IMPORTANT CLIENT INFORMATION

June 30, 2020

RAYMOND JAMES®
INVESTMENT COUNSEL LTD.

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IMPORTANT CLIENT INFORMATION

This Important Client Information document provides disclosure related to clients' relationships with us, including information on conflicts of interests, costs and fees, and other investment-related information. Statements in this document (i) expound on and provide more definitive information on matters discussed in our Form CRS, which is summary in nature and limited in substance and size by the Securities and Exchange Commission ("SEC"); and (ii) are subject to the more complete terms and conditions of our investment advisory agreements and disclosures (including Form ADV Part 2). This document amends and replaces in its entirety previous "Important Investor Information" disclosures you have received. We may amend this document from time to time and you will be bound by the amended disclosures if you elect to continue receiving our services after delivery of the amended disclosures. Updated copies of this document are available at: www.raymondjamesinvestmentcounsel.ca. If you would prefer to receive a paper copy of the information referenced in website links throughout this document, please contact your portfolio manager. We encourage you to read the contents of this document and reach out to your advisor if you have any questions.

SECTION I—RAYMOND JAMES INVESTMENT COUNSEL LTD.

STANDARD OF CONDUCT—REGULATION BEST INTEREST

Under the SEC's Regulation Best Interest, each U.S.-registered Raymond James Investment Counsel associated persons (including your portfolio manager) are required to act in the best interest of all clients (such as a natural person using our services primarily for personal, family, or household purposes) at the time they recommend any securities transaction or investment strategy involving securities (including account-type recommendations). The requirement under Regulation Best Interest that we act in the best interest of the retail client is limited to when we make a recommendation of a security or investment strategy involving securities to a retail client. Neither Regulation Best Interest nor any best interest obligation extends to any other dealings or services we provide, including, without limitation, how we market securities and services, execute trades, the fees that we charge, or our duty to deal fairly with retail clients.

You should understand that, we have conflicts of interest when we make a recommendation of a securities transaction or investment strategy involving securities, including that we are compensated based on the sale of securities to you, and that we recommend securities for which an affiliate may act as underwriter, that an affiliate may own in their inventory, that are sponsored or managed by our affiliates, and that pay additional, and oftentimes significant, compensation to us. These conflicts of interest are described in greater detail below, as well as in other documents such as your account agreement, prospectuses and other product disclosures, trade confirmations, and account statements. When Regulation Best Interest applies, portfolio managers may be required to disclose additional information specific to them, such as material limitations on the securities or investment strategies involving securities that they may recommend, differences in their investment approach from ours generally, and any conflicts of interest that may be unique to them. If that is the case, then your portfolio manager will disclose such additional information to you orally or in writing before or at the time they make the recommendation to which that additional information relates.

CAPACITY

Investment Advisor

An investment adviser is a person or company that is paid for providing advice about investments, to their clients. The client-facing personnel you work with a commonly referred to as Portfolio Managers. Accounts opened with Raymond James Investment Counsel (RJIC) are managed on a discretionary basis. An investment adviser is registered with either the SEC or a state securities regulator. Raymond James Investment Counsel is a Registered Investment Adviser ("RIA"), registered with the SEC. When advisory services are provided to you, we have a fiduciary duty for the duration of the delivery of those services, to assess if the services are appropriate based on your individual goals, objectives, time horizon, risk tolerance, liquidity needs, investment assets and income ("financial circumstances"). Your Portfolio Manager is getting compensated for providing ongoing advice and continuous monitoring of your portfolio and consistency of the investment strategy as related to your financial circumstances.

Custodian
Our parent company Raymond James Ltd. is a broker dealer and acts as our recommended custodian. As a broker-dealer, their primary services are buying and selling securities, maintaining custody of funds and securities accounts, and performing related receipt and delivery of funds and securities. Certain limitations on the custodial services may apply, for example, depending on the type and issuer of the security. As custodian, they will deliver, not less than quarterly, an account statement to you detailing account securities holdings, cash balances, dividend and interest receipts, account purchases and sales, contributions and distributions from the account and the realized and unrealized gains or losses associated with securities transactions effected in the account. Additionally, they may perform other broker-dealer services, which include acting as a clearing agent for other affiliated and non-affiliated firms.

Financial Advisors
We generically refer to all financial professionals who make recommendations or provide investment advice on our behalf as "financial advisors", "advisors" or "portfolio managers" in firm communications, including, among other things, our website (www.raymondjamesinvestmentcounsel.ca), account forms, account statements, trade confirmations, disclosures, and letters. Your financial professional may also use a professional title or designation that does not include the term "advisor" such as "financial professional," "financial consultant," or a similar title. Regardless of your financial professional's title, all investment advice regarding your advisory account will be made in an investment advisory capacity. When your financial professional makes a recommendation or provides investment advice to you, your financial professional will make clear, orally or in writing, for which account the recommendation or investment advice is being made.

Principal Trading
We may buy a security from you or sell you a security from our affiliate's own account, typically in transactions involving bonds and other fixed income securities. Selling to you from our own account may create incentives for us to generate trading profits or minimize losses, and thus to act against your best interest.

CONFLICTS OF INTEREST
This document highlights key conflicts of interest related to brokerage accounts. Generally, through our associated persons or our affiliates, we engage in lending, equity investing, investment banking, commercial banking, corporate finance and securities issuance, trading, research, advisory, underwriting, investment management, fund administration, and custody, as well as other financial activities, all on a worldwide basis ("RJ Services"). We have relationships with a significant number of market participants, institutions, and corporations, and provide and will in the future provide services to clients, which may include parties whose interests are not aligned with other clients' interests, or whose interests may even be adverse to other clients' interests. We may represent or have previously provided, may be currently providing, or may provide in the future RJ Services to companies or clients from which conflicting interests or duties may arise. Except as otherwise required by applicable law, we may perform such services without any duty to notify other clients of any such engagement or to disclose information that we have obtained or may obtain about such companies or clients.

OUR AFFILIATED ENTITIES
Raymond James Investment Counsel Ltd is a Canadian corporation with its head office in Vancouver, British Columbia, Canada. It is a wholly owned subsidiary of Raymond James Ltd., which is a Canadian broker dealer and member of the Investment Industry Regulatory Organization of Canada (IIROC). Raymond James Ltd. is a wholly-owned subsidiary of Raymond James Financial, Inc. (RJF).

Raymond James Financial, Inc. (RJF) is a leading diversified financial services company providing, through its subsidiaries, private client group, capital markets, asset management, banking and other services to individuals, corporations, retirement plans, and municipalities. RJF is a publicly-traded company that has been listed on the New York Stock Exchange since 1983. Additional information is available at www.raymondjames.com and at www.sec.gov. All of the entities listed below are wholly-owned subsidiaries, directly or indirectly, of RJF.

Principal Broker-Dealers and Investment Advisers

Raymond James & Associates, Inc. (RJA) is a dually registered full-service broker- dealer and investment adviser that employs financial advisors predominantly in the United States. RJA financial advisors are employees and registered representatives of RJA, and predominantly also investment adviser representatives of RJA. As such, their compensation generally includes transaction-based commissions and advisory fees, as further described in this document and summarized in the Form CRS. Additional information regarding RJA and its financial advisors may be found on FINRA's website at www.finra.org and on the SEC's website at www.adviserinfo.sec.gov.

Raymond James Financial Services, Inc. (RJFS) is a registered broker-dealer that supports independent contractor and bank-affiliated U.S. financial advisors in providing products and services to their clients. These independent contractors are registered securities representatives of RJFS; however, they are responsible for all of their direct costs and, accordingly, are paid a larger percentage of commissions and fees than employee advisors of RJA. Additional information regarding RJFS and its financial advisors may be found on FINRA's website at www.finra.org. RJFS is an introducing broker-dealer, meaning that while RJFS is the registered broker-dealer of record for client accounts, it does not hold client assets or settle trades with counterparties; all RJFS accounts are custodied at RJA, and RJA executes and clears all transactions for RJFS.

Raymond James Financial Services Advisors, Inc. (RJFSA) is a registered investment adviser that supports the investment advisory activities of the RJFS financial advisors. However, certain RJFS independent contractors are also investment adviser representatives of registered investment advisers that are unaffiliated with, and independent of, RJF and its subsidiaries. Additional information regarding RJFSA's financial advisors and other independent registered investment advisers may be found on the SEC's website at www.adviserinfo.sec.gov.

