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INVESTMENT MANAGEMENT DISCLOSURE BROCHURE

JUNE 6, 2025

This Brochure provides clients ("**Clients**") with information about the qualifications and business practices of Janney Montgomery Scott LLC ("**Janney**", the "**firm**", "**us**", "**we**" or "**our**") that you should consider before becoming one of our Clients. If you have any questions about the contents of this Brochure, please contact our Wealth Management Department at (215) 665-6000.

Janney is an investment adviser registered with the United States Securities and Exchange Commission ("**SEC**"). Registration of an investment adviser does not imply a certain level of skill or training. The information in this Brochure has not been approved or verified by the SEC or by any state securities authority.

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

MATERIAL CHANGES

The last annual update of the Form ADV Part 2A was March 31, 2025. Since the last annual update, Janney has made not made any material changes to its Disclosure Brochure and Wrap Fee Program Brochure. However, Janney has made a non-material update that is summarized below and are more fully described in the referenced sections of this Disclosure Brochure.

Janney made a non-material update to describe an employee referral program that allows certain Janney employees to receive direct compensation for Client referrals that meet criteria set forth in the program guidelines. The employee referral program presents a conflict for Janney employees that make the referral due to the receipt of direct compensation. Please see Item 14 – Client Referrals and Other Compensation for more information.

We may, at any time, update this Brochure. We will send you a copy or offer to send you a copy (either by electronic means or in hard copy form), as required by law.

If you would like another copy of this Brochure, you can either download it from the SEC website as indicated above or from Janney's website (www.janney.com) or request a copy be sent to you by contacting our Wealth Management Department at (215) 665-6000.

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ITEM 4 - INVESTMENT ADVISORY BUSINESS

Janney Montgomery Scott LLC (“Janney”, the “firm”, “us”, “we” or “our”) was established in 1832 and. Janney is based in Philadelphia, Pennsylvania and is organized as a limited liability company under the laws of the State of Delaware. KKR June Purchaser, LLC (the “KKR Stockholder”), a special purpose vehicle that is indirectly controlled by investment funds, vehicles and/or accounts advised and managed by Kohlberg Kravis Roberts & Co. L.P., (“KKR”), acquired all of the issued and outstanding limited liability company interests of Janney from The Penn Mutual Life Insurance Company on November 29, 2024. As of December 31, 2024, Janney manages approximately $64,384,829,586 of Client assets on a discretionary basis and approximately $36,410,734,803 of Client assets on a non-discretionary basis. As a dually registered broker-dealer and investment adviser, Janney provides brokerage and investment advisory services to a broad range of Clients.

The investment advisory services offered to Clients include advice on asset allocation and investment strategies, the selection of investment managers, portfolio management, investment policy development, portfolio analysis, portfolio rebalancing, portfolio performance monitoring, financial planning, and consulting services. Clients may negotiate other investment advisory services with the Firm.

As a full-service broker-dealer and investment adviser, Janney is engaged in a broad range of activities including individual and institutional brokerage transactions; origination of, and participation in, underwritings of corporate and municipal securities; market making and trading activities in corporate securities and municipal and governmental bonds; distribution of mutual funds shares; options transactions; and research services.

Janney offers investment advisory services primarily through its Wealth Management Department. The investment advisory services generally fall within one of four broad business lines: (A) wrap fee programs (programs that typically provide investment advice, brokerage trading and custody and reporting for a fee); (B) financial planning services; (C) retirement plan investment advisory services; and (D) consulting services. The Wealth Management Department works closely with the firm’s Private Client Group, including the firm’s Financial Advisors (“FA(s)),” in providing investment advisory services to Clients. We provide investment advisory services on a discretionary and non-discretionary basis.

There can be no assurance that any particular strategy will be successful in achieving the Client’s investment goals and objectives. Any investment in the securities markets involves risk, including the realization of investment loss.

None of the services described herein are intended as, or meant to be a substitute for, legal, accounting, actuarial or tax advice. All such matters should be discussed with your legal, accounting, actuarial and tax advisors.

Wrap Fee Programs

Janney currently offers eleven (11) fee-based advisory “wrap” programs that are broadly characterized as professional money management, asset allocation and internal portfolio management services (each a “Program” and collectively, the “Programs”). Clients within the Advisory Programs generally pay one all-inclusive fee that is not based on transactions executed in the account. Services provided include investment management, custody, reporting, performance-monitoring and trade execution services.

Janney offers the following Programs, which are described in greater detail below:

Professional Money Management	Asset Allocation	Internal Portfolio Management
Adviser's	Keystone Discretionary	Partners Advisory
Janney UMA	ETF Advantage	Compass
Classic	Janney Goals-Based Portfolio Solutions (GPS)	Investors Select (formerly FIED)
Janney Capital Management Direct	Pioneer	

Professional Money Management

Adviser's

Under the Adviser's Program, a Janney Financial Advisor will recommend one or more investment strategies of Third-Party Managers (each a "Strategy" and collectively, the "Strategies") based on a Client's investment objectives, risk tolerance and specific needs. Janney may add or terminate a Strategy; Clients with assets in a Strategy are notified when the Strategy is terminated.

Depending on our arrangement with the Third-Party Manager, a Strategy may be implemented and traded directly by the Third-Party Manager ("Manager-Traded Strategy"), or Janney may implement the Strategy and conduct all trading in the account pursuant to the Third-Party Manager's recommendations ("Model-Based Trading Strategy").

Manager-Traded Strategies

For Manager-Traded Strategies, Janney has entered into a sub-advisory agreement with each Third-Party Manager, which governs the advisory services and responsibilities to be rendered by the Third-Party Manager. Janney completes initial and ongoing due diligence for each Third-Party Manager in the Adviser's Program, described in detail in the Portfolio Manager Selection & Evaluation section of this Brochure. The Third-Party Manager for a Manager-Traded Strategy assumes full discretionary portfolio management responsibilities over each account invested in the Strategy. Each Third-Party Manager is responsible for determining the securities to be bought and sold for the Strategy, and for directly implementing those decisions for the accounts invested in the Strategy. Depending on the Manager-Traded Strategy selected, purchases and sales may be made by the Third-Party Manager on behalf of Client in different types of securities including, but not limited to, corporate bonds, common or preferred stocks, options, warrants, rights, or government bonds or notes, unless otherwise restricted by Client. It is understood that all or a portion of the account may be held in cash. A Third-Party Manager is permitted to place trades through Janney in its capacity as a broker-dealer, or through other broker-dealers if the Third-Party Manager determines that such other broker-dealer is providing best execution in light of all applicable circumstances. If a Third-Party Manager executes a trade through a broker-dealer other than

Janney, there will most likely be a commission or mark-up on the trade that wouldn't have been charged if the trade was executed through Janney. Please see the Brokerage Practices Section for further information regarding Step-Out trades.

Model-Based Strategies
With respect to Model-Based Strategies, each Third-Party Manager has entered into an agreement with a Third-Party Model Provider utilized by Janney that governs the provision of the investment recommendations to Janney for each of the Third-Party Manager's Strategies. Janney implements the Strategies for Janney clients, executes all trades in the Accounts invested in the Model-Based Strategy and has investment discretion over the Accounts.

Janney UMA

Under the Janney UMA Program, Janney offers clients the ability to invest in strategies managed by Third-Party Managers, Janney model portfolios created and managed by Janney's Wealth Management Research Department ("WM Research"), mutual funds and/or exchange-traded products, such as exchange-traded funds and exchange-traded notes (collectively, "ETPs") in one Janney Account under different "sleeves." Janney provides overlay portfolio management services for Janney UMA Program Accounts including assigning the investment amount to be managed in each sleeve and executing the investment strategy assigned to such sleeves. Janney also provides investment advice, brokerage and trade execution, custody and other services with respect to the Account.

Janney utilizes the Third-Party Model Provider to facilitate the strategy offerings in the Janney UMA Program. The Third-Party Model Provider has contracted with the Third-Party Managers and Janney to collect, provide and maintain strategies for the Janney UMA Program. Janney will provide discretionary investment management services to the Account by utilizing the Third-Party Model Provider's overlay management and technology processes to access the Third-Party Manager's strategies, along with the ETPS or mutual funds designated by the Client or Janney, as appropriate. Janney, and not the Third-Party Managers, will manage the Account under the Janney UMA Program.

Janney will be solely responsible for investing all securities and cash within each assigned sleeve. Clients appoint Janney to provide overlay management and to act as the Client's agent and attorney-in-fact with discretionary power to manage the investment and reinvestment of assets including, but not limited to, transactions involving the purchase and sale of registered investment company(ies) shares, including ETPs, and any other securities for the Account in the Client's name consistent with Client's stated investment objectives and risk tolerance, as provided by the Client to Janney.

There are two options available to Clients for each account under the Janney UMA Program. Under the Client Discretion option, the information Clients provide to Janney is used, in consultation with the Client, to develop an individualized investment strategy. The Client, with the assistance of the Janney Financial Advisor, will select a mix of third-party investment managers, Janney WM Research models, ETPs and/or mutual funds that is consistent with the Client's stated investment objectives and risk tolerance, as provided by the Client in the risk tolerance questionnaire, subject to minimum investment requirements and the value of the Advisory Account.

Under the Advisor Discretion option, the Client delegates full responsibility to the Janney Financial Advisor to develop an individualized investment strategy for asset allocation and investment selection using the mix of third-party investment managers, Janney WM Research models, ETPs and/or mutual funds that is consistent with the Client's stated investment objectives and risk tolerance, as provided by the Client in the risk tolerance questionnaire, subject to minimum investment requirements and the value of the Advisory Account.

Your Janney Financial Advisor may replace a strategy, model, ETP and/or mutual fund selected by the Client without prior notice to Client in the event a strategy, model, ETP or fund is no longer recommended or made available as an investment option by Janney. Janney will provide Client with notice of any such change. Where the particular strategy adopted with respect to any Account may comprise only a portion of the Client's investment and tax strategy and may not, in and of itself, be consistent with the Client's overall stated investment objectives and risk tolerance. Janney shall use its best efforts in managing the Account to attain the stated investment objective of the Account.

Each strategy, model portfolio, ETP and mutual fund will represent a "sleeve" of the Account. Clients have the right to impose reasonable investment restrictions on the Account, including restricting investments in specific securities or industry sectors. Such restrictions and inclusions must be communicated to Janney and are subject to the specific approval of Janney or the relevant Third-Party Managers in their sole discretion. In accommodating restrictions of a specific security or type of security to be included in the Account, Janney or the Third-Party Managers may, in lieu of acquiring any such restricted securities: (i) select a security from a list of alternatives provided by Janney or the Third-Party Managers; (ii) select a comparable security in its discretion; or (ii) select no substitute security and instead either (A) increase the amount of other securities included in the investment portfolio or (B) place or invest the funds allocated to the rejected security in a money market account or money market mutual fund. Client may amend or modify the restrictions on the Account by contacting Janney either in writing (including e-mail) or verbally. Restriction changes are subject to acceptance by Janney or the Third-Party Manager. The Third-Party Manager and Janney shall be entitled to rely upon written clarifications, supplements and modifications to the investment restrictions from the Client. Reasonable interpretations of the investment restrictions made in good faith by the Third-Party Manager and Janney shall be binding upon the parties.

Classic

In the Classic Program, Third-Party Managers selected by the Client provide portfolio management services for assets held in a Janney account. In many cases, the Client has a pre-existing relationship with the Third-Party Manager and seeks to continue that relationship after transferring their account to Janney. If the Client selects this Program, the Client is responsible for setting up the portfolio manager relationship with the Third-Party Manager, including executing an investment advisory agreement directly with the Third-Party Manager. Janney's initial and ongoing due diligence of such Third-Party Managers is limited in comparison to the due diligence process performed for the Third-Party Managers in the Adviser's and Janney UMA Programs. Janney does not recommend or select the Third-Party Manager and we assume no responsibility for the Client's selection or termination of the Third-Party Manager or for the investment decisions, performance, compliance with applicable laws, or any other matters involving the Third-Party Manager. As the investment advisor of the account, a Janney Financial Advisor will offer investment advice to the client with respect to the assets managed by the Third-Party Manager and whether they are consistent with the Client's stated investment objectives and risk tolerance, as provided by the Client. Janney has the right to terminate any Third-Party Manager under the Classic Program at Janney's sole discretion.

Janney Capital Management Direct

Janney Capital Management LLC ("Janney Capital" or "Janney Capital Management") is a wholly owned subsidiary of Janney and an SEC-registered investment adviser. Under the Janney Capital Management Direct Program, Janney Capital provides portfolio management services on a discretionary basis. A Janney Financial Advisor will assist the Client in selecting an investment strategy of Janney Capital through the Client's stated investment objectives and risk tolerance.

Janney Capital's portfolio management services may employ equity-only, balanced, fixed income-only and asset allocation strategies. Typically, individual securities, municipal bonds, corporate bonds, preferred securities, exchange-traded funds, exchange-traded notes and mutual funds are used to execute the strategies. When appropriate to the needs of the Client, Janney Capital may recommend the use of short-term trading (securities sold within 30 days), government securities, short sales, margin transactions or options writing. Because these investment strategies involve certain degrees of risk, they will only be recommended when consistent with the Client's stated tolerance for risk.

In addition to the strategies discussed above, Janney Capital offers the Dynamic Asset Strategy and the Dynamic Income Strategy (collectively, the "Dynamic Strategies"). Under these strategies, Janney Capital establishes an asset allocation by assessing an asset class's comparative attractiveness given current and expected market conditions. The Dynamic Strategies seek competitive total returns compared to the overall capital markets and do not have a predetermined asset class mix. Accounts invested in the Dynamic Strategies may be invested actively across asset classes but may also be concentrated in specific asset classes that Janney Capital believes offers the best opportunity for capital appreciation or above average income generation. Such flexibility in portfolio construction has the risk of exposing Client accounts to decreases in value due to concentration in certain securities or asset classes.

Asset Allocation

Keystone Discretionary

Under the Keystone Program, the Client authorizes Janney Capital to provide discretionary investment management services for the Client's account. A Janney Financial Advisor will assist the Client in selecting an investment strategy through the Client's stated investment objectives and risk tolerance and will recommend a target asset allocation. The Janney Capital asset allocation models are constructed with a portfolio construction process focused on expected return, volatility and correlation to the asset allocation model. Generally, accounts will be invested in a portfolio of load waived and no-load mutual funds, exchange-traded funds ("ETFs") and exchange-traded notes ("ETNs") in accordance with the recommended asset allocation model. Janney Capital may, in its sole discretion, invest in any other type of security in the Client's account.

The following asset allocation models are available under the Keystone Program.

- Equity Growth
- Diversified Growth
- Balanced 60/40
- Balanced 40/60
- Diversified Income
- Current Income

ETF Advantage

The ETF Advantage Program is a long-term investment program investing primarily in investment portfolios of exchange-traded products selected by Janney Capital. Under the ETF Advantage Program, the Client authorizes Janney Capital to provide discretionary investment management services for the Client's account. The Janney Financial Advisor will assist the Client in selecting an investment strategy through the Client's stated investment objectives and risk tolerance and will recommend a target asset allocation. The Client's account under this Program will generally be invested in a portfolio of exchange-traded securities, including but not limited to ETFs and ETNs. Janney Capital may, in its sole discretion, invest in any other type of security in the Client's account.

The following asset allocation models are available under the ETF Advantage Program.

- Equity Growth
- Diversified Growth
- Balanced 60/40
- Balanced 40/60
- Diversified Income
- Current Income

Goals-Based Portfolio Solutions (GPS) Program

Under the Goals-Based Portfolio Solutions (GPS) Program, a Janney Financial Advisor will recommend an investment allocation from Third-Party Managers. Client's account will be invested in a suitable model portfolio formulated and maintained by a Third-Party Manager consisting of the Third-Party Manager's proprietary no-load mutual funds or exchange traded funds. Clients grant Janney full investment discretion with respect to buying, selling, holding, converting and exchanging securities and other assets in the account consistent with the selected model portfolio, including any modifications to such model portfolio, and any client restrictions. The Janney Financial Advisor will periodically discuss with Client their financial circumstances and investment objectives.

Janney Financial Advisors are not compensated for providing investment advisory services to Client accounts in the GPS Program when the Client's account balance falls below $10,000. Therefore, a conflict of interest exists between the Client's interest and the interests of Janney and Janney Financial Advisors when recommending the Client make additional deposits into the GPS Program when the account balance is under $10,000. Janney has procedures in place to ensure that any recommendation to participate in the GPS Program by a Janney Financial Advisor is based upon the Client's stated investment objectives and in the best interest of the Client.

Pioneer

Under the Pioneer Program, a Janney Financial Advisor will recommend an investment strategy consistent with the Client's financial circumstances, investment objectives and risk tolerance. The Janney Financial Advisor will have several options in the Pioneer Program when providing investment management services; (1) select a model portfolio created by a Third-Party Manager or (2) select a Janney model portfolio developed and managed by WM Research. Janney Capital is responsible for and provides general oversight and maintenance, on a non-discretionary basis, of select equity model portfolios provided by Janney's WM Research and based on analysis by a third-party research provider. Clients grant Janney full investment discretion with respect to buying, selling, holding, converting and exchanging securities and other assets in the account consistent with the selected model portfolio, and any client restrictions accepted by Janney at its sole discretion.

