Form ADV Part 2A: Appendix – Wrap Fee Program Brochure

Item 1 – Cover Page

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Date of Brochure: March 28, 2025

This wrap fee program brochure provides information about the qualifications and investment advisory business practices of Allworth Financial, L.P. If you have any questions about the contents of this brochure, please contact us at (916) 482-2196 or compliance@allworthfinancial.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (SEC) or by any state securities authority. Allworth Financial is an investment adviser registered with the SEC. Registration as an investment adviser does not imply a certain level of skill or training.

Additional information about our investment advisory business is also available on the SEC's website at www.adviserinfo.sec.gov. You can view our information on this website by searching for "Allworth Financial". You can also search using the firm's CRD number. The CRD number for the firm is **111167**.

Item 2 – Material Changes

This item provides information regarding specific material changes and a summary of such changes made to the Disclosure Brochure since the last annual update of the brochure. This Brochure dated March 28, 2025 is our annual updating amendment. Material changes to the Brochure since our last annual updating amendment, dated March 22, 2024, include:

- Item 6 – Methods of Analysis, Investment Strategies and Risk of Loss has been updated to reflect changes to the investment strategies offered to clients.

- *Item 9 – Client Referrals and Other Compensation* has been revised to update the disclose regarding our arrangements with certain cash management services providers.

Pursuant to SEC Rules, we will ensure that you receive a summary of any materials changes to this and subsequent Brochures within 120 days of the close of our business' fiscal year. We will further provide other ongoing disclosure information about material changes as necessary, at any time, without charge

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Item 4 – Services, Fees and Compensation

This brochure describes the Allworth Financial, L.P. (referred to as "Allworth" in this document) Wrap Fee Program (referred to as "Program"). This brochure also contains information pertaining to Allworth's RAA division which focuses on serving clients in the airline industry.

The Program is a wrap-fee program which means advisory services and transaction services are provided for one fee. The Wrap Fee Program management fee covers Allworth's advisory services (including initial and ongoing reviews of financial circumstances) and most trade execution or asset-based fees charged by the custodians offered by Allworth. Specifically, the fee will cover commissions, prime broker fees, and any other transaction fees relating to the execution of securities transactions within client accounts, except for SEC and foreign tax fees, which are not custodian or Allworth fees. Additionally, clients will assume the costs of certain platform fees (e.g., unified managed accounts) and third-party manager fees (e.g., separately managed accounts). Clients are subject to a fee being charged by the receiving custodian should they transfer assets from Allworth, and the client is wholly responsible for these fees. In all instances, Allworth does not receive any portion of these non-wrap fees.

An Allworth investment adviser representative will consult with each potential client to determine overall Program suitability. Allworth only offers the Program to prospective clients and currently do not offer a non-wrap fee alternative, except for certain retirement plan clients; therefore, if an Allworth investment adviser representative determines the Program is not suitable for a particular investor, the investor will not participate in the Program. Only investment advisor representatives of Allworth serve as portfolio managers in the Program. Therefore, participants in the Program must be advisory clients of Allworth.

Under the Program, Allworth provides continuous investment advice to the client and makes investments for the client based on the individual needs of the client. Through this service, Allworth offers a customized and individualized investment program for clients. Various investment strategies are provided under the Program; however, a specific investment strategy and investment policy is crafted for each client to focus on the specific client's goals and objectives.

Allworth obtains information from clients to determine each individual client's financial situation and investment objectives. Accounts are managed on the basis of each client's financial situation and investment objectives. At least quarterly, clients are instructed to notify Allworth whether the client's financial situation or investment objectives have changed, or if the client wants to impose and/or modify any reasonable restrictions on the management of accounts managed under the Program. At least annually, Allworth shall contact individual clients to determine whether their financial situation or investment objectives have changed, or if the client wants to impose and/or modify any reasonable restrictions on the management of accounts managed. Allworth investment adviser representatives are reasonably available to consult with individual clients relative to the status of their accounts. Clients have the ability to impose reasonable restrictions on the management of their accounts, including the ability to instruct Allworth not to purchase certain securities. Client's beneficial interest in a security does not represent an undivided interest in all the securities held by the custodian, but rather represents a direct and beneficial interest in the securities which comprise the account. A separate account is maintained for each client with the custodian and clients retain right of ownership of the account (e. g. right to withdraw securities or cash, exercise or delegate proxy voting, and receive transaction confirmations).

Upon establishment of a Program account, Allworth will be granted trading authorization. Accounts are typically managed on a discretionary basis. Clients must opt-in to provide Allworth the ability to manage accounts on a discretionary basis. The opt-in of such authority must be memorialized in the *Wrap Fee*

Program Client Agreement. When discretionary authority is granted, it is limited in that Allworth will only be given discretionary trading authority. This authority will allow Allworth to determine the type of securities and the amount of securities that can be bought or sold for the client account without obtaining the client's consent for each transaction. Upon a client's request, Allworth will manage Program accounts on a non-discretionary basis.

Neither Allworth nor any of its related persons acts as a principal (buys securities for itself or sells securities it owns to any client) when managing client accounts in the Program. Similarly, neither Allworth nor a related person effects transactions in which client securities are sold to or bought from a brokerage (commission-only) client.

Program accounts must be established on a brokerage platform selected by Allworth. See *Item 5- Account Requirements and Types of Clients- Opening an Account* below for more information.

Program Fees

Management fees for Program accounts are calculated and billed for each period (monthly or quarterly) in advance for each period based on the value of the client account on the last business day of the prior period. Adjustments will be made in the case of any individual contributions or withdrawals which exceed $10,000 made to the client account during the quarter. Accounts opened mid-period will be charged an initial management fee that includes a portion of the fee that is pro-rated for the number of days that the account is opened in the first period. The annual management fee charged for the Program can be negotiated with each client. Clients can receive discounted fees for "householding" accounts where accounts in the same household are aggregated for the purposes of meeting advisory fee breakpoints. Management fees for client account(s) in the Program are subject to a $2,500 annual minimum fee and the maximum fee charged in the Program is 1.85%. Allworth will provide the exact percentage-based fee to each client based on both the nature and total dollar asset value of the client's account(s). The fee will be stated in the fee schedule accompanying the investment management agreement. All fees will be noted on the Client's statements and/or confirmations.

Fees are generally deducted directly from a client's brokerage account. Clients must provide written authorization to have fees deducted from the account and paid to Allworth. The qualified custodian will send client brokerage account statements, at least quarterly, showing all disbursements for the account including the amount of the advisory fee, when deducted directly from the account. On an exception basis, clients can have their Program management fees paid from non-managed accounts. Additionally, if a client has multiple managed accounts, they can choose to aggregate the fees charged in accounts to be deducted from a specified account. When fees are paid from other accounts, management fee debits will not be noted on the client's monthly brokerage statements, rather they will be noted on the account they are deducted from.