Other Affiliated Entities

Carillon Tower Advisers, Inc. (CTA) is a registered investment adviser that offers a variety of equity and fixed income strategies managed by its subsidiary registered investment advisers, including Eagle Asset Management, Inc. (Eagle), Scout Investments, Inc. (Scout), Eagle Boston Investment Management, Inc. (Eagle Boston), and ClariVest Asset Management LLC (ClariVest). Clients of these subsidiary investment advisers include institutions, corporations, pension and profit sharing plans, foundations, endowments, issuers of variable annuities, individuals and mutual funds. CTA also serves as investment adviser and fund administrator to its proprietary mutual funds, the Carillon Family of Mutual Funds. Additional information regarding CTA, Eagle, Scout, Eagle Boston, and ClariVest may be found in each investment adviser's ADV Part 2A or on the SEC's website at www.adviser.sec.gov.

SECTION II—ACCOUNT TYPES AND SCOPE OF SERVICES

ADVISORY ACCOUNTS

In an advisory account your financial professional makes all decisions to buy, sell, or hold securities on a discretionary basis. Information regarding our advisory business practices and accounts is summarized in the Form CRS and more fully described in the Form ADV. and the advisory disclosure documents. A copy of these disclosure documents is available from your financial advisor.

Requirements to Open an Account

We retain the authority, in our discretion, to decline to open or maintain any account or service, and to decline to accept or act upon any order or instruction. Without limiting the scope of the preceding sentence, for prospects and clients who reside outside of the U.S., are incorporated/formed outside of the U.S., or have other significant connections to countries outside of the U.S., we may in our discretion (i) decline to open or continue an account or service, (ii) require a minimum account or relationship amount to open or continue an account or service, (iii) require additional information or documentation as a condition of providing an account or service, or (iv) otherwise restrict the accounts, products, or services that we will provide.

ACCOUNT MONITORING

In an investment advisory account or relationship, we conduct ongoing monitoring of advisory accounts tailored to the advisory relationship with the particular client and type of advisory account, except for certain periodic or point-in-time investment advice, such as financial planning.

INVESTMENT APPROACH
We support your advisor's use of a disciplined process for developing investment recommendations to achieve your financial objectives.

Your advisor will seek to understand your objectives through clear communication with you about your financial situation, as well as your unique needs and preferences, prior investment experience, risk tolerance, and other important information about you.

In making a recommendation, your advisor will evaluate a range of potential investment products and financial services. We provide a variety of resources to assist your advisor in evaluating the costs, risks, rewards, and other characteristics of investment options. Your advisor may recommend a comprehensive strategy, or may address a particular component of your financial objectives, based on the information you provide.

Periodically reviewing and refreshing your investment strategy with your advisor is essential to ensuring your investment portfolio remains appropriately diversified and aligned with your risk tolerance and objectives. With that in mind, please notify your advisor of any changes to your financial or personal circumstances.

SECTION III—COMPENSATION, COSTS AND FEES

COSTS AND FEES
In an investment advisory account, you will incur advisory fees

Depending upon your custodian you may also incur fees when you buy or sell securities, including: commissions; markups and markdowns (analogous to commissions in a principal transaction) and handling and processing fees on securities transactions. You may also incur periodic account maintenance or custodial fees, as well as processing, service, and account fees upon certain events or occurrences. You will incur interest charges if you borrow on margin or through a securities-based loan in any of your accounts. Certain investments, such as mutual funds, have embedded fees that are generally paid by you to the companies that sponsor, manage, or promote the investment.

You will pay costs and fees whether you make or lose money on your investments. Costs and fees will reduce any amount of money you make on your investments over time. Please make sure you understand what costs and fees you are paying.

Financial Advisor Compensation
We pay financial advisors a portion of the advisory fees that we receive. Financial advisor compensation generally will increase as the value of the assets in your account increases. You should also consider that there are often embedded costs in actively managed portfolios (i.e., advisory accounts) and certain types of packaged investments, even if these investments are purchased in an advisory account. When investment managers for a portfolio or a packaged investment buy or sell stocks, bonds, or other underlying securities, there is a bid/ask spread and transaction costs to the manager that are absorbed by the investor in the form of reduced returns.

When a financial advisor chooses to become an associated person of our firm, we may pay the financial advisor compensation in connection with their transition from their prior firm. We often offer both an upfront payment and additional potential compensation based on the revenues generated from the accounts of the financial advisor's clients in the first few years, or in some cases based on the growth in total assets that the financial advisor manages. This creates incentives for the financial advisor to encourage you to move your assets to Raymond James and to produce greater revenues for us.

PRODUCT COSTS AND FEES
In addition to commissions, most products and services have other associated costs and fees, as summarized below in Section IV—Investment Products and Services. These costs and fees are detailed in a product's relevant offering documentation, and will be reflected on your annual fee summary statements.

CONFLICTS RELATED TO COMPENSATION

Related-Party Compensation
Through our associated persons and our affiliates, we engage in a variety of services, as described in Section I under *Conflicts of Interest*.

You should expect that we receive compensation for these services and that such compensation may be shared among our affiliates. You should also expect that we will receive additional compensation from some mutual fund and insurance companies in the form of sales and asset-based education and marketing support payments and other shareholder servicing payments. We are incentivized to make available and recommend proprietary products and products that pay greater or additional compensation to us.

Non-Cash Compensation
We may also receive various forms of non-cash compensation from product vendors who sell or issue mutual funds, insurance, unit investment trusts, and other securities. Among other things, we may receive payment of expenses related to training and educational efforts directed towards financial advisors, including participation in conferences organized or sponsored by us to provide generalized information not specific to any product.

We may also receive meals and entertainment of reasonable and customary value, issuers or vendors. In addition, as permitted by applicable law, you should expect that we will receive referral fees or finder's fees for referring certain business to affiliates, to third parties, or for assisting others in developing new business.

OTHER COSTS AND FEES

Administrative Fees/Charges, Generally
Part of our commitment to providing you the professional guidance you need to meet your financial objectives is helping you to understand what additional charges you may have for services. Certain fees may not apply, or may be discounted, based on the type of account you have and/or the amount of assets you hold. Other fees only apply when the associated services are requested or when special processing is required. As a result, many fees listed below may not apply to your account.

The fees noted in this section may be charged by your custodian and is not be comprehensive. It is intended to help you understand what custodial charges you might incur. There may be different or additional fees or charges depending on the products or services selected and the custodian you select. If you have any questions about fees, please contact your financial advisor. Please also review your custodian's account agreement for a comprehensive list of fees and charges.

Account Fees

Registered Plan Account Fees:
Includes: RRSP, LRSP, LIRA, TFSA, Spousal RRSP, RESP.

Pledged Account Fees:
For accounts where assets held in the account are pledged as collateral.

Processing Fees
Transaction Execution Charges:
Charged on most transactions as indicated on the transaction confirmation you receive.

Returned Deposit Items (Check or EFT):
Assessed when a third-party check is deposited into your account and is returned for insufficient funds by the institution from which it was drawn.

Security Processing:
Costs associated with the deposit of some foreign physical securities vary depending on the depository that holds your security. Additional out-of-pocket expenses, such as depository fees, taxes and mailing costs, may also be charged.

Physical Certificate Issuance:
Assessed for each physical certificate issued.

Re-Registration of Physical Client Name Certificates or Registered Stock:
Determined by the security's transfer agent and applies to certificates submitted for service transfers, such as change of registration, legend removal, or certificate cancellation.

Physical Certificate Deposit Rejects:
Assessed when a certificate presented for processing is discovered to have been stopped by the shareholder or canceled through participation in a corporate action. This fee is a pass- through fee determined by the Depository Trust & Clearing Corporation.

Transfer Fees:
Transfer of an account from your custodian to another firm.

Service Fees

Outgoing Wire Transfers
Deregistration Fees
Estate Account Fees
Stop payment
Search for Records:

Early Payout of Money:
Possible fee plus interest. Interest is assessed for the number of days payout is received prior to settlement date.

International Foreign Exchange Conversion:
The costs for this service are embedded in the foreign exchange rate.

SECTION IV—INVESTMENT PRODUCTS AND SERVICES

OVERVIEW
We offer a wide range of investment products. Deciding which products and services to invest in can be complex. It is important for you to work with your portfolio manager to evaluate whether the objectives, risks, costs, and other characteristics of a product or service are aligned with your individual needs and objectives.

Product Limitations, Generally
All securities available to the market are not offered by us due to structure, size, and liquidity of the security or similar characteristics of the security or underlying investments.

Although we do provide any research our parent company does. They do not publish proprietary fixed income research on individual bonds or cover all stocks in our proprietary equity research, portfolio managers have access to independent third-party research which can be furnished on request. Additional limitations may be noted in the product and service sections below.

Additional Information, Generally
Certain products have offering documents that are created by the issuer to provide additional information specific to that product, including specific conflicts of interest. These offering documents are often referred to as "prospectuses," "official statements," "offering circulars," or "offering memoranda." It is imperative that you

discuss with your advisor and understand a product's relevant offering documentation prior to deciding to invest. Offering documents for products or services offered by our affiliates will contain additional information related to conflicts of interest specific to the affiliate relationship. You will also be subject to additional terms, conditions, and disclosures in additional agreements, documents, and other disclosures we send you from time to time.

