theory ("MPT").

Fundamental analysis involves an evaluation of the fundamental financial condition and competitive position of a particular company, mutual fund, ETF, or issuer. For MIMCO, this process typically involves an analysis of an issuer's management team, ETF investment strategy, style drift, past performance, reputation and financial strength in relation to the asset class concentrations and risk exposures of the Firm's model asset allocations. A substantial risk in relying upon fundamental analysis is that while the overall health and position of a company may be good, evolving market conditions may negatively impact the security.

Technical analysis involves the examination of past market data rather than specific issuer information in determining the recommendations made to clients. Technical analysis may involve the use of mathematical based indicators and charts, such as moving averages and price correlations, to identify market patterns and trends which may be based on investor sentiment rather than the fundamentals of the company. A substantial risk in relying upon technical analysis is that spotting historical trends may not help to predict such trends in the future. Even if the trend will eventually reoccur, there is no guarantee that MIMCO will be able to accurately predict such a reoccurrence.

Cyclical analysis is similar to technical analysis in that it involves the assessment of market conditions at a macro (entire market or economy) or micro (company specific) level, rather than focusing on the overall fundamental analysis of the health of the particular company that MIMCO is recommending. The risks with cyclical analysis are similar to those of technical analysis.

Behavioral finance analysis involves an examination of conventional economics as well as behavioral and cognitive psychological factors. Behavioral finance methodology seeks to combine a qualitative and quantitative approach to provide explanations for why individuals may, at times, make irrational financial decisions. Where conventional financial theories have failed to explain certain patterns, the behavioral finance methodology investigates the underlying reasons and biases that cause some people to behave against their best interests. The risks relating to behavior finance analysis are that it relies on spotting trends in human behavior that may not predict future trends.



Modern Portfolio Theory (“MPT”) is a mathematical based investment discipline that seeks to quantify expected portfolio returns in relation to corresponding portfolio risk. The basic premise of MPT is that the risk of a particular holding is to be assessed by comparing its price variations against those of the market portfolio. However, MPT disregards certain investment considerations and is based on a series of assumptions that may not necessarily reflect actual market conditions. As such, the factors for which MPT does not account (*e.g.*, tax implications, regulatory constraints and brokerage costs) may negate the upside or add to the actual risk of a particular allocation. Nevertheless, MIMCO’s investment process is structured in such a way to integrate those assumptions and real life considerations for which MPT analytics do not account.

## **Investment Process**

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MIMCO’s investment process seeks long-term capital appreciation and income with lower volatility than the S&P 500 by diversifying assets across sectors, industries, and asset classes depending on clients’ objectives, needs, risk tolerance, and time horizon based inputs supplied by clients through its interactive website.

**Investments:** The process typically invests in a portfolio of securities comprised of quality stocks trading at a discount to their potential future value, quality index mutual funds, and/or index ETFs which track indices that have high quality medium and long-term potential capital appreciation characteristics. MIMCO’s portfolios are diversified across sectors, industries, asset classes and are long only.

**Material Risks:** Market and Economic Risk, Risk Affecting Specific Issuers, Management Risk, Foreign Investment Risk, Credit Risk, Interest Rate Risk, Liquidity Risk, Commodity Risk.

## **Risks of Loss**

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### *Market Risks*

Investing involves risk, including the potential loss of principal, and all investors should be guided accordingly. The profitability of a significant portion of MIMCO’s recommendations and/or investment decisions may depend to a great extent upon correctly assessing the future course of price movements of stocks, bonds and other asset classes. There can be no assurance that MIMCO will be able to predict those price movements accurately or capitalize on any such assumptions.

### *Mutual Funds and ETFs*

An investment in a mutual fund or ETF involves risk, including the loss of principal. Mutual fund and ETF shareholders are necessarily subject to the risks stemming from the individual issuers of the fund’s underlying portfolio securities. Such shareholders are also liable for taxes on any fund-level capital gains, as mutual funds and ETFs are required by law to distribute capital gains in the event they sell securities for a profit that cannot be offset by a corresponding loss.

Shares of mutual funds are generally distributed and redeemed on an ongoing basis by the fund itself or a broker acting on its behalf. The trading price at which a share is transacted is equal to a fund’s stated

daily per share net asset value (“NAV”), plus any shareholders fees (*e.g.*, sales loads, purchase fees, redemption fees). The per share NAV of a mutual fund is calculated at the end of each business day, although the actual NAV fluctuates with intraday changes to the market value of the fund’s holdings. The trading prices of a mutual fund’s shares may differ significantly from the NAV during periods of market volatility, which may, among other factors, lead to the mutual fund’s shares trading at a premium or discount to actual NAV.