The Program management fee covers Allworth's advisory services (including initial and ongoing reviews of financial circumstances) and all trade execution or asset-based fees charged by the custodians offered by Allworth. Specifically, the fee will cover all commissions, prime broker fees, and any other transaction fees relating to the execution of securities transactions within client accounts. There are other operational fees charged by the custodian including, but not limited to, wire transfer fees, overnight check fees, account transfer fees and non-sufficient funds fees that are not covered by the Program fee. Clients will be charged a fee by the receiving custodian should they transfer assets from Allworth and the client is wholly responsible for these fees.

The Program fee paid to Allworth includes both advisory services and the cost of any brokerage expenses. The majority of Program client accounts are established at the custodian with transaction-based pricing, which means Allworth is assessed a fee for every transaction executed in the account. This means client accounts with higher volume trading generally incur more transaction / brokerage expenses than accounts with lower trading volume. Since such brokerage expenses are borne directly by Allworth for accounts in the Program, they reduce the amount of the net fee retained by Allworth. Accordingly, Allworth has an incentive to minimize trading volume for trades resulting in transaction and related costs by placing trades less frequently than it otherwise might if such conflict of interest did not exist.

Allworth generally will manage a client's account in accordance with model asset allocation portfolios reviewed by Allworth's Investment Committee. Model portfolios are comprised primarily of target allocations among mutual funds and exchange-traded funds invested in a broad range of market sectors and asset classes. Given the conflicts relating to trading volume and brokerage expenses, clients and prospective clients should be aware that their accounts (and the investment models on which they are based) generally are not expected to require high trading volume to achieve the relevant allocation targets. In addition, client accounts primarily are invested in underlying securities with low transaction costs (*e.g.*, no-load mutual funds) relative to the transaction costs applicable to building portfolios of individual publicly traded equity securities.

Allworth believes the wrap fee charged is reasonable in relation to the broad suite of services it provides, including the asset allocation models; however, the factors described above have the effect of reducing the benefit to clients of a unified wrap-fee as it relates to transaction or brokerage expenses, and there can be no assurance for a given client that such services could not be obtained at a lower cost. To help address this conflict of interest while also balancing the goal of controlling brokerage expenses, Allworth has established procedures designed to periodically rebalance and reallocate account holdings in models. Periodic rebalancing is used to return the asset mix and existing holdings of applicable client accounts back to their original target allocation percentages in accordance with the relevant model portfolios. Reallocation is used to change the allocation or to change the investments held in an account. Allworth's periodic rebalancing and reallocation for client accounts result in the incurrence of related transaction and brokerage costs borne by Allworth, and these procedures in part are intended to help mitigate the conflict of interest described above from resulting over time in client accounts drifting from applicable target allocations in their model portfolios.

Allworth does not automatically include all accounts in every rebalance and reallocation. Instead, a dollar amount (i.e. threshold) is determined under which adjustments to investment holdings will not have a material impact on the account. If Allworth believes rebalancing a particular account is in the best interests of the client because of an anticipated material impact, the account will be included the account in the rebalance or reallocation. However, if Allworth determines including an account in a rebalance or reallocation will not likely have a materially positive impact, the account will be excluded in order to avoid unnecessary trading and brokerage expenses.

The Program can cost the client more or less than purchasing investment advisory and trade execution services separately. As disclosed in this section, Allworth receives compensation as a result of a client's participation in Program. The amount of Allworth's compensation can be more than what a client would receive if the client participated in programs sponsored by other financial firms or paid separately for investment advice, brokerage, and other services.

In the event a client has purchased commissionable products (such as a variable annuity) being transferred to a Program account through an investment advisor representative in the investment advisor representative's capacity as a securities agent or insurance agent, Allworth will offset or waive the management fee charged through Program. Any reduction will not exceed 100% of the commission received and will be disclosed to clients prior to beginning services or at the time the deduction is made.

Allworth has the ability to select mutual funds with higher total expense ratios for smaller client accounts (typically, accounts with assets between $50,000 and $100,000). Typically, mutual funds with no-transaction costs have higher total expense ratios. Additionally, Allworth can select certain no transaction fee ETFs, offered at each qualified custodian, as part of their portfolios for all accounts. Therefore, while the percentage-based Program fee charged to clients is applied equally among Program accounts regardless of the dollar amount, lower dollar amount accounts will generally have higher overall fees and expenses than Program accounts exceeding $100,000.

Third Party Investment Advisers

For client accounts managed by an external, third-party investment adviser ("TPA"), the account(s) will be billed management fees by the TPA directly, according to the TPA's fee schedule. The annual management fee(s) charged by TPAs range from between 0.05% and 1.00% of the account assets under management by the TPA. Fees billed by TPAs Envestnet, Blackrock and Aperio are billed quarterly in advance. Fees billed by TPA 55ip are billed monthly in arrears. TPA fees are in addition to any advisory fees charged by Allworth and Allworth does not share in the management fee paid by clients to a TPA. Fees for services provided by the TPAs will be deducted by the TPA directly from the client account at the custodian in accordance with the TPA's fee schedule.

Participant Account Management (Discretionary)

Allworth provides an additional service for clients with certain 401(k) accounts, health savings accounts and other assets where Allworth has been given discretion to manage the assets, but the assets are not held with one of the qualified custodians with whom Allworth currently has a relationship. Clients with these types of accounts authorize Allworth to provide discretionary investment management of the assets in the account via third party specialty order management systems. Allworth does not have custody of client accounts it manages through the specialty order management systems because Allworth is not provided direct access to client log-in credentials to effect transactions. Instead, Allworth obtains access to these client accounts via a secure link provided directly to the client. Allworth is not affiliated with and receives no compensation from the specialty order management systems for using their services. Allworth clients do not incur any additional fees in order for Allworth to access their accounts in this manner. Allworth regularly reviews the available investment options in these client accounts and will implement investment strategies in the same manner as for other client accounts.

Other Fees

Clients incur certain charges imposed by third parties other than Allworth in connection with investments made through a Program account, including but not limited to, mutual fund sales loads, surrender charges, and IRA and qualified retirement plan fees charged by a product sponsor or other third party. Program fees charged by Allworth are separate and distinct from the fees and expenses charged by investment company securities recommended to clients. A description of fund fees and expenses are available in each fund's prospectus.

Arrangement with Fidelity.

Allworth participates in the Fidelity Institutional Wealth Adviser program for independent investment advisers. This program includes custody of securities, trade execution, clearance and settlement of transactions. Allworth clients have the option to establish account(s) with Fidelity, which will serve as the client's qualified custodian and maintain physical custody of all client funds and securities, and to designate Allworth as the investment advisor on the account(s). Allworth will be granted limited power-of-attorney on the account(s) to implement trades within the account(s) and (when agreed to by the client) deduct Allworth advisory fees from the account and assist in effecting distributions at the client’s request.

