



Amuni Financial, Inc.

Brokerage Compensation Information and Conflicts of Interest Disclosures

Amuni Financial, Inc., (AMUNI) has furnished this guide to summarize important information concerning the scope and terms of the brokerage services we offer and details the material conflicts of interest that arise through our delivery of brokerage services to you. We encourage you to review this information carefully, along with any applicable account agreement(s) and disclosure documentation you may receive from us.

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

AMUNI has conflicts of interest. AMUNI provides both advisory and brokerage services. AMUNI discloses conflicts of interest related to its advisory programs and services in various Form ADV disclosure brochures. The information below describes conflicts of interest that relate to brokerage and referral compensation received by AMUNI, its financial registered representatives (Amuni Financial Registered Representatives) and its dually registered financial advisors.

This brochure provides information about how AMUNI and Amuni Financial Registered Representatives are compensated and some of the related conflicts of interest. Please note that not all the conflicts described in this brochure apply to a particular Amuni Financial Registered Representative or his or her services. Customers should ask their Amuni Financial Registered Representative if they have any questions about compensation or conflicts of interest.

Brokerage Services	Page 1
Brokerage Fees and Our Compensation	Page 4
Conflicts of Interest	Page 8
Additional Resources	Page 11

Brokerage Services

We offer full-service brokerage accounts in which you can buy, sell, and hold a wide variety of investment products. Products are limited to those approved by AMUNI and by the Clearing Agent.

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

¹ First Clearing is a trade name used by Wells Fargo Clearing Services, LLC.

Cash Brokerage and Margin Brokerage Accounts

We provide brokerage services through either a cash brokerage account or margin brokerage account, based on your eligibility and selection. In a cash brokerage account, you must pay for your purchases in full at the time of purchase. In a margin brokerage account, you must eventually pay for your purchases in full, but you may borrow part of the purchase price from our clearing firm, First Clearing¹. This is generally referred to as a "margin loan." The portion of the purchase price that is loaned to you is secured by securities in your account, also referred to as "collateral." You will incur interest costs as a result of your margin activity. While many securities are eligible to be used as collateral for a margin loan, some assets are not available for margin collateral purposes.

Given that a margin-enabled brokerage account has specific eligibility requirements, unique costs, and governing regulatory requirements, our default brokerage option is our cash brokerage account. You must execute a separate margin agreement before engaging in margin brokerage activity. Included with your margin agreement is a copy of the Margin Disclosure Statement. This statement contains important information you should understand and consider before establishing a margin brokerage relationship with us. For more information on our margin brokerage services, contact a registered representative or refer to our Margin Disclosure Statement available in your new account booklet.

Brokerage Account Types

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

Incidental Brokerage Services, Recommendations and Account Monitoring

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

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

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

Clearing Services

We have entered into an agreement with First Clearing (also referred to herein as "Clearing Agent") to carry your account and provide certain back office functions. We and First Clearing share responsibilities with respect to your account as set forth in the Designation of Responsibilities that was delivered to you upon the opening of your account. Please refer to the Designation of Responsibilities for more information on how such responsibilities have been allocated between us.

¹ First Clearing is a trade name used by Wells Fargo Clearing Services, LLC.

Understanding Risk

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

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

Risk Tolerance Definitions

Income Investment Objective

Typical Investment Objective Description - Income portfolios emphasize current income with minimal consideration for capital appreciation and usually have less exposure to more volatile growth assets.

- **Conservative** Conservative Income investors generally assume lower risk, but may still experience losses or have lower expected income returns.
- **Moderate** Moderate Income investors are willing to accept a modest level of risk that may result in increased losses in exchange for the potential to receive modest income returns.
- **Aggressive** Aggressive Income investors seek a higher level of returns and are willing to accept a higher level of risk that may result in greater losses.

Growth and Income Investment Objective

Typical Investment Objective Description - Growth and Income portfolios emphasize a blend of current income and capital appreciation and usually have some exposure to more volatile growth assets.

- **Conservative** Conservative Growth and Income investors generally assume a lower amount of risk, but may still experience losses or have lower expected returns.
- **Moderate** Moderate Growth and Income investors are willing to accept a modest level of risk that may result in increased losses in exchange for the potential to receive modest returns.
- **Aggressive** Aggressive Growth and Income investors seek a higher level of returns and are willing to accept a higher level of risk that may result in greater losses.

