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Firm Brochure

(Part 2A of Form ADV)

This Brochure provides information about the qualifications and business practices of BTS Asset Management, Inc. ("BTS"). If you have any questions about the contents of this Brochure, please contact us at 1-800-343-3040 and/or info@btsmanagement.com. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission ("SEC") or by any state securities authority.

BTS is registered as an investment adviser with the SEC. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information with which you determine to hire or retain an Adviser.

Additional information about BTS Asset Management, Inc. is also available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

Item 2 discusses Material Changes made to this Brochure and provides clients and prospective clients a summary of such changes.

*Since our last update, **September 21st, 2023**, the following Material Changes have been made to this Brochure:*

Brochure Supplement (Part 2B of Form ADV) - Supervised Persons was updated to include Executive Vice President, Analyst, and Investment Committee member, Henry Pastis.

In the future, we will either send Clients a copy or offer Clients a copy (electronic or hard copy) any time there is a material change to this Brochure.

A complete copy of this Brochure is available for immediate download on the SEC website, www.adviserinfo.sec.gov, as well as our website, www.btsmanagement.com. You may also discuss the contents of this Brochure, or request a copy directly from us, by contacting Corey Lampman at cllampman@btsmanagement.com, or by telephone at 800-343-3040.

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Item 4 – Advisory Business

A) Firm Overview and Description

BTS Asset Management, Inc. ("BTS") is a privately held company, founded in 1979 by Vilis Pasts, and is headquartered in Lincoln, Massachusetts. Vilis Pasts owns 70% of BTS and acts as BTS' Chairman of the Board of Directors, Director of Research for the Investment Committee, and as a Portfolio Manager. Matthew Pasts, BTS' Chief Executive Officer, Director, Investment Committee member and Portfolio Manager, is the only other individual shareholder, owning 30% of the company.

BTS is federally registered with the SEC (Securities and Exchange Commission) as a Registered Investment Adviser. The primary services we offer consist of acting as a discretionary manager to asset allocation advisory portfolios ("Portfolios") for separately managed accounts; as investment manager to investment companies registered under the Investment Company Act of 1940; as non-discretionary sub-advisor to other investment advisers and money managers; and, as a portfolio strategist available on certain third-party platforms, including Wrap Fee Program sponsor platforms. The services that BTS offers are described in greater detail in Item 4(B) below, but we also provide an overview here:

BTS primarily provides continuous and supervisory advisory control over the assets designated to BTS pursuant to written advisory agreements with BTS Clients, including registered investment companies where BTS has been designated the investment adviser. Through these agreements, BTS issues model investment advice using quantitative and fundamental analyses. BTS utilizes several proprietary and technical indicators as part of the ongoing daily supervision of BTS portfolios.

Because of the discretionary authority that we have, exchanges among mutual funds, variable annuity sub-accounts, Exchange Traded Funds ("Fund(s)") and individual securities are performed without prior notice to a BTS Client. In limited situations, we provide our discretionary exchange signals to a client's financial representative who is responsible for executing and processing the trade instructions with the client's custodian. In these situations, BTS still maintains discretion and supervisory control over the assets and includes the accounts in its ongoing supervisory and monitoring procedures.

As referenced above, BTS also enters separate arrangements with unaffiliated entities or financial professionals to provide certain model portfolio trading recommendations. We refer to these arrangements generally and throughout this Brochure as either a "Third Party Platform" or "sub-advisory" relationship, depending upon the nature of the agreement that is in place. For Third Party Platform programs, we refer to the unaffiliated entity or financial professional as either "Wrap Sponsor," or "Program Sponsor," and in the case of sub-advisory relationships, we refer to the unaffiliated entity or financial professional as an Advisor. In all cases, the investors impacted by these arrangements are not considered clients of BTS.

In the case of Third-Party Platforms, depending upon the nature of the relationship and the terms of the agreement, the Sponsor will maintain (or designate) a certain level of discretionary authority over assets allocated to BTS. In this type of arrangement, the Program Sponsor chooses to reject or accept our recommendations, in whole or in part, for use in their Third-Party Platform accounts. In these situations, BTS is providing non-discretionary model recommendations to the Program Sponsor.

For other Third-Party Platforms, the authority of the Program Sponsor may be limited to performing specified functions, including administrative and/or trade order implementation duties pursuant to the direction of BTS. In such situations, BTS continuously reviews the model instructions that we provide to ensure that the model is accurate and complete. When BTS, in its discretion determines the model requires amending or modifying, the Program Sponsor requires BTS to adjust the model. In these situations, the Program Sponsor agrees that it will begin processing our instructions made timely over program assets on the day that we issue the instructions but note that circumstances outside of their control may delay implementation beyond one day. Unless due to circumstances outside the control of BTS, if BTS fails to make timely discretionary changes to BTS' model, BTS is contractually responsible for trade losses incurred by the Program Sponsor. In either case, Program Sponsor clients are not considered clients of BTS. As such, unless otherwise required by law, BTS does not act as a fiduciary to Program Sponsor clients.

Similarly, in sub-advisory relationships, investors impacted by our services are not considered clients of BTS. Instead, these investors' accounts are continuously supervised by an unaffiliated investment adviser that retains BTS to provide impersonal model recommendations. In these relationships, BTS provides consulting services only and issues what we call "buy" and "sell" recommendations to the primary investment adviser. As such, BTS does not have ongoing supervisory and management responsibilities over these assets and the primary investment adviser retains discretion and authority to modify, adjust or reject our trade recommendations.

B) Types of Advisory Services

Material Consideration for all Advisory Services Listed Below: Fund and sub-account availability for all BTS Portfolios and strategies, including share classes of the same Funds, differs by custodian, Fund Company, and Annuity Company. Because Fund and sub-account availability differs, BTS Clients in the same or similar Portfolios, or in Portfolios using similar strategies, will hold different Funds/sub-accounts and share classes than other BTS Clients. As a result, BTS Clients in the same Portfolios will have different performance, fees, expenses, and operational risks, including possible redemption fees, trading restrictions, and trade or exchange execution quality and delays. These differences may be material and should be reviewed closely with Client and prospective Client Financial Representatives.

TACTICAL ASSET ALLOCATION PORTFOLIOS

Discretionary

These Portfolios seek total return by focusing on preservation of capital in falling markets and capital appreciation opportunities in rising markets. To try and accomplish this objective, the Portfolios aim to tactically allocate Client monies to different asset classes comprising the Portfolio using a diverse mix of mutual funds, variable annuity sub-accounts, and exchange traded funds ("Funds"), and available to Clients for purchase or exchange at their specific custodian.

These Portfolios are monitored daily by members of the BTS Investment Committee using quantitative analysis, the process of analyzing what is referred to as technical or model indicators.

These Portfolios are made available in different ways. First, for Clients that have accounts held directly at certain mutual fund or variable annuity families, Clients can tailor their BTS Portfolio by identifying one or more Funds or sub-accounts to be invested in accordance with the Portfolio selected by the client. Each Portfolio maintains both its defensive and aggressive Funds in the same family of Funds or sub-accounts within the same variable annuity.

Second, some Tactical Asset Allocation Portfolios listed below are also offered as "Select" Portfolios. "Select" Portfolios are designed to allocate Client's assets among Funds, and possibly exchange-traded funds, selected by BTS. The number of Funds selected, and the allocation percentages are determined by BTS. The selection of Funds is performed in accordance with the Portfolio selected by the Client.

Tactical Asset Allocation portfolios offered by BTS include:

High Yield Bond Fund Portfolio: This portfolio utilizes a defensive (money market) Fund and aggressive (high yield bond) Fund.

Bond Asset Allocation Portfolio: This Portfolio utilizes a defensive (money market) Fund and two aggressive (government and high yield bond) Funds.

Seasonality Portfolio: This portfolio employs a seasonal market timing strategy using defensive (money market) Fund(s) that will be held during historically unfavorable market periods and an aggressive (stock) Fund(s) that will be held during historically favorable market periods. The Portfolio attempts to provide downside protection during unfavorable market periods and appreciation possibilities during favorable market periods by exchanging between defensive and aggressive funds as signals to buy close to a favorable market period, and sell close to an unfavorable market period, are generated. The historically favorable market period is approximately November through April and the historically unfavorable market period is considered to be approximately May through October. BTS will not issue

buy or sell signals on any pre-selected dates but will issue buy and sell signals near favorable and unfavorable market periods as the BTS' investment models dictate. BTS reserves the right to issue buy or sell signals outside of historically favorable and unfavorable periods when economic indicators or market situations develop where BTS determines it to be necessary to issue such buy or sell signals.

Seasonality/High Yield Portfolio: This portfolio is a combination of the Seasonality Portfolio and the High Yield Portfolio, as discussed above. During the favorable market period (approximately November through April), Client's assets are invested in accordance with the Seasonality Portfolio. However, during the unfavorable market period (approximately May through October), Client's assets are invested in accordance with the High Yield Portfolio. If, due to market conditions, BTS issues a sell signal during the historically favorable period, Client's assets may be invested in accordance with the High Yield Portfolio for the remainder of the historically favorable period.

Seasonality/Bond Asset Allocation Portfolio: This portfolio is a combination of the Seasonality Portfolio and the Bond Asset Allocation Portfolio, as discussed above. During the favorable market period (approximately November through April), Client's assets are invested in accordance with the Seasonality Portfolio. However, during the unfavorable market period (approximately May through October), Client's assets are invested in accordance with the Bond Asset Allocation Portfolio. If due to market conditions BTS issues a sell signal during the historically favorable period, Client's assets may be invested in accordance with the Bond Asset Allocation Portfolio for the remainder of the historically favorable period.

"ETF" Portfolios: Some "Select" Portfolios listed above may invest in exchange-traded funds ("ETFs") and others invest primarily in ETFs (the latter are referred to as the "ETF Portfolios"). The ETF Portfolios are designed to allocate Client's assets among ETFs selected by BTS based on BTS' buy and sell signals. The number of ETFs selected, and the allocation percentages, shall be determined by BTS. The selection of ETFs will be performed in accordance with the Select Portfolio selected by Client. Regardless of the Portfolio, Client's whose Portfolios grant BTS discretion to affect any transactions in ETFs on behalf of Clients shall be responsible for and pay all transaction fees for the purchase and sale of ETFs. It is also important to note that due to the way ETFs are bought, sold and priced, ETF Portfolios and portfolios holding ETFs may be more volatile than similar portfolios that are exclusively invested in mutual funds, which are priced at the end of the day.

"Plus" Portfolios: Some Portfolios listed above also have "Plus" versions. "Plus" Portfolios are designed to give BTS the option to invest Client's assets in a high yield inverse Fund when BTS believes that high yields will decrease in value and issues a sell signal.

Tax-Advantaged Portfolios: Some Portfolios listed above are managed using high-yield municipal bond funds in lieu of corporate high yield bond funds. These portfolios seek to offer clients the same tactical approach to fixed income investing, but with the added focus on selecting bond funds that have the potential to generate tax-exempt income.

Rydex Funds Tactical Portfolios: Some Portfolios listed above invest exclusively in Rydex mutual funds with assets under custody at Axos Advisor Services. The intent of the Rydex Funds Tactical Portfolios is not to select funds but to allocate 100% to a bond sector or money market fund based on BTS' buy and sell signals. If a Rydex Fund uses leverage, BTS may make a lower allocation in order to avoid leverage. These Portfolios invest in Rydex mutual funds selected by BTS, based on our buy and sell signals, and the Portfolio selected by the Client. At BTS' discretion, BTS may use non-Rydex money market funds during defensive periods. High Yield and Government bond mutual fund options at Rydex are typically limited.

STRATEGIC ASSET ALLOCATION PORTFOLIOS

Discretionary

The Strategic Asset Allocation Portfolios are investment portfolios allocating assets among several mutual funds, and possibly exchange-traded funds, and asset categories utilizing a variety of mutual fund and variable annuity companies. After establishing the initial asset allocation mix, Client's account will be reallocated, or rebalanced if allocation percentages remain the same, on a quarterly basis within the first week of January, April, July, and October, in accordance with BTS' then current asset allocation recommendations. BTS, at its discretion, incorporates third party research and recommendations into its own analysis for determining percentages. At BTS' discretion, Client's account

will be reallocated at other times as required based on BTS' ongoing monitoring of the Portfolios and revised asset allocation recommendations.

Under the following Strategic Asset Allocation Portfolios, BTS selects the Funds to be used in the Portfolio:

Alpha SAA Conservative: Portfolio is designed and managed with the goal of preservation of capital and inflation protection.

