

Pinnacle Investments, LLC

Regulation Best Interest Disclosure

This guide summarizes important information concerning the scope and terms of the brokerage services Pinnacle Investments, LLC (“Pinnacle Investments”) we offer and details the material conflicts of interest that arise through our delivery of brokerage services to you. We encourage you to review this information carefully, along with any applicable account agreement(s) and disclosure documentation you may receive from us.

As you review this information, we would like to remind you that we are registered with the U.S. Securities and Exchange Commission (SEC) as a broker dealer and an investment adviser, providing both brokerage services and investment advisory services. Our brokerage services are the primary focus of this guide. For more information on our investment advisory services and how they differ from brokerage, please review the Customer Relationship Summary (or Form CRS) available at www.pinnacleinvestments.com/about-pinnacle-investments/disclosures-links. Our Form CRS contains important information about the types of services we offer, both brokerage and investment advisory, along with general information related to compensation, conflicts of interest, disciplinary action and other reportable legal information.

Please carefully review and consider the information in each section below.

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Brokerage Services

When you establish a brokerage account with us, you have the ability to buy, sell and hold investments within your account. The primary service we provide is our trading capability. We execute purchases and sales on your behalf, and as directed by you. In a brokerage services relationship, we can trade with you for our own account, for an affiliate or for another client, and we can earn a profit on those trades. The capacity in which we act is disclosed on your trade confirmation. However, we are not required to communicate it in advance, obtain your consent, or inform you of any profit earned on trades.

Cash Brokerage and Margin Brokerage Accounts

We provide brokerage services through either a cash brokerage account or margin brokerage account, based on your eligibility and selection. In a cash brokerage account, you must pay for your purchases in full at the time of purchase. In a margin brokerage account, you must eventually pay for your purchases in full, but you may borrow part of the purchase price from our clearing firm, Wells Fargo Clearing Services, LLC (“First Clearing”). This is generally referred to as a “margin loan.” The portion of the purchase price that is loaned to you is secured by securities in your account, also referred to as “collateral.” You will incur interest costs as a result of your margin activity. While many securities are eligible to be used as collateral for a margin loan, some assets are not available for margin collateral purposes.

Given that a margin-enabled brokerage account has specific eligibility requirements, unique costs, and governing regulatory requirements, our default brokerage option is our cash brokerage account. You must

execute a separate margin agreement before engaging in margin brokerage activity. Included with your margin agreement is a copy of the Margin Disclosure Statement. This statement contains important information you should understand and consider before establishing a margin brokerage relationship with us. For more information on our margin brokerage services, contact a financial advisor or refer to our Margin Disclosure Statement available at www.pinnacleinvestments.com/about-pinnacle-investments/disclosures-links.

For information regarding Pinnacle Investment’s New Account Form please refer to our New Account Form available at www.pinnacleinvestments.com/about-pinnacle-investments/disclosures-links.

Brokerage Account Types

We offer many different brokerage account types including individual and joint accounts, custodial accounts, Delivery Versus Payment (DVP) accounts, estate and trust accounts, partnership accounts, individual retirement accounts and other types of retirement accounts as outlined in our account agreement(s). You should refer to our account agreement(s) for more information concerning available account types or speak with a financial advisor.

Incidental Brokerage Services, Recommendations and Account Monitoring

Within your brokerage account, we may also provide other incidental services such as research reports, and recommendations to buy, sell, or hold assets. When we make a securities recommendation, investment strategy recommendation or recommendation to rollover assets from your Qualified Retirement Plan (QRP) to an Individual Retirement Account (IRA), the recommendation is made in our capacity as a broker-dealer unless otherwise stated at the time of the recommendation. Any such statement will be made orally to you. Moreover, when we act in a brokerage capacity, we do not agree to enter into a fiduciary relationship with you.

It is important for you to understand that when our financial advisors make a brokerage recommendation to you, we are obligated to ensure the recommendation is in your best interest, considering reasonably available alternatives, and based on your stated investment objective, risk tolerance, liquidity needs, time horizon, financial needs, tax status, and other financial information you provide us. You may accept or reject any recommendation. It is also your responsibility to monitor the investments in your brokerage account, and we encourage you to do so regularly. We do not commit to provide on-going monitoring of your brokerage account. If you prefer on-going monitoring of your account or investments, you should speak with a financial advisor about whether an advisory services relationship is more appropriate for you.

Please also consider that from time to time we may provide you with additional information and resources to assist you with managing your brokerage account. This may include but is not limited to educational resources, sales and marketing materials, performance reports, asset allocation guidance, and/or periodic brokerage account reviews. When we offer these services and information, we do so as a courtesy to you. These activities are not designed to monitor specific investment holdings in your brokerage account, they do not contain specific investment recommendations about investment holdings, and you should not consider them a recommendation to trade or hold any particular securities in your brokerage account. Upon your request, we will review such information and reports with you and may provide you with investment recommendations, but we are not under a specific obligation to do so.

Clearing Services

We have entered into an agreement with Wells Fargo to carry your account and provide certain back office functions. We and First Clearing share responsibilities with respect to your account as set forth in the Designation of Responsibilities that was delivered to you upon opening of your account. Please refer to the Designation of Responsibilities for more information on how such responsibilities have been allocated between us. Please refer to www.pinnacleinvestments.com/about-pinnacle-investments/disclosures-links.