UNDERSTANDING INVESTMENT RISKS

Investing is a serious business, which, while offering potentially positive returns over the long run, merits your attention to the associated risks, to the decision- making process, and to changes in your financial needs that may necessitate alterations to your investment approach. You should remember that you bear the risk of loss when investing, and that usually the higher the potential reward, the greater the potential risk of an investment.

While we will take reasonable care in developing and making recommendations to you, securities involve risk, and you may lose money. There is no guarantee that you will meet your investment goals, or that our recommended investment strategy will perform as anticipated. Please consult any available product offering documents for any security we recommend for a discussion of risks associated with the product. We can provide those documents to you, or help you find them.

Securities investments, including mutual funds and even government bonds, are not insured by the federal government against market loss. All investments contain some measure of risk, from the high risks attendant to investing in small, unproven companies to the risks of price fluctuations based on interest rate changes in investments issued by the U.S. Treasury, if sold prior to maturity. Furthermore, reasonable investment objectives can be hindered by factors outside of anyone's control. Among others, you face the following investment risks:

Market Risk: The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is created by external factors independent of a security's particular underlying circumstances. For example, political, economic, and social conditions may trigger market events.

Interest Rate Risk: Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.

Liquidity Risk: Liquidity is the ability to readily convert an investment into cash. Generally, standardized products with active trading markets are more liquid. For example, U.S. Treasury securities are highly liquid, while real estate properties are not.

Reinvestment Risk: The risk that future proceeds from investments will be reinvested at a potentially lower rate of return (interest rate). This primarily relates to fixed income securities.

Business Risk: These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk to profitability than an electric company, which generates its income from a steady stream of customers who buy electricity regardless of the economic environment.

Financial Risk: Excessive borrowing to finance a company's operations increases the risk of loss, as a company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy or a decline in the market value of a company's securities. Senior debt instruments (e.g., secured bonds) generally have a higher priority of payment if an issuer's financial strength declines when compared with equity investments (e.g., common stocks), and a company facing financial challenges generally must stop paying dividends to shareholders before interrupting interest payments to bondholders.

Correlation Risk: This is the risk that the actual correlation (a statistical measure of how two or more variables move in relation to each other) between two assets (or variables) will be different than the correlation that was assumed or expected. Differences between the actual and expected correlation may result in a security being riskier than was anticipated.

Counterparty/Default Risk: This is the risk that a party to a contract will not live up to (or default on) its contractual obligations to the other party to the contract.

Valuation Risk: This is the risk that an asset is improperly valued in relation to what would be received upon its sale or redemption at maturity.

Inflation Risk: When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.

Currency Risk: Foreign investments are subject to fluctuations in the value of the
U.S. dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.

Tax Risk: This is the risk that tax laws may change and impact the underlying investment premise or profitability of an investment.

Cybersecurity Risk: Intentional cybersecurity breaches include unauthorized access to systems, networks, or devices (such as through "hacking" activity); infection from computer viruses or other malicious software code; and attacks that shut down, disable, slow, or otherwise disrupt operations, business processes, or website access or functionality. In addition, unintentional incidents can occur, such as the inadvertent release of confidential information. A cybersecurity breach could result in the loss or theft of client data or funds, the inability to access electronic systems ("denial of services"), loss or theft of proprietary information or corporate data, physical damage to a computer or network system, or costs associated with system repairs. Such incidents could cause an investment fund, the advisor, a manager, or other service providers to incur regulatory penalties, reputational damage, additional compliance costs, or financial loss.

Technology Risk: Digital and network technologies are critical to conducting business and we maintain substantial computerized data relating to client account activities. These technologies include those owned or managed by us as well as those owned or managed by others, such as financial intermediaries, pricing vendors, transfer agents, and other service providers. Technology systems may fail to operate properly or become disabled as a result of events or circumstances beyond our control or the control of our service providers. Technology failures, including those arising from use of third-party service providers or client usage of systems to access accounts, could have a material adverse effect on our business or our clients and could result in, among other things, financial loss, reputational damage, regulatory penalties, or the inability to conduct business.

Investing in **speculative securities**, such as low-priced stocks and newly issued equity securities, as well as securities of historically unprofitable companies, involve more than average risk and can experience volatile price behavior. For example, with respect to new industries, stocks issued by relatively unproven companies typically have valuations that materially exceed valuations based on traditional business methods. Options are similarly speculative as the price declines over the option's life unless the underlying stock price moves quickly. Although prospective investment returns may be higher than normal, only investors capable of sustaining the complete loss of their investments should purchase speculative securities.

INVESTMENT PRODUCTS & SERVICES

EQUITIES

Product Description

Equity investments are purchases of shares of securities issued by individual companies, which are typically traded on an exchange. Equity ownership may have a different format depending on the capital structure of a company. For example, ownership interests in Master Limited Partnerships (MLPs) and Real Estate Investment Trusts (REITs) are not structured as "shares," but instead are typically structured as "units" (*i.e.*, MLP Units) or REIT Shares of Beneficial Interest (SBI), usually for the purpose of maximizing tax efficiency.

Features and Characteristics

- Generally more liquid than other products, if traded on an exchange.
- Some offer dividends.
- Some have voting rights.
- Relatively low minimum investment amounts, when compared to other products.

Risks

- Can lose value based on poor performance of the issuer or during periods of low trading activity (*i.e.*, illiquidity).
- No FDIC insurance.
- Rights are junior to other creditors (*e.g.*, bondholders) in the event of bankruptcy.

Considerations

General Market Risk: Stock prices of companies with excellent results and fundamentals can decrease materially for substantial periods of time (*e.g.*, in a bear market).

Tax Considerations: Certain equity investments, such as MLPs and REITs, may pass tax liabilities directly to investors.

Initial Public Offerings: Investments in equity securities of newly-listed public companies have their own considerations. Please visit www.sec.gov/files/ipo- investorbulletin.pdf for an overview.

Costs and Fees Paid by Clients

- ***Execution Charges***
- ***Markup or Markdowns***: When equities are purchased or sold from our inventory, a markup or markdown (analogous to a commission) will be charged.
- Initial public offerings could have additional fees, which will be described in the applicable offering documents.

Compensation

Raymond James & Financial Advisor Compensation

- *Investment Advisory Management Fees*
- Additional costs and fees may be paid to us as described in *Section III— Compensation, Costs and Fees*.

Product Limitations

Please see the *Trading and Execution Services* section below and the *Product Limitations, Generally* subsection above.

Other Potential Conflicts of Interest

Initial Public Offerings: If our parent company acts as an underwriter for an issuer, they will be providing services for the issuer such as allocating investment opportunities and structuring the offering, and receiving compensation for such services, which could conflict with your interests.

Additional Information

As a market intermediary, our affiliated companies may execute trades that are in conflict with our research.

FIXED INCOME

Product Description

Most fixed income securities are debt instruments offering investors defined cash flows, *i.e.*, a fixed amount of interest, and a specific timeline for return of the par or face value on the bond. In general, specific characteristics of higher quality fixed income cause it to be one of the most predictable asset classes and thus a more conservative means to protect an investor's wealth and/or to provide steady income.

Features and Characteristics

Insurance: Some fixed income securities are insured. Any guarantees such as that of the CDIC, FDIC, or any other insurance applies only to the face value of the investment and not to any premium paid, nor does it protect the investor from market risk. There is always the risk that the insurer itself could declare bankruptcy or otherwise fail to meet its obligations under the insurance terms.

Optionality: Optionality refers to special options available to either the issuer or the bondholder. A common option is a call feature. An issuer with a call option is allowed to "call" or retire the bond issue on a predetermined date, at a predetermined price or according to a predetermined formula, prior to the stated maturity date. Callable bonds often provide investors higher yields versus non-callable bonds to compensate investors for the additional risk associated with a call. An issuer would typically call a bond if interest rates are lower and it is advantageous to them to reissue new debt at a lower interest rate.

Conversely, a put feature allows the investor, or bondholder, to "put" (retire) a bond early and retrieve their invested principal prior to the maturity date, subject to limitations. Additionally, some bonds have a convertible feature, allowing the holder to convert the bond into stock of the issuing company.

Redemption Provisions: These provisions provide the issuer an option to repay principal prior to maturity and may change the term of the investment, which may affect price or yield calculations

Estate Protection Feature (Survivor's Option): Certain bonds include a feature allowing the estate of the beneficial holder to redeem the bond for face (par) value in the event of the beneficial holder's death, regardless of the price at which the security is trading at that time. If this security has a zero coupon, then it will be redeemed at the accreted value. As certain limitations may apply such as holding periods or annual limitations, please refer to each individual issuer's offering documents. Brokered certificates of deposit (CDs) also generally include an estate protection feature.

