NATIONWIDE
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Nationwide Planning Associates, Inc.

BROKER-DEALER FIRM BROCHURE

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SECTION 1: INTRODUCTION

On behalf of Nationwide Planning Associates, Inc. ("Nationwide Planning" or the "Firm"), we would like to thank you for taking time to learn more about our firm, our people, and our services. While we hope that both the terms used and the subjects included in this brochure ("BD Firm Brochure" or "Brochure") are familiar to you, in some cases they may not be. To assist you in better understanding the topics discussed in this Brochure, a brief explanation of several terms that are used throughout may be of benefit.

Nationwide Planning is a broker-dealer. What that means is that we are a company that is in the business of buying and selling securities – stocks, bonds, mutual funds, and certain other investment products – on behalf of our customers. Individuals who are associated with broker-dealers and serve as representatives for retail customers buying and selling investment products – the personnel whom many people call brokers or registered representatives – are referred to by Nationwide Planning as Financial Professionals ("Financial Professional(s)", "FP" or "FPs"), and that is how they are described in this Brochure. Knowing who we and our Financial Professionals are should make it easier for you to navigate this Brochure, but if you have questions, or would like clarification regarding anything discussed in this Brochure, please ask your FP to assist you.

Regulation Best Interest ("Reg BI") requires broker-dealers and their Financial Professionals to act in the best interest of a retail customer ("you"), and place your interests ahead of all others when making a recommendation of any securities transaction or investment strategy involving securities, including account recommendations and rollover/transfer of assets. Reg BI also requires that broker-dealers disclose the material facts relating to the scope of the terms of your relationship with your broker-dealer and FP. In addition to the disclosures in this Brochure and referenced disclosure documents, from time to time FPs will provide additional disclosures verbally.

The purpose of this Brochure is to foster your understanding of your relationship with Nationwide Planning and your FP, and to help you evaluate any recommendations you receive.

When your FP makes a recommendation to you regarding any securities transaction or investment strategy involving securities (including account recommendations and rollover/transfer of assets), your FP should be providing the recommendation in your best interests at that specific time, without placing your FP's financial or other interest ahead of your interests.

This Brochure is designed to help you obtain the facts needed when deciding the type of account(s), securities or services to help you obtain your investment objectives.

SECTION 2: INVESTMENT PHILOSOPHY

The process by which Nationwide Planning and its Financial Professionals develop their investment recommendations to retail customers is of fundamental importance to your understanding of what services are being provided, and whether those services are appropriate to your needs and goals. Nationwide Planning's philosophy is to provide its Financial Professionals with access to a diverse array of investments to support client risk profiles, including, but not limited to, mutual funds, variable insurance products, fixed insurance products, alternative investments, 529 plans, and unit investment trusts ("UIT") (collectively "Packaged Product" or "Packaged Products"), stocks and bonds. Packaged Products have sponsors (a "Packaged Product Sponsor") which distribute the Packaged Products and manage the Packaged Product's underlying investments.

Your FP will analyze the available investments and account types and provide you an account recommendation based on your investment profile including, but not limited to, your personal investment objectives and goals, time horizon, risk tolerance, financial situation, needs and personal circumstances.

If there are elements of your FP's investment philosophy that are not addressed in this Brochure, your FP will provide you with information detailing your FP's own investment approach.

SECTION 3: FINANCIAL PROFESSIONAL

Your FP is a registered representative of Nationwide Planning, a broker-dealer, and is registered through the Financial Industry Regulatory Authority ("FINRA") to sell and service investment products. Your FP is licensed as either a Series 6 or Series 7 Financial Professional.

- Series 6 is a securities license entitling a registered representative of a broker-dealer to sell mutual funds, UITs, 529 savings plans, variable annuities and variable life insurance. For providing this service the registered representative receives compensation in the form of a commission. Holders of the Series 6 license are not permitted to sell corporate or municipal securities, alternative investment programs, life insurance and options.
- Series 7 is a securities license entitling a registered representative of a broker-dealer to sell all types of securities products and investments (i.e. stocks, Exchange Traded Funds ("ETF"), options, bonds and other individual fixed income investments, annuities, mutual funds). For providing this service, the registered representative receives compensation in the form of a commission. Holders of the Series 7 license are not permitted to sell commodities, futures and life insurance.

Since your FP is a registered representative of a broker-dealer, your FP must comply with Regulation Best Interest and will take into consideration all types of accounts that could be offered when making the recommendation of an account that is in your best interest. Account recommendations include recommendations of securities account types generally (e.g., to open an IRA or other brokerage account), as well as recommendations to roll over or transfer assets from one type of account to another (e.g., a workplace retirement plan account to an IRA). In making recommendations to you associated with the services described in this Brochure, your FP is acting in the capacity of a registered representative of a broker-dealer. If this capacity changes at any point during the course of a recommendation, it will be disclosed to you at that time at that disclosure could be made verbally.

In your FP's capacity as a registered representative of a broker-dealer, your FP will not monitor your portfolio or investments on an ongoing basis. However, your FP may voluntarily, and without any agreement with you, review the holdings in your account for the purposes of determining whether to provide you with a recommendation. This voluntary review is not considered to be "account monitoring," and does not create an implied agreement with you to monitor the account.