Portfolios may include mutual funds, exchange traded products and equities. Client assets will generally be invested in one or more model portfolios developed or approved by Janney. Janney will invest and reinvest the assets in the account in a portfolio of securities, cash or cash equivalents (such as money market funds) or other instruments that is compatible with the Client's stated investment objectives and risk tolerance, as provided by the Client to Janney, generally consistent with the model portfolios.

Internal Portfolio Management

Partners Advisory

In the Partners Advisory Program, a Client retains Janney to provide non-discretionary advisory services. With assistance from a Janney Financial Advisor, Clients can direct the assets to align with their investment objectives and risk tolerance. The Janney Financial Advisor will provide advice and recommendations to the Client with respect to the investment of the securities and cash in the account. At the discretion of Janney's Wealth Management Department, certain Financial Advisors may be granted limited exceptions to the Partners Advisory Program's investment guidelines and may be permitted greater latitude in their recommendations to the Client of certain securities and investment strategies. Janney does not have investment discretion under the Partners Advisory Program. Ultimately, it is the Client's decision whether to implement any or all such recommendations provided by the Janney Financial Advisor.

As such, Clients should carefully consider whether the Partners Advisory Program is best aligned to meet their stated investment goals. To make this assessment, a Client should review all relevant factors, including the Client's investment objectives, risk tolerance, past and anticipated trading practices, current assets, current investments, the value and type of investments to be held in the account, anticipated use of other investment advisory services, and the costs and benefits of the account. If a Client elects to direct their own investment strategies notwithstanding the investment advisory advice and recommendations they receive from a Janney Financial Advisor, a transactional brokerage account may be more suitable. The costs of a Partners Program account may be more or less than the cost of a brokerage account that is assessed transaction-based commissions. A Partners Advisory Program may not be appropriate if the Client anticipates little or no trading activity, high levels of cash or cash equivalents, or a desire to engage in transactions not otherwise permitted in the Partners Advisory Program. If a Client's Partners Advisory Account experiences no trade activity or maintains a high cash balance, as determined by Janney, for an extended period of time, Janney may in its sole discretion, immediately, upon sending notice to the client, terminate the Partners Advisory Account and convert the account to a transaction-based brokerage account.

Compass

Under the Compass Program, a Janney Financial Advisor will provide investment advice and management to the Client on a discretionary basis. When an account is managed on a discretionary basis, the Financial Advisor has the ability to direct and execute transactions without consulting with the Client. In other words, a Janney Financial Advisor, and not the Client, has the discretion to decide what securities to buy and sell in Client accounts. A Janney Financial Advisor will assist the Client in selecting an investment strategy through the Client's stated investment objectives and risk tolerance.

In order to qualify to manage accounts under the Compass Program, Janney's Wealth Management Department will review a Janney Financial Advisor's experience, education, and investment philosophy and methods for managing client assets. A Janney Financial Advisor in the Compass Program may develop specific investment strategies that include investing in multiple or single asset classes, model portfolios or some other distinct investment strategy. Financial Advisors will implement a strategy across multiple Client accounts or take a more customized approach to management of Client accounts. A Janney Financial Advisor is primarily responsible for making and implementing investment management decisions for a Client account within the Compass Program's investment guidelines. The guidelines specify the types of securities eligible for investment in a Compass Program account. In the event an account in the Compass Program experiences no trade activity or maintains a high cash balance, as determined by Janney, for an extended period of time, Janney may in its sole discretion, immediately, upon sending notice to the client, terminate the Compass Account and convert the account to a transaction-based brokerage account.

At the discretion of Janney's Wealth Management Department, certain Financial Advisors may be granted limited exceptions to the Compass Program's investment guidelines and may be permitted greater latitude in selecting securities and diversification. Therefore, the availability of investment strategies and securities and the applicability of investment limitations vary depending on a Client's particular Janney Financial Advisor. Additionally, and also at its discretion, Janney's Wealth Management Department may re-assign Clients' accounts to another Financial Advisor if the Client's Financial Advisor is terminated as an employee of Janney. In that event, Janney may convert the account to the Partners Advisory Program and continue to provide investment advice on a non-discretionary basis. The Compass Program's guidelines are subject to change without notice.

Depending on the investment strategy the Financial Advisor uses, investments may include equity and fixed income securities, certain closed-end funds, mutual funds, UITs and exchange-traded funds. All or a portion of a Client's account may be held in cash or cash equivalents, including securities issued by money market mutual funds or deposited in interest-bearing bank accounts. Janney also makes available to Clients in the Compass program, Alternative Investments such as private equity, hedge funds, and real estate. Due to the complex nature of Alternative Investments, Janney offers these products on a non-discretionary basis only to pre-qualified sophisticated investors such as accredited investors or qualified purchasers. Where approved, Financial Advisors may use certain option strategies, such as covered call writing and purchasing protective puts. Janney has developed certain investment parameters, which may limit the Client's investment options under the Compass Program. These investment parameters were instituted in order to limit risk to the Client.

A Janney Financial Advisor may make investment decisions that are contrary to research ratings issued by WM Research or that may differ from other Financial Advisors, Janney Capital Management, Janney's Capital Markets Equity Research team or asset allocations provided by Janney's Investment Strategy Group (ISG).

Investors Select

Under the Investors Select Program, a Janney Financial Advisor will provide investment advice and manage the Client account on a discretionary basis. The Investors Select Program is available for those clients that require individualized discretionary services, such as those clients who work for other financial industry firms that prohibit their employees to hold securities accounts at Janney unless the account(s) is managed by a Janney Financial Advisor or a third-party manager on a discretionary basis. A Janney

Financial Advisor will execute recommended securities transactions on the Client's behalf with full discretion.

Financial Planning Services

Janney offers financial planning services through the Wealth Planning group within its Wealth Management Department. The plan delivered includes a list of the client's current financial assets related to the purpose of the plan, a recommended investment strategy and/or asset allocation strategy and, in certain cases, a list of general investment recommendations.

In a brokerage relationship, delivery of the completed written plan constitutes the end of the financial planning advisory relationship. Following delivery of the report, the client may elect to utilize Janney for additional brokerage or advisory services with respect to the implementation of any recommendations received. Any additional services or products including investment advisory or brokerage services rendered to or engaged by the client are incidental to the financial planning advisory service and, if applicable, will be covered under separate advisory, brokerage or similar agreement(s).

In addition to Janney's Wealth Planning group, certain Janney Financial Advisors perform one-time investment reviews for their clients. Such reviews consist of written reports delivered after the client has completed a questionnaire and discussed their assets, liabilities, and financial requirements with the Janney Financial Advisor. This service may or may not constitute an investment advisory service, but if the service is considered to be investment advisory in nature, the investment advisory relationship terminates upon the delivery of the final report. The client may then opt to implement the plan with Janney and subsequent products and services may or may not be advisory in nature, but will be covered under separate advisory, brokerage or similar agreements if applicable.

Retirement Plan Investment Advisory Services

Janney works with employers and plan administrators (the "Plan Sponsor") to offer investment advisory and consulting services to ERISA qualified retirement plans (each, a "Plan") by providing advice with respect to the investment options offered by the employer-sponsored Plan.

Janney will not serve as a custodian for Plan assets in connection with Retirement Plan Investment Advisory Services. The Plan Sponsor is responsible for selecting the custodian for Plan assets. The custodian for Plan assets is responsible for providing the Plan with periodic confirmations and statements.

Janney offers services that are non-discretionary in nature unless 3(38) discretionary services are specifically indicated and are designed to allow the Sponsor to retain full discretionary authority or control over assets of the Plan. Janney generally does not accept investment discretion over plan assets or any participant's investments in conjunction with providing the investment advisory services. Janney provides these non-discretionary investment advisory services directly by our Financial Advisors and are not offered through any of Janney's Wrap Fee Programs. If the Plan is covered by ERISA, Janney will perform these investment advisory services to the Plan as a "fiduciary" defined under ERISA Section 3(21).

Plan Sponsors may engage Janney to perform one or more of the following investment fiduciary services and non-fiduciary retirement plan consulting services. The applicable Advisory Agreement will delineate which services are considered investment fiduciary and plan consulting:

- Investment Policy support

- Review and recommendation of investment selections
- Ongoing investment monitoring
- Periodic investment performance and reporting
- Service Provider due diligence and evaluation
- Participant services related to enrollment and investment education
- Plan consulting

Janney will work with the Plan Sponsor to tailor the services provided to the needs of each Plan as described in the applicable Advisory Agreement. Janney may also provide related ancillary assistance concerning the Plan's ongoing administration and operation.

A description of the fees charged for Retirement Plan Investment Advisory Services can be found in the "Fees and Compensation" section of this Disclosure Brochure under "Retirement Plan Investment Advisory Services Fees."

Consulting Services

Janney offers certain advisory services on a consulting basis. These services include Client needs assessments, investment profiles, on-going portfolio review, periodic performance measurements, adviser monitoring, and other services agreed upon by the Client and Janney. Janney will recommend Third-Party Managers, mutual funds and/or other investments for the Client that we believe are appropriate given Janney's understanding of the Client's risk tolerance and investment objective. The Client is under no obligation to act on any of Janney's recommendations. The Client retains absolute discretion over all such investment decisions and is free to accept or reject any recommendation from the Financial Adviser.

Additional Information Regarding Janney's Investment Advisory Business and Services

Clients can impose investment restrictions under the Programs by notifying us in writing of the type of restrictions they wish to impose on their accounts. Under certain Programs, the Client can also restrict certain assets from being purchased into or sold out of the Client's account by notifying us in writing, and in all Programs, a Client can restrict securities purchases in certain asset classes by notifying us in writing. Restrictions are subject to the approval of Discretionary Managers. Accounts with restricted positions may perform differently, and in some cases perform worse than, those accounts without restrictions. In an effort to limit certain kinds of risk to the firm and Clients, Janney reserves the right to apply purchase restrictions on certain security types and investment strategies including, but not limited to, cryptocurrencies, digital assets and special purpose acquisition companies ("SPACs").

Investment Company Prospectus Delivery

By electing to participate in a Discretionary Program where Janney, or a third-party investment manager, exercises discretionary authority in connection with managing your Account, excluding the Compass and Investors Select wrap programs, Clients authorize Janney and/or the third-party investment manager to receive the investment company securities prospectus that has been purchased for the account(s) on their behalf. In the event a third-party investment manager elects not to receive the investment company securities prospectuses on behalf of clients, Clients will receive the prospectuses directly. Clients can receive investment company security prospectuses directly, in lieu of delivery to Janney or the third-party investment manager by submitting the request to their Financial Advisor. Clients that continue to receive investment company security prospectuses directly will also receive proxy material directly.

ITEM 5 - FEES AND COMPENSATION

Janney is typically compensated for investment advisory services by charging a fee based on a percentage of the assets under management in the Client account. With respect to the Programs, the asset-based investment advisory fee typically includes fees, charges and expenses associated with investment management, trading and execution, custodial services and performance reporting. Under limited instances, a wrap-fee Client may maintain assets with a third-party custodian. In that case, a Client would pay the third-party custodian separately for custodial services.

In general, fees may be negotiated with the Client's Financial Advisor and may differ from the fee schedule set forth in this Brochure, based upon a number of factors, including, but not limited to, the size of the Client's account, other related accounts at Janney, the projected nature of trading in the Client's account, and the extent of services to be provided by Janney to the Client's account. In limited circumstances, a Client may request a flat fee arrangement, where Janney charges a mutually agreed upon fixed annual fee assessed quarterly, which will be subject to the review and acceptance by Janney's Wealth Management Department.

Janney may provide, at its sole discretion, investment advisory services on a non-wrap basis where the Client pays a fee for investment advisory services only and pays separately for transaction and custody costs related to such investments. This type of fee arrangement may not be available to certain types of accounts (e.g., retirement accounts). Clients could pay greater overall fees in a commission-based account or a commission plus fee account than a wrap fee account and vice versa depending on the level of trading and other factors. For example, if there is little or no trading activity in the account, it is possible for a Client to pay more in advisory fees than commission charges if the account was a brokerage account.

Calculation of Advisory Fees

Janney's advisory fees are typically billed quarterly in advance, except as specifically noted below. The initial fee and Third-Party Manager fee, when applicable, is charged on the date such assets are accepted for management and calculated on a pro-rata basis based on the days remaining in the calendar quarter. Thereafter, Janney calculates the fee at an annual rate based upon the market value of the Client's account as of the last business day of the calendar quarter (i.e., March 31st, June 30th, September 30th and December 31st). Fees will be refunded if the account is terminated in writing by Janney or the Client for the pro-rata portion of the quarter for which no advisory services were provided.

In computing the asset value of the Advisory Accounts held at Janney, the firm generally relies on pricing available from securities exchanges, third-party pricing sources, issuers, sponsors and other custodians. Advisory Account Assets traded on a national securities exchange or quoted on an automated quotation system are valued at the last sale price on the exchange or automated quotation system, or, if there has been no sale that day, at the last known bid price. Advisory Account Assets that are traded over-the-counter are valued according to the broadest and most representative market and valued at the known current bid price Janney believes most closely represents the current market value.

Mutual fund shares are valued at their net asset value on the valuation date as described in the funds' prospectuses. For mutual fund shares held away from Janney like those in 529 savings plans, Janney utilizes the most recent value reported to us by the 529 savings plan. The value of held away mutual funds is reported to Janney on a delay, which means that the value utilized by Janney to calculate your advisory fee may be more or less than the net asset value of the fund on the billing date. Additional deposits received intra-quarter will not be subject to a pro-rated fee for the remaining days of the quarter. Instead, the additional funds will be included in the account value during the next quarterly billing cycle.

For privately offered securities, Janney utilizes the most recent position value reported to us by each fund administrator. The value of privately offered securities is reported to Janney periodically and the timing of such reporting may vary between fund administrators. This means that the value utilized by Janney to calculate your advisory fee may be more or less than the net asset value of each fund on the billing date. Any other securities or investments in the Advisory Account are valued in a manner that Janney determines in good faith to reflect fair market value on the date of valuation. Janney relies, without verification, on valuations furnished by an independent party Janney selects that it believes to be reliable.

These good faith valuations may vary between other independent parties and other factors not assessed may substantially affect the valuation(s). Therefore, valuations may reflect a higher or lower fair market value depending on the independent party selected and relied upon. There are no assurances that (i) these good faith valuations reflect the prices that the Advisory Account actually paid for the securities or investments or (ii) that this is the price that would be realized upon a sale of the assets in the Advisory Account.

Dual Contract Third-Party Manager Fees

When the Client has entered into a dual contract agreement with a Third-Party Manager in Janney's Classic Program, the Client maintains a separate agreement with the Third-Party Manager in addition to the Advisory Agreement they maintain with Janney. In the Classic Program, Janney will automatically deduct and pay the Third-Party Manager its management fee for each calendar quarter from the Client's account based on an invoice received from the Third-Party Manager unless the Client chooses to pay the Third-Party Manager directly without Janney assistance. Clients under the Classic Program may select to pay commissions on trades to their Janney Financial Advisor instead of an asset-based fee.

Retirement Plan Investment Advisory Services Fees

Fees for the Retirement Plan Investment Advisory Services are negotiable and paid in the form of an annual percentage fee, a flat dollar fee, or a project fee. Fees are collected in at the end of the period for services rendered, unless otherwise specified in the Advisory Agreement and are typically collected on a monthly or quarterly basis.

Depending on the capabilities and requirements of the Plan's record-keeper or custodian, fees may be automatically calculated by the record-keeper and charged as a deduction from Plan assets or ERISA budget account based on the Plan's authorization. Fees may also be calculated by Janney and either i) submitted as a billable invoice to the Plan record-keeper or custodian to be deducted from non-plan assets or ii) submitted as an invoice directly to the Plan as a billable expense to be paid from non-Plan assets.

If Janney calculates the annual percentage fee, the calculation is based on the asset value of the Plan as of the last day of the billing period. Janney will rely on upon the valuation of assets provided by the Plan's record-keeper, custodian, or Plan Sponsor without independent verification. If the annual percentage fee is calculated by the Plan's record-keeper or custodian, they may use assets as of the last day of the billing period, average daily balance, or another determination method employed by the record-keeper. The frequency of payment of fees is specified in the Agreement.

If applicable, any third-party payments received by Janney in connection with the services provided, such as commissions or 12b-1 fees, shall be applied as an offset against Plan fees.

Janney may receive additional compensation from various service providers, fund distributors and others. These providers may provide non-cash compensation and services by paying certain expenses to facilitate training and educational meetings for Janney's Financial Advisors, which do not depend on the Plan's investment in any fund or product.

Fees for Other Advisory Services

Financial Planning services typically are billed one time for the advisory service provided. Fees for Consulting Services may be charged as an annual flat fee or asset-based fee in accordance with the applicable Consulting Services Agreement. If the Client receiving the service has a Janney account, the fee will typically be deducted from the account when the advisory documents are signed by the Client and submitted to Janney. If a Client does not have a Janney account, an invoice will be submitted to the Client.

