



Cetera Advisors LLC (“CA”) is dually-registered as a broker-dealer and a Registered Investment Adviser (“RIA”) with the Securities and Exchange Commission (“SEC”). CA is a subsidiary of Cetera Financial Group, which also owns several other broker-dealers and RIAs (together, “CFG”). CFG and its affiliated companies offer both securities brokerage and investment advisory services, as described in more detail below. In this document, “we”, “us” or “our” refers to all of our affiliated companies as a group, and unless we state otherwise, includes our individual representatives.

We offer both securities brokerage and investment advisory services, as described in more detail below. Some services may be provided by our affiliated companies other than CA, and the broker-dealers and RIAs owned by CFG may not all offer the same programs, services, or investment products. Please see our Regulation Best Interest Supplemental Disclosure (“Supplemental Disclosure”) at [www.cetera.com/cetera-advisors/clients](http://www.cetera.com/cetera-advisors/clients) for additional details. CA is a member of the Financial Industry Regulatory Authority (“FINRA”) and the Securities Investor Protection Corp. (“SIPC”).

We offer investment services to our customers through individuals that we refer to as “Financial Professionals”, most of whom are licensed to provide both securities brokerage and investment advisory services. Some of them are licensed to offer only brokerage or only advisory services and some are licensed to sell only specific investment products. Some of our Financial Professionals offer advisory services through other RIAs (“ORIs”) in addition to providing investment services through us. Many of our Financial Professionals also offer other non-investment services such as sales of insurance and/or tax preparation through entities that are not related to us. If you have questions about the services that we or any of our Financial Professionals can provide, please ask your Financial Professional or see our Supplemental Disclosure.

**What Types of Investment Services Do You Provide?**

Depending on your needs and investment objectives, we can provide you with brokerage services, investment advisory services, or both at the same time. This document will summarize the types of services that we provide and how you pay us for those services.

Brokerage Services	Investment Advisory Services
<ul style="list-style-type: none"> <li>In a brokerage account, you purchase and sell investments and pay us sales charges (“commissions”) for each transaction.</li> <li>You may select investments for your account, and we may recommend investments to you, but the decisions for your investment strategy and the purchase or sale of investments will be yours. There is no minimum dollar amount required to maintain a brokerage account. If you want to decide which investments to buy or sell and pay a fee or charge for each transaction executed, a brokerage account may be the right choice for you.</li> <li>We offer brokerage services with a variety of investments including stocks, bonds and other fixed-income investments, mutual funds, exchange-traded funds (“ETFs”), annuities and alternative investments.</li> <li>We offer a large number of investment products, but we do not offer all products available in any given investment category, such as mutual funds, ETFs, or annuities. Other firms may offer investment products that we do not.</li> <li>We do not offer proprietary investment products.</li> <li>It is important for you to understand we do not provide ongoing monitoring of investments in brokerage accounts.</li> <li>For more detailed information about our brokerage services and the investment products that we offer, please refer to our Supplemental Disclosure.</li> </ul>	<ul style="list-style-type: none"> <li>If you want a Financial Professional to manage your investment portfolio, an advisory account may be the right choice.</li> <li>We offer several investment advisory programs and services through our Financial Professionals who are Investment Adviser Representatives (“IARs”). These services include financial planning, consulting, asset management programs (including “wrap” asset management programs), and selection and monitoring of third-party investment managers.</li> <li>Most of our advisory programs have minimum investment amounts. (Please see our Supplemental Disclosure and our Form ADV Part 2A for additional information).</li> <li>We provide ongoing investment advice and monitoring of the investments in your advisory account.</li> <li>You may choose an account that allows us to buy and sell investments without asking you in advance (a “discretionary account”) or we may give you advice and you decide which investments to buy and sell (a “non-discretionary account”).</li> <li>We will meet with you, either in person or by another agreed-upon method, no less than annually to review your portfolio.</li> <li>Although we offer a wide variety of advisory products and services, our investment advice will cover a limited selection of investments and other firms may offer more or different choices. For more information regarding our advisory services, please refer to our Form ADV Part 2A and our Supplemental Disclosure.</li> </ul>

**As you consider what type of services may be right for you, ask your Financial Professional the following questions:**

- Given my financial situation and investment objectives, should I choose a brokerage account, an investment advisory service, or a combination of both? What are the differences? Is one more suited to my situation than the other, and if so, why?*
- How will you choose the investments you recommend to me? If you recommend a third-party investment adviser, how will you decide which one best matches my situation?*
- What is your relevant experience, including licenses, education and other qualifications? What do these qualifications mean? Based on your licensing or other qualifications, are you limited to offering specific types of services or investments?*
- How often will you monitor my account’s performance and offer investment advice if I have a brokerage account? An advisory account?*



## What Fees Will I Pay?

Fees and costs affect the value of your account over time. Please ask your Financial Professional to give you personalized information on the fees and costs that you will pay if you choose a brokerage account and/or an investment advisory account.