In addition, your FP could be registered as an investment adviser representative ("IAR") of a registered investment adviser ("RIA") firm. If your FP is registered as an IAR, the FP would also be able to provide advisory services as well as the products and services mentioned above. When a FP is acting in an advisory capacity, you will receive the RIA firm's Form ADV brochure.

Lastly, your FP could be registered as an insurance agent. If your FP is registered as an insurance agent, the FP would be able to sell insurance products as well as the products and services mentioned above. Your FP will explain what products he/she is able to sell, and you can log onto FINRA's **BrokerCheck**, to review your FP's licenses and financial industry background as well.

Please also refer to **Nationwide Planning's Form CRS** to learn more about the Firm.

SECTION 4: SERVICES

Your relationship begins with your FP working with you to identify your investment profile (investment goals and objectives, as well as risk tolerance). Your FP will then develop a recommendation or recommendations designed to complement your financial situation, needs and personal circumstances, and the recommendation will be in your best interest.

Depending on your needs and investment objectives, your FP will provide services through a brokerage relationship, investment advisory relationship or both. There are important differences between these relationships as it relates to types of services and accounts, such as the following:

- **Brokerage services** are when your FP and Nationwide Planning (as a broker-dealer) facilitates the execution of investment transactions for a commission, through a brokerage account or through an account held directly at a Packaged Product Sponsor, based on your instructions. Your FP will be licensed as a Series 6 or Series 7 financial professional. Additional services your
  FP offers are investment education, research, financial tools, and personalized guidance such as recommendations. These recommendations, which will be based on your investment goals, objectives, and risk tolerance, are focused on items such as whether to buy, sell or hold a security or securities, what type of an account to open (taxable, qualified), and if you should transfer/ rollover assets from another account, such as a retirement plan account. Your FP will not be providing ongoing monitoring of your account(s) portfolio, so it is important for you to review your account(s) regularly and communicate with your FP whenever you have questions, or if your financial situation, needs or personal circumstances change.
- **Advisory services** are when your FP and Nationwide Planning's advisory affiliate, NPA Asset Management, LLC ("NPA Asset")

(an SEC registered investment adviser and fiduciary) provide ongoing investment advice and monitoring service of your account(s) for a fee. This service may be on a discretionary basis, which means that your FP can place trades, rebalance your portfolio or make other investment decisions for your account without first discussing with you and obtaining your approval. Other services your FP can provide are financial planning, non-discretionary consultation, and advice on the selection of professional asset managers. To provide these advisory services, your FP is required to obtain a specific license (Series 65 or 66) or obtain an equivalent professional industry designation (depending on the state your FP is in) and be listed as an IAR under NPA ASSET. You can ask your FP or check FINRA's **BrokerCheck** to see if your FP is able to provide advisory services.

This Brochure is focused on describing a brokerage service relationship to you. However, when evaluating which type of relationship is best for you, consider the following:

Brokerage vs Advisory Services		
Brokerage Services		**Advisory Services**
Broker-Dealer	*Affiliation*	Registered Investment Advisor
Registered Representative "Financial Professional"	*Relationship Manager*	Investment Advisory Representative "Advisor"
Less frequent, often initiated by client	*Contact*	As needed, usually initiated by Advisor
Commission	*Compensation*	Fee
Pay when you transact	*Payment Timing*	Pay a fee usually based on a percentage of the value of your assets under management
Requires your approval for each transaction	*Investment Discretion*	Can make discretionary investment decisions for you based upon your prior guidance, goals and risk tolerance

Below are some questions you might want to think about and ask your FP:

- Do you want or need someone to manage your account(s)?
- Or do you want to make all your investment decisions and only receive advice when you ask for it?
- Do you want someone to monitor your account(s) and provide ongoing investment advice?
- Or do you just want someone there if you have a question about your account or an investment?
- Do you have an active investment strategy of wanting to buy/sell when any type of financial or economic situation or opportunity presents itself?
- Or do you have a passive investment strategy of buy-and-hold for a long period of time and not influenced by financial or economics swings?
- Do you mind paying an ongoing fee for your FP's services?
- Or would you rather pay your FP for each transaction he/she helps you with?

In addition to the questions above, **Nationwide Planning's Form CRS** contains several "Conversation Starters" that you can use as discussion points with your FP in determining what services are right for you. It is our goal for you to be as informed as possible regarding your investment options, and both Nationwide Planning and your FP are available to explain our services in greater detail should you need any further information.

SECTION 5: PLATFORM / PROGRAMS

Nationwide Planning offers a number of brokerage account platforms and services through different custodians, with the following key features and characteristics:

1. Pershing

Pershing acts as custodians on behalf of Nationwide Planning for your brokerage account(s) (qualified and non-qualified). If you open account(s) at Pershing, you can deposit funds and buy or sell investments through Nationwide Planning.