Deposits/Withdrawals

Additional deposits with a value of $15,000 or greater will be charged a pro-rata advisory fee for the partial calendar quarter, beginning on the date of the deposit. Intra-quarter contributions to 529 savings plans held away from Janney will not be assessed the pro-rated advisory fee. Withdrawals in any amount are not subject to a pro-rata refund of fees paid in advance.

Short Positions and Options Positions

For the purpose of billing short option positions in Program accounts, Janney values the absolute value of short option position(s) when considering the billable value of the accounts(s) which means that a Client will be charged on the market value of the underlying securities sold short rather than on the difference between the price at which the underlying securities were sold and the current value of those securities. For purposes of determining the asset-based fee on options, the absolute value of the current market price of the option will be used.

Margin

Depending on the Program that the Client selects, Clients may use margin in Program accounts when Janney has approved such margin capability. Any margin fees incurred will be in addition to any fees charged to the Client under the Advisory Agreement. While the Janney Financial Advisor generally does not receive compensation from margin interest charged, any margin balance is included in the calculation of the advisory fee. Therefore, a potential for conflict may exist between the Client's interest and the interests of Janney and Janney Financial Advisors when purchasing securities on margin. Janney has procedures in place to ensure that any recommendation to incur a margin balance with respect to a Program account by a Janney Financial Advisor is in the best interest of the client. If credit is extended to a Client, Janney will receive additional compensation in connection with the Client's margin account balance. Janney reserves the right to debit the Client's margin account for the payment of any unpaid fees, including fees incurred pursuant to the Advisory Agreement. For more information about margin accounts please go to www.janney.com.

Advisory Program Fees

The fee schedule set forth below is the current fee schedule for new Clients and represents the portion of the fee payable to the Janney Financial Advisor. Additional fees may be applied by a Third-Party Manager, if applicable. Other fee schedules may go into effect from time to time, which may provide for lower or higher fees, as the case may be, than that shown below. As new fee schedules are put into effect, they are made applicable only to new Clients, and fee schedules applicable to existing Clients are not affected. Therefore, some Clients may pay different fees than those shown below.

All Advisory Programs	Maximum FA Fee	Sub-Advisory Fee
Fee Schedule	2.00%	Varies*

*Additional sub-advisory fees may be charged by Third Party Money Managers depending on program selection.

In certain accounts managed by a Third-Party Manager, Janney pays a portion of the fee received from Clients to the Third-Party Manager. In the Adviser's Program, the fees paid to a Third-Party Manager for a Model-Based Strategy generally range from .25% to .45% and the fees paid to a Third-Party Manager in the Manager-Traded Strategy generally range from .15% to 1.00%. Janney will retain a portion of the Client fee when Clients choose to utilize a select Third-Party Manager in the Adviser's Program that provides tax optimization services. Janney will retain .025% of the Client fee and the Third-Party Manager will receive .075% of the Client fee. The purpose of this fee-splitting arrangement is to offset the costs that Janney incurs for marketing and distribution of the investment strategy on behalf of the Third-Party Manager. This presents a conflict of interest as Janney has a financial interest in recommending the Third-Party Manager's tax optimization strategy to Clients. Janney mitigates this conflict of interest by requiring Janney Financial Advisors to act in accordance with their fiduciary obligations to serve the best interests of the Client and recommend the tax optimization investment strategy only when doing so meets the Client's goals and investment objectives as provided to Janney.

Janney Capital Management receives .25% of the total Client fee, except for accounts in the Keystone Discretionary Program and Ladder Fixed Income Strategies accounts under the Janney Capital Direct Program for which Janney Capital receives .15% of the Client fee. Janney Capital receives .10% of the Client fee for accounts in the Short Duration Income Strategy under the Janney Capital Management Direct Program.

Except for Classic Program Accounts, the fees to be paid to each Third-Party Manager will be negotiated between Janney and each Third-Party Manager. The Third-Party Manager fee will be calculated at an annual percentage rate based upon the value of the Account as of the last business day of the calendar quarter and will be payable quarterly in advance. Some Third-Party Managers recommended by Janney, in their capacity as an investment adviser to a mutual fund, closed-end fund, private fund or some other pooled investment, may share a percentage of the revenue based on an asset-based formula.

In the Janney UMA Program, Janney retains .05% of the Client fee to support trade discretion and overlay management services ("the overlay fee"). Janney does not apply an overlay fee in Janney UMA accounts that only maintain a single sleeve ETF, mutual fund, or separate managed account. Fees paid to the Third-Party Manager in the Janney UMA Program are applied as a weighted average based on each sleeve's allocation relative to the total portfolio and generally range from .25% to .45% per investment strategy including Janney Capital that receives between .12% to .22% per investment strategy. Some Third-Party managed investment strategies and model portfolios available in the Janney UMA Program are also available in other wrap fee programs sponsored by Janney (i.e., Advisers Program, Pioneer Program, and Janney Capital Management Direct). Because of the Janney UMA Program unique structure that offers Clients the ability to bundle multiple model portfolios and investment strategies together in one Janney account, the Client could pay more for an investment strategy in the Janney UMA Program than they would otherwise pay for the strategy in one of the aforementioned wrap fee programs.

From time to time, a Third-Party Manager may decide to reduce the fee they negotiated with Janney for a specific investment strategy. In those circumstances, the amount of the Third-Party Manager fee reduction is passed on to the Financial Advisor and the Client's fee remains unchanged, unless otherwise negotiated with the Client's Financial Advisor. Dependent on the related timing, the retention of the Third-Party Manager fee reduction by Janney presents a conflict of interest as a Financial Advisor could be incented to increase their compensation by recommending the Client participate in the Third-Party Managers strategy prior to the fee reduction. Janney mitigates this conflict of interest by requiring Janney Financial Advisors to act in accordance with their fiduciary obligations to serve the best interests of the Client and make investment strategy recommendations based on the Client's goals and investment objective as provided to Janney.

Advisory Fees Are Negotiable

All advisory fees are negotiable, including fees for Program accounts, financial planning, retirement plan investment advisory services, investment advisory services, and consulting services. It is important to note that ERISA and IRA accounts in an advisory household may not be charged advisory fees for services rendered to other Advisory Accounts in the same household.

The current fee schedule for new Clients noted above under "Advisory Program Fees**"** represents the portion of the fee payable to the Janney Financial Advisor. Additional fees may be applied by a Third-Party Manager, if applicable. Other fee schedules may go into effect from time to time, which may provide for lower or higher fees, as the case may be, than that shown below. As new fee schedules are put into effect, they are generally made applicable only to new Clients, unless otherwise stated, and fee schedules applicable to existing Clients are not affected. Therefore, some Clients may pay different fees than those previously presented.

Other Fees and Expenses

As a registered broker-dealer, Janney generally maintains custody of investment advisory Client assets and deducts Client fees for Program accounts directly from the Client's account with Janney. The Client may authorize in writing an alternate Janney account from which Janney may deduct the advisory fee. For investment Advisory Accounts for which Janney is not the custodian, Janney receives the remittance for the quarterly fee directly from the Client's custodian. If a Client receives financial planning or consulting services, Janney may bill the Client for services rendered or deduct such fees from the Client's account.

Clients may also elect to be billed directly for the services provided rather than to have their account debited for the fees owed.

Processing Charges and Program Credits
An annual asset-based Processing Charge of 0.023% applies to certain Advisory Accounts (“Participating Accounts”). ERISA Plan Accounts, Advisory 529 Plan Accounts, Consulting Services Accounts and accounts held at third party custodians for which Janney agrees to act as investment adviser are not subject to the Processing Charge and are not considered Participating Accounts. All other Advisory Accounts that have a market value greater than $0.00 on the last business day of the calendar quarter are considered Participating Accounts.

The Processing Charge is assessed quarterly in arrears and calculated based on the market value of the Participating Account as of the last business day of the calendar quarter. The market value of all non-billable positions held in Participating Accounts are included in the Processing Charge calculation. The Processing Charge supports the administrative services Janney provides to maintain the investment platform on which the Advisory Accounts reside, including, for example, shareholder and omnibus recordkeeping services provided to mutual funds available through the Advisory Programs. The Processing Charge is in addition to the advisory fee and is non-negotiable.

Janney applies a credit ("Program Credit") to all Participating Accounts that were assessed the Processing Charge during the relevant calendar quarter. Advisory Accounts that are not assessed the Processing Charge during any calendar quarter are not eligible to receive a Program Credit for that calendar quarter. The application of the Program Credit is designed to address conflicts of interest associated with certain payments Janney receives from mutual funds (and their affiliates or agents) that are based on investments held in Participating Accounts (and brokerage accounts). Such payments are limited to amounts paid to Janney for omnibus shareholder servicing, sub-transfer agency fees and networking fees (collectively, “Networking Fees”), and do not include all fees Janney collects from fund companies. See the below section "Pooled Investment Vehicles Fees/Costs" for a description of additional payments and expense reimbursements from mutual funds (and their affiliates) not included for purposes of calculating the Program Credit.

The Program Credit is calculated based on the Networking Fees Janney receives, or is entitled to receive, that are attributable to Participating Accounts and brokerage accounts during the prior calendar quarter. The Program Credit for each Participating Account will be based on the market value of the Participating Account calculated as a percentage of the aggregate market value of all Participating Accounts charged the Processing Charge (determined as of the last business day of such calendar quarter). The value of all non-billable positions held in Participating Accounts are included in determining the market value of the Participating Accounts calculation. The Program Credit will be credited quarterly and will generally be calculated and applied on the same day that the Processing Charge is applied. Accounts that are closed as of the last day of the calendar quarter will not be assessed the Processing Charge and will not receive the Program Credit for that calendar quarter; however, Networking Fees received with respect to closed accounts will be included in the Program Credit paid to Participating Accounts. The Program Credit received by each Participating Account is unlikely to be equal to the Networking Fees received by Janney attributable to that particular Participating Account.

The amount of the Program Credit will vary quarterly, will be equal to, less than or more than the Processing Charge, and could be $0. The amount of the Program Credit is dependent on the amount of

Networking Fees, if any, that is collected as described above. This amount varies based on factors such as changes in the allocation or value of mutual fund assets held at Janney and changes in our agreements with mutual fund companies, as well as market forces.

For taxable accounts, to the extent your Program Credit exceeds the total amount of fees and charges for Program services charged in any given year, this surplus is treated as miscellaneous income for tax reporting purposes, and you will receive IRS Form 1099-Misc from Janney Montgomery Scott LLC in the event such miscellaneous income is required to be reported under applicable IRS tax reporting guidelines. Janney reserves the right to stop collecting Networking Fees at any time and, if Janney does not receive Networking Fees, the Program Credit will be $0. Janney has no obligation to attempt to maximize Networking Fees during the time in which they are collected.

Although the Program Credit is intended to address our direct financial interests in, and conflicts with respect to, our receipt of Networking Fees from mutual funds, the structure of the Program Credit nevertheless results in other conflicts that Clients should understand. In calculating the Program Credit, Networking Fees generated by mutual fund holdings in Participating Accounts and brokerage accounts will be credited on a pro rata basis to all Participating Accounts that are assessed the Processing Charge. As a result, Participating Accounts that are assessed the Processing Charge will receive a Program Credit regardless of whether, and the extent to which, such accounts invest in mutual funds that contribute to the Networking Fees. The amount of the Program Credit a Participating Account receives will be equal to, more than or less than the amount of Networking Fees generated by its actual mutual fund holdings, if any. Thus, certain Participating Accounts will benefit from the Networking Fees attributable to the investments of other Participating Accounts and brokerage accounts. Accounts that are not assessed the Processing Charge but will generate Networking Fees based on mutual fund holdings will not receive a Program Credit. As a result, the amount of Networking Fees attributable to mutual fund holdings in these accounts (which are not subject to the Processing Charge) will be used for the benefit of the Participating Accounts that were charged the Processing Charge. This is particularly the case for brokerage accounts which are expected to generate Networking Fees. As a result, it is expected that the mutual fund investments of these accounts will increase the Program Credit available and applied to Participating Accounts. We seek to address these conflicts of interest through a combination of disclosures, and through our policies and procedures and related controls designed to ensure that we make investment decisions relating to mutual funds independent of any considerations that may impact the amount of any such Program Credit.

Account Service Charges and Fees

Client accounts held at Janney are subject to various Account Services Charges depending upon the account services selected by the client. These account services include, but are not limited to, delivery of checkbook requests or check disbursements, the processing of outgoing full or partial account transfers, prepayments to cover the cost of securities distributed from an account prior to settlement of a trade, and service charges for insufficient funds or securities that were not received for a trade by settlement date. All Janney households are subject to an annual Household Service Fee that may be waived if the overall household relationship meets certain criteria such as eDelivery enrollment by way of Janney Online Access for all household accounts, a household asset value of at least $250,000 or participation of no less than 80% of a household's asset value in any of Janney's Advisory Programs. Janney defines a household as a group of accounts with the same mailing address or Social Security Number or Taxpayer Identification Number serviced by the same Financial Advisor Financial Advisor Team. Certain accounts, such as an ERISA retirement plan account, are not eligible to be included in a household. Additionally, IRA accounts will only be assessed the household service fee if it is the only account in the household or one of multiple IRA accounts in a household with only IRA accounts. If there is more than one IRA account in a household subject to the household service fee, each account will be assessed a prorated fee (i.e., $50 each for households with two IRA accounts). Please visit the "Service Charges & Fees" page of www.janney.com for further information on Account Services Charges.

Non-Billable Assets

Clients may request that Janney hold a security in the Account non-billable, which will be subject to Janney's approval in its sole discretion. Generally, any assets designated as non-billable upon a Client's request will not be managed by Janney or Client's Janney Financial Advisor however, such assets will be included in the calculation of account performance. Because Janney will not provide advisory services in relation to that security, the security will be excluded from the calculation of the advisory fee. The ability to hold assets as non-billable may be limited by account type, the Advisory Program selected, or the type of security. Certain product types, such as insurance products, can be held non-billable in the Partners Advisory Program and Compass Program and will have premium costs associated with its purchase. Establishing a change in one non-billable security does not cancel or change the status of other non-billable securities.

Fees and Expenses Associated with Step-Out Trades and Third-Party Managers

Third-Party Managers with investment discretion over Janney Program accounts are permitted to execute trades with broker-dealers other than Janney. As such, they may determine to direct trades away from Janney (step-out trades) when they conclude, in their sole discretion, that they will get best execution for a particular transaction through another financial institution. Each Third-Party Manager is required to consider the execution costs that participating Clients will incur in connection with the proposed trade. Janney maintains a list of Third-Party Managers that have traded away from Janney during the prior year. Please see www.janney.com, under the heading "Third-Party Investment Managers' Trade Execution Practices," for more information about step-out trading.

Annuities

For accounts invested in commission-based annuities, Janney and its Financial Advisors may receive ongoing payments from insurance companies which are known as "trails." The Client should consider any other charges and fees, including mortality and expense charges, administrative charges, investment management fees, and any applicable 12b-1 fees associated with the portfolio options. Generally, commission-based annuities can only be held in non-qualified Partners Advisory and Compass Programs and must be marked non-billable. These charges and fees will reduce the value of the annuity position and your return on investment. If a rider or other optional feature is selected, there may be an additional cost. When a Client invests in an advisory based annuity, the asset is included in the assets under management when calculating the advisory fee. The Financial Advisor does not receive payments from the insurance company in the form of commissions or trails.

Janney and our Financial Advisors also receive other forms of compensation that do not directly affect the amounts our clients are charged for annuity transactions, including revenue sharing arrangements and promotional assistance. These forms of compensation are meant to cover a variety of initiatives and expenses incurred by Janney, including expenses associated with marketing annuities to investors, educating Financial Advisors, and performing administrative services for clients. Insurance companies may also enter into revenue sharing arrangements with Janney in connection with the distribution of their annuities through our Financial Advisors. Since not all insurance companies who distribute annuities through Janney elect to participate in a revenue sharing arrangement with Janney, there is a greater financial incentive to promote those insurance companies that do offer additional compensation.

Under a revenue sharing arrangement, an insurance company will agree to pay Janney a portion of the revenue generated from the sale of annuities in clients' accounts. When Janney enters into a sales-based revenue sharing arrangement with a particular insurance company, Janney typically requests a fee equivalent to .20% of the participating insurance company's gross sales made through Janney during a given timeframe. The revenue share payments vary by insurance company and are based on an annual percentage of new or gross sales ranging from 0.10% (10 bps) to 0.30% (30 bps). Our Financial Advisors do not directly share in the fees received by Janney pursuant to its revenue sharing arrangements.

The revenue share payments to Janney are from the insurance company or its affiliate and are in addition to commissions received. No revenue sharing payments are received with respect to group annuities held by retirement plans maintained on the annuity provider's recordkeeping platform.

