



Western International Securities, Inc.

Form ADV Firm Brochure

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March 31, 2023

This brochure provides information about the qualifications and business practices of Western International Securities, Inc. ("WIS" or "Western"). If you have any questions about the contents of this Brochure, please contact us at 626-793-7717. 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.

WIS is a registered investment adviser. Registration as an investment adviser does not imply a certain level of skill or training.

Additional information about WIS is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

This section summarizes changes to our Brochure since Western's last annual updating amendment on March 31, 2022. For additional details, please see the item in this Brochure referred to in the summary below.

Item 4 – Advisory Business:

- Updated to include additional details regarding our advisory services we make available to clients.
- Enhanced disclosures around the Contour Wrap Fee Program.
- Removed Wedbush as a custodial option.

Item 5 – Fees and Compensation:

- Enhanced disclosures around the Contour Wrap Fee Program.
- Updated to reflect an increased Maximum Allowable Advisory Fee for the Contour APM, FSP, SMA, and UMA programs. The Advisory Fee remains negotiable between you and your IAR. Your Total Fee will not increase as part of this change unless you affirmatively accept such change through an updated Statement of Investment Selection ("SIS").
- Included a discussion of the difference between wrap fee and non-wrap fee accounts.

Item 7 – Types of Clients:

- Updated account minimums for the Contour Wrap Fee Program.

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

- Includes a new section discussing various types of risk that could affect the value of your account.

Item 9 – Disciplinary Information:

- Disclosed that on October 2022, WIS was fined \$400,000 in that it failed to establish, maintain, and enforce a supervisory system, including written supervisory procedures, in connection with recommendations in non-traded Real Estate Investment Trusts and failed to report client complaints and arbitrations pursuant to FINRA Rules.
- Removed two disciplinary events that are no longer material to our advisory business due to having occurred more than 10 years ago.

Item 10 – Other Financial Industry Activities and Affiliations:

- Updated to include additional information concerning conflicts of interest regarding our registration as a broker dealer and insurance agency, affiliation with Ovest Insurance Services LLC, IARs who have an independent registered investment adviser, and IAR's outside business activities.

Item 12 – Brokerage Practices:

- Includes substantial disclosures concerning our relationships with Pershing LLC and National Financial Services LLC, the compensation we receive because of these relationships, and conflicts of interest arising out of these relationships. Also, includes updates on our cash sweep program through these relationships.

Item 14 – Client Referrals and Other Compensation:

- Updated to include additional information regarding how we compensate your IAR, including recruitment compensation and operational assistance as well as growth incentives and other benefits.
- Updated to include additional detail regarding compensation we receive from certain product sponsors.

Item 17 – Voting Client Securities:

- Included that in Contour, you authorize SMA Managers, Sub-Managers, or Envestnet, as applicable, in writing to exercise discretion in voting or otherwise acting on all matters for which a security holder vote, consent, election or similar action is solicited by, or with respect to, issuers of securities beneficially held as part of the Platform Assets in SMA or UMA accounts.

Full Brochure Available

Whenever you would like to receive a complete copy of our Firm Brochure, please contact us by telephone at 626-793-7717 or access our website at www.wisdirect.com.

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Item 4 - Advisory Business

Firm Description

Western International Securities, Inc. ("WIS," "Western," "we," or "us") was formed in 1995, is a Colorado corporation, and is a wholly owned subsidiary of Concept Brokerage Holding Corporation., a Delaware corporation. Concept Brokerage Holding Corporation is wholly owned by AWS 7, Inc., a Delaware corporation, which is wholly owned by Atria Wealth Solutions, Inc., a Delaware corporation, which is in turn wholly owned by Atria Wealth Solutions Holdings LLC, a Delaware limited liability company, which is privately owned.

WIS is registered as a broker-dealer and investment adviser with the Securities and Exchange Commission ("SEC") and is a member of the Financial Industry Regulatory Authority, Inc. ("FINRA") and Securities Investor Protection Corporation ("SIPC"). WIS is also licensed as an insurance agency in 50 states. WIS offers insurance products and services to its clients through its affiliate Ovest Insurance Services LLC ("Ovest"), an insurance agency.

Our principal business is providing a full line of services as a registered securities broker-dealer and investment adviser. In our capacity as a broker-dealer, we are involved in the sale of securities of various types including stocks, bonds, mutual funds, options, alternative investments, unit investment trusts ("UITs"), and indexed, registered index-linked, and variable annuities. We do not sell proprietary products.

As of December 31, 2022, WIS had regulatory assets under management of \$3,479,601,807. Of that amount, \$2,229,285 was managed on a non-discretionary basis and \$3,477,372,522 was managed on a discretionary basis.

Our investment advisory services ("Advisory Services") are made available to clients through individuals associated with WIS as investment adviser representatives ("IARs"). Many IARs are dually licensed (i.e., they are licensed both as IARs and as registered representatives and offer both investment advisory and brokerage services), which, in addition to Advisory Services, allows them to offer commission-based products. Your IAR will disclose to you whether he or she is dually licensed and if there are any limitations on services offered due to registrations and qualifications.

IARs are independent contractors of WIS. IARs and WIS branch offices often use marketing or business names other than WIS. The purpose of using a name other than WIS is for an IAR to create a brand that is specific to the IAR or branch but separate from WIS. IARs who use names other than WIS must disclose on their advertising and correspondence materials that securities and advisory services are offered through WIS.

WIS offers four custodian relationships, National Financial Services LLC ("NFS"), Fidelity Institutional Wealth Services ("IWS"), Schwab Advisor Services ("Schwab"), and Pershing LLC ("Pershing") where client assets are held. WIS will not take custody of client's funds which are designated for an advisory account.

WIS IARs provide personalized, confidential financial planning and investment management to individuals, pension and profit-sharing plans, trusts, estates, charitable organizations as well as small and large businesses. Advice is provided through consultation with the client and can

include determination of financial objectives, identification of financial problems, cash flow management, tax planning, insurance review, investment management, education funding, retirement planning, and estate planning.

Investment advice is an integral part of financial planning. In addition, Western International Securities, Inc. advises clients regarding cash flow, college planning, retirement planning, tax planning and estate planning.

Investment advice is provided, with the client making the final decision on investment selection. The client always maintains asset control. WIS places trades for clients under a limited power of attorney.

Periodic reviews are also communicated to provide reminders of the specific courses of action that need to be taken. More frequent reviews occur but are not necessarily communicated to the client unless immediate changes are recommended.

Other professionals (e.g., lawyers, accountants, insurance agents, etc.) are engaged directly by the client on an as-needed basis. Conflicts of interest will be disclosed to the client in the unlikely event they should occur.

The initial meeting, which can be by telephone, is free of charge and is considered an exploratory interview to determine the extent to which financial planning and investment management can be beneficial to the client.

Types of Advisory Services

WIS provides investment advisory services, also known as asset management services; manages investment advisory accounts not involving investment supervisory services; furnishes investment advice through consultations and individual meetings. Western does not take custody or hold client assets or funds. Client funds are maintained with independent clearing agencies. The advisory account maintained through Western can include investments in exchange traded funds, mutual funds, stocks, bonds, and with additional approval, covered or hedged option positions. The client can deposit cash or other marketable securities in the account and Western and its IAR may liquidate the securities and purchase mutual funds, stocks, bonds, or other suitable investments.

On more than an occasional basis, WIS furnishes advice to clients on matters not involving securities, such as financial planning matters, taxation issues, and trust services that often include estate planning. As part of a general financial planning process, IARs occasionally will gather information to assess the client's current situation to help the client define financial goals and investment objectives. WIS will then analyze the data and create a personalized, written financial plan and then assist the client with implementing the plan. Should a client choose to implement the recommendations contained in the plan, WIS suggests the client work closely with his/her attorney, accountant, insurance agent, and/or stockbroker. Implementation of financial plan recommendations is entirely at the client's discretion. WIS maintains relationships with other professionals who can support the client's personal, and business needs by providing expertise in related areas such as banking, insurance, accounting and payroll, legal, pension administration and mortgage brokerage services. WIS does not provide tax preparation, tax advice or legal services for clients. Some IARs are tax preparers, enrolled agents, or CPA's and any tax service

provided is outside the scope of their affiliation with WIS.

Contour Platform (Contour)

Western sponsors the Contour Platform (“Contour”), a discretionary wrap fee investment advisory program that provides IARs access to tools to provide individualized investment management services. Contour is administered through an agreement with Envestnet Asset Management, Inc. (“Envestnet”), an investment adviser registered with the SEC. Western has engaged Envestnet to provide various administrative services to Contour clients as described below. Custody of a client’s Contour account assets is maintained by an unaffiliated custodian designated by the client after consultation with an IAR. Custodial options include Pershing and NFS, and any other custodian we choose to make available (hereinafter referred to as “Custodian”). Each Custodian is responsible for execution and clearing of transactions, custody of assets, and delivery of statements and confirmations for Contour accounts. Neither Envestnet, Pershing nor NFS is affiliated with Western.

Contour is comprised of four program options: (1) Advisor as Portfolio Manager (“APM”), (2) Fund Strategist Portfolios (“FSP”), (3) Separately Managed Accounts (“SMA”), and (4) Unified Managed Accounts (“UMA”). Your IAR will confer with you to determine your financial needs and objectives and gather your client profile and risk tolerance information to complete a Statement of Investment Selection (“SIS”). The information gathered from the risk tolerance questionnaire (“RTQ”) or approved financial planning tool assists in determining the allocation of your assets into an asset allocation model fitting one of seven investment profiles: Capital Preservation, Conservative, Conservative Growth, Moderate, Moderate Growth, Growth, or Aggressive. Your IAR will obtain your written consent to change your investment profile risk tolerance. Your IAR will assist you in selecting one of the four program options listed above. Your IAR will create a proposal (“Proposal”) including your investment profile questionnaire responses, selected program option(s), and applicable fees. You, your IAR, and Western will enter into a Contour Platform Account Agreement (“Contour Agreement”) outlining your participation in the Platform.

A client opening a Contour account will receive a copy of the Contour Wrap Fee Program Brochure or Form ADV Part 2A Appendix 1, which contains additional information concerning the Contour Platform, wrap fee programs in general, and a disclosure of fees payable by the client.

Third-Party Money Managers

Western provides clients with the opportunity to have their accounts or portfolios managed by outside independent investment advisors (third-party money managers “TPMM”). Third-party money managers provide portfolio analysis, asset allocation, trade execution, performance monitoring and reporting, and other related investment services. Clients enter into and sign separate advisory agreements with the third-party managers to provide the services requested. Clients are provided Form ADV Parts 1 and 2 for the third-party money manager. The executing and clearing broker for the third-party advisor(s) are determined by the arrangement with the respective entities and disclosed to the client. The Western IAR will discuss and review the asset allocation and investment strategy of the third-party adviser with the client.

The Western IAR will not be involved in the selection of individual securities purchased or the execution of transactions through the third-party advisor.

Clients can impose any restriction in the account, including the trading activity, by submitting a written request to WIS detailing the parameters of the restriction. For example, the restriction can be placed on the type of security, including socially responsible companies, the frequency of trading, or the percentage of asset allocation.

Each TPMM is structured with different investment products; please ensure that you carefully review: the TPMM's Form ADV Part 2A and 2B or alternate disclosure document for the specific program descriptions; TPMM's client agreement for specific contractual terms; and any additional disclosure or offering documentation provided by the TPMM related to its products and services. The TPMM's Form ADV Part 2A or other disclosure document will contain specific information related to methods of analysis and investment strategies; fee structure and calculation; conflict of interest; disciplinary actions; account maintenance, including minimum account value, proxy-voting, and termination procedures.

TPMM's may utilize back-tested hypothetical performance modeling in marketing materials which attempt to estimate the potential performance of their investment models or strategies based on past performance. The projections do not reflect the actual investment performance or guarantee any future results.

For accounts that are referred to a TPMM for asset management, Western and the IAR receives a solicitor fee. Neither Western nor the IAR are the client's investment adviser for accounts referred to TPMM.