Fidelity charges brokerage commissions and transaction fees for effecting certain securities transactions (i.e., transactions fees are charged for certain no-load mutual funds, commissions are charged for individual equity and debt securities transactions). Fidelity enables Allworth to obtain many no-load mutual funds without transaction charges and other no-load funds at nominal transaction charges. Fidelity’s commission rates are generally considered discounted from customary retail commission rates. However, the commissions and transaction fees charged by Fidelity could be higher or lower than those charged by other custodians and broker-dealers.

As a result of receiving such services for no additional cost, Allworth has an incentive to continue to use or expand the use of Fidelity's services. Allworth examined this conflict of interest when it chose to enter into the relationship with Fidelity and has determined that the relationship is in the best interests of Allworth's clients and satisfies its client obligations, including its duty to seek best execution. A client could pay a commission that is higher than another qualified broker-dealer might charge to effect the same transaction where Allworth determines in good faith that the commission is reasonable in relation to the value of the brokerage and research services received. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broke-dealer’s services, including the value of research provided, execution capability, commission rates, and responsiveness. Accordingly, although Allworth will seek competitive rates, to the benefit of all clients, it will not necessarily obtain the lowest possible commission rates for specific client account transactions. Although the investment research products and services obtained by Allworth will generally be used to service all of Allworth’s clients, a brokerage commission paid by a specific client will be used to pay for research that is not used in managing that specific client’s account. Allworth and Fidelity are not affiliates, and no broker-dealer affiliated with Allworth is involved in the relationship between Allworth and Fidelity.

Arrangement with Schwab

Allworth participates in the Schwab Advisor Services program for independent investment advisers. This program includes custody of securities, trade execution, clearance and settlement of transactions. Allworth clients have the option to establish account(s) with Schwab, which will serve as the client’s qualified custodian and maintain physical custody of all client funds and securities, and to designate Allworth as the investment advisor on the account(s). Allworth will be granted limited power-of-attorney on the account(s) to implement trades within the account(s) and (when agreed to by the client) deduct Allworth advisory fees from the account and assist in effecting distributions at the client’s request.

Schwab charges brokerage commissions and transaction fees for effecting certain securities transactions (i.e., transactions fees are charged for certain no-load mutual funds, commissions are charged for individual equity and debt securities transactions). Schwab enables Allworth to obtain many no-load mutual funds without transaction charges and other no-load funds at nominal transaction charges. Schwab’s commission rates are generally considered discounted from customary retail commission rates. However, the commissions and transaction fees charged by Schwab could be higher or lower than those charged by other custodians and broker-dealers.

As a result of receiving such services for no additional cost, Allworth has an incentive to continue to use or expand the use of Schwab's services. Allworth examined this conflict of interest when it chose to enter into the relationship with Schwab and has determined that the relationship is in the best interests of Allworth's clients and satisfies its client obligations, including its duty to seek best execution. A client could pay a commission that is higher than another qualified broker-dealer might charge to effect the same transaction where Allworth determines in good faith that the commission is reasonable in relation to the value of the brokerage and research services received. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broke-dealer’s services, including the value of research provided, execution capability, commission rates, and responsiveness. Accordingly, although Allworth will seek competitive rates, to the benefit of all clients, it will not necessarily obtain the lowest possible commission rates for specific client account transactions. Although the investment research products and services obtained by Allworth will generally be used to service all of Allworth’s clients, a brokerage commission paid by a specific client will be used to pay for research that is not used in managing that specific client’s account. Allworth and Schwab are not affiliated and no broker-dealer affiliated with Allworth is involved in the relationship between Allworth and Schwab.

Allworth has entered into a Business Development Agreement (“Agreement”) with Charles Schwab & Co., Inc. (“Schwab”) whereby Allworth will identify financial advisor candidates to potentially establish a custodial relationship with Schwab. The Agreement creates an incentive for Allworth to encourage its financial advisors to custody clients’ assets with Schwab due to the economic benefit it will receive which is a conflict of interest. There may be other entities available to supply similar custody services at a lower fee. Financial advisors joining Allworth and their clients are not required to select Schwab as their custodian in order to receive services from Allworth.

<u>Arrangement with NATC</u>

Allworth utilizes National Advisors Trust Corporation (“NATC”) to provide custodial services to its clients. This program includes custody of securities, trade execution, clearance and settlement of transactions. Certain Allworth clients have the option to establish account(s) with NATC, which will serve as the client’s qualified custodian and maintain physical custody of all client funds and securities, and to designate Allworth as the investment advisor on the account(s). Allworth will be granted limited power-of-attorney on the account(s) to implement trades within the account(s) and (when agreed to by the client) deduct Allworth advisory fees from the account and assist in effecting distributions at the client’s request.

NATC charges brokerage commissions and transaction fees for effecting certain securities transactions (i.e., transactions fees are charged for certain no-load mutual funds, commissions are charged for individual equity and debt securities transactions). NATC enables Allworth to obtain many no-load mutual funds without transaction charges and other no-load funds at nominal transaction charges. However, the commissions and transaction fees charged by NATC can be higher or lower than those charged by other custodians and broker-dealers.

As a result of receiving such services for no additional cost, Allworth has an incentive to continue to use or expand the use of NATC's services. Allworth examined this conflict of interest when it chose to enter into the relationship with NATC and has determined that the relationship is in the best interests of Allworth's clients and satisfies its client obligations, including its duty to seek best execution. A client can pay a commission that is higher than another qualified broker-dealer might charge to effect the same transaction where Allworth determines in good faith that the commission is reasonable in relation to the value of the brokerage and research services received. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broke-dealer’s services, including the value of research provided, execution capability, commission rates, and responsiveness. Accordingly, although Allworth will seek competitive rates, to the benefit of all clients, it will not necessarily obtain the lowest possible commission rates for specific client account transactions. Although the investment research products and services that can be obtained by Allworth will generally be used to service all of Allworth’s clients, a brokerage commission paid by a specific client can be used to pay for research that is not used in managing that specific client's account.

Joseph Kopczynski and Kirk Hudson have minority ownership interests in a savings and loan holding company, National Advisors Holdings, Inc. ("NAH") that has formed a federally chartered trust company, National Advisors Trust Company ("NATC"). The Office of Thrift Supervision regulates NAH and NATC. The trust company intends to provide a low-cost alternative to traditional trust service providers, and Allworth can refer clients to NATC for trust services and or custody services. Collectively, Joseph Kopczynski and Kirk Hudson own a de minimus amount of the outstanding shares NAH. The practice of referring clients to NATC for trust and/or custody services presents a conflict of interest because, as shareholders of NATC's parent company, NAH, Messrs. Kopczynski and Hudson have an incentive to recommend the use of NATC's services in order to benefit as NAH shareholders. Allworth seeks to mitigate this risk by maintaining policies and procedures to ensure that referrals are based solely on the best interests of the client.