Brokerage Accounts	Investment Advisory Accounts
<ul style="list-style-type: none"><li>• If you open a brokerage account, you will pay a transaction-based fee referred to as a “commission” or “sales charge”, each time you buy or sell an investment.</li><li>• With stocks or ETFs, this is usually a separate charge which is added to or subtracted from the transaction amount and is determined by the quantity of the securities bought or sold, the dollar value of the transaction, or a combination of both. With other investments, such as bonds, the sales charge is usually part of the price you pay for the investment, referred to as a “mark- up” or “mark-down”. With mutual funds, the fee (typically called a sales charge or “load”) is a percentage of your investment and reduces the value of your investment.</li><li>• Some investments (including mutual funds and annuities) impose additional ongoing expenses such as internal management fees and distribution expenses. These increase the overall cost and will reduce the value of your investment over time.</li><li>• With variable annuities, you will incur additional fees if you select optional features or benefits with certain investments, and you will pay fees referred to as “surrender” or contingent deferred sales charges if you sell within a stated time period. (For more information about charges associated with investments in mutual funds, annuities, or alternative investments, please see our Supplemental Disclosure).</li><li>• From a cost perspective, you may prefer a transaction-based account if you do not intend to trade often or if you plan to hold investments for long periods of time (a “buy and hold” strategy.)</li><li>• Our commissions on investment products vary. For certain investments such as stocks, bonds, and ETFs, the commission you pay is negotiable. The amount you pay in connection with any investment product will vary depending on the type of investment, how much you buy or sell and what kind of account you have. You may pay additional fees, such as custodial fees, account maintenance fees, fees related to mutual funds and annuities, transfer fees and other miscellaneous fees which are standard and customary. Please see our Supplemental Disclosure.</li></ul>	<ul style="list-style-type: none"><li>• If you choose an advisory account, you will pay an on-going fee based on the value of the assets in your account. For financial planning or consulting services, fees are charged on an hourly or otherwise agreed-upon basis such as a flat fee. Our fees are negotiable and vary depending on the advisory program selected, and are billed on a monthly or quarterly basis either in advance or in arrears.</li><li>• In general, the greater the value of the assets in your account the more you will pay in fees, although the fee you pay as a percentage of the assets managed may decline as the value of the assets increases.</li><li>• For some advisory accounts, called “wrap fee” programs, the asset-based fee will include most transaction costs and custody services and is therefore higher than a typical asset-based advisory fee. A wrap fee program could cost more than paying separately for advice and transactions.</li><li>• For accounts that are not part of a wrap fee program, you will pay an asset-based fee and a transaction fee when you buy or sell an investment. If you choose a program that does not have a wrap fee and you are not charged transaction fees, we have an incentive to trade less frequently in your account.</li><li>• You will also pay retirement account, annual maintenance and custodial fees within an advisory account, as applicable. Additional fees may include account service fees such as asset movement fees, account transfer fees, checking fees, and fees for other optional services chosen by you on per-event basis.</li><li>• Some investments (such as mutual funds and annuities) impose internal operating fees in addition to the fees that we charge. These fees increase the overall cost and will reduce the value of your investment over time.</li><li>• Our investment advice will cover a limited selection of investments. Other firms may provide advice on a wider range of investments, some of which might have lower costs.</li><li>• The fees applicable to each type of advisory program are set forth in the advisory agreement for that program and are summarized in our Form ADV Part 2A.</li></ul>

You will pay fees and costs whether you make or lose money on your investments, and regardless of which type of account you select. Fees and costs will reduce any amount of money you make on your investments over time. Please be sure that you understand what fees and costs you are paying.