Other Programs

Western offers several other investment programs, sponsored by the respective clearing agents, for asset management services for clients. Western receives compensation from the programs offered through the clearing agents and program sponsors. Fees are billed on a monthly or quarterly basis, according to the fee schedules noted in the client agreement, based on the fair market value of a client's portfolio as reported by the independent custodian at which your assets are held. Western receives compensation from the respective custodians for assets maintained with the programs. This compensation is based on a percentage of the amount invested in the program.

Managed 360

Managed 360 is offered through Pershing and includes services for performance reporting, proposal systems, contracting and support, clearance and custody, and trade execution. Accounts maintained through Managed Account Command are managed on a discretionary basis by investment managers not affiliated with Western. The program offers customized investment allocations based on a client's goals and objectives.

Managed Account Solutions ("MAS")/Envestnet

MAS/Envestnet provides an investment platform of integrated portfolio, practice management and reporting solutions to financial advisors and institutions. The platform encompasses a broad range of institutional-quality research, investment products and advisory resources. The program offers clients an opportunity to maintain a customized investment portfolio composed of mutual

funds and/or exchange-traded funds. The portfolio is managed in one of two ways, (1) by a select group of asset managers who are not affiliated with Western, based on model investment allocations they determine and (2) by a Western investment adviser, based on allocations determined by the adviser. Envestnet offers several options including, mutual fund wrap program, separate managed accounts, portfolio modeling and rebalancing and asset allocation.

The Program Fee includes execution, clearing, custody, and WIS, Envestnet and Custodian fees. The Program Fee is assessed in each of the program options and is nonnegotiable. WIS receives a portion of the Program Fee as compensation. The amount of compensation is available upon request. We use the revenue to support certain marketing, training, and educational initiatives.

Please refer to the Wrap Agreement Disclosure form for additional information.

Sub-Advisor

Western offers the ability for an investment adviser to utilize sub-advisers to assist in the management of client assets. These sub-advisers are not affiliated with Western and are designated to assist in the implementation of a client's investment strategies. Sub-advisory accounts are deemed to be managed on a discretionary basis by the sub-adviser(s), which are designated by Western's IAR assigned to the account. The sub-adviser is identified in the Investment Advisory Service Agreement and clients are provide a copy of the sub-advisers ADV Part 2A. The investment adviser delegates to the sub-adviser all of its powers with regard to the investment and reinvestment of the assets with full authority to buy, sell, or otherwise conduct investment transactions involving the assets in the client's name and for the client's account. Western and/or your IAR can change the sub-adviser to align the client's risk tolerance and investment objectives.

Western pays the sub-adviser a portion of the total client fee collected for the service as outlined in the agreement between Western and the sub-adviser. For example, a client signs an Investment Advisory Service Agreement stating the total management fee paid by the client is 1%. The investment adviser selects a sub- adviser to assist with the management of the assets. The cost for the sub-adviser's services is .30%. This cost is included in the total fee paid by the client. Therefore, the client is not charged an additional management fee for the sub-advisory relationship.

Tailored Relationships

The goals and objectives for each client are documented in our client account agreement. Clients can impose restrictions on investing in certain securities or types of securities.

Agreements cannot be assigned without client consent.

Types of Agreements

The following agreements define the typical client relationships.

Financial Planning/Consulting Services Agreement

Financial planning services are designed to help the client with all aspects of financial planning

and sometimes do not include ongoing investment management after the financial plan is completed.

The financial plan can include, but is not limited to: a net worth statement; a cash flow statement; a review of investment accounts, including reviewing asset allocation and providing repositioning recommendations; strategic tax planning; a review of retirement accounts and plans including recommendations; a review of insurance policies and recommendations for changes, if necessary; one or more retirement scenarios; estate planning review and recommendations; and education planning with funding recommendations.

Detailed investment advice and specific recommendations are provided as part of a financial plan. Implementation of the recommendations is at the discretion of the client.

Financial planning services are provided on an hourly fee basis. Hourly fees are billed on a monthly basis and are due from the client upon receipt of the bill. An estimate of the time involved in the project or projects requested by the client can be given from time to time; however, no estimate is binding, and the client's billings will reflect actual time spent. The maximum fee is \$250.00 per hour and is negotiable. Since financial planning is a discovery process, situations occur wherein the client is unaware of certain financial exposures or predicaments.

In the event that the client's situation is substantially different than disclosed at the initial meeting, a revised estimate of the hourly fee will be provided. The client must approve the change of scope in advance of the additional work being performed when a fee estimate increase is necessary.

Future face-to-face meetings can be scheduled as necessary. Follow-on implementation work is billed separately at the rate of up to \$250.00 per hour.

To the extent that a recommendation is made to implement the plan through other products or services offered by WIS, a conflict of interest can exist between the interests of Western and the interest of the client. The client is under no obligation to act upon the IAR's recommendations. If the clients elect to act on any recommendations, the client is under no obligation to affect the transactions through the investment adviser or WIS.

All investment programs involve risk and there is no guarantee that using our Financial Planning Agreement will produce positive results. Please review the information and statements contained in the particular financial plan presented. If a client wishes to implement the recommendations contained in a financial plan, it is recommended that the client work closely with his or her attorney, accountant, insurance agent or securities adviser.

Investment Advisory Service Agreement

Most clients choose to have WIS IAR manage their assets in order to obtain ongoing monitoring, advice and investment planning. The client's financial affairs, including net worth, investment objectives, income, tax rates and experience are considered in rendering advice. Realistic and measurable goals are agreed upon and objectives to reach those goals are defined. Upon communication by the client to Western of changes in goals, objectives and/or other financial circumstances, the associated person advising the client will adapt the portfolio accordingly.

subject to mutually agreeable terms.

The scope of work and fee for advisory services is noted in the Investment Management Agreement. The Investment Management Agreement describes the services provided, including but not limited to, execution of transactions, description of custodial management, custodial statements, disclosure of fees and valuations, risk acknowledgement, client authority and termination of agreement.

The annual Investment Management fee is based on a percentage of the investable assets according to the agreed upon percentage of assets.

The fee is *NEGOTIABLE*. Current client relationships can exist where the fees are higher or lower than other client accounts based on several factors.

Although the Investment Management Agreement is an ongoing agreement and constant adjustments are required, the length of service to the client is at the client's discretion. The client or the investment manager can terminate an Agreement by written notice to the other party. At termination, fees will be billed on a pro rata basis for the portion of the quarter completed. Alternatively, if fees are billed in advance, unearned fees will be refunded to the client. The portfolio value at the completion of the prior full billing quarter is used as the basis for the fee computation, adjusted for the number of days during the billing quarter prior to termination.

Retainer Agreement

In limited circumstances, a *Retainer Agreement* is executed in lieu of an *Advisory Service Agreement* when it is more appropriate to work on a fixed-fee basis. The annual fee for a *Retainer Agreement* is *NEGOTIABLE*. *Under no circumstance will a client pay more than \$1200 more than 6 months in advance.*

Investment Management Agreement

An *Investment Management Agreement* is referred to under the previous heading of Investment Advisory Services. The annual fee is *NEGOTIABLE* and will not exceed 3%.

Tax Preparation Agreement

WIS does not provide Tax preparation services for clients. Some IARs are tax preparers, enrolled agents, or CPAs and any tax service provided is outside the scope of their affiliation with Western. Clients will sign separate engagement letters for tax preparation with the unaffiliated entity.

Hourly Planning Engagements

WIS provides hourly planning services for clients who need advice on a limited scope of work. The hourly rate for limited scope engagements is typically \$250.00. The fee is negotiable.

Termination of Agreement

A Client can terminate any of the aforementioned agreements at any time by notifying WIS in writing and paying the rate for the time spent on the investment advisory engagement prior to

notification of termination. If the client made an advance payment, WIS will refund any unearned portion of the advance payment.

WIS can terminate any of the aforementioned agreements at any time by notifying the client in writing. If the client made an advance payment, WIS will refund any unearned portion of the advance payment.

IRA Rollover Considerations

If you decide to roll assets out of a retirement plan into a Western advisory individual retirement account ("IRA"), Western and your IAR have a financial incentive to recommend that you invest those assets in one of our programs, because Western and your IAR will be paid on those assets, for example, through advisory fees. You should be aware that such fees likely will be higher than those you pay through your plan, and there can be custodial and other maintenance fees.

The following fiduciary acknowledgement applies only when our IAR (i) provides investment advice to participants in or the fiduciaries of ERISA-covered retirement plans and to owners of IRAs, and (ii) recommends to participants in ERISA-covered retirement plans or owners of IRAs to make a rollover to an IRA.

When we provide investment advice to you regarding your retirement plan account or IRA, we are fiduciaries within the meaning of Title I of ERISA and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. Fiduciary status for this purpose does not necessarily mean we are acting as fiduciaries for purposes of other applicable laws. This acknowledgement of fiduciary status does not confer contractual rights or obligations on you, Western, or the IAR.

Item 5 - Fees and Compensation

Description

WIS bases its fees, including Financial/Consulting Plans, on a percentage of assets under management, hourly charges, or fixed fee.

Fees are *negotiable*.

Fee Billing

Investment management fees are billed monthly or quarterly, either in arrears or in *advance*, meaning that we charge you after or before the three-month billing period, as agreed upon in the Investment Management Agreement. Payment in full is expected in accordance with the agreed upon billing cycle.

Fees are usually deducted from a designated client account to facilitate billing. The client must consent in advance to direct debiting of their investment account. For example, the investment account will be billed on January 1 for the period January 1 through March 31 based on the ending balance of the previous quarter (December 31). An account valued at \$100,000 on December 31 with agreed upon fee charged of 2%, would be billed \$493.15 ($\$100,000 \times 2\% = \$2,000 / 365 \times 90$ (number of days in the period) = \$493.15) for the upcoming quarter.

For accounts that are billed in arrears, the charge will be applied at the beginning of the quarter based on the ending market value of the previous quarter-end. The quarter-end balance of a client's account during the period January 1 through March 31 will be billed in April. For example, an account with an ending market value as of March 31 is \$100,000; with an agreed management fee of 2% would be billed \$493.15 ($\$100,000 \times 2\% = \$2,000 / 365 \times 90$ (number of days in the period) = \$493.15) in April (the month following the quarter-end).

If an account is opened mid-quarter and (1) fees are billed in advanced, fees will be calculated and debited for the remaining period in the current calendar quarter and (2) if fees are billed in arrears, fees will be calculated based on the period ending value.

Fees for financial plans are billed upon delivery of the financial plan.

Contour Platform Fees

Contour is a wrap fee program where no transaction charges apply, and a single fee is paid for all advisory services and transactions. The fees for participation in Contour are based on an annual percentage of your platform assets. The total fee is comprised of three components: (a) a program fee, (b) an advisory fee, and (c) if applicable, a manager(s) fee. The manager fee applies in the FSP, SMA, and UMA programs, but no manager fee is included in the APM program.

The total fee is billed and collected monthly or quarterly in advance as noted on the SIS. For accounts billed quarterly, the total fee is calculated at the beginning of each calendar quarter based on the fair market value of your platform assets, including money market funds, interest, and reinvested dividends in the account, on the last business day of the prior calendar quarter. For accounts billed monthly, the Total Fee is calculated at the beginning of each month based on the fair market value of your platform assets, including money market funds, interest, and reinvested dividends in the account, on the last business day of the prior calendar month. The Custodian determines fair market value for fee calculation purposes.

Fees are automatically deducted from your account, or from another billable account as directed by you. The first payment is prorated based on the number of calendar days in the billing period. If you invest or withdraw \$10,000 or more in the account after the first day of a billing period, a prorated fee or rebate is calculated on each eligible deposit or withdrawal with adjustments applied the subsequent month. If an account is terminated prior to the end of a billing period, a pro rata portion of the total fee will be reimbursed to you. The fees deducted, including the dates and amounts, are reflected on the statements sent by Custodian. You should review those statements and the fees deducted. Any questions on the fees deducted from your account should be directed to your IAR, or you may contact us at the number on the cover page of this Brochure.

The advisory fee compensates your IAR for assisting in the design, implementation, and ongoing monitoring of your investment plan. The advisory fee is negotiated between you and your IAR but will not exceed 2.25% in APM and 2.00% in FSP, SMA and UMA, except that in connection with fees for annuity subaccount management in APM, the advisory fee will not exceed 1%. The fee charged depends upon a number of factors including the amount of the assets under management, the nature and extent of other account relationships between you and your IAR, the nature and complexity of the model portfolios, and other factors that the IAR deems relevant. The fee you negotiate may be different than the fees your IAR negotiates with other clients or the

fees other IARs negotiate with other clients for similar services.