Understanding Risk

It is important for you to understand that all investment recommendations and activities involve risk, including the risk that you may lose your entire principal. Further, some investments involve more risk than other investments. Higher-risk investments may have the potential for higher returns but also for greater losses. The higher your “risk tolerance,” meaning the amount of risk or loss you are willing and able to accept in order to achieve your investment goals, the more you may decide to invest in higher-risk investments offering the potential for greater returns. We align risk tolerances with investment needs to offer you different investment objectives from which to choose (see below). You should select the investment objective and risk tolerance best aligned with your brokerage account goals and needs.

Investment goals typically have different time horizons and different income and growth objectives. Generally, investment goals are on a spectrum, with “Income” investors typically holding the smallest percentage of higher-risk investments, followed by “Growth and Income” investors holding some higher-risk investments, and finally “Growth” investors holding a significant portion of their portfolio in higher-risk investments. Risk tolerance also varies and we measure it on a continuum that increases from “Conservative” to “Moderate” to “Aggressive,” and finally “Trading and Speculation.” See the chart below for details.

Investment Objective	Investment Objective Description	Risk Tolerance	Risk Tolerance Definition
Income	Income portfolios emphasize current income with minimal consideration for capital appreciation and usually have less exposure to more volatile growth assets.	Conservative	Conservative Income investors generally assume lower risk but may still experience losses or have lower expected income returns.
		Moderate	Moderate Income investors are willing to accept a modest level of risk that may result in increased losses in exchange for the potential to receive modest income returns.
		Aggressive	Aggressive Income investors seek a higher level of returns and are willing to accept a higher level of risk that may result in greater losses.
Growth & Income	Growth and Income portfolios emphasize a blend of current income and capital appreciation and usually have some exposure to more volatile growth assets.	Conservative	Conservative Growth and Income investors generally assume a lower amount of risk but may still experience losses or have lower expected returns.
		Moderate	Moderate Growth and Income investors are willing to accept a modest level of risk that may result in increased losses in exchange for the potential to receive modest returns.
		Aggressive	Aggressive Growth and Income investors seek a higher level of returns and are willing to accept a higher level of risk that may result in greater losses.
Growth	Growth portfolios emphasize capital appreciation with minimal	Conservative	Conservative Growth investors generally assume a lower amount of risk but may still experience increased losses or have lower expected growth returns.

	consideration for current income and usually have significant exposure to more volatile growth assets.	Moderate	Moderate Growth investors are willing to accept a modest level of risk that may result in significant losses in exchange for the potential to receive higher returns.
		Aggressive	Aggressive Growth investors seek a higher level of returns and are willing to accept a high level of risk that may result in more significant losses.
Trading and Speculation	Trading and Speculation investors seek out a maximum return through a broad range of investment strategies which generally involve a high level of risk, including the potential for unlimited loss of investment capital.		

Our recommendations are based in part on your risk tolerance and investment objective as outlined above. We encourage you to carefully consider your investment objective and risk tolerance before investing.

Cash Sweep Program Feature

Our brokerage services include a Cash Sweep Program feature. This program permits you to earn a return on uninvested cash balances in your brokerage account by allowing cash balances to be automatically “swept” into a “Cash Sweep Vehicle,” until such balances are otherwise required to satisfy obligations arising in your account. These Cash Sweep Vehicles include interest-bearing deposit accounts, and if permissible, money market mutual funds or such other sweep arrangements made available to you. You will receive additional information concerning the Cash Sweep Program in your account agreement(s). More information about the Cash Sweep Program can be found in the Cash Sweep Program Disclosure Statement available at www.pinnacleinvestments.com/about-pinnacle-investments/disclosures-links. Please review that Disclosure Statement carefully.

Account Minimums and Activity Requirements

There is no minimum initial account balance required to open a brokerage account with us. However, if you either fail to fund your account or do not return account opening documents as required, your account will be closed. In addition, some types of brokerage accounts have minimum account activity requirements and/or minimum on-going balance requirements that must be maintained, or your brokerage account will be closed. These requirements are detailed in the account agreement(s) you receive when you open your brokerage account.

You should also understand that our financial advisors may establish their own minimum account balance requirements for the brokerage accounts they service. For example, a dedicated financial advisor may choose to service only those brokerage account clients who satisfy account-specific or total household asset conditions. Minimum asset requirements are disclosed to you orally by your financial advisor.

Brokerage Service Models and Products

Pinnacle Investments is a registered with the Securities and Exchange Commission as both a Broker-Dealer (“BD”) and Registered Investment Adviser (“RIA”). Pinnacle Investments is a member firm of FINRA, MSRB and SIPC.

- Pinnacle Investments provides both broker-dealer and investment advisory services and fees differ and it is important for the retail investor to understand the differences.
- Free and simple tools are available to research firms and financial professionals at Investor.gov/CRS, which also provides educational materials about broker-dealers, investment advisers, and investing.

- Pinnacle Investments offers brokerage and investment advisory services to retail investors. Pinnacle Investments offers the following advisory services: financial planning, portfolio management for individuals and/or small businesses, selection of other advisers, investment advisory service, and investment advice through consultation. In addition, Pinnacle Investments offers brokerage services, including buying and selling securities.
- Pinnacle Investments has an Introducing Agreement with First Clearing in which client funds and securities are maintained with First Clearing. In addition, Pinnacle Investments engages in direct business with mutual funds and variable annuities.