Shares of ETFs are listed on securities exchanges and transacted at negotiated prices in the secondary market. Generally, ETF shares trade at or near their most recent NAV, which is generally calculated at least once daily for indexed based ETFs and potentially more frequently for actively managed ETFs. However, certain inefficiencies may cause the shares to trade at a premium or discount to their pro rata NAV. There is also no guarantee that an active secondary market for such shares will develop or continue to exist. Generally, an ETF only redeems shares when aggregated as creation units (usually 20,000 shares or more). Therefore, if a liquid secondary market ceases to exist for shares of a particular ETF, a shareholder may have no way to dispose of such shares.

#### *Use of Margin*

While the use of margin borrowing can substantially improve returns, it may also increase overall portfolio risk. Margin transactions are generally effected using capital borrowed from a Financial Institution, which is secured by a client’s holdings. Under certain circumstances, a lending Financial Institution may demand an increase in the underlying collateral. If the client is unable to provide the additional collateral, the Financial Institution may liquidate account assets to satisfy the client’s outstanding obligations, which could have extremely adverse consequences. In addition, fluctuations in the amount of a client’s borrowings and the corresponding interest rates may have a significant effect on the profitability and stability of a client’s portfolio.

#### **Voting of Client Securities**

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MIMCO may accept the authority to vote a client’s securities (*i.e.*, proxies) on their behalf. When MIMCO accepts such responsibility, it will only cast proxy votes in a manner consistent with the best interest of its clients. Absent special circumstances, which are fully-described in the Firm’s Proxy Voting Policies and Procedures, all proxies will be voted consistent with guidelines established and described in MIMCO’s Proxy Voting Policies and Procedures, as they may be amended from time-to-time. Clients may contact MIMCO to request information about how the Firm voted proxies for that client’s securities or to get a copy of MIMCO’s Proxy Voting Policies and Procedures. A brief summary of MIMCO’s Proxy Voting Policies and Procedures is as follows:

- MIMCO has formed a Proxy Voting Committee that will be responsible for monitoring corporate actions, making voting decisions in the best interest of clients, and ensuring that proxies are submitted in a timely manner.
- The Proxy Voting Committee will generally vote proxies according to MIMCO’s then current Proxy Voting Guidelines. The Proxy Voting Guidelines include many specific examples of voting decisions for the types of proposals that are most frequently presented, including: composition of the board of directors; approval of independent auditors; management and

director compensation; anti-takeover mechanisms and related issues; changes to capital structure; corporate and social policy issues; and issues involving mutual funds.

- Although the Proxy Voting Guidelines are followed as a general policy, certain issues are considered on a case-by-case basis based on the relevant facts and circumstances. Since corporate governance issues are diverse and continually evolving, the Firm devotes an appropriate amount of time and resources to monitor these changes.
- Clients cannot direct MIMCO's vote on a particular solicitation but can revoke the Firm's authority to vote proxies.

In situations where there may be a conflict of interest in the voting of proxies due to business or personal relationships that MIMCO maintains with persons having an interest in the outcome of certain votes, the Firm takes appropriate steps to ensure that its proxy voting decisions are made in the best interest of its clients and are not the product of such conflict.

## **Item 7. Client Information Provided to Custodian**

Clients participating in the Program generally grant MIMCO the authority to discuss certain non-public information with the Custodian engaged to manage their accounts. Depending upon the specific arrangement, the Firm may be authorized to disclose various personal information including, without limitation: names, phone numbers, addresses, social security numbers, tax identification numbers, account numbers, and beneficiaries. This information is communicated on an initial and ongoing basis, or as otherwise necessary to the management of its clients' portfolios.

## **Item 8. Client Contact with MIMCO**

In this Item, MIMCO is required to describe any restrictions on clients' ability to contact MIMCO. There are no restrictions on clients' ability to correspond with MIMCO although clients must be aware that investment advice to its clients is provided exclusively through an interactive website<sup>2</sup>.

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<sup>2</sup> The investment adviser may provide investment advice to fewer than 15 clients through other means during the preceding 12 months pursuant to Rule 203A-2(e) of the Investment Advisers Act of 1940.

## Item 9. Additional Information

### Disciplinary Information

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MIMCO nor any of its representatives have been involved in any legal or disciplinary events that are material to a client's evaluation of its advisory business or the integrity of its management.

### Other Financial Industry Activities and Affiliations

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This item requires investment advisers to disclose certain financial industry activities and affiliations. The Firm does not have any other financial industry activities or affiliations that need to be disclosed.