Janney and its Financial Advisors also receive non-cash compensation from insurance companies such as occasional nominal gifts, meals, tickets to sporting events or other comparable entertainment, or payment or reimbursement in connection with conferences or meetings held for the purpose of training or educating clients, prospective clients or Financial Advisors. Receipt of non-cash compensation or promotional assistance presents an incentive to recommend products based on the compensation received, rather than on a Client's needs. We address this conflict by maintaining policies limiting gifts and gratuities and disclosing this conflict to Clients.

KKR owns an insurance company, Global Atlantic, a wholly owned subsidiary of KKR, which operates as a standalone insurance company. Janney Financial Advisors can recommend Global Atlantic's insurance investments to Clients, which creates a conflict of interest. Because Janney is owned by KKR Stockholder, Janney has an incentive to recommend its investments based on this ownership structure. To mitigate this conflict, Janney does not specifically promote the sales of Global Atlantic or any other KKR related investments, including insurance. Neither Janney, nor its Financial Advisors, receive any special or additional compensation for recommending Global Atlantic investment products over those issued by non-affiliated companies.

Cash Management Program

Advisory Accounts, other than ERISA Advisory Accounts, that participate in Janney's cash management program will participate in a Federal Deposit Insurance Corporation ("FDIC") Insured Cash Sweep option ("Insured Sweep Option") in Janney's Cash Sweep Program. ERISA Advisory Accounts that participate in Janney's cash management program are eligible to purchase shares of a money market mutual fund ("Money Market Sweep Option") wherein Janney will invest available cash balances in the Dreyfus institutional share class money market fund (the "Money Fund").

Under its Insured Sweep Option, Janney utilizes two separate third-party administrators (the "Administrator(s)" "Administrator") to deposit a Client's available cash into a deposit account at each bank ("Program Bank(s)"), subject to capacity limits, up to $250,000 for individual accounts or $500,000 for joint accounts (the "Deposit Limit"). Janney maintains several Program Bank lists (the "Program Bank List(s)") and eligible Client Account(s) will be assigned to an Administrator and a Program Bank List based on whether each Account is a Personal Account or a Corporate Account. For the Janney Insured Sweep Program, corporate accounts include accounts held by corporations limited partnerships, limited liability companies, foreign institutions, banks, trust companies, investment clubs, insurance companies, religious organizations, fraternal/charitable organizations, and non-profit organizations.

Cash in your Account above the stated program limit (referred to herein as “excess cash balances”) of $2.5 million for individual accounts, certain retirement accounts and corporate accounts and up to $5.0 million for joint accounts (“Program Limit”) will continue to be deposited into additional Program Banks meaning that it is possible, though not guaranteed, that you could receive FDIC insurance coverage above the Program Limit when excess cash balances are invested in Program Banks. Our ability to sweep your cash balances to a Program Bank depends on the Program Bank’s capacity to accept the deposits. If a Program Bank has insufficient capacity to accept additional sweep deposits, or otherwise reduces its capacity to accept sweep deposits, and sweeping additional deposits to any other Program Bank is unfeasible, cash balances in your Account that cannot be swept to any Program Bank will automatically be invested in shares of the Money Fund.

Clients will not have a direct relationship with the banks. Janney will act as the Client’s agent and custodian in establishing and maintaining the deposit accounts at each bank. All deposits and withdrawals will be made by Janney on the Client’s behalf. Information about Client deposit accounts may be obtained from Janney, not the banks. Clients may not change the banks on the Program Banks Lists, the order in which cash is deposited at the banks on the Program Bank Lists or the capacity limit at any bank. They may, however, at any time, designate a bank as ineligible to receive any cash (otherwise referred to as “opting out” of a bank) by contacting their Financial Advisor. Declaring a bank ineligible will result in any current deposit at such bank being withdrawn and such cash balance (along with any new deposits) being deposited into deposit accounts at the next available bank on the Program Bank List, as determined by that Administrator’s allocation method, on the next business day that a sweep is affected after such “opt out” instructions have been given effect. No new cash will be deposited into any bank that a Client has designated as ineligible. If a Client designates one or more banks as ineligible, the total amount of FDIC insurance for which their cash balances will be eligible in the Insured Sweep Option may be reduced. Participation in the Insured Sweep Option requires at least one (1) bank remaining eligible to receive your deposits. A Client may not opt out of all banks on the applicable Program Bank List.

Discretionary Advisory accounts, other than Discretionary Advisory IRA Accounts, will receive the highest interest rate available at the time of investment regardless of household balance. Janney is compensated based on the difference or “spread” between the interest rate paid by the bank on the amounts deposited in the deposit account and the rates that Janney offers to Clients. Discretionary Advisory IRA accounts that participate in the Insured Sweep Option receive a different interest rate from other account types. The interest rate on these accounts is determined by the amount a Program Bank is willing to pay minus the fees paid to Janney and other parties. Janney receives a level monthly fee for each account which is administratively managed to be no less than $0.50 and no more than $12.00 per account. If Janney does not receive sufficient payments each month from Program Banks in accordance with its fee schedule, Janney reserves the right to debit the relevant Client account for the amount of any shortfall.

For all Accounts, other than Discretionary Advisory IRA Accounts, Program Banks will pay Janney a fee equal to a percentage of the average daily deposit balance in your deposit accounts at the Program Bank. Janney reserves the right to increase, decrease, or waive all or part of these fees at any time. The fee may vary from Program Bank to Program Bank. The amount of fee received by Janney will affect the interest rate paid by the Program Bank on Client deposit accounts. For Discretionary Advisory IRA Accounts, Janney receives a level monthly fee for each Account in the Insured Sweep Option. This amount is determined based on a fee schedule indexed to the Federal Fund Target Rate. Janney's per account monthly fee is administratively managed to be no less than $0.50 and no more than $12.00.

For the Money Market Sweep Option, any cash balance in a Client's ERISA Advisory Account will be automatically swept into the Money Fund after the close of business on that business day and generally will not begin earning dividends until the following business day. Dividends are earned based on the interest and income realized by the Money Fund's underlying investments. The dividends earned on the shares in the Money Fund will not be payable in cash but will be reinvested each month in additional shares of the Money Fund at the then current net asset value. The rates of return on Money Fund will differ from the interest rates available for Accounts enrolled in the Insured Sweep Option. Janney does not receive compensation for those ERISA Advisory Accounts invested in Dreyfus institutional share class money market fund through the Money Market Sweep Option. Janney Financial Advisors are not compensated by Janney on these investments.

Clients may revoke their consent to participate in Janney's Cash Sweep Program at any time by informing their Financial Advisor. If a Client declines participation in the Cash Sweep Program, the cash portion of their Account will remain as a free credit balance until they instruct their Financial Advisor to invest such balance. Janney does not pay interest on free credit balances in Accounts.

Additional information about the cash sweep program is available on the "Cash Management Account Agreements & Disclosures" page at www.janney.com.

Pooled Investment Vehicles Fees/Costs

Advisory Accounts that hold shares of mutual funds (including money market funds), closed-end funds, exchange-traded products, unit investment trusts, hedge funds, private investment partnerships or other investment companies or investment pools (collectively, "funds") include the value of these assets when calculating the applicable account fees. In addition to account fees and expenses, Client assets invested in funds are subject to other fees and expenses as described in the funds' prospectuses or offering document payable by the fund, including the management fee, dealer concessions, shareholder or administrative service fees, distribution fees, and other operating expenses. As a result, Clients are bearing, indirectly, a portion of any investment management and other expenses paid by a fund including payments to Janney and its affiliates in addition to any Advisory Account fees.

Janney, and in some cases its Financial Advisors, receives compensation for the sale and retention of securities or mutual funds, including ongoing distribution ("12b-1") fees, administrative fees, shareholder servicing, marketing support (revenue sharing) payments, and networking reimbursements from mutual funds (or their sponsors) in which a Client's assets are invested, where permitted under applicable law. These forms of additional compensation are meant to cover a variety of initiatives and expenses incurred by Janney, including expenses associated with marketing mutual funds to investors, educating Financial Advisors, and performing administrative services for clients. Since Janney and its Financial Advisors do not receive these forms of additional compensation from every mutual fund family with which we do business, we have a greater financial incentive to promote those fund families that do offer additional compensation.

Some ETF distributors and mutual fund underwriters, distributors or advisors may also enter into revenue sharing arrangements to off-set the costs associated with Janney's educational and marketing initiatives.

In exchange for entering into revenue sharing arrangements, Janney may provide underwriters, distributors or advisors opportunities to (i) participate in Janney's seminars with Financial Advisors and clients; (ii) distribute information regarding mutual funds to Janney's Financial Advisors; (iii) review Janney sales data relating to certain Financial Advisors and mutual funds; and (iv) access Financial Advisors in Janney's branches. Under a revenue sharing arrangement, an ETF distributor or mutual fund underwriter, distributor or advisor will agree to pay a portion of the revenue generated from the sale and management of fund shares in clients' accounts.

When entering into revenue sharing arrangements, Janney requires that the fees be paid directly by the ETF distributor or mutual fund underwriter, distributor or advisor, and will not permit the fees to be made using fund portfolio trading commissions. Where Janney has entered into a sales-based revenue sharing arrangement with a particular underwriter, distributor or advisor, Janney typically requests a fee equivalent between .05% and .25% of the participating company's gross sales made through Janney during a given timeframe. Where Janney has entered into an asset-based revenue sharing arrangement with a particular underwriter, distributor or advisor, Janney typically requests a fee no more than .10% per year of the assets managed by the participating underwriter, distributor or advisor for Janney's clients. Janney has also entered into revenue sharing agreements with participating underwriter, distributor or advisors whereby the fee typically requested is a combination of a sales-based and asset-based calculation utilizing the fee equivalents as described above for the respective arrangements. Under some revenue-sharing arrangements, Janney and the ETF distributor or mutual fund underwriter, distributor or advisor, mutually agree to a flat dollar fee instead of a sales-based or asset-based arrangement. Janney excludes from its revenue sharing agreements all ERISA and Discretionary IRA Advisory Accounts. The presence of a revenue sharing agreement presents a conflict for Janney because the firm has a greater financial incentive to recommend an ETF or mutual fund that has entered into a revenue sharing agreement. Our Financial Advisors do not directly share in the fees received by Janney pursuant to its revenue sharing agreements.

Separate from revenue sharing, some mutual fund and ETF product providers and Third-Party Managers engage Janney in data sharing arrangements. Similar to revenue sharing, data package arrangements allow product providers and Third-Party Managers to (i) distribute information regarding mutual funds, ETFs, and SMA strategies to Janney's Financial Advisors; (ii) review Janney sales data relating to certain Financial Advisors and mutual funds, ETFs, or SMA strategies; and (iii) access Financial Advisors in Janney's branches. Janney prices its data packaging consistently across all product providers and Third-Party Managers. Pricing is tiered based on the Third-Party Manager's or product provider's AUM at Janney, the type of data requested, and the number of products and/or SMA strategies requested by the product provider or Third-Party Manager. This presents a conflict for Janney because the firm has a greater incentive to recommend a mutual fund, ETF, or SMA strategy where a data sharing agreement is in place or that has a higher fee tier.

The Wealth Management Department, when reviewing and recommending allocations to mutual funds ETFs, and SMA strategies does not take into consideration whether the firm has a revenue sharing agreement or data sharing arrangement with the product provider or Third-Party Manager or whether the firm receives other compensation from such entities.

Janney generally limits the mutual fund share classes that are available for purchase in Advisory Accounts. The purpose of restricting the share classes that can be purchased in Advisory Accounts is to prevent clients from having to pay a front-end sales charge or a contingent deferred sales charges on their mutual fund purchases as well as avoid having to pay ongoing distribution (12b-1) fees on their mutual fund positions.

Upon approval of the mutual fund to the Janney platform by Wealth Management, Janney evaluates and will make available fund share classes that do not charge a 12b-1 fee, include a sub-transfer agency fee ("Sub-TA Fee") and are available for purchase on the mutual fund trading platform of Charles Schwab & Co. ("Schwab"). Janney will not select share classes that charge 12b-1 fees as part of its Advisory Programs even if such share class is the only means by which Janney can collect Sub-TA Fees from the mutual fund. In those instances, Janney will avoid the selection of the share class that charges 12b-1 fees and will chose an appropriate investment option that does not collect Sub-TA Fees. This means that Janney will not generally select the lowest cost share class for which the program is eligible (because there could be a less costly share class that does not charge Sub-TA Fees). Over time all mutual funds typically adjust their share class expenses and Clients should be aware that they may be able to purchase a less expensive share class elsewhere. In the instance that Janney or its Financial Advisors recommend a mutual fund that pays a 12b-1 fee because a non 12b-1 fee share class is not available, the mutual fund will be held in the "non-billable" portion of a Client's account so that the investment advisory fee charged to that Client will not include the value of the assets held with respect to such fund.

Because Janney receives compensation from the Sub-TA Fees and other administrative services fees in the mutual fund shares classes that it makes available to clients in its Advisory Programs, Janney has a financial incentive to recommend to clients these share classes that will increase the revenue paid by the mutual fund families to Janney. In many instances, purchases of these share classes would cause clients to pay higher costs relative to other share classes that are made available by the fund families. This is a conflict of interest for the firm. Janney mitigates this conflict by applying a Program Credit to Participating Accounts based on the Sub-TA fees and networking fees attributable to eligible assets in Participating Accounts during the prior calendar quarter as described in the "Processing Charge and Program Credit" section. Janney Financial Advisors do not share in the revenue derived by Janney's receipt of Sub-TA Fees and the other administrative service fees in terms of their compensation.

In the Internal Portfolio Management Programs, where a Client has a pre-existing mutual fund position that will continue to be held in the account, such position will not be assessed the asset-based fee where the position meets certain parameters. For example, Class B shares and Class C shares of mutual funds will not be included when calculating the investment advisory fee while the asset is held in the account. Class C shares that are within the contingent deferred sales charge ("CDSC") period will be converted to a permitted advisory share class at the close of the CDSC period. Any mutual fund that charges a 12b-1 fee, when a share class of the same fund that does not charge a 12b-1 fee is available, will be converted to the non-12b-1 fee charging share class and assessed the asset-based fee. However, when mutual fund shares of one class convert to shares of another class, Financial Advisors will be paid 12b-1 fees for a period of time (generally no more than 10 days) before the share conversion settles.

From time to time, a Client may choose to move their brokerage account to one of Janney's Wrap Fee Advisory Programs. In the event a Client incurs a commission charge (or a front-end sales load on mutual fund shares) on the purchase of a mutual fund share class within 30 calendar days of becoming an Advisory Account, the Client will be rebated the commissions (or sales loads) at the time of account setup into the Advisory Program. The corresponding transactions will not be canceled and will be assessed the asset-based fee associated with the account.

Janney Financial Advisors, consistent with the firm's practices, also receive non-cash compensation and other benefits from mutual fund companies or other managed product sponsors with whom Janney does business. Such non-cash compensation includes invitations to attend conferences or educational seminars sponsored by mutual fund companies or their advisers or distributors, payment of related travel, lodging and meal expenses, and receipt of gifts and entertainment. Receiving non-cash compensation presents a conflict of interest and gives Janney and its Financial Advisors an incentive to recommend investment products based on the compensation received, rather than on a Client's needs. Janney addresses this conflict by requiring Financial Advisors to adhere to their fiduciary duties to make recommendations in the best interest of their clients in addition to maintaining policies limiting gifts and gratuities and disclosing this conflict to Clients. Clients should review all mutual fund prospectuses and other offering documents for further explanation.

In addition, certain funds in which Client assets are invested, trade securities through our firm's institutional brokerage group, including both fixed and equities securities. As a result, the firm receives a benefit from such trades in either the commission paid for agency trades or the mark-up for principal trades. The firm's policy is to not recommend or use discretion to place investment advisory Client assets in these funds simply because the managers for such funds may execute trades through Janney. In addition, funds typically have their own policies prohibiting the fund's manager from executing trades with a brokerage firm based on the amount of assets that firm's Clients have invested in such fund. Please see the "Mutual Funds" section under "Disclosures & Agreements by Service" of www.janney.com for further information.

Fully Paid Securities Lending

Certain Clients may participate in a Fully Paid Securities Lending Program ("Lending Program"). Clients participate in the Program under a Master Securities Lending Agreement ("Agreement"). The Program offers Clients an opportunity to earn fees by lending Client's fully paid securities to Janney under the terms of the Agreement. The fee that the Client earns through the Lending Program is calculated at 50% of the loan rebate at which Janney borrows the Client's shares, and Janney retains the remaining 50% of the loan rebate as compensation for its services to the program.

Miscellaneous Fees

In addition to investment advisory fees, a Client may also incur other charges with respect to its Advisory Account including, for example, (i) any dealer-markups and odd lot differentials; (ii) transfer taxes; (iii) Section 31 fees imposed by the Securities Exchange Act of 1934, as amended ("Exchange Act"), on securities exchanges and self-regulatory organizations (or other SEC fees, as applicable), which are paid by broker-dealers such as Janney, and which Janney in turn elects to pass on to its customers; and any other charges imposed by law with regard to any account transactions; (iv) margin interest and operational fees and charges; (v) offering discounts, and commissions and related fees in connection with underwritten public offerings of securities; (vi) IRA fees; (vii) any redemption fees, exchange fees, or similar fees imposed in connection with any fund transaction; and (viii) per trade transaction charges as described in the applicable Advisory Agreement.