Brokerage Fees and Our Compensation

It is important to consider that while a brokerage relationship can be a cost-effective way of investing your assets, it is not for everyone given the fees and costs involved.

Transaction-Based Fees

You will pay transaction-based fees for trades you decide to enter into, such as buying and selling stocks, bonds, Exchange Traded Products (ETPs), mutual funds, annuity contracts, exercising options and other investment purchases and sale. These transaction-based fees are generally referred to as a “commission,” “mark up,” “sales load,” or a “sales charge.” Transaction-based fees are based on a host of factors, including, but not limited to:

- Underlying product selection
- Your brokerage service model and account type
- Size of your transaction and/or overall value of your account
- Frequency of your trade activity
- Available discounts and/or fee waivers

Account and Service Fees

You will pay fees for various operational services provided to you through your brokerage account. These fees are set at least annually and communicated to you through information included in your account statement and other notifications. These fees do not apply to all account types and may be waived under certain conditions.

You should understand that based on the brokerage service model you choose, the same or similar products, accounts and services may vary in the fees and costs charged to you. For more information concerning our administrative and service fees please see below and visit us at www.pinnacleinvestments.com/about-pinnacle-investments/disclosures-links.

How We Are Compensated

We may receive direct and indirect compensation in connection with your accounts. Direct compensation is taken directly from the affected account. Indirect compensation is compensation paid in ways other than directly from the account and may impact the value of the associated investments in your account. The sections below describe the compensation that we receive in connection with various investments that may be available to you.

Financial Advisor Schedules

Commission Schedule for Stocks, Rights, Warrants, Secondary Market Closed End Funds (CEFs) and Exchange Traded Products (ETPs)

The schedule below details the commission charged to you and received by us and your financial advisor for trades of stocks, bonds and options (this information is also available at www.pinnacleinvestments.com/about-pinnacle-investments/disclosures-links.)

Equities

The following table reflects the standard allowable commission charged on equity purchases or sales based on the principal amount of the transaction. Discounts may apply.

Principal range	% of principal	+ Amount
Under \$1,999	3.2%	\$35.00
\$2,000 - \$9,999	2.0%	\$59.00
\$10,000 - \$24,999	1.7%	\$95.00
\$25,000 - \$49,999	1.2%	\$224.00
\$50,000 - \$99,999	1.0%	\$324.00
\$100,000 - \$249,999	0.9%	\$424.00
\$250,000 and greater	0.7%	\$924.00

Example

You purchase 500 shares of a listed security at \$26.00 per share which represents \$13,000 in principal. The commission equals \$316.00 (\$13,000 x 1.7% + \$95.00), plus a \$5.00 postage and handling, making the total cost of the trade \$13,321.00)

Fixed-Income

The following table reflects the standard allowable commission for purchases of fixed-income products. In lieu of a commission, purchases may have a “mark-up” added to the security price or, in the case of a sale, a “mark-down” subtracted from the security price. Discounts may apply.

Product	% of principal
Treasury securities	1.5%
Government agencies	2.0%
Municipal securities	3.0%
Corporate bonds	3.0%
Certificates of deposit (CDs)	3.0%

Example

You purchase \$10,500.00 in principal of a municipal bond. The commission equals \$315.00 (\$10,500.00 x 2.0%), plus a \$5.00 postage and handling, making the total cost of the trade \$10,820.00).

Options

The following table reflects the standard allowable commission for the purchase or sale of option contracts. Discounts may apply.

Principal range	% of principal	+ Amount
Under \$999	4.0%	\$35.00
\$1,000 - \$1,999	3.0%	\$45.00
\$2,000 - \$2,999	2.5%	\$55.00
\$3,000 - \$4,999	2.0%	\$70.00
\$5,000 - \$19,999	1.5%	\$95.00
\$20,000 - \$29,999	1.0%	\$195.00
\$30,000 and greater	0.8%	\$255.00

Example

You purchase 10 options contracts at \$400.00 per contract representing \$4,000 in principal. The commission equals \$150.00 (\$4,000 x 2.0% + \$70.00), plus a \$5.00 postage and handling, making the total cost of the trade \$4,155.00.

Mutual Funds

We currently offer thousands of mutual funds varying in share class structure and investment style. If you invest in mutual funds, we may receive direct and indirect compensation in connection with such mutual fund investments, as described below.

12b-1 / Shareholder Service Fees

Annual 12b-1 fees, also known as trails, are paid by the fund and paid to us out of fund assets under a distribution and servicing arrangement to cover distribution expenses and sometimes shareholder service expenses that we may provide on the fund's behalf. Shareholder servicing fees are paid to respond to investor inquiries and provide investors with information about their investments. These fees are asset-based fees charged by the fund family. These fees range from 0.00% to 1.00%, but the majority of these fees are below 0.85%. These fees may be passed on to us and may in turn be passed on to your Financial Advisor as a commission.

Front-end Sales Charge Fees/Contingent Deferred Sales Charges (CDSC)

Front-end sales charge fees may be charged and paid to us, including your financial advisor, when you purchase a fund. The front-end sales charge is deducted from the initial investment on certain share classes. This charge normally ranges from 0.00% to 5.75%. Some purchases may qualify for a reduced front-end sales charge due to breakpoint discounts based on the amount of the transaction and rights of accumulation. In addition, some purchases may qualify for a sales charge waiver based on the type of account, and/or certain qualifications within the account. You should contact your financial advisor if you believe you are eligible for sales charge waivers.