Alpha SAA Balanced: Portfolio is designed and managed with the goal of capital appreciation and a moderate level of current income.

Alpha SAA Growth: Portfolio is designed and managed with the goal of long-term capital appreciation.

American Funds Balanced: The American Funds Balanced portfolio is designed and managed with the goal of minimizing losses while maintaining growth opportunities using American Funds mutual funds selected by BTS.

American Funds Growth: The American Funds Growth portfolio is designed and managed with the goal of long-term capital appreciation using American Funds mutual funds selected by BTS.

Under the following Strategic Asset Allocation Portfolios, the Client selects the Funds to be used in the Portfolio:

Balanced: Portfolio is designed and managed with the goal of minimizing losses while maintaining growth opportunities.

Growth: Portfolio is designed and managed with the goal of long-term capital appreciation.

MULTI-STRATEGY PORTFOLIOS

Discretionary

The Multi-Strategy Portfolios are investment portfolios allocating assets among several Funds, and possibly exchange-traded, using a combination of investment styles, including, but not limited to, Strategic Asset Allocation, Tactical Asset Allocation, and variations thereof, at the sole discretion of BTS. The Portfolio is an investment advisory service designed to allocate Client's assets among Funds selected by BTS in accordance with the Client's investment objective. After establishing the initial Portfolio allocations, Client's account will be reallocated, or rebalanced if allocation percentages remain the same, on a quarterly basis within the first week of January, April, July, and October, in accordance with the BTS' then current asset allocation recommendations. In addition, Client's account will have occasional allocation changes at the strategy and underlying funds level as BTS makes buy and sell decisions based on market conditions and Advisor's underlying investment strategies. BTS may change strategy level and underlying fund level allocation percentage changes at BTS' discretion. At BTS' discretion, Client's account will be reallocated at other times as required based on the BTS' revised asset allocation recommendations.

The following Portfolios are available based on Client's investment objective and risk tolerance:

Conservative: Portfolio is designed and managed with the goal of preservation of capital and inflation protection.

Moderate: Portfolio is designed and managed with the goal of minimizing losses while maintaining growth opportunities.

Growth: Portfolio is designed and managed with the goal of long-term capital appreciation.

CUSTOM MULTI-STRATEGY PORTFOLIOS

Discretionary

The Custom Multi-Strategy Portfolios are investment portfolios allocating assets among several Funds, Individual Stocks, and possibly exchange-traded funds, using a combination of various BTS portfolios and investment styles. Client selects which portfolios to utilize in their Custom Multi-Strategy Portfolio, up to a maximum of four. The Portfolio is an investment advisory service designed to allocate Client's assets among Funds or Individual Stocks selected by BTS in accordance with the Client's selection of portfolios.

After establishing the initial portfolio allocations, Client's account will be reallocated, or rebalanced if allocation percentages remain the same, on a quarterly basis within the first week of January, April, July, and October, in accordance with BTS' then current asset allocation recommendations. The only exception to this rule would be if the Client selected the BTS Enhanced Equity Income Portfolio as a portion of the Custom Multi-Strategy. The Enhanced

Equity Income portion of the Custom Multi-Strategy would be rebalanced on the final day of each quarter. In addition, Client's account will have occasional allocation changes as BTS makes buy and sell decisions based on market conditions and BTS' underlying investment strategies. At BTS' discretion, Client's account will be reallocated at other times as required based on the BTS' revised asset allocation recommendations.

STRATEGIC INCOME PORTFOLIO

Discretionary

The Strategic Income Portfolio is a multi-asset class strategy that seeks total return and systematic income using a diversified mix of open-end high yield and U.S. Government bond mutual funds and Exchange Traded Funds. Under normal market conditions the Portfolio's assets will be allocated exclusively among open-end high yield and U.S. Government bond funds, using a target weighting of 50% - 50%. During favorable market periods, the Portfolio may increase its risk exposure to enhance potential capital appreciation opportunities by allocating up to 70% of Portfolio assets in high yield bond funds and 30% in U.S. Government bond funds. During unfavorable market periods, the Portfolio may decrease its overall risk exposure in an attempt to mitigate downside risk by allocating up to 70% of Portfolio assets in U.S. Government bond funds and 30% in high yield bond funds. The Portfolio weightings will fluctuate based on BTS' risk assessment of then current market conditions and leading economic indicators. Adjustments to weightings may be incremental or dynamic. Incremental changes may be made when seeking to balance risk in gradually trending markets whereas dynamic, more comprehensive Portfolio weighting shifts may occur when seeking to balance risk in substantially volatile markets.

MANAGED INCOME PORTFOLIO

Discretionary

BTS seeks to achieve the Portfolio's investment objective by simultaneously employing two strategies: the Income Strategy (also referred to as the Diversified Income Core) and the Risk Management Strategy (also referred to as the Tactical Satellite).

Income Strategy: Through the Income Strategy, the Portfolio typically invests 60-70% of the Portfolio's assets in income producing securities, without restriction as to maturity, credit quality, type of issuer, country or currency through investment in open-end mutual funds and Exchange Traded Funds. The Portfolio defines income securities to include: (i) bills, (ii) notes, (iii) debentures, (iv) bonds, (v) preferred stocks, (vi) loan participation interests, (vii) any other debt or debt-related securities of any maturities, whether issued by U.S. or non-U.S. governments, agencies or instrumentalities thereof or corporate entities, and having fixed, variable, floating or inverse floating rates, (viii) other evidences of indebtedness, and dividend stocks. When selecting sector allocations under the Income Strategy, BTS uses historic measures of risk, return, and correlation of yield generating asset classes. BTS then selects individual securities based on BTS' assessment of projected price and yield.

Risk Management Strategy: Under the Risk Management Strategy, the Portfolio tactically invests 30-40% of the Portfolio's assets in cash, cash equivalents, and open-end mutual funds and Exchange Traded Funds that invest primarily in income producing securities in an attempt to reduce the volatility of the income securities held under the Income Strategy. The Risk Management Strategy is an active trading strategy based on BTS' proprietary tactical asset allocation model that evaluates market trends and momentum. When selecting investments under the Risk Management Strategy, BTS uses its models to identify investments with risk characteristics that are both negatively correlated to the investments held under the Income Strategy and within the risk tolerances determined using the model's sector and market trend and momentum indicators.

GOLD TACTICAL ASSET ALLOCATION

Discretionary

The portfolio seeks long-term capital appreciation. In seeking to achieve its investment objective, BTS will primarily invest the portfolio in exchange traded products (ETP's) that seek to provide exposure to gold as an asset, such as Gold Trusts issuing shares that principally derive their value from the value of gold. At other times, and in BTS' sole discretion, BTS may invest the portfolio in ETP's that seek to provide exposure, either individually or in combination, to metals other than gold (including any precious metals, rare metals, base metals, and industrial metals). In addition to exposure to the metals themselves, the

portfolio may be allocated at times to ETP's that offer exposure to companies engaged in gold and metals related activities, including the exploration, mining, processing, and dealing of metals.

More specifically, and under normal circumstances, the portfolio may invest up to 100% of its assets in any one or a combination of the following:

Shares of Exchange Traded Products that invest primarily in gold and other metals (gold, silver, platinum, palladium). These products are typically organized as trusts, hold the underlying commodity in physical form, and their shares (ownership interests) are traded publicly on open exchanges. Shares of Exchange Traded Funds (ETFs) that invest primarily in a diversified group of companies principally engaged in gold and precious metals related activities. These are companies that derive at least 50% of their revenues from metals-related activities, including the exploration, mining or processing of such metals.

BTS uses its proprietary tactical models to try and identify the most favorable sector or sectors based on then market conditions. When conditions deteriorate or worsen, or when the BTS models otherwise mandate, the portfolio may seek defensive capital preservation and move up to 100% of its assets to cash and cash equivalents, such as money market funds, and short duration bond funds.

MATERIAL RISK: The Gold Tactical Allocation portfolio is not suitable for everyone and involves material risk of loss, increased volatility, and is subject to frequent trading, high portfolio turnover, and higher transactions costs than portfolios with less frequent trading.

Note: BTS Asset Management, Inc. is not a Commodity Advisor or Commodity Pool Operator/Advisor. The portfolio does not invest in, and BTS does not, as part of this or any available strategy, recommend or provide advice related to instruments that are principally regulated under the Commodity Exchange Act, as administered by the Commodities Futures Trading Commission ("CFTC"). The portfolio does not hold or trade instruments classified as Commodity Pools, commodity futures contracts, or in any other instrument primarily regulated by the Commodity Exchange Act. The portfolio only invests in exchange traded products that offer indirect exposure to precious metal sectors and that qualify as publicly traded securities. Investments are selected only if they disclose by prospectus that they will not hold or trade in commodity futures contracts regulated by the Commodity Exchange Act and that they are not classified as Commodity Pools. BTS is not registered with the CFTC and, therefore, is not subject to CFTC jurisdiction. Clients and prospective clients should note, therefore, that investment in the BTS Gold Tactical Asset Allocation Portfolio will not receive regulatory protections afforded to investors in products principally regulated by the CFTC.

Enhanced Equity Income Portfolio ****Discretionary****

The Enhanced Equity Income portfolio consists of 4 independent strategies that aims to create a portfolio that offers high yield and long-term capital appreciation. The portfolio will consist primarily of individual equity securities. 40% will be allocated to equities that are dividend growers (Dividend Aristocrats), 30% will be allocated to equities with strong balance sheets (Equity Fortress), 20% will be allocated to equities that are high dividend payers, and 10% will be allocated to covered call ETFs. The 3 independent equity strategies will each have 9 securities, one from each of 9 out of 11 GICS (Global Industry Classification Standard) sectors. The same securities could be chosen from different strategies and therefore possibly increasing the concentration in certain equity securities. The equity selection and GICS sector overweight process are based on static rules using quarterly fundamental ratio analysis. Depending on the timing of a new client account, client accounts could have a cash allocation of up to 10% for up to two calendar quarters. Accounts are rebalanced and reallocated on a quarterly calendar basis.

MATERIAL RISK: The Enhanced Equity Income portfolio is not suitable for everyone and involves material risk of loss, increased volatility, subject to frequent trading, high portfolio turnover, and higher transactions costs than portfolios with less frequent trading. The portfolio may also have concentration risk.

OTHER ACCOUNTS

Investment Companies (Sole Discretion):

BTS is the investment adviser to the **BTS Tactical Fixed Income Fund ("TFI Fund")**. The TFI Fund is a diversified series of the Northern Lights Fund Trust and an Investment Company registered under the Investment Company Act of 1940. The TFI Fund has been involved in two material reorganizations, including initially being converted into a Registered Investment Company from a private fund; and, most recently in December of 2014, acquiring all of the assets and liabilities of the BTS Bond Asset Allocation Fund, a mutual fund previously managed by BTS. Under normal circumstances, the TFI Fund invests (long or short) at least 80% of its assets in fixed income securities of domestic and foreign issuers or counterparties. The TFI Fund defines fixed income securities to include: (i) bills, (ii) notes, (iii) debentures, (iv) bonds, (v) mortgage-backed securities ("MBS"), (vi) asset-backed securities ("ABS"), (vii) preferred stocks, (viii) loan participation interests, (ix) any other debt or debt-related securities of any maturities, whether issued by U.S. or non-U.S. governments, agencies or instrumentalities thereof or corporate entities, and having fixed, variable, floating or inverse floating rates, (x) fixed income derivatives including options, financial futures, options on futures and swaps, (xi) other evidences of indebtedness; and (xii) other investment companies that invest primarily in fixed income securities. The 80% investment policy can be changed without shareholder approval. BTS will, pursuant to its preservation of capital mandate and to the extent permitted by prospectus, take a more defensive approach and allocate up to 100% of the TFI Fund's assets to cash and cash equivalents, including money market mutual funds.

Certain BTS clients whose assets are held at Axos Advisor Services ("Axos") will be invested in BTS' affiliated mutual fund, the TFI Fund. BTS will allocate a percentage of the clients account towards the TFI Fund. The percentages change and are rebalanced based upon current market conditions. As an example, a client may hold 10% of the TFI Fund, rebalance to 15%, and then hold 0%. Clients of BTS subject to this arrangement give their express consent and are provided up front disclosure in a BTS Client Agreement. A conflict of interest exists in this scenario as the TFI Fund is affiliated with BTS and pays BTS an investment management fee. To manage this conflict, Clients with assets invested in the TFI Fund will receive a credit (offset) against the advisory fee otherwise payable to BTS under the BTS Client Agreement for the advisory fees paid to BTS from the TFI Fund. The effect of this credit will be to reduce the amount of the advisory fee payable directly to BTS by the Client per this Agreement, but the credit will not affect the amount received by BTS for indirectly providing services to the Client since BTS retains the fees paid to us by the TFI Fund.