Unit Investment Trusts

Janney receives compensation from UIT sponsors and providers in the form of marketing or concession payments calculated as a percentage on the amount of assets invested in each UIT series. That percentage typically increases as higher sales volume levels are achieved. Accordingly, the receipt of such compensation provides Janney an incentive to recommend UITs that provide greater levels of compensation. Janney will not receive additional concession on sales of UITs in Advisory Accounts but UIT asset levels in Advisory Accounts are included in determining whether the sales volume has been met. UITs originally purchased in a brokerage account and not sold when transitioned to an Advisory Account will be assessed billing based on the value of the brokerage CUSIP in the Advisory Account. This would result in the Client paying a higher fee than if the client had purchased the fee-based CUSIP.

Third-Party Research

Janney may pay, out of its own resources, third parties for quantitative or fundamental research and other information that may be used in managing Client accounts. There are no increased costs to Clients in connection with such payments.

Janney Charitable Giving Fund

Janney makes available to clients the Janney Charitable Giving Fund ("JCGF"), a Janney-branded donor-advised fund solution with all assets custodied at Janney. Donor-advised funds are charitable giving vehicles that provide donor clients with a tax efficient way to maximize charitable impact. Janney pays an annual program fee to a third-party sponsoring charity that administers the program on behalf of Janney and is responsible for providing expertise, technology, and administrative support for individual donor-advised accounts. The third-party sponsoring charity charges donor clients' administrative fees which are the higher of $250 per year or a max of 0.65% on the value of the donor-advised assets. The administrative fees are used to reduce the cost of the annual platform fee that would otherwise be charged to Janney. This presents a firm-level conflict of interest as Janney is economically incentivized to recommend the JCGF over other non-proprietary donor-advised funds available on the Janney platform in an effort to reduce the cost of its annual program fee to the third-party sponsoring charity. Janney has procedures in place to ensure that any recommendation to utilize a specific donor-advised fund by a Janney Financial Advisor is in the best interest of the client.

ITEM 6 - PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

Janney does not charge performance-based fees.

ITEM 7 - TYPES OF CLIENTS

Janney offers investment advisory services to a broad range of individual and institutional Clients including, but not limited to, individuals, families, trusts, estates, corporate and non-corporate entities, retirement plans, pension plans, profit-sharing plans, and government entities. In most cases, Janney requires a minimum initial investment to open a Program account which varies depending on the Program.

The following chart sets forth the initial minimum investment by Program.

Program	Minimum Initial Investment
Professional Money Management	
Adviser's	$100,000*

Janney UMA	$50,000*
Classic	$100,000*
Janney Capital Management Direct	$100,000*

Asset Allocation	
Keystone Discretionary	$25,000
ETF Advantage	$25,000
Goals-Based Portfolio Solutions (GPS) Program	$5,000
Pioneer	Varies*

Internal Portfolio Management	
Partners**	$10,000
Compass	$25,000
Investors Select	$25,000

*The initial minimum investment amount required for select strategies in the Adviser's, Janney UMA, Janney Capital Management Direct, Pioneer and Classic Programs may be higher or lower than the Program minimums required by Janney. Janney may waive, in its sole discretion, the initial minimum investment required by Janney for an account. In determining whether to waive an investment minimum, Janney considers the following factors: household asset value, investment vehicles and the anticipation of upcoming contributions and/or necessary withdrawals in the account.

** A minimum investment amount of $1,000 will be applied to Advisory 529 savings plans when held in the Partners Program.

ITEM 8 - METHODS OF ANALYSIS, INVESTMENT STRATEGIES, AND RISK OF LOSS

Each Janney Client is managed independently, and Janney is under no obligation or requirement to buy or sell the same investments for accounts, even when the investment strategy may be similar. Janney's investment strategies involve certain risks. There can be no assurance that any particular strategy will be successful in achieving the Client's investment goals and objectives. The material risk for any strategy under Janney's advice is risk of loss. Each method of analysis Janney undertakes requires subjective assessments and decision-making by experienced investment professionals. However, there is a risk of an error in judgment. This is mitigated through an investment process and investment committees that provide thorough review of investment products and managers prior to their recommendation. Additional risk exists in that each Janney Financial Advisor may utilize varying methods of analyses and investment strategies.

Portfolio Manager Selection and Evaluation

Janney Wealth Management Research is responsible for the initial research & due diligence as well as the ongoing monitoring of all model-based and manager traded strategies at Janney. All Separately Managed Accounts ("SMAs") and Unified Managed Account ("UMA") strategies available at Janney are actively monitored either internally by WM Research or by an independent third-party vendor. Single contract

SMA and UMA strategies are monitored by both WM Research and the third-party vendor, while dual contract managers are only monitored by WM Research. All SMA and UMA strategies undergo an initial and ongoing due diligence process. Janney's affiliated asset manager, Janney Capital Management, undergoes formal reviews by the independent third-party vendor on an ad hoc basis.

Strategy Identification

SMA and UMA strategies are identified through a number of different sources, including third-party investment analysis databases, client recommendations, trade journals, industry conferences, as well as personal and professional networks. All SMA strategies available on the Janney platform are labeled as either Recommended or Approved. Recommended strategies are backed by WM Research's highest conviction and are published on the Outsourced Solutions Guide. The starting universe for investment strategies considered for inclusion on the Outsourced Solutions Guide is the Morningstar Direct database. Approved strategies have met basic due diligence standards. All single contract SMA/UMA strategies receive the same treatment from an ongoing due diligence perspective and are reviewed at least quarterly. Dual contract SMA managers on Janney's Classic Platform also must undergo an initial review and are required to meet basic due diligence standards and are reviewed annually.

Initial Criteria

An initial review of an investment strategy includes, but is not limited to, the following criteria, which is intended to represent the most basic due diligence requirements*.

- Minimum of $100 million in firm assets under management
- Minimum of 3 investment professionals at the firm
- Minimum of a 3-year track record illustrating the investment manager's ability to manage a portfolio in the same or similar fashion as the product under consideration
- Consistency of style, philosophy, process, and risk-adjusted returns
- Reasonable fee structures
- Verifiable, reputable service providers

**These criteria will serve as a guide and may vary depending on the reviewed strategy.*

Initial Evaluation

WM Research reviews the performance of a strategy with the goal of understanding how it is likely to behave throughout different points in the market cycle as evidenced by historical data. This involves close examination of both absolute and relative returns versus the style benchmark and peer returns, taking long-term performance into account but emphasizing the 3- and 5-year rolling time frames. Risk-adjusted performance is crucial in this evaluation. The use of various risk-adjusted measures allows the team to study the returns of recommended managers relative to the various layers of risk investment to which portfolios are subjected. Some of these risk metrics include, but are not limited to, systematic risk (beta), absolute volatility (standard deviation), downside volatility (downside deviation) and active risk (tracking error).

On a qualitative basis, WM Research reviews the following key areas of a strategy:

Firm Characteristics:

- The firm's size, assets under management, years in business, infrastructure, ownership, and service capabilities.

- Whether the firm has a business plan which outlines its strategic direction, including future growth and succession plans.
- If management incentives are in line with investors objectives.
- The policies and procedures the firm has in place to address and limit the impact of conflicts of interest.

Management personnel:

- The professional background, education, tenure, and experience of personnel making the investment decisions, as well as other departments within the firm such as Compliance, Operations, and Trading.
- Whether the investment professionals are transparent and accessible.
- Whether the compensation of the investment professionals align with the interests of investors.
- If the structure and geography of the team members promote effective communication and idea sharing.

Philosophy & Process:

- Presence of an explainable, understandable philosophy that states the manager's long-term investment goals.
- If and how the manager intends to add value.
- Whether there is a clearly defined market inefficiency the manager seeks to exploit and if there is a repeatable investment process in place.
- If the investment manager’s process has a strong buy/sell discipline to support the philosophy and if the manager has adhered to this discipline over time.
- Whether the manager's philosophy has proven successful through performance and risk metrics.

Progress:

- How the strategy/product has evolved over time.
- What changes, if any, the team has made to the philosophy and process in response to evolving market conditions and the lessons learned.

Positioning:

- Where the product fits within the firm's offerings and the amount of attention and resources is it likely to garnish.
- How the strategy compares to its peers and the value that it could bring to the existing product lineup on the Janney platform.
- How the strategy complements existing recommended strategies.

On-going Research

On a recurring basis, but no less than quarterly, WM Research, in conjunction with a third-party investment consultant, assesses the qualitative characteristics referenced above and conducts a quantitative performance review to ensure the timely delivery of information to Janney’s existing or potential investors. Formal updates on Recommended or Approved strategies will be published when performance falls out of line with expectations or when there has been a meaningful change in process, investment team or firm that can reasonably be expected to impact performance in the future. Dual contract SMA managers on Janney's Classic Platform are required to complete an annual due diligence questionnaire and are viewed by WM Research on an annual basis.

Mutual Fund Product Due Diligence

All mutual funds available for sale on the Janney platform undergo an initial due diligence process to ensure that they meet certain criteria set forth by Janney. The Wealth Management Department utilizes a third-party vendor to perform the initial due diligence while Janney provides ongoing due diligence on a semi-annual basis once a fund is added to the Janney platform. Janney may vary the initial criteria depending on certain factors of the mutual fund however, it typically includes, but is not limited to, length of active management, amount of assets under management and also incorporates independent third-party product analysis. Funds that fail to meet the due diligence standards are moved to a liquidation only status and will be closed to new investments until they meet the due diligence standards during a subsequent semi-annual review. Although new purchases are not permitted in mutual funds that fail to meet the aforementioned criteria, it's important to note that Janney does not force liquidation of existing positions and continues to accept incoming transfers of these funds.

Exchange Traded Products Due Diligence

All ETFs available on the Janney platform must first meet several initial requirements, including but not limited to, length of performance history and a minimum value of AUM. All ETFs on the Janney platform are surveyed daily and are restricted from new purchases if they fall below the minimum required thresholds. Restrictions may be lifted daily if the ETF achieves the minimum requirements. No new purchases will be allowed in ETFs that fail to meet Janney's due diligence standards; however, Janney does not force liquidations of existing positions and incoming transfers of these funds will be accepted.

Closed End Fund Due Diligence

All closed-ended funds available on the Janney platform must meet initial minimum requirements as well as semi-annual due diligence requirements to remain active on the platform. Closed-end funds evaluated by Morningstar must achieve a 1-star Morningstar rating and an expense ratio of 2.0% or less in order to meet Janney's minimum criteria. For funds not covered by Morningstar, Janney requires $100 million in AUM and an expense ratio less than 2.0% in order to remain available for new purchases on the Janney platform. As with ETFs, no new purchases will be allowed in closed-end funds that fail to meet Janney's due diligence standards, but Janney does not force liquidations of existing positions and incoming transfers of these funds will be accepted.

Alternative Investment Due Diligence

Due to the differences in product structure and corresponding legal implications, alternative investment products often require a more stringent gathering of product and firm documentation to be permitted for sale, when compared to mutual fund or managed account products. In addition to the evaluations conducted by WM Research, Janney utilizes an independent third-party consultant to assist in the selection of its alternative investment product set as well as the initial and ongoing due diligence reviews. Initial due diligence includes, but is not limited to, the review of:

- audited financial statements for the fund and/or historical information from previously managed funds;

- private placement memorandum;
- relevant marketing materials;
- quantitative data (i.e., monthly performance, exposures, etc.);
- the availability of professional contacts to provide references including fund auditor, lawyer, administrator and clients; and
- LP/LLC agreements and subscription documents.

On an on-going basis, WM Research receives and reviews product performance as well as the qualitative and quantitative characteristics referenced above to ensure the alternative investment is meeting minimum standards for inclusion on the platform. If performance falls outside of expectations, WM Research works closely to better understand the reasons for the deviation from expectations, often with the assistance of an independent third-party consultant. No new purchases will be allowed in alternative investments that fail to meet Janney's due diligence standards, but Janney does not force liquidations of existing positions and incoming transfers of these products will be accepted.

Environmental, Social, and Governance ("ESG") Due Diligence

Janney's environmental, social, and governance ("ESG") investment platform aims to provide Clients with a variety of advisory solutions to achieve their personal ESG investment objectives. These advisory solutions include professionally managed ESG-aligned portfolios and negative ESG screening tools, which can be utilized to create unique client-specific stock portfolios or can be utilized as an overlay on investment managers within our managed account platforms.

The WM Research ESG Models, available in the Pioneer Program, offer Clients diversified portfolios of mutual funds and ETFs that incorporate ESG factors and considerations into their respective investment processes. Janney's WM Research team creates the models and is responsible for the selection, monitoring, and adjustments of the mutual funds and ETFs within the models. Each of the mutual fund and ETF investment managers within the model portfolios will have their own unique ESG evaluation process of assessing a given securities' ESG profile which may vary significantly from other investment manager's ESG criteria within the same model.

WM Research aims to include investment managers that maximize engagement with its underlying companies, while balancing traditional portfolio construction metrics sought after for high performing investment funds (cost, performance, consistency, etc.). Furthermore, WM Research avoids thematic ESG investments for these models, preferring general ESG consideration, covering ESG and sustainable themes equitably across the market spectrum. Investment managers in the model will typically maintain a minimum level of ESG integration into their investment processes. For example, some investment managers will apply negative screens to exclude certain product exposures from their portfolios while other investment managers will invest in traditional "sin stocks" such as tobacco, alcohol, or firearms industries if a cost/benefit analysis, that incorporates ESG, shows that it represents a top opportunity.

WM Research performs initial and ongoing due diligence for ESG related mutual funds and ETFs. This due diligence follows the framework laid out by WM Research, which is utilized for all other investments under WM Research's coverage responsibility, with the addition of considering the mutual fund or ETF's ESG analysis capabilities and investment processes. ESG investment performance is measured against traditional benchmark indices and peer groups relevant to the investment's specific asset class. For example, a diversified large cap core ESG equity fund would be measured against a relevant large cap core equity peer group and the S&P 500 Index. Janney makes no claims as to how an ESG investment will perform, nor to any direct or indirect ESG objective an investment will achieve. Janney also does not make any claim that the ESG Models will achieve a high score if evaluated with third-party ESG rating methodologies.

Janney WM Research has partnered with third-party ESG data provider, Sustainalytics, to provide Clients with various exclusionary ESG screens to further align the Clients' portfolios with their moral or religious beliefs. The purpose of the ESG screens is to filter out individual stocks based on company involvement in certain controversial areas such as energy, alcohol, tobacco, firearms, gambling, etc. Clients can use this functionality as an overlay on investment managers within the Advisers, Advisers MSP, Janney Capital Management Direct and Compass Wrap Fee Programs. The ESG screen does not apply to pooled investments such as mutual funds, ETFs, UITs, etc. Applying negative screening towards existing investment manager portfolios could alter performance results from those portfolios' unadjusted returns.

Risks

Janney does not primarily recommend any particular type of security. All investments carry the risk of loss of principal. The following are certain important risks that should be considered by Clients before investing:

Risk of Loss

Janney personnel may recommend a wide array of investments. In general, each Program and /or strategy covers a wide range of securities. As such, the types of risks that each Client will be exposed to will vary depending on the particular Program and strategy in which the Client is invested. Each investment in an Advisory Account is subject to general market risk, which is the risk that the security's value will decline because of downturns in the general securities market. In addition, as recent global and domestic economic events have indicated, performance of any investment is not guaranteed. As a result, there is a risk of loss of the assets we manage that may be out of our control. We will do our very best in the management of our investors' assets; however, Janney cannot guarantee any level of performance or that the account assets will not be lost.

Market Volatility

In periods of market volatility, we may be unable to invest new money contributed to an account, or proceeds from the sale of securities, as quickly as we might have been able to do under normal market conditions. Similarly, we may be unable to sell securities to raise cash, or to accommodate a terminating Client's request to sell securities, as quickly, or at favorable prices, as we might have been able to do under normal market conditions. During periods of market volatility, we will use reasonable efforts to manage accounts consistent with applicable account guidelines and will take efforts to restore the account to such guidelines in a prudent manner if the account deviates from such account guidelines.

Infrequent Trading/Low Portfolio Turnover Risk

Certain strategies and or accounts in the Programs covered in this Brochure may trade infrequently and experience low turnover. Janney Financial Advisors have a financial incentive to recommend an Advisory Account to a Client rather than a brokerage account if the Client has, or is expected to have, lower levels of trading activity in the Client's account. If an account and/or strategy experiences low turnover, the Client may not experience the full benefit of the wrap fee on the account. Clients are encouraged to discuss their investment strategy with their Financial Advisor. Limited trading may be the result of market conditions, performance and/or an increase in asset allocation to fixed products may result in less than anticipated activity. In the event of prolonged periods of trade inactivity, no less than 12 consecutive months, Janney may, to the extent permitted by applicable law, upon sending notice to the client, terminate the advisory relationship and convert the account to a transaction-based brokerage account. Advisory 529 plans are an example of an account type with expected low turnover given the buy and hold nature and focus on funding education payments years in the future.