CDSC is a charge you pay upon withdrawal of money from a fund prior to the end of the fund's CDSC period. CDSC charges range from 0.00% to 5.50%. CDSC periods can range from zero to seven years. This charge typically exists only on share classes that do not have a front-end sales charge. It is sometimes referred to as the back-end load. CDSCs are not charged when you purchase a fund. The fee charged will depend on the share class purchased by the investor. A CDSC is not passed on to your financial advisor. You can find a description of the amount and payment frequency of all fees and expenses charged and paid by the fund in the fund's prospectus. Fees and expenses disclosed in the fund's prospectus are charged against the

investment values of the fund. Please note that 12b-1s and similar fees or compensation received in connection with our affiliated funds are not received, or are rebated, on ERISA assets held in Advisory Program accounts.

Revenue Sharing

There are no revenue sharing agreements in place for Pinnacle Investments, LLC.

Data Agreement

There are no Data Agreements in place for Pinnacle Investments, LLC.

Annuities

Our annuities consist of fixed, index, and variable annuities. Under arrangements with insurance companies, we, including your financial advisor, receive commissions from the insurance companies for the sale of annuities, as well as trail commissions, and they are considered indirect compensation. Commissions and trails paid to us vary by product type and may vary by insurance carrier. For additional information regarding annuities, please reference www.pinnacleinvestments.com/about-pinnacle-investments/disclosures-links.

Alternative Investments Information

Pinnacle Investments, LLC has offered alternative investments in the past and may possibly in the future, but there are currently no alternative investments being offered. Please refer to www.pinnacleinvestments.com/about-pinnacle-investments/disclosures-links.

Unit Investment Trusts (UITs)

Our UITs consist of Equity and Fixed-Income UITs. We, along with your financial advisor, are compensated in ways that vary depending on the type and terms of the UIT portfolio selected. The types of fees received by us are described below and are disclosed via the prospectus issued by the UIT provider. Your financial advisor can provide you a copy of the most recent prospectus. The UIT provider deducts fees as compensation from the proceeds available for investments for marketing and distribution expenses, which may include compensating us as described in each UIT prospectus.

For additional information, please see www.pinnacleinvestments.com/about-pinnacle-investments/disclosures-links.

Cash Sweep Program/Bank Deposit Sweep/Other Float Compensation

Please see Pinnacle Investments' Fee schedule below.

Training and Education

We work closely with many product and service providers who provide training and education compensation to offset or reimburse us for costs incurred in conducting comprehensive training and educational meetings for our financial advisors. These meetings or events are held to educate financial advisors on product characteristics, business building ideas, successful sales techniques, suitability as well as various other topics. In addition, certain vendors provide free or discounted research or other vendor products and services, which can assist our financial advisors with providing services to the plan.

Likewise, from time to time, product providers will reimburse us for expenses incurred by individual branch offices in connection with conducting training and educational meetings, conferences, or seminars for financial advisors and participants. Also, financial advisors may receive promotional items, meals or entertainment or other non-cash compensation from product providers.

Although training and education compensation is not related to individual transactions or assets held in client accounts, it is important to understand that, due to the total number of product providers whose products

are offered by us, it is not possible for all companies to participate in a single meeting or event. Consequently, those product providers that do participate in training or educational meetings, seminars or other events gain an opportunity to build relationships with Financial Advisors; these relationships could lead to sales of that particular company's products.

For additional information, please see www.pinnacleinvestments.com/about-pinnacle-investments/disclosures-links.

Operational Fees

We receive compensation for various operational services provided to you through a brokerage account. Our Fee Schedule for these services is below and also at www.pinnacleinvestments.com/about-pinnacle-investments/disclosures-links

Trade Corrections

Pinnacle Investments, LLC's trade corrections policy indicates that depending on the circumstances of the correction, either the client or the financial professional depending on the party responsible for the correction.

Compensation for Termination of Services

Other than any contingent deferred sales charge for a fund (as described under the Mutual Funds section above, if applicable), IRA termination fees (when applicable), and account transfer fees, the firm would not receive any additional compensation in connection with the termination of its services. If you have questions or need additional copies, contact your financial advisor.

For additional information, please see the below fees as well as www.pinnacleinvestments.com/about-pinnacle-investments/disclosures-links.

Brokerage – Excluded Advisory Assets

As described above, our brokerage services differ from our advisory services. However, in some instances we may allow an advisory client to trade what are referred to as "excluded assets" within their advisory services assets account. Excluded are not subject to our advisory program fees. Instead of our advisory fees, these excluded assets are subject to our standard brokerage charges when traded.

List of Pinnacle Fees

Please reference the list of fees shown below for Pinnacle Investments, LLC and are located at www.pinnacleinvestments.com/about-pinnacle-investments/disclosures-links.

Statement of Interest Charges

Accounts on which Interest is Charged • Calculation of Interest • Lien and Collateral

To assist you in managing your borrowing needs and to familiarize you with the terms under which credit is extended on your account, we have developed this Statement of Interest Charges. Please review this Statement of Interest Charges prior to utilizing credit.