Growth Investment Objective

Typical Investment Objective Description - Growth portfolios emphasize capital appreciation with minimal consideration for current income and usually have significant exposure to more volatile growth assets.

- **Conservative** Conservative Growth investors generally assume a lower amount of risk, but may still experience losses or have lower expected returns.
- **Moderate** Moderate Growth investors are willing to accept a modest level of risk that may result in significant losses in exchange for the potential to receive higher returns.
- **Aggressive** Aggressive Growth investors seek a higher level of returns and are willing to accept a high level of risk that may result in more significant losses.

Trading and Speculation

Trading and Speculation investors seek out a maximum return through a broad range of investment strategies which generally involve a high level of risk, including the potential for unlimited loss of investment capital.

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

Account Minimums

There is no minimum initial balance required to open a brokerage account with us. However, if you either fail to fund your account or do not return account opening documents as required, your account will be closed.

Brokerage Fees and Our Compensation

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

AMUNI and Amuni Financial Registered Representatives can get paid from a customer directly or indirectly from the investment the customer makes. We can get paid a commission at the time of the transaction (upfront), and/or ongoing compensation (typically called a trail payment) depending on how long the customer holds the investment. If we get paid an upfront commission, it means that the more transactions the customer makes, the more we get paid. The amount we receive varies depending on the type of investment a customer makes.

In addition to commissions and trails, we receive compensation from the sponsors of the products that customers purchase through us, some of which is described below. The compensation described in this document represents the maximum gain or profit we receive on an investment, before subtraction of any expenses. The products we sell, and the types and amounts of compensation we receive, change over time.

Account and Service Fee

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

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

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

You should understand that in a brokerage account, the same or similar products, accounts and services may vary in the fees and costs charged to you. For more information concerning our administrative and service fees, please review our SCHEDULE OF MISCELLANEOUS ACCOUNT AND SERVICE FEES at: <https://www.amuni.com/legal-disclosures/>.

Commissions and Other Types of Sales Compensation and Fees

- **Commissions and Sales Charges.** AMUNI receives upfront commissions when it executes securities transactions (buys or sells). A commission, which also may be called a sales load, sales charge or placement fee, is typically paid upfront, can reduce the amount available to invest, can be charged directly against an investment and is often based on the amount of assets invested. Commissions vary from product to product. AMUNI receives a portion of the sales charge or commission and shares it with the Amuni Financial Registered Representative. In many cases, a portion of the sales charge or commission is retained by the investment sponsor. For more information about the commissions that apply to a particular transaction, please refer to the applicable prospectus or other offering document and/or transaction statement.