BTS is the investment adviser to the **BTS Tactical Fixed Income VIT Fund ("TFI VIT Fund")**. The TFI VIT Fund is a diversified series of the Northern Lights Variable Trust and an Investment Company registered under the Investment Company Act of 1940. Under normal circumstances, the TFI VIT Fund invests at least 80% of its assets in fixed income securities. The 80% investment policy can be changed without shareholder approval. BTS will, pursuant to its preservation of capital mandate and to the extent permitted by prospectus, take a more defensive approach and allocate up to 100% of the TFI VIT Fund's assets to cash and cash equivalents, including money market mutual funds.

BTS is the investment adviser to the **BTS Managed Income Fund ("Managed Income Fund")**. The Managed Income Fund is a diversified series of the Northern Lights Fund Trust and an Investment Company registered under the Investment Company Act of 1940. Under normal circumstances, the Fund simultaneously employs two strategies: the Income Strategy and the Risk Management Strategy. **Income Strategy.** Through the Income Strategy, the Fund typically invests 60-70% of the Fund's assets in income-producing securities, without restriction as to maturity, credit quality, type of issuer, country, market capitalization or currency, either through direct investment or indirectly through investment in Underlying Funds. When selecting sector allocations under the Income Strategy, the Adviser uses historic measures of risk, return, and correlation of yield generating asset classes. The Adviser then selects individual securities based on the Adviser's assessment of projected price and yield. **Risk Management Strategy.** Under the Risk Management Strategy, the Fund tactically invests 30-40% of the Fund's assets in cash, cash equivalents, and fixed income securities, without restriction as to maturity, credit quality, type of issuer, country or currency, including government and government related securities, in an effort to reduce the volatility of the income-producing securities held under the Income Strategy. **The Risk Management Strategy** is an active trading strategy based on the Adviser's proprietary tactical asset allocation model that evaluates market trends and

momentum. When selecting investments under the Risk Management Strategy, the Adviser uses its tactical asset allocation model to identify investments with risk characteristics that are both negatively correlated to the investments held under the Income Strategy and within the risk tolerances determined using the model's sector and market trend and momentum indicators.

Certain BTS clients whose assets are held at Axos will be invested in BTS' affiliated mutual fund, the Managed Income Fund. BTS will allocate a percentage of the clients account towards the Managed Income Fund. The percentages change and are rebalanced based upon current market conditions. As an example, a client may hold 10% of the Managed Income Fund, rebalance to 15%, and then hold 0%. Clients of BTS subject to this arrangement give their express consent and are provided up front disclosure in a BTS Client Agreement. A conflict of interest exists in this scenario as the Managed Income Fund is affiliated with BTS and pays BTS an investment management fee. To manage this conflict, Clients with assets invested in the Managed Income Fund will receive a credit (offset) against the advisory fee otherwise payable to BTS under the BTS Client Agreement for the advisory fees paid to BTS from the Managed Income Fund. The effect of this credit will be to reduce the amount of the advisory fee payable directly to BTS by the Client per this Agreement, but the credit will not affect the amount received by BTS for indirectly providing services to the Client since BTS retains the fees paid to us by the Managed Income Fund.

Collectively, the TFI Fund, Managed Income Fund and TFI VIT Fund are referred to as the "BTS Funds" throughout the remainder of this Brochure. Prospectuses for the BTS Funds contain important information related to the Funds' investment objectives, risks, charges, fees, expenses, and minimum investment amounts.

Sub-Advisory (Impersonal, Non-Discretionary):

As described in the overview in Item 4 above, we enter into certain agreements with unaffiliated entities and financial professionals ("Advisors") whereby we provide model trading recommendations ("buy" and "sell" signals) to the Advisors for their use in their clients' portfolios. Under the terms of these arrangements, we act as a sub-advisor, providing our model trade recommendations as consultation services to the Advisor for a negotiable fee based upon the total assets under management of the Advisor impacted by our model trading instructions. BTS does not execute any exchanges under these agreements nor does BTS have a direct relationship with the clients of the Advisors that may be directly affected by the services provided under the agreement. BTS therefore is unable to assess and ensure that our recommendations remain appropriate for clients of Advisors that retain our Sub-Advisory services. Upon issuing new model trading instructions, BTS notifies the Advisors of new recommendations in the form and medium agreed upon and the Advisors exercise ultimate discretion in determining whether to implement the BTS instructions. Because BTS does not exercise ongoing discretion and has no supervisory control over assets in these arrangements, allocation percentages, trade dates and Fund selections implemented by Advisors may differ from what may be recommended by BTS, resulting in potentially materially different performance and transactions costs than BTS Clients in the same Portfolio.

C) Tailored Relationships

BTS enters directly into advisory agreements with Clients and provides continuous and regular supervisory or management services to each individual BTS Client account. BTS processes and ensures trade instructions are properly implemented, monitors each account, and treats each BTS Client using a BTS model portfolio as a unique and individual Client. BTS will select funds to be used for Clients in Select Portfolios, and Clients are permitted to give specific restrictions and instructions on Select portfolios. BTS does not make "buy" or "sell" decisions regarding individual securities not part of BTS' model portfolios. This means that BTS Clients using the same BTS Portfolio will, to the extent permitted by custodian and fund availability, receive the same portfolio level discretionary investment advice. The exact funds used will differ, but BTS will not give discretionary advice to individual Clients if that advice is not consistent with the BTS portfolio strategy, its investment objectives or acceptable risk profile.

BTS offers specific Asset Allocation Portfolios for Clients to choose from and the advice and management services we provide are generally restricted to the terms and objectives of the offered Portfolios. A prospective BTS Client, with the assistance of the financial representative recommending our services to the Client, works together to select a BTS Portfolio. The Client and their financial representative do this after evaluation of the Portfolio's risks, charges, fees, and expenses and whether they are consistent with the Client's investment objectives and risk tolerance. BTS then reviews each Client's risk and financial profile during the application review stage to determine whether the chosen BTS

portfolio is appropriate. After accepting an application and reviewing a client's profile, BTS monitors and manages each account and the model portfolios on a routine basis.

In order to ensure prospective Clients and their representative have the information necessary to assess whether BTS' Portfolios are appropriate, BTS provides tools prior to the on-boarding stage to the prospective Client and their financial representative to use when reviewing whether BTS' advisory services are suitable and meet the prospective Client's investment objectives and risk profile.

As noted above, investment restrictions for "Select" Portfolios may be made and they must be provided to BTS in writing. Because of the nature of the model portfolios that we provide, certain restrictions and requirements may prevent BTS from being able to establish a relationship with the prospective Client. As explained right above, this is because the restriction may prevent BTS from managing the account using the strategy of the Portfolio.

D) Wrap Fee Programs

As described in the overview in Item 4 above, BTS participates in a third-party capacity in certain third party sponsored platform programs, such as Wrap Fee Programs sponsored by unaffiliated broker-dealers, banks, or other financial institutions. Pursuant to written agreements between BTS and the Program Sponsor, BTS provides model investment advisory services to the Program Sponsor in a mutually acceptable format. The terms and conditions of this relationship are determined by each Third-Party Platform agreement and may differ. Depending upon the nature of the relationship and the terms of the agreement, the Program Sponsor maintains (or designates) a certain level of discretionary authority over program or account assets and chooses either to reject or accept our model investment advice, in whole or in part, for use in their program accounts. In these situations, BTS is providing non-discretionary, model recommendations to the Program Sponsor as a strategist only.

For other programs, however, the authority of the third party may be limited to performing specified functions, including administrative and/or trade order implementation duties pursuant to the direction of BTS. In such situations, BTS continuously reviews the model instructions that we provide in order to ensure that the model is accurate and complete. When BTS, in its discretion determines the model requires amending or modifying, the Program Sponsor requires BTS to adjust the model. In these situations, the Program Sponsor agrees that it will begin processing our instructions over program assets on the day that we issue the instructions but note that circumstances outside of their control may delay implementation beyond one day. Unless due to circumstances outside the control of BTS, if BTS fails to make timely discretionary changes to BTS' model, BTS is contractually responsible for trade losses incurred by the Program Sponsor and/or Wrap Fee Program account assets affected.

BTS will provide model trading recommendations to the Program Sponsor, or a third party as directed by the Program Sponsor, who will be responsible for executing BTS' recommended trades. BTS has no authority or responsibility for transaction execution. Because BTS does not have a direct relationship with the clients impacted by our services under these Wrap Programs, BTS is unable to assess whether our services are appropriate for each individual client. Whether our available models are appropriate and remain appropriate is a matter to be determined by the Program Sponsor, the client and/or the client's financial representative, if applicable.

In order to access our model advisory services on a Third-Party Platform, an investor signs an agreement with the Program Sponsor. Through this agreement the Program Sponsor and/or the Client's financial representative obtains the information necessary to determine whether BTS' model portfolio is appropriate for the client. BTS exercises control over the model and makes changes as necessary. A comprehensive fee (a "Wrap Fee") generally includes trade execution, consulting, and custodial services performed or arranged by the Program Sponsor and the fee for BTS to provide third party model strategist services. BTS does not calculate or bill the Program Sponsor client fees.

Accounts participating in these Third-Party programs are arranged only through the Program Sponsor, and commission charges, custodial and other fees are determined by the Program Sponsor.

When BTS issues model delivery recommendations, Third Party Platform accounts participating in the programs will not benefit from the possible advantages of aggregating with accounts that BTS manages on a discretionary basis, as BTS has no control or authority over order routing, execution, or timing of execution of its recommendations. BTS Clients will therefore receive different execution prices.

BTS fees vary by wrap fee platform and program sponsor. BTS portfolios and the securities used inside BTS portfolios will also differ across platform and program. Together, these variations will result in investors across platforms incurring different management fees, portfolio expenses, and overall investment performance results. These differences may be material.

In programs where BTS has agreed in writing with Program Sponsors to a reduced management fee for its services, portfolios subject to the reduced fee will have a percentage of assets allocated to one of BTS' open-end proprietary mutual funds. As the Funds' investment manager, BTS receives an ongoing management fee equal up to 1% of assets under management. The fees received from the BTS Funds on assets allocated from program portfolios are expected to offset the reduction of the BTS program management fee. While the amount of the offset received from the BTS Funds management fee is expected to equal the amount of the fee reduction, investors in these portfolios will incur higher overall portfolio expenses, and thus lower investment returns, if the expense ratio of the BTS Fund (cost of owning the BTS Fund in the portfolio) is higher than the aggregate expense ratios of securities that would have been used in the portfolio.

The Program Sponsor or financial representative is required to provide the client(s) inside the program with a copy of BTS' disclosure brochure. BTS does not have a direct relationship with the individual clients on the Third-Party Platform and does not provide individualized investment advice or disclosure or act as a fiduciary to participating investors. For a complete description of the Program Sponsor and platform terms and conditions, refer to their Appendix 1 of Form ADV Part 2A and other disclosures.

E) Managed Assets

As of December 31, 2023, BTS managed approximately \$208,504,026 in discretionary assets for approximately 1000 accounts. Assets managed on a discretionary basis include BTS separately managed accounts and the BTS Funds.

This number does not include the approximately \$277,295,679 in 1) assets that are under our advisement through sub-advisory relationships where BTS provides only model recommendations to unaffiliated entities that expressly limit BTS' discretion, or 2) assets that are considered Wrap Program/Third Party Platform assets where BTS' discretion is expressly limited by agreement. We do not consider these "Regulatory Assets under Management."