Original Issue Discount (OID): These securities are issued at a price less than the stated redemption price at maturity. OID may be deemed interest income and may be reportable for tax purposes as it accrues whether or not you receive any interest payments from the issuer during the year. Please consult with your tax advisor regarding specific OID tax treatment.

Step-Up Coupon Securities: These securities increase their coupon payments over a period of time according to a predetermined schedule, unless called at the issuer's option. Coupon adjustments may not reflect changes in interest rates. When investing in a step-up security, you may be accepting lower yields initially than comparable fixed-rate securities in return for the potential of receiving higher yields over the life of the investment. However, there is a greater likelihood that the issuer will call these bonds when prevailing interest rates are lower than the current coupon, potentially affecting the yield on the security.

Variable Coupons: Also referred to as "floater" or "adjustable" rate bonds, these pay interest at rates which vary over time and are tied to a specific index such as Treasuries, the London Interbank Offered Rate (LIBOR), an inflation index, or some other benchmark or combination of indices. Interest payments may fluctuate. Variable rate bonds provide the holder with additional interest income if the underlying rates rise, or with reduced interest income if the rate falls. On July 27, 2017, the United Kingdom's Financial Conduct Authority (FCA) announced that it will no longer persuade or compel banks to submit rates for the calculation of the LIBOR rates after 2021. A change in the reference rate may have a material impact on the value of any securities based on or linked to a LIBOR benchmark.

Zero Coupon Bonds: These securities may have higher price fluctuations since there are no regular interest payments. These are bonds issued at a deep discount. The redemption is for the full face value making up for the lack of periodic interest payments through a lump sum payout at maturity.

Risks

Credit Risk: Generally, bonds with a lower credit rating indicate a higher potential for financial risk and will generally command a higher offering yield. Conversely, bonds with a higher credit rating indicate less likelihood for financial difficulties and generally provide a lower yield to investors. The absence of a rating may indicate that

the issuer has not requested a rating evaluation, insufficient data exists on the issuer to derive a rating, or that a rating request was denied. Non- rated securities tend to be more speculative in nature and are less liquid. Although rating agencies assist in evaluating the creditworthiness of an issuer, ratings are not recommendations to buy, sell or hold a security, nor do ratings remove market risk. In addition, ratings are subject to review, revision, suspension, reduction, or withdrawal at any time, and any of these changes in ratings may affect the current market value of your investment. A rating agency may also place an issuer under review or credit watch, which may be another indicator of a future rating change. Your trade confirmations, online accounts, and monthly statements display only the ratings of those rating agencies to which we subscribe.

For more information on rating agencies, including important disclosures regarding the rating process, please visit www.moodys.com, www.standardandpoors.com, and www.fitchratings.com.

Default Risk: An obligor's inability to remain solvent and pay any outstanding debt obligations in a timely manner. Adverse changes in the creditworthiness of the issuer (whether or not reflected in changes to the issuer's rating) can decrease the current market value and may result in a partial or total loss of an investment.

Interest Rate Risk: Generally, as interest rates rise, the price of a bond will fall and conversely, as interest rates fall, the price of a bond will rise. The yield offered on bonds is based upon a collective associated-risk evaluation, coupled with a market-determined spread over a similarly traded riskless transaction (historically measured versus a similar maturity U.S. Treasury bond). As interest rates fluctuate, the yield on most bonds will be adjusted accordingly.

Reinvestment Risk: Timing of reinvestment of returning interest or principal can cause an investor's return to fluctuate. In a falling interest rate environment, an investor will likely benefit from higher coupons and longer maturities as this prevents the need to reinvest into a lower, less favorable interest rate environment. If interest rates are rising, higher coupon and/or short maturities allow an investor to take advantage of rate increases and put their money to work at improving interest rates.

Liquidity Risk: Liquidity is the ability to sell (liquidate) a position. Many fixed income securities trade in an active secondary market and many broker/dealers, including us, may maintain a secondary market in securities; however, there is no assurance that an active market will be maintained.

Purchasing Power Risk: The risk that, over time, inflation will lower the value of the returned principal. This means that an investor will be able to purchase fewer goods and services with the proceeds received at maturity.

Non-U.S. Bonds: These securities are subject to additional risks, including without limitation, liquidity, currency fluctuations, differing accounting standards, political and economic instability, and differing tax laws.

Common Types of Fixed Income
Securities Offered at Raymond James

Corporate Bonds are debt obligations issued by companies, most of which represent unsecured promises to repay the principal at a pre- determined future date, although some may be secured by a lien on certain corporate assets. In most instances, the issuing company also agrees to pay interest to investors. As bonds are obligations of the issuer to pay back borrowed funds, they generally have a higher priority to pay interest prior to any dividend distributions on the issuer's preferred or common stock.

Mortgage-backed securities and ***Collateralized Mortgage Obligations*** are priced based on an average life, which includes prepayment assumptions that may or may not be met, and changes in prepayments may significantly affect yield and average life. The actual maturity date may be shorter than stated. For more information, please review FINRA's Investor's Guide to Mortgage Securities and collateralized mortgage obligations at www.finra.org.

Preferred Securities are comparable to fixed income investments as their coupon/dividend payments are generally fixed over the term of the investment and will react similarly to other debt investments to changes in market conditions. Some preferred securities pay variable payments that fluctuate and may provide the holder with

additional income if the underlying rates rise or with reduced income if the rate falls. Please refer to description of "Variable Coupons" paragraph referenced above. Preferred securities present a greater risk than corporate bonds because they are generally subordinate to debt in liquidation priority. Preferred securities are quoted on either a current yield basis, or a yield-to-call basis if trading at a premium. For preferred securities that pay dividends, the dividend is paid at the discretion of the issuer's board of directors and holders generally do not have voting rights. Preferred dividends may be cumulative or non-cumulative.

Some preferred securities may have a deferred interest feature, which allows the issuer, in certain circumstances, to defer payments between 5 to 10 years or longer depending on the security. The deferred income will generally accumulate, and may be treated as ordinary income for the year in which it is accrued, even though the holder of the security receives no payment until the issuer reinstates interest payments. If deferred, the ability of the issuer to reinstate interest payments is subject to the creditworthiness of the issuer. Changes in income payments may significantly affect yield and final term of the investment and consequently the price may decline significantly. Additionally, preferred securities generally carry no change of control provisions.

U.S. Treasury securities are issued and guaranteed by the U.S. government and, if held to maturity, generally offer a fixed rate of return and guaranteed principal value. U.S. government bonds are guaranteed as to the timely payment of principal and interest; however, these securities are subject to market risk if sold prior to maturity. The U.S. Treasury also issues two-year maturity floating rate notes that pay interest and adjust payments quarterly, as well as Treasury Inflation- Protected Securities (TIPS) for which the principal is adjusted periodically to reflect changes in the Consumer Price Index. Since interest is paid on the adjusted principal, the semi-annual payments may fluctuate. At maturity the investor receives either the higher adjusted principal or the face value.

Costs and Fees Paid by Clients

Identify whether your transaction occurs in the new issue (primary) or secondary market: Like other investments, fixed income securities purchased as new issues take place in the primary market and most bonds bought or sold after the issue date occur in over-the- counter secondary markets which do not generally publish closing prices. Two websites offer information about the prices of transactions in specific bonds including trade history as well as additional market data, offering disclosure documents and education material. For municipal bonds, please visit EMMA at emma.msrb.org/. For other bonds and fixed income securities, please visit bondfacts.finra.org/.

- Primary Market: Details of costs and fees incurred in new issue purchases are disclosed on trade confirmations and in the applicable offering documents.
- Secondary Market: The price paid by you (and by extension, the amount received by your custodian) may be increased or decreased by a markup or markdown, respectively. Markups and markdowns are based on the prevailing market price at the time of trade and represent compensation paid to the advisor and us. In addition to any markup or markdown, you should expect that we will realize a trading profit or loss on a secondary market transaction.

Compensation

Raymond James & Financial Advisor Compensation

Primary Market: Compensation from the issuer on sales of new issue fixed income securities is generally embedded in the initial offering price through a sales concession or placement fee retained by your custodian, and a portion of an underwriting fee if an affiliate is the underwriter on a fixed income security issuance, as disclosed more fully in the applicable offering documents.

Secondary Market:

- Your purchase or sale of a fixed income security in the secondary market executed on a principal basis may include a markup or markdown paid to your advisor and us. The price paid or received may also result in a trading profit or loss to the custodian.
- Your purchase or sale of a fixed income security in the secondary market executed in a riskless principal or agency capacity may include a commission paid to your custodian. The price paid or received may also result in a trading profit or loss to a firm other than the custodian.

Raymond James Compensation Additional costs and fees may be paid to us as described in *Section III—Compensation, Costs and Fees*.