### Code of Ethics

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MIMCO has adopted a code of ethics in compliance with applicable securities laws ("Code of Ethics") that sets forth the standards of conduct expected of its Supervised Persons. MIMCO's Code of Ethics contains written policies reasonably designed to prevent certain unlawful practices such as the use of material nonpublic information by the Firm or any of its Supervised Persons and the trading by the same of securities ahead of clients in order to take advantage of pending orders.

The Code of Ethics also requires certain of MIMCO's personnel to report their personal securities holdings and transactions and obtain pre-approval of certain investments (*e.g.*, initial public offerings, limited offerings). However, the Firm's Supervised Persons are permitted to buy or sell securities that it also recommends to clients if done in a fair and equitable manner that is consistent with the Firm's policies and procedures. This Code of Ethics has been established recognizing that some securities trade in sufficiently broad markets to permit transactions by certain personnel to be completed without any appreciable impact on the markets of such securities. Therefore, under limited circumstances, exceptions may be made to the policies stated below.

When the Firm is engaging in or considering a transaction in any security on behalf of a client, no Supervised Person with access to this information may knowingly effect for themselves or for their immediate family (*i.e.*, spouse, minor children and adults living in the same household) a transaction in that security unless:

- the transaction has been completed;
- the transaction for the Supervised Person is completed as part of a batch trade with clients; or
- a decision has been made not to engage in the transaction for the client.

These requirements are not applicable to: (i) direct obligations of the Government of the United States; (ii) money market instruments, bankers' acceptances, bank certificates of deposit, commercial paper, repurchase agreements and other high quality short-term debt instruments, including repurchase

agreements; (iii) shares issued by mutual funds or money market funds; and (iv) shares issued by unit investment trusts that are invested exclusively in one or more mutual funds.

The Firm and will act in the best interest of all clients in furtherance of its fiduciary duty, in general.

Clients and prospective clients may contact MIMCO to request a copy of its Code of Ethics.

### **Account Monitoring**

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MIMCO monitors client portfolios on a continuous and ongoing basis. All investment advisory clients are encouraged to update their financial situation with MIMCO and to keep the Firm informed of any changes thereto.

### **Account Statements and General Reports**

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Clients are provided with transaction confirmation notices and regular summary account statements directly from the Financial Institutions where their assets are custodied. From time-to-time or as otherwise requested, clients may also receive written or electronic reports from MIMCO and/or an outside service provider, which contain certain account and/or market-related information, such as an inventory of account holdings or account performance. In accordance with several states' securities laws, the Firm also sends certain clients duplicate fee statements. Clients should compare the account statements they receive from their custodian with any documents or reports they receive from MIMCO or an outside service provider.

### **Client Referrals**

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The Firm does not currently provide compensation to any third-party solicitors for client referrals. In the event a client is introduced to MIMCO by either an unaffiliated or an affiliated solicitor in the future, the Firm may pay that solicitor a referral fee in accordance with applicable state securities laws. Unless otherwise disclosed, any such referral fee is paid solely from MIMCO's investment Program Fee and does not result in any additional charge to the client. If the client is introduced to the Firm by an unaffiliated solicitor, the solicitor is required to provide the client with MIMCO's written brochure(s) and a copy of a solicitor's disclosure statement containing the terms and conditions of the solicitation arrangement. Any affiliated solicitor of MIMCO is required to disclose the nature of his or her relationship to prospective clients at the time of the solicitation and will provide all prospective clients with a copy of the Firm's written brochure(s) at the time of the solicitation.

## Receipt of Economic Benefit and Brokerage Practices

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MIMCO requires that clients utilize the custody and brokerage services of SSG for investment management accounts in the Program. SSG holds client accounts and processes securities transactions under a clearing agreement at Pershing LLC, the largest securities clearing firm in North America. SSG has chosen Pershing LLC, a subsidiary of The Bank of New York Mellon, for securities clearing and custody. Since 1939, Pershing has provided brokerage execution, trade clearance, securities data processing and investment access to registered broker/dealers. A subsidiary of The Bank of New York Mellon, Pershing has extensive financial resources. The Bank of New York Mellon ranks as the world's largest custodian with over \$27 trillion in assets under custody. Advisor is not affiliated with the brokerage firm. Broker does not supervise the advisor, its agents or activities. Advisor is not affiliated with the custodian. The custodian does not supervise the advisor, its agents or activities.

Factors which MIMCO considers in recommending SSG or any other broker-dealer to clients include their respective financial strength, reputation, execution, pricing, research and service.

In seeking best execution in recommending SSG, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a Financial Institution's services, including among others, the value of research provided, execution capability, commission rates and responsiveness.

Consistent with obtaining best execution, brokerage transactions may be directed to certain broker/dealers in return for investment research products and/or services which assist MIMCO in its investment decision making process. The receipt of investment research products and/or services poses a conflict of interest because MIMCO does not have to produce or pay for the products or services.