- ***Accounts*** – Nationwide Planning offers different types of accounts based on the owner(s) of the account and if the account receives special tax treatment (Qualified accounts) or not (Non-Qualified or Taxable accounts). There are differing benefits and restrictions based on the account types selected, owners and beneficiaries. Your FP will discuss these with you based on your individual circumstance and needs.
- ***Fees*** – Fees are dependent on the custodian your account is with, as well as the type of program, account, investments and

service relationship you select. The basic fees that you will be charged include, but are not limited to: transaction fees, ticket charges, annual check-writing fee, inactive account fees, account termination fees, account transfer fees, margin/option/ reorganization fees, loan fee, investment expenses, FP's commission or FP's advisory fee, and program fee. To get details about the fees, go to each program outlined below.

- ***Programs*** – Different programs are offered through Pershing and they vary by the types of accounts, investments and services offered as follows:
  - **Retail Program:** The Retail Program offers you an expansive array of investment options from stocks, exchange-traded products, bonds, UITs, Notes, CDs and mutual funds. You will have access to trade on margin and do options trading. You can set up individual, joint, non-qualified and qualified accounts. To invest through the Retail Program, you will enter into a client agreement with your FP and establish a retail brokerage account with Pershing as custodian. The fees and restrictions are outlined below.
    - *Fees:*
      - Annual maintenance/custodial fee, account termination fee, account minimum fee, account inactivity fee, transaction fees, paper confirm/statement fee, contribution/deposit fee.
      - There are additional fees related to optional account features and services, including, but not limited to: having a checking account option, Fed Fund wire, delivery of overnight check, insufficient funds, margin account rates, option transaction fee, etc. You can view the dollar amount of these fees by visiting www.nationwideplanning.com/disclosures (talk to your FP about which one is appropriate for you).

2. Direct Sponsor Business

Direct Sponsor Business is where your financial account and the assets inside are held directly with a Packaged Product Sponsor. The investments you can purchase and hold in that account are the investments the specific sponsor offers. The specific sponsor dictates the types of accounts you can set up, the investments you can purchase, the fees associated, etc. Direct Sponsor Business is available for mutual funds, annuities, alternative investments, variable life insurance, 529 Plans and Third-Party Custodial
IRA Program. Please see the material provided by each of the Direct Sponsor Businesses for details on each offering. The **FP Compensation Disclosure** provides detail on the compensation your FP will receive in connection with each one of these offerings.

SECTION 6: RISKS

You should carefully consider your risk tolerance, time horizon, and financial objectives before making investment decisions. By investing, you are assuming the possibility of losing money or losing purchasing power (when your money does not grow as fast as the cost of living). Risk can be classified into many different categories, and by knowing the various risk categories you can better manage your own expectations and potentially avoid or reduce certain kinds of risk.

Nationwide Planning believes that any investment discussion should include the individual and market risks that you ought to know in order to make informed decisions about your money. Our goal is to supply you with information so that you can make an educated decision regarding your investments. Before you choose to invest with us, we suggest you consider the following steps put forward by the SEC:

- **Draw a personal financial roadmap.** Before you make any investing decision, sit down and take an honest look at your entire financial situation.
- **Evaluate your comfort zone in taking on risk.** All investments involve some degree of risk. If you intend to purchase securities - such as stocks, bonds, or mutual funds - it's important that you understand before you invest that you could lose some or all your money. Unlike deposits at FDIC-insured banks and NCUA-insured credit unions, the money you invest in securities typically is not federally insured. You could lose your principal, which is the amount you've invested. That's true even if you purchase your investments through a bank.
- **The reward for taking on risk is the potential for a greater investment return.** If you have a financial goal with a long-time horizon, you are likely to make more money by carefully investing in asset categories with greater risk, like stocks or bonds, rather than restricting your investments to assets with less risk, like cash equivalents. On the other hand, investing solely in cash investments may be appropriate for short-term financial goals. The principal concern for individuals investing in cash equivalents is inflation risk, which is the risk that inflation will outpace and erode returns over time.
- **Consider an appropriate mix of investments.** By including asset categories with investment returns that move up and down under different market conditions within a portfolio, an investor can help protect against significant losses. Market conditions that cause one asset category to do well may cause another asset category to have average or poor returns. By investing in more than one asset category, you may reduce the risk that you'll lose money and your portfolio's overall investment returns

might be more consistent.

- **In addition, asset allocation is important because it has major impact on whether you will meet your financial goal(s).** If you don't include enough risk in your portfolio, your investments may not earn a large enough return to meet your goal(s). For example, if you are saving for a long-term goal, such as retirement or college, most financial experts agree that you will likely need to include at least some stock or stock mutual funds in your portfolio. Please note that diversification does not assure a gain, nor does it protect against a loss of your principal.
- **Be careful if investing heavily in shares of employer's stock or any individual stock.** One of the most important ways to lessen the risks of investing is to diversify your investments. It's common sense: don't put all your eggs in one basket. By picking the right group of investments within an asset category, you may be able to limit your losses and reduce the fluctuations of investment returns without sacrificing too much potential gain.
- **Consider dollar-cost averaging.** Through the investment strategy known as "dollar-cost averaging," you can protect yourself from the risk of investing all your money at the wrong time by following a consistent pattern of adding new money to your investment over a long period of time. By making regular investments with the same amount of money each time, you will buy more of an investment when its price is low and less of the investment when its price is high. Individuals that typically make a lump-sum contribution to an individual retirement account either at the end of the calendar year or in early April may want to consider "dollar-cost averaging" as an investment strategy, especially in a volatile market.
- **Consider rebalancing your portfolio occasionally.** "Rebalancing" means bringing your portfolio back to your original asset allocation mix. By rebalancing, you'll ensure that your portfolio does not overemphasize one or more asset categories, and you'll return your portfolio to a comfortable level of risk.

