

# NOT ADOPTED - DO NOT USE

*Hypothetical Relationship Summary for a Dually Registered Investment Adviser and Broker-Dealer  
Prepared By SEC Staff – For Illustrative Purposes Only*

## **Which Type of Account is Right for You — Brokerage, Investment Advisory or Both?**

There are different ways you can get help with your investments. You should carefully consider which types of accounts and services are right for you.

**Depending on your needs and investment objectives, we can provide you with services in a brokerage account, investment advisory account, or both at the same time.** This document gives you a summary of the types of services we provide and how you pay. Please ask us for more information. There are some suggested questions on page 4.

<i>Broker-Dealer Services</i> Brokerage Accounts	<i>Investment Adviser Services</i> Advisory Accounts
<b>Types of Relationships and Services.</b> <i>Our accounts and services fall into two categories.</i>	
<ul style="list-style-type: none"> <li>If you open a brokerage account, you will pay us a <b>transaction-based fee</b>, generally referred to as a commission, every time you buy or sell an investment.</li> <li>You may select investments or we may recommend investments for your account, but the ultimate investment decision for your investment strategy and the purchase or sale of investments will be yours.</li> <li>We can offer you additional services to assist you in developing and executing your investment strategy and monitoring the performance of your account but you might pay more. We will deliver account statements to you each quarter in paper or electronically.</li> <li>We offer a limited selection of investments. Other firms could offer a wider range of choices, some of which might have lower costs.</li> </ul>	<ul style="list-style-type: none"> <li>If you open an advisory account, you will pay an on-going <b>asset-based fee</b> for our services.</li> <li>We will offer you advice on a regular basis. We will discuss your investment goals design with you a strategy to achieve your investment goals, and regularly monitor your account. We will contact you (by phone or e-mail) at least quarterly to discuss your portfolio.</li> <li>You can choose an account that allows us to buy and sell investments in your account without asking you in advance (a <b>“discretionary account”</b>) or we may give you advice and you decide what investments to buy and sell (a <b>“non-discretionary account”</b>).</li> <li>Our investment advice will cover a limited selection of investments. Other firms could provide advice on a wider range of choices, some of which might have lower costs.</li> </ul>
<b>Our Obligations to You.</b> <i>We must abide by certain laws and regulations in our interactions with you.</i>	
<ul style="list-style-type: none"> <li>We must act in your best interest and not place our interests ahead of yours when we recommend an investment or an investment strategy involving securities. When we provide any service to you, we must treat you fairly and comply with a number of specific obligations. Unless we agree otherwise, we are not required to</li> </ul>	<ul style="list-style-type: none"> <li>We are held to a fiduciary standard that covers our entire investment advisory relationship with you. For example, we are required to monitor your portfolio, investment strategy and investments on an ongoing basis.</li> <li>Our interests can conflict with your interests. We must eliminate these conflicts or tell you</li> </ul>

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<p>monitor your portfolio or investments on an ongoing basis.</p> <ul style="list-style-type: none"> <li>Our interests can conflict with your interests. When we provide recommendations, we must eliminate these conflicts or tell you about them and in some cases reduce them.</li> </ul>	<p>about them in a way you can understand, so that you can decide whether or not to agree to them.</p>
<p><b>Fees and Costs.</b> <i>Fees and costs affect the value of your account over time. Please ask your financial professional to give you personalized information on the fees and costs that you will pay.</i></p>	
<ul style="list-style-type: none"> <li><b>Transaction-based fees.</b> You will pay us a fee every time you buy or sell an investment. This fee, commonly referred to as a commission, is based on the specific transaction and not the value of your account.  With stocks or exchange-traded funds, this fee is usually a separate commission. With other investments, such as bonds, this fee might be part of the price you pay for the investment (called a “<b>mark-up</b>” or “<b>mark down</b>”). With mutual funds, this fee (typically called a “<b>load</b>”) reduces the value of your investment.</li> <li>Some investments (such as mutual funds and variable annuities) impose additional fees that will reduce the value of your investment over time. Also, with certain investments such as variable annuities, you may have to pay fees such as “<b>surrender charges</b>” to sell the investment.</li> <li>Our fees vary and are negotiable. The amount you pay will depend, for example, on how much you buy or sell, what type of investment you buy or sell, and what kind of account you have with us.</li> <li>We charge you additional fees, such as custodian fees, account maintenance fees, and account inactivity fees.</li> </ul>	<ul style="list-style-type: none"> <li><b>Asset-based fees.</b> You will pay an on-going fee at the end of each quarter based on the value of the cash and investments in your advisory account.  The amount paid to our firm and your financial professional generally does not vary based on the type of investments we select on your behalf. The asset-based fee reduces the value of your account and will be deducted from your account.  For some advisory accounts, called <b>wrap fee programs</b>, the asset-based fee will include most transaction costs and custody services, and as a result wrap fees are typically higher than non-wrap advisory fees.</li> <li>Some investments (such as mutual funds and variable annuities) impose additional fees that will reduce the value of your investment over time. Also, with certain investments such as variable annuities, you may have to pay fees such as “<b>surrender charges</b>” to sell the investment.</li> <li>Our fees vary and are negotiable. The amount you pay will depend, for example, on the services you receive and the amount of assets in your account.</li> <li>For accounts not part of the wrap fee program, you will pay a transaction fee when</li> </ul>