Item 5 – Fees and Compensation

A) Fee Schedules

Fee schedule for Tactical Asset Allocation Portfolios: Clients pay BTS an annual management fee calculated in accordance with the fee schedules below:

<u>Amount under Management</u>	<u>Advisory Fee</u>	<u>Representative Fee</u>	Maximum Annual Management Fee
First: <\$100,000	1.25%		
Next: \$100,000 - \$249,999	1.00%	0% - 1.25%	2.50%
Next: \$250,000 - \$499,999	.75%		
Next: \$500,000 - \$999,999	.50%		
Next: \$1 Million+	.40%		

Fee Schedule for Strategic Asset Allocation Portfolios: Clients pay BTS an annual management fee calculated in accordance with the fee schedule below:

<u>Amount under Management</u>	<u>Advisory Fee</u>	<u>Representative Fee</u>	Maximum Annual Management Fee
First: <\$250,000	.60%		
Next: \$250,000 - \$749,999	.40%	0% - 1.00%	1.60%
Next: \$750,000 +	.30%		

Fee Schedule for the Multi-Strategy Portfolios: Clients pay BTS an annual management fee calculated in accordance with the fee schedule below:

<u>Assets Under Management</u>	<u>Advisory Fee</u>	<u>Representative Fee</u>	<u>Maximum Annual Management Fee</u>
First: <\$100,000	1.00%		
Next: \$100,000 - \$249,999	.85%	0%-1.00%	2.00%
Next: \$250,000 - \$499,999	.75%		
Next: \$500,000 - \$999,999	.50%		
Next: >\$1 Million	.40%		

Fee Schedule for the Strategic Income Portfolio: Clients pay BTS an annual management fee calculated in accordance with the fee schedule below:

<u>Assets Under Management</u>	<u>Advisory Fee</u>	<u>Representative Fee</u>	<u>Maximum Annual Management Fee</u>
First: <\$499,999.99	.30%		
Next: \$500,000+	.25%	0%-1.00%	1.30%

Fee Schedule for the Managed Income Portfolio: Clients pay BTS an annual management fee calculated in accordance with the fee schedule below:

<u>Assets Under Management</u>	<u>Advisory Fee</u>	<u>Representative Fee</u>	<u>Maximum Annual Management Fee</u>
First: <\$250,000	.65%		
Next: \$250,000 - \$499,999	.55%	0%-1.00%	1.65%
Next: \$500,000 - \$999,999	.45%		
Next: \$1 Million +	.35%		

Fee Schedule for the BTS Gold Tactical Asset Allocation Portfolio: Clients pay BTS an annual management fee calculated in accordance with the fee schedule below:

<u>Assets Under Management</u>	<u>Advisory Fee</u>	<u>Representative Fee</u>	<u>Maximum Annual Management Fee</u>
First: <\$250,000	.65%		
Next: \$250,000 - \$499,999	.55%	0%-1.00%	1.65%
Next: \$500,000 - \$999,999	.45%		
Next: \$1 Million +	.35%		

Fee Schedule for Tax-Advantaged Bond Asset Allocation and Municipal High-Yield Bond portfolios: Clients pay BTS an annual management fee calculated in accordance with the fee schedule below:

<u>Assets Under Management</u>	<u>Advisory Fee</u>	<u>Representative Fee</u>	<u>Maximum Annual Management Fee</u>
First: <\$250,000	.65%		
Next: \$250,000 - \$499,999	.55%	0%-1.00%	1.65%
Next: \$500,000 - \$999,999	.45%		
Next: \$1 Million +	.35%		

Fee Schedule for the Enhanced Equity Income Portfolio: Clients pay BTS an annual management fee calculated in accordance with the fee schedule below:

<u>Assets Under Management</u>	<u>Advisory Fee</u>	<u>Representative Fee</u>	<u>Maximum Annual Management Fee</u>
First: <\$250,000	.55%		
Next: \$250,000 - \$499,999	.50%	0%-1.00%	1.55%
Next: \$500,000 - \$999,999	.45%		
Next: \$1 Million +	.40%		

The Fee Schedules noted above reflect the current structure and do not reflect the structure applied to Clients who engaged BTS prior to March 31, 2020. For accounts opened prior to March 31, 2020, the maximum Representative Referral fee for all portfolios was, and remains, 1.5%, whereas today the maximum is 1.25% for tactical portfolios, and 1.00% for all other portfolios.

Under certain circumstances, BTS agrees to charge Clients of certain sales representatives and/or broker-dealers referring BTS to their Client less than its customary rate because of the volume of business referred to, or promised to be referred to BTS, by such sales representatives or broker/dealers. Fees charged to pension plans, retirement plans, and institutional Clients are negotiable. BTS reserves the right to negotiate fees where there are multiple accounts for one person or within the same household which may, when consolidated, amount to over a breakpoint. Fees vary depending on the Client's financial representative and account type. Indirect fees and expenses, such as third-party fees, custodian fees, and mutual fund expenses, also vary by Client and account. As a concession to their clients, some third-party solicitors select a reduced representative fee. Because of the fee structure, fees will differ for each BTS client. As an example, two BTS Clients with the same size account and using the same BTS Portfolio may have materially different fees charged for the same or similar services received by BTS. Due to the different fee levels, Clients assessed higher fees will have performance that will be lower than BTS Clients with lower fees. In addition, BTS may have agreements with certain broker/dealers or registered investment advisors to manage Client accounts through the broker/dealers' or registered investment advisors' custodian at a reduced advisory fee. In addition, generally the Advisory Fee portion of the Annual Management Fee (which consists of a Representative's Fee plus the Advisory Fee) that is charged to the Client for BTS Portfolios is the same whether the Client comes to BTS directly or is handled through a sales representative. Nevertheless, except in very limited circumstances, BTS does not enter into relationships with investors that are not referred to BTS by financial representatives. Therefore, the Annual Management Fee constitutes the total fee charged by BTS. The advisory fees charged by BTS may be higher than that normally charged in the industry, and it is possible that the same, similar, or significantly more extensive services may be available from other advisers at lower rates. Clients may also purchase Funds and sub-accounts used in BTS Portfolios directly without using BTS' advisory services.

BTS Funds

Pursuant to an advisory agreement between the TFI Fund and BTS, BTS is entitled to receive, monthly, an annual advisory fee equal to 1.00% of the TFI Fund's average daily net assets. Pursuant to an advisory agreement between the TFI VIT Fund and BTS, BTS is entitled to receive, monthly, an annual advisory fee equal to 0.85% of the TFI VIT Fund's average daily net assets. Pursuant to an advisory agreement between the Managed Income Fund and BTS, BTS is entitled to receive, monthly, an annual advisory fee equal to 0.65% of the Managed Income Fund's average daily net assets. For additional information about the fees, charges, and expenses of the BTS Funds, please read the prospectuses for the BTS Funds.

Third Party Platform/Wrap Fee Programs

Per written agreements between BTS and Wrap Sponsors, BTS receives an annual fee of up to 0.95% of the market value of the assets assigned to BTS. The exact fee calculation and timing of the fee to be charged will be determined by the Wrap Sponsor. The fee rate is negotiable on each program platform. The Wrap Sponsor will calculate and deduct the appropriate fees from the wrap accounts and remits those fees to BTS. In programs where BTS has agreed in writing to a reduced management fee for its services, portfolios subject to the reduced fee will have a percentage of assets default to an allocation to one of BTS' open-end proprietary mutual funds. As the Funds' investment manager, BTS receives an ongoing management fee equal up to 1% of assets under management. The fees received from the BTS Funds on assets allocated from program portfolios are expected to offset the reduction amount of BTS program management fee. While the amount of the offset received from the BTS Funds management fee is expected to equal the amount of the fee reduction, investors in these portfolios will incur higher overall portfolio expenses, and thus lower investment returns, if the expense ratio of the BTS Fund (cost of owning the BTS Fund in the portfolio) is higher than the expense ratios of securities that may have otherwise been used in the portfolio. For a complete description of the Wrap Sponsor's fees refer to the Wrap Sponsor's Appendix 1 of Form ADV Part 2A.

Sub-advisory Agreements

Per written sub-advisory agreements between BTS and Advisors, BTS receives an annual fee based on the market value of the assets it provides services on. The exact fee calculation and timing of the fee to be charged are negotiable. The Advisor will calculate the appropriate fees and remit those fees to BTS.

B) Fee Payments

Depending upon the custodian, Clients may elect to be billed for fees incurred or have fees deducted directly from their accounts. Client accounts whose assets are held and maintained by a custodian other than Axos are usually billed annually. The annual fee for the first year is based on the total principal amount initially invested upon managing the account. The fee for subsequent years is based on the market value of Client's account(s) determined on fund values obtained approximately during the first 7 business days of the month, two months prior to the renewal month. This allows for account values, reconciliation, invoicing and notification to clients to complete the annual renewal by the renewal date and avoid disruption of service to clients. Client invoices for payment are mailed a month prior to the renewal month. Similarly, clients that authorized direct payments from their account receive a notification of the amount scheduled to be billed one month prior to renewal.

While the timing is required to fully process renewals, BTS has a conflict of interest arising from the time discretion BTS exercises to obtain account balance information from custodians, which serves as the basis for the advisory fee. Indeed, BTS could theoretically secure a renewal value on a day that would result in clients paying a higher management fee to BTS than they might have otherwise paid if the value was obtained on a different day. However, BTS believes this conflict is mitigated through its organizational structure and separation of duties. The BTS operations team tasked with obtaining renewal values is wholly separate from BTS portfolio managers or any other personnel with compensation tied to profits, as they report only to BTS operations supervisors, who themselves are salary-based employees that work independent from any BTS portfolio managers or any other personnel with compensation tied to profits.

The fee for additional amounts invested is prorated for the remaining portion of the contractual year of deposit. Fees are payable (a) for the first year upon execution of the agreement, (b) for additional amounts when deposited, and (c) by each renewal date. A new contract date is established for another one-year period if a Client converts during an existing contract year to a Portfolio that has a different fee schedule. The balance of the management fee not yet earned by BTS is used towards the management fee for the new one-year contract period. The unearned management fee of a converting account is prorated. A management fee for the new contract year, minus the unearned management fee, is due upon conversion. If a conversion to a portfolio with a lower fee schedule results in an overpayment, then BTS shall issue a refund to the Client.

Client accounts whose assets are held and maintained by Axos as the custodian are billed quarterly. Quarterly fees are available for certain fund or variable annuity companies. The initial fee for the first calendar quarter is based on the total principal amount initially invested. Accounts established in the middle of a quarter are prorated for the remainder of the calendar quarter. The fee for subsequent quarters is based on the market value of Client's account(s) determined based on fund values obtained approximately during the last week of the calendar quarter, for the upcoming quarter. The fee for additional amounts invested is prorated for the remaining portion of the calendar quarter of deposit. Fees are payable (a) for the first quarter upon execution of the management agreement, (b) for additional amounts when deposited, and (c) by each calendar quarter. The quarterly fee will be calculated by the Advisor and deducted according to the calculation by the custodian from Client's cash or money market fund, or an alternative fund that is associated with the BTS Client Agreement. If the Client converts to a portfolio that has a different fee schedule during the calendar quarter, then the balance of the management fee not yet earned by BTS is used towards the management fee for the remainder of the calendar quarter. The unearned management fee of a converting account is prorated. A management fee for the remainder of the calendar quarter, minus the unearned management fee, is due upon conversion. If a conversion to a portfolio with a lower fee schedule results in an overpayment, then BTS issues a refund to the Client.

Certain BTS clients whose assets are held at the Axos will be invested in BTS' affiliated mutual fund, the TFI Fund. BTS will allocate a percentage of the client's account towards the TFI Fund. The percentages change and are rebalanced based upon current market conditions. As an example, a Client may hold 10%, rebalance to 15% and then 0%. Clients of BTS subject to this arrangement give their express consent and are provided up front disclosure in a BTS Client

Agreement. A conflict of interest exists in this scenario as the TFI Fund is affiliated with BTS and BTS receives an investment management fee from the Fund. To manage this conflict, Clients with assets invested in the TFI Fund will receive a credit (offset) against the advisory fee otherwise payable to BTS under the BTS Client Agreement for the advisory fees paid to BTS from the TFI Fund. The effect of this credit will be to reduce the amount of the advisory fee payable directly to BTS by the Client per the BTS Client Agreement, but the credit will not affect the amount received by BTS for indirectly providing services to the Client since BTS retains the fees paid to us by the TFI Fund.

Certain BTS clients whose assets are held at the Axos will be invested in BTS' affiliated mutual fund, the Managed Income Fund. BTS will allocate a percentage of the clients account towards the Managed Income Fund. The percentages change and are rebalanced based upon current market conditions. As an example, a Client may hold 10% of the Managed Income Fund, rebalance to 15%, and then hold 0%. Clients of BTS subject to this arrangement give their express consent and are provided up front disclosure in a BTS Client Agreement. A conflict of interest exists in this scenario as the Managed Income Fund is affiliated with BTS and pays BTS an investment management fee. To manage this conflict, Clients with assets invested in the Managed Income Fund will receive a credit (offset) against the advisory fee otherwise payable to BTS under the BTS Client Agreement for the advisory fees paid to BTS from the TFI Fund. The effect of this credit will be to reduce the amount of the advisory fee payable directly to BTS by the Client per this Agreement, but the credit will not affect the amount received by BTS for indirectly providing services to the Client since BTS retains the fees paid to us by the Managed Income Fund.