Frequent Trading/High Portfolio Turnover Risk

The turnover rate with certain Advisory Account may be significant depending on the investment strategy. In connection with strategies run by Third-Party Managers that engage in step-out trades, frequent trades may result in high transaction cost, including commissions, fees and or other transaction costs.

Issuer Risk

Securities may decline in value because of changes in the financial condition of the issuer. An individual security may perform differently than the market as a whole.

Equity Risk

Investments in equity securities (e.g., common stock, preferred stocks, convertible securities, rights, warrants and depository receipts) are generally subject to greater price volatility than fixed income securities. Investments in income-producing equities are subject to the risk that the issuer may reduce or discontinue the dividend. Under strategies utilizing equity securities, the portfolios are subject to the risk that stock prices may fall over short or extended periods of time. Individual companies may report poor results or be negatively affected by industry and/or economic trends and developments. The price of securities issued by such companies may suffer a decline in response. These factors contribute to price volatility, which is the principal risk of investing in securities.

Fixed Income Risk

Under strategies utilizing debt securities, change in interest rates could affect the value of a Client's investment. Rising interest rates tend to cause the price of debt securities (especially those with longer maturities) to fall. Rising interest rates may also cause investors to pay off mortgage-backed and asset-backed securities later than anticipated; forcing the portfolio to keep its assets invested at lower rates. Falling interest rates; however, generally cause investors to pay off mortgage-backed and asset-backed securities earlier than expected, forcing the portfolio to reinvest assets at a lower interest rate.

The concept of duration is useful in assessing the sensitivity of a fixed income portfolio to interest rate movements, which are the main source of risk for most fixed income securities. Duration measures price volatility by estimating the change in price of a debt security for a 1% change in its yield (e.g., a duration of five years means the price of a debt security will change about 5% for every 1% change in its yield). Accordingly, the higher the duration, the more volatile the security.

Debt securities have a stated maturity date when the issuer must repay the principal amount of the bond. Some debt securities, known as callable bonds, may repay the principal earlier than the stated maturity date. Debt securities are most likely to be called when interest rates are falling because the issuer can refinance at a lower rate. Falling market interest rates expose investors to reinvestment risk.

Reinvestment risk occurs when an investor cannot reinvest the principal of a called bond or cash flows into another security at the same interest rate as the called security's current rate of return.

The credit rating or financial condition of an issuer may affect the value of a debt security. Generally, the lower the quality rating of a security, the greater the risk that the issuer will fail to pay interest fully and return principal in a timely manner. The issuer of an investment-grade security is more likely to pay interest and repay principal than an issuer of a lower rated bond. Credit ratings are not an absolute standard of quality, but rather general indicators that reflect only the view of the originating ratings agencies from which an explanation of the significance of such ratings may be obtained. If an issuer defaults or becomes unable to honor its financial obligations, the security may lose some or all of its value.

High yield or "junk" bonds are highly speculative securities that are usually issued by smaller, less credit worthy and/or highly leveraged (indebted) companies. Compared with investment-grade bonds, high yield bonds carry a greater degree of risk and are less likely to make payments of interest and principal. Market developments and the issuer's financial business conditions influences their price and liquidity more than changes in interest rates, when compared to investment-grade debt securities. Insufficient liquidity in the junk bond market may make it more difficult to dispose of junk bonds and may cause the bond to experience sudden and substantial price declines.

All debt securities carry the risk of default. Default risk is the chance that debt issuers will be unable to make the required payments on their debt obligations. Investors are exposed to default risk in almost all forms of credit extensions. In the event of a default, investors risk losing periodic interest payments and full repayment of the principal of the bond.

Company Size Risk

Certain strategies will invest in small-capitalization and mid-capitalization stocks, which are often more volatile and less liquid than investments in larger companies. The frequency and volume of trading in securities of smaller and mid-size companies may be substantially less than what is typical of larger companies. Therefore, the securities of smaller and mid-size companies may be subject to greater and more abrupt price fluctuations. In addition, smaller and mid-size companies may lack the management experience, financial resources and product diversification of larger companies, making them more susceptible to market pressures and business failure.

Exchange Traded Product Risk

ETPs, including Exchange Traded Funds ("ETFs") and Exchange Traded Notes ("ETNs"), are subject to risks similar to those of stocks and may not be suitable for all investors. Investment returns and principal value will fluctuate so that when shares are redeemed, they may be worth more or less than original cost. Shares may only be redeemed directly from the fund by authorized participants via creation units. There can be no assurance that an active trading market for the shares will develop or be maintained, and shares may trade at, above or below their net asset value (NAV). Additionally, ETNs and some ETFs are not structured as investment companies and thus are not regulated under the Investment Company Act of 1940. An ETN's value generally depends on the performance of the underlying index and the credit rating of the issuer. Additionally, the value of the investment will fluctuate in response to the performance of the underlying benchmark. ETPs incur fees that are separate from those fees charged by Janney (see "Fees and Compensation"). Accordingly, our investments in ETPs will result in the layering of expenses, resulting in a higher cost of investment than the cost of investing directly with an ETP.

Closed-End Fund (CEF) Risk

CEFs are subject to market volatility and the risks associated with their underlying securities which may include the risks associated with investing in smaller companies, foreign securities, commodities, and fixed income investments. Investment returns will vary and an investor's shares, when sold, might be worth more or less than their original cost. CEFs with complex or specialized investment strategies may experience increased market price volatility.

Real Estate Investment Trust ("REIT") Risk

REITs share prices may decline because of adverse developments affecting the real estate industry such as declining real estate values, changing economic conditions and increasing interest rates. The returns from REITs may trail returns in the overall market. Additionally, there is always a risk that a given REIT will fail to qualify as a REIT and receive favorable tax treatment or may not remain qualified as a REIT.

Foreign Investments Risk

Investing in foreign companies poses additional risks because political and economic events unique to a country or region may affect those markets and their issuers. In addition to such general international risks, the asset(s) may also be exposed to currency fluctuation risks and emerging markets risks. Changes in the value of foreign currencies compared to the U.S. dollar may affect (positively or negatively) the value of investments. Such currency movements may occur separately from, and in response to, events that do not otherwise affect the value of the security in the issuer's home country. Also, the value of the investments may be influenced by currency exchange control regulations. The currencies of emerging market countries may experience significant declines against the U.S. dollar, and devaluation may occur subsequent to investments in these currencies by an account. Finally, foreign investments, especially investments in emerging markets, can be riskier and more volatile than investments in the U.S. and may be considered speculative and subject to heightened risks. Also, inflation and rapid fluctuations in inflation rates have had, and may continue to have, negative effects on the economies and securities markets of certain emerging market countries.

American Depository Receipt ("ADR") Risk

ADRs are typically issued by a U.S. bank or trust company and represent ownership of underlying foreign securities. In addition to the risks presented in any investment (e.g., changes in value, changes in demand, etc.), there are several risks unique to ADRs that must be considered. For instance, while they will react to normal market fluctuations like regular stocks, ADRs are still vulnerable to currency risks. If the value of the company's home currency falls too much relative to the U.S. Dollar, the effect will trickle down to the ADR eventually. The same can be said for changes in the home country's government. Janney may directly place ADR trades on foreign exchanges and convert shares to ADRs and may settle the transactions using "step-out" trades. For more information regarding "step-out" transactions please visit the "Managed Accounts" page of www.Janney.com.

Complex Product Risks

Complex products can include liquid alternative mutual funds, leveraged and inverse ETPs, and volatility based ETPs. Complex products have the potential for significant loss of principal and are not appropriate for all investors. These funds are considered speculative investments; therefore, investors should fully understand the terms, investment strategy and risk associated with the funds. Complex investment techniques such as futures, forward contracts, swap agreements, derivatives, options, etc., can increase liquid alternative mutual fund and ETP volatility and carry a high risk of substantial loss. Leveraged ETPs "reset" daily, meaning that they are designed to achieve their stated objectives on a daily basis. For this reason, if they are held for a period longer than one day, their performance can differ significantly from the stated performance of their underlying benchmark. Returns over longer periods of time can differ significantly in both amount and direction from the target return of the same period. ETPs tracking the movement of non-appreciating assets such as the volatility-based indexes carry significant risks and long-term hold periods are likely to result in a complete loss of invested principal. The effects of compounding, aggressive techniques, and correlation errors may cause the ETP(s) to experience greater losses than expected and therefore are considered a complex product. This is especially true in volatile markets. Compounding may also cause the performance disparity to widen between the investment and its underlying benchmark. These investments may experience losses even in situations where the underlying benchmark has performed as desired. Investments in leveraged and/ or inverse ETPs must be monitored on a daily basis and are typically not appropriate for a buy-and-hold strategy. Additionally, these investments typically carry higher fees than more traditional funds due to their active management. Higher fees will also negatively impact performance. Investment strategies, risks and expenses are more fully disclosed in the fund's prospectus, which is available from your Financial Advisor.

Alternative Investment Risk

Alternative investments including, but not limited to, private investment funds such as hedge funds, private equity, private credit, managed futures products, and/or private real estate investments may present unique risks, such as decreased liquidity and transparency. Alternative investments, such as hedge funds often utilize complex trading strategies with the use of derivatives (such as options, futures, or swaps) and/or leverage, which may increase volatility in certain market environments. Select alternative investments may also invest in commodities (or commodity-based derivatives) as part of its investment strategy, and the investment return may vary as a result of fluctuations in the supply and demand of the underlying commodities. Real estate-related investments will be subject to risks generally related to real estate, including risks specific to geographic areas in which the underlying investments were made. Certain alternative investments may be less tax efficient than others. Each alternative investment is typically subject to internal fees including, but not limited to, management and/or performance fees, which affect the product's net asset value and reduce the return that a Client will realize with respect to the investment. Additional risks may include concentration risk, correlation risk, credit risk, interest rate risk, and equity market risk, among others.

Environmental, Social and Governance ("ESG") Investing Risks

By and large, pursuing an ESG investment strategy limits the eligible universe of securities that are otherwise available to other non-ESG related investment strategies. Currently, there is no standard regulatory ESG comparison mechanism so it is possible that ESG rankings offered by various firms, including Sustainalytics, may differ significantly from one another. Additionally, securities that are considered attractive based on certain ESG factors may weight environmental, social, and governance factors differently resulting in security or sector concentrations. By itself, ESG investing fails to consider other important investment concepts such as industry competitiveness, growth potential, financial conditions, or stock valuations. ESG strategies may perform differently than other strategies without ESG parameters given their dual mandate of delivering performance as well as compliance with stated ESG parameters.

Tax Considerations

Clients are responsible for all tax liabilities arising from account transactions, including transactions resulting from Client instructions regarding rebalancing, automatic withdrawal or automatic contribution instructions. Clients who are not residents of the United States may experience additional adverse tax consequences. Additionally, upon account opening, Janney may recommend that a Client sell, exchange, or redeem securities either initially or during the course of management of the Client account. The Client will be responsible for any tax or other liability resulting from the sale of such securities. Janney does not provide tax, accounting or legal advice. Clients should seek the advice of their own tax advisor regarding the tax implications of investing in any of the Programs described in this Brochure.

ITEM 9 - DISCIPLINARY INFORMATION

Details of Janney's disciplinary information, along with it's affiliate, Global Atlantic, is described in more detail in Part 1 of its Form ADV, available on the SEC's website at www.adviserinfo.sec.gov. Consistent with the requirements of Form ADV Part 2A, please find information regarding the following disciplinary matters.

On May 6, 2009, Janney entered into an Acceptance, Waiver and Consent ("AWC") with FINRA. Without admitting or denying any findings by FINRA, the firm agreed to a $200,000 monetary sanction with respect to certain Client transactions involving auction rate securities ("ARS"). The firm currently does not purchase ARS for Client accounts and has taken steps beyond those required by regulators to ensure that Clients were not harmed by the developments negatively impacting the ARS marketplace.

On November 3, 2010, Janney entered into an AWC with FINRA. Without admitting or denying any findings by FINRA, the firm agreed to a $175,000 monetary sanction with respect to its failure to establish certain elements of an adequate anti-money laundering program, failure to follow procedures designed to prevent a supervisor or their subordinate from approving the supervisor's activities, failure to approve and maintain records of certain marketing and media activities, failure to document the review of certain discretionary option activity, and the failure to maintain certain records.

On July 12, 2011, Janney entered into an AWC with FINRA. Without admitting or denying any findings by FINRA, the firm agreed to a $850,000 monetary sanction with respect to its failure to establish, maintain and enforce policies and procedures reasonably designed, taking into consideration the nature of its business, to prevent the misuse of material nonpublic information pursuant to Section 15(G) of the Exchange Act.

In 2013, Global Atlantic Distributors, LLC ("GAD"), not Janney, entered into a AWC with FINRA, without admitting or denying FINRA's findings that a brochure, prepared by a third-party but approved by a GAD affiliate, contained unwarranted and misleading statements in respect of conditions in the bank loan market and that GAD failed to establish and maintain supervisory procedures reasonably designed to ensure compliance with FINRA rules. Since 2013, GAD no longer distributes mutual funds and no longer is affiliated with the firm that approved the brochure for distribution.

In 2014, GAD, not Janney, entered into an AWC, without admitting or denying FINRA's findings that GAD failed to retain all business-related electronic communications. Specifically, on January 1, 2013, GAD began using a new outside vendor for its email retention system. On three separate occasions, in

February, September, and November 2013, GAD discovered that, as a result of inadvertent gaps in internal processes, GAD had not properly set up a total of approximately 28 individual email accounts to journal automatically to the email retention system. In February 2013, after discovering 11 email accounts affected by the issue, the Firm took steps to correct and prevent its recurrence. However, in September 2013, after receiving a request from FINRA for email concerning a registered representative, the Firm discovered that the issue had reoccurred with respect to certain additional email accounts and reported the issue to FINRA in October 2013.

In May 2015, the firm self-reported that some eligible customers had not received available sales charge waivers. As a result, the firm estimates that eligible customers were overcharged by approximately $1,030,235 for mutual fund purchases made between July 1, 2009, and June 24, 2015. As part of this settlement, the firm agrees to pay restitution plus interest.

On June 29, 2015, without admitting or denying the SEC's findings, KKR, not Janney, consented to the entry of an order to cease and desist from committing or causing any violations and future violations of sections 206(2) and 206(4) of the Advisers Act and Rule 206(4)-7 thereunder. According to the SEC order, during the period from 2006 to 2011 KKR did not expressly disclose in its flagship private equity fund limited partnership agreements that it did not allocate broken deal expenses to KKR co-investment vehicles (including co- investment vehicles established for third party co-investors and co-investment vehicles established for executives, certain consultants and others) and this lack of disclosure resulted in a misallocation of expenses to KKR's flagship private equity funds for that period. The order also finds that KKR did not adopt and implement a written compliance policy or procedure governing its fund expense allocation practices until 2011.

On February 2, 2016, Janney consented to the entry of an SEC order. Without admitting or denying any findings, the firm agreed to a $500,000 monetary sanction with respect to the firm's self-reporting of antifraud provision violations and inadequate due diligence in connection with the underwriting of certain municipal securities offerings pursuant to Section 15(C)2-12 of the Exchange Act.

In June 2018, the firm voluntarily self-reported that some customers eligible to purchase mutual funds which did not charge 12b-1 fees did not receive the available less expensive share class. As a result, the firm estimates that eligible customers were overcharged by approximately $253,923 for mutual fund purchases made since January 1, 2014. As part of this settlement, the firm agrees to pay restitution plus interest, as well as to review its related disclosures and procedures. The firm has had procedures in place intended to address this issue for more than a decade.

On March 12, 2019, a verdict was entered against Janney and its Financial Advisor in an interfamilial civil proceeding related to distribution of beneficiary assets upon a client's death. The final order has not yet been entered, but the final sum assessed to Janney will be in excess of $2,641,909. Janney believes the deceased client's instructions regarding the distribution of his assets were properly followed and this matter will continue to be defended through appeal.

On March 21, 2019, Janney entered into an AWC with NASDAQ. Without admitting or denying any findings by NASDAQ, the firm agreed to a fine of $27,500 with respect to its failure to maintain a continuous two-sided trading interest during regular market hours at prices within certain percentages away from the national best bid or offer (NBBO) between 2015 and 2017 period.

On April 1, 2020, Janney entered into a Consent Order with the State of Massachusetts. Without admitting or denying any findings, the firm agreed to pay an administrative fine of $286,622.02 in connection with an alleged failure to supervise the mutual fund A share sales practices of a former Financial Advisor under section 204(a)(2)(J) of the Mass General Laws Chapter 110A. The firm further agreed to provide an accounting of impacted customers and subsequently provide written offers of restitution; review its written policies and procedures related to trading of Class A shares of mutual funds; accepted a censure and agreed to cease and desist from such alleged violations.