If you would like additional information, a more in-depth discussion of these and other risk considerations when making an investment decision can be found on the **SEC's Information for Investors website**.

1. General Investment Risks

In addition to the personal risk considerations discussed above, Nationwide Planning believes it is important for you to understand the risks associated with each recommendation and investment type available. The following is a summary of some of the general risks associated with investing. Please note that this list is not exhaustive, and is provided as an indication of some of the factors that can impact the value of your investments:

Business risk

This is the risk that the strength of the company you are buying a piece of ownership in (a stock, for example) or are loaning money to (a bond, for example) affects your potential returns. Your returns from the stock purchase or bond purchase are influenced by factors like the company going out of business, or going into bankruptcy, or having a viable and strong revenue stream from the products or services it sells that is not over-shadowed by expenses. If a company goes bankrupt and its assets are liquidated, common stockholders are the last in line to share in the proceeds.

Call risk

This is the risk that your bond or other fixed-income investment will be called or purchased back from you when conditions are favorable to the product issuer and unfavorable to you.

Concentration risk

This is the risk of loss because your money is concentrated in one investment or type of investment. When you diversify your investments, you spread the risk over different types of investments, industries and geographic locations.

Credit risk

This is the risk that the government entity or company that issued the investment will run into financial difficulties and won't be able to pay the interest or repay the principal at maturity. Credit risk applies to debt investments such as bonds. You can evaluate credit risk by looking at the credit rating of the bond or the issuer. For example, long-term U.S. government bonds currently have a credit rating of AAA, which indicates the lowest possible credit risk.

Currency risk

This is the risk of losing money because of a movement in the exchange rate. For example, if the U.S. dollar becomes less valuable relative to the Canadian dollar, your U.S. stocks will be worth less in Canadian dollars. This applies when you own foreign investments.

Default risk

This is the risk that a bond or other fixed-income investment issuer is unable to pay the contractual interest or principal on the product in a timely manner or at all.

Financial risk

This is the risk that the companies you invest in will perform poorly, which affect the price of your investment. You can't eliminate financial risk; however, you may be able to minimize the impact through diversification.

Foreign Investment risk

This is the risk of loss when investing in foreign countries. When you buy foreign investments, such as shares of companies in emerging markets, you face risks that do not exist in the United States (for example, the risk of nationalization).

Horizon risk

This is the risk that your investment time horizon may be shortened due to a foreseen or unforeseen event, thus requiring you to sell the investment(s) that you were expecting to hold for a longer term. If you must sell at a time when the markets are down, you may lose money.

Inflation risk

Inflation risk, also called purchasing power risk, is the chance that the cash generated by an investment today won't be worth as much in the future. Changes in purchasing power due to inflation may cause inflation risk. There are investments that help minimize inflation risk.

Interest Rate risk

This is a risk that can affect the value of bonds or other fixed-income investments you may purchase. When interest rates rise, the market value of bonds fall. When interest rates fall, the market value of bonds rise.

Liquidity risk

Liquidity risk arises when an investment can't be bought or sold quickly enough to prevent or minimize a loss. You may be able to minimize this risk by diversifying. A good option is index investing where risk is diversified over the various stocks held in a portfolio tracking a particular index. You can't invest directly in an index.

Manager risk

This is the risk that an actively managed mutual fund, exchange traded fund, or closed-end fund's manager will fail to execute the fund's stated investment strategy.

Market risk

This is the risk that the stock market will decline, decreasing the value of the securities owned. Stock market bubbles and crashes are good examples of heightened market risk. You can't eliminate market risk; however, you may be able to minimize the impact through diversification.

Political and Government risk

This is the risk that the value of your investment will be affected by the introduction of new laws or regulations.

Reinvestment risk

This is the risk of loss from reinvesting principal or income at a lower interest rate.

2. Specific Investment Risks

Nationwide Planning and your FP offer various types of investments. The different types of investments we offer, and their potential risks are described below.

- **Stock:** A stock, also known as "shares" or "equity," gives the stock owner a proportionate ownership position in the company that issues the stock. It entitles the stockholder (you) to that proportion of the company's assets and earnings.
  - Major risks: Business, Concentration, Currency, Financial, Foreign Investment, Inflation, Market, Political and Governmental

- **Bonds:** This is a fixed income investment that represents a loan by you (the investor) to a borrower (typically a company, government/municipality, or governmental agency).
  - Major risks: Business, Call, Credit, Default, Financial, Inflation, Interest Rate, Liquidity, Reinvestment

- **Notes (Including Structured Products):** This is a fixed-income investment where you (the investor) purchase a secured debt (or other assets) and become the lender, after which you receive payments (principal and interest) over a specific period (usually a shorter time period than a bond) from the borrower.