MIMCO may receive without cost from SSG computer software and related systems support, which allow MIMCO to better monitor client accounts maintained at SSG. MIMCO may receive the software and related support without cost because the Firm renders investment management services to clients that maintain assets at SSG. The software and support is not provided in connection with securities transactions of clients (i.e., not "soft dollars"). The software and related systems support may benefit MIMCO, but not its clients directly. In fulfilling its duties to its clients, MIMCO endeavors at all times to put the interests of its clients first. Clients should be aware, however, that MIMCO's receipt of economic benefits from a broker/dealer creates a conflict of interest since these benefits may influence the Firm's choice of broker/dealer over another that does not furnish similar software, systems support or services.

Specifically, MIMCO may receive the following benefits from SSG:

- Credits to be used toward qualifying third-party service providers used in connection with the initial set up of the Firm's research, technology and software platforms. The amount of credits may be based upon the Firm placing certain levels of assets at SSG, which is a conflict of interest.
- Receipt of duplicate client confirmations and bundled duplicate statements.
- Access to a trading desk that exclusively services its institutional traders.

- Access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to client accounts.
- Access to an electronic communication network for client order entry and account information.

**Trade Aggregation**

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Transactions for each client generally will be effected independently, unless MIMCO decides to purchase or sell the same securities for several clients at approximately the same time. MIMCO may (but is not obligated to) combine or “batch” such orders to obtain best execution or to allocate equitably among the Firm’s clients differences in prices that might not have been obtained had such orders been placed independently. Under this procedure, transactions will generally be averaged as to price and allocated among MIMCO’s clients pro rata to the purchase and sale orders placed for each client on any given day. To the extent that the Firm determines to aggregate client orders for the purchase or sale of securities, including securities in which MIMCO’s Supervised Persons may invest, the Firm generally does so in accordance with applicable rules promulgated under the Advisers Act and no-action guidance provided by the staff of the U.S. Securities and Exchange Commission. MIMCO does not receive any additional compensation or remuneration as a result of the aggregation.

In the event that the Firm determines that a prorated allocation is not appropriate under the particular circumstances, the allocation will be made based upon other relevant factors, which may include: (i) when only a small percentage of the order is executed, shares may be allocated to the account with the smallest order or the smallest position or to an account that is out of line with respect to security or sector weightings relative to other portfolios, with similar mandates; (ii) allocations may be given to one account when one account has limitations in its investment guidelines which prohibit it from purchasing other securities which are expected to produce similar investment results and can be purchased by other accounts; (iii) if an account reaches an investment guideline limit and cannot participate in an allocation, shares may be reallocated to other accounts (this may be due to unforeseen changes in an account’s assets after an order is placed); (iv) with respect to sale allocations, allocations may be given to accounts low in cash; (v) in cases when a pro rata allocation of a potential execution would result in a de minimis allocation in one or more accounts, the Firm may exclude the account(s) from the allocation; the transactions may be executed on a pro rata basis among the remaining accounts; or (vi) in cases where a small proportion of an order is executed in all accounts, shares may be allocated to one or more accounts on a random basis.

**Financial Information**

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MIMCO is not required to disclose any financial information due to the following:

- The Firm does not require or solicit the prepayment of more than \$1,200 in fees six months or more in advance of services rendered;
- The Firm does not have a financial condition that is reasonably likely to impair its ability to meet contractual commitments to clients; and
- The Firm has not been the subject of a bankruptcy petition at any time during the past ten years.

## Item 10. Requirement for State Registered Advisers

### Principal Executive Officers and Management Persons

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#### MICHAEL Y. STOYNOV

Born 1976

#### Post-Secondary Education

Cornell University | B.A. Cum Laude, Chemistry | 1997

#### Recent Business Background

Meta Investment Management Company LLC | Chief Executive Officer, Chief Investment Officer and Investment Adviser Representative | January 2021 – Present

Miller Investment Management Company LLC | Chief Investment Officer and Investment Adviser Representative | September 2016 – December 2020

Michael Investment Management LLC | Chief Executive Officer, Chief Investment Officer and Investment Adviser Representative | June 2016 – August 2016

Investment Adviser | May 2012 – June 2016

Morgan Stanley Smith Barney | Advisor and Registered Representative | July 2011 – May 2012

#### Additional Information

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Neither the Firm nor its Supervised Persons are compensated for advisory services with performance-based fees. Neither the Firm nor its Supervised Persons have been the subject of the type of disciplinary event that warrants disclosure pursuant to this Item. Neither the Firm nor its Supervised Persons have a material relationship or arrangement with any issuers of securities.