<u>Termination of Services</u>

Each client has the option terminate its investment management agreement with Allworth at any time without penalty. Allworth has the option to terminate its relationship with a client at any time upon delivery of a written notice. Regardless of the terminating party, Allworth will provide a refund of fees paid in advance upon termination of the investment management agreement. Refunds are calculated from the time Allworth receives or sends written notice of termination, or from the time the custodian receives notice of transfer, whichever occurs first.

Item 5 – Account Requirements and Types of Clients

<u>Opening an Account</u>

To become a Program participant, an agreement (the *Wrap Fee Program Client Agreement*) between the client and Allworth must be executed. In addition, the client will be required to establish a brokerage account through a qualified custodian. There is no minimum account size required for a client to participate in the Program.

<u>Types of Clients</u>

Allworth offers advisory services to:

- Individuals and high net worth individuals
- Pension and profit-sharing plans
- Trusts, estates, or charitable organizations
- Corporations

Item 6 – Portfolio Manager Selection and Evaluation

<u>General Description of Services</u>

Because Allworth investment adviser representatives serve as portfolio managers of the Program, the following is provided as brief descriptions of Allworth's primary services. Detailed descriptions of Allworth's services other than the Program are provided in Allworth's Disclosure Brochure.

Financial Planning. Allworth provides advisory services in the form of financial planning services. Financial planning services do not involve the active management of client accounts but instead focus on a client's overall financial situation. Financial planning is designed to individuals determine and set their long-term financial goals, through investments, tax planning, asset allocation, risk management, retirement planning, and other areas. The role of a financial planner is to find ways to help the client understand his/her overall financial situation and help the client set financial objectives.

Qualified Retirement Plan Consulting Services. Allworth provides several advisory services for corporate retirement plans, separately or in combination. While the primary clients for these services will be nonqualified deferred compensation, pension, profit sharing, 401(k) and 403(b) plans, Allworth will also offer these services, where appropriate, to individuals and trusts, estates and charitable organizations.

Variable Annuity Sub-Account Management Services. Allworth manages variable annuity and/or variable life contract(s) by monitoring, advising, recommending and exchanging as necessary between sub-accounts available from the insurance company issuing the variable annuity or variable life contract(s). Our sub-account management services are provided to the sub-accounts of variable annuity and variable life contract(s).

Newsletters. Allworth periodically provides a newsletter to its clients. This newsletter contains general, educational and informational articles. Non-clients can also subscribe to this newsletter by contacting Allworth. This newsletter is free of charge for clients and non-clients.

Seminars. Allworth and its associated persons also provide seminars to the public on general, informational and educational topics.

Advice on Certain Types of Investments. Allworth typically constructs each client's account holdings using low-fee mutual funds, no-load mutual funds, equity positions, exchange traded funds and fixed income positions to build diversified portfolios. Allworth also provides advice regarding variable annuity products linked to the Program account. Allworth seeks to build manage client accounts for the long term and does not typically attempt to take advantage of short-term market volatility. Allworth has the ability to increase or decrease cash holdings modestly as deemed appropriate, based on the client's risk tolerance and Allworth's expectations of market behavior.

Upon request, Allworth will provide advice on most types of investments owned by a client and, at the specific request of a client, will explore investment options not currently owned by a client. However, Allworth does not offer advice on warrants, commodities or privately offered securities, such as hedge funds, private equity funds or other unregistered securities.

Allworth provides investment advice on the following general categories of securities:

- Exchange-listed securities
- Securities traded over-the-counter
- Exchange Traded Funds (ETFs)
- Foreign issues
- Corporate debt securities (other than commercial paper)
- Certificates of deposit
- Municipal securities
- Variable life insurance
- Variable annuities
- Mutual fund shares (open and closed ended)
- United States government securities
- REITs
- Options

Performance-Based Fees and Side-By-Side Management

Performance-based fees are defined as fees based on a share of capital gains on or capital appreciation of the assets held in a client's account. Allworth does not charge performance-based fees.

Client Assets Managed by Allworth Financial

As of December 31, 2024, Allworth had $25,097,132,975 in assets under management ("AUM"), of which $24,831,273,352 was managed on a discretionary basis and $265,859,623 was managed on a non-discretionary basis.

Retirement Account Rollovers

When providing investment advice to individuals concerning their retirement plan accounts or individual retirement accounts ("IRAs"), Allworth is acting as a fiduciary with respect to these retirement accounts. There is a conflict of interest when the firm makes a recommendation that a client roll over assets from the client's existing retirement account to a different retirement account managed by Allworth, such as a new rollover IRA established through the firm. The conflict of interest exists because Allworth will receive compensation (e.g., management fees) if the money is rolled over, but it will not if the recommendation is not accepted. The firm addresses this conflict of interest in accordance with the fiduciary requirements under the Employee Retirement Income Security Act of 1974, as amended, and the Internal Revenue Code as applicable. These rules generally require the firm to acknowledge its fiduciary status, describe its services, disclose material conflicts of interest, and adopt policies and procedures designed to ensure compliance with the fiduciary standards that apply when investment advice is provided to retirement account clients. No client is under any obligation to roll over retirement account assets to an account managed by Allworth.

Method of Analysis in Formulating Investment Advice

Allworth uses both quantitative and qualitative analysis in evaluating investments, strategies, and asset classes. This involves analyzing macroeconomic, fundamental, statistical, and technical data. The result of this analysis will provide feedback for the asset allocation of each portfolio and the selection of various investment strategies.

Investment Strategies when Managing Client Assets and/or Providing Investment Advice

The investment strategies that Allworth has designed are broadly classified as follows:

- Buffered Equity ETF: This strategy invests in defined-outcome ETFs and targets a 15% buffer on the downside, aiming to shield the portfolio from the first 15% of losses in the underlying reference assets over a 12-month period. Concurrently, it seeks to capture up to 80% of the upside potential. This strategy can be combined with the Pure Index.
- Core-Satellite: This strategy uses low-cost ETFs for the Core, which tracks a strategic benchmark. The satellite portion employs actively managed funds or active management of passive vehicles.
- Core-Satellite Plus: This strategy has a dedicated sleeve for liquid (i.e., publicly traded) alternative securities. Otherwise, the allocations are similar to the Core-Satellite Standard models.
- Equity Dividend: This strategy invests in approximately 40 high-dividend yielding, large-cap equities. Stock selection and weightings are based on market capitalization, momentum, and valuation. This strategy can be combined with the Pure Index fixed income portion.
- Equity Large-Cap: This strategy invests in approximately 40 large-cap equities. Stock selection and weightings are based on market capitalization, momentum, and valuation. This strategy can be combined with the Pure Index fixed income portion.

- ESG: This strategy invests in low-cost ETFs and mutual funds, with an emphasis on investments made using environmental, social, and governance factors,
- Christian Values: This invests in ETFs and mutual funds that prioritize companies that align with Christian ethical principles, emphasizing integrity, compassion, and social responsibility.
- Factors: This strategy invests in ETFs and mutual funds that emphasize exposure to dimensions that explain returns (equity: quality, size, and value; fixed income: duration and credit).
- Income: These strategies have a primary focus on generating income with different secondary emphases, varying from capital preservation to growth. These strategies invest in mutual funds and ETFs with exposure stocks, bonds, and liquid alternatives
- Pure Index: This strategy invests primarily in low-cost, market cap-weighted ETFs. The strategy seeks low turnover and to closely track benchmark indices. A version of the strategy that invests only in U.S securities is available.