The program fee includes execution, clearing, custody, and Western, Envestnet, and Custodian fees. The program fee is assessed in each of the program options and is non-negotiable.

Manager fees apply in the FSP, SMA, and UMA. The manager fee in the SMA and UMA varies by the selected SMA Manager, Sub-Manager, or Model Provider and ranges between 0.00% and 0.75% of your platform assets. In the UMA, if your account has more than one Model Provider or Sub-Manager, the effective Manager Fee will be a blend of all Model Providers' and/or Sub-Managers' fees weighted by the dollar amount invested in each Model Portfolio. SMA Managers or Model Providers who charge no, or a nominal fee are typically compensated by advisory fees from the proprietary funds the SMA Managers or Model Providers include in their models. In the FSP, the Manager Fee ranges from 0% to 0.50% depending on the portfolio selected. Manager Fees are non-negotiable.

An additional charge of up to 10 basis points (0.10%) will be added to your program fee if you elect certain tax management services, ESG or socially responsible screening, or other portfolio customization described in the SIS. This charge is paid to the investment manager or the "overlay manager" that applies the tax screening to your investments.

For complete fee details including account fee schedule guidelines, please see the Contour Wrap Fee Program Brochure.

Other Fees

Custodians and Western charge certain processing fees on purchases or sales of certain stocks, bonds, options, mutual funds, and exchange-traded funds. IRA accounts are charged an annual maintenance fee by the custodian. There is a conflict of interest in recommending a client to the third-party custodians who have agreed to share in these fees.

Transaction or ticket charges associated with the execution of trades are paid by the client in addition to management fees. The Investment Management Agreement details the amount of ticket charges by the client. By signing the Investment Management Agreement, the client acknowledges and agrees to these fees. Clients are not obligated to sign the Investment Management Agreement. Transaction or execution charges for fixed-income securities, including but not limited to corporate, government, government-agency, and municipal bonds are also separate charges paid by the client in addition to management fees. The amount of any remuneration received by Western for the execution of any transaction is available upon request. The transaction charges or ticket charges paid by the client account are considered compensation to WIS. Because Western earns a portion of these fees, there is a conflict of interest in recommending transactions through third party custodians who have agreed to share in the fees. Clients that receive physical confirmations and statements of activity will pay a fee for the delivery of documents. For accounts custodied at Pershing the fee is \$.75 for each occurrence.

For accounts that are maintained with third-party money advisors, Western receives a portion of the advisory fee charged by the third-party investment manager. The advisory fee charged to the client by the third-party money manager is disclosed in the third-party investment manager's advisory service agreement and Form ADV or related disclosure document.

It is the client's responsibility to carefully review account statements and fee deductions since the

custodian does not determine the accuracy of fees deducted from the account and paid to WIS. The services offered by Western may cost clients more or less than purchasing the same securities and/or services separately and/or through other investment advisers. Alternatives at lower costs may be available through other brokerage firms or investment advisers.

Western may allow clients with direct family members or clients with same household address with multiple accounts to aggregate assets for purposes of calculating fees as agreed upon in the Investment Management Agreement.

Western reserves the right to pass on charges imposed by the clearing agent (the firm through which client funds are maintained and clearance of transactions occurs). Western receives direct and indirect forms of compensation as a result of fees charged, including, but are not limited to, transaction charges and IRA and qualified retirement plan fees,

Western requires its advisory associates to select the lowest cost share class available when recommending a purchase, sale or hold of a mutual fund or money market fund and/or for mutual fund or money market fund positions held in advisory client accounts. Western will attempt to convert Class A, B or C share mutual fund holdings in an advisory account to adviser or institutional class shares where available. In the event a tax-free conversion is unavailable or does not occur, 12b-1 fees received in fee-based accounts will be credited to the client's account.

Western and its advisers receives direct and indirect forms of compensation related to the sale of securities or other investment products to clients. The receipt of this type of compensation presents a conflict of interest and gives us an incentive to recommend investment products based on the compensation received, rather than on a client's needs.

Expense Ratios

Mutual funds generally charge a management fee for their services as investment managers. The management fee is called an expense ratio. For example, an expense ratio of 0.50 means that the mutual fund company charges 0.5% for their services. These fees are in addition to the fees paid by you to WIS.

Performance figures quoted by mutual fund companies in various publications are after their fees have been deducted.

No-load funds may be available which do not assess a commission or sales charge (unlike "load" funds). A client may be able to invest directly in the mutual fund's shares and other investments without incurring the fees charged by Western and may also purchase investment products that are recommended through other brokers or agents not affiliated with Western.

Exchange Traded Funds generally charge annual expenses for the services. Therefore, if the portfolio invests in exchange traded funds, the stated price includes the annual expense charged for the fund.

Past Due Accounts and Termination of Agreement

WIS reserves the right to stop work on any account that is more than 30 days overdue in payment. In addition, WIS reserves the right to terminate any financial planning engagement where a client has willfully concealed or has refused to provide pertinent information about financial situations when necessary and appropriate, in WIS's judgment, to providing proper

financial advice. Any unused portion of fees collected in advance will be refunded within 30 days.

The client can terminate their fee-based relationship any time via written request. Upon receipt of any request to terminate, fees will be refunded on a pro rata basis (i.e., if client terminates in the middle of a quarter, he will only pay for the number of days he was under contract and a balance will be refunded). For example, if a client paid advisory fees of \$500.00 at the beginning of the quarter and transferred their account out midway through the quarter, WIS would refund the client half of the advisory fees paid during the period.

WIS IARs may own an interest in or buy or sell for their own accounts the same securities, which may be purchased or sold in the accounts of advisory clients. These activities can create a potential conflict of interest.

In all cases, client orders are given priority over orders for associates of WIS. In no case shall an associated person receive a better price or more favorable circumstances than a client. IARs seek to ensure that they do not personally benefit from the short-term market effects of their recommendations to clients. Policies and procedures have been adopted to prevent the misuse of material non- public information and to detect and prevent insider trading. Associated persons may also buy or sell a specific security for their own account based on personal investment considerations, which the Adviser does not deem appropriate to buy or sell for clients. Western monitors the personal transactions of associated persons regularly to ensure that client interests are put first in all relevant circumstances.

Wrap Fee Program versus Non-Wrap Fee Program

We offer asset management services through both wrap fee (such as Contour) and non-wrap fee programs.

Wrap Fee Programs

A wrap fee program is defined as an advisory program in which a client pays a single, specified fee for portfolio management services and trade execution. We receive a portion of the investment advisory fee you pay when you participate in any of the wrap fee programs we offer. Wrap fee programs are not suitable for all investments needs and any decision to participate in a wrap fee program should be based on your financial situation, investment objectives, tolerance for risk, and investment time horizon. The benefit of a wrap fee program depends, in part, upon the size of an account, the types of securities in the account, and the expected size and number of transactions likely to be generated. Generally, wrap fee accounts are less expensive for actively traded accounts. For accounts with little or no trading activity, a wrap fee program may not be suitable because the wrap fee could be higher than fees in a traditional brokerage or non-wrap fee advisory account where you pay a fee for advisory services plus a commission or transaction charges foreach transaction in the account. You should evaluate the total cost for a wrap fee account against the cost of participating in another program or account.

Non-Wrap Fee Programs

Wrap fee programs differ from other programs in that the fee structure for wrap programs is all-inclusive, whereas non-wrap fee programs assess trade execution costs that are in addition to the investment advisory fees. There are two separate types of fees. We charge an investment advisory fee for our advisory services and another fee ("ticket charge") is charged for each

transaction (purchase, sale, or exchange) for accounts held at Custodian.

Western maintains policies and procedures to ensure the recommendation of a specific account type is in your best interest. There is no guarantee that the Advisory Services offered will result in your goals and objectives being met. Nor is there any guarantee of profit or protection from loss. No assumption can be made that an advisory fee arrangement or portfolio management service of any nature will provide a better return than other investment vehicles. Advisory programs are not suitable for all investment needs, and any decision to participate in a wrap fee or non-wrap fee program should be based on your financial situation, investment objectives, tolerance for risk, and investment time horizon, among other considerations. You should evaluate the total cost for participating in a particular advisory program in consultation with your IAR.

Item 6 - Performance-Based Fees

Sharing of Capital Gains

Performance-based fees are fees based on a share of the capital gains or capital appreciation of managed securities.

WIS does not use a performance-based fee structure because of the potential conflict of interest. Performance-based compensation can create an incentive for the adviser to recommend an investment that can carry a higher degree of risk to the client.

Item 7 - Types of Clients

Description

WIS generally provides investment advice to individuals, high net-worth individuals, pension and profit-sharing plans, charitable organizations, and corporations and other business entities. Our clients can have both fee-based advisory accounts and commission-based brokerage accounts. Depending on an IAR's registrations and qualifications, and a client's preferences and needs, our IARs provide advisory services, brokerage services, or both.

Client relationships vary in scope, size and length of service.

Account Minimums

The minimum account size is \$25,000 of assets under management, which, at a maximum rate of 3% per year, equates to an annual fee of \$750.00.

Depending on the program the client is invested in, there might be a minimum annual fee.

WIS has the discretion to waive the account minimum. Accounts of less than \$25,000 may be set up when the client and the adviser anticipate the client will add additional funds to the accounts bringing the total to \$25,000 within a reasonable time. Other exceptions will apply to employees of WIS and their relatives, or relatives of existing clients.

Clients with assets below the minimum account size usually pay a higher percentage rate on their

annual fees than the fees paid by clients with greater assets under management.

The initial minimum account size for the Contour programs is listed below.

<u>Contour Program</u>	<u>Minimum</u>
Advisor as Portfolio Manager	\$25,000
Fund Strategist Portfolios	As low as \$2,000
Separately Managed Accounts	\$100,000
Unified Managed Accounts	\$100,000

The initial Contour account minimum can, however, be waived at Western's discretion, considering various factors. Such factors include length of client relationship, or combined values of other household/family member accounts, or other pertinent facts. In the SMA program, should the SMA Manager require a higher minimum, the higher minimum will apply. In the UMA program, the minimum account size for each model style is determined by the Model Provider or Sub- Manager.

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

Methods of Analysis

Security analysis methods include, but not limited to, charting, fundamental analysis, technical analysis, and cyclical analysis.

The main sources of information include financial newspapers and magazines, inspections of corporate activities, research materials prepared by others, corporate rating services, annual reports, prospectuses, filings with the Securities and Exchange Commission, and company press releases.

Investment Strategies

Western advisers rely on various tools to assist in the process of developing investment strategies. The investment strategies used on client accounts include, but not limited to, strategic asset and tactical allocation methods. A tactical approach involves an active management portfolio strategy that rebalances the percentage of assets held in various categories in order to take advantage of market pricing anomalies or strong market sectors. The strategic allocation is a portfolio strategy that involves periodically rebalancing the portfolio in order to maintain a long-term goal for asset allocation.

The investment strategy for a specific client is based upon the objectives stated by the client during consultations. The client may change these objectives at any time. Each client executes a client account agreement that documents their risk tolerance, time horizon, and their desired investment objective.

Other strategies can include long-term purchases, short-term purchases, trading, short sales,

margin transactions, and option writing (including covered options, uncovered options or spreading strategies), depending on the client's risk tolerance, time horizon and investment objectives.

For accounts with TPMM, each account at the TPMM will have its own methods of analysis, investment strategies and unique investment risks that should also be reviewed and considered. This information can be viewed from the TPMM Form ADV Part 1 and 2A provided at the time the agreement is entered into, or online at www.adviserinfo.sec.gov.

Western and its advisers can provide investment advice concerning various types of investments, including but not limited to, equity securities (stocks), corporate debt securities (bonds), CD's, municipal bonds, options, mutual funds, exchange- traded funds, limited partnerships.

Risk of Loss

Investing in any type of security involves risk of loss that you should be prepared to bear. Western does not guarantee the performance of an account or any specific level of performance.

