



THE
PACIFIC
FINANCIAL
GROUP
INC.

Part 2A of Form ADV: *Firm Brochure*

The Pacific Financial Group

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This Disclosure Brochure provides information about the qualifications and business practices of The Pacific Financial Group (hereinafter “TPFG”). If you have any questions about the contents of this brochure, please contact Y. Jill Dildine, Chief Compliance Officer at 425.451.7722 or tpfg@tpfg.com. The information in this Disclosure Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Any references to or use of the terms “registered investment advisor” or “registered”, does not imply TPFG or any person associated with TPFG has achieved a certain level of skill or training.

Additional information about TPFG is available on the SEC’s website at www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as a CRD number. The CRD number for TPFG is 105203.

Item 2. Summary of Material Changes

The purpose of this page is to inform you of any material change since the last annual update to our Disclosure Brochure. If you are receiving this Disclosure Brochure for the first time, this section may not be relevant to you.

The Pacific Financial Group, Inc. (“TPFG”, “we”, “firm”, “our”, or “us”) reviews and updates our Disclosure Brochure at least annually to confirm that it remains current. Below is a summary of the changes made to our Disclosure Brochure since the last update.

Material Changes

The following material changes have been made to this Disclosure Brochure since the last distribution of the Brochure to clients, on July 14, 2016.

TPFG offers a multi-strategy program, entitled The Enhanced Portfolio and Investment Center (“EPIC Program”), which provides clients with access to model portfolios and other investment products managed by a number of institutional money managers (“Strategists”). TPFG serves as one of the Strategists. In most instances, investment selections in the EPIC Program are based on a three mandate investment strategy. Program services include discretionary investment management; securities trading; back-office services; assistance in account opening and maintenance; and recordkeeping.

The annual Program Fee paid by the client is 0.45%, but the Fee is reduced for investment products of Strategists that make payments to TPFG or its designee, for services provided in making the investment products available. The Program Fee is waived for investments in TPFG’s proprietary Mutual Funds, where TPFG receives management fees from the Funds. The payments to TPFG from Strategists and from TPFG’s proprietary Funds, may result in potential conflicts of interest.

Clients in the EPIC Program are referred to TPFG by solicitors, who serve as the primary relationship with the client. The solicitor is paid a Fee, which is in addition to the Program Fee, and which will not exceed an annual fee of 1.50%. The Solicitor Fee is paid by the client to TPFG, and paid by TPFG to the solicitor, other than for TPFG proprietary Funds, where a portion of the Solicitor Fee is paid by the Fund, through a 12b-1 fee, or by TPFG, through a 12b-1 fee and/or through the management fee received by TPFG from the Fund.

Some Strategists charge a separate fee to Clients, which will not exceed an annual fee of 0.35%, for managing Program investment products.

Non-Material Changes

The total amount of Discretionary assets under our firm's management is \$1,730,276,521 as of December 31, 2016 and Non-Discretionary assets under our firm's management were \$54,006,075 as of the same date.

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Item 4. Advisory Business

TPFG is a Registered Investment Adviser in the State of Washington with its principal place of business located in Bellevue, Washington. The Pacific Financial Group, Inc. was founded in 1984. Megan P. Meade acts as CEO and President and James C. McClendon acts as Managing Director and Chief Investment Officer. Our boutique firm is structured to provide quality, professional investment advice and excellent service to each client.

As an active money manager, our portfolio management team evaluates and incorporates a broad spectrum of investment tools, including but not limited to Exchange Traded Funds (ETFs), Stocks, Bonds and Mutual Funds. We offer an array of portfolios available as Separately Managed Accounts, Managed Portfolios, Variable Annuity Optimization, Self-Directed Brokerage Account Management as well as Core Retirement Plan Management. We also offer a multi-strategy program. We work strategically with professional financial advisors to help their clients achieve their financial goals.

Individual Portfolio Management

Our firm generally provides investment advisory services to individuals, trusts and companies that are referred to us by other financial professionals; generally Broker/Dealers, Registered Investment Advisors or Registered Representatives.

The referring financial professional provides continuous advice or assistance to the client regarding the investment of client funds based on the individual needs of the client. The professionals have personal discussions in which goals and objectives based on a client's particular circumstances are established. The data gathering process is conducted by the referring financial professional and is used to determine the client's individual objectives, time horizons, risk tolerance, and liquidity needs. The professionals also have the client complete a TPFPG Risk Analysis/ Investment Election Form as well as review and discuss a client's prior investment history, family composition and background. The client and the financial professional then select a mix of The Pacific Financial Group's investment offerings that best meet the client's goals and risk temperament. In addition, TPFPG has recently formed a relationship with RiskPro (developed by ProTools, LLC, and distributed by The Elements Financial Group, LLC to better support our clients and to assist TPFPG's Portfolio Managers in making better risk-based decision. RiskPro is an online reporting tool that assists in determining the client's "Risk Profile". Our approach to investment management is what we characterize as "Rational Management". We use Fundamental, Technical and Quantitative Investment Analysis blended into what we believe is a rational approach to inter-disciplinary investment decision making.

We manage these advisory accounts on a discretionary basis. Account supervision is guided by the client's Risk Profile – that is, the client's stated objectives (i.e., maximum capital appreciation, growth, income, or growth and income), as well as risk concerns.

We offer Five Different Management Options & Investment Strategies:

Separately Managed Accounts (SMA's): We offer 7 Separately Managed Accounts. This palate of accounts is designed to offer the maximum flexibility to higher net worth clients that desire a maximum in options in their investment decision making. These portfolios are:

- Custom Bond
- Income – Cash Yield
- Absolute Return
- