

**HILLTOP SECURITIES INDEPENDENT NETWORK INC.  
BROKERAGE SERVICES DISCLOSURE BROCHURE**

Hilltop Securities Independent Network Inc. (“HTIN” or the “Firm”) is a dually-registered financial services firm, which means that HTIN is registered as both a broker-dealer and an investment advisor with the United States Securities and Exchange Commission (“SEC”) pursuant to the Securities Exchange Act of 1934 and the Investment advisors Act of 1940. As a broker-dealer, HTIN is also a member of the Financial Industry Regulatory Authority (“FINRA”), the Securities Investor Protection Corporation, the New York Stock Exchange and the National Futures Association. When you work with HTIN and our financial professionals, it is important for you to understand whether we are servicing you as a broker-dealer or an investment adviser because different costs, conflicts of interest and other considerations can apply to our relationship. **Accordingly, unless otherwise stated, HTIN and your financial professional are acting in a brokerage capacity and not as an investment adviser when servicing your account.** References in this brochure to “us” or “we” refer to HTIN and its associated persons / financial professionals.

The purpose of this brochure is to provide you with detailed information about our brokerage services, and expand upon the important disclosures in the HTIN Customer Relationship Summary or “Form CRS.” A copy of the HTIN Form CRS, as well as our Form which contains information about our investment advisory services, is available at <https://www.hilltopsecurities.com/hilltopsecurities-independent-network-inc-disclosures/>.

In this brochure, we explain the following:

1. HTIN and your financial professional’s role and responsibilities as a broker-dealer and an associated person of a broker-dealer;
2. the type and scope of services available to you, including certain limitations on the specific securities or investment strategies that we can recommend to you;
3. the fees and costs that apply to investments you make with HTIN; and
4. the conflicts of interest that are associated with the securities and account recommendations that create an incentive for your financial professional to place their interest ahead of the retail customer’s interest.

**1. HTIN and Your Financial Professional Act as a Broker-Dealer and an Associated Person of a Broker-Dealer**

HTIN is a full-service broker-dealer that provides brokerage services to you and other retail customers. Brokerage services include the purchase, sale, holding and exchange of securities. In general, our brokerage services are non-discretionary, which means that you make the decision regarding whether or not to buy, sell or otherwise transact in your account. As a broker-dealer, we will provide execution, clearing and custody services to effect your instructions. In connection with providing these brokerage services to you, HTIN and its financial professionals may make recommendations to you that we believe to be in your best interest. These recommendations may include whether to open a certain type of brokerage account with HTIN and whether to buy, sell,

exchange, or hold a security or a series of securities (i.e. an “investment strategy”) in your brokerage account.

When we make a recommendation to you, we must have a reasonable basis to believe that the recommendation is in your best interest. This means that we are required to place your interests ahead of our own when recommending securities, investment strategies and account types to you. Among other things, we do this by evaluating the conflicts of interest that impact our relationship and eliminating them to the extent we can. Because certain conflicts of interest cannot be eliminated, we have procedures in place to mitigate and disclose them to you.

**2. Type and Scope of Services Offered to You**

As discussed above, when we provide brokerage services to you, we may make recommendations regarding (i) the type of brokerage account to open with HTIN; (ii) whether to buy, sell, hold or exchange certain investments; and (iii) whether to implement certain investment strategies available to you. Each of these types of recommendations are explained in more detail below.

*Recommendations Regarding Brokerage Accounts:*

HTIN offers different types of brokerage accounts with different features and, in certain cases, different costs. Certain brokerage accounts have tax-advantage features that can help you reach specific financial goals such as saving for education (e.g. 529 Plan Accounts) or health care (e.g. Health Savings Accounts), while others have features that permit specific types of investment activity (e.g. Options Accounts). The following table lists the various brokerage accounts offered by HTIN to retail investors:

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|---|---|
| <ul style="list-style-type: none"> <li>• Traditional Individual Retirement Accounts (IRAs)</li> <li>• Roth IRAs</li> <li>• Retirement Plan Accounts</li> <li>• 529 Plan Accounts</li> <li>• Coverdell Education Savings Accounts</li> <li>• Health Savings Accounts</li> <li>• Archer Medical Savings Accounts</li> </ul> | <ul style="list-style-type: none"> <li>• Uniform Gift to Minors Act (UGMA) Accounts</li> <li>• Uniform Transfer to Minors Act (UTMA) Accounts</li> <li>• Trust Accounts</li> <li>• Individual Taxable Accounts</li> <li>• Margin Accounts</li> <li>• Option Accounts</li> </ul> |
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Account Minimums: You are not required to hold a minimum level of assets in your brokerage accounts with HTIN.

HTIN opens brokerage accounts on your behalf when you complete HTIN’s **New Account Application Form and Account Agreement**, which contains additional important information regarding the nature of each type of brokerage account we offer.

### *Rollover and Transfers of External Accounts*

Your financial professional may recommend that you sell assets held in an account away from HTIN and rollover or transfer the proceeds from that sale to one or more HTIN accounts. For example, your financial professional may recommend that you liquidate your employee retirement plan (e.g., a 401(k) plan) and roll over the cash proceeds into a HTIN IRA. When we do so, we are required to have a reasonable basis to believe that the rollover or transfer is in your best interest.

### *Recommendations to Buy, Sell, Hold or Exchange Securities*

In general, brokerage accounts are “non-discretionary,” which means that you make the ultimate decision whether to buy, hold, sell or exchange investments in your account. Even when we make recommendations regarding the securities in your account, we will not act until you instruct us to do so.

Account Monitoring: In general, while your financial professionals may voluntarily review your account holdings and provide you with an unsolicited recommendation, we will not monitor your account on a regular basis.

Agency vs. Principal Trades: When transactions occur in your account with us, we act as either an *agent* or as *principal*. The capacity in which we are acting will be reflected on your trade conformation.

- When we engage in an agency trade, we act as an intermediary between you and the buyer of a security when you sell the security, and between you and a seller of the security when you buy a security. HTIN does not own or have some other beneficial interest in the securities involved in a sale, purchase, or exchange transaction done on an agency basis. In these circumstances, HTIN acts as a broker.
- When we engage in a principal trade, HTIN buys or sells for an account in which HTIN has a beneficial ownership interest, which in most cases is a proprietary account. In other words, HTIN sells to you a security that it holds in its own account or purchases the security from you for purposes of holding the security in its own account. In these circumstances, HTIN acts as a principal (also called a dealer).

### *Recommendations of Investment Strategies*

HTIN and your financial professional may recommend to you one or more investment strategies. An investment strategy is a series of transactions in securities that are done for the purpose of accomplishing a specific investment or economic outcomes such as “income-generating” or “tax-advantaged” or “non-correlating.” A strategy would also include recommendations to you to use a bond investment technique called “laddering,” or a lending strategy called “margin.” Your financial professional may also recommend the use of a 3<sup>rd</sup> party investment manager as part of his or her investment strategy recommendation.

### *Bases for Our Recommendations and Limitations on Our Recommendations*

Before we recommend a transaction, investment strategy or type of brokerage account, we will ask you for certain information regarding you, your financial goals and your investments. We use this information to form a customer profile that we will rely on to form a reasonable basis to believe our recommendations are in your best interest.

While we offer a broad range of investments in individual securities (such as common stocks and bonds) and investment companies (such as mutual funds), we do not offer or recommend every investment that could be available to you in the global or U.S. marketplace. Rather, we only offer investments that we have a reasonable basis to believe could be in the best interest of retail investors, given our Firm's investment philosophy and capabilities.

In addition, certain investments, such as municipal bonds and commodities, can only be recommended by financial professionals with specific registration and licensing. Not all of our financial professionals have the appropriate securities licenses from FINRA to make recommendations to buy, sell, or exchange securities or recommend strategies involving all types of securities. Your financial professional will discuss with you and provide you with information about their ability to recommend certain types of investments.

### *Investment Risks*

Even when we have a reasonable basis to believe an investment is in your best interest, you can still lose some or all of your money when investing. No investments are "guaranteed" and you should only invest assets for which you are willing to accept some risk of loss. We cannot guarantee that you will meet your investment goals, or that our recommended investments or investment strategy will perform as anticipated. The risks attendant to any investment or investment strategy vary in both nature and scope, and it is important that you understand the risks of your investments before making a decision. The following are some basis risks involved in a variety of investment types:

- **Risk of Principal Loss**: The risk that you will lose some or all of the money you invest.
- **Volatility**: The risk that your investments will fluctuate in value.
- **Interest Rate Risk**: The risk that the value of your investments may decrease with fluctuations in interest rates.
- **Liquidity**: The risk that you may not be able to access your invested assets for a certain period of time, and that if you need those assets sooner, you may have to pay a substantial penalty.
- **Issuer Credit Risk**: The risk that the company that created or issued your investment will not have the ability to pay when your investment is due.

There are other risks associated with investing in securities. You should consult the available offering documents for each security we recommend for information on the specific risks associated with the recommendation. Offering documents include prospectuses, offering memorandums, private placement memorandums, and similar documents. We can provide those

documents to you upon request, or help you find them. If offering documents or other written disclosures are not available with regard to a particular security, your financial professional can help explain any potential investment risks to you.

### **3. Fees and Costs that Apply to Your Transactions, Holdings, and Accounts**

The following describes the material fees and costs that you directly or indirectly will pay for brokerage services. These fees and costs are paid to HTIN. In turn, a portion of these fees and costs are paid to your financial professional, which we explain below under “Compensation of Your Financial Professional.”

#### *Commissions*

When HTIN acts as your agent, HTIN charges you a commission when HTIN executes a purchase, sale or exchange transaction of certain types of securities. A commission is either a flat dollar amount per trade, or a percentage of the total price of the securities involved in the trade. Commissions typically range between 1% - 3% of the total price of the securities. We generally do not charge more than a 5% commission for equity securities and a 3.5% commission for fixed income products (which includes both fixed income commissions and any “mark-up” or “mark-down” charge). The commission amount is deducted from your account. In general, there is a minimum commission of \$35 you will pay for any transaction involving a stock, bond or option, but if the cost of the securities is less than that minimum amount, you will pay a percentage-based amount.

Commission amounts can vary depending upon certain factors such as the size of a transaction or the type of securities involved. In addition, your financial professional may have the ability to modify the amount of commissions HTIN will charge for a securities transaction within certain parameters. Your financial professional may charge different commissions for different clients for the same transactions involving identical securities. You should discuss with your financial professional the commissions he or she charges, and whether such commissions are negotiable. Additional information regarding commissions is available in the Customer Information Brochure, available at <https://www.hilltopsecurities.com/hilltopsecurities-independent-network-inc-disclosures/>.

#### *Mark-ups and Mark-downs*

There are costs associated with transactions in any financial product. When you purchase or sell investments in a principal transaction, the cost of purchasing the investment may include a charge called a “mark-up.” This means that when HTIN sells you a security from its inventory, HTIN will sell the security to you at a price that is higher than the market price of the security. The difference between the sales price and the market price (or “spread”) is the “mark-up” and is a form of compensation paid to HTIN. It’s important for you to understand that the higher the price for your particular investment — including the mark-up — the lower your yield, or return on investment.

On the other hand, if HTIN buys a security from you for purposes of taking that security into its own inventory, HTIN often will buy the security from you at a price that is lower than the market price. The spread between the purchase price paid to you and the market price is called a “mark-down.” The “mark-down” is not direct compensation. However, HTIN may then sell that security to another customer or a third party. If the sales price is higher than the price that HTIN purchased the security from you, the difference or spread is compensation paid to HTIN.

HTIN and your financial professional are responsible for determining the mark-up for the security HTIN will sell or buy from you. In the case of a sale of a security to you, the mark-up and commission generally will not be more than 3.5%. However, the spread may vary depending on the security. Your financial professional may quote a different price for different clients for the same transactions. You should discuss with your financial professional the price quoted and whether the price is negotiable.

### *Mutual Fund-Related Compensation*

When you purchase or sell mutual fund shares, you pay compensation to HTIN in connection with such purchase and sale transactions. In addition, HTIN may also receive compensation from the mutual fund. HTIN receives this compensation in exchange for the analysis required to make a recommendation, processing your securities transactions, and performing services on behalf of the fund such as shareholder recordkeeping and distribution of fund-related documents.

### Commissions, Loads and Contingent Deferred Sales Charges

With certain exceptions described herein, you will pay a “sales load” in connection with the purchase or sale of your mutual fund shares. A sales load is similar to a commission, and it is expressed as a percentage of the value of your investment in the fund. Therefore, the amount of your investment in a mutual fund is equal to the difference between the investment value per share of the mutual fund (called the “net asset value” or “NAV”) and the total sales charge. The loads that may be charged generally fall within a range of 1% and 5.75%, but will not exceed 8.5%.

Each mutual fund may charge different loads, while some do not charge loads (called “no load” funds). In addition, most mutual funds issue different share classes. The amount of the load or the type of load (front-end load or back-end load) will vary based on the share class you purchase. Depending on the type of mutual fund, you may be charged a load at the time of purchase, time of sale, or a mix of both. A sales load that you pay when you purchase fund shares is called a “front-end load.” A sales load that you pay when you sell your mutual fund shares is a “back-end load,” which is often called a “contingent deferred sales charge” or “CDSC.” The mutual fund often will reduce or eliminate the back-end load/CDSC if you hold your shares for a period of time, e.g., two years.

### 12b-1 Fees

We may recommend that you purchase mutual funds that pay us a “distribution” or 12b-1 fee for our efforts in selling (i.e. distributing) the mutual fund shares. A 12b-1 fee is a form of indirect compensation paid by all investors in the mutual fund or mutual fund share class. Not all mutual funds pay 12b-1 fees and some mutual funds pay 12b-1 fees only if you purchase certain share classes. The amount of 12b-1 fees paid vary by mutual fund and/or mutual fund family. The 12b-1 fees of the funds recommended by HTIN and your financial professional generally range from 0.25% and 1% of a fund’s average net assets per year. Other fees, such as sales loads, apply in addition to 12b-1 fees. While these fees are not paid from your account, they are paid from the mutual fund and as a result reduce the fund’s net asset value and thus the value of your investment in the fund.

### Sub-transfer Agent and Shareholder Servicing Fees

Mutual funds often pay us other fees, called sub-transfer agent fees and shareholder servicing fees, in exchange for providing certain shareholder services on behalf of the funds, such as accounting and recordkeeping services. These fees are a percentage of the fund’s average net assets per year and the percentage paid to HTIN generally ranges up to 0.35%, though that number can be higher or lower. The fees are not paid from your account, but are paid from the mutual fund. As a result, the fees reduce the fund’s net asset value and thus the value of an investment in the fund. Therefore, these fees are a form of indirect compensation paid by all investors in the mutual fund. Generally, whether HTIN receives these fees is not dependent on the share class in which you invest.

As discussed, the fees and costs connected to your purchase and sale of mutual fund shares vary by fund and fund share class. You may not be eligible to purchase all share classes. For example, some share classes are only available to institutional investors or certain retirement plans. You can learn more about these fees by reviewing the mutual funds’ prospectuses, which your financial professional can make available to you upon request.

### *Distribution Fees and Credit Interest*

When you open an account, our financial professionals may recommend you “sweep” funds that are not invested into cash products or money market funds. Certain money market funds pay us a distribution fee that increases when more of our clients’ funds are invested in the money market fund. As a result, we have an incentive to recommend only those money market funds that pay us distribution fees over those that do not, although our financial professionals do not share in those fees. In addition, when you select a cash sweep option instead of a money market fund, we are eligible to receive credit interest on that cash investment.

### *Revenue Sharing*

HTIN enters into agreements with certain partners such as mutual fund families, investment advisers (including advisers to mutual funds and other investment funds), investment managers,

sponsors of mutual funds and other securities, issuers of securities, insurance companies, and other entities. Pursuant to those agreements, the counterparties to the agreement periodically make payments to HTIN to share in the revenue those partners receive. Those payments may be a negotiated flat dollar amount or a percentage of the assets under advisement, and some partners pay us more or a higher percentage than others. In general, under our arrangement with our clearing agent, HTIN receives a payment ranging from approximately 0% to 0.31% of assets under advisement each year, less clearing costs we pay to our clearing agent. Your financial professional can identify for you the partners with whom HTIN enters into revenue sharing agreements.

#### *Other Fees and Costs*

HTIN charges you a number of other fees connected to your account. These fees compensate HTIN for maintaining your accounts, performing certain transactions involving your account, reporting requests, and other services. These fees are deducted from your account. For example, HTIN charges an annual fee to maintain IRAs or tax-qualified retirement plan accounts because of the rules to which such accounts are subject under the Internal Revenue Code and the Employee Retirement Income Security Act of 1974. HTIN may also charge an account termination fee. Furthermore, if you trade securities on margin, which means you borrow money from HTIN to purchase securities for the purpose of selling those securities at a later date (a “short sale”), you will pay HTIN interest for the period of time you borrow from HTIN. This is only a brief description of the other fees and costs that may be charged.

HTIN provides all of these other fees and costs in **HTIN’s Customer Information Brochure**, which you can see at the following link: <https://www.hilltopsecurities.com/media/1289/HTIN-Customer-Information-Brochure.pdf>. Your financial professional can also provide you a copy.

#### *Compensation of Your Financial Professional*

HTIN pays compensation to your financial professional. The amount of that compensation is a percentage of revenue that he or she generates for HTIN. The revenue includes the above-discussed commissions, spreads, loads, contingent deferred sales charges, and 12b-1 fees, but does not include the above-discussed third party payments and revenue sharing paid to HTIN.

To the extent your financial professional is “dually registered” as a broker and an investment adviser, he or she may also receive revenue in connection with the sale of advisory products and services not discussed in this Brochure. Additionally, the percentage of the revenue paid to your financial professional increases if he or she meets certain revenue thresholds. For example, if he or she generates revenue for HTIN of a certain amount, the percentage he or she receives is 80%, but if he or she exceeds a certain dollar threshold, that percentage will increase, e.g., 90%.

#### *Sales of Insurance*

HTIN and your financial professional receive commission-based compensation in connection with the sale or renewal of insurance and annuity products. This presents a conflict of interest because our financial professionals who are also licensed as insurance agents may have an incentive to



recommend insurance and annuity products to you for the purpose of generating commissions even though an alternative recommendation may be in your interest. If your financial professional recommends these insurance products, he or she will provide you with more specific information regarding the attendant fees and costs associated therewith.

#### *Alternative Investment Products*

We may recommend that you purchase alternative investment products such as business development corporations (“BDCs”), real estate investment trusts (“REITs”) and other alternative products. HTIN charges a commission for transactions in BDCs and REITs of up to 3% of your investment. In addition, BDCs and REITs generally charge you internal management fees, servicing fees, and other fees and costs. If your financial professional recommends BDCs, REITs or other alternative products, he or she will provide you with more specific information regarding the attendant fees and costs associated with those investments.

#### **4. Conflicts of Interest**

A “conflict of interest” is an incentive or interest that might influence HTIN or your financial professional, consciously or unconsciously, to make a recommendation that is not disinterested. At HTIN, we have procedures in place to identify, eliminate, and where elimination is not possible, mitigate and disclose all material conflicts of interest associated with the securities we offer and those conflicts that create an incentive for your financial professional to place his or her interest ahead of yours. In this section, we discuss certain material conflicts that apply to our relationship.

#### *Commissions and Other Transaction-Based Compensation*

HTIN has an incentive to recommend that you sell, buy, or exchange securities more frequently because doing so increases the transaction-based compensation HTIN receives. Additionally, HTIN has an incentive to recommend that you engage in transactions involving securities for which it may charge higher commissions (e.g., options) than what may be charged for other securities (e.g., domestic stocks).

#### *Agency Cross Transactions*

HTIN and your financial professional may engage in agency cross transactions. In these circumstances, HTIN and your financial professional may match customers who want to sell a security with another customer who wants to buy that same security (or vice versa). As a result, HTIN will enter into the purchase/sale transaction between the two clients rather than purchasing or selling the security through an exchange or otherwise engaging in the transaction with a party who does not have an account with HTIN. HTIN does not charge a commission in the event of an agency cross transaction. Therefore, when HTIN enters into agency cross transactions on behalf of some customers but not others, HTIN may be incentivized to charge higher commissions to those customers for whom it does not enter agency cross transactions in order to make up the lost commission revenue.

### *Principal Transactions, Mark-ups and Mark-downs*

When we act as principal, HTIN and your financial professional sell you securities that we hold in a firm account or buy securities from you for our own account. As described earlier in this Brochure, HTIN's compensation is a mark-up when it sells you a security in a principal trade. When HTIN sells you a security from its own account, it may create incentives for us to generate trading profits or minimize losses, and thus to act against your best interest. Additionally, when HTIN holds a security in its own account, it bears the risk of owning that security. Therefore, it has an incentive to recommend that you buy the security, even though buying it may not be in your interest.

### *Third Party Payments and Revenue Sharing*

HTIN has an incentive to only offer mutual funds and other investments that make third party payments or enter into revenue sharing agreements with us, as described above under the heading "Fees and Costs that Apply to Your Transactions, Holdings, and Accounts." HTIN also has an incentive to recommend these investments to you because the more client assets that invest in them the more payments and revenue we receive.

### *Conference Sponsorships*

HTIN and/or its affiliate will periodically sponsor conferences attended by your financial professional and other registered representatives associated or affiliated with HTIN. These conferences are an opportunity for our registered representatives to learn about investment products and services, market performance, economic trends, and other issues important to conducting the business of a broker-dealer and an associated person of a broker-dealer. HTIN and/or its affiliate will give affiliates and unaffiliated third parties, such as investment managers, mutual fund families, insurance companies, and other financial services providers, the opportunity to sponsor the conference by paying a sponsorship fee. As a conference sponsor, the financial services provider will have greater access to HTIN's representatives than other financial services providers so that the sponsor will have a better opportunity to educate our representatives about its products and services.

### *Underwriting of "New Issues"*

HTIN and your financial professional may recommend that you invest in securities issued in an initial public and/or secondary offerings ("new issues") for which HTIN and/or its affiliate acts as a manager, underwriter and/or a member of the selling group. HTIN has a conflict of interest in recommending these securities. HTIN receives all or a portion of the "gross spread," which represents the difference between the price that you pay for the security and the price for which HTIN and/or its affiliate purchases the security. This gross spread may be higher or lower in connection with certain offerings. In addition, HTIN has a substantial interest in assuring that the offering is successful because HTIN and/or its affiliate bears the financial and reputational risk of not selling all or most of the securities. Therefore, HTIN has incentives to recommend that you purchase these new issues for these reasons, rather than based on your needs.