Market values of the securities in an account will fluctuate with market conditions. When an account is liquidated, it may be worth more or less than the amount invested.

There is no guarantee that a client's investment goals or objectives will be achieved. All securities are subject to some level of risk which could cause the value of your securities to decrease in value, and in some cases, could result in a loss of your entire investment. The following are some types of risk that could affect the value of your portfolio:

- **Market risk:** The risk that changes in the overall market will have an adverse effect on individual securities, regardless of the issuer's circumstances.
- **Business risk:** Whether because of management or unfortunate circumstances, some businesses will inevitably fail. This is especially true during economic recessions. For example, a company stock can become worthless in the event of a bankruptcy, which would result in a loss of capital to the shareholders.
- **Interest rate risk:** If the Federal Reserve pushes interest rates higher, the market prices of bonds can be affected. When interest rates rise, the market price of bonds typically falls.
- **Inflation risk:** Inflation reduces the buying power of a dollar, and could cause uncertainty among individual investors, possibly resulting in corporations backing away from projects which could further reduce the value of corporate equities.
- **Regulatory risk:** Legislative, regulatory, and/or judicial changes that impact businesses can drastically change entire industries.
- **Industry/company risk:** These risks are associated with a particular industry or a specific company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, which is a lengthy process before they can generate a profit. They carry a higher risk of fluctuations in profitability than an electric company, which generates its income from a steady stream of clients who buy electricity no matter what the economic environment is like.

- Liquidity risk: Certain investments lack liquidity or the ability to access their principal quickly, without incurring substantial penalties, or the inability to sell the investment until sometime in the future.
- Opportunity risk: You or your IAR may choose a conservative product to invest in, which could cause you to miss out on market upswings which potentially could have increased the value of securities with higher risk. The opposite is also true; market downturns can cause you to lose a significant amount of principal invested in higher risk securities when their funds could have been invested in lower risk securities.
- Reinvestment risk: There is a possibility that you will be unable to make additional purchases of a security already in your portfolio at the same rate at which the original purchase was made.
- Currency or exchange rate risk: Foreign securities face the uncertainty that the value of either the foreign currency or the domestic currency will increase or decrease; either of which will cause the value of your portfolio to fluctuate.
- Transactional cost risk: You could incur significant transactional charges in an unbundled, actively traded account. Frequent trading can decrease the value of your account due to increased brokerage and transaction costs. In addition, the frequent trading can cause taxable events to occur, which could increase your tax burden.
- Short sale risk: While a short position has unlimited capability to increase in value, it in turn increases your risk, as you can be required to purchase the security at a high rate or price in order to cover the short sale.
- Exchange-Traded Funds: ETFs face market trading risks, including the potential lack of an active market for fund shares, losses from trading in the secondary markets, and disruption in the creation and redemption process of the ETF. Any of these factors can lead to liquidity risk and/or the fund's shares trading at a premium or discount to its "net asset value."
- Leveraged and inverse ETFs: ETFs that offer leverage or that are designed to perform inversely to the index or benchmark they track—or both—are growing in number and popularity. While such products may be useful in some sophisticated trading strategies, they are highly complex financial instruments that are typically designed to achieve their stated objectives on a daily basis. Due to the effects of compounding, their performance over longer periods of time can differ significantly from their stated daily objective. Therefore, inverse and leveraged ETFs that are reset daily typically are unsuitable for clients who plan to hold them for longer than one trading session, particularly in volatile markets.
- Interval Funds: Interval funds provide limited liquidity to shareholders by offering to repurchase a limited number of shares on a periodic basis, but there is no guarantee that a client will be able to sell all their shares in any particular repurchase offer. The repurchase offer program may be suspended under certain circumstances.
- Environmental, Social, and Governance ("ESG") strategies: The implementation of ESG strategies could cause an account to perform differently compared to accounts that do

not use such strategies. The criteria related to certain ESG strategies can result in an account foregoing opportunities to buy certain securities when it might otherwise be advantageous to do so, or selling securities to comply with ESG guidelines when it might be otherwise disadvantageous to do so. In addition, an increased focus on ESG or sustainability investing in recent years may have led to increased valuations of certain issuers with higher ESG profiles. A reversal of that trend could result in losses with respect to investments in such issuers. There can be no assurance that an ESG strategy directly correlates with a client's ESG goals, and ESG data is not available with respect to all issuers, sectors or industries and is often based upon estimates, comparisons or projections that may prove to be incorrect. As a result, a client account with ESG guidelines could nonetheless be invested in issuers that are inconsistent with the client's ESG goals.

- **Structured Products:** A structured product is an unsecured obligation of an issuer with a return, generally paid at maturity, that is linked to the performance of an underlying asset, such as a security, basket of securities, an index, a commodity, a debt issuance or a foreign currency. Structured products are senior unsecured debt of the issuing bank and subject to the credit risk associated with that issuer. This credit risk exists whether or not the investment held in the account offers principal protection. Some structured products offer full protection of the principal invested, others offer only partial or no protection. Investors may be sacrificing a higher yield to obtain the principal guarantee. In addition, the principal guarantee relates to nominal principal and does not offer inflation protection. An investor in a structured product never has a claim on the underlying investment. There may be little or no secondary market for the securities and information regarding independent market pricing for the securities may be limited. A structured product may contain a call feature that can result in the investment being redeemed earlier than the stated maturity date. If a structured product is called prior to maturity, the payment you receive will depend upon the stated terms of the investment. If a structured product is called, you may not be able to reinvest the proceeds in a similar investment with similar risk and return characteristics.
- **Money Market Mutual Funds:** While money market mutual funds seek to preserve a net asset value of \$1.00, during periods of severe market stress, a money market mutual fund could fail to preserve a net asset value of \$1.00 and/or could no longer be a viable business for the fund sponsor, which would force the sponsor to liquidate. It is possible to lose money by investing in a money market mutual fund.
- **Credit risk:** The risk that an issuer of a fixed income security may fail to pay interest and/or principal in a timely manner, or that negative perceptions of the issuer's ability to make such payments will cause the price of the security to decline. These risks are greater for securities that are rated below investment grade (junk bonds), which may be considered speculative and are more volatile than investment grade securities.
- **Options:** Holding options for long-term periods could weaken and/or reduce the value of the underlying stock or create the possibility of a worthless position.
- **Global risk:** International investing involves a greater degree of risk and increased

volatility. Changes in currency exchange rates and differences in accounting and taxation policies outside the U.S. can raise or lower returns. Also, some overseas markets are not as politically and economically stable as the United States and other nations.

- Cybersecurity risk: WIS relies on the use and operation of different computer hardware, software, and online systems. The following risks are inherent in such programs and are enhanced for online systems: unauthorized access to or corruption, deletion, theft, or misuse of confidential data relating to WIS and its clients; and compromises or failures of systems, networks, devices, or applications used by WIS or its vendors to support its operations. Investors should be aware that investing in securities involves a risk of loss, including the entire investment amount. Frequent trading of an account can impact and reduce the overall rate of return in the account through increased brokerage charges and transaction costs, tax implication, and deviation from asset allocation objectives.

You should understand and be willing to accept these and other types of risks before choosing to invest in securities or receive investment advisory services.

Item 9 - Disciplinary Information

Legal and Disciplinary

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to a client's evaluation of Western or the integrity of Western's management.

Western is a broker-dealer in addition to its activities as a registered investment adviser. In connection with its broker-dealer business, Western has been the subject of certain regulatory actions, some of which Western has determined to be immaterial. Others are summarized below:

- In 2014, WIS was fined \$80,000 for failing to maintain and preserve certain electronic communication records in 2008. In addition, the firm did not maintain adequate written procedures to determine if investment adviser activity was an outside business activity.
- In February 2018, WIS was fined \$125,000 for transactions related to inverse and leveraged Exchange Traded Funds.
- In July 2019, WIS was fined \$75,000 for transactions related to purchases of mutual funds in ERISA accounts.
- In May 2020, WIS was fined \$325,000 for failing to timely disclose liens, judgments, and bankruptcies on its registered representatives' Forms U4.
- In January 2021, WIS was fined \$20,000 for effecting opening transactions in a stock option contract that resulted in the client holding a position in the security that exceeded the applicable position limit for the particular options position.
- In October 2022, WIS was fined \$400,000 in that it failed to establish, maintain, and enforce a supervisory system, including written supervisory procedures, in connection with recommendations in non-traded Real Estate Investment Trusts and failed to report

client complaints and arbitrations pursuant to FINRA Rules.

Western, as a broker-dealer, is regulated by each of the 50 States and has been subject to orders related to the violation of certain state laws and regulations in connection with its brokerage activities. For more information about these state events and other disciplinary and legal events involving Western and our IARs, clients should refer to Investment Adviser Public Disclosure at www.adviserinfo.sec.gov or FINRA BrokerCheck® at <https://brokercheck.finra.org>.

Item 10 - Other Financial Industry Activities and Affiliations

Financial Industry Activities

WIS is registered as a securities broker-dealer with both the SEC and FINRA. Securities transactions executed on a non-advisory, commission basis will be processed through WIS as a brokerage transaction. Commissions earned on securities products will be paid the adviser as listed in the prospectus. The adviser is prohibited from transacting securities business away from Western without prior written approval from Western. This relationship creates a conflict of interest because Western IARs must place their client's business through Western, which generates additional revenue for Western. Lower cost alternatives are available through other resources and clients are under no obligation to do business with Western.

Affiliations

WIS is registered as a broker-dealer and as an investment adviser with the SEC. WIS is a member of FINRA and SIPC. WIS is also licensed as an insurance agency in all states. WIS is affiliated with Ovest Insurance Services LLC, an insurance agency.

WIS is an indirect wholly owned subsidiary of Atria Wealth Solutions, Inc. (Atria), a privately-owned company. WIS has the following financial services affiliates.

Cadaret Grant & Co., Inc.	Broker Dealer, Registered Investment Adviser and Insurance Agency
Cadaret, Grant Agency	Insurance Agency
CFS Insurance and Technology Services, LLC	Insurance Agency
CUSO Financial Services, LP	Broker Dealer & Registered Investment Adviser
NEXT Financial Group, Inc.	Broker Dealer, Registered Investment Adviser and Insurance Agency
NEXT Financial Insurance Services Company (NFISCO)	Insurance Agency
Ovest Insurance Services LLC	Insurance Agency
SCF Investment Advisors, Inc.	Registered Investment Adviser
SCF Marketing, Inc.	Insurance Agency
SCF Securities, Inc.	Broker Dealer
Sorrento Pacific Financial, LLC	Broker Dealer, Registered Investment Adviser, and Insurance Agency

Certain of our executive officers and directors also serve as officers and/or directors of Hamilton Grant, LLC and unaffiliated entity.

Conflicts of Interest as Broker-Dealer and Insurance Agency

Western is dually registered as both a broker-dealer and as a registered investment adviser and is also a licensed insurance agency. Most of our IARs are registered with us as a registered

representative, which allows them to perform brokerage services for you by executing securities transactions. Each IAR is an independent contractor with Western. In their capacity as registered representatives, IARs offer securities and receive commissions as a result of such transactions. There is a conflict of interest when an IAR is able to choose between offering a client fee-based programs and services (as is typical of an advisory relationship) and/or commission-based products and services (as is typical of a brokerage relationship). There is a difference in how Western and your IAR are compensated for advisory accounts and brokerage accounts or insurance products. While a client pays a fee to their IAR on an advisory account based on the value of account assets and not the number of transactions, in their capacities as registered representatives, an IAR can offer securities and receive a commission, markup, or markdown on each transaction. To mitigate this conflict, we review our client accounts and transactions to ensure that we have a reasonable basis to believe the recommended services and transactions are consistent with a client's stated goals, objectives, preferences, and needs.

Western's registration as a broker-dealer is material to our advisory business because advisory accounts are custodied with Pershing and NFS, third-party custodians, where we act in our capacity as an introducing broker-dealer. This results in additional forms of compensation to Western which are discussed in this brochure. See Item 12 – Brokerage Practices – Clearing Relationships, and Item 14 – Client Referrals and Other Compensation – Indirect Compensation and Revenue Sharing.