All of the asset allocation strategies except for the Buffered Equity ETF strategy have the following neutral equity and fixed income target weightings: 0/100, 10/90, 20/80, 30/70, 40/60, 50/50, 60/40, 70/30, 80/20, 90/10, and 100/0. However, the strategies can deviate from the neutral allocations based on market conditions. The above strategies (except for Buffered Equity ETF, Christian Values, and ESG) have tax-efficient options, meaning that there could be increased usage of ETFs relative to mutual funds and a portion of the fixed income allocation dedicated to municipal bonds.

In some cases, where minimizing realized capital gains is of greatest importance to the client or where the client has a mandate that is different from the above-mentioned models, Allworth will manage customized models that can be unique to the client. The underlying investments in such customized models are evaluated by the financial advisor and/or the investment management team.

Third Party Investment Advisers

After a review of a client's portfolio(s), risk tolerance and investment objectives, Allworth can delegate some or all of its responsibilities for a portion or all of a client's portfolio to one or more third party investment advisers (each, a "TPA"). Each TPA will actively manage client portfolio(s) and will assume discretionary investment authority over that portion of the portfolio(s) allocated to the TPA. Discretionary investment authority will allow the TPA to place trades and make changes to your account or the portion of your account the TPA is authorized to manage without your prior approval. Allworth will periodically monitor each TPA's performance to ensure its investment program remains aligned with the client's goals and objectives. Allworth conducts due diligence of any recommended TPA and monitors the performance of TPAs with respect to the TPA's management of the designated assets of each account relative to appropriate peers and/or benchmarks. Allworth will retain discretionary authority to hire and terminate each TPA and/or to reallocate client portfolio assets to another TPA where deemed appropriate. The recommendation of TPAs will be done on a discretionary or non-discretionary basis with the specific terms outlined in your Allworth Client Agreement. When a client authorizes Allworth to have the ability to select TPAs on a discretionary basis, Allworth will have the authority to select and terminate TPAs without the client's specific approval. When TPA recommendations are made on a non-discretionary basis, the client will need to execute an agreement directly with the TPA.

Allworth is available and responsible to answer questions clients have regarding any portion of their account managed by a TPA and will act as the communication conduit between the client and the TPA. A complete description of the TPA's services, practices and fees will be disclosed in the TPA's Form ADV Part 2A: Firm Brochure that will be provided to the client.

There is a conflict of interest in that Allworth could prefer our internal strategies when selecting portfolio strategies rather than selecting strategists developed by TPAs. To control for and mitigate these conflicts of interest, Allworth seeks to select TPAs based on objective, performance-related and investment-selection criteria. Moreover, the fee Allworth charges and receives for this program does not go up or down based on whether or not a TPA is selected and does not go up or down depending on the different TPAs selected.

Risk of Loss

Past performance is not indicative of future results. Current and prospective clients should never assume that the future performance of any specific investment or investment strategy will be profitable. Investing in securities (including stocks, mutual funds, and bonds) involves the risk of loss. Investing involves market risk, including the possible loss of a client's entire investment. The value of client account investments may fluctuate because of changes in the markets in which the client account invests, which may cause client accounts to underperform other accounts with similar objectives. At various times in the past, volatile market conditions have had a dramatic effect on the value of securities. In addition, terrorist attacks, other acts of violence or war, health epidemics or pandemics, earthquakes, hurricanes and other natural or human disasters, may have broad adverse social, political, and economic effects on the global economy, which could negatively impact the value of client account investments. Client accounts, at any point in time may be worth less than at the time of original investment, even after taking into account the reinvestment of dividends. Even when the value of the securities when sold is greater than the price paid, there is the risk that the appreciation will be less than inflation. Further, depending on the different types of investments, there are varying degrees of risk. Clients and prospective clients should be prepared to bear investment loss, including loss of original principal.

Because of the inherent risk of loss associated with investing, Allworth is unable to represent, guarantee, or even imply that its services and methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections or declines. There are certain additional risks associated when investing in securities through this investment management program.

- ETF Risks – Buying or selling an ETF during market hours can result in higher or lower values than the index it seeks to track. Contributing factors to this variance are the time of the purchase or sale, the bid-ask spread of the ETF or the amount of daily volume that is traded for the ETF. While generally low, The risk of owning an ETF generally reflects the risks of owning the underlying securities the ETF holds. There are certain de minimis regulatory fees, which Allworth does not impose or receive, associated with ETF trades.

- Mutual Fund Risks – Mutual fund trades only occur at the end of the trading day, regardless of when purchase or sell orders are placed. Depending on intraday market movements, this can result in a price for the trade that is more or less favorable than trading at other times. Along with expenses that are absorbed by clients, there can be additional expenses incurred based on early redemptions made by clients. Clients in non-qualified accounts are subject to potential taxable capital gain and dividend income distributions. The risk of owning a mutual fund generally reflects the risks of owning the underlying securities the mutual fund holds.

- Market Risk – Equity markets as a whole can go down, resulting in a decrease in the value of Client investments that are invested in broad equity exposures.

- Stock-Specific Risk – When investing in stocks, there is always a certain level of company or industry-specific risk that is inherent in each investment. Diversification is used in an attempt to mitigate this unsystematic risk. There is the risk that a company and its stock price will perform poorly or have its value reduced based on factors specific to the company or its industry.

- Credit Risk – When investing in fixed income investments, there is the risk that the issuer will default on the security and be unable to make payments or that an issue will be downgraded. Fixed income instruments with a higher credit risk typically pay a higher yield than those of a higher credit quality to compensate investors for the risk of potential default or downgrade.

- Interest Rate Risk – When investing in high quality corporate bonds, U.S. Treasury securities, or other government-related bonds, these issues generally have very little if any credit risk, but such investments can be very sensitive to changes in interest rates. Fixed income investments with longer maturities generally have the highest degree of interest rate risk. As interest rates increase, the value of fixed income securities could decrease.

- Liquidity Risk – To the degree that a stock, bond, mutual fund, ETF, or other investment cannot be sold easily, investors will not be able to get out of an investment in a timely manner. This also holds true for interval mutual funds, where investors can only liquidate their funds at specified times, often at the end of a calendar quarter. Liquidity risk can be an issue if one needs to convert their assets to cash immediately, and this risk generally becomes more prevalent when asset prices are precipitously declining.