- *Types:*
  - *Principal Protected Note (PPN):* This is a fixed-income security that guarantees a minimum return equal to the investor's initial investment (the **principal** amount), regardless of the performance of the underlying assets.
  - *Non-Principal Protected Note (NPPN):* This is a fixed-income security that does not guarantee a minimum return equal to the investor's initial investment (the **principal** amount), because it allows clients to customize the date of return to suit their investment needs. NPPNs can be linked to a variety of underlying investments including indices, single stocks, portfolios of shares, industry sectors, commodities and currencies.
  - Major risks: Call, Credit, Default, Inflation, Interest Rate, Liquidity, Reinvestment

- **Certificate of Deposit (CD):** This is a fixed-income investment where you (the investor) deposit a sum of money for a specified period and you will receive either a specific rate of interest or a rate of interest linked to an index with a capped gain. Certain CDs can be FDIC insured.
  - Major risks: Call, Default, Inflation, Interest Rate, Reinvestment

- **Unit Investment Trust (UIT):** This is where a U.S. financial company buys or holds a group of securities, such as stocks or bonds, and makes them available to investors as redeemable units. UITs have a stated expiration date based on what investments are held in their portfolio; when the portfolio terminates, investors get their share of the UIT's net assets.
  - Major risks: Business, Credit, Interest Rate, Liquidity, Market, Reinvestment

- **Exchange Traded Fund (ETF) and Exchange Traded Note (ETN):** An ETF is a basket of securities that trades on an exchange (open stock market), just like a stock and it seeks to track an underlying index. ETF share prices fluctuate throughout the trading day as the ETF is bought and sold; this is different from mutual funds that only trade once a day after the market closes. An ETN is a debt instrument that mimics the performance of a basket of securities but does not actually hold them for the benefit of the client. An ETN is an obligation of the issuing company, often an investment bank.
  - Major risks: Concentration, Currency, Foreign Investment, Inflation, Liquidity, Manager, Market, (for ETN: Credit risk)

- **Mutual Fund:** This is a type of investment vehicle consisting of a portfolio of stocks, bonds, or other securities. Mutual funds give small or individual investors easier access to diversified, professionally managed portfolios. Mutual funds are divided into several kinds of categories, representing the kinds of securities they invest in, their investment objectives, and the type of returns they seek. Mutual funds charge annual fees (called expense ratios) and, in many cases, commissions, which can affect their overall returns. Most mutual funds offer you different types of shares, known as "classes." Each class invests in the same portfolio of securities and has the same investment objectives and policies. But each class has different shareholder services and/or distribution arrangements with different fees and expenses. With an open-end fund, if you want to buy shares, the management company will sell them to you. They will take your money, add it to the portfolio, and create more shares. You always transact shares of an open-end fund with the issuing fund company, never on the secondary market.
  - Major risks: Concentration, Currency, Foreign Investment, Inflation, Manager, Market

- **Annuity:** This is a long-term investment that is issued by an insurance company designed to help protect the annuitant from the risk of outliving the income generated by their deposits into the contract. Because these are long-term vehicles, annuity contracts include contingent deferred sales charges ("CDSCs") that would result in a forfeiture of a percentage of account value if surrendered prior to their expiration, typically three to 10 years depending on the contract. Annuities have two phases. Phase one of the annuity contract is known as the accumulation phase, where deposits are designed to accumulate on a tax-deferred basis. During the accumulation phase contract holders can choose annuities with any one or, in some cases, a combination of the following accumulation account options:
  - **Variable Annuity:** This is a tax-deferred retirement contract that allows you to choose from a selection of investments called subaccounts. These investments are designed to provide contract holders with a diversified investment portfolio in a specified asset class or general investment strategy. Subaccounts are managed by an investment specialist or a team of specialists who make decisions to manage the subaccount based on the stated objective. Each subaccount will have a unique expense ratio based on the services provided by the investment specialist team. For example, a subaccount designed to follow the return of a stock index, such as the S&P 500 will have a lower expense ratio than a subaccount seeking to actively manage a portfolio based on a stated objective.
    - Major risks: Business, Credit, Liquidity
  - **Investment-only Variable Annuity (IOVA):** This is a type of annuity contract that provides you with a simple way to set aside taxable assets in a tax-deferred entity focused on investments only. Unlike most variable annuities which offer living income stream and death benefits (for a cost), IOVAs only offer investments and the ability to access the assets without penalty as early as age 59 ½.
    - Major risks: Business, Liquidity, Market

- **Registered Index Linked Annuity (RILA):** This is a type of annuity contract that calculates account value adjustments based on the performance of a specified market index, such as the S&P 500. The account value will receive protection against market loses typically through a buffer (carrier accepts the first xx% of losses and the account accepts any additional losses in market value) or a floor (the account accepts the first xx% of losses and the carrier accepts any additional losses in market value). This protection is in exchange for limiting gains in account value to a cap (a maximum account value increase of xx%) or a participation rate (account participates in xx% of the market gains). Fees and caps may limit the potential upside. At the end of the sample period, the account value could increase or decrease.
  - Major risks: Business, Liquidity, Market

Phase two of the annuity contract is known as the annuitization phase. This option converts your purchase payments (what you contribute) and accumulated growth (if any) into periodic payments that can be paid out under various payment options, including a lifetime option. Annuities can provide clients with additional benefits above and beyond tax deferred growth in the form of living benefits or enhanced death benefits including but not limited to the following.