Many of our IARs are also licensed insurance agents appointed with various insurance companies. An IAR can be contracted and appointed as an independent insurance agent or as an insurance agent with Western. Acting in the capacity of an insurance agent, IARs can sell annuities and insurance products to advisory clients and earn commissions for these transactions.

Clients are under no obligation to purchase products or services recommended by an IAR or through an IAR or otherwise through Western or its affiliates. Clients are free to implement recommendations through any broker-dealer or advisory firm. If you request that an IAR recommend a broker-dealer, the IAR will recommend Western; however, you are under no obligation to effect transactions through us.

An IAR's Outside Business Activities

Our IARs are independent contractors and can engage in certain approved outside business activities other than providing brokerage and advisory services through Western, and in certain cases, an IAR receives more compensation, benefits, and non-cash compensation through an outside business activity than through Western. Some of our IARs are accountants, real estate agents, insurance agents, tax preparers, or lawyers, and some refer clients to other service providers and receive referral fees. As an example, an IAR could provide advisory or financial planning services through an unaffiliated investment advisory firm, sell insurance through a separate business, or provide third-party administration to retirement plans through a separate firm. If an IAR provides investment services to a retirement plan as our representative and also provides administration services to the plan through a separate firm, this typically means the IAR is compensated from the plan for the two services. In addition, an IAR can sell insurance through an insurance agency not affiliated with Western. In those circumstances, the IAR is subject to the policies and procedures of the third-party insurance agency related to the sale of insurance products and would have different conflicts of interest than when acting on behalf of Western.

When an IAR receives compensation, benefits, and non-cash compensation through the third-party insurance agency, the IAR has an incentive to recommend you purchase insurance products away from Western. If you contract with an IAR for services separate or away from Western, you should discuss with them any questions you have about the compensation they receive from the engagement. Additional information about a IAR's outside business activities is available on FINRA's website at brokercheck.finra.org.

Conflicts of Interest with Independent Registered Investment Advisers

In addition to or in lieu of their capacity as an IAR of Western, certain IARs have their own independent registered investment adviser firms (an "Independent RIA"). An IAR of an Independent RIA can have three different but concurrent roles:

- As a registered representative with Western who receives commissions for effecting securities transactions;
- As an IAR of Western who receives a fee for rendering Advisory Services on behalf of Western; and
- As an IAR of an Independent RIA who offers advisory services outside of Western.

You should be aware that the receipt of additional compensation while acting in concurrent roles creates a conflict of interest and can impair the objectivity of these IARs when making advisory recommendations.

If your IAR is associated with an Independent RIA, this will be disclosed on your IAR's Part 2B of Form ADV. Depending on the terms negotiated, your IAR can retain a higher percentage of the advisory fee for services provided through an Independent RIA than would be retained when services are provided through Western. You should ask your IAR if purchasing services through an Independent RIA would result in increased costs to you. You are not obligated to purchase recommended investment products from our IARs or their Independent RIAs.

Conflicts of Interest as an Insurance Agent and with Affiliated Insurance Agency

Western is licensed as an insurance agency and is affiliated with Ovest, a licensed insurance agency. An IAR can offer through Western, through Ovest, or through an independent insurance agency. When acting in the capacity of an insurance agent, IARs can effect transactions in insurance products for clients and earn commissions for these activities.

The fees paid to Western for advisory services are separate and distinct from the insurance commissions earned by Western, Ovest, and/or its insurance agents. You are under no obligation to use Western, Ovest, or its insurance agents for insurance services and can use the insurance firm and agent of your choosing.

Item 11 - Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Code of Ethics

The employees of WIS have committed to a Code of Ethics that is available for review by clients

and prospective clients upon request. The firm will provide a copy of the Code of Ethics to any client or prospective client upon request.

This code of ethics ("Adviser Code") is intended to reflect fiduciary principals that govern the conduct of WIS and its supervised persons in those situations where WIS acts as an investment adviser as defined under the Advisers Act in providing investment advice to clients ("advisory clients"). It consists of an outline of policies regarding several key areas: standards of conduct and compliance with laws, rules and regulation, protection of material non-public information and personal securities trading. It also consists of specific information and guidance that is provided in company-wide policies and procedures, including the WIS Written Supervisory Procedure Manual (WSP) and the WIS IA Policies and Procedures Manual (IAPP).

WIS does not engage in principal trading for client accounts (Western does not buy or sell securities for or from clients for its own inventory).

WIS advisers may own an interest in or buy or sell for their own accounts the same securities, which may be purchased or sold in the accounts of advisory clients. These activities can create a potential conflict of interest.

In all cases, client orders are given priority. In no case shall an associated person receive a better price or more favorable circumstances than a client. IARs seek to ensure that they do not personally benefit from the short-term market effects of their recommendations to clients. Policies and procedures have been adopted to prevent the misuse of material non-public information and to detect and prevent insider trading. Associated persons may also buy or sell a specific security for their own account based on personal investment considerations, which the Adviser does not deem appropriate to buy or sell for clients. Personal transactions of associated persons are regularly monitored to ensure that client interests are put first in all relevant circumstances. Cross transactions between clients require written approval and acknowledgement from each client.

Participation or Interest in Client Transactions

WIS and its employees may buy or sell securities that are also held by clients. Employees may not trade their own securities ahead of client trades. This prohibition is explicitly forbidden in WIS's written policies and procedures and monitored for compliance.

Personal Trading

The Compliance Department and designated branch supervisors of WIS review employee trades each business day. These personal trading reviews ensure that the personal trading of employees does not affect the markets and those client transactions receive equal treatment. Transactions are entered into the trading system, specifically into the client's account. For transactions that are executed in large volumes, Western's trading desk will execute the transactions and provide an average price for all the shares. Each client receives the average price for the transaction.

Item 12 - Brokerage Practices

Selecting Brokerage Firms

Western does not maintain custody of your assets. We require that our clients use Schwab, NFS, IWS, or Pershing, as the qualified custodian ("Custodians"). We are independently owned and operated and not affiliated with the Custodians. Custodians will hold your assets in a brokerage account and buy and sell securities when we instruct them to do so. While Western recommends that you use one of the Custodians, you will decide whether to do so and open your account with the Custodian through Western by entering into an account agreement. If you do not wish to place your assets with the Custodian's, then we cannot manage your account.

WIS does not have any affiliations with product sales firms. Specific custodian recommendations are made to Clients based on their need for such services. Western considers many factors in determining the custodial relationship, including transaction costs; trade execution, clearance and settlement capability; efficiency of brokerage operations; proven integrity; and financial responsibility of the firm and the best execution of orders at reasonable commission rates. WIS is a registered broker-dealer with FINRA.

Western is registered as a broker-dealer with the SEC and provides various services as an introducing broker-dealer for which it is compensated by a commission or ticket charge. Western is compensated when client securities transactions are executed through Western. Clients pay ticket charges for transactions executed through custodians or Western as noted in the clients' Investment Management Agreement. However, if an Advisory Service client maintains a brokerage account with Western, in its capacity as a broker-dealer, they can incur higher transaction costs in the form of commissions or ticket charges than if their accounts were held elsewhere. Western will receive compensation for transactions maintained and executed through investment programs sponsored by custodians, margin debit balances, credit balances, transition cost credits, and other administrative fees. Western receives portion of the interest paid by clients on margin balances. Advisory clients do not pay higher interest as a result of this revenue to Western, however, the receipt of this income presents a conflict of interest because the additional revenue incentivizes the firm to recommend a margin account.

Certain clearing firms, NFS and Pershing, pay transfer credits to Western in connection with assets that transferred to Western from other firms. Not all clearing firms pay credits to Western. These incentives to Western create a conflict to recommend the custodians that pay Western the credits. Western, at its discretion, selects which of its clients receiving credits to offset any charges imposed by the delivering firm. Western does not reimburse all accounts for transfer costs the client incurred even if Western received a credit. WIS has a disincentive to terminate the clearing arrangements with NFS or Pershing because WIS would be required to refund transfer cost credits received in some circumstances to the clearing agents.

In addition, various other custodial, transaction, and account administration related fees or charges assessed or received by Western include amounts for the role we fill in assisting with servicing of client accounts. This includes fees paid for account maintenance, account transfer/termination fees, fees charged for wire transactions, margin lending (client accounts that maintain margin or loans to borrow money to buy investments), debit or credit balances, handling of securities,

returned checks, shipping expenses, and account administration. Each of these fees is charged to the client and paid, at least in part, to Western.

Other investment advisory firms may not require their clients to direct business to a particular firm, and in doing so may be able to achieve more favorable execution and pricing for client transactions. Clients are under no obligation to open accounts with custodians recommended by Western.

In Contour, SMA Managers, Sub-Managers, or Envestnet, as Overlay Manager, can elect to execute trades at broker-dealers other than Custodian for some or all of their transactions or investment styles. This is frequently referred to as “trading away” or “step out trades”. Clients who select such managers will be subject to any transaction charges or other charges, including commissions, mark-ups, mark-downs, or other additional trading costs that are imposed by the executing broker-dealer in addition to the total fee and the other fees described in the applicable wrap fee brochure. The Form ADV Part 2A for the applicable manager should be consulted for additional information.

Clearing Relationships

NFS and Pershing are the clearing firms for Western’s brokerage business and are custodial options for its accounts.

NFS and Pershing charge Western for certain account services for accounts custodied with NFS and Pershing (including advisory accounts), including clearing and executing transactions, outgoing transfers, wired funds, direct registration of securities, paper statements and confirms, margin extensions, ticket charges, and IRA custodial maintenance and termination. Western sets its own price for its services, which are designed to cover its costs of doing business (including overhead and other costs) as well as provide for a profit to Western. Western charges clients more for certain services than it pays NFS and Pershing, which is sometimes called a “markup,” and the markups vary by product and the type of service and can be substantial. Western keeps the difference between the fees and charges our clients pay and the amount paid to NFS and Pershing to cover the costs associated with processing transactions and providing other services.

Our clearing relationships with NFS and Pershing provide us with certain economic benefits and compensation by using ourselves as the broker-dealer for our advisory programs that would not be received if we used an unaffiliated, third-party broker-dealer for our advisory programs. For example, we add a markup certain other brokerage-related account charges and fees that are assessed to all client accounts at NFS and Pershing. The additional compensation we receive creates a significant conflict of interest with our clients because we have a substantial economic incentive to use NFS and Pershing as the clearing firm for trade execution and custody over other firms that do not share compensation with us. The revenue and compensation we receive from NFS and Pershing is related to both advisory and brokerage accounts custodied on the NFS and Pershing platform. Our IARs do not receive any portion of this compensation.

Western receives compensation from the custodians in the form of credits or miscellaneous fees. Fees earned by Western, including account transfer fees, international foreign custodian charges, Gold and Platinum Account annual fees, hard to borrow fees and short interest fees. The fee is generally a percentage of the fees charged to the client and is shared between the custodian and Western. Western’s clearing agents charge Western for transactions, including the execution of

buy and sell orders, money or securities movements and transfers, account transfers, as noted above. Western imposes a markup on the charges applied by the clearing agents. Western imposes fees on transactions even if the custodian does not impose a fee to Western, including fees to wire funds or account transfers to another firm. Alternatives are available through other firms to obtain similar services from another financial institution that are impose lower fees.

For assets in the Contour program, Western pays a recurring fee to NFS and Pershing based on a percentage of the aggregate assets invested by advisory clients, excluding certain investments, such as alternative investments. When the assets in the Contour program custodied at NFS or Pershing increase, the fee we pay decreases. This creates a conflict of interest for Western as we have an incentive to recommend advisory clients use NFS or Pershing as a custodian over other custodians and to recommend that you increase the amount you have invested in your Contour account.