C) Other Fees

In addition to the advisory fees paid to BTS, Clients will also pay certain third-party transaction fees and expenses at the Fund level (e.g., advisory fees, shareholder service fees, etc.) not part of the BTS advisory fee. The limited number of funds available to BTS for purchase in Client accounts at Axos pays Axos 12b-1 fees and certain service fees, such as shareholder services fees, ranging from 10-40 basis points. These fund level fees increase Client expenses. It is also important to note that not all share classes of a fund available to the public by prospectus are available for purchase in client accounts at Axos. As a result, clients overall expenses related to holding certain funds will, at times, be higher than had the clients invested directly with the applicable fund or at a custodian offering cheaper but otherwise identical share classes.

In addition to the above, Clients will incur charges when purchasing or redeeming Fund shares, including third party transaction costs associated with the purchase and sale of Exchange Traded Funds in Client accounts. Not all Clients in the same Portfolio will pay identical transaction fees and expenses. In addition, some Funds have 30 to 90 day holding periods and will charge an early redemption fee (also referred to as a Short-Term Redemption Fee) if a sell signal is issued within the required holding period. Early redemption fees can occur due to the timing of BTS signals, withdrawals by the Client, and from BTS redeeming advisory fees.

While BTS attempts to inform the Client's financial representative of Funds that charge early redemption fees, it is the responsibility of the Client and their financial representative to determine if early redemptions fees may occur, and to attempt to prevent them. BTS shall have no responsibility for early redemption fees that occur from the normal management of a Client's account. Financial representatives are furnished with specific Fund restrictions upon request. BTS provides no guarantee of exchange execution on the signal receipt date. While BTS attempts to move all Clients within 24 hours of a signal, a delay of up to five business days could occur because of factors beyond the control of BTS. Such a delay could significantly affect performance. BTS assumes no responsibility for losses resulting from such delays.

Upon Fund exchanges, an exchange fee may be charged by the custodian of each Fund which is deducted from the proceeds of liquidation before reinvestment. Clients may incur a \$50 service charge if they change from one BTS Portfolio to another at any time other than at renewal. In selecting the Funds, Clients should carefully review each prospectus for possible Fund restrictions on exchanges as BTS assumes no responsibility for potential or actual losses resulting from any such restrictions. In addition, Axos charges Clients the following special service fees for items considered outside the normal course of managing Client's account, and such fee amounts are subject to change at Axos' discretion:

Transfer/Termination Fee: \$75 Fee
Returned Check: \$25 per occurrence
Non-traditional Asset Custody: \$12.50 per asset quarterly per account

Next-Day Mail Service: \$20 per request
SoloK Annual Maintenance Fee: \$50 quarterly
SoloK Loan Fee: \$100 per loan

Please see the section entitled "Brokerage Practices" for more information.

D) Termination and Refunds

The management agreement between the Client and BTS remains in effect until terminated by either party upon giving written notice at any time during the term of the agreement. Either party may terminate the agreement for any reason. BTS may terminate upon written notice to a Client. Terminations are usually the result of BTS not being able to manage the account due to fund restrictions and closures or due to a Client no longer being represented by a financial representative. BTS is authorized to compensate. In such cases, BTS sends affected Clients notice of impending termination and options to consider and select if they want to continue management prior to the termination date. If no such options exist, management is terminated immediately upon written notice.

Client accounts shall be terminated as of the date BTS receives written notice from the Client and specified by the Client. If the Client requests termination of the agreement within five business days of execution of the Client Agreement, the management and representative fees will be refunded in full. In the event of termination by a Client during the first year or quarter of the agreement (other than within five business days following execution), at the discretion of BTS the first \$200 of the fee may not be refunded in order to cover start-up costs associated with establishing the Client's account. The annual or quarterly fee (less \$200 if the termination occurs during the first year or quarter of Client's account) shall be refunded on a prorated basis. Unless the advisory fee is received by each renewal date, at the discretion of BTS, the management agreement may automatically terminate.

Upon termination of the agreement for any reason, BTS has seven business days to implement such termination. Due to delays by the Funds processing BTS' instructions to remove Clients from the trading lists, if a signal is called during the period, the Client's account(s) may or may not be moved into the signaled position. BTS assumes no responsibility for losses resulting from such delay. However, in the event that a Client suffers a loss because the termination of the Client's account is delayed by BTS due to its negligence or malfeasance, BTS will reimburse the Client for such loss.

Upon final termination of the agreement for any reason, BTS will have neither the authority nor obligation to provide any additional advice, including tax, legal or investment advice related to any matter pertaining to the assets previously managed by BTS pursuant to the cancelled agreement.

Item 6 – Performance-Based Fees, and Side-By-Side Management

BTS does not accept performance-based fees. Performance based fee arrangements create an incentive for BTS to recommend investments which may be riskier or more speculative than those which would be recommended under a different fee arrangement. Such fee arrangements also create an incentive to favor higher fee-paying accounts over other accounts in the allocation of investment opportunities. Should BTS begin to accept performance-based fees, BTS will implement procedures designed to ensure that all Clients are treated fairly and equally, and to prevent this conflict from influencing the allocation of investment opportunities among Clients.

Item 7 – Types of Clients

Using the Portfolios and our product availability described throughout this Brochure, BTS provides portfolio management services directly to individuals, high net worth individuals, corporate pension and profit-sharing plans, Taft-Hartley plans, foundations, endowments, registered investment companies and trust portfolios. BTS also provides its services to unaffiliated entities that use the services for the benefit of their own clients.

For Clients with a direct relationship with BTS, BTS has certain account minimum requirements for opening accounts:

Minimum Investment Amounts for BTS Portfolios

BTS Tactical Asset Allocation Portfolio accounts require an initial minimum of \$25,000.

BTS Strategic Asset Allocation Portfolio accounts require an initial minimum of \$25,000.

BTS Multi-Strategy Portfolio accounts require an initial minimum of \$100,000 for accounts held at Axos, \$25,000 for variable annuity accounts.

BTS Custom-Multi Strategy Portfolio accounts require an initial minimum of \$100,000.

BTS Strategic Income Portfolio accounts require an initial minimum of \$25,000.

BTS Managed Income Portfolio accounts require an initial minimum of \$25,000.

BTS Gold Tactical Asset Allocation accounts require an initial minimum of \$25,000.

BTS Enhanced Equity Income Portfolio accounts require an initial minimum of \$50,000.

BTS may accept, at its discretion and on a case-by-case basis, lower account minimums. Whether an account below the required amount is accepted is a matter to be determined at the time of application.

Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss

A) Methods of Analysis and Investment Strategies

BTS Portfolios, or investment strategies, are described in detail in Item 4 above. Each Client's Portfolio is selected by the Client with the assistance of their financial representative. The Portfolio selected should match the investment objectives and risk tolerance of the Client.

BTS obtains its analytical data from daily market price and volume movements, interest rate movements on bonds, treasury bills, government securities, federal funds and prime rates, and various other sources it considers reliable. As Director of Research, Vilis Pasts oversees the development and maintenance of the investment models which create the "buy" and "sell" signals for BTS Tactical Asset Allocation portfolios. These models are monitored daily and updated as economic conditions dictate. During the modeling process, the Director of Research consults with BTS Investment Committee members who are familiar with the process of adjusting model indicator weightings, indicator selection, and the model sensitivity level during current market conditions.

The final determination of the "buy" and "sell" signals is derived from an interpretation of the investment models and a majority vote of the Investment Committee members. Upon securing the majority votes, decisions are implemented by the Founder and Director of Research, Vilis Pasts, CEO and Investment Committee member, Matthew Pasts, or President and Investment Committee member, Isaac Braley. If a voting member of the Investment Committee is unavailable, the remaining member votes must be unanimous. When a final determination of the signals is derived, the instructions are communicated to BTS employees authorized to process and execute the transactions.

BTS obtains research data and input for the asset allocation percentages for the Strategic Asset Allocation Portfolio from various economic advisory firms, along with outside fund consultants, to fine tune the allocation percentages and fund selection.

BTS obtains data for the Tactical Asset Allocation Portfolios with the "Select" option from a number of sources. Research is performed by BTS to select what BTS believes are top performing funds based on fund performance, manager review, availability of the fund for active trading and liquidity issues with particular custodians used for the Tactical Asset Allocation Select Portfolios.

BTS obtains data for the Multi-Strategy Portfolios using the resources of various economic advisory firms along with BTS technical analysis as portfolio inputs. In addition, BTS uses in-house technical models for the tactical portion of the portfolios with data analysis performed as described above.

Investing in securities involves risk of loss that Clients should be prepared to bear.

B) Risk of Loss – Strategy or Method of Analysis

BTS aims to position Portfolios favorably, but BTS' judgment about the attractiveness, value, and potential appreciation of particular funds in which BTS portfolios invest may prove to be incorrect and may not produce the desired results.

BTS portfolios invest primarily in mutual funds and ETFs, also referred to as **underlying funds**. The use of underlying funds involves risk and is fund specific. Investing in underlying funds will also increase the total costs paid by BTS Clients, as funds used in BTS portfolios have their own fees and expenses passed onto Clients.

While our goal and objective is to position assets in our Tactical Portfolios for medium and long-term trends, there is still a risk of high portfolio **turnover or frequent trading** due to market conditions outside of the control of BTS. Frequent trading can affect investment performance since it will increase certain fees and expenses, including transaction costs and the potential for taxes from multiple purchases and sales of securities. Frequent trading may also result in short term trading fees assessed by mutual funds. These fees will reduce your investment balance and returns. Frequent trading will also result in some mutual fund and annuity companies imposing trading restrictions on a BTS Client account. Such restrictions can either limit or eliminate BTS' ability to implement its exchange signals for an impacted Client.

BTS is not always made aware of these restrictions in a timely manner. As a result, a Client's account will not be able to trade until the restriction is lifted or a Client selects a replacement mutual fund or sub-account to use in their BTS Portfolio. In either case, a Client's account will not trade in a timely manner or with other BTS accounts. If a Client's account is unable to trade in a timely manner due to the third-party restriction, the Client may experience returns that are materially different from BTS Clients whose accounts were not restricted. BTS assumes no responsibility for losses incurred as a result of restrictions imposed by third parties.

When an account cannot trade due to a temporary restriction, BTS will not refund any portion of the Annual Management Fee. If a restriction permanently eliminates BTS from managing a Client's account, BTS will terminate the account and refund any unused portion of the Annual Management Fee.

As part of BTS' mandate of preservation of capital in certain Tactical Portfolios, BTS may implement its defensive approach and allocate up to 100% of assets into **money market funds or cash and cash equivalents**. Money market funds are not insured or guaranteed by the FDIC or any other government agency. Therefore, when invested in money market funds, BTS cannot guarantee Client accounts against loss. In addition, BTS Clients may be positioned in money market funds for an extended period. Because BTS considers this defensive positioning, the purchase and sale of the money market funds is not predetermined. This means that Clients who may be positioned in money market funds for an extended period will continue to pay all fees associated with the management of their accounts, including the Annual Management Fee and any underlying fund fees.

On certain occasions Clients' assets in Tactical Portfolios will be **concentrated** in one particular asset class up to 100%, such as high yield bonds and in certain non-diversified Funds. While our monitoring process and models are designed with an objective of seeking to reduce downside volatility, BTS cannot guarantee it will meet this objective. There is a risk that the concentration will result in greater volatility and losses.

BTS offers portfolios that use **ETFs**. A risk of investing in ETFs is "Tracking Risk". That is, investment in the BTS portfolios should be made with the understanding that the ETFs which BTS may use will not be able to replicate exactly the performance of the indices they track because the total return generated by the securities will be reduced by transaction costs incurred in adjusting the actual balance of the securities. In addition, the ETFs which BTS may use will incur expenses not incurred by their applicable indices. Certain securities comprising the indices tracked by the ETFs may, from time to time, temporarily be unavailable, which may further impede the ETFs' ability to track their applicable indices.

C) Risk of Loss – Security and Issuer Type

Many BTS Portfolios incorporate **fixed income securities**, as described in Item 4. When investing in fixed income securities, the value of your investment will fluctuate with changes in interest rates. Typically, a rise in interest rates causes a decline in the value of the fixed income securities. In general, the market price of debt securities with longer maturities will increase or decrease more in response to changes in interest rates than shorter-term securities. Other

risk factors impacting fixed income securities include credit risk (the debtor may default) and prepayment risk (the debtor may pay its obligation earlier than planned, reducing the amount of interest payments). These risks could affect the value of a particular investment possibly causing total return to be reduced and fluctuate more than other types of investments.