Additional Information
Before investing in any fixed income investment, we encourage you to read the relevant offering documents, which are available from the issuer and your portfolio manager.

Trade confirmations and statements should also be carefully reviewed and will disclose additional information regarding the capacity in which we are acting and information regarding compensation.

MUTUAL FUNDS
Product Description
A mutual fund is a collection of securities owned by a group of investors and managed by a professional investment adviser. A mutual fund pools investors' money to invest in a specific asset class or classes by investing in individual, or a combination of several, underlying securities including, but not limited to, stocks, bonds, money market funds, options, and currencies. Most mutual funds have a particular objective such as immediate income, income and growth, or long-term growth.

Features and Characteristics
- Professional management.
- Potential diversification.
- Daily pricing and redemption.
- Low minimum investment amounts.
- Generally lower management-related expenses when compared to other forms of professionally advised investments.

Risks
- May lose value based upon market movements in individual securities within the portfolio.
- Concentration within a particular asset class, security type, industry sector, or geographic region.
- Illiquidity of underlying investments within a mutual fund.
- Underlying investments may carry additional risks. Please see the applicable prospectus and the relevant sections of this document, such as the descriptions of fixed income or equities, for additional risks related to underlying securities.

Costs and Fees Paid by Clients
Costs and fees vary between mutual fund products—it is imperative that you review the relevant mutual fund prospectus for a detailed description of charges you will incur.

Ongoing Costs
- Management and operational fees.

Sales Charges
Front-end sales charge/ commission based on initial investment, which may be discounted for numerous reasons, including larger investments, subsequent investments, or investments in other mutual funds within the same family.

Back-end sales charges/ commission assessed on an annual basis, based on initial investment, and potentially additional charges, known as a Deferred Sales Charge (DSC), if sold in a short period of time.

F Class Mutual Fund charge an annual management fee charged over life of investment, based on investment amount.

Redemption Fees
Mutual funds are generally part of a longer-term investment strategy, and some mutual fund companies will impose a redemption fee (also called an exit fee, a market-timing fee, or a short-term trading fee) if shares are sold within a certain time period, as outlined in the prospectus.

Compensation

Raymond James & Financial Advisor Compensation

- Portion of the commission/sales charge, which varies in amount by fund. We do not allow new purchases on non-fee based mutual funds but existing holdings purchased previously may be held in your account but no management fee will be charged.

Raymond James Compensation

- Payments from certain mutual fund companies for education and marketing support services (sometimes referred to as revenue sharing).
- Additional costs and fees may be paid to us as described in *Section III— Compensation, Costs and Fees*.

Product Limitations

Funds available for purchase through us are generally limited to fund companies that provide us with the compensation described above, with a few exceptions, and that have been positively evaluated through the due diligence process. Thus, not all mutual funds available to the investing public will be available to you through Raymond James, including funds with lower fees and expenses.

We do not make available all share classes offered by a fund company for which a client might otherwise be eligible to purchase. This means that lower cost share classes might not be available to you through Raymond James, even though you might otherwise be eligible to purchase those lower share classes elsewhere.

Please refer to the *Product Limitations, Generally* subsection above.

Other Potential Conflicts of Interest Because Carillon Tower Advisers, Inc., and its subsidiaries ("CTA") are affiliates, we receive additional revenue from the sale of funds in the Carillon Family of Funds (specifically, CTA's management related fees and expenses). However, portfolio managers do not receive additional compensation or incentives for recommending a fund in the Carillon Family of Funds.

Additional Information

Prospectus. Before investing in any mutual fund, we encourage you to read the relevant prospectus or fund facts document, which is available from the fund company and your portfolio manager, and to review the investment manager's experience, qualifications, tenure, and track record.

Mutual Funds vs ETFs. There are a variety of ways to invest in the market and many products offer the same or similar strategies and investments, but are structured or packaged in different ways. One example is exchange traded funds ("ETFs"), which share many characteristics with mutual funds, but have some important differences. Both are suitable options if you are looking for low minimum investment amounts. ETFs offer slightly more price variation—you can buy or sell as the price changes throughout the day, whereas mutual fund prices are held constant for an entire day. Mutual funds generally have more active management whereas ETFs are generally passive and designed to track the market index. There are other relevant factors to consider when choosing an investment, such as liquidity and specific product costs. You should speak with your financial advisor about which options may be best for you.

No FDIC/CDIC Insurance. While money market mutual funds are often considered cash alternatives and are traditionally lower risk products, they are not insured by the FDIC. If cash was held at a registered bank entity, you could receive the additional protection of FDIC/CDIC insurance.

CLOSED-END FUNDS

Product Description

Closed-end funds (CEFs) are publicly traded investment vehicles that are actively managed by investment advisers. CEFs have many characteristics that are similar to other pooled investment products, but also have several unique structural differences that should be understood before purchasing shares of a CEF. Shares of CEFs are offered through an initial public offering (IPO), after which they are traded on a stock exchange, similar to equities. The number of shares traded after an IPO are then fixed and the fund is "closed" to additional investment. Similar to open-end mutual funds, each closed-end fund has a net asset value (NAV) which is calculated as net assets of the fund divided by shares outstanding. Unique to closed-end funds, however, buyers and sellers interact throughout the day in an exchange, providing intraday liquidity. As a result of trading in the secondary market, CEFs will have

both a market price and a net asset value (NAV). The market price of the fund will then fluctuate based on supply and demand and the value of the underlying securities, which will often lead to a disconnect between price and NAV. This imbalance is what is described as a premium (when a fund's market price is above its NAV) or a discount (when a fund's market price is below its NAV). This is one of the characteristics that differentiate CEFs from their open-end mutual fund counterparts.

Features and Characteristics

- Professional management.
- No minimum investment restrictions or minimum holding periods on purchases.
- Potential intraday liquidity.
- Typically have lower fees than standard open-end mutual funds.

Risks

- Investor sentiment for a particular portfolio manager, fund sponsor, sector, or investment style of a CEF all interact to push the price of a fund to a discount or premium.
- Potential illiquidity of shares since shares cannot be purchased or sold directly through the fund company; liquidity is subject to the fund's trading volume in the market.
- CEFs typically trade at a premium to NAV immediately after their IPO.
- Many CEFs utilize lower-quality securities with leverage to enhance yield, which can generate principal losses, particularly in periods of rising interest rates.

Costs and Fees Paid by Clients

Management and operational fees, as more fully described in the applicable prospectus. This includes the cost of borrowing if applicable.

Compensation

Raymond James & Financial Advisor Compensation

Advisory management fees on the value of assets held.

Raymond James Compensation

- Underwriting compensation to our parent company if they participate in a public offering of CEF shares.
- Additional costs and fees may be paid to the custodian as described in Section III— Compensation, Costs and Fees.

Product Limitations

Please refer to the *Product Limitations, Generally* subsection above.

Other Potential Conflicts of Interest

Our affiliate receives compensation from the management of the Eagle Growth and Income Opportunities Fund (ticker symbol: EGIF).

Additional Information

Closed-end funds come in many varieties. They can have different investment objectives, strategies, and investment portfolios. They also can be subject to different risks, volatility, and fees and expenses. Before investing in any CEF, we encourage you to read the relevant prospectus and the CEF's most recent shareholder report, which is available from the fund company and your portfolio manager.

CEFs differ in many respects from mutual funds (also known as open-end funds). Both generally benefit from active professional management, diversification, and defined investment objectives; however, mutual funds issue and repurchase shares directly with the fund sponsor, as needed. Mutual fund shares are issued or redeemed by the sponsor at NAV, which is calculated at the end of the trading day. In contrast, CEF have a fixed number of shares that are bought and sold in an intraday market at prices determined by supply and demand. Therefore, in a mutual fund, the price an investor pays reflects the value of the underlying securities, rather than demand for the fund.

Conversely, CEFs trade in the secondary market, with prices fluctuating throughout the day. CEFs do not incur the ongoing costs associated with creating and redeeming shares and typically have lower fees than standard mutual funds. There are also no minimum investment restrictions or minimum holding periods on purchases of CEF shares.

EXCHANGE TRADED PRODUCTS

Product Description

Exchange Traded Products ("ETPs") are investment products that are listed on a national stock exchange and can be bought and sold in the equity trading markets. ETPs encompass a number of structures which track an underlying benchmark, index, or portfolio of securities and commodities. ETPs may be structured as registered unit investment trusts (UITs), exchange-traded funds (ETFs), exchange- traded notes (ETNs), grantor trusts, or commodity pools.

The majority of ETPs are structured as UITs or ETFs whose shares represent an interest in a portfolio of securities that either track an underlying benchmark or index. In order to achieve their objectives, ETPs generally either (a) directly invest in assets such as stocks, bonds, currencies, or commodities that underlie the benchmark, or (b) utilize a representative sampling strategy that attempts to achieve a similar performance to the benchmark without investing in all of the underlying securities of the benchmark. Further description of each ETP's underlying portfolio is available in the respective ETP's prospectus.