Accounts on which Interest is Charged

Interest may be charged on margin credit extended for the purpose of purchasing, carrying or trading in securities. Interest charges are calculated on a settlement date basis and details supporting such calculation will be displayed on your monthly statement.

Payments for purchases in cash accounts should be received on or before the settlement date shown on the trade confirmation. If your payment is received after that date, an interest charge may be posted to your cash account.

Proceeds from a sale in a cash account are not required to be disbursed prior to the settlement date shown on the trade confirmation. Occasionally, we may honor a request to disburse sale proceeds prior to settlement date. If this privilege is utilized, an interest charge may be posted to your account.

Calculation of Interest

Your annual rate of interest will vary depending on the size of your daily adjusted debit balance. The daily adjusted debit balance is the net total of the settled balances in your account.

Short positions are "marked-to-market" daily. Since the security sold short must be borrowed in order to deliver it to the buying broker, the credit that results from the sale is not available to you. The market value of the short sale is debited against your margin balance to arrive at a daily adjusted debit balance for interest purposes. The daily closing price is used to determine any appreciation or depreciation of a security sold short, which will adjust your daily adjusted debit balance.

You may be charged additional fees in connection with establishing and maintaining a short position and such charges may be disclosed to you at the time a short position is established or may be imposed or increased from time to time in light of changing market conditions. When a security that you have sold short is no longer easy-to-borrow, we may make an immediate change to any fees that may be paid by you or assessed to your account to reflect current rates relating to the borrow.

The annual rate of interest applicable to your account will be computed using a selected rate above the Wall Street Journal (WSJ) Prime Rate. Your annual rate of interest may change, without prior notice to you, in accordance with changes to the WSJ Prime Rate. If the interest rate charged to you is individually negotiated (a "Negotiated Rate"), such Negotiated Rate will be a percentage at, above or below the WSJ Prime Rate.

Your Negotiated Rate will change consistent with changes to the WSJ Prime Rate without prior notice to you. We may terminate your Negotiated Rate without prior notice to you and you will be charged an interest rate above your Negotiated Rate but not more than our table of interest rates.

For the current WSJ Prime Rate, please visit: www.wsj.com/market-data/bonds/moneyrates or contact your Financial Professional.

The table of interest rates is as follows:

<u>Margin Debit Balance</u>	<u>Rate of Interest</u>
\$0 to \$24,999.99	WSJ Prime + 5.875%
\$25,000 to \$49,999.99	WSJ Prime + 4.750%
\$50,000 to \$99,999.99	WSJ Prime + 4.625%
\$100,000 to \$249,999.99	WSJ Prime + 3.000%
\$250,000 to \$499,999.99	WSJ Prime + 2.875%
\$500,000 to \$999,999.99	WSJ Prime + 2.750%
\$1,000,000 to \$4,999,999.99	WSJ Prime + 2.250%
\$5,000,000 to \$9,999,999.99	WSJ Prime + 1.750%
\$10,000,000 and above	WSJ Prime + 1.500%

Interest is computed daily on the basis of a 360-day year using the following formula:

<u>Adjusted Debit Balance</u>	X	<u>Interest Rate</u>	X	<u>Number of Days</u>
1		100		360

Lien and Collateral

Wells Fargo will maintain a first priority perfected security interest in the securities or other property (the "Securities Collateral") in your account when credit is extended to you. You agree to promptly satisfy all margin and maintenance calls. Should your account fall below margin maintenance requirements, Wells Fargo may liquidate the Securities Collateral in your Account, or any other account you may have an interest in held at Clearing Firm, without notice to you.

Schedule of Fees

Annual Account Fees

Annual account fees will be charged in September and will be based on the type of account you own on June 30. Listed below are the annual fees associated with each type of account.

Pinnacle Investments offers clients many options to avoid annual fees. Please see below and contact your financial advisor for more details.

Type of Account	Annual Fee
Investment (standard brokerage) Account	\$75.00
Individual Retirement Account*	\$75.00
UGMA/UTMA	\$75.00
Advantage**	\$75.00

*Includes traditional, Spousal, Roth, SEP and SIMPLE IRAs.

** Other administrative fees may apply to Advantage (check copies, checkbook orders, ATM fees, additional debit card, etc.).

If you meet any of the fee waiver criteria below, your account will not be charged the annual account fee above.

- Accounts that place six or more billable trades in a period (does not apply to Advantage, IRA or ESA accounts)
- Accounts opened on or after January 1 of the current year (does not apply to Advantage, IRA, or ESA accounts)
- A household relationship with Pinnacle Investments, LLC that totals \$500,000.00 or more as of June 30, 2016
- All accounts that are enrolled in a First Clearing Managed/Fee-based program OR a Pinnacle Investments, LLC proprietary Managed/Fee-based program
- DVP Accounts
- 529 Plans
- Qualified retirement plan accounts (excluding IRAs)
- Accounts with open-end mutual fund positions of \$100,000 or more
- Accounts with annuity positions only

If you have any questions regarding the applicability of these fees, please contact your financial advisor.