For **high yield bonds** specifically, these lower-quality bonds present a significant risk for loss of principal and interest. These bonds offer the potential for higher return, but also involve greater risk than bonds of higher quality, including an increased possibility that the bond's issuer, obligor or guarantor may not be able to make its payments of interest and principal (credit quality risk). If that happens, the value of the bond may decrease, reducing the per share value of the funds purchased inside BTS portfolios and the total return realized by BTS clients. The lack of a liquid market for these bonds could also result in losses.

For tactical portfolios using **high yield municipal bond funds**, note that income from investing in municipal bonds is generally exempt from Federal taxes and may be exempt from state and local taxes if the bonds held by funds used in the portfolio were issued by the state in which the investor lives. While the interest income is tax-exempt, any capital gains distributed are taxable to the investor. Income for some investors may also be subject to the Federal Alternative Minimum Tax (AMT). The tax treatment of income generated in the portfolio will differ for individual investors depending upon their specific tax situation and account type, among other things. Investors may want to consult with their tax advisors for more information about their individual tax liabilities.

BTS Portfolios invest in **obligations issued by agencies and instrumentalities of the U.S. Government**. These obligations vary in the level of support they receive from the U.S. Government. They may be: (i) supported by the full faith and credit of the U.S. Treasury, such as those of the Government National Mortgage Association; (ii) supported by the right of the issuer to borrow from the U.S. Treasury, such as those of the Federal National Mortgage Association; or (iii) supported only by the credit of the issuer, such as those of the Federal Farm Credit Bureau. The U.S. Government may choose not to provide financial support to U.S. Government sponsored agencies or instrumentalities if it is not legally obligated to do so, in which case, if the issuer defaulted, the funds holding these securities that BTS invests in may not be able to recover their investment, potentially resulting in loss to BTS Clients.

Certain BTS portfolios incorporate the use of **equity securities (stocks)**. Stocks are subject to additional risks, including issuer specific risk, where the stock of a particular company may be more volatile than the overall market. Investing in **small cap stocks** involves additional risks, including operating risk, and liquidity risk. Investing in international and emerging markets stocks involves additional risks, including political risk and currency risk.

Investing in **inverse mutual funds**, which are designed to profit from declining securities prices, involves certain risks that may include increased volatility due to the funds' possible use of short sales of securities (borrowing securities in the belief the securities will decrease in value and then purchasing the securities later at a lower price) and derivatives such as options and futures, which give the options and futures owner the ability to purchase the securities later at a more beneficial price. The use of leverage or borrowing money to purchase additional securities by a mutual fund increases risk of the fund. The more a fund invests in leveraged instruments, the more the leverage will magnify any gains or losses on those investments.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of BTS or the integrity of BTS' management.

On September 11th, 2023, BTS offered, and the SEC agreed to accept, a settlement regarding alleged violations of Section 206(4) of the Advisers Act and rule 206(4)-1(d) thereunder. The SEC alleged that BTS advertised hypothetical performance on its public website without adopting and implementing policies and procedures reasonably designed to ensure that the hypothetical performance was relevant to the likely financial situation and investment objectives of the intended audience. As part of the settlement with the SEC, BTS agreed to pay a civil money penalty in the amount of \$135,000 and to evaluate, update, and review BTS' applicable policies and procedures concerning advertisements that include hypothetical performance. As part of the settlement, BTS neither admitted nor denied the allegations.

Item 10 – Other Financial Industry Activities and Affiliations

A) Broker Dealer Activities

Certain BTS management persons and employees are registered with BTS Securities Corporation (“BTSC”), a registered broker-dealer with the Financial Industry Regulatory Authority (“FINRA”). See Item 10 C below for more details.

B) Futures and Commodities Activities

Neither BTS nor any management person is registered, or has an application pending registration, as a futures commission merchant, commodity pool operator, commodity trading advisor, or an associated person of the foregoing entities.

C) Activities and Affiliations

BTSC is an affiliate of BTS. BTS' advisory portfolios are marketed directly by officers and employees of BTS and through solicitors (“sales representatives”) some of whom are associated with BTSC. BTS compensates sales representatives and/or broker/dealers employing them by sharing a portion of the advisory fee paid by the Clients to BTS (0% to 1.5% of the fee paid to BTS on an ongoing basis). Vilis Pasts serves as a Director of BTSC and Matthew Pasts serves as President and a Director of BTSC. See Item 11 B below for potential conflicts.

BTS is the investment adviser to the BTS Tactical Fixed Income Fund, the BTS Managed Income Fund and the BTS Tactical Fixed Income VIT Fund, which are open-end investment companies, or mutual funds. See Item 11 B below for potential conflicts.

D) Selection of Other Investment Advisers

BTS does not recommend or select other investment advisers for BTS Clients as a standard practice. However, if for some reason a Client is no longer able to work with their financial representative of record but wishes continue to retain BTS, at the request of the Client, BTS may provide information on the availability of financial representatives whose offices are located in the general area of the Client’s address. BTS is not compensated for this service.

Item 11 – Code of Ethics

A) Code of Ethics

BTS strives to observe exemplary standards of openness, integrity, honesty, and trust. Accordingly, we have adopted a Code of Ethics for the purpose of deterring wrongdoing and promoting: 1) honest and ethical conduct; 2) full, fair, accurate, timely and understandable disclosure in reports and documents; and 3) compliance with applicable laws (including federal and state securities laws), rules, and regulations. BTS and its employees take the best interest of Clients ahead of our own.

All employees are responsible for safeguarding nonpublic information about securities recommendations, Client holdings, and other Client information. Client information may only be shared with third parties that BTS works with for the normal management of Client accounts.

BTS will provide a copy of its Code of Ethics to any Client or prospective Client upon request.

B) Participation or Interest in Client Transactions

The officers and registered representatives of BTS Securities Corporation, who are also employees or officers of BTS, receive a commission from the sale of a mutual fund or variable annuity to a person who may also be a Client or potential Client of BTS.

In the case of shareholder services fees and revenue sharing arrangements, BTS is not a party to the agreements between Axos and participating funds and does not, as part of its fund research and selection process, review, consider or inquire as to these arrangements when making investment decisions. These arrangements are always subject to change and BTS does not consider them prior to deciding to invest. Likewise, when selecting the mutual funds to use in these Portfolios, the payment of 12b-1 commissions is not a factor in deciding to select a fund. While the payment of 12b-1 payments is not a factor when BTS makes its initial allocations, there will be periods when clients will be allocated to share classes that pay a 12b-1 fee until BTS identifies the fact that a cheaper but otherwise identical share has been made available since the initial allocation to the 12b-1 fee share class. To mitigate exposure to the more expensive share class, BTS will exchange client assets into a non-12b-1 share class of the same Fund promptly after identifying the cheaper but otherwise identical option.

Factors that BTS considers when purchasing funds with 12b-1 and service fees include, but are not limited to: 1) share class availability, where a fund does not have a less expensive share class available to BTS for purchase; 2) performance potential, where BTS' Investment Committee determines that long-term performance potential may offset the added cost attributable to the 12b-1 and service fees and therefore warrant the purchase of the 12b-1 paying fund; 3) market exposure (sector, duration and liquidity exposure), where the BTS Investment Committee determines that the less expensive fund does not offer the same or similar required market exposure that the purchase of a 12b-1 paying fund may offer.

As part of the tactical strategy and portfolios, Certain BTS clients whose assets are held at Axos will be invested in BTS' affiliated mutual fund, the TFI Fund. BTS will allocate a percentage of the Client's account towards the TFI Fund. The percentages change and are rebalanced based upon current market conditions. As an example, a Client may hold 10%, rebalance to 15% and then 0%. Clients of BTS subject to this arrangement give their express consent and are provided up front disclosure in a BTS Client Agreement. A conflict of interest exists in this scenario as the TFI Fund is affiliated with BTS. To manage this conflict, Clients with assets invested in the TFI Fund will receive a credit (offset) against the advisory fee otherwise payable to BTS under the BTS Client Agreement for the advisory fees paid to BTS from the TFI Fund. The effect of this credit will be to reduce the amount of the advisory fee payable directly to BTS by the Client per this Agreement, but the credit will not affect the amount received by BTS for indirectly providing services to the Client since BTS retains the fees paid to us by the TFI Fund.

Certain BTS clients whose assets are held at the Axos will also be invested in BTS' affiliated mutual fund, the Managed Income Fund. BTS will allocate a percentage of the clients account towards the Managed Income Fund. The percentages change and are rebalanced based upon current market conditions. As an example, a Client may hold 10% of the Managed Income Fund, rebalance to 15%, and then hold 0%. Clients of BTS subject to this arrangement give their express consent and are provided up front disclosure in a BTS Client Agreement. A conflict of interest exists in this scenario as the Managed Income Fund is affiliated with BTS and pays BTS an investment management fee. To manage this conflict, Clients with assets invested in the Managed Income Fund will receive a credit (offset) against the advisory fee otherwise payable to BTS under the BTS Client Agreement for the advisory fees paid to BTS from the TFI Fund. The effect of this credit will be to reduce the amount of the advisory fee payable directly to BTS by the Client per this Agreement, but the credit will not affect the amount received by BTS for indirectly providing services to the Client since BTS retains the fees paid to us by the Managed Income Fund.

BTS has a conflict of interest in selecting Axos as its qualified custodian for BTS client assets. Specifically, BTS receives discounts from Axos on the custody fee BTS pays on behalf of its clients based on the total assets under custody at Axos. As such, BTS receives an economic benefit with client assets under custody at Axos. In addition, Axos provides BTS with various products and services that benefit BTS but may not necessarily benefit BTS clients, such as technology, reporting, and trading capabilities. Clients may receive better or worse services from other custodians that do not offer BTS such services. To mitigate this conflict of interest, BTS conducts ongoing due diligence of Axos to assess Axos' capabilities as a qualified custodian independent of any direct or indirect benefit BTS receives from Axos. Specifically, BTS reviews Axos' internal controls, security capabilities, technology, reputation, and overall customer service.

BTS has a conflict of interest arising from the time discretion BTS exercises to obtain account balance information from custodians, which serves as the basis for the advisory fee. Indeed, BTS could theoretically secure a renewal value on a day that would result in clients paying a higher management fee to BTS than they might have otherwise paid if the value was obtained on a different day. However, BTS believes this conflict is mitigated through its organizational structure and separation of duties. The BTS operations team tasked with obtaining renewal values is wholly separate from BTS

portfolio managers or any other personnel with compensation tied to profits, as they report only to BTS operations supervisors, who themselves are salary-based employees that work independent from any BTS portfolio managers or any other personnel with compensation tied to profits.

C) Similar Securities

BTS, as the investment adviser to the BTS Funds, will purchase the same securities for the BTS Funds at the same time as BTS affects transactions for other BTS Clients. The BTS Funds will also affect purchase and sales of securities independently of the signaling of a move for BTS Clients.

BTS, BTS Securities Corporation and their respective officers, directors and employees may also purchase the same or similar mutual Funds for their own accounts to the extent permitted by our Code of Ethics and may participate in the investment portfolios provided by BTS.

In situations where BTS is purchasing or selling the same securities for either the Clients in the BTS Portfolios, or the BTS Funds, BTS manages the orders to ensure that one Client will not be treated in such a way to create a disadvantage or loss to another Client. Policies and procedures include (but is not limited to) the following: treatment of Client orders fairly and in due turn, the maintenance of confidential information, fair allocation of trade executions when trading for multiple Clients, and equal disclosure of relevant information to Clients.

D) Recommending Securities

In order to prevent a conflict of interest, Clients' interests are taken ahead of BTS directors, officers and employees, including registered representatives, of both BTS and BTS Securities Corporation. BTS personnel may act on BTS advice for their own accounts only after an exchange signal has occurred and exchanging Client accounts has commenced. At times other than the signaling of a move, BTS personnel may conduct transactions in securities for their own accounts independent of a signal. Pursuant to our Code of Ethics, any activity by BTS directors, officers, and employees that we deem may be disruptive or place Clients at a disadvantage is prohibited. Express permission is granted only after it is concluded that the activity will not interfere with the interests of Clients.

Item 12 – Brokerage Practices

A) Selecting Brokerage Firms

As the investment advisor for the BTS Funds, BTS selects the unaffiliated broker or dealer to be used in placing trade orders for the BTS Funds. In addition, BTS can select brokers for trades of Exchange Traded Funds for BTS Clients whose assets are under custody at Axos. The selection of a broker or dealer to be used is determined based on a number of factors including, but not limited to, the ability to execute trades in a manner beneficial to the BTS Funds and BTS Clients, the commissions or spreads charged by the broker dealer, and other services provided by the broker dealer.