- *Guaranteed Minimum Withdrawal Benefit (GMWB):* Guarantees clients a stream of lifetime income based on a percentage of the contract's benefit base. Lifetime GMWB payments are available without having to immediately annuitize the contract.
- *Guaranteed Minimum Accumulation Benefit (GMAB):* Guarantees a certain portion of the investment is returned to the contract owner regardless of the performance of the subaccounts.
- *Guaranteed Minimum Death Benefit (GMDB):* Guarantees an enhanced benefit to the contract owner's beneficiaries regardless of the account value on the date of death. These benefits can be based on a return of the initial investment, the highest contract value on the contract's anniversary over a specified period of time or increase at a specified percentage over a period of time.

- **Life Insurance:** This is designed to pay a sum of money at the death of an insured person or group of insured individuals. Life insurance payments are typically income tax free and are designed to replace income lost due to the death of the insured or for multiple estate planning scenarios. Life insurance is categorized as term (viable for a specific period of time) or cash value (can be designed to remain in effect for the insured's entire life). Cash value life insurance allows contract owners to invest the accumulated cash value in one or a combination of the following options:
  - **Variable Life:** This allows you to choose from a selection of investments called subaccounts. These investments are designed to provide contract holders with a diversified investment portfolio in a specified asset class or general investment strategy.
    Subaccounts are managed by an investment specialist or a team of specialists who make decisions to manage the subaccount based on the stated objective. Each subaccount will have a unique expense ratio based on the services provided by the investment specialist team. For example, a subaccount designed to follow the return of a stock index, such as the S&P 500 will have a lower expense ratio than a subaccount seeking to actively manage a portfolio based on a stated objective.
    - Major risks: Business, Liquidity

- **Structured Settlement:** This is an alternative method of settling or converting the funds received from a claim or lawsuit by means of a combination of cash and future periodic payments. Payments are generally funded with a specialized commercial annuity and the payout can be customized for the claimant's situation. A highly rated life insurance company issues the specialized annuity and administers the payments. The ownership and obligation to make the future payments generally lies in the hands of a third-party company known as an Assignee.
  - Major risks: Business, Inflation, Liquidity

- **529 Investment:** A 529 plan is a college savings plan that offers tax and financial aid benefits. 529 plans may also be used to save and invest for K-12 tuition in addition to college costs. The investments in 529 plans can include various mutual funds and ETFs and are offered as a single investment as well as in risk-based or enrollment (or age-based) portfolios.
  - Major risks: Concentration, Currency, Foreign Investment, Horizon, Market

- **1031 Exchange:** An alternative investment, this real estate exchange gets its name from Section 1031 of the U.S. Internal Revenue Code, which allows the seller of an investment property to defer paying capital gains taxes when the investment property is sold and reinvest the proceeds from the sale within certain time limits in a property or properties of a like kind and of equal or greater value.
  - Major risks: Business, Concentration, Credit, Financial, Inflation, Interest Rate, Liquidity, Political and Government

- **Closed-end Fund:** This is a type of investment vehicle where, at fund inception, the investment company raises a set amount of money and issues a specific number of shares. No new shares are created after that point. Investors can buy the fund shares only on the secondary market, from someone else who is selling shares. Like stocks, closed-end fund shares can be traded at any time of the day when the market is open. The shares reflect market values rather than the net asset value of the fund itself.
  - Major risks: Concentration, Currency, Foreign Investment, Inflation, Manager, Market

- **Hedge Fund:** This is an alternative investment that is operated by a manager who invests the money into different assets to achieve the fund's goals. Hedge funds got their name from investors holding both long and short stocks in various funds, to make sure they generated a gain despite market fluctuations (called "hedging").
  - Major risks: Business, Concentration, Currency, Interest Rates, Liquidity, Market

- **Exchange Fund:** This is an alternative investment which is also known as a swap fund. It is an arrangement between a product sponsor and concentrated shareholders of different companies that pools shares and allows you to exchange your large holding

  of a single stock for units in the entire pool's portfolio.
  - Major risks: Business, Concentration, Liquidity, Market

- **Interval Fund:** This is a type of investment company that periodically offers to repurchase its shares from shareholders. These shares typically do not trade on the secondary market. These shares are subject to periodic repurchase offers by the fund at a price based on net asset value.
  - Major risks: Credit, Liquidity, Market

- **Managed Futures:** This is an alternative investment where a portfolio of futures contracts is actively managed by professionals. Managed futures are often used by funds and institutional investors to provide both portfolio & market diversification.
  - Major risks: Foreign Investment, Horizon, Inflation, Interest Rate, Market

- **Non-Traded REIT:** This is an alternative real estate investment designed to reduce or eliminate tax while paying dividends and/or providing returns on real estate appreciation. A non-traded REIT does not trade on a securities exchange and, is therefore quite illiquid for extended periods of time.
  - Major risks: Business, Concentration, Credit, Financial, Inflation, Interest Rate, Liquidity, Political and Government