Clearing firms pay or share with Western the following items:

- For accounts in custody with Pershing with cash balances automatically transferred (swept) into the Dreyfus Insured Deposits P – Tiered Rate Product (DIDP) program, a portion of the fees paid by each participating bank receiving swept funds (each a “Program Bank”) equal to a percentage of the average daily deposits at the Program Banks. The combined fee paid to WIS, Pershing, and a third-party administrator will not exceed 4% per year on the average daily balances held in all deposit accounts taken in the aggregate. WIS sets the amount of the fee it charges and retains, which may exceed the amount of interest paid to clients;
- For IRA accounts in custody with Pershing with cash balances automatically transferred (swept) into the Dreyfus Insured Deposits LF – Level Fee Product (DILF), a level monthly fee for each IRA that participates in the DILF program. The amount of this fee is determined based on a fee schedule indexed to the Federal Fund Target Rate published by the Federal Reserve System as detailed in the DILF Disclosure Statement and Terms and Conditions for the Level Fee Product located at wisdirect.com/disclosures. The per account monthly fee will be no less than \$0.75 and no more than \$43.93. It is generally anticipated that the fee WIS charges will be offset by the total amounts paid to WIS by Program Banks. If WIS does not receive sufficient payments each month from Program Banks, WIS reserves the right to debit each IRA account for the amount of any shortfall;
- For brokerage accounts in custody with Pershing that have not been converted to either the Dreyfus Insured Deposits P - Tiered Rate Product (DIDP) or Dreyfus Insured Deposits LF – Level Fee Product (DILF) programs, a portion of the revenue Pershing receives from uninvested client cash balances in such accounts automatically swept into money market funds and FDIC insured bank deposit products of up to 0.60% of the value of cash balances. These payments vary based on the bank deposit account or money market fund a client has selected;
- For accounts in custody with NFS with cash balances automatically transferred (swept) into the Bank Deposit Sweep Program (BDSP) or Bank Deposit Sweep Program FDIC Eligible (SPFEQ), a portion of the fees paid by each participating bank receiving swept funds (each a “Program Bank”) equal to a percentage of the average daily deposits at the

Program Banks. The combined fee paid to WIS and NFS will not exceed more than a maximum of the Federal Funds Target Rate plus 0.25% as determined by the total deposit balances at all of the Program Banks over a 12-month rolling period. WIS sets the amount of the fee it charges and retains, which may exceed the amount of interest paid to clients;

- For IRA accounts in custody with NFS with cash balances automatically transferred (swept) into the Insured Sweep Program (ISP), a level monthly fee for each IRA that participates in the ISP program. The amount of this fee is determined based on a fee schedule indexed to the Federal Fund Target Rate published by the Federal Reserve System as detailed in the NFS Sweep Program Disclosure Document and WIS Sweep Program General Terms and Conditions at wisdirect.com/disclosures. The per account monthly fee will be no less than \$0.25 and no more than \$43.25. It is generally anticipated that the fee WIS charges will be offset by the total amounts paid to WIS by Program Banks. If WIS does not receive sufficient payments each month from Program Banks, WIS reserves the right to debit each IRA account for the amount of any shortfall;
- For brokerage accounts in custody with NFS that have not been converted to either the Bank Deposit Sweep Program (BDSP), Bank Deposit Sweep Program FDIC Eligible (SPFEQ), or Insured Sweep Program (ISP), a portion of the revenue NFS receives from uninvested client cash balances in such accounts automatically swept into money market funds and FDIC insured bank deposit products of up to 0.50% of the value of cash balances. These payments vary based on the bank deposit account or money market fund a client has selected;
- For brokerage accounts in custody with NFS where a client has elected to opt out of the automatic sweep programs described above, interest and income revenue on free credit balances. For ERISA advisory accounts where WIS receives revenue, it donates the revenue to charity;
- Transition assistance in the form of (a) reimbursement of IRA termination fees of up to \$165 per account for a retirement account transferred to clearing agent and up to \$125 per retail account for retail accounts transferred to clearing firm, or (b) a payment based on the value of assets transitioned, or (c) some combination of fee reimbursements and a payment based on the value of assets transitioned;
- A growth assistance credit to support, service, and grow brokerage assets on the Custodian's platform;
- A portion of certain account services and custodial fees charged to client accounts that exceeds the amount that WIS is required to pay Custodian for such services, including account transfer fees, IRA custodial and termination fees, paper confirm and statement fees, inactive (custodial) account fees, trade costs, credit balances, money market rebates, retirement account maintenance fees, and margin interest and/or fees;
- A portion of shareholder servicing fees from certain mutual fund sponsors as part of their no transaction fee program; and
- A rebate of a portion of clearing charges paid for equity and ETF transactions if the volume of transactions exceeds a certain number each month.

FundVest Focus® No Transaction Fee (NTF) Mutual Fund Program

In the FundVest Focus® NTF mutual fund program (FundVest), Western is eligible to receive through a contractual agreement with Pershing, 100% of 12b-1 fees paid by participating mutual funds, and for participating mutual funds that do not pay 12b-1 fees, up to 40% of FundVest service fees paid by participating mutual funds to Pershing for FundVest assets over a threshold amount that are held in the aggregate in clients' brokerage and advisory accounts. Our receipt of a portion of the FundVest service fees creates a conflict of interest because we have an incentive to invest your assets or to recommend that you purchase or hold these mutual funds that pay fees to Pershing that is shared with Western over other mutual funds that do not pay these fees. To mitigate this conflict, we do not share these fees with IARs and we do not require or incentivize our IARs to recommend FundVest funds. We credit all 12b-1 fees we receive to clients' advisory accounts.

Most FundVest mutual funds have higher internal expenses than mutual funds that are not in the FundVest program, and the share classes of funds in the program have higher internal expenses than share classes not in the program. The higher internal expenses will reduce the long-term performance of an account when compared to an account that holds lower-cost share classes of the same fund. Clients should ask whether lower-cost mutual funds are available and/or appropriate for their account considering their expected investment holding periods, amounts invested, and anticipated trading frequency. FundVest funds held less than six months are also subject to a short-term redemption fee of \$50 which will be charged to your account. Further information regarding mutual fund fees is available in the applicable mutual fund prospectus. For a list of funds participating in the FundVest program, please contact us using the contact information provided on the cover of this Brochure. Pershing, in its sole discretion, may add or remove mutual funds from the FundVest program or may terminate the FundVest program without prior notice.

Margin Accounts

In certain situations, Western permits clients to establish a margin account pursuant to an agreement entered with the custodian. Margin allows a client to borrow money to buy additional investments by using existing investments as security collateral. In addition, margin allows a client to withdrawal funds from an account and pledge securities owned in the account as collateral. In these situations, Western receives compensation from the custodian in the form of margin rebates that typically amounts to a percentage of the total margin interest charged to clients by the custodian. Clients should carefully read the margin disclosure statement provided by the custodian outlining risks related to margin prior to considering this type of arrangement.

Margin loans are provided by the custodian of record and charged an interest rate, which Western markups above the custodian's margin rate to cover risks associated with trading on margin.

Western has an incentive for accounts to maintain margin balances, because Western receives additional compensation in the form of margin interest sharing. The recommendation regarding the use of margin creates a conflict for Western, because it could influence the advice provided to advisory clients regarding the merits of using margin in an investment account in excess of the amount that would otherwise be recommended.

LoanAdvance Program

You can participate in Pershing's LoanAdvance program which enables clients to collateralize certain investment accounts to obtain secured loans. In LoanAdvance, you are charged a rate of interest that is a floating rate not more 3 percentage points above the Fed Funds Target Rate as published in The Wall Street Journal, plus 200 basis points. We receive compensation in an amount by which the interest rate is marked up over this rate and share it with your IAR. Western and our IARs have an incentive to recommend that clients borrow money rather than liquidating some of their account assets so that we and our IAR can continue to receive advisory fees on those assets. This results in additional compensation in connection with a client's advisory account. Trading is permissible in the advisory account that is pledged for the loan; however, the collateral must meet Pershing's LoanAdvance maintenance requirement to support the loan.

Securities Lending

You are able to enroll in Pershing's Fully Paid Securities Lending program, which enables qualified clients to lend fully paid-for securities to Pershing. Pershing earns revenue from lending these securities and a portion of that revenue is shared with you, Western, and your IAR. Western and your IAR share in 5% of the revenue received. The receipt of this extra compensation creates a conflict in certain advisory programs in which your IAR acts as the portfolio manager. The conflict surrounds whether this extra compensation would cause your IAR to hold a security in your account that would have otherwise been liquidated but not for receipt of additional compensation. This conflict is mitigated by our requirement that investment decisions made by your IAR must be in your best interest, as well as the fact that if an account holds these positions, your IAR's compensation will increase nominally, but the security will also generate income for your account. Not all accounts or clients qualify for this program.

We also offer NFS's Fully Paid Securities Lending program, which enables qualified clients to lend fully paid - for securities to NFS. NFS earns revenue from lending these securities and a portion of that revenue is shared with you, WIS and your IAR. WIS and your IAR share in 43% of the revenue received. We have an incentive to encourage clients to hold a security in their account rather than liquidate it so that we and our IARs can continue to receive compensation.

IARs who are registered representatives of Western also receive commissions from Western in their separate capacity as registered representatives of Western in connection with the sale of financial products they recommend. Receiving such commissions creates a conflict of interest for the IAR and our firm. Accordingly, we monitor and supervise these activities to ensure recommendations of financial products are suitable based upon your financial needs, investment objectives, and risk tolerance.

Pershing Cash Sweep

WIS, through Pershing, offers a cash sweep program to automatically move (sweep) uninvested cash balances held in brokerage accounts custodied with Pershing into either an interest-bearing Federal Deposit Insurance Corporation ("FDIC") insured deposit account through a Dreyfus Insured Deposits Program or a money market mutual fund, depending on the account type. Generally, each account is eligible for a single sweep product chosen specifically for that account type. Retail individual brokerage accounts (including investment advisory accounts), and business advisory or brokerage accounts are swept to the Dreyfus Insured Deposits P – Tiered Rate

Product (“DIDP”), individual retirement accounts (IRAs) other than SIMPLE IRAs (SEPs) are swept to the Dreyfus Insured Deposits LF – Level Fee Product (“DILF”), and all ERISA Title I accounts are swept to the Dreyfus Government Cash Management – Investor Shares (“DGVXX”) money market mutual fund.

For deposit accounts in the DIDP program, Pershing receives a fee from each participating bank receiving swept funds (each a “Program Bank”) equal to a percentage of the average daily deposits at the Program Banks. Pershing shares the fee with WIS and a third-party administrator. The combined fee paid to WIS, Pershing, and the administrator will not exceed 4% per year on the average daily balances held in all deposit accounts taken in the aggregate. WIS receives a substantial portion of this fee but not more than 3.30% per year.

For IRAs, WIS receives a level monthly fee for each IRA that participates in the DILF program. The amount of this fee is determined based on a fee schedule indexed to the Federal Fund Target Rate published by the Federal Reserve System. The per account monthly fee will be no less than \$0.75 and no more than \$43.93. It is generally anticipated that the fee WIS charges will be offset by the total amounts paid to us by the Program Banks. If WIS does not receive sufficient payments each month from the Program Banks, WIS reserves the right to debit your IRA account for the amount of any shortfall.

Your deposits at each Program Bank are limited to \$246,500, or \$493,000 for a joint account (98.5% of the deposit insurance limit). Once this amount is reached at a Program Bank, additional amounts are deposited in subsequent Program Banks in amounts not to exceed \$246,500 at each Program Bank. Any amounts deposited above the \$2.490 million program maximum (\$4.980 million for joint accounts) will be placed in shares of the DGVXX money market mutual fund and will not be covered by FDIC insurance.

For additional information on the DIDP and DILF program, please see the disclosure statement and terms and conditions booklets available on wisdirect.com/disclosures.

The DGVXX money market mutual fund is eligible for protection by the Securities Investor Protection Corporation (“SIPC”). SIPC does not protect against the rise and fall in the value of investments.

You may elect to turn off (i.e., opt out of) the automatic sweep feature by contacting your IAR. If you opt out, any cash balances in your account will remain as free credit balances and will not earn interest or be eligible for FDIC insurance but will remain eligible for SIPC coverage if maintained for the purpose of purchasing securities.

Depending on interest rates and other market factors, the yields on the DIDP and DILF will be higher or lower than the aggregate fees received by WIS for your participation in the sweep programs. When yields are lower, this results in a negative overall return with respect to cash balances in a sweep program. Interest rates applicable to DIDP or DILF are often lower than the interest rates available if you make deposits directly with a bank or other depository institution outside of WIS’s brokerage platform or invest in a money market mutual fund or other cash equivalent.