A number of ETPs employ, to varying degrees, more sophisticated financial strategies and instruments such as leverage, futures, swaps, and derivatives, in order to achieve their investment objectives. Those ETPs are commonly referred to as "Non-Traditional ETPs." Non-Traditional ETPs are more complex than traditional ETPs and may not be appropriate for all investors. These may include some ETNs, leveraged or inverse ETPs, some actively-managed ETPs, futures-linked ETPs, volatility ETPs, and other products.

Types of ETPs Offered at Raymond James

Passive or Non-Managed ETPs: These products seek to replicate the performance of an index or benchmark that they track.

Leveraged and Inverse ETPs: Two types of passive or non-managed ETPs are leveraged ETPs and inverse ETPs. Leveraged ETPs seek to deliver multiples of the performance of the index or benchmark they track, whereas inverse ETPs seek to deliver the opposite of the performance of the index or benchmark they track. Most leveraged and inverse ETPs "reset" daily, meaning that they are designed to achieve their stated objective on a daily basis, and meaning that they are highly subject to volatility risk.

Actively-Managed ETPs: These products do not seek to replicate the performance of a specified passive index of securities. Instead, they use an active investment strategy to attempt to meet their investment objective. An investor's decision would usually be based on their assessment as to whether the ETP investment manager can select securities that will lead to outperformance versus the benchmark, net of the ETPs fees, over a given market cycle or longer period of time.

Volatility ETPs: Some "Non-Traditional ETPs" may use a volatility component as a part of their overall strategy, while other ETPs may identify exposure to volatility as a primary investment objective. Furthermore, some products may seek inverse, leveraged, or leveraged inverse exposure to the CBOE Volatility Index (VIX). Volatility ETPs are not based on, nor do they track, the returns of the VIX, and thus the performance of a volatility ETP will not actually mimic the performance of the VIX.

Exchange-Traded Notes ("ETNs"): A common name for a senior, unsecured debt obligation designed to track the total return of an underlying market index or other benchmark, minus investor fees. The repayment of the principal, interest (if any), and any returns at maturity or upon redemption are dependent on that issuer's ability to pay. Thus, the issuer's potential to default is an important consideration for ETN investors.

Exchange Traded Funds ("ETFs"): These products are typically managed by an investment company whose primary objective is to achieve the same or similar return as a particular market index. ETFs are similar to index funds in that they are primarily invested in the securities of companies that are included in a particular market index. ETFs can be invested either in all of the securities or in a representative sample of the securities included in the index. ETFs may be bought or sold throughout the day on the secondary market, but are generally not redeemable by non-institutional investors for the underlying basket of securities they track. ETFs are more appropriate for those willing to achieve market-like returns, with lower management fees and operating expenses, but with little potential to outperform the respective indexes the funds track.

Features and Characteristics

- Professional management.
- Low minimum investment amounts.
- Generally lower management-related expenses than mutual funds.

Risks

- If you hold leveraged or inverse ETPs for long periods of time, their performance can diverge significantly from the performance (or inverse of the performance) of their underlying index or benchmark during the same period. This could lead to increased levels of risk, including without limitation, market risk, volatility risk, liquidity risk, and positive and negative compounding risk. This effect can be magnified in volatile markets and thus these products are primarily appropriate for short-term trading strategies.
- Actively-managed ETPs typically charge higher fees than ETPs that passively track an index.
- For ETNs, the repayment of principal, interest (if any), and any returns at maturity or upon redemption, are dependent on that issuer's ability to pay. Thus, the issuer's potential to default is a risk. Furthermore, if the issuer's credit rating is downgraded, the trading price of an ETN in the secondary market may be adversely impacted.
- Certain ETFs may be classified as partnerships for U.S. federal income tax purposes. This may result in unique tax treatment, including Schedule K-1 reporting.
- The buying and selling of contracts in the futures market, which could result in losses, could adversely affect the value of the index underlying your ETPs and, accordingly, decrease the value of your investment.
- Risks associated with municipal bond ETPs may include, without limitation, unmanaged investments, financial condition of the underlying issuers, limited diversification, market fluctuations, and illiquidity of the underlying securities.
- The ability of ETP issuers to perpetually create new shares contributes to ETPs efficiently and accurately tracking their respective indices. However, under certain circumstances, issuers may cease or suspend creating new shares, which may cause ETPs to trade at a price that differs significantly from the value of its underlying holdings or index. Furthermore, all ETPs may trade at a premium or discount to their NAV (or indicative value in the case of ETNs).
- Some ETPs may have low trading volumes, which could adversely impact your ability to buy or sell shares at the desired price and quantity.
- ETPs can be liquidated for a variety of reasons, which can cause forced taxable events for investors, including capital gains distributions. Furthermore, there can be closing costs associated with the final liquidation of the ETP as well as index tracking uncertainty as the ETP liquidates its assets.

Costs and Fees Paid by Clients

Management and operational fees, as described in the prospectus.

Compensation

Raymond James & Financial Advisor Compensation

- Portfolio Management Fees
- Additional costs and fees may be paid to us as described in Section III— Compensation, Costs and Fees.

Raymond James Compensation

- Payments from certain ETP companies for education and marketing support services (sometimes referred to as revenue sharing). For a list of fund companies that have agreed to participate in our education and marketing support program.
- Additional costs and fees may be paid to us as described in *Section III— Compensation, Costs and Fees.*

Product Limitations

Certain ETPs are only available on a limited basis due to the investment strategies or underlying investments employed by the product.

Please refer to the *Product Limitations, Generally* subsection above.

Other Potential Conflicts of Interest

Affiliated companies may receive additional compensation from the sale of certain ETPs. Specifically, they receive an index licensing fee related to the Invesco Raymond James SB-1 Equity ETF (ticker symbol: RYJ).

Additional Information

Before investing in any ETP, we encourage you to read the relevant prospectus, which is available from your financial advisor.

ALTERNATIVE INVESTMENTS

Product Description

Alternative investments are securities products that serve as alternatives to more traditional investment asset classes and may include investment products such as hedge funds, private equity funds, and private real estate funds. Through our portfolio managers, we offer eligible clients a wide range of alternative investments.

Features and Characteristics

- Diversification.
- Access to managers not generally available to individual investors.
- Limited liquidity.
- Tax reporting considerations (some investments produce Form 1099s, while others produce Schedule K- 1's).
- Long-term strategies.

Risks

- Alternative investments involve substantial risks that may be greater than those associated with traditional investments, and are not suitable for all investors.
- Risks include, but are not limited to, limited liquidity, tax considerations, incentive fee structures, potentially speculative investment products, and different regulatory and reporting requirements.
- Alternative investments often have higher management fees than more traditional investments such as mutual funds.

Costs and Fees Paid by Clients

Fees and expenses related to alternative investments are often higher than those of more traditional investments. Each investment will differ in the types and calculation methodologies of fees and expenses, but the following are the primary categories of fees and expenses that are common to many alternative investments. You should review the offering documents carefully for a complete listing and description of all fees and expenses associated with a particular investment.

Management Fees: The fund manager for any particular investment will often charge a management fee that is based on the total value of your investment.

Incentive-Based Compensation: Many alternative investment managers receive incentive-based compensation (also known as incentive fees or carried interest) in addition to management fees. Incentive-based fees typically

involve the manager retaining a percentage of the investment's profits generated for clients.

Upfront or Ongoing Servicing Fees or Placement Fees: Many alternative investments have upfront costs and ongoing fees, generally based on the total amount of your investment, directly related to compensating your financial advisor and us, as described in the offering documents. You can expect that the total level of compensation received by us will be related to the total client capital placed with a particular manager or investment. Some of the upfront fees can be discounted at the discretion of your portfolio manager or by meeting certain volume discounts.

Redemption Fees: Some investments have direct or indirect costs related to liquidating your position, particularly if an investment is liquidated shortly after being purchased or if an investment is specifically designed to provide limited or no liquidity to investors. Redemption fees assessed by a manager are more fully described in the offering documents, as applicable.

Other Expenses: Alternative investment strategies may be accessed through a variety of legal structures, including mutual funds, limited partnerships, and limited liability companies. Investors may incur organizational and offering expenses that are related to the creation of the legal structure and marketing of the investment. These costs ultimately serve to decrease the amount of capital that is available to invest. Additionally, investors may incur other expenses that result based on the investment activity of the fund. For example, in a real estate fund, investors may be charged for expenses related to the acquisition of a property. In a hedge fund that shorts stock, there are costs associated with establishing and maintaining the short position. Generally, investors in alternative investment funds will also bear the cost of certain ongoing expenses related to administration of the investment. These expenses may include costs related to tax document preparation, auditing services, or custodial services.