### As you consider the cost of our services, ask your Financial Professional the following questions:

- *Help me understand how the fees and costs you charge might affect my investments. If I give you \$10,000 to invest, how much will go to fees and costs, and how much will be invested for me?*
- *How much would I expect to pay per year for an advisory account? How much for a typical brokerage account? What would make the fees for both options increase or decrease?*
- *How do wrap-fee accounts differ from arrangements where I pay separately for advice and transactions? Does it make a difference if my account is actively traded?*
- *What effect will the types of investments selected (stocks, bonds, mutual funds, etc.) have on the overall cost?*
- *How are you compensated for providing services to me?*

## Our Legal Obligations to Customers and Conflicts of Interest

When we make recommendations as your broker-dealer or act as your investment adviser, we must act in your best interest and not place our interest ahead of yours. When we act as your investment adviser, we are subject to a fiduciary duty that creates other obligations to you. (Please See our Form ADV, Part 2A.) In either case, the way we make money creates some conflicts with your interests. You should understand and ask us about these conflicts because they can affect the recommendations and investment advice that we provide you. All financial services companies have conflicts of interest. Most conflicts arise out of how we and our Financial Professionals are compensated, by whom they are paid, and who has an incentive to recommend a given investment or service. There are a number of conflicts of interest associated with the compensation that we and our Financial Professionals receive. We have adopted conflict mitigation practices that are tailored to the nature and scope of our conflicts of interest where we believe they are necessary or appropriate. Examples of our conflicts of interest include the following:

Brokerage Accounts	Investment Advisory Accounts
<ul style="list-style-type: none"> <li>• We are compensated directly by clients, and/or indirectly from the investments made on your behalf.</li> <li>• You are charged a commission or sales charge on every transaction. Since we receive compensation on every transaction, we have an incentive to encourage you to trade more often.</li> <li>• We have arrangements with product sponsors under which we receive payments based on sales of their products, customer assets managed by the sponsor, or a combination. These payments are generally referred to as “revenue-sharing” arrangements. (Please see our Supplemental Disclosure.) The fact that we receive compensation from a product sponsor or receive a greater amount of compensation from one product sponsor than another creates an incentive for us to recommend certain investments to you or to restrict the investment products that we offer.</li> <li>• Financial Professionals may also receive a portion of ongoing fees charged by mutual funds (“12b-1” fees) or annuities (“trail commissions”). Those fees also present a conflict of interest for us and our Financial Professionals.</li> <li>• We utilize the services of one or more “clearing” brokers to execute purchases and sales, process payments and other transactions, and hold securities as custodians for our customers. We receive various benefits in connection with our clearing firm relationships for brokerage business and we retain a portion of certain fees charged to your accounts that exceed the amount we are charged by our clearing firm. For a detailed explanation of charges and markups on clearing broker fees, please refer to our Supplemental Disclosure.</li> <li>• We clear securities transactions through Pershing, LLC (Pershing”) and Wells Fargo Clearing Services, LLC (“FCC”). When Pershing or FCC is the executing broker/dealer, we receive a portion of the fees or charges applicable to the transaction. By directing brokerage transactions to Pershing or FCC, we may not be able to achieve the most favorable execution (best price) for customer transactions, which would cost you more money. This creates a conflict of interest.</li> <li>• We offer a program for uninvested cash held in your brokerage account (the “Cash Sweep program”). Uninvested cash is swept to either an FDIC-insured bank account or to a money-market mutual fund. We are compensated by the banks that participate in the Cash Sweep program and by Pershing and FCC with respect to investments in money-market mutual funds. This creates an incentive for us to recommend that you utilize the Cash Sweep program instead of leaving uninvested cash balances in your brokerage account or investing in other securities. For more information about the Cash Sweep program, please see our Supplemental Disclosure.</li> <li>• When you purchase certain investments from us, such as fixed income securities, we usually engage in principal trading. We will sell investments to you and/or buy investments from you from our own accounts and charge a mark-up or mark-down. Please see our Supplemental Disclosure.</li> <li>• For more specifics on our brokerage fees please see our Supplemental Disclosure.</li> </ul>	<ul style="list-style-type: none"> <li>• Compensation varies among different advisory products and services. Our compensation varies from one type of product or service to another, and we may have a financial incentive to recommend one program or service over another.</li> <li>• Many of our Financial Professionals offer both investment advisory and brokerage services. They sell securities through us and receive commissions or other compensation. Financial Professionals may earn more or different types of compensation on brokerage transactions and therefore have an incentive to recommend that you purchase securities in a brokerage account.</li> <li>• We clear securities transactions through Pershing, LLC (“Pershing”) and Wells Fargo Clearing Services, LLC (“FCC”). For some of our advisory programs, you will establish a brokerage account with Charles Schwab &amp; Co. (“Schwab”), which will act as the custodian and execute transactions on your behalf. When Pershing or FCC is the executing broker/dealer for a transaction, we receive a portion of the fees or charges applicable to that transaction. By directing brokerage to Pershing or FCC, we may not be able to achieve most favorable execution (best price) of client transactions, and this practice may cost you more. This presents a conflict of interest.</li> <li>• We receive servicing fees from certain mutual fund companies that participate in “No-Transaction-Fee” programs. These programs present a conflict of interest as we are not charged a fee for transactions and receive additional revenue in the form of shareholder servicing fees in connection with purchases. (Please see our Supplemental Disclosure.)</li> <li>• The greater the value of the assets in your account, the more you will pay in fees, and we have an incentive to encourage you to increase the amount of assets in your account. The fee you pay as a percentage of the assets managed may decline as the value of the assets increases.</li> <li>• We receive compensation (revenue-sharing) from certain Third-Party Advisors. A conflict of interest exists when we receive such compensation because there is an incentive to recommend these Third-Party Advisors over other investment opportunities in order to generate additional revenue.</li> <li>• For more specifics regarding conflicts of interest, please refer to our Please see our Form ADV Part 2A and Supplemental Disclosure.</li> <li>• In addition to offering investment advisory services through us, your Financial Professional may also offer advisory services through another RIA (an “ORIA”) in which he or she has an ownership or other financial interest. ORIA entities are responsible for their own compliance policies and procedures and adherence to all applicable laws, but we do not own or control them.</li> </ul>