- Alternative Asset Fund Risk – Alternative asset funds often have liquidity risk, where investors can only liquidate their funds at specified times, often after a lock-up period elapses. Liquidity risk can be an issue if one needs to convert their assets to cash immediately, and this risk generally becomes more prevalent when asset prices are precipitously declining. Further, investors may be unable to liquidate their entire position at one time, or the fund might prohibit redemptions indefinitely. Alternative asset funds have expenses that clients absorb. Alternative assets can also be subject to infrequent pricing, indicating the stated value is not equal to the value an investor would receive if the asset were liquidated. The risk of owning an alternative asset fund generally reflects the risks of owning the fund's underlying securities.

- Buffered Equity ETF Strategy Risk - There can be no guarantee that the strategy will be successful in providing downside protection against underlying ETF losses. The Buffered Equity ETF Strategy does not provide principal protection or non-principal protection, and, despite the approximate buffer, an investor may experience significant losses on their investment, including the loss of their entire investment. In periods of extreme market volatility, the Strategy’s return may be subject to downside protection significantly lower than the approximate buffer.

- Specialized Strategy Risk: Specialized investment strategies include, but are not limited to, ESG, Christian Values and Factors. These offerings are all developed in accordance with our Investment Department’s guidelines. The use of criteria related to a specialized strategy may result in the strategy investing in, or allocating greater weight to, securities or market sectors that underperform the market as a whole or underperform other strategies which do not use those criteria. In evaluating an investment, Allworth is dependent upon information and data, which may be incomplete, inaccurate, or unavailable, which could adversely affect a specialized strategy’s construction. Moreover, securities included in a specialized strategy may cease to meet the appropriate criteria but may nevertheless remain in the strategy until the next review or rebalance. As a result, certain securities in the strategy may not meet the relevant specialized strategy objectives or constraints at all times.

Voting Client Securities

In limited instances, Allworth may choose to, but is not required to, vote proxies on a client's behalf. Clients that retain proxy-voting responsibilities will receive all issuer communications directly from their custodian.

When charged with the responsibility to vote proxies on behalf of its clients, Allworth will vote such proxies through an independent, unaffiliated third-party voting service ("Broadridge") in accordance with policies and recommendations determined by Broadridge. Broadridge endeavors to make vote recommendations in a manner that is reasonably designed to eliminate any potential conflicts of interest. Broadridge is required to establish and maintain adequate internal controls and policies in connection with the provision of proxy voting services to Allworth, including methods to reasonably ensure that its analysis and recommendations are not influenced by a conflict of interest. The policies include voting guidelines for matters relating to, among other things, the election of directors, approval of independent auditors, executive compensation, corporate structure and anti-takeover defenses. Broadridge may abstain from voting from time to time where it determines that the costs associated with voting a proxy outweigh the benefits derived from exercising the right to vote.

In situations where a conflict of interest arises between Allworth and a Client with respect to a particular security or a specific issue on the proxy ballot, the conflict of interest will be disclosed to the Client and Allworth will take direction from the Client on how to cast their vote.

A report summarizing each corporate issue and corresponding proxy vote is available to clients upon request by contacting Allworth's Compliance Department.

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Class Actions

A securities "class action" lawsuit is a civil suit brought by one or more individuals on behalf of themselves and others who have been similarly harmed by the issuer of a certain security. Clients retain the right under the applicable securities laws to initiate individually a lawsuit or join a class-action lawsuit against the issuer of a security that was held, purchased or sold by or for a client. Allworth will not initiate such a legal proceeding on behalf of any of its clients and does not provide legal advice to clients regarding potential causes of action against such a security issuer and whether its clients should join a class-action lawsuit. Allworth recommends clients seek legal counsel prior to making a decision regarding whether to participate in such a class-action lawsuit. Allworth's services do not include monitoring or informing its clients of any potential or actual class-action lawsuits against the issuers of the securities that were held, purchased or sold by or for any of its clients. However, upon a client's specific instruction, Allworth will provide factual information related to the individual client's investment history in the security underlying the individual or class-action lawsuit and provide assistance with the completion of a portion of certain class-action paperwork. At no time should such assistance by Allworth be deemed as a substitute for consulting with legal counsel.

Item 7 – Client Information Provided to Portfolio Managers

Allworth is responsible for gathering information from clients. Allworth investment adviser representatives will correspond with clients to gather information needed relative to their investment objectives and needs in order to provide management services. Clients need to contact their investment adviser representative whenever there are changes to their financial situation that will impact or materially influence the way Allworth manages accounts. It is important for clients to reply and correspond in a timely manner with Allworth in order to provide updated financial information so that Allworth can make appropriate investment decisions.

Allworth will provide a TPA with client profile information and TPAs have the ability to access client personal identifiable information, investment profile, objectives and other important financial information.

Item 8 – Client Contact with Portfolio Managers

There are no restrictions placed on clients' ability to contact and consult directly with Allworth. It is the policy of Allworth to provide an "open channel" of communication between Allworth and their clients. Clients are encouraged to contact Allworth whenever they have questions about the management of their account.

When a TPA is selected for a client, the client does not typically communicate or interact with the TPA. Instead, Allworth will serve as communication conduit between the TPA and the client if needed.

Item 9 – Additional Information

Disciplinary Information

Allworth and its personnel seek to maintain the highest level of business professionalism, integrity and ethics. Allworth has no reportable disciplinary events to disclose.

Other Financial Industry Activities and Affiliations

Affiliation with Hanson McClain Retirement Network, LP, doing business as AW Securities

Allworth is under common ownership with Hanson McClain Retirement Network, LP, doing business as AW Securities, a broker-dealer member of FINRA/SIPC. AW Securities is also registered with the SEC as an investment adviser.

AW Securities offers a limited selection of variable annuity products and mutual funds to its clients and does not engage in any other types of securities transactions. In addition, AW Securities provides marketing, consulting, and client acquisition services to other investment adviser firms, broker/dealers and their representatives through the Hanson McClain Retirement Network.

Some investment adviser representatives of Allworth are also registered securities agents with AW Securities. A conflict of interest exists as potential sales of variable annuity products which provide commissions could create an incentive for an Allworth investment adviser representative to recommend products based on the commission they earn. When placing variable annuity transactions through AW Securities in their capacity as registered securities agents, Allworth investment adviser representatives are allowed to earn sales commissions; however, such representatives do not directly earn commissions. Allworth investment adviser representatives are compensated with a base salary and have the ability to earn additional compensation based on the total revenue generated by the representative's client assets under management. Allworth investment adviser representatives are not compensated on a per transaction basis.

Allworth's investment adviser representatives will only recommend variable annuity products to a Client if it is determined that such products are suitable for the client and appropriate for fulfilling the client's asset allocation strategy and objectives. In doing so, Allworth, AW Securities, its associated persons and employees are prohibited from trading on material non-public information.

AW Securities is also a licensed insurance agency and some of the associated persons of AW Securities and Allworth are also independently licensed to sell variable annuity products through various insurance companies. When acting in these capacities, commissions are paid to AW Securities for selling these products.

The compensation received from Allworth creates a conflict of interest whenever an associated person recommends an insurance product through AW Securities.