BTS does not receive soft dollar benefits from the custodians we use or from the brokers we use to execute transactions.

Transactions in accounts participating in wrap fee programs are arranged only through the Wrap Sponsor, and commission charges, custodial and other fees are included within the total wrap-fee. Wrap accounts participating in wrap fee programs will not benefit from the possible advantages of aggregating with accounts other than those in the same wrap fee program.

BTS is unable to aggregate trades for accounts in wrap programs with BTS Clients. Wrap Accounts and BTS Clients will generally trade separately and not necessarily at the exact same time. Wrap Accounts and BTS Clients may therefore receive different execution prices. Transactions for accounts using each respective wrap fee program will typically be aggregated together and receive pro rata pricing respectively.

BTS does not recommend or select other investment advisers for BTS Clients as a standard practice. However, if for some reason a Client is no longer able to work with their financial representative of record but wishes continue to retain BTS, at the request of the Client, BTS may provide information on the availability of financial representatives whose offices are located in the general area of the Client's address. BTS is not compensated for this service.

B) Aggregate Purchase and Sale of Securities

As part of its equitable trade process, BTS may aggregate the purchase and sale of Exchange Traded Funds used inside the BTS Funds and client accounts whose assets are under custody at Axos. By aggregating, clients will receive the same average execution price.

Should BTS not aggregate the trade, clients at Axos may receive a different execution price than the BTS Funds. This price may be better or worse depending upon the timing of execution. To mitigate the impact of different execution prices across accounts, BTS will implement trade rotation practices between the BTS Funds and Clients at Axos in order to ensure fair and equitable trade execution for all clients.

Item 13 – Review of Accounts

A) Periodic Reviews

Tactical Asset Allocation Portfolios are constantly under review due to the technical model driven nature of the Tactical Portfolios by a four-member Investment Committee. The final determination of the “buy” and “sell” signals is derived from an interpretation of the investment models and a majority vote of the Investment Committee members. Upon securing the majority vote, decisions are implemented by the Founder and Director of Research, Vilis Pasts, CEO and Investment Committee member, Matthew Pasts, President and Investment Committee member, Isaac Braley, or Executive Vice President and Investment Committee member, Henry Pasts. When a final determination of the signals is derived, the instructions are communicated to BTS employees authorized to process and execute the transactions.

The Strategic Asset Allocation Portfolios are reviewed at least quarterly for quarterly rebalance and for allocation changes. The Enhanced Equity Income Strategy is reviewed quarterly for quarterly rebalance on the final day of each quarter. Multi and Custom-Multi Strategy Portfolios are reviewed at least quarterly for quarterly rebalance and for any allocation changes. BTS’ Investment Committee reviews the portfolios and allocations within the portfolio on a routine and quarterly basis.

The Client Account Management and New Accounts Team reviews Client accounts on a routine basis confirming the position and value of Client assets and after every exchange of a client’s account. This work is reviewed by a senior level member of the operations department, whose findings are further reviewed by an operations supervisor.

B) Factors Triggering an other than Periodic Review

When an error or potential error in a Client’s account is discovered, either by BTS, the Client, custodian or the Client’s financial representative(s), BTS will investigate the error promptly in order to determine the cause of the error and what impact the error had on the Client’s account. For Clients whose assets are held directly at a custodian other than Axos, if an error results in a loss to the Client due to BTS’ negligence or malfeasance, BTS will act to reimburse the Client through an offer of monetary restitution or free management service. At the discretion of BTS, in lieu of monetary restitution, BTS may offer a period of free service for all or a portion of the next contract period, depending upon the facts and circumstances related to the error. For errors made at Axos, the error is corrected directly in the Client’s account and BTS reimburses Axos for any loss.

C) Regular Reports

Clients receive an initial confirmation after an account is established. Clients with accounts that do not renew automatically receive a written renewal notice at least one month prior to renewal date of their Agreement and a notice confirming renewal are mailed to clients within one week after renewing the Agreement. For clients that are renewed automatically and do not have assets under custody at Axos, a renewal confirmation is mailed about thirty (30) days prior to renewal. Clients whose accounts renew automatically at Axos only receive a notice confirming renewal one week after renewing their Agreement.

For Clients whose assets are under custody at custodians other than Axos, Clients receive a notice following a trade in their account. BTS does not send routine performance reports or other types of reports specific to Client accounts to Clients.

Clients receive monthly or quarterly statements from their account Custodian. Custodians are not affiliated with BTS. While BTS does not send routine statements or reports to Clients, Clients are urged to compare any notices or other communications they receive from BTS with the notices and statements they receive from their Custodian.

Item 14 – Client Referrals and Other Compensation

BTS compensates authorized representatives (sometimes referred to as “financial representatives,” “Client’s representative” or “financial advisor”), broker/dealers, and/or other investment advisors employing the authorized representatives (“Solicitors”) for client referrals. The referral compensation is paid out of the BTS Annual Management Fee. The individual authorized representative acting on behalf of a Solicitor associated with a Client referral (if applicable) will receive all or a portion of the referral compensation from the Solicitor. The compensation is paid to Solicitors for referring their Clients to BTS pursuant to the terms and conditions set forth in a written agreement between BTS and the Solicitor. Solicitors, for referring their Clients to BTS, share in a portion of the total maximum Annual Management Fee, as described in Item 5 in this Brochure. When selecting the BTS advisory Portfolio and completing the account application materials and Client Agreement during the on-boarding stage, Clients and the Solicitor/authorized representative independently negotiate the referral fee portion of the total Annual Management Fee. The maximum fee that Solicitors may receive on accounts referred prior to March 31, 2020 is up to 1.5%, and after March 31, 2020 is 1.25% (depending upon portfolio selection) based on the account value at the time the fee is to be assessed pursuant to the terms and conditions set forth in the Client Agreement.

Because the referral fee is paid by BTS to the Solicitor out of BTS’ total Annual Management Fee, and because BTS’ general policy is to require Clients to maintain a Solicitor/authorized representative on their account at all times in order for BTS to be able to manage the Client’s account, the referral fee is an ongoing fee charged for the life of the account unless BTS is notified to the contrary in writing that the Client and Solicitor/authorized representative have agreed to lower or remove the Solicitor/authorized representative portion of the fee, either temporarily or permanently.

Because BTS’ general policy is to require all Clients maintain an authorized Solicitor/authorized representative on their account, Clients and their representative should promptly notify BTS immediately if there have been any changes to the Client’s financial situation and upon termination or alteration of the relationship between the Solicitor or Client’s representative and the Client. Without proper and timely notice, Clients will continue to be assessed the referral fee until BTS is able to determine on its own or through delayed notice that the Solicitor is no longer entitled to the fee. In such situations, BTS will not issue a refund or credit of the referral fee portion of the fee back into the Clients account. In addition, during the period where a Client’s account is without a Solicitor/authorized representative and BTS continues to service the account and provide its advisory services for the Client, BTS will not issue a refund or credit any portion of the fee except where BTS deems it appropriate. If BTS determines through an internal investigation that a Solicitor/authorized representative intentionally omitted disclosure of the termination of the relationship or if there was any negligence or other unusual circumstances preventing notice to BTS, BTS may, in its sole discretion, deem it appropriate and in the best interest of the Client to issue all or a portion of the referral fee or Annual Management Fee pursuant to BTS refund policies. Client refunds are payable to the account owners to the address of record unless otherwise written instructions are provided to BTS by the account owners to deposit into the managed account and the account is not closed. With accounts held at Axos partial withdrawal prorated refunds will be payable into the account owners Axos account unless written account owner instructions are provided otherwise.

Because BTS requires all accounts to maintain a Solicitor/authorized representative on their account, if a Client terminates their relationship with a Solicitor/authorized representative, in order for BTS to continue to manage the Client’s account the Client must secure another Solicitor/authorized representative to act as Solicitor that BTS is authorized to enter into an agreement with and pay the referral portion of the fee to for the duration of the Clients contract period. If, after a thirty-day period expires after discovery and receipt of notice that a Client is without a representative and the Client was unable to secure another representative, BTS will terminate management of the

account. BTS will extend this thirty-day period if administrative or processing delays occur or if BTS deems it appropriate, in BTS' sole discretion.

In addition to the compensation noted above, BTS has revenue sharing agreements with some brokerage firms for marketing or due diligence purposes. BTS occasionally gives marketing support on a case-by case-basis to broker/dealers and/or sales representatives of broker/dealers in the form of cash payments for the marketing of BTS advisory services. Some representatives will receive consulting fees from BTS for providing consulting services to BTS. Since the sales representative will also handle a Client's account directly, or be affiliated with the broker/dealer handling the Client's account, a potential conflict of interest exists. Furthermore, solicitation agreements between BTS and regional directors exist where the regional directors receive a percentage of the management fee paid to BTS.

BTS advisory portfolios are marketed directly by officers and employees of BTS and through financial representatives who may be associated with BTS Securities Corporation (an affiliate of BTS), Investment Company affiliated brokerage firms or other brokerage firms. Usually, the representative is a licensed salesperson employed by a broker/dealer. As such, the representative may receive, or has received, commissions for the Client's initial investment in the mutual funds and subsequent commissions depending on the advisory portfolio entered into by the Client. BTS does not receive any portion of the commissions.

Item 15 – Custody

BTS technically has "custody" of Client assets due to BTS' ability to deduct advisory fees from Client accounts. This authority is granted upon execution of the BTS Client Agreement and corresponding applications. Depending upon the size of the account, BTS will charge Clients more than \$1,200 in fees, six months or more in advance. Assets are held directly under the Client's name at a qualified custodian that is not affiliated with BTS.

BTS does not engage in the standard practice of entering into standing letters of instruction with clients or other similar ongoing asset transfer authorization arrangements that would permit BTS to direct, on a client's behalf, the movement of money to a third party designated by the client on the authorization documentation.

Clients should receive at least quarterly statements from the broker dealer, bank or other qualified custodian that holds and maintains Client's investment assets. As noted elsewhere in this Brochure, Clients should carefully review those statements and compare those official custodial records to any notices that we may provide to you. Our notices to you may vary from custodial statements based on differences in reporting procedures or cut off dates.

Item 16 – Investment Discretion

For Clients that enter into an advisory agreement directly with BTS, BTS receives discretionary authority from the Client at the outset of an advisory relationship by completing and signing the BTS Client Agreement. Depending on the advisory portfolio chosen by a Client, discretion is limited to the timing of transactions and the amount of securities to be bought and sold. In other portfolios, BTS has discretion to decide when to initiate transactions, select the identity of securities to be bought and sold and the number of securities to be bought and sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular advisory portfolio a Client has selected.

When selecting securities and determining amounts, BTS observes the investment policies applicable to each advisory portfolio and limitations and restrictions of the Clients for which it advises. For registered investment companies, BTS' authority to trade securities may also be limited by certain federal securities and tax laws that require diversification of investments and favor the holding of investments once made.

In certain wrap fee programs offered by Wrap Sponsors, BTS' discretion over the assets that are impacted by BTS' model trading advice is determined by the agreement between the Wrap Sponsor and BTS. Depending upon the nature of the relationship and the terms of the agreement, the Wrap Sponsor will maintain (or designate) a certain level of discretionary authority over program or account assets and choose either to reject or accept our model investment

advice, in whole or in part, for use in their program accounts. In these situations, BTS is providing non-discretionary model recommendations to the Wrap Sponsor.

Item 17 – Voting Client Securities

BTS does not vote proxy statements for any Clients in BTS Portfolios. Proxy statements are sent directly to Clients by the custodians.

Proxies for the BTS Funds:

BTS serves as investment adviser to open-end investment companies under the Northern Lights Fund Trust. The BTS Funds make investments in other investment companies that are not affiliated (“Underlying Funds”). The BTS Funds are required by the Investment Company Act to handle proxies received from Underlying Funds in a certain manner. It is the policy of BTS to vote all proxies received from the Underlying Funds in the same proportion that all shares of the Underlying Funds are voted, or in accordance with instructions received from Fund shareholders, pursuant to Section 12(d)(1)(F) of the Investment Company Act. Proxies received on behalf of the BTS Funds that represent securities that are not investment companies will be voted according to BTS’ proxy voting policies.