Pinnacle Investments, LLC Schedule of Client Fees¹:

Annual Fee by Account Type	Amount
Investment Account Inactivity Fee (Standard Brokerage/Advantage Basic)	\$75.00
Custodial (UGMA/UTMA) Account Inactivity Fee	\$75.00
Education Savings Account (ESA) Inactivity Fee	\$20.00
Advantage Account - Check Writing w/Debit Card	\$125.00
Advantage Basic - Check Writing w/o Debit Card	No Charge
WFCS Custodian IRA	
• Annual Maintenance	\$75.00
• Termination Fee	\$95.00
Transaction Service Fees	
Postage and Handling - Trade Confirmation	\$5.00 per trade
Transaction, Execution, Ticket Charge Fee	\$20.00 per trade
Mutual Fund No Load Accommodation Fee	\$25.00 per trade
Account Transfer to Another Firm (ACAT)	\$95.00
Domestic Wire Transfers	\$25.00
International Wire Transfers	\$25.00
Return of Deposited Checks	\$10.00
Insufficient Funds (Advantage Checks drawn on account)	\$20.00
Stop Payment	\$25.00
Product Fees - Advantage Account	
Check Orders - Individual	
• Initial Order - Standard Wallet (40 checks)	Free
• Initial Order - Duplicate (150 checks)	\$20.00
• Reorders - Standard Wallet (120 checks)	\$9.00
• Reorders - Standard Duplicate (120 checks)	\$20.00
Check Orders - Corporate Checks (Standard)	
• Initial Order - Three on a page (252 checks w/cover)	\$131.97
• Reorders - Three on a page (252 w/o cover)	\$87.79
Debit Cards	
• Additional Card	\$10.00
• Fastcard Fee - Overnight delivery per card	\$20.00
• ATM Transactions	No internal service fee. No fee using Wells Fargo Bank ATM
Check Copies	3 free checks per month; \$15 each copy over 3
Check Research	\$5.00
Other Fees	
Delivery of Foreign Security Certificate	\$250.00 per security
Transfer & Ship of Physical Certificates (shares re-registered and mailed to client)	\$500.00
Rush Withdrawal Registration (3-5 business days)	\$500.00
Rejection of ineligible physical certificates presented for deposit	\$50.00
Replacement of Securities Lost by Customer + 90 days issued by First Clearing	\$100.00 + out-of-pocket
Safekeeping Charge	\$25.00/security; \$250 max/yr per acct
Direct Participation Program	\$100.00 annually

Overnight Express Mail	\$15.00
Prepay Margin Fees - Trades	\$15.00 or margin interest, whichever is greater

¹Fees are subject to change.

Conflicts Of Interest

Conflicts of interest exist when we provide brokerage services to you. A conflict of interest is a situation in which we engage in a transaction or activity where our interest is materially adverse to your interest. The mere presence of a conflict of interest does not imply that harm to your interests will occur, but it is important that we acknowledge the presence of conflicts. Moreover, our regulatory obligations require that we establish, maintain, and enforce written policies and procedures reasonably designed to address conflicts of interest associated with our recommendations to you.

Our conflicts of interest are typically the result of compensation structures and other financial arrangements between us, our financial advisors, our clients and third parties. We offer a broad range of investment services and products and we receive various forms of compensation from our clients, affiliated and non-affiliated product providers and money managers, and other third parties as described above. Securities rules allow for us, our financial advisors, and our affiliates to earn compensation when we provide brokerage services to you. However, the compensation that we and our financial advisors receive from you varies based upon the product or service you purchase, which creates a financial incentive to recommend investment products and services that generate greater compensation to us.

We are committed to taking appropriate steps to identify, mitigate and avoid conflicts of interest to ensure we act in your best interest when providing brokerage recommendations to you. Below you will find additional information related to our conflicts of interest. This information is not intended to be an all-inclusive list of our conflicts, but generally describes those conflicts that are material to your brokerage relationship. In addition to this disclosure, conflicts of interest are disclosed to you in your account agreement(s) and disclosure documents, our product guides and other information we make available to you.

Compensation We Receive From Clients

Transaction-based conflicts

In your brokerage account you pay certain fees (commissions and sales charges) in connection with the buying and selling of each investment product, including mutual funds, variable annuities, alternative investments, exchange traded funds, equity securities, and bonds. Where these fees apply, the more transactions you enter into, the more compensation that we and your financial advisor receive. This compensation creates an incentive for us to recommend that you buy and sell, rather than hold, these investments. We also have an incentive to recommend that you purchase investment products that carry higher fees, instead of products that carry lower fees or no fees at all.

Markups and Markdowns for Principal Transactions

When you buy or sell securities in a brokerage account, and in accordance with industry regulations, we may impose a markup (increase) or markdown (decrease) in the price of transactions we execute on a principal basis. We are compensated based upon the difference (markup) between the price you pay for securities purchased from us and the price we sell such securities to you over the prevailing market price, or the difference (markdown) between the price you sell securities to us and the price we purchase such securities from you over the prevailing market price. We maintain policies and procedures reasonably designed to help ensure compliance with the markup and markdown industry rules.

Account maintenance and other administrative fees

For the services we provide or make available to you with respect to your brokerage account, we charge certain account maintenance and other administrative fees, including transfer, wire, or other miscellaneous fees, as described in the fee schedule provided to you on an annual basis. The higher the fees we charge, the more we are compensated.

Compensation We Receive from Third Parties

Third-party payments we receive may be based on new sales of investment products, creating an incentive for us to recommend you buy and sell, rather than hold, investments. In other cases, these payments are made on an ongoing basis as a percentage of invested assets, creating an incentive for us to recommend that you buy and hold investments or continue to invest through a third-party manager or adviser.