On September 8, 2020, Janney entered into an AWC with FINRA. Without admitting or denying any findings, the firm agreed to pay a fine of $90,000 in connection with submitting inaccurate or incomplete reportable order events ("ROES") to OATS, in addition to its failure to reasonably supervise for compliance with its OATs reporting requirements and reasonably respond to the OATs reporting deficiencies identified.

On October 21, 2020, Janney, entered into a Consent Order with the State of Connecticut. Without admitting or denying the allegations, Janney agreed to entry of an order alleging that Janney permitted a former employee to act as executor of a client's estate in contravention of written supervisory procedures. The consent order also alleged that Janney failed to timely produce records requested by the agency or amend the form U-5 previously filed related to the former employee. The order acknowledged that the firm had reimbursed $108,459.68 to the estate of the affected client and assessed a fine of $150,000, $100,000 in investigate cost reimbursement and $100,000 to the state investor education fund. Janney also agreed to retain an independent consultant to review procedures related to outside business activities and handling of deceased client accounts.

In October of 2022, without admitting or denying the allegations, Janney entered into a consent order with the Financial Industry Regulatory Authority ("FINRA") related to the firm's supervision of two financial advisors who are no longer with the firm who recommended an allegedly unsuitable allocation of energy-sector securities between 2013 and 2016. The firm agreed to pay a fine of $100,000 and make restitution totaling $145,019 plus interest.

In November 2022, without admitting or denying the allegations, Janney voluntarily entered into a consent order with the State of Delaware related to failure to supervise the suitability of certain activities by a Janney Financial Advisor. In the order the firm agreed to a fine of $40,000, client remediation of $32,255 and to place the Financial Advisor on firm heightened supervision for the period of one year.

On July 23, 2024, Janney entered into an AWC with FINRA. Without admitting or denying any findings by FINRA, the firm agreed to a $150,000 settlement with respect to its alleged failure to accurately report certain transactions to the Municipal Securities Rulemaking Board ("MSRB") from July 2019 to May 2021; and Trade Reporting and Compliance Engine ("TRACE") from March 2022 to March 2023. FINRA also alleged that Janney did not have proper supervisory systems and written supervisory procedures regarding such trade reporting.

On January 13, 2025, KKR, not Janney, entered into a settlement with the SEC to resolve the SEC's investigation related to the preservation of text messages and similar communications on electronic messaging applications under the Advisers Act. Under the terms of the settlement, among other things, KKR paid a civil penalty of $11.0 million, made certain admissions about recordkeeping violations under the Advisers Act, and agreed to conduct a self-assessment of KKR's compliance with its policies and procedures to preserve electronic communications.

ITEM 10 - OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

Janney is registered with the SEC as a broker-dealer, municipal adviser under the Exchange Act and as an investment adviser under the Advisers Act. Janney Financial Advisors are registered as both registered representatives for brokerage related services and investment advisory representatives for investment advisory related services. Janney may provide advice and take action as performing the actions of an investment advisor with accounts in various investment advisory services/programs. Janney also may not be free to divulge or act upon certain information in our possession on behalf of investment banking or other Clients. Under certain Advisory Programs, Janney may buy or sell securities of issuers that may also be investment banking clients or brokerage clients. Any decisions to buy or sell such securities are made independent of any investment banking or any other relationship with Janney and Janney Financial Advisors do not participate in the investment banking services or other services provided to such Clients. Additionally, many Third-Party Managers recommended by Janney are also Clients of Janney in its capacity as a broker-dealer.

Investment by the KKR Stockholder

The KKR Stockholder acquired all of the issued and outstanding limited liability company interests of Janney in November 2024. The KKR Stockholder, which is indirectly controlled by investment funds, vehicles and/or accounts advised and managed by Kohlberg Kravis Roberts & Co. L.P. ("KKR"), holds its equity stake in Janney for investment purposes. Janney is not a direct or indirect subsidiary of KKR & Co. Inc. or of KKR. KKR is an affiliate of KKR Capital Markets LLC and MCS Capital Markets LLC, each of which is registered as a broker-dealer in the U.S. with the SEC and FINRA and is also affiliated with certain non-US entities authorized to conduct broker-dealer activities. KKR does not participate in or manage the day-to-day management or operations of Janney. Janney acts autonomously and separately from KKR.

KKR sponsors and manages investment funds that invest in private equity, credit, and real assets and has strategic partners that manage hedge funds. KKR also sponsors and manages investment funds and other vehicles that facilitate co-investment alongside proprietary investments or in specific or multiple portfolio companies and other assets invested in by investment funds managed by KKR. Janney Financial Advisors are able to recommend that eligible Janney clients invest in alternative investments, including investment funds advised and managed by KKR, including funds in which Janney Financial Advisors and employees are investors and have a financial interest. Janney and Janney Financial Advisors receive fees based on investment recommendations and management of client accounts. KKR and Janney are able to recommend investments in companies and products (which may be in the same or different levels of the capital structure) and recommend investments or take actions (or omit to take actions) that are inconsistent with or contrary to the interests of one another.

Janney clients may make investments in companies and products in which KKR has also invested (and such investments by KKR may be in the same or different levels of the capital structure), and in connection with such investments, KKR may take actions (or omit to take actions) that are inconsistent with or contrary to (otherwise conflict with) Janney clients' interests.

Janney and Janney Financial Advisors stand to benefit from making investment recommendations to clients and customers that will result in financial benefits to Janney and Janney Financial Advisors as investors in KKR-sponsored funds. Because certain Janney Financial Advisors have a financial interest in KKR-sponsored funds that invest in Janney, they benefit from Janney's financial performance. Janney Financial Advisors participate in an employee ownership program in which they benefit from Janney's financial performance. As a result, Janney Financial Advisors have a financial incentive to make recommendations that result in the accumulation of client assets in advisory accounts to generate greater fees and therefore greater returns for Janney. KKR's affiliates that earn certain fees (i.e., management fees, incentive fees) in connection with investments in KKR sponsored funds stand to benefit from Janney client investments in such funds.

KKR also owns an insurance company, Global Atlantic Distributors, LLC and Global Atlantic Investment Advisors, LLC, (collectively "Global Atlantic") insurance companies indirectly owned by KKR Group Partnership L.P., which directly owns KKR, and operate as a standalone insurance company. Janney Financial Advisors can recommend Global Atlantic's insurance investments to you, which creates a conflict of interest. Because Janney is owned by KKR Stockholder, Janney has an incentive to recommend its investments based on this ownership structure. To mitigate this conflict, Janney does not specifically promote the sales of Global Atlantic or any other KKR related investments, including insurance. Neither Janney, nor its Financial Advisors, receive any special or additional compensation for recommending Global Atlantic investment products over those issued by non-affiliated companies.

Janney seeks to mitigate these conflicts through operational independence from KKR and through its policies and procedures reasonably designed so to ensure that recommendations are made in the best interest of Janney's clients and are consistent with Janney's and Janney Financial Advisors' duty to act in the best interest of clients.

Other Affiliations

Janney is a licensed insurance agency and certain Janney Financial Advisors are also licensed insurance agents. In this role, Janney offers insurance products to its Clients. In addition, as it relates to the financial planning services described above, Janney also provides advice from time to time with respect to insurance matters.

Janney's subsidiary, Janney Trust Co Inc., is a non-depository trust company which acts as a custodian for assets maintained in IRAs, Coverdell Education Savings Accounts and a small number of Qualified Retirement Plan accounts. Janney acts as sub-custodian for these assets. Janney Trust Co Inc. is a New Hampshire-chartered trust company and wholly-owned subsidiary of Janney.

ITEM 11 - CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

Janney has adopted an Investment Advisory Code of Ethics (the "Code") that provides firm employees with detailed guidelines governing their conduct including, but not limited to, the conduct of business with Clients, knowledge and enforcement of conflicts of interest, compliance with state and federal statutes, laws and regulations, personal trading activities and possession of and actions with regard to material non-public information. Janney will provide a copy of its investment advisory code of ethics to any Client or prospective Client upon request.

Employees of Janney are permitted to invest in the same securities that Janney recommends or buys or sells for Clients. The conflict presented by this practice could lead to an employee purchasing or selling a security in advance of a Client and receiving a better price. Personal securities transactions by Janney Financial Advisors are subject to the restrictions and procedures set forth in Code. Under the Code, when a Client trade and a Janney Financial Advisor trade occurs on the same trade day and in the same security, the Client will receive an equal or better price than received by the Janney Financial Advisor. The Code provides for limited exceptions to this policy, which are subject to approval by the Compliance and/or Legal Department. Janney Capital Management personnel are subject to certain trading restrictions designed to mitigate conflicts of interest. These restrictions include holding periods for securities and a prohibition from purchasing initial public offerings.

Principal Transactions

Janney may execute trades on a principal basis in Partners Program accounts, consistent with the requirements of an exemptive order issued by the SEC to Janney (Rel. No. IA-4860) and other applicable law or regulation. A principal trade occurs when Janney purchases (or sells) a security directly from (or to) Client accounts from Janney's inventory rather than a third party. Janney also acts as principal in riskless principal transactions. Riskless principal transactions refer to transactions in which Janney, after having received a client's order to buy (sell) a security, purchases (sells) the security as principal at the same price to satisfy the order to buy (sell).

A conflict of interest exists when Janney executes trades on a principal basis for Client accounts. Janney may realize profits from principal transactions with clients based on the difference between the price Janney paid for the security and the price at which Janney sold the security, which may include a markup, markdown or spread from the prevailing market price, or selling dealer concession. Janney also has a conflict when pricing securities it sells to Clients on a principal basis. For example, when selling a security on a principal basis to a client, Janney has an incentive to sell at the highest price possible, while the client is looking to purchase the security at the lowest price possible. Similarly, Janney has incentive when purchasing securities from clients to buy at the lowest price possible while the client is looking to sell at the highest possible price. In addition, other potential conflicts of interest include the incentive Janney has to sell securities to a client because Janney does not wish to hold the securities in its own inventory. Janney's interest in receiving compensation conflicts with its duty to seek the best execution for a client.

Janney mitigates these conflicts by disclosing conflicts to the client, following firm pricing policies, and performing ongoing monitoring and surveillance of principal trading activity. Where a commission, concession, or mark-up is received by the Janney Financial Advisor when engaging in a principal trade under the Partners Advisory Program, the firm will rebate the client an amount equal to any sales compensation. When Janney executes securities transactions, including principal transactions, Janney is subject to a duty of best execution and will execute transactions consistent with its fiduciary responsibilities.

Janney will obtain a Client's written consent prior to executing a trade on a principal basis. Clients who consent to principal trading in their accounts will be verbally informed before execution of the principal trade the capacity under which Janney is acting. Janney also will disclose on trade confirmations for each principal trade that Janney acted as principal in connection with the transaction. Clients will receive an annual report detailing each principal trade in the Client's account over the previous year. Janney will also provide additional information about principal trades upon Client's request. The Client may revoke the authorization for Janney to engage in principal trades at any time by providing written notice to Janney.

ITEM 12 - BROKERAGE PRACTICES

With respect to services provided pursuant to the Programs described herein, Clients generally authorize Janney to act as the broker for trades. A Client may, however, authorize the use of another broker. Janney also has discretion to select another broker if it determines that better execution can be obtained through the other broker.

Best Execution

Under the Advisers Act, an adviser has a duty to seek the most favorable terms reasonably available under the circumstances for the execution of its Clients' securities transactions. In assessing the appropriate standard of care, Janney considers the full range and quality of a broker's services across a range of sometimes conflicting factors. While price may have a higher relative importance when obtaining best execution, Janney also considers the need for timely execution, availability of price improvement, liquidity of the market (which may make it difficult to execute an order), potential price impact, and size of the order in its overall assessment consistent with its fiduciary obligation.

Step-out Trades

As disclosed under "Other Fees and Expenses", Clients invested in certain strategies will be exposed to additional trading costs, in addition to the wrap fee, because Janney or a Third-Party Manager may "step-out" transactions when those trades are more likely to provide wrap program Clients with best execution. When a step-out transaction occurs, wrap program Clients will incur transaction costs that are in addition to the fee they pay under the wrap program. In these instances, the additional transaction fee will be reflected in the "net price" a Client pays or receives for the security and will not be exhibited as an independent line item on the trade confirmation. Janney may "step-out" transactions to accommodate a Client's directed brokerage mandate (see risks associated to directed brokerage below). Please reference the "step-out" disclosure document for further detail on "step-out" transactions and associated costs. This document is available at www.janney.com, under the heading "Third-Party Investment Manager's Trade Execution Practices."

Soft Dollar Arrangements

Janney does not engage in soft dollar arrangements; however, its subsidiary, Janney Capital Management, does engage in soft dollar arrangements. Please reference Janney Capital Management's Form ADV Investment Management Disclosure Brochure for more information. This document is available at www.janney.com, SEC's website at www.adviserinfo.sec.gov or by contacting Janney's Wealth Management Department at (800) 526-6397.

Brokerage for Client Referrals

Clients generally authorize Janney to act as the broker for its trades. Janney does not select or recommend other brokers but may select another broker if it determines that better execution can be obtained through such broker. When selecting brokers for this purpose, it does not consider whether such broker-dealer makes Client referrals to Janney.

Directed Brokerage

With respect to services provided pursuant to the Programs described herein, Clients generally authorize Janney to act as the broker for trades. A Client may, however, direct Janney to use another broker. Janney is also given the authority to select another broker if it determines that better execution can be obtained through the other broker. By directing brokerage away from Janney, we may not be able to achieve most favorable execution of Client transactions and will result in higher costs to Clients. Under certain circumstances, a Client may request that Janney use a particular broker-dealer to execute transactions for his or her account under such terms and arrangements as the Client may negotiate with the particular broker-dealer. Where a Client has requested the use of a particular broker-dealer, Janney may not be in a position to freely negotiate commission rates or spreads, or to select broker-dealers on the basis of best price and execution. Additionally, transactions for a Client that has requested that Janney use a particular broker-dealer may not be commingled or "batched" for purposes of execution with orders for the same securities for other accounts managed by Janney. Accordingly, the request by a Client to use a particular broker-dealer to execute transactions for his or her account may result in higher commissions, greater spreads, or less favorable net prices than might be the case if Janney were empowered to freely negotiate commission rates or spreads, or to select broker-dealers on the basis of best price and execution.

Aggregated, Bunched or Batched Orders

Janney, in its sole discretion, may combine or "batch" purchases or sales of securities and allocate the securities equitably among Janney Clients' accounts. Under this procedure, transactions will be averaged as to price and will be allocated among Client accounts in proportion to the purchase and sale orders actually placed for each Client account on any given day. Janney may also "batch" Clients' orders in the event that the availability of, or market for, certain securities is limited. Under this procedure, transactions will be allocated *pro-rata* among all Client accounts. If pro rata allocation is impractical, orders may be allocated in a different manner such as based on available cash; provided, however, that the firm document its rationale. Aggregating Client trades in an effort to achieve equitable execution across Clients helps to mitigate the conflict of interest associated with cherry picking or trading the accounts of select Clients to offer them a better price at the expense of other Clients.

Trade Errors

In the event of a trade error attributable to Janney, Janney's general policy is to place the Client in the position it would have been in absent the error unless otherwise directed by the Client. When an error is identified prior to settlement, Janney will normally move the trade to its error account. Any profit or loss resulting from the reversing transactions will be retained or borne by Janney.

Fractional Shares

Clients that direct dividend reinvestment for their Advisory accounts should note that dividend reinvestment typically leads to the receipt of fractional shares. A fractional share is defined as less than one full share of an equity or ETF. Fractional shares are not eligible for purchase in Client Account(s) however when Clients direct Janney to reinvest equity and ETF dividends into the Client Account(s), they are also directing Janney to purchase additional shares on the Client's behalf in an amount equal to the amount of the dividend proceeds. This will generally result in us purchasing a fractional share of the applicable equity or ETF on the Client's behalf. Fractional shares may be held in Client Account(s), but due to their nature and existing limitations within Client trading systems and the Automated Customer

Account Transfer Service ("ACATS"), fractional shares may not be purchased or sold on an agency basis and only whole share positions are traded or transferred ACATS. If an Advisory Account maintains fractional shares of equity securities, Janney will accommodate the liquidation by trading them through a Firm principal trading account, while any whole share positions will be liquidated on an agency basis. The price at which the fractional shares sell could, in some instances, differ from the price in which the whole shares trade. Janney may benefit from (or lose money as a result of) implementing fractional share liquidation in Client Advisory accounts. Janney mitigates any potential conflicts of interest in effecting fractional share Principal Transactions by acting in the best interest of our clients and Janney will not receive any selling concession or other compensation or benefits. You will not be charged a markup or markdown in connection with fractional share Principal Transactions.

ITEM 13 - REVIEW OF ACCOUNTS

Janney reviews accounts on an ongoing basis for conformity with internal and Client guidelines for the particular investment strategy or Program. Janney Financial Advisors periodically review accounts to assess whether the investment strategies and investments are consistent with Client investment objectives and risk tolerance. The frequency of the reviews may vary by Financial Advisor, but all Financial Advisors are required to review an Advisory Account at least annually. The Financial Advisor's branch manager also provides supervision of the account activity. Clients are encouraged to ask their Financial Advisor about their practice for reviewing client accounts.