WIS receives more revenue when cash is swept into DIDP or DILF than if your cash was invested in other products, including money market mutual funds. Therefore, WIS has an incentive to

place and maintain your assets in the DIDP and DILF programs to earn more income, which creates a conflict of interest. A further conflict of interest arises as a result of the financial incentive for WIS to recommend and offer the DIDP due to WIS's control of certain functions. WIS sets the interest rate tiers and the amount of the fee it receives for the DIDP, which generates additional compensation for WIS. The compensation WIS receives for DIDP and DILF is in addition to any remuneration WIS and your IAR receive in connection with other transactions executed within your account for which advisory fees or other charges apply. We mitigate these types of conflicts by ensuring that your IAR does not receive any compensation from these sweep payments, and by maintaining policies and procedures to ensure that any recommendations made to you are in your best interest. You should compare the terms, interest rates, required minimum amounts, and other features of the sweep program with other types of accounts and investments for cash. The sweep products have limited purpose and are not meant as a long-term investment or a cash alternative.

The DIDP and DILF programs are available only to clients of broker-dealers such as WIS that clear through Pershing. Pershing is a wholly owned indirect subsidiary of The Bank of New York Mellon Corporation and is affiliated with (a) The Bank of New York Mellon, a NY state-chartered bank, and BNY Mellon, National Association, a national banking association, both of which participate as Program Banks in DIDP and DILF, (b) Dreyfus Cash Solutions, a division of BNY Mellon Securities Corporation, which is a service provider for DIDP and DILF, and (c) Dreyfus, a division of BNY Mellon Investment Adviser, Inc. and the investment manager of the Dreyfus money market mutual fund made available to accounts not eligible for DIDP or DILF.

National Financial Services (NFS) Cash Sweep

WIS, through NFS, offers a cash sweep program to automatically move (sweep) uninvested cash balances held in brokerage accounts custodied with NFS into either an interest-bearing Federal Deposit Insurance Corporation ("FDIC") insured deposit account through an insured bank deposit program or a money market mutual fund, depending on the account type. Generally, each account is eligible for a single sweep product chosen specifically for that account type. The primary core account investment vehicle available to accountholders: (a) for available cash balances held in retail brokerage accounts (including IRAs) and investment advisory accounts (non-retirement) is the Bank Deposit Sweep Program ("BDSP"); (b) for cash balances held in advisory individual retirement accounts ("Advisory IRA") is the Insured Sweep Program ("ISP"); (c) for cash balances held in business advisory or brokerage accounts is the Bank Deposit Sweep Program FDIC Eligible ("SPFEQ"); and (d) for cash balances held in ERISA Title I accounts is the Fidelity Government Cash Reserve ("FDRXX") money market mutual fund.

For deposit accounts in the BDSP and SPFEQ programs, WIS and NFS receive a fee from each participating bank receiving swept funds (each a "Program Bank") equal to a percentage of the average daily deposits at the Program Banks. Amounts vary, but in no event will the total fees be more than a maximum of the Federal Funds Target Rate plus 0.25% as determined by the total deposit balances at all of the program banks over a 12-month rolling period. WIS has discretion to reduce all or a portion of its fee and reserves the right to modify the fees it receives from Program Banks.

WIS receives a level monthly fee for each Advisory IRA that participates in the ISP. The amount of this fee is determined based on a fee schedule indexed to the Federal Fund Target Rate published by the Federal Reserve System. The per account monthly fee will be no less than \$0.25 and no more than \$43.25. It is generally anticipated that the fee we charge will be offset by the total amounts paid to us by the Program Banks. If WIS does not receive sufficient payments each month from the Program Banks, we reserve the right to debit your Advisory IRA account for the amount of any shortfall.

Your deposits at each Program Bank are limited to \$246,500, or \$493,000 for a joint account (98.5% of the deposit insurance limit). Once this amount is reached at each Program Bank, any additional cash will be deposited in an Excess Deposit Bank. If cash deposits in all the Program Banks and the Excess Deposit Bank reach the maximum amount of FDIC insurance coverage of \$2.5 million for an individual account or \$5 million for joint accounts, any balance that cannot be placed or maintained at Program Banks will be swept into a Fidelity money market mutual fund and will not be covered by FDIC insurance.

For additional information on the BDSP, SPFEQ, and ISP programs, please see the disclosure statement and terms and conditions booklets available on wisdirect.com/disclosures.

The FDRXX money market mutual fund is eligible for protection by the Securities Investor Protection Corporation ("SIPC"). SIPC does not protect against the rise and fall in the value of investments.

You may elect to turn off (i.e., opt out of) the automatic sweep feature by contacting your IAR. If you opt out, any cash balances in your account will remain as free credit balances and will not earn interest or be eligible for FDIC insurance but will remain eligible for SIPC coverage if maintained for the purpose of purchasing securities.

Depending on interest rates and other market factors, the yields on the BDSP, SPFEQ, and ISP will be higher or lower than the aggregate fees received by WIS for your participation in the sweep programs. When yields are lower, this results in a negative overall return with respect to cash balances in a sweep program. Interest rates applicable to BDSP, SPFEQ, and ISP are often lower than the interest rates available if you were to make deposits directly with a bank or other depository institution outside of NFS's brokerage platform or invest in a money market mutual fund or other cash equivalent.

WIS receives more revenue when cash is swept into BDSP, SPFEQ, and ISP than if your cash was invested in other products, including money market mutual funds. Therefore, WIS has an incentive to place and maintain your assets in the BDSP, SPFEQ, and ISP programs to earn more income, which creates a conflict of interest. A further conflict of interest arises as a result of the financial incentive for WIS to recommend and offer the BDSP and SPFEQ due to WIS's control of certain functions. WIS sets the amount of the fee it receives for the BDSP and SPFEQ, which generates additional compensation for WIS. The compensation WIS receives for BDSP, SPFEQ, and ISP is in addition to any remuneration WIS and your IAR receive in connection with other transactions executed within your account for which advisory fees or other charges apply. We mitigate these types of conflicts by ensuring that your IAR does not receive any compensation from these sweep payments, and by maintaining policies and procedures to ensure that any recommendations made to you are in your best interest. You should compare the terms, interest

rates, required minimum amounts, and other features of the sweep program with other types of accounts and investments for cash. The sweep products have limited purpose and are not meant as a long-term investment or a cash alternative.

The BDSP, SPFEQ, and ISP programs are available only to clients of broker-dealers such as WIS that clear through NFS. NFS is wholly owned by Fidelity Global Brokerage Group, Inc. and is affiliated with Leader Bank, N.A., which participates as a Program Bank in BDSP, SPFEQ, and ISP, and Fidelity Management & Research Company LLC, the investment manager of the Fidelity money market mutual fund made available to accounts not eligible for BDSP, SPFEQ, or ISP.

Best Execution

WIS reviews the quality of execution on transactions on a regular basis. The review includes comparisons between the executed price and the price of the prevailing market at the time of execution. Discrepancies noted in the quality of execution are brought to senior management, including but not limited to, the Chief Compliance Officer, the Head of Trading, and Sr. Managing Directors.

Soft Dollars

WIS does not receive a software maintenance credit or similar soft dollar credits from any of its custodians.

Order Aggregation

Aggregation or “bunching” trade orders for execution may prove advantageous to the client. The client would participate in receiving an average price, which would then be allocated into their account on a fair and equitable basis. This provides equal treatment of clients in that no advisory client would be favored over any other client. WIS's books and records will separately reflect securities held by, or bought or sold for, client accounts that participate in the aggregation.

WIS does not recommend other brokers through referrals or receive client referrals from other brokers. WIS does not recommend or require clients to direct transactions through a specific broker.

Certain Contour accounts are managed based on model portfolio strategies. One or more clients can have the same model portfolio, based on their investment objective and risk profile. We typically aggregate orders into block trades when models are rebalanced or if one or more securities are added or removed from a model. Transactions can, however, be executed independent of transactions for other clients. An IAR must reasonably believe that a block order is consistent with Western’s duty to seek best execution and will benefit each client participating in the aggregated order.

Item 13 - Review of Accounts

Periodic Reviews

Account transactions are reviewed on a daily basis by the designated branch supervisor. In addition, WIS’s compliance and risk personnel review daily and monthly activity reports to detect irregularities in account activity. The reviews include securities transactions and money

movements/transfers in client accounts.

Review Triggers

Other conditions that can trigger a review are changes in regulatory events, tax laws, new investment information, red flag warning signals detected during routine reviews, and changes in a client's own situation.

Regular Reports

Clients receive periodic account statements on a quarterly basis, provided by third parties, including custodians.

Item 14 - Client Referrals and Other Compensation

As discussed below and elsewhere in this Brochure, Western receives compensation, which can be substantial, from various parties in connection with providing services to clients. In many instances, this compensation is in addition to any advisory fees clients pay, and is not passed on or credited to clients unless otherwise noted. When evaluating the reasonability of Western's fees, a client should not consider just the advisory fees Western charges, but also the other compensation Western receives.

As further described in Item 12 - Brokerage Practices, Western receives compensation from NFS and Pershing in various forms, including: transition assistance, growth assistance credits, markups to transaction and account activity fees, margin interest, revenue from cash sweep programs, credit interest, and volume discounts on trading costs based on the number of trades processed on the NFS and Pershing platform.

IAR Compensation

Your IAR receives compensation from Western. Western compensates our IARs pursuant to an independent contractor agreement, and not as an employee. This compensation includes a portion of the advisory fee, which may be more or less than what your IAR would receive at another advisory firm. An IAR who earns over a threshold amount is eligible for a percentage payout increase, which is not retroactive. In addition, we offer financial incentives, in the form of cash bonuses or compensatory loans, to reward IARs for increasing their assets under management or annual revenue. Certain IARs are employed by another financial professional who pays them a salary or bonus for their services. When compensation is based on the level of production or assets, an IAR has a financial incentive to meet those production or asset levels.

In some cases, we pay a portion of a IAR's compensation to the IAR's designated supervisor or another financial professional for supervision and/or administrative or sales support. There is a conflict of interest because the compensation affects the designated supervisor's ability to provide objective supervision of the IAR. Western and our designated supervisors have an obligation to supervise IARs and may decide to terminate an IAR's association with Western based on performance, a disciplinary event, or other factors. The amount of revenue generated by an IAR creates a conflict of interest when considering whether to terminate an IAR.

Other Benefits

IARs that meet internal criteria (which includes, but is not limited to, revenue generated from sales of products and services) are eligible to receive other benefits pursuant to special incentive programs. These benefits present a conflict of interest because an IAR has an incentive to recommend investment products and services in general and to remain with Western to maintain these benefits. These benefits include eligibility for practice management support and enhanced service support levels that confer a variety of benefits, conferences (e.g., for education, networking, training, and personal and professional development), and other non-cash compensation. These benefits also include free or reduced cost marketing materials, reimbursement or credits of fees that IARs pay to Western for items such as administrative services or technology, and payments that can be in the form of repayable or compensatory loans (e.g., for retention purposes or to assist an IAR grow his or her advisory practice). If we make a loan to a new or current IAR, there is also a conflict of interest because Western's interest in collecting on the loan affects our ability to objectively supervise the IAR.

Recruitment Compensation and Operational Assistance

When an IAR associates with Western after working with another financial services firm, the IAR can receive recruitment compensation from Western in connection with the transition. This transition assistance includes payments that are intended to assist an IAR with costs associated with the transition; however, we do not verify that any payments made are used for transition costs. These payments can be in the form of repayable or compensatory loans, and are subject to favorable interest rate terms, as compared to other lenders. In the case of compensatory loans, the loans are subject to repayment if an IAR leaves Western before a certain period of time or if other conditions are not met and can include a requirement to maintain a certain level or revenue or assets serviced. Funds advanced by Western to an IAR under a compensatory loan are not taxable to the IAR when received but represent taxable income as the principal and interest is forgiven by Western or the IAR is paid additional compensation to cover the principal and interest on the note.

Transition assistance payments can be used for a variety of purposes such as providing working capital to assist in funding an IAR's business, offsetting account transfer fees payable to the custodian as a result of the clients transitioning to Western's platforms, technology set-up fees, marketing, mailing and stationery costs, registration and licensing fees, moving and office space expenses, staffing support, and termination fees associated with moving accounts.