- **Equities and Other Exchange Traded Securities.** The maximum commission charged by AMUNI in an agency capacity on an exchange-traded securities transaction, such as an equity, option, exchange traded fund (ETF), exchange traded note (ETN) or closed-end fund (CEF), must not be in excess of a fair and reasonable amount, taking into account all relevant factors. A variety of factors may affect the fairness and reasonableness of a commission. In addition, an Amuni Financial Registered Representative can decide to discount the commission amount to a minimum of \$55 per transaction.
- **Mutual Funds and 529s.** Front-End sales charge fees may be charged and paid to us, including your Amuni Financial Registered Representative, when you purchase a fund. The front-end sales charge is deducted from the initial investment on certain share classes. This charge normally ranges from 0.00% to 5.75%. Some purchases may qualify for a reduced front-end sales charge due to breakpoint discounts based on the amount of transaction and rights of accumulation. In addition, some purchases may qualify for a sales charge waiver based on the type of account, and/or certain qualifications within the account. You should contact your registered representative if you believe you are eligible for sales charge waivers.
- **Contingent Deferred Sales Charges (CDSC).** CDSC is a charge you pay upon withdrawal of money from a fund prior to the end of the fund's CDSC period. CDSC charges range from 0.00% to 5.50%. CDSC periods can range from zero to seven years. This charge typically exists only on share classes that do not have a front-end sales charge. It is sometimes referred to as the back-end load. CDSCs are not charged when you purchase a fund. The fee charged will depend on the share class purchased by the investor. A CDSC is not passed on to your Amuni Financial Registered Representative. You can find a description of the amount and payment frequency of all fees and expenses charged and paid by the fund in the fund's prospectus. Fees and expenses disclosed in the fund's prospectus are charged against the investment values of the fund. Please note that 12b-1s and similar fees or compensation received in connection with our affiliated funds are not received, or are rebated, on ERISA assets held in Advisory Program accounts.
- **Annuities.** The maximum upfront commission paid for new sales of annuities is typically 5.5%, but varies depending on the type of annuity, such as fixed, fixed index, traditional and investment-only variable annuities, and the time purchased. Our annuities consist of fixed, index, and variable annuities. Under arrangements with insurance companies, we, including your Amuni Financial Registered Representative, receive commissions from the insurance companies for the sale of annuities, as well as trail commissions, and they are considered indirect compensation. Commissions and trails paid to us vary by product type and may vary by insurance carrier.
- **Unit Investment Trusts (UITs).** The maximum upfront sales charge paid typically ranges from 1.85% to 3.95% and can depend on the length of the term of the UIT. Our UITs consist of Equity and Fixed-Income UITs. We, along with your registered representative, are compensated in ways that vary depending on the type and terms of the UIT portfolio selected. The types of fees received by us are described above and are disclosed via the prospectus issued by the UIT provider. Your Amuni Financial Registered Representative can provide you a copy of the most recent prospectus. The UIT provider deducts fees as compensation from the proceeds available for investments for marketing and distribution expenses, which may include compensating us as described in each UIT prospectus.
- **Mark-Up/Mark-Down.** If a customer holds an account at AMUNI, when AMUNI buys from or sells to the customer a security in a principal capacity, AMUNI and the Amuni Financial Registered Representative receive a mark-up or mark-down on the transaction. This means, for example, if we sell a security at a price higher than what we paid, we will earn a mark-up. Conversely, if we buy a security at a price lower than what we sell it for, AMUNI will receive a mark-down. Mark-Up/Downs typically apply to transactions in bonds or other fixed-income securities.

The maximum mark-up/down on a transaction with a customer that we receive when acting in a principal capacity typically does not exceed 3.0% of the value of the security. On rare occasions, a mark-up/down may exceed 3.0% on a deeply discounted security. In many cases, this maximum does not apply, and the actual mark-up/down percentage is lower based on factors such as quantity, price, type of security, rating, maturity, etc.

- **Direct Fees and Charges.** If a customer holds an account at AMUNI, AMUNI charges miscellaneous fees directly to the account such as fees for transaction processing, account transfers, and retirement account maintenance. For fees that apply per transaction, the more transactions that result from an Amuni Financial Registered Representative recommendation, the more fees that AMUNI receives. These miscellaneous fees, which are set out in the miscellaneous fee schedule in your New Account Workbook, are not shared with Amuni Financial Registered Representatives.
- **Error Correction.** If a customer holds an account at AMUNI, in the event a trade error occurs in the account, and such error is determined to be caused by AMUNI, AMUNI will cancel the trade and remove the resulting monetary loss to a customer from the account. If a trade correction is required as a result of a customer (*i.e., if a customer does not make full payment for purchases or fails to deliver negotiable securities for liquidations before trade settlement*), AMUNI will cancel the trade and any resulting monetary loss will be borne by the customer. In the case of a trade that requires a correction as described above and that resulted in a monetary gain to the customer, such gain may be removed from the account and may result in a financial benefit to AMUNI.

- **Amuni Registered Representative Compensation.** AMUNI generally compensates Amuni Financial Registered Representatives pursuant to an employment agreement. Amuni Financial Registered Representatives are entitled to receive compensation and other benefits from AMUNI, as described below.
- **Cash Compensation.** AMUNI typically pays an Amuni Financial Registered Representative a percentage of the revenue he or she generates from sales of products and services. The percentage received can vary depending on his or her agreements with AMUNI and the investment product or service recommended and can be more or less than what he or she would receive at another brokerage firm. The payments can include a bonus that is based on the amount of revenue an Amuni Financial Registered Representative generates through AMUNI. In addition, AMUNI pays compensation to branch managers based on sales of products and services in the branch.
- **Recruitment Compensation and Operational Assistance.** If an Amuni Financial Registered Representative recently became associated with AMUNI from another investment firm, he or she may receive transition assistance from AMUNI in connection with the transition to our firm. In many cases, this transition assistance includes payments from AMUNI that are commonly intended to assist an Amuni Financial Registered Representative with costs associated with the transition; however, AMUNI does not verify that any payments made are used for transition costs. These payments can be in the form of repayable or forgivable loans, and are subject to favorable interest rate terms, as compared to other lenders. In the case of forgivable loans, the loans are generally subject to repayment if the Amuni Financial Registered Representative leaves before a certain period of time or other conditions are not met.
- **Fees Charged to AMUNI Financial Registered Representatives.** AMUNI charges Amuni Financial Registered Representatives various fees under its employment agreement, for example, for trade execution, administrative services, and technology. Depending on the situation, these fees make it more or less profitable to offer certain services or products over others. In certain cases, these fees are based on the Amuni Financial Registered Representative's overall business production or the amount of assets serviced by the AMUNI Financial Registered Representative. In the case of transaction fees, they are more or less depending on the type of security that the Amuni Financial Registered Representative recommends.
- **Compensation for Termination of Services.** Other than any contingent deferred sales charge for a fund (as described under the Mutual Funds section above, if applicable), IRA termination fees (when applicable), and account transfer fees, the firm would not receive any additional compensation in connection with the termination of its services. If you have questions or need additional copies, contact your registered representative.
- **Brokerage – Excluded Advisory Assets.** As described above, our brokerage services differ from our advisory services. However, in some instances we may allow an advisory client to trade what are referred to as "excluded assets" within their advisory services account. Excluded assets are not subject to our advisory program fees. Instead of our advisory fees, these excluded assets are subject to our standard brokerage charges when traded.

Third-Party Compensation

AMUNI and Amuni Financial Registered Representatives receive compensation from investment sponsors, in connection with investments the customers make in securities, such as mutual funds, annuities, and alternative investments. The types of third-party compensation are described below.

- **Trail Compensation (12b-1/Shareholder Service Fees).** AMUNI and Amuni Financial Registered Representatives receive ongoing compensation from investment products, such as mutual funds, annuities and alternative investments. Annual 12b-1 fees, also known as trails, are paid by the fund and paid to us out of fund assets under a distribution and servicing arrangement to cover distribution expenses and sometimes shareholder service expenses that we may provide on the fund's behalf. Shareholder servicing fees are paid to respond to investor inquiries and provide investors with information about their investments. These fees are asset-based fees charged by the fund family. These fees range from 0.00% to 1.00%, but the majority of these fees are below 0.85%. These fees may be passed on to us and may in turn be passed on to your registered representative as a commission.
- **Annuities.** AMUNI receives a trail commission from the annuity issuer for the promotion, sale and servicing of a policy. The amount and timing of trailing commissions vary depending on the agreement between AMUNI and the issuer, and the type of policy purchased. The maximum trailing commission for annuities is typically 1.5%, and varies depending on the type of annuity.
- **Alternative Investments.** For alternative investment products, such as private funds, trail payments may be as high as 1.25% on an annual basis. Trail payments for managed futures funds can be as high as 2% annually.

- **Cash Sweep.** If a customer holds an account with AMUNI, AMUNI, through the Clearing Agent, offers a service to sweep cash held within customer accounts into a sweep vehicle until such balances are invested or are used to satisfy obligations arising in connection with your account. AMUNI receives fees and other financial benefits under the different sweep vehicles. Because of these fees and benefits, we and the Clearing Agent have a financial incentive to offer the particular sweep vehicles included in our Cash Sweep Program.
 - The available sweep options currently consist of:
 - 1) Interest-bearing deposit accounts at banks (the "Program Banks") including banks affiliated with our Clearing Agent in our Expanded Bank Deposit Sweep program,
 - 2) Interest-bearing deposit accounts at two or more banks affiliated with our Clearing Agent in our Standard Bank Deposit Sweep program, and
 - 3) One or more proprietary and/or non-proprietary Money Market Mutual Funds. Eligibility for each available sweep vehicle is determined by account type.
- **Non-Sweep Money Market Mutual Funds.** Clients can invest cash balances in a limited number of money market mutual funds other than as part of a sweep arrangement (such funds, "Non-Sweep Money Market Funds"). Depending on interest rates and other market factors, investment returns of money market mutual funds have been, and may continue in the future to be, lower than the aggregate fees and expenses charged by AMUNI in connection with the transaction. This may result in a client experiencing a negative overall investment return with respect to cash reserves invested in the Non-Sweep Money Market Funds. Clients should understand that in many cases the share class offered or a particular Non-Sweep Money Market Fund charges higher fees and expenses than other share classes that are offered by the same Non-Sweep Money Market Fund but are not available on AMUNI's platform.
 - Unlike other types of mutual funds available in the Program, AMUNI makes available Non-Sweep Money Market Funds from only a limited number of mutual fund sponsors that are approved by the firm's Clearing Agent. Because of the limited number of Non-Sweep Money Market Funds available in the Program and the fees paid by those funds, other money market mutual funds not available through AMUNI's brokerage platform are likely to have higher returns than the Non-Sweep Money Market Funds.
 - For more information please see Cash Sweep Program Disclosure Statement at <https://www.amuni.com/legal-disclosures/>.
- **Miscellaneous and Non-Cash Compensation.** AMUNI, AMUNI employees and AMUNI Financial Registered Representatives receive compensation from Product Sponsors that is not in connection with any particular Customer or Customer Assets. Compensation includes such items as gifts valued at less than \$100 annually, an occasional dinner or ticket to a sporting event, or reimbursement in connection with educational meetings, Customer workshops or events, or marketing or advertising initiatives, including services for identifying prospective Customers. Product Sponsors also pay for, or reimburse AMUNI for the costs associated with, education or training events that may be attended by AMUNI employees and representatives and for AMUNI-Sponsored conferences and events, which may include events under the Sponsorships Programs described above.
- **Securities Based Lending Arrangements.** AMUNI offers a program that enables Customers to collateralize certain investment accounts in order to obtain discounted secured loans through the Clearing Agent. AMUNI receives Third Party Compensation from the Clearing Agent based on the amount of the outstanding loans. This compensation is a conflict of interest to AMUNI because AMUNI has a financial incentive for the Customer to select the bank associated with the Clearing Agent. AMUNI's interest in continuing to receive investment advisory or brokerage fees gives AMUNI an incentive to recommend that Customers borrow money rather than liquidating some of their assets managed by AMUNI, when it could be in a Customers best interest to sell such assets instead of using them as collateral for a loan. When a Customer pledges assets in an account, the Customer is a borrower and uses the cash and securities in the account as collateral for a loan and pays interest to the bank. Because of AMUNI's arrangements with the Clearing Agent participating in the program, Customers may be limited in their ability to negotiate the most favorable loan terms. However, Customers are not required to use the bank in AMUNI's program and can work directly with other banks to negotiate loan terms or obtain other financing arrangements. Customers should be aware that AMUNI's loan program is one way, among many, for Customers to obtain a secured loan.
- **Margin.** AMUNI offers customers the ability to purchase securities on credit, also known as margin purchases. When a customer purchases securities on margin, AMUNI extends a line of credit to the customer and charges interest on the margin balance. AMUNI has a financial incentive to encourage margin borrowing because AMUNI and Amuni Financial Registered Representatives earn compensation in the form of interest, transaction charges and other fees on investments made with borrowed amounts. That financial incentive creates a conflict of interest insofar as AMUNI and AMUNI Financial Registered Representatives benefit from your decision to borrow and incur the various fees and interest described above. If contemplating use of margin, please consult the AMUNI Margin Agreement and related disclosures for additional details.

- **Mutual Fund Share Class Selection.** AMUNI offers various share classes of mutual funds. As an example, certain share classes, often referred to as Class A shares, pay an upfront sales charge and an ongoing trail. For other share classes, often titled Class C shares, there is no upfront sale charge paid, however, there is an ongoing trail payment and a contingent deferred sales charge to the investor if there is a redemption within a certain period of time after purchase. Depending on the length of the holding period for the mutual fund, and other factors, one share class may be less expensive to the investor than another, and AMUNI and the Amuni Financial Registered Representative may earn more or less in compensation for one share class than another.
- **Compensation for Other Services.** AMUNI and Amuni Financial Registered Representatives can offer various types of advisory and brokerage programs, platforms and services. AMUNI and Amuni Financial Registered Representatives can earn more or less if a certain type of service, program or platform is recommended.
- **Outside Business Activities.** Amuni Financial Registered Representatives are permitted to engage in certain AMUNI approved business activities other than the provision of brokerage and advisory services through AMUNI, and in certain cases, an Amuni Financial Registered Representative could receive greater compensation through the outside business than through AMUNI.
- **Payment for Referrals.** AMUNI may offer programs where AMUNI pays professionals, such as attorneys or accountants, for referrals.
- **Rollovers.** If a customer decides to roll assets out of a retirement plan, such as a 401(k) plan, into an individual retirement account (IRA) at AMUNI, we have a financial incentive to recommend that a customer invests those assets with AMUNI, because we will be paid on those assets, for example, through commissions, fees and/or third party payments. A customer should be aware that such fees and commissions likely will be higher than those the customer pays through the plan, and there can be custodial and other maintenance fees. As securities held in a retirement plan are generally not transferred to an IRA, commissions and sales charges may be charged when liquidating such securities prior to the transfer, in addition to commissions and sales charges previously paid on transactions in the plan.
- **Limitations on Our Investment Recommendations.** AMUNI and Amuni Financial Registered Representatives offer and recommend investment products only from investment sponsors with which AMUNI has entered into selling and distribution agreements. Other firms may offer products and services not available through AMUNI, or the same or similar investment products and services at lower cost. The scope of products and services offered by individual Amuni Financial Registered Representatives may also be more limited than generally available through AMUNI, based on their licensing, training or branch office policy restrictions. You may ask an Amuni Financial Registered Representative about the securities or services he or she is licensed or qualified to sell, and their ability to service investments transferring to AMUNI from another firm.

Conflicts of Interest

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

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

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

Transaction-Based Conflicts

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

Mark-Ups and Mark-Downs for Principal Transactions

When you buy or sell securities in a brokerage account, and in accordance with industry regulations, we may impose a mark-up (increase) or mark-down (decrease) in the price of transactions we execute on a principal basis. We are compensated based upon the difference (mark-up) between the price you pay for securities purchased from us and the price we sell such securities to you over the prevailing market price, or the difference (mark-down) between the price you sell securities to us and the price we purchase such securities from you over the prevailing market price. AMUNI and Amuni Financial Registered Representatives have a conflict of interest where both will make the most money by selling customers securities that can be marked-up and down the to only sell those securities that allow for the maximum mark. For instance, a registered representative may be incentivized to sell a customer longer dated bonds whereas shorter dated bonds would be more appropriate given the customer's investment objectives; however, the registered representative would not be able to mark-up the securities enough to pay for the firm's minimum per trade. We maintain policies and procedures reasonably designed to help ensure compliance with the mark-up and mark-down industry rules.

Account Maintenance and Other Administrative Fees

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

Third Party Payments

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

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

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

Additional Compensation from Product Sponsors and Other Third Parties

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

- Gifts and awards, an occasional dinner or ticket to a sporting event, or reimbursement in connection with educational meetings or marketing or advertising initiatives, including services for identifying prospective clients.
- Payment or reimbursement for the costs associated with education or training events that are attended by our employees, agents, and registered representatives, and for conferences and events that we sponsor.

- Reimbursement from Product Sponsors for research and technology-related costs, such as those to build systems, tools, and new features to aid in servicing clients. Additionally, we and our affiliates receive compensation from Product Sponsors to provide aggregate sales data.

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

Product Share Classes

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

Compensation Related to Proprietary Products

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

Amuni Financial Registered Representatives Compensation

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

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

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

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

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

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

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

Other Registered Representative Activities

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

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

Internal campaigns and recognition efforts incentivize registered representatives to engage in activities to reach incentive goals.

Additional Resources

Legal Disclosures

<https://www.amuni.com/legal-disclosures/>

Please consult the Legal Disclosures page on AMUNI's website (<https://www.amuni.com/legal-disclosures/>) for current information about AMUNI's brokerage compensation and related conflicts of interest. AMUNI posts changes to this disclosure on its website from time to time. AMUNI may not notify you when these changes are made, so you should consult the website to learn about any changes that have been made. If you are unable to access the website or require paper copies of any documents referenced here, please contact an Amuni Financial Registered Representative or AMUNI Client Services at (800) 868-6864.