Affiliation with Allworth Tax Solutions

Allworth Financial is under common ownership with an accounting and tax preparation firm, Allworth Tax Solutions. Clients seeking assistance with tax preparation and/or accounting services are referred to Allworth Tax Solutions to work with a licensed Certified Public Accountant (CPA) but are not obligated to use our affiliated accounting firm's services. If a client chooses to engage Allworth Tax Solutions for tax preparation and/or accounting services, the client will pay a separate fee in addition to the fees paid to Allworth for investment advisory services. A conflict of interest when clients choose to use Allworth Tax Solutions because of the additional revenue Allworth's affiliate earns when clients use the services of Allworth Tax Solutions. All fees for services provided by Allworth Tax Solutions are disclosed to clients and clients are under no obligation to use the services of Allworth Tax Solutions. Allworth receives no compensation or referral fees for recommending clients to Allworth Tax Solutions but will pay a referral fee to Allworth Tax Solutions employees for recommending certain qualified wealth management clients to Allworth. Certain investment advisory clients of Allworth receive discounted tax preparation and/or accounting services.

Code of Ethics Summary

As a fiduciary, Allworth has a duty of utmost good faith to act solely in the best interest of each of its clients. Allworth places the interests of its clients ahead of the interests of the firm and its personnel. In order to ensure that Allworth's personnel conduct themselves in an honest, ethical and fair manner, Allworth has established a Code of Ethics, which all supervised persons must read and then execute an acknowledgement agreeing that they understand and agree to comply with Allworth's Code of Ethics. The Code of Ethics contains policies and procedures designed to prevent personnel from placing their own interests ahead of clients and imposes limits on certain activities, including personal trading, giving or receiving gifts for business purposes, political contributions and outside business activities. Allworth will provide a complete copy of the Code of Ethics to any client or prospective client upon request.

Affiliate and Employee Personal Securities Transactions Disclosure

Allworth's supervised persons have the ability to buy or sell securities or have an interest or position in a security for their personal account that they also recommend to clients. This presents a potential conflict of interest as it provides Allworth supervised personnel with the ability to take investment opportunities from clients for their own benefit, favor personal trades over client transactions when allocating trades, or use the information about transactions planned for client accounts to their personal benefit by trading ahead of clients. Allworth's policy of Allworth is that no supervised person shall prefer his or her own interest to that of a client. Allworth supervised persons are not permitted to purchase or sell any security prior to a transaction or transactions being implemented for the client account. Further, Allworth supervised persons are not allowed buy or sell securities for their personal account(s) where their decision is derived, in whole or in part, by information obtained as a result of his/her employment unless the information is also available to the investing public upon reasonable inquiry. Allworth maintains a list of all securities holdings for itself and all supervised persons, which is reviewed on a regular basis by a principal of the firm.

Account Reviews and Reviewers

Each asset management and Wrap Fee Program account receives at minimum an annual review by an Allworth investment adviser representative. For Clients participating in the Wrap Fee Program, the Client will be contacted at least annually for the purpose of reviewing their account and to determine if there have been changes in their financial situation or investment objectives. The calendar is the main triggering factor, although more frequent reviews are also being triggered by changes in the Client's circumstances, Client request, or changes within the financial markets.

The underlying investments held in Wrap Fee Program accounts and the recommended holdings in Allworth portfolios are reviewed on a more frequent basis by the Allworth Investment Committee, which is chaired by Allworth's Chief Investment Officer. Model portfolios are usually reviewed as frequently as monthly, but no less than quarterly. The Allworth Investment Committee is responsible for reviewing the model portfolios and their holdings. Triggering factors for changes to underlying portfolios include the relative valuation changes between asset classes, deviation from management style by fund, and fund closures. Allworth is responsible for ongoing rebalancing, reallocation and ongoing trading services for Wrap Fee Program accounts. The Allworth Investment Committee is also responsible for conducting initial due diligence and ongoing evaluation of third-party advisors.

Statements and Reports

Clients will receive confirmations and/or statements from the investment company, broker/dealer and/or clearing firm where client accounts are maintained. Upon specific client request, Allworth will prepare reports showing the client's current portfolio holdings.

Clients receive statements and confirmations from the qualified custodian of their account on at least a quarterly basis. Clients can opt-out of receiving confirmations for the Program. Clients can receive quarterly, monthly, or on-demand reports showing the investment performance of their accounts from Allworth. **Clients are urged to compare the reports provided by Allworth against the account statements they receive directly from the account custodian for potential discrepancies.**

Client Referrals and Other Compensation

Client Referrals

Some Allworth associated persons receive a bonus, through either an internal referral program or on a per case basis, when attracting new clients that contract for Allworth services. Such bonuses are not available to all supervised persons and will only be provided if the supervised person is licensed as an Allworth investment adviser representative. When a bonus is paid, it will not result in higher advisory fees charged to the client. Bonuses generally do not exceed 1% of the total amount of the client's investable assets managed by Allworth or transferred to AW Securities.

Third Party Referrals

Allworth receives compensation for past client referrals from Schwab, formerly TD Ameritrade, through its participation in TD Ameritrade's AdvisorDirect referral program. Allworth no longer participates in the AdvisorDirect referral program, which is no longer offered by Schwab, but does continue to service and receive compensation for accounts opened while participating fully in AdvisorDirect. Schwab is a qualified custodian used by Allworth, is not affiliated with Allworth and there is no employee or agency relationship between them. Schwab does not supervise Allworth and has no responsibility for Allworth's management of client portfolios or Allworth's other advice or services. Allworth pays Schwab an on-going fee for each successful Client referral previously received. This fee is usually a percentage (not to exceed 25%) of the advisory fee that the client pays to Allworth ("Solicitation Fee"). Allworth will also pay Schwab the Solicitation Fee on any advisory fees received by Allworth from any of a referred client's family members, including a spouse, child or any other immediate family member who resides with the referred client and hired Allworth on the recommendation of such referred client. Allworth will not charge clients referred through AdvisorDirect any fees or costs higher than its standard fee schedule offered to its clients or otherwise pass Solicitation Fees paid to Schwab to its clients.

Allworth's participation in AdvisorDirect raises conflicts of interest. In order to continue receiving referral fees from Schwab, the Allworth client must maintain its account with Schwab. Therefore, Allworth has agreed not to solicit clients referred to it through AdvisorDirect to transfer their accounts from Schwab or to establish brokerage or custody accounts at other custodians, except when its fiduciary duties require doing so. Allworth's participation in AdvisorDirect does not diminish its duty to seek best execution of trades for client accounts.

Participation in Fidelity Wealth Advisor Solutions®. Allworth participates in the Fidelity Wealth Advisor Solutions® Program (the "WAS Program"), through which Allworth receives referrals from Strategic Advisers LLC ("Strategic Advisers"), a registered investment adviser and Fidelity Investments company. Allworth is independent and not affiliated with Strategic Advisers or any Fidelity Investments company. Strategic Advisers does not supervise or control Allworth, and Strategic Advisers has no responsibility or oversight for Allworth's provision of investment management or other advisory services.