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Our Financial Professionals receive a portion of the compensation that you pay us and indirectly from the investments made. The type and amount of compensation varies by product type (mutual funds annuities, etc.), by the size of the investment and by the services provided. Compensation usually includes (i) upfront or deferred commissions, sales charges or placement fees, (ii) ongoing compensation for products, such as mutual funds (“12b-1 fees”) and annuities and alternative investments (“trail payments”), (iii) asset-based fees for advisory services, (iv) hourly or flat fees for Financial Planning, and (v) mark-ups or mark-downs (“concessions”) for bonds or other fixed income securities such as structured products. We and our Financial Professionals receive payments from sponsors of investment products such as mutual funds, annuities, and alternative investments that we use to promote our services, provide information to customers and prospective customers, and pay for expenses that we incur in seeking or retaining customers. These payments are in addition to revenue-sharing and other similar payments that we receive from products sponsors and other third parties. For more information about these payments, please see our Supplemental Disclosure.

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We and our Financial Professionals receive payments from sponsors of investment products such as mutual funds, annuities, and alternative investments that we use to promote our services, provide information to customers and prospective customers, and pay for expenses that we incur in seeking or retaining customers. These payments are in addition to revenue-sharing and other similar payments that we receive from products sponsors and other third parties. For more information about these payments, please see our Supplemental Disclosure.

**As you consider the type of relationship you may wish to establish with us, ask your Financial Professional the following questions:**

- *How do you make money from providing services to me? Are you paid more if I buy one type of investment instead of another?*
- *Are there different classes of mutual fund shares or annuities? Are the fees or sales charges different? Given my situation, which is likely to be better for me?*
- *How might your conflicts of interest affect me, and how will you address them?*
- *What portions of your compensation do I pay directly, and which do you receive from third parties such as product sponsors, clearing firms, or third-party investment advisers?*
- *In addition to paying fees for investment activities as described above, what other charges and costs do I pay you or third parties?*
- *If you provide services through an ORIA, how do they differ from the services offered through CA? Is your compensation different in either type, source, or amount?*

**Do You or Your Financial Professionals Have Legal or Disciplinary History?**

SEC and FINRA rules provide that certain types of legal and disciplinary matters involving broker-dealers, RIAs, and Financial Professionals must be reported through the Central Registration Depository (“CRD”) system. Both CA and some of our Financial Professionals have legal and disciplinary disclosures. For additional information about our Financial Professionals and services, visit Investor.gov or BrokerCheck (BrokerCheck.Finra.org), the Form ADV Part 2B for your Financial Professional, our website [www.cetera.com/cetera-advisors/clients](http://www.cetera.com/cetera-advisors/clients), and your account agreement. For additional information on advisory services, see our Form ADV brochure on IARD, on Investor.gov, or on our website [www.cetera.com/cetera-advisors/clients](http://www.cetera.com/cetera-advisors/clients) and any brochure supplement that your financial professional provides to you.

**As you consider whether to establish a relationship with us, ask your Financial Professional:**

- *As a financial professional, do you have any disciplinary history? For what type of conduct? What was the outcome of the matter disclosed?*
- *Where can I get more information about any disclosures regarding you or your firm?*
- *If I have questions about the handling of my account or how my Financial Professional is treating me, who should I contact at CA?*