The amount of recruitment compensation is often significant in relation to the overall revenue earned or compensation received by an IAR at his or her prior firm. Such recruitment compensation is typically based on a percentage of the IAR's business established at their prior firm, for example, a percentage of the revenue earned, or assets serviced at the prior firm, or on the size of the assets that transition to Western.

Growth Incentives

Western provides financial incentives to reward IARs for increasing their assets under management or annual production by specific amounts in the form of cash bonuses or

compensatory loans that are subject to repayment if an IAR leaves Western before a certain period of time or if other conditions are not met and can include a requirement to maintain a certain level of production or assets under management.

Conflicts of Interest

Providing compensation to IARs for moving assets to Western or increasing their assets under management or revenue creates a conflict of interest in that an IAR has a financial incentive to recommend switching investment products or services where a client's current investment options are not available through Western, in order to receive the benefit or payment. Western and our IARs attempt to mitigate these conflicts of interest by assessing and recommending that clients use Western's services based on the benefits that such services provide to clients, rather than the recruitment compensation earned by an IAR. However, you should be aware of this conflict and take it into consideration in deciding whether to establish or maintain a relationship with Western and your IAR.

Indirect Compensation and Revenue Sharing

Western receives compensation and/or fees (also referred to as revenue sharing or marketing support) from certain mutual fund sponsors (including money market funds), insurance (fixed and variable product) issuers, UIT, ETF, alternative investments, and structured product sponsors, and unaffiliated investment advisers that sponsor, manage, and/or promote the sale of certain products that are available to our clients. Product sponsors and third-party money managers ("Partners") pay this compensation to Western in what we call our Partners Program.

Partners pay different amounts of revenue sharing and receive different levels of benefits for their payments. These payments can be substantial and, as such, create a conflict of interest for Western because the payments constitute additional revenue to Western and can influence the selection of investments and services Western and/or our IARs offer or recommend to clients. Western seeks to mitigate this conflict of interest by not sharing revenue sharing payments with our IARs. An IAR's compensation is the same regardless of whether a sale involves a Partners Program product or service. In some cases, Partners pay additional marketing payments to Western to cover fees to attend conferences or reimburse expenses for workshops or seminars. The payments made under the Partners Program are based either on gross sales or assets under management, or on a flat fee arrangement, and vary by Partner. When Partners pay a flat fee (or marketing allowance) it is negotiated annually. This payment assists with costs related to education, training, conference attendance, reimbursement for workshops or seminars and marketing materials for our IARs. We do not share any marketing allowance with our IARs.

The benefits Partners receive include IAR contact lists, business metrics, preferred placement on our website, participation in product training initiatives and marketing and sales campaigns, and the ability to participate in our conferences.

We use the revenue from our Partners to support certain marketing, training, and educational initiatives including our conferences and events. The conferences and events provide a venue to communicate new products and services to our registered representatives and IARs, to offer training to them and their support staff, and keep them abreast of regulatory requirements. The revenue is also used to pay for annual awards for our registered representatives and IARs who generate the most revenue overall and to pay for our general marketing expenses. A Western

registered representative or IAR who earns total compensation over a threshold amount receives an award, in the form of a trophy, medal, or plaque, and is invited to attend Western's top producer conference. Revenue from the Partners helps to pay for the top producer conference costs. Top producing Western registered representatives and IARs receive an award based on total revenues, including but not limited to sales of Partner's mutual funds, annuities, structured products, and ETFs.

We prepare and make available to our IARs a quarterly list of Partners' mutual funds and ETFs that have been screened for investment performance against other Partners' funds with similar objectives and asset classes (the "Select Fund List" or "List"). Western and our IARs have a conflict of interest when an IAR chooses or recommends an investment from the Select Fund List for your portfolio because Western receives payments from the mutual fund or ETF sponsor. Our receipt of such payments influences our selection of mutual funds and ETFs, as our IARs are likely to recommend a fund or ETF whose sponsor pays us revenue sharing fees over a fund or ETF whose sponsor does not pay us.

You do not pay more to purchase funds from the List through Western than you would pay to purchase these funds through another broker-dealer, and your IAR does not receive additional compensation for selecting a fund from the List. IARs are not required to choose or recommend investments from the Select Fund List.

Western also receives compensation from certain third-party investment advisers to assist in paying for ongoing marketing and sales support activities including training, educational meetings, due diligence reviews, and day-to-day marketing and/or promotional activities. Not all third-party investment advisers pay such compensation and participating third party change over time.

The compensation arrangements vary and are generally structured as a fixed dollar amount or as a percentage of sales or assets under management with the adviser.

A conflict of interest exists where Western receives such compensation because there is an incentive to recommend these third-party investment advisers over other investment advisers to generate additional revenue for the firm. However, our IARs are not required to recommend any third-party investment adviser providing additional compensation, nor do they directly share in any of this compensation.

Our IARs receive additional compensation from product sponsors. However, such compensation is not tied to the sales of any products. Compensation includes such items as gifts valued at less than \$100 annually, an occasional dinner or ticket to a sporting event, or reimbursement in connection with educational meetings or marketing or advertising initiatives, including services for identifying prospects. Product sponsors sometimes also pay for or reimburse us for the costs associated with education or training events that are attended by our IARs and for Western-sponsored conferences and events. We also receive reimbursement from product sponsors for technology-related costs associated with investment proposal tools they make available to our IARs for use with clients.

To see Western's Third-Party Fee Disclosure, which identifies the participants in the Partners Program along with revenue sharing arrangements by product type, please visit the Disclosure section of our website at wisdirect.com/disclosures.

Solicitation Activities

From time to time, Western enters into solicitation agreements with individuals or entities whereby investment advisory accounts are solicited by Western and referred to another state-registered or SEC-registered investment adviser. In these situations, we are compensated for the referral activity.

Western also has solicitation arrangements with persons or entities who are not our IARs. If a solicitor will receive any portion of the advisory fee paid by a client, the client will receive a written disclosure statement describing the solicitation arrangement between Western and the solicitor, including the compensation to be received by the solicitor from Western.

Item 15 - Custody

Account Statements

All assets are held at qualified custodians, which mean the custodians provide account statements directly to clients at their address of record at least quarterly.

Performance Reports

Detailed Performance Reports are available for an additional fee. Clients are urged to compare the account statements received directly from their custodians to those performance report statements provided by WIS.

Net Worth Statements

Net worth statements contain approximations of bank account balances provided by the client, as well as the value of land and hard-to-price real estate. The net worth statements are used occasionally for long-term financial planning where the exact values of assets are not material to the financial planning tasks.

Item 16 - Investment Discretion

Discretionary Authority for Trading

WIS has the authority to determine, without obtaining specific client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold.

Discretionary trading authority facilitates placing trades in your accounts on your behalf so that we can promptly implement the investment policy that you have approved in writing.

Contour accounts are managed on a discretionary basis with discretion granted to: (a) the IAR in APM; (b) Envestnet in the FSP; (c) the SMA Manager or Envestnet in SMA; (d) Envestnet as Overlay Manager, Sub-Manager(s), and IAR for Other Investments and allocation to model providers in UMA.

Limited Power of Attorney

A limited power of attorney is a trading authorization for this purpose. By signing the Investment

Management Agreement, you sign a limited power of attorney so that we can execute the trades that you have approved.

Item 17 - Voting Client Securities

Proxy Votes

WIS does not vote proxies on securities. Clients are expected to vote their own proxies.

When assistance on voting proxies is requested, WIS will provide recommendations to the Client. If a conflict of interest exists, it will be disclosed to the Client.

In Contour, you authorize SMA Managers, Sub-Managers, or Envestnet, as applicable, in writing to exercise discretion in voting or otherwise acting on all matters for which a security holder vote, consent, election or similar action is solicited by, or with respect to, issuers of securities beneficially held as part of the Platform Assets in SMA or UMA accounts. You can revoke this authority by providing written instructions.

Item 18 - Financial Information

Financial Condition

WIS does not have any financial impairment that will preclude the firm from meeting contractual commitments to clients.

A balance sheet is not required to be provided because WIS does not serve as a custodian for client funds or securities and does not require prepayment of fees of more than \$1,200 per client, and six months or more in advance.

Business Continuity Plan

General

WIS has a Business Continuity Plan in place that provides detailed steps to mitigate and recover from the loss of office space, communications, services, or key people.

Disasters

The Business Continuity Plan covers natural disasters such as snowstorms, hurricanes, tornados, and flooding. The Plan covers man-made disasters such as loss of electrical power, loss of water pressure, fire, bomb threat, nuclear emergency, chemical event, biological event, T-1 communications line outage, Internet outage, railway accident and aircraft accident. Electronic files are backed up daily and archived offsite.

Alternate Offices

Alternate offices are identified to support ongoing operations in the event the main office is unavailable. It is our intention to contact all clients within five days of a disaster that dictates moving our office to an alternate location.

Loss of Key Personnel

Should a key member of WIS management team resign, be terminated, or no longer associate with firm for various other reasons, Western will take steps to immediately look to replace the individual. The current infrastructure of the firm is able to accommodate the advisory business should the firm lose a key member of the management team.

Information Security Program

Information Security

WIS maintains an information security program to reduce the risk that your personal and confidential information may be breached.

Privacy Notice

This Privacy Policy describes the types of non-public personal information (“information”) we may collect about you, the purposes for which we use the information, the circumstances in which we may share the information, and the steps we take to safeguard the information to protect your privacy. WIS is committed to maintaining the trust that you place in us, and we recognize the importance of protecting your Information.

The information we collect about you is primarily obtained from account applications and other forms and materials you submit to WIS during the course of your relationship with us. We may also collect information about the transactions and interactions you engage in with or through Western. In addition, we may verify information or obtain additional information about you from consumer reporting agencies or other sources. The information we collect about you would include, but not limited to: your name, address and other contact information, date of birth, occupation, marital status, sources of wealth, investment experience and objectives, risk tolerance, representations about your financial resources, specific identifying information as may be required by law and regulations addressing money laundering, terrorism and related matters, as applicable, your passport, driver’s license or other governmental information, social security number or tax payer identification. WIS does not sell client lists, names, or other identifying information.

We do not share information about you outside of WIS without your consent except for the specific purposes described below, in accordance with applicable laws. We may disclose information we collect from you to companies or third parties that perform support services for WIS or your account, such as facilitating your transactions with or through WIS, including those that provide custody of client funds and securities, professional, legal, or accounting services, audit or research services, computer related or data maintenance or processing services, or for credit review or reporting purposes. We may disclose your personal information as permitted or required by law or regulation. Non-affiliated companies that assist WIS in providing services to you are required to maintain the confidentiality of such information to the extent they receive it and to use your information only for the purpose of providing such services.

WIS limits access to your information to authorized WIS employees and IARs acting on your

behalf. Western also maintains physical, electronic, and procedural safeguards designed to comply with applicable laws and protect against loss, modification, and unauthorized access to your information. WIS updates and tests our technology to improve the protection of client information. WIS operates a website for client login information. Portions of the website require a username and password to gain access. Your username and password are unique to you and should not be shared with anyone. You should notify Western if you have reason to believe someone else may have access to your username and or password. WIS may use “cookies” to gather information or provide better service to you or facilitate your use of the WIS website. “Cookies” are small text files consisting of information stored on your Web browser. This information may assist WIS with administrative purposes. You can set your Web browser to inform you when cookies are set or decline cookies. If you decline cookies, you may be unable to use certain feature on our website.

If your IAR terminates his or her relationship with WIS and moves to another broker-dealer or investment advisor, we, or your financial advisor, may disclose personal information to the new financial institution unless you instruct us not to. If you choose not to move your account to the new financial institution for your advisor, you may request that WIS limit the information shared with the new financial institution. If your primary address is in a state (such as California and Vermont), which requires your affirmative consent to share your nonpublic information with the financial advisor’s new firm, then you must give your written consent before Western will allow your IAR to take your nonpublic information with him or her. You can withdraw your consent at any time by contacting WIS. WIS reserves the right to change this Privacy Policy at any time to reflect changes in our practices concerning the collection and use of information. If there are material changes to this Privacy Policy, the revised policy will be effective immediately upon posting to our external website. If you require additional information, please contact us at 626-793-7717.