Under the WAS Program, Strategic Advisers acts as a solicitor for Allworth, and Allworth pays referral fees to FPWA for each referral received based on Allworth's assets under management attributable to each client referred by Strategic Advisers or members of each client's household. The WAS Program is designed to help investors find an independent investment advisor, and any referral from Strategic Advisers to Allworth does not constitute a recommendation by Strategic Advisers of Allworth's particular investment management services or strategies. More specifically, Allworth pays the following amounts to Strategic Advisers for referrals: the sum of (i) an annual percentage of 0.10% of any and all assets in client accounts where such assets are identified as "fixed income" assets by FPWA and (ii) an annual percentage of 0.25% of all other assets held in client accounts. In addition, Allworth has agreed to pay Strategic Advisers an annual program fee of $50,000 to participate in the WAS Program. These referral fees are paid by and not the client.

To receive referrals from the WAS Program, Allworth must meet certain minimum participation criteria, but Advisor has been selected for participation in the WAS Program as a result of its other business relationships with Strategic Advisers and its affiliates, including Fidelity Brokerage Services, LLC ("FBS"). As a result of its participation in the WAS Program, Allworth has a conflict of interest with respect to its decision to use certain affiliates of Strategic Advisers, including FBS, for execution, custody and clearing for certain client accounts, and Advisor could have an incentive to suggest the use of FBS and its affiliates to its advisory clients, whether or not those clients were referred to Allworth as part of the WAS Program.

Under an agreement with Strategic Advisers, Allworth has agreed that Advisor will not charge clients more than the standard range of advisory fees disclosed in its Form ADV 2A Brochure to cover solicitation fees paid to Strategic Advisers as part of the WAS Program. Pursuant to these arrangements, Allworth has agreed not to solicit clients to transfer their brokerage accounts from affiliates of Strategic

Advisers or establish brokerage accounts at other custodians for referred clients other than when Allworth's fiduciary duties would so require, and Advisor has agreed to pay Strategic Advisers a one-time fee equal to 0.75% of the assets in a client account that is transferred from Strategic Advisers' affiliates to another custodian; therefore, Allworth has an incentive to suggest that referred clients and their household members maintain custody of their accounts with affiliates of Strategic Advisers. However, participation in the WAS Program does not limit Allworth's duty to select brokers on the basis of best execution.

Marketing Referral Sources

Allworth Financial has entered into agreements with third party Marketing Referral Sources("Referral Source") to receive referrals generated from online marketing efforts. These are paid arrangements whereby Allworth has agreed to pay a Referral Source a fee for each individual potential client referred to the firm through Referral Source's online marketing efforts. Individuals that contact a Referral Source, either directly or via an online inquiry, will be connected with a potential financial advisor, including Allworth. Allworth's payment to referral sources is based on the number and asset level of referrals provided and not based on the number of new clients attained.

Referral Sources do not proactively call or speak to individuals about Allworth, but if an individual contacts a Referral Source for a recommended financial provider, the individual can be connected to Allworth. At that time, the Referral source will provide the individual a Solicitor Disclosure Statement (detailing among other things, the fee Allworth pays to the Referral Source). Such procedures will be revised upon the effective date of new regulations regarding client solicitations. Individuals referred to Allworth by a Referral Source are not required or obligated in any way to become a client of Allworth.

Third Party Solicitor Arrangements

Allworth has entered into an arrangement with The Pacific Financial Group ("TPFG") pursuant to which clients with a self-directed brokerage option under their employer's retirement plan are provided the ability to utilize a managed account program advised by Allworth. TPGF advisors refer potential clients to Allworth under this arrangement. Allworth provides investment advice in the form of model investment portfolios all account management is performed by TPFG. Pursuant to the arrangement, Allworth is required to invest a portion of the assets in Pacific Financial Mutual Funds, a family of mutual funds managed by Pacific Financial Group, LLC, an affiliate of TPFG ("PFG Funds"). Neither TPFG, PFG nor Allworth receives any portion of the 12b-1 fees from the PFG Funds. TPFG pays Allworth an ongoing fee equal to 75 basis points of the client's account balance invested in PFG Funds, which is paid monthly from TPFG's own resources. TPFG's receipt of fees from the PFG Funds creates a conflict of interest as the models are designed to maintain 70% of the PFG funds which pays fees to its affiliate. To mitigate this conflict, Clients that participate in the program are not charged any additional advisory fees by TPFG and any fees received from the PFG funds are used to off-set any other fees the client would otherwise pay to TPFG for administering the model and servicing the client's account. For a complete explanation of the funds' costs, fees and risks, please refer to the PFG Funds' prospectus and separate fee disclosure provided by TPFG.

Cash Management Program Compensations Allworth makes available to certain eligible clients cash management programs offered by non-affiliated, third-party service providers. These programs allow customers the ability to deposit cash at banks, savings institutions and credit unions and receive full insurance of the funds by the Federal Deposit Insurance Company ("FDIC") or National Credit Union Administration ("NCUA"), whichever is applicable. Funds will be deposited within the service provider's network of Insured Depositories at their discretion. There is no minimum deposit to open a cash management account. Allworth will earn up to 0.30% on participating client assets in these programs. Directing client assets into these cash management programs is a conflict of interest for Allworth since Allworth earns a fee from participating client assets in these programs.

Health Insurance Services Compensation

Allworth has entered into an agreement with eHealthInsurance Services, Inc. ("eHealth") to refer clients of Allworth to eHealth for health insurance services. eHealth specializes in offering insurance solutions for clients and their families. Product availability and coverage can vary by state. To the extent an Allworth client or prospective client purchases insurance through eHealth, Allworth will receive a referral fee.

Other Compensation

Please refer to Item 4 for a description of the economic benefits received from custodial relationships.

Some of Allworth's advisor representatives will also sell insurance products in their separate capacities as independently licensed insurance agents. When doing so, they can offer variable annuity products to clients when deemed suitable. Complete information concerning variable annuity account charges and expenses will be disclosed in the variable annuity prospectus which will be provided to clients. Depending upon a client's specific situation, a variable annuity product will include a surrender schedule. Any guarantees a specific variable annuity offer are dependent on the claims-paying ability of the particular company that issued the policy. An investment in a variable annuity is subject to fluctuations in market value and possible loss of principal. All commissions received for insurance products are paid to AW Securities in its capacity as an insurance agency. Your investment adviser representative is compensated with a base salary and can earn additional compensation based on revenue generated by assets under management. They are not compensated on a per transaction basis.

Financial Information

Registered investment advisers are required to provide clients with certain information or disclosures about the firm's financial condition. Allworth has no financial commitment that impairs its ability to meet contractual or fiduciary commitments to its clients and has never been the subject of a bankruptcy proceeding.