Manager Fees & Expenses: Alternative investment managers may charge investors other fees and expenses. You should review the offering documents carefully for a complete listing and description of all fees and expenses associated with a particular investment.

Compensation

Raymond James & Financial Advisor Compensation

Management Fees: A portion of management fees to which the investment's investment manager is entitled. The portion of management fees we receive can be up to 100% of the management fee collected by an investment manager and may remain at that percentage for a specified period of time based on the level of sales or indefinitely depending on when the assets were placed.

Incentive-Based Compensation: A portion of incentive-based compensation to which the investment's investment manager is entitled. The portion of incentive fees we receive can be up to 100% of the incentive fee collected by an investment manager.

Upfront or Ongoing Servicing Fees or Placement Fees: A portion of the upfront and ongoing servicing fees references in the immediately preceding section on costs and fees.

Marketing and Education Support: Please refer to the description of *Non-Cash Compensation* in *Section III— Compensation, Costs and Fees*.

Additional costs and fees may be paid to us as described in *Section III— Compensation, Costs and Fees*.

Product Limitations

Alternative investments are only available to certain investors, based on the type of investment and the required qualifications for investors. Alternative investments available for purchase through us are generally limited to issuers that provide us with the compensation described above, with a few exceptions, and that have been positively evaluated through the due diligence process. Thus, not all alternative investments available to the investing public will be available to you through Raymond James, including investments with lower fees and expenses, and potentially higher returns.

Please refer to the *Product Limitations, Generally* subsection above.

Other Potential Conflicts of Interest
We make available to clients certain alternative investments created by issuers that may be advised by our affiliates or for which they serve as a general partner. You should expect that we will receive more revenue for selling these alternative investments because we (or our affiliate) receive compensation for providing these issuers with investment advisory, administrative, transfer agency, distribution, or other services that we may not provide to other issuers of alternative investments.

Additional Information
Before investing in any alternative investment, we encourage you to read the relevant prospectus or offering document, which is available from your financial advisor.

STRUCTURED INVESTMENTS
Market-Linked Notes and Market-Linked CDs
Product Description
Also commonly known as Market-Linked Investments, a structured investment starts with an ordinary investment like a stock, an exchange-traded fund (ETF), or a market index, commonly referred to as the "underlier." The structured investment is designed (or "structured") around the underlier, linking its performance to the underlier in some manner. Structured investments are distinct in that they come in a wide variety, each with unique terms and conditions designed to achieve specific investment outcomes. Some offer greater protection against loss with moderate or limited growth potential, while others possess greater growth potential but come with less downside protection. Others offer the potential to pay attractive periodic coupons, dependent on the underlier's performance. Structured investments are available in two distinct forms: market-linked certificates of deposit (MLCDs) and market-linked notes (MLNs).

Common Investment Objectives of Structured Investments
Risk-Managed Growth: Investors often want to see growth in their portfolio, but many wish to reduce their risk in achieving that growth. Structured investments provide a wide array of methods to participate in the performance of the underlier, often dependent on the amount of protection being offered.

Enhanced Income: For investors seeking enhanced income from their portfolio, structured investments can offer attractive coupon payments based on the performance of the underlier. The level of potential income depends on the underlier and level of protection provided by the terms of the investment.

Capital Preservation: MLCDs are designed to participate in some portion of the potential growth of the underlier. When held to maturity, MLCDs offer protection against possible declines in the underlier, and are insured. By investing in a MLCD, an investor forgoes the fixed payment of a traditional CD in exchange for the potential to earn a higher return based on the performance of the underlier. Certain MLNs may also offer capital preservation, subject to the credit risk of the issuer.

Risks
All investments possess risks that should be considered prior to investing. While each individual structured investment possesses unique risks, general considerations include:

Creditworthiness of the Issuer: While MLCDs are fully principal-protected (when held to maturity) and insured, MLNs are backed by the creditworthiness of the issuing firm. Similar to traditional bonds, if an issuer were to become insolvent, you are unlikely to receive all of your investment as detailed by the investment's terms. Understanding the credit risk associated with any structured investment is important.

Liquidity and Statement Value: Structured investments are designed to be held to maturity. While a guaranteed secondary market does not exist for structured investments, issuing firms will often offer to buy back investments prior to maturity, typically at a discount. This discounted value is reflected in your account during the term of the investment and represents the amount you could expect to receive if you chose to sell prior to maturity.

Fees: Structured investments typically involve greater fees than investing directly in the underlier. These fees are

typically stated on the front page of the investment's offering documents and should be considered when assessing the merits of any investment.

Performance: Even with protection features, an MLN investor can suffer a loss based on the terms and performance of the underlier. Understanding trade-offs and scenarios where the structured investment outperforms or underperforms the underlier is important when setting performance expectations. For instance, dividend payments on underliers are typically not captured by structured investments.

Complexity: Structured investments are often less familiar than traditional investments. Therefore, before deciding whether structured investments are right for you, review the terms and conditions outlined in the investment's offering documents and consult your financial advisor.

Costs and Fees Paid by Clients
New Issue Charge: You will often pay a sales charge when you buy a structured investment; no commission is paid on the sale of a structured investment.

Structuring Fee (*i.e.*, costs for creation and maintenance of the product): A portion of the purchase price incurred on the purchase of a structured investment; no structuring fee is paid on the sale of a structured investment.

Compensation
Raymond James & Financial Advisor Compensation
- Portfolio Management Fees.

Raymond James Compensation
- Additional costs and fees may be paid to us as described in *Section III— Compensation, Costs and Fees*

Product Limitations
Please refer to the *Product Limitations, Generally* subsection above.

Equity-Linked Notes
Product Description
Equity-Linked Notes (ELNs) are similar to certain other Market-Linked Investments, starting with a basket of individual equity stocks, commonly referred to as the "underlier." However, the ELN does not contain any optionality within the structure and is designed (or "structured") to pass through the underlier performance.

Common Types of Equity-Linked Notes Available at Raymond James

Research Recommended portfolios: Invests in companies recommended by our Equity Research analysts as part of an overall Equity Research list or published research theme.

Strategy portfolios: Seek to outperform a benchmark, such as a specific widely held index, using fundamental screens that reflect the historical behavior of the securities.

Income portfolios: Typically seek to provide dividend income and may also provide potential capital appreciation.

Sector portfolios: Invests in companies involved in a specific industry such as energy, health care, financial services, or technology.

Considerations of Structured Investments
All investments contain risks that should be considered prior to investing. While each individual ELN possesses unique risks, general considerations include:

Creditworthiness of the Issuer: ELNs are backed by the creditworthiness of the issuing firm. Similar to traditional bonds, if an issuer were to become insolvent, you are unlikely to receive all of your investment as detailed by the investment's terms. Understanding the credit risk associated with any structured investment is important.

Liquidity and Statement Value: ELNs are designed to be held to maturity. While a guaranteed secondary market does not exist for ELNs, issuing firms will often offer to buy back investments prior to maturity. This indicative value of the ELN is reflected in your account during the term of the investment and represents the amount you could expect to receive if you chose to sell prior to maturity.

Fees: Structured investments may involve greater fees than investing directly in the underlier. These fees are typically stated on the front page of the investment's offering documents and should be considered when assessing the merits of any investment. Fees paid by the client may include intellectual property licensing and other expenses incurred by issuers.

Performance: An ELN investor can suffer a loss based on the terms and performance of the underlier. While the ELN will pass through the performance of the underlier, there is no guarantee of that performance. Additionally, dividend payments on underliers are not received at the same time as received by holders of the underlier directly. They may be paid at specific times (*i.e.*, quarterly) or upon redemption.

Complexity: ELNs are often less familiar than traditional investments. Therefore, before deciding whether ELNs are right for you, review the terms and conditions outlined in the investment's offering documents and consult your financial advisor.

Costs and Fees Paid by Clients

- New issue commission charges.
- Structuring Fee: Costs of the issuer for creation and maintenance of the ELN (including any licensing fees). This covers all expenses of the ELN and, as such, there are no internal expenses for the portfolio. Please review the prospectus for a detailed listing of all fees.

Compensation

Raymond James & Financial Advisor Compensation

- Portfolio Management Fee.

Additional costs and fees may be paid to us as described in *Section III— Compensation, Costs and Fees*.

Additional Information

ELNs that you purchase from third-party issuers might be based on research provided by our affiliate's equity research department.

OPTIONS

Product Description

An option is a contract that provides you with either a right or an obligation related to an underlying security, such as a stock, index, or exchange-traded fund. There are two types of options, calls and puts, and you can buy or sell either one. Options have a strike price, also referred to as the exercise price (the price at which you exercise the option) and an expiration date.