Clients generally receive quarterly portfolio performance reports for their Advisory Accounts via the MyJanney.com website. The default method for the delivery of portfolio performance reports is online through the Client's Account Portal or through e-Delivery, but clients can opt to receive paper performance reports by enrolling in online access and updating their mailing preferences or by contacting their Financial Advisor. Mutual fund positions that trade on a networked basis and are held away from Janney are excluded from portfolio performance reports. Clients will receive monthly brokerage/custodial statements when there is trading activity during the statement period. The statements contain holdings and net asset values, as well as gain/loss information and contribution and withdrawal activity.

Custodial statements from Janney include annual listings of all closed transactions in their accounts during each calendar year, as well as the offsetting cost of each transaction and, thus the realized gains/losses for each closing transaction.

ITEM 14 - CLIENT REFERRALS AND OTHER COMPENSATION

Client Referrals to Janney

Janney maintains investment advisory referral arrangements with unaffiliated third-parties including but not limited to individual professionals, professional firms, and corporate institutions. For each such referral arrangement a solicitor or "promoter" will receive compensation in the form of a flat fee or as a percentage of advisory fees received by the Firm from the referred Client when the Client elects to utilize Janney for investment advisory services. Clients are not charged an additional fee as a result of any referral arrangement. The referral arrangement is pursuant to a written agreement between Janney and the third-party ("Promoter Agreement") in accordance with the requirements set forth in Rule 206(4)-1 under the Advisers Act (the "Marketing Rule"). Under the Promoter Agreement, the promoter is responsible for delivering to the referred Client, at the time the solicitation was presented, the certain disclosures with regard to (i) whether the promoter is a client of Janney, (ii) that compensation was provided for the referral and a description of the compensation arrangement, and (iii) any other material conflicts of interest the promoter may have that results from the promoter's relationship with Janney or the Janney Financial Advisor.

Janney also maintains an employee referral program that allows certain Janney employees to receive direct compensation for Client referrals that meet criteria set forth in the program guidelines. The amount of the direct compensation to the Janney employee is not based on the revenue derived from the assets referred to Janney but rather calculated according to the value of assets under management at specific points in time. The financial incentive creates a conflict for Janney employees who may not have otherwise made the referral to Janney. The Firm mitigates the conflict by utilizing a centralized review process to evaluate the referral for eligibility in the program and identify appropriate Janney Financial Advisor(s) that can meet the needs of the referral.

Janney Capital Management

Janney, as the direct parent company of Janney Capital Management, retains all of the Janney Financial Advisor fees paid by Clients invested in a Janney Capital Management Program. Clients pay advisory fees to Janney Capital Management as the Third-Party Manager and these advisory fees may be less than those advisory fees paid to unaffiliated Third-Party Manager(s). An incentive, therefore, exists for Janney Financial Advisors to recommend Janney Capital Management over other professional money management Programs (e.g., Adviser's (Manager-Traded Strategies) and Janney UMA Programs). Janney has adopted policies and procedures to mitigate this conflict of interest, which are designed to ensure that Janney Financial Advisors recommend Programs to clients based on their suitability and appropriateness for the Client.

Incentive Programs

From time to time, Janney initiates incentive programs for Janney Financial Advisors and other branch employees where permitted by law. These programs compensate Janney Financial Advisors and Branch Managers who meet total production criteria, prepare financial plans, participate in advanced training, and improve the Client experience. Janney does not offer sales contests, sales quotas, bonuses or non-cash compensation based on specific securities within a limited period of time.

Financial Advisors who participate in these incentive programs are rewarded with cash and/or non-cash compensation, such as deferred compensation, bonuses, training symposiums and recognition trips. Janney's incentive program incentivizes its Financial Advisors to base their recommendations on their own financial interest rather than the client's best interest. Portions of these programs are subsidized by external vendors and/or our affiliates which creates an incentive to promote the products of these vendors or affiliates. Consequently, the firm has policies and procedures reasonably designed to ensure that the Firm and its Financial Advisors act in the best interests of Clients.

Janney and Janney Financial Advisors stand to benefit from making investment recommendations to clients and customers that will result in financial benefits to Janney and Janney Financial Advisors as investors in KKR sponsored funds. Because certain Janney Financial Advisors have a financial interest in KKR-sponsored funds that invest in Janney, they benefit from Janney's financial performance. Janney Financial Advisors also participate in an employee ownership plan in which they benefit from Janney's financial performance. As a result, Janney Advisors have a financial incentive to make recommendations that result in the accumulation of client assets in advisory accounts to generate greater fees and therefore greater returns for Janney. KKR's affiliates that earn certain fees (i.e., management fees, incentive fees) in connection with investments in KKR sponsored funds benefit from Janney client investments in such funds.

Other Compensation from Third-Parties

Proxy Services

Janney has contracted with an unaffiliated third-party vendor, to distribute proxies, periodic reports, voting instruction information and offering documents for certain products to our Clients. Pursuant to the agreement between Janney and the unaffiliated third-party vendor, and in accordance with regulations, the unaffiliated third-party vendor charges the issuing company on behalf of Janney for these services. Janney receives a portion of the fees paid by the issuing company from the third-party vendor.

Omnibus Basis (Mutual Funds)

Janney processes its mutual fund transactions through an omnibus relationship with Charles Schwab. By consolidating our clients' trades into larger, less frequent daily trades with the fund, Janney is able to maintain all pertinent individual shareholder information for the fund. Trading in this manner requires Janney to maintain the transaction history necessary to track and process sales charges, annual service fees, and applicable redemption fees and deferred sales charges for each position, as well as other transaction details required for ongoing position maintenance purposes. We charge those funds with administrative service fees on average 10 bps or $17 per year per client position. Because omnibus trading offers economies of scale, both for Janney and for the funds that are greatest when daily trade volumes are high, Janney has sought to establish omnibus trading arrangements with the fund families that clients trade the most often. This creates a conflict of interest in the form of an additional financial incentive and financial benefit to Janney. Janney mitigates this conflict by applying a Program Credit to Participating Accounts based on the Sub-TA fees and networking fees, which include the aforementioned administrative service fees, attributable to eligible assets in Participating Accounts during the prior calendar quarter as described in the "Processing Charge and Program Credit" section.

Networked Basis (Mutual Funds)

Trading on a Networked Basis means Janney submits a separate trade for each individual client trade to the fund and therefore maintains only certain elements of the fund's shareholder information. To defray the cost of sending confirmations, statements and tax reporting, Janney receives networking reimbursements from certain mutual funds. These charges typically are based upon the number or aggregate value of client positions and the levels of service provided. On a networked basis, the fees range from $3.00 - $10.00 per client account per year, paid quarterly. This creates a conflict of interest in the form of an additional financial incentive and financial benefit to Janney. Janney mitigates this conflict by applying a Program Credit to Participating Accounts based on the Sub-TA fees and networking fees, collectively, attributable to eligible assets in Participating Accounts during the prior calendar quarter as described in the "Processing Charge and Program Credit" section. Our Financial Advisors do not share in or otherwise receive any portion of the reimbursements or receive any direct economic benefit from these payments, and they are not required to recommend these funds.

Order Routing

Janney routes equity, option and ETF orders to various market centers for execution. Janney utilizes a top-down approach in establishing relationships with execution partners which includes, but is not limited to, a review of quality statistics, systems availability, quality of service and regulatory standing. Routing decisions are based on an analysis of factors such as, liquidity enhancement, price improvement, execution speed, and overall effective price compared to the national best bid or offer (NBBO). Janney regularly examines execution quality obtained from the market centers or market makers trading a security and does not receive compensation for directing order flow in equity, option, or ETFs. Janney makes publicly available reports that show venues to which orders are routed as well as the nature of any routing relationships. This information is available at https://public.s3.com/rule606/jany/. In addition to the publicly available reports, Janney, upon written request will provide information related to Client orders that were routed for execution in the past 6 months.

Lending Programs

Janney maintains relationships with TriState Capital Bank and Nationwide, which provides security-backed lines of credit (SBLOC). Clients are able use their investment accounts as collateral for a variable or fixed line of credit. Janney Financial Advisors may refer clients that require lending services to TriState Capital Bank and Nationwide. Clients should understand that any such referral made by a Janney Financial Advisor is an ancillary account service and it is not an, nor is it part of any Advisory Program or advisory service. The Janney Financial Advisor acts as an intermediary but does not act in a fiduciary capacity to the Client when making such a referral and they will not provide advice or oversee any such lending arrangement. Janney receives a fee from the lender based upon the amount of the loan. Janney Financial Advisors are not compensated for these referrals.

As of January 31, 2025, Janney is no longer partnered with Advisor Credit Exchange, LLC, (“ACE”), a third-party service provider that allowed Janney to refer Clients to various lenders. Janney continues to maintain separate referral relationships for residential real estate loans and securities-based loans through its lending programs.

Janney also partners with NewtekOne (“Newtek”), is a third-party service provider that that allows Janney to refer Clients to a platform offering multiple services. Subject to creditworthiness, Janney Clients may use the Newtek platform to apply for the following: (1) term loans (including commercial business lending and commercial real estate financing), (2) revolving lines of credit and (3) insurance options.

For business or commercial loans, Janney will receive a onetime compensation payment based on a certain percentage of the loan amount for each loan that Janney Financial Advisors refer to and is closed by Newtek. This compensation rate does not vary between lenders. There is a financial incentive for Janney to utilize Newtek, however Clients are not required to use these services and can utilize other resources and tools to compare and negotiate, potentially more favorable, lending arrangements. Janney does not share this compensation with its Financial Advisors, and therefore, Janney Financial Advisors do not have a financial incentive to select one lender over another. Newtek is solely responsible for loan terms and underwriting of any loans obtained by consumers.

Janney may also refer Clients to Newtek, and its affiliates, for various insurance options. Newtek offers Commercial Homeowners, Collectible, Fine Art & Private Collections, Auto and Umbrella/Excess Liability Insurance. Janney is not compensated for insurance referrals and is solely acting as the referrer. Newtek

Insurance Agency, LLC, a division of Newtek, offers Property & Casualty Insurance. Janney is not compensated for insurance referrals and is solely acting as the referrer.

Janney does not endorse, recommend, or provide advice on any of the services or products offered by Newtek or its affiliated companies. The services provided by Janney are as a referral tool that Clients may use among other resources to compare loan options and insurance policies.

Credit Card

Janney retains a relationship with Elan Financial Services ("Elan") to make Janney co-branded credit cards ("Janney Credit Card(s)") available to clients, subject to credit approval. Elan is the creditor and issuer of the Janney Credit Cards pursuant to a license from Visa ® U.S.A. Janney and Elan are not affiliated entities. Janney Clients can select from the following four credit cards: the Real Rewards Credit Card; the Max Cash Preferred Card; the VISA® Signature Elite Card; and the Platinum Credit Card. Reward Programs are included with the Janney Credit Cards (excluding the Platinum Credit Card) as a benefit to Clients. Janney does not receive any compensation from Elan specific to the Rewards Program. Features, special offers and reward choices vary by card, where applicable.

The VISA® Signature Elite Card offers the most benefits of the four cards and has an annual fee of $175, while there is no annual fee for the other three card options. The VISA® Signature Elite annual fee will be waived for Janney clients with a net spend of $50,000 in the preceding 12 months prior to the Janney Credit Card's anniversary date. For purposes of the fee waiver, "net spend" means purchases minus returns (credits) to the Janney VISA® Signature Elite account. In addition to the spend requirement, Clients must maintain a Janney account in the Client's name on the Janney Credit Card's anniversary date to be eligible for the waiver. Janney Financial Advisors are not compensated when Clients open a Janney Credit Card.

Janney will receive compensation following the establishment of a new Elan account for a Janney Credit Card, regardless of whether or not the card has been used during that time period. Janney will also earn additional income derived on a percentage of interchange revenue (the fee that a merchant is required to pay with every credit card transaction) earned on Net Purchase Transactions paid to Elan in connection with the Janney Credit Card accounts. For reference, "Net Purchase Transactions" means the dollar amount of purchases charged by cardmembers to an Elan account during any statement period minus the dollar amount of all chargebacks, refunds, purchase returns and credits (other than payment credits) to the Elan accounts for such cardmembers made during the statement period. Net Purchase Transactions does not include Elan account advances.

ITEM 15 - CUSTODY

As a registered broker-dealer, Janney generally maintains custody of Client securities and other assets, unless otherwise stated in the Advisory Agreement or the Client and Janney otherwise mutually agree. As custodian for an account, Janney delivers account statements to Clients on at least a quarterly basis. Janney and/or its Financial Advisors may also provide reports to Clients relating to their Advisory Accounts. Clients are urged to review all account statements issued by Janney and compare those account statements to the reports issued by Janney and/or a Janney Financial Advisor. Custody fees are included as part of the investment advisory fee paid to Janney.

Janney's subsidiary, Janney Trust Co Inc., acts as a custodian for assets maintained in IRAs, Coverdell Education Savings Accounts and a small number of Qualified Retirement Plan accounts. Janney acts as sub-custodian for these assets.

If a Client's securities and assets are held by a custodian other than Janney, Clients are urged to review all account statements provided by such custodian and compare those account statements to any account statements or reports provided by Janney. Valuation differences of securities and assets shown on Clients' account statements provided by Janney may be due to the use of different valuation sources by the custodian and Janney.

ITEM 16 - INVESTMENT DISCRETION

Janney accepts discretionary authority to manage securities accounts on behalf of its Clients. Clients may place limitations on this authority including, for example, restrictions on investing in certain securities, industries, security types, issuers, securities with certain credit ratings or limitations on the percentage of cash held at any one time. Security restrictions are subject to approval by Janney or the Third-Party Manager. In order for Janney to assume discretionary authority both the Client and the firm must sign a contract that explains the discretionary authority and details the restrictions or limitations, if any (e.g., Investment Advisory Account Program Agreement).

Clients should be aware that client restrictions can affect the account's performance and that it may differ from and be less successful than that of other accounts that have not limited our discretion. Clients should also be aware that investment guidelines sometimes do not anticipate every investment scenario and can therefore sometimes be open to multiple interpretations. In such circumstances, Janney will use its best efforts to interpret the investment guidelines in a manner that is consistent with a Client's investment goals and such interpretation will govern the management of the account.

Janney also provides advisory services on a non-discretionary (e.g., Partners Advisory Program) basis.

ITEM 17 - VOTING CLIENT SECURITIES

Janney accepts authority to vote Client securities for all Advisory Accounts, except non-discretionary Program accounts (e.g., Partners Advisory), Program accounts for which another Third-Party Manager has investment discretion (i.e., Professional Money Management and Asset Allocation Programs), and all Program accounts for which Janney is not the custodian. If Client assets are managed by a manager unaffiliated with Janney, the unaffiliated manager, not Janney, will vote the proxies for the Client. Clients may elect to retain the right to vote proxies for the securities in their account or delegate the right to vote proxies to another party upon written notification to Janney. Clients will receive proxy material directly if they continue to receive investment company security prospectuses directly.

In accordance with Rule 206(4)-6 under the Advisers Act, Janney has adopted and implemented written policies and procedures to govern proxy voting that are reasonably designed to ensure that it votes Client securities in the best interests of Clients.

Janney closely monitors potential conflicts of interest in its proxy voting process on an ongoing basis. To assist in the proxy voting process, Janney has retained an independent third-party proxy service that provides various services such as research, analysis, and recommendations regarding votes. The independent third-party proxy voting services maintains its own policies and procedures to avoid conflicts of interest to the extent possible. In situations where a conflict is unavoidable, the independent third-party proxy service will provide a description of the exact nature of the conflict. Janney will review these conflicts to ensure the third-party proxy service is making recommendations and voting in accordance with their policy and procedures. Janney may deviate from the recommendations of the independent third-party proxy service on either general policy issues or specific proxy proposals. Janney has also retained a separate independent third-party proxy voting service that provides services such as vote execution, reporting, auditing and consulting assistance for the handling of proxy voting responsibility. In the event the third-party proxy service does not issue a voting recommendation, Janney will not place a proxy vote. Janney will also not vote when the third-party proxy service publishes their recommendation outside of the vote cutoff date and time.

Janney will furnish its proxy voting record regarding a Client's securities if so requested by the Client. Additionally, Janney will provide a copy of its current proxy voting policy, without cost, upon request by the Client. Requests should be submitted in writing to:

Investment Advisory Chief Compliance Officer
Janney Montgomery Scott LLC
1717 Arch Street
Philadelphia, PA 19103

When neither Janney nor a Third-Party Manager unaffiliated with Janney has been given the right to vote proxies for the Client, the Client will be responsible for voting proxies and otherwise addressing all matters submitted for consideration by security holders, and Janney is under no obligation to take any action or render any advice regarding such matters.

Janney generally does not participate in securities class action claims or claims arising from bankruptcy. At a Client's request, it will forward information about such claims to the Client.

ITEM 18 - FINANCIAL INFORMATION

Not applicable.