All proxies received from Underlying Funds will be reviewed with the Chief Compliance Officer or appropriate legal counsel to ensure proper voting. After properly voted, the proxy materials are placed in a file maintained by the Chief Compliance Officer for future reference. The Chief Compliance Officer is ultimately responsible for administering voting policies so that proxies received by BTS are voted in a timely manner and in a manner consistent with established BTS policies. Although most proxy proposals can be handled in accordance with BTS’ established proxy policies, BTS recognizes that some proposals require special consideration that may dictate that exceptions are made to its general procedures.

Clients may obtain a copy of BTS’ complete proxy voting policies and procedures upon request. Clients may also obtain information from BTS about how BTS voted any proxies on behalf of the BTS Funds.

Item 18 – Financial Information

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about BTS’ financial condition. Because BTS will charge Clients more than \$1,200 in fees, six months or more in advance, BTS must also disclose that BTS has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to Clients and has not been the subject of a bankruptcy proceeding. BTS’ audited balance sheet is attached to this brochure.

Supervised Persons

Vilis Pasts
Matthew Pasts
Isaac Braley
Henry Pasts

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March 27, 2024

This Brochure Supplement provides information about Vilis Pasts, Matthew Pasts, Isaac Braley and Henry Pasts that supplements the BTS Asset Management, Inc. Brochure. You should have received a copy of that Brochure. Please contact Corey Lampman at 800-343-3040, extension 312 if you did not receive BTS Asset Management Inc.'s Brochure or if you have any questions about the contents of this supplement.

Additional information about Vilis Pasts, Matthew Pasts, Isaac Braley and Henry Pasts is available on the SEC's website at www.adviserinfo.sec.gov.

Vilis Pasts, Chairman and Director of Research

Item 2- Educational Background and Business Experience

Year of Birth: 1944

Educational Background:

Babson College, Bachelor of Science Business Administration, 1965

Business Experience:

Prior to founding BTS Asset Management in 1979, Vilis was employed as a Securities Analyst for Spear & Staff, where he worked directly with the President and Founder. From 1966 to 1970, Vilis was an account executive with Connecticut General Life, where he received the Award of Merit, the Vice President's Club and President's Club awards. In 1967, he became a registered representative. From 1970 to 1978, he held various positions with several brokerage firms, including registered principal since 1972. Vilis also founded BTS Securities Corporation ("BTSC") in 1981. BTSC is a registered broker/dealer with the U.S. Securities and Exchange Commission and a member of the Financial Industry Regulatory Authority, Inc. (FINRA). Vilis holds the Series 65 securities license.

Item 3- Disciplinary Information

None

Item 4- Other Business Activities

Minority owner of BTS Securities Corporation with no management responsibility

Item 5- Additional Compensation

None

Item 6 - Supervision

Vilis Pasts is the Committee Chair and senior officer on the investment committee and is therefore not subject to further supervision but is subject to the BTS Code of Ethics and compliance policies and procedures of the firm.

All investment decisions are made by Vilis Pasts, Mathew Pasts, Isaac Braley, and Henry Pasts who, as members of the BTS Asset Management, Inc. (BTS) Investment Committee (IC), have access to advice and research provided by the IC. The IC is chaired and supervised by Vilis Pasts, Chairman of BTS, and Director of Research. Other members of the IC are Matthew Pasts, CEO, Treasurer, and Director of BTS; Isaac Braley, President, and Director of BTS; and Henry Pasts, Executive Vice President and Analyst for BTS. Vilis Pasts, Matthew Pasts, Henry Pasts and Isaac Braley are the only four individuals authorized by BTS Policy to exercise discretionary authority over Client assets and make trade decisions.

For purposes of additional internal control, policies and procedures are in place to monitor the trading activities (including the BTS "Code of Ethics") of all IC members using commercially available software designed for that purpose. The tracking software is managed by the Compliance Department of BTS.

Corey Lampman, Compliance Analyst, can be contacted at 800-343-3040.

Matthew Pasts, CMT, Chief Executive Officer, Treasurer, Director

Item 2- Educational Background and Business Experience

Year of Birth: 1965

Educational Background:

Babson College, Bachelor of Science Business Administration, 1993

Babson Graduate School of Business Administration, Part Time 1993 -1999

Business Experience:

Matthew joined BTS in 1989, having worked in various capacities since that time. Matthew is a member of the CMT Association. Upon completion of the CMT Association's Chartered Market Technician® Program (CMT Program), and gaining membership into the CMT Association, he obtained the CMT designation. Since 1991, Matthew has been a registered principal with BTS Securities Corporation and currently serves as its President and Treasurer. Matthew holds the Series 6, 63, 65, and 26 securities licenses.

Item 3- Disciplinary Information

None

Item 4- Other Business Activities

Matthew Pasts is a Registered Principal and majority owner of BTS Securities Corporation, and receives commissions based on the sale of mutual funds and variable annuities through BTS Securities Corporation. This practice gives Matthew an incentive to recommend investment products based on the compensation received, rather than on the Client's needs. Investment product recommendations through BTS Securities Corporation are unrelated to Funds selected for BTS Asset Management advisory programs.

Item 5- Additional Compensation

None

Item 6 - Supervision

Matthew Pasts is the BTS CEO, and, as the "next senior" officer to Vilis Pasts on the investment committee, he is subject only to the supervision of Vilis Pasts, the BTS Code of Ethics and BTS' compliance policies and procedures.

All investment decisions are made by Vilis Pasts, Mathew Pasts, Isaac Braley, and Henry Pasts who, as members of the BTS Asset Management, Inc. (BTS) Investment Committee (IC), have access to advice and research provided by the IC. The IC is chaired and supervised by Vilis Pasts, Chairman of BTS, and Director of Research. Other members of the IC are Matthew Pasts, CEO, Treasurer, and Director of BTS; Isaac Braley, President and Director of BTS; and Henry Pasts, Executive Vice President and Analyst for BTS. Vilis Pasts, Matthew Pasts, Henry Pasts and Isaac Braley are the only four individuals authorized by BTS Policy to exercise discretionary authority over Client assets and make trade decisions.

For purposes of additional internal control, procedures are in place to monitor the trading activities and policy and procedure reviews and agreements (including the BTS "Code of Ethics") of all IC members using commercially available software designed for that purpose. The tracking software is managed by the Compliance Department of BTS.

Corey Lampman, Compliance Analyst, can be contacted at 800-343-3040.

Professional Certification

Matthew Pastis has earned the following certification that is required to be explained in further detail.

Chartered Market Technician®

The Chartered Market Technician® (CMT) Program is a certification process in which candidates are required to demonstrate proficiency in a broad range of technical analysis subjects. Administered by the Accreditation Committee of the CMT Association, the Program consists of three levels. CMT Level 1 and CMT Level 2 are multiple choice exams while CMT Level 3 is in essay form. The CMT Program and designation is a voluntary certification; no federal or state law or regulation requires someone to hold the CMT designation.

To attain the right to use the CMT designation an individual must satisfactorily fulfill the following requirements:

- Successful completion of all three (3) levels of the CMT Exam;
 - CMT Level 1 (Definition). The Level 1 examination measures basic, entry-level competence and understanding of the candidate. The CMT Level 1 candidate needs to have a working knowledge of the basic tools of the technical analyst.
 - CMT Level 2 (Definition/Application). The CMT Level 2 examination requires the candidate to demonstrate a greater depth of analysis and competency. The CMT Level 2 candidate is expected to demonstrate proficiency in applying more advanced analytical techniques. Overall, the candidate is responsible for the theory and application of concepts and techniques.
 - CMT Level 3 (Integration). The CMT Level 3 examination tests the candidate on the development of logical and consistent research opinions, portfolio strategies and trading decisions based on a wide range of charts and technical data. The CMT 3 candidate must pass the ethics portion of this exam or risk failure.
- Have obtained “Member Status” within the CMT Association.
- Have been gainfully employed in a professional analytical or investment management capacity for a minimum period of three (3) years and must be regularly engaged in this capacity at the time of successfully passing all three (3) levels of the CMT Exam.

Isaac Braley, President and Director

Item 2- Educational Background and Business Experience

Year of Birth: 1976

Educational Background:

B.S. in Business Management from Keene State College and a M.S. in Financial Planning from the College of Financial Planning

Business Experience:

Mr. Braley joined BTS in 1999, starting as a wholesaler and working up through the organization to President. Mr. Braley has served as a contributor to portfolio analysis and creation. Along with his experience in portfolio design and strategy, Mr. Braley is head of distribution for the organization. He has a B.S. in Business Management from Keene State College and a M.S. in Financial Planning from the College of Financial Planning. Mr. Braley is a registered representative of BTS Securities Corporation and holds the Series 6, 63, and 65 licenses.

Item 3- Disciplinary Information

None

Item 4- Other Business Activities

Isaac Braley is a Registered Representative of BTS Securities Corporation, and receives commissions based on the sale of mutual funds through BTS Securities Corporation. This practice gives Isaac Braley an incentive to recommend investment products based on the compensation received, rather than on the Client's needs. Investment product recommendations through BTS Securities Corporation are unrelated to Funds selected for BTS Asset Management advisory portfolios.

Isaac Braley is also the founder of Resolute Capital. Resolute Capital invests in and lends to developers and contractors for real estate projects. Isaac Braley does not spend market hours conducting business for Resolute Capital. Resolute Capital is not affiliated with BTS Asset Management, nor does Resolute Capital conduct, directly or indirectly, any business with BTS Asset Management.

Item 5- Additional Compensation--

None

Item 6 - Supervision

Isaac Braley is the BTS President, and, as the "next senior" officer to Vilis Pasts and Matthew Pasts on the investment committee, he is subject to the supervision of Vilis Pasts and Matthew Pasts, the BTS Code of Ethics and BTS' compliance policies and procedures.

All investment decisions are made by Vilis Pasts, Mathew Pasts, Isaac Braley, and Henry Pasts who, as members of the BTS Asset Management, Inc. (BTS) Investment Committee (IC), have access to advice and research provided by the IC. The IC is chaired and supervised by Vilis Pasts, Chairman of BTS, and Director of Research. Other members of the IC are Matthew Pasts, CEO, Treasurer, and Director of BTS; Isaac Braley, President and Director of BTS; and Henry Pasts, Executive Vice President and Analyst for BTS. Vilis Pasts, Matthew Pasts, Henry Pasts and Isaac Braley are the only four individuals authorized by BTS Policy to exercise discretionary authority over Client assets and make trade decisions.

For purposes of additional internal control, policies and procedures are in place to monitor the trading activities (including the BTS "Code of Ethics") of all IC members using commercially available software designed for that purpose. The tracking software is managed by the Compliance Department of BTS.

Corey Lampman, Compliance Analyst, can be contacted at 800-343-3040.

Henry Pasts, Executive Vice President and Analyst

Item 2- Educational Background and Business Experience

Year of Birth: 1998

Educational Background:

B.A in Computer Science from Brown University. Expected to receive M.S in Data Science from Brown University's Data Institute in 2024.

Business Experience:

Mr. Pasts joined BTS Asset Management in 2019. During his time at BTS, he has worked closely with the investment committee to build quantitative financial models. He has also aided in the construction and analysis of various portfolios, such as the BTS Managed Income and BTS Enhanced Equity Income portfolios. Mr. Pasts is a registered representative of BTS Securities Corporation and holds the Series 7 and 66 licenses.

Item 3- Disciplinary Information

None

Item 4- Other Business Activities

None

Item 5- Additional Compensation

None

Item 6 - Supervision

Henry Pasts is the BTS Executive Vice President, and, as the “next senior” officer to Vilis Pasts, Matthew Pasts, and Isaac Braley on the investment committee, he is subject to the supervision of Vilis Pasts, Matthew Pasts and Isaac Braley, the BTS Code of Ethics and BTS’ compliance policies and procedures.

All investment decisions are made by Vilis Pasts, Mathew Pasts, Isaac Braley, and Henry Pasts who, as members of the BTS Asset Management, Inc. (BTS) Investment Committee (IC), have access to advice and research provided by the IC. The IC is chaired and supervised by Vilis Pasts, Chairman of BTS, and Director of Research. Other members of the IC are Matthew Pasts, CEO, Treasurer, and Director of BTS; Isaac Braley, President and Director of BTS; and Henry Pasts, Executive Vice President and Analyst for BTS. Vilis Pasts, Matthew Pasts, Henry Pasts and Isaac Braley are the only four individuals authorized by BTS Policy to exercise discretionary authority over Client assets and make trade decisions.

For purposes of additional internal control, policies and procedures are in place to monitor the trading activities (including the BTS “Code of Ethics”) of all IC members using commercially available software designed for that purpose. The tracking software is managed by the Compliance Department of BTS.

Corey Lampman, Compliance Analyst, can be contacted at 800-343-3040.