### *Proprietary Products*

HTIN and your financial professional may recommend that you purchase securities or utilize strategies that involve securities, products and/or services that are proprietary, which means that they are sponsored, issued, advised, managed or otherwise provided by HTIN or its affiliates. There are a number of reasons why HTIN might recommend proprietary securities, products and/or services to you over those that are non-proprietary, even if such recommendation is not in your interest. HTIN and/or its affiliate often receive compensation in connection with proprietary securities, products and/or services that it would not receive if you purchased a non-proprietary security, product and/or service. Additionally, HTIN and/or its affiliate might receive benefits other than compensation, such as the ability to borrow capital from you to fund the operations of HTIN and/or its affiliate or increase the deposits held by an affiliated bank. HTIN might use its customer base as a market for selling proprietary securities, products and/or services that might not be purchased by persons who are not its customers. Therefore, HTIN has a conflict of interest when it recommends proprietary securities, products and/or services to you.

Presently, Hilltop Securities Inc., an affiliate of HTIN, offers two proprietary products to retail clients. The first, a commercial paper product, consists of short-term, promissory notes issued by Hilltop Securities Inc. Additional information regarding Hilltop Securities Inc.'s commercial paper product can be found online at <https://www.hilltopsecurities.com/hilltop-securities-inc-disclosures/hilltopsecurities-commercial-paper-disclosure/>. In addition, HTIN offers a Bank Insured Deposit ("BID") Program, which is an FDIC-insured account that sweeps funds to participant banks, including Plains Capital Bank which is an affiliate of HTIN, in increments up to \$248,000 to achieve FDIC insurance coverage up to \$5 million. Additional information regarding the BID program is available online at <https://www.hilltopsecurities.com/hilltopsecurities-independent-network-inc-disclosures/sweep-account-disclosure/>.

### *Limitations on Your Financial Professional's Ability to Make Certain Recommendations*

Your financial professional can only recommend services and products for which the financial professional is properly licensed. For example, certain of our financial professionals are licensed to provide brokerage services but not investment advisory services. Additionally, if your financial professional is not licensed to recommend certain types of investments for which additional licensing is required (such as municipal bonds, commodities futures, or off-exchange foreign exchange transactions), he or she cannot recommend those securities or related strategies even if purchasing such securities or taking advantage of such strategies is in your best interest. Accordingly, you should discuss with your financial professional whether he or she is licensed to provide you with the investment advice that is appropriate for your financial needs.

### *Rollovers, Account Transfers and Similar Transactions*

Generally, HTIN does not permit your financial professional to make recommendations regarding the purchase, sale, or exchange of securities or recommendations regarding investment strategies

with regard to securities not held at HTIN. Such accounts are called “held away” accounts. In order for HTIN and your financial professional to provide brokerage services including such recommendations, HTIN and your financial professional have an interest in recommending that you open one or more accounts with HTIN, liquidate your holdings at another firm, and move your assets to the HTIN account. HTIN and your financial professional are incentivized to make such a recommendation even if doing so is contrary to your interest because we only receive compensation for providing brokerage services if the assets are held by HTIN. For example, if you have an account in your employer’s retirement plan, HTIN and your financial professional have an interest in recommending that you take a distribution from your retirement plan account and rollover the proceeds to an IRA held at HTIN. HTIN and your financial professional also have an incentive to recommend that you liquidate your brokerage account at another broker-dealer and transfer the proceeds to one or more accounts held at HTIN.

#### *Compensation of Your Financial Professional*

As an inducement to your financial professional to leave another broker-dealer and join HTIN as a representative, HTIN may pay your financial professional one or more cash bonuses. In general, these bonuses are based upon the number of clients, the number of client accounts, the amount of assets brought to HTIN, and/or other similar metrics. Therefore, your financial professional has an incentive to recommend that you “follow” that financial professional from another firm and transfer those amounts to one or more HTIN accounts, even if such transfer is not in your interest.