The total amount of payments we receive varies from product to product and varies with respect to the third-party investment management products we recommend. It also varies from the compensation we receive in connection with other products and services we may make available to you, including advisory services. We have an incentive to recommend investment products and services that generate greater payments to us. This compensation generally represents an expense embedded in the investment products and services that is borne by investors, even where it is not paid by the Product Sponsor and not directly from the investment product or other fees you pay. The types of third-party compensation we receive include:

- **Trail Compensation.** Ongoing compensation from Product Sponsors may be received by us and shared with our financial advisors. This compensation (commonly known as trails, service fees or Rule 12b-1 fees in the case of mutual funds) is typically paid from the assets of the investment product under a distribution or servicing arrangement and is calculated as an annual percentage of invested assets. The amount of this compensation varies from product to product. We have an incentive to recommend that you purchase and hold interests in products that pay us higher trails.

Additional Compensation from Product Sponsors and Other Third Parties

We and our financial advisors, associates, employees, and agents receive additional compensation from Product Sponsors and other third parties including:

- Gifts and awards, 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 prospective clients.
- Payment or reimbursement for the costs associated with education or training events that are attended by our employees, agents, and financial advisors, and for conferences and events that we sponsor.
- Reimbursement from Product Sponsors for research and technology-related costs, such as those to build systems, tools, and new features to aid in servicing clients. Additionally, we and our affiliates receive compensation from Product Sponsors to provide aggregate sales data.

Note: The amount of these payments is not dependent or related to the level of assets you or any other of our clients invest in or with the Product Sponsor.

Product Share Classes

Some Product Sponsors offer multiple structures of the same product (e.g., mutual fund share classes) with each option having a unique expense structure, and some having lower costs to you as compared to others. We are incentivized to make available those share classes or other product structures that will generate the highest compensation to us.

Payment For Order Flow

We do not receive any Payment for Order Flow.

Compensation Related to Proprietary Products

Brokerage recommendations can include a recommendation to invest in a product or service that is managed, issued or sponsored by us or our affiliates. We and our affiliates will receive additional compensation or economic benefits from investments by you in such products, including, but not limited to, management credits, service fees and similar revenue sharing arrangements. The compensation related to these may be greater than similar products provided by third parties. Thus, we have an incentive to recommend investments in proprietary/affiliated products.

Compensation Related to Our Affiliates

We do not have any compensation agreements with affiliates.

Compensation Received by Financial Advisors

Financial advisors are compensated in a variety of ways based on the percentage of revenue generated from sales of products and services to clients and/or total assets under advisement, including brokerage account activity. This compensation may vary by the product or service associated with a brokerage recommendation. In addition to upfront-transaction based compensation, some products feature on-going residual or "trail" payments. Thus, financial advisors are incentivized to recommend products that have higher fees as well as those with on-going payments.

Typically, a financial advisor's payout schedule (periodically adjusted by us at our discretion) increases with production and asset levels. The same payout schedule is reduced when financial advisors discount certain client fees and commissions, or client relationship asset levels are below minimums established by us from time to time. Financial advisors also may be eligible for annual or ongoing bonuses and deferred compensation awards based upon a variety of factors that may include reaching certain production levels, tenure with the firm, client product mix, asset gathering, referrals to affiliates or other targets, as well as compliance with our policies and procedures and meeting best business practices.

As a result, financial advisors have an incentive to provide brokerage recommendations that result in selling more investment products and services, as well as investment products and services that carry higher fees. Financial advisors also have an incentive to provide brokerage recommendations to gather more assets under management and to increase brokerage trading activity, and to reduce the number of discounts available to you.

Financial advisors have an incentive to recommend you rollover assets from a Qualified Retirement Plan (QRP) to a brokerage Individual Retirement Account (IRA) because of the compensation they will receive. We maintain policies and procedures designed to ensure that rollover recommendations are in your best interest.

Brokerage accounts, unlike advisory accounts, do not feature an on-going fee based on assets under management. Financial advisors are incentivized to recommend you transition your brokerage services account to an advisory account to generate on-going revenue where your brokerage account has minimal activity. Further, financial advisors are incentivized to recommend you transition your brokerage account to an advisory account after you have already placed purchases resulting in commissions and/or other transaction-based brokerage fees. We have controls established to identify and mitigate this risk. Financial advisors also have an incentive to provide higher levels of service to those clients who generate the most fees.

Recruitment compensation may be provided to financial advisors who join our firm from another financial firm. This compensation, which may vary by financial advisor, often includes either an upfront or backend award based upon new client assets to the firm and/or revenue generated from such client assets. This creates an incentive for the financial advisor to recommend the transfer of assets to the firm, including brokerage assets, in order to earn this compensation.

Noncash compensation is provided to financial advisors in the form of credits toward business expense accounts and certain titles. Financial advisors are also compensated in the form of education meetings and recognition trips. Portions of these programs is subsidized by external vendors and affiliates, such as mutual fund companies, insurance carriers, or money managers. Consequently, product providers that sponsor and/or participate in education meetings and recognition trips gain opportunities to build relations with financial advisors, which could lead to sales of such product provider's products. Financial advisors also receive promotional items, meals, entertainment, and other noncash compensation from product providers up to \$100 per year for gifts per vendor and \$1,000 per year for meals per vendor.