- **Non-Traded BDC (Business Development Companies):** This is an alternative investment where a pooled investment vehicle originates or invests in equity or debt of private companies. Like REITs, Business Development Companies are permitted favorable tax treatment if they meet minimum IRS criteria.
  - Major risks: Business, Concentration, Credit, Financial, Inflation, Interest Rate, Liquidity, Political and Government

- **Private Equity Fund:** This is an alternative investment where a general partnership is formed by private equity firms to raise funds from institutions and wealthy individuals. The partnership then invests these funds through the purchase and sale of various businesses. After raising a specified amount, a fund will close to new investors; eventually each fund is liquidated, selling all the businesses therein within a preset time frame, usually no more than ten years.
  - Major risks: Business, Concentration, Credit, Financial, Inflation, Interest Rate, Liquidity, Market, Political and Government

- **Oil and Gas Drilling:** This is an alternative investment in an oil and gas program where a general partnership is formed to raise funds from institutions and wealthy individuals. An oil and gas program is designed for people to invest directly in oil and gas production and exploration. It is a type of investment that allows the investor to gain the benefits of the cash flow and tax
  advantages from the investment. In many oil and gas programs, profits and losses can be passed directly to investors, as owners of the entity. Oil and gas investment requires a substantial amount of due diligence and can have varying levels of risk, and significant risk based on the price of the commodity.
  - Major risks: Business, Concentration, Credit, Financial, Inflation, Interest Rate, Liquidity, Political and Government

- **Equipment Leasing:** This is an alternative investment that allows investors to pool their capital with a sponsor, which obtains and leases out equipment. Investors in these programs have the potential to receive regular income (often-tax deferred) during the life of the equipment and, should there be residual value, when the equipment is sold or re-leased.
  - Major risks: Business, Concentration, Financial, Inflation, Interest Rate, Liquidity

When you are deciding whether to invest in a specific investment, make sure you obtain, review and discuss with your FP the documentation related to the investment which outlines the details of the investment (i.e., prospectuses, annual reports and offering memorandums that discuss the structure of the investment, fees/costs, management, portfolio, restrictions, contributions, distributions, risks, etc.) The documentation should be provided by your FP or can be obtained directly from the investment sponsor.

SECTION 7: COMPENSATION AND CONFLICTS OF INTEREST

Nationwide Planning – like every financial services company – has conflicts of interest. For example, both Nationwide Planning and its Financial Professionals are compensated for the products we sell, and this presents an inherent conflict of interest. As you work with your FP to determine the right investments and services to seek your investment goals, it is important for you to (1) understand how Nationwide Planning and your FP are compensated, and (2) have all the material facts related to the scope and terms of Nationwide Planning's and your FP's relationship with you. The information contained in this section describes conflicts of interest associated with compensation received by Nationwide Planning and its Financial Professionals for brokerage services, in addition to some of our other related conflicts of interest, in order to provide you with the material facts related to these conflicts.

Nationwide Planning and your FP make money because we are either compensated directly by you, or indirectly from the investments purchased by you. Nationwide Planning offers a range of investments and services to our clients, and when you purchase a product for which Nationwide Planning is acting as a broker-dealer, you will usually pay a sales commission, which may be (1) paid at the time of purchase, (2) built into the expense of the product purchased, or (3) charged to you when you sell the investment. If we are paid an upfront commission, it means that the greater the dollar value of your transactions, the more we are paid.

As it relates to Packaged Products, Nationwide Planning is paid by the Packaged Product Sponsor or its affiliates, with a portion of that payment going to your FP based upon an established compensation formula that is uniform regarding similar products. Sales charges, expenses and commissions paid to Nationwide Planning differ with the type of investment and may depend on the amount of money you invest. Nationwide Planning may also receive ongoing or continuing compensation, trailing commissions or trails that are intended to compensate Nationwide Planning for marketing and services provided to your FP and you. As it relates to stocks and bonds, Nationwide Planning is paid a sales commission by you at the time of the purchase (or sale) based on the amount of the purchase (and maturity time for bonds). Your FP receives a portion of the commission.

Your FP and Nationwide Planning obtain compensation from investment products you purchase. Please see the **FP Compensation Disclosure** to view the maximum commission available for each product type.

- **Nationwide Planning Conflicts** (Your FP does not receive any portion of the Revenue Sharing, Custodian & Cash Sweep Program compensation listed below):
  - ***Revenue Sharing Payments:*** In addition to sales commissions or asset-based fees, Nationwide Planning receives compensation ("revenue sharing payments") from Packaged Product investment sponsors or their affiliates which is based on total sales of and/or total client assets in their products. When this revenue is received, it creates an incentive for the firm to promote these products and it creates an incentive for the firm to promote those products that pay a higher level of revenue sharing. For detailed information about the firm's Revenue Sharing Payments, please go to the **Revenue Sharing and Other Compensation** disclosure page.
  - ***Custodian Compensation:*** Nationwide Planning receives compensation from Pershing to offset its general operating expenses. Compensation received consists of a fixed-dollar amount per account and percentage of net new assets and total assets held in the brokerage accounts. Certain custodian fees may apply to your brokerage accounts. In some instances, the Firm pays a portion of the fee charged. In other instances, we apply a markup to these fees. Examples of instances where a markup fee could be applied include federal funds wire fees, and other transaction costs assessed by the custodian.
  - ***Cash Sweep Program Compensation:*** For client assets awaiting reinvestment in money market funds, the firm maintains a Sweep Program with Pershing. This Sweep Program pays the firm up to .45% (45 basis points).