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<ul style="list-style-type: none"> <li>The more transactions in your account, the more fees we charge you. We therefore have an incentive to encourage you to engage in transactions.</li> <li>From a cost perspective, you may prefer a transaction-based fee if you do not trade often or if you plan to buy and hold investments for longer periods of time.</li> </ul>	<p>we buy and sell an investment for you. You will also pay fees to a broker-dealer or bank that will hold your assets (called “<i>custody</i>”).</p> <p>Although transaction fees are usually included in the wrap program fee, sometimes you will pay an additional transaction fee (for investments bought and sold outside the wrap fee program).</p> <ul style="list-style-type: none"> <li>The more assets you have in the advisory account, including cash, the more you will pay us. We therefore have an incentive to increase the assets in your account in order to increase our fees. You pay our fee quarterly even if you do not buy or sell.</li> <li>Paying for a wrap fee program could cost more than separately paying for advice and for transactions if there are infrequent trades in your account.</li> <li>An asset-based fee may cost more than a transaction-based fee, but you may prefer an asset-based fee if you want continuing advice or want someone to make investment decisions for you. You may prefer a wrap fee program if you prefer the certainty of a quarterly fee regardless of the number of transactions you have.</li> </ul>
<p><b>Conflicts of Interest.</b> <i>We benefit from the services we provide to you.</i></p>	
<ul style="list-style-type: none"> <li>We can make extra money by selling you certain investments, such as [ ], either because they are managed by someone related to our firm or because they are offered by companies that pay our firm to offer their investments. Your financial professional also receives more money if you buy these investments.</li> <li>We have an incentive to offer or recommend certain investments, such as [ ], because the manager or sponsor of those investments shares with us revenue it earns on those</li> </ul>	<ul style="list-style-type: none"> <li>We can make extra money by advising you to invest in certain investments, such as [ ], because they are managed by someone related to our firm. Your financial professional also receives more money if you buy these investments.</li> <li>We have an incentive to advise you to invest in certain investments, such as [ ], because the manager or sponsor of those investments shares with us revenue it earns on those investments.</li> </ul>

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<p>investments.</p> <ul style="list-style-type: none"> <li>We can buy investments from you, and sell investments to you, from our own accounts (called “<b>acting as principal</b>”). We can earn a profit on these trades, so we have an incentive to encourage you to trade with us.</li> </ul>	<ul style="list-style-type: none"> <li>We can buy investments from you, and sell investments to you, from our own accounts (called “<b>acting as principal</b>”), <b>but only with your specific approval on each transaction.</b> We can earn a profit on these trades, so we have an incentive to encourage you to trade with us.</li> </ul>
<p><b>Additional Information.</b> We encourage you to seek out additional information.</p>	
<ul style="list-style-type: none"> <li>We have legal and disciplinary events. Visit <a href="http://Investor.gov">Investor.gov</a> for a free and simple search tool to research our firm and our financial professionals.</li> <li>For additional information about our brokers and services, visit <a href="http://Investor.gov">Investor.gov</a> or <a href="http://BrokerCheck">BrokerCheck</a> (<a href="http://BrokerCheck.Finra.org">BrokerCheck.Finra.org</a>), our website (<a href="http://SampleFirm.com">SampleFirm.com</a>), and your account agreement. For additional information on advisory services, see our Form ADV brochure on IAPD, on <a href="http://Investor.gov">Investor.gov</a>, or on our website (<a href="http://SAMPLEFirm.com/FormADV">SAMPLEFirm.com/FormADV</a>) and any brochure supplement your financial professional provides.</li> <li>To report a problem to the SEC, visit <a href="http://Investor.gov">Investor.gov</a> or call the SEC’s toll-free investor assistance line at (800) 732-0330. To report a problem to FINRA, [ ]. If you have a problem with your investments, account or financial professional, contact us in writing at [ ].</li> </ul>	
<p><b>Key Questions to Ask.</b> Ask our financial professionals these key questions about our investment services and accounts.</p>	
<ol style="list-style-type: none"> <li>1. Given my financial situation, why should I choose an advisory account? Why should I choose a brokerage account?</li> <li>2. Do the math for me. How much would I expect to pay per year for an advisory account? How much for a typical brokerage account? What would make those fees more or less? What services will I receive for those fees?</li> <li>3. What additional costs should I expect in connection with my account?</li> <li>4. Tell me how you and your firm make money in connection with my account. Do you or your firm receive any payments from anyone besides me in connection with my investments?</li> <li>5. What are the most common conflicts of interest in your advisory and brokerage accounts? Explain how you will address those conflicts when providing services to my account.</li> <li>6. How will you choose investments to recommend for my account?</li> <li>7. How often will you monitor my account’s performance and offer investment advice?</li> <li>8. Do you or your firm have a disciplinary history? For what type of conduct?</li> <li>9. What is your relevant experience, including your licenses, education, and other qualifications? Please explain what the abbreviations in your licenses are and what they mean.</li> <li>10. Who is the primary contact person for my account, and is he or she a representative of an investment adviser or a broker-dealer? What can you tell me about his or her legal obligations to me? If I have concerns about how this person is treating me, who can I talk to?</li> </ol>	