A call option gives the holder the right to buy a security at the strike price prior to the expiration date, while a put option gives the holder the right to sell a security at the strike price prior to the expiration date. Buyers of calls believe that the market value of the security will increase substantially before the option expires, and want the right to buy the security at the lower strike price if that happens. Conversely, buyers of puts believe that the market value of the security will decrease substantially before the option expires, and want the right to sell the security at a higher strike price if that happens. Buyers of calls/puts hope to profit by exercising the option at a strike price that is lower/higher than the market value of the security (i.e. when the option is "in the money"). Instead of exercising the option, the holder of the option can also sell it to "close out the contract" and receive the difference between the strike price and the market price.

You can also sell calls and puts. For example, a seller of puts believes that the market value of the security will not fall before the option expires. Conversely, sellers of calls believe that the market value of the security will not rise before the option expires. Sellers of puts and calls hope to maximize their profit by generating income from the premium paid to them by the buyers and having the options expire unexercised (*i.e.* "out of the

money”).

Prior to transacting in options, clients complete and sign an Options Application and Agreement.

Features and Characteristics
- Tool for hedging and speculation.
- Income generation—receive premiums by selling options.
- Risk mitigation—reduce exposure to downside price risk for a currently owned security.
- Targeted selling—seek sale prices by the selection of an option strike price for a currently owned security.
- Stock acquisition—target specific acquisition prices via the option strike price to purchase a security.

Risks
- Complex and require a high level of attention to the trading markets.
- Speculative product that may lead to unlimited losses depending on the strategy used.
- May lose the entire amount committed to options in a relatively short period of time.
- Income generated from covered calls (a call option sold on a security owned), does not provide protection from significant downward price movement.
- A covered call writer (the person who owns the security and sold the call option on said security) gives up any appreciation above the strike price.
- The sale of shares due to assignment may result in a taxable gain for the option writer.

Costs and Fees Paid by Clients

Transaction Fee: A transaction charge may be assessed by your custodian.

Pricing Factors: If you are purchasing an option, its price is determined by many factors including:
- the remaining life of the option,
- the volatility of the underlying security,
- the relationship between the strike price of the option and the market price of the underlying security, and
- the underlying company's dividend payment record.

Compensation
Raymond James & Financial Advisor Compensation
- Portfolio management fee.

Other Potential Conflicts of Interest ***Payment for Order Flow***: Your custodian may receive payment for options orders routed directly to exchanges or via designated broker-dealer intermediaries for execution. Please see additional information at the top of *Section III* under *Indirect Compensation—Payment for Order Flow*.

Education and Marketing Support Payments: Please see additional information at the top of this *Section IV* under *Non-Cash Compensation*.

Additional Information
Due to the speculative nature of options, we do not allow more speculative strategies. Permitted strategies are outlined in your investment policy statement.

FINANCIAL PLANNING
Services Description
Through your portfolio manager or our parent company we offer various wealth planning and investment consulting services. Wealth planning services may include financial planning, retirement planning, and estate planning. Investment consulting services may include assisting with determining an investment profile, a portfolio holdings review, asset allocation review and proposal, and investment strategy recommendations. Both wealth planning and consulting services provide tailored advice and investment strategies based on clients’ individual needs. An advisory fee may be charged for these services, which is more fully detailed in the agreement.

AFFILIATE PRODUCTS AND SERVICES

Our affiliates provide a range of additional services and products that are available to you. You are under no obligation to purchase products or to select services from one of our affiliates, and many products and services are available from third parties, at either the same, greater, or less cost to you.

SECURITIES-RELATED LENDING

MARGIN

Service Description

If your account is approved for margin by both RJIC and your custodian, you will borrow funds using the securities in your account as collateral. When you buy securities on margin, you deposit a portion of the purchase price, and are extended credit for the remainder, resulting in a debit balance on your account (which will be reflected on your account statement). You are charged interest on your debit balance and required to maintain securities, cash, or other property to secure repayment of funds borrowed. Before using available margin in your account, you should carefully review the margin sections in the client agreement.

Features and Characteristics

- Margin interest may be tax deductible. Please consult your tax advisor for more details.You may use margin for various purposes, including investments in securities and withdrawal of funds for certain personal expenses.
- Interest is charged based on the amount borrowed, as further described below.

Risks

- You can lose more funds than you deposit in the margin account.
- You can be forced to sell securities in your account.
- Your securities can be sold without contacting you.
- You are not entitled to choose which securities in your margin account are sold to meet a margin call.
- Your custodian can increase their "house" maintenance margin requirements at any time and are not required to provide you with advance written notice.
- You are not entitled to an extension of time on a margin call.

Costs and Fees Paid by Clients

Interest Rates

- You are charged interest on any debit balances in cash accounts, or credit extended in margin accounts.
- The Base Lending Rate will be set with reference to commercially recognized interest rates, industry conditions relating to the extension of credit, and general credit market conditions. Your custodian can change the Base Lending Rate without prior notice.

Compensation

Financial Advisor Compensation

- Financial advisors may receive compensation based on the level of margin debit balances maintained with us.

Other Potential Conflicts of Interest

Fees for advice are based on the total asset value of the account. While a negative amount may show on your statement for the margined security as the result of a lower net market value, the amount of the fee is based on the absolute market value. This could create a conflict of interest where your portfolio manager benefits from the use of margin creating a higher absolute market value and therefore receive a higher fee.

Additional Information

Before trading stocks in a margin account, you should carefully review the Margin Agreement and the *Statement of Credit Disclosure* below in *Section V—Other Important Information.*

We believe that the use of margin generally adds risk to a portfolio that you should not assume unless you are prepared to experience significant losses. Losses in the value of an asset purchased on margin will be magnified

because of the use of borrowed money—you can lose more funds than you deposit in the margin account. In addition, you generally will not benefit from using margin unless the performance of your account exceeds interest expenses on the margin loan. You should also understand that the use of margin can negatively impact your ability to rebalance your account. You should carefully consider whether the additional risks are appropriate prior to using margin due to the increased potential for significantly greater losses associated with using margin.

Although not required, even if notice is provided with a specific date by which you must meet a margin call, your custodian can still take necessary steps to protect their financial interests, including immediately selling your securities without further notice.

Your custodian may lend the securities held in your account to others if you maintain a margin debit in the account. This will result in changes in the tax treatment of dividends paid on the loaned securities and/or loss of your voting rights for those securities.

SECTION V—OTHER IMPORTANT INFORMATION

STATEMENT OF CREDIT DISCLOSURE

Cash Accounts

Cash accounts may be subject, at the custodian's discretion, to interest on any debit balances resulting from failure to make payment in full for securities purchased, from proceeds of sales paid prior to settlement date or for other charges that may be made to your account.

Margin Accounts

By purchasing securities on credit, commonly known as margin, you can increase the buying power of your equity and increase the potential for profit, but you also increase the potential for loss. When you buy securities on margin, you deposit a portion of the purchase price, and you are extended credit for the remainder. The loan appears as a debit balance on your monthly account statement. You are charged interest on your debit balance and are required to maintain securities, cash or other property to secure repayment of funds advanced.

You will be charged interest for any credit extended to you for the purpose of buying, trading or carrying securities, for any cash withdrawals made against the collateral of securities, or for any other extension of credit. When you are payed funds in advance of settlement on the sale of securities, you will be charged interest on the amount paid from date of payment until settlement date. If any other charges are made to your account for any reason, you may be charged interest on the resulting debit balances.

FINANCIAL ADVISOR CERTIFICATIONS AND PROFESSIONAL DESIGNATIONS

The ability to provide financial advice and conduct sales activities in the securities and insurance industries requires registration with a regulatory body. Conversely, professional designations are generally administered by an issuing organization (independent from us) that determines the criteria needed to earn the designation. Some designations involve fairly rigorous standards to earn and maintain the designation, allow investors to verify the status of individuals claiming to hold that designation, and a few even have a formal disciplinary process. Other designations may have less rigorous requirements. If your financial advisor holds out a designation, you should discuss with your financial advisor the meaning of such designation. We are not bound by the standards of any such organizations, and your relationship with us is governed by the terms of the applicable client agreements you have entered into with us and by the standards of conduct of regulatory and self-regulatory organizations with jurisdiction over us.

BUSINESS CONTINUITY

Raymond James Investment Counsel Ltd. leverages the Business Continuity Planning and Plan (BCP) our parent company, Raymond James Ltd. (the "Firm"), and works closely with business units and the Firm's Information Technology Department to employ a standardized framework for building, maintaining, and testing business continuity plans. The continuity plans are created using an all hazards approach, including baseline requirements and strategies that address incidents of varying scope. Plans are designed to allow for continued operations of critical business functions, which include providing clients with prompt access to their funds and securities.

RAYMOND JAMES CONTACT INFORMATION

Please reach out to your financial advisor with questions regarding any of the materials contained in this document.

RAYMOND JAMES
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