  For more detail information about any of the Nationwide Planning compensation conflicts noted above, please go to the **Nationwide Planning's Revenue Sharing and Other Compensation Disclosures**.

- **FP Conflicts** (This conflict arises from compensation received by your FP. These forms of compensation are in addition to the commissions received by your FP).
  - ***Rollovers/Transfers:*** You can rollover/transfer assets from a qualified retirement accounts, such as a 401(k) plan or IRA, to another IRA. There may be an increase in the ongoing cost of the assets in the new account and your FP's compensation could increase as a result. There may also be additional products or services available to you. The Firm

has established a special process and requirements to assist you and your FP in evaluating a rollover and whether it is in your best interest.

- ***Top Producer Opportunities:*** Nationwide Planning offers additional educational, training and home office support services for our Financial Professionals that meet overall revenue production goals. While these goals are not specific to any type of
product or service offered, they provide a financial incentive for Financial Professionals to recommend investment products in general.
- ***Loans:*** Nationwide Planning provides loans to certain Financial Professionals as an incentive to establish, maintain, or expand their brokerage and advisory relationships with the Firm. The repayments of such loans are typically dependent on the Financial Professional retaining affiliation with Nationwide Planning through the end of the loan period. These loans create a conflict of interest for the Financial Professional to retain affiliation with the firm in order to avoid repayment of the loan.
- ***Other Cash and Non-Cash Compensation:*** In addition to reimbursement of training and educational meeting costs, Nationwide Planning and our Financial Professionals may receive promotional items, meals or entertainment or other non-cash compensation from representatives of mutual fund companies, insurance companies, and alternative investment products, as permitted by regulatory rules. Additionally, sales of any mutual funds, variable insurance products and alternative investment products, may qualify our Financial Professionals for additional business support and for attendance at seminars, conferences and entertainment events. From time to time, certain product sponsors may attend the Firm's sponsored meetings for a fee.

Nationwide Planning maintains policies and procedures to ensure recommendations are in your best interest. The Firm also maintains a supervisory structure to monitor the activities of our Financial Professionals to reduce potential conflicts of interest. You are encouraged to ask the Firm or your FP about any conflict presented. Additionally, for more information about our conflicts, please go to the **Nationwide Planning Disclosures** page.

Please note that not all the conflicts described in this Brochure apply to a particular Nationwide Planning Financial Professional or your FP's services. Also note that the products we sell, and the types and amounts of compensation we receive, change over time. You should ask your FP any questions you have about compensation or conflicts of interest. Understanding the conflicts of interest that Nationwide Planning and your FP have, and how those conflicts of interest may affect the basis for a particular recommendation, will help you evaluate the potential incentives either we or your FP have in making a recommendation.

SECTION 8: CONCLUSION

We hope this Brochure has helped enhance your understanding of Nationwide Planning and your FP as it relates to the material facts relating to the scope and terms of your current/future relationship with us. If you have any questions now or in the future about any of the topics discussed herein, do not hesitate to reach out to us or your FP.

SECTION 9: INDEX

Here is a list of the supplemental disclosure and informational documents which are hyperlinked within this Brochure.

- **Section 3: Financial Professional: FINRA's Broker Check Tool**
  - brokercheck.finra.org/
- **Section 3: Financial Professional: Nationwide Planning's Form CRS**
  - nationwideplanning.com/disclosures
- **Section 4: Services: FINRA's Broker Check Tool**
  - brokercheck.finra.org/
- **Section 4: Services: Nationwide Planning's Form CRS**
  - nationwideplanning.com/disclosures
- **Section 5: Platform/Programs: Pershing Retail Brokerage Fees**
  - nationwideplanning.com/disclosures
- **Section 5: Platform/Programs: FP Compensation Disclosure**
  - nationwideplanning.com/disclosures

- **Section 6: Risks: Financial Navigating in the Current Economy: Ten Things to Consider Before You Make Investing Decisions**
  - sec.gov/investor/pubs/tenthingstoconsider.htm
- **Section 7: Compensation and Conflicts of Interest: FP Compensation Disclosure**
  - nationwideplanning.com/disclosures
- **Section 7: Compensation and Conflicts of Interest: Revenue Sharing and Other Compensation**
  - nationwideplanning.com/disclosures
- **Section 7: Compensation and Conflicts of Interest: Nationwide Planning's Disclosures**
  - nationwideplanning.com/disclosures

Representatives are registered through and securities are sold through Nationwide Planning Associates, Inc., Member FINRA/SIPC, located at 115 West Century Road, Suite 360, Paramus, NJ 07652. Investment advisory services are offered through NPA Asset Management, LLC.

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