Other Financial Advisor Activities

Financial advisors may be motivated to place trades ahead of clients in order to receive more favorable prices than their clients.

Financial advisors who are transitioning through a succession plan may be incentivized to make brokerage recommendations designed to increase the value of their "book of business" through asset accumulation or brokerage trades that are not in your best interest. Financial advisors who receive clients from a retiring financial advisor are incentivized to meet growth goals and may make recommendations not in your best interest.

Internal campaigns and recognition efforts may incentivize financial advisors to engage in activities to reach incentive goals.

Standard of Conduct

Pinnacle Investments, when acting as a broker-dealer, provides recommendations subject to Regulation Best Interest. **When we provide you with a recommendation**, we have to act in your best interest and not put our interest ahead of yours. At the same time, the way we make money creates some conflicts with your interests. You should understand and ask us about these conflicts because they can affect the services we provide. Here are some **examples** to help you understand what this means:

Employee vs. Client Conflicts:

The compensation arrangements or incentives for the firm or its employees could affect whether employees recommend or offer a particular security or transaction to a client.

Outside business activities:

If your broker or adviser engages in an outside business activity it can cause the appearance of a conflict. Typically, this may occur if the broker or adviser engages in an outside business activity relating to a stock offering and employer for the outside business activity tries to have the broker or adviser

Dual Registration – Investment Advisor/ Broker Capacity

Pinnacle Investments, LLC is both an SEC registered investment adviser and a registered broker-dealer. As such it is able to act in an advisory capacity and have managed accounts as well as act in a brokerage capacity and maintain brokerage accounts. It is important the broker or adviser is clear on that role when engaging with a client.

A material conflict of interest may arise when a brokerage account converts to an advisory account where investment advisor representatives place clients in asset-based fee accounts versus transaction-based fee accounts. The same conflict may arise when an advisory account converts to a brokerage account where investment advisory representatives place clients in transaction-based accounts versus asset-based fee accounts.

Pinnacle Investments, LLC addresses this potential conflict of interest through the use of an internal policy that requires that a Pinnacle representative fill in a form with pertinent information when a brokerage account converts to an advisory account or, vice versa, when an advisory account converts to a brokerage account. The information pertains directly to the reasoning for the transfer of the account and requires the signature of the designated supervisor.

Brokerage Transaction:

Pinnacle Investments is required to provide clients with the best execution possible for their transactions. An appearance of a conflict of interest may occur if a broker-dealer or investment adviser directs transactions to a certain market center that may not provide able to provide clients the best possible execution price on their transactions.

Front Running:

Front Running is not only a conflict of interest but also a prohibited act. This situation results when a broker or advisor takes advantage of non-public information about a large block trade and purchases or sells the securities in his or her own account ahead of the block execution.

Pinnacle Holding Company Shareholders/Representatives:

There is a potential conflict that arises when representatives of Pinnacle Investments, LLC, who are individual shareholders of Pinnacle Holding Co., LLC, invest client assets with its affiliate, Pinnacle Capital Management, LLC, because profitability of Pinnacle Capital Management, LLC could impact shareholder value. We feel this conflict is minimized in that representatives of Pinnacle Investments, LLC must ensure that any PCM products are in the best interest of the client.

When we act as your investment adviser, we have to act in your best interest and not put our interest ahead of yours. At the same time, the way we make money creates some conflicts with your interests. You should understand and ask us about these conflicts because they can affect the investment advice we provide you.

When we provide with a recommendation as your broker-dealer or act as an investment adviser, we have to act in your best interest and not put ours ahead of yours. At the same time, the way we make money creates some conflicts with your interests. You should understand and ask us about these conflicts because they can affect the recommendations and investment advice we provide you.

(ii) Examples of Ways You Make Money and Conflicts of Interest:

Proprietary Products: Investments that are issued, sponsored or managed by Pinnacle Investments or our affiliates.

As far as proprietary products see below:

1789 Growth and Income Fund

The 1789 Growth and Income Fund is a 40 Act Mutual Fund that seeks income and growth of capital by investing primarily in stocks with high and growing dividends. Pinnacle Investments is the

distributor for the Fund and Pinnacle Investments' affiliate Pinnacle Capital Management is the Advisor to the Fund.

Pinnacle Aggressive Growth Global, Extended Fund (PAGGE)

PAGGE is a private 130/30 long/short fund. Pinnacle Investments' affiliate Pinnacle Capital Management is the Advisor and General Partner to the Fund.

New York Service Award Fund, Exclusive Fund (NY SAFE)

NY SAFE is a Private Fund of which 1/3 is invested long/short in equity and 2/3 is invested in fixed income. Limited Partners are limited to Volunteer Length of Service Award Programs and Firefighter Benevolent Associations in New York State. Pinnacle Investments' affiliate Pinnacle Capital Management is the Advisor to the Fund.

Principal Trading: Investments Pinnacle Investments buy from a retail investor and/or investments Pinnacle Investments sells to a retail investor, for or from our own accounts, respectively.

Additional Resources

Title **Web address:** www.pinnacleinvestments.com/about-pinnacle-investments/disclosures-links::

Form CRS

- Margin Disclosure
- New Account Agreement
- Designation Of Responsibilities
- Cash Sweep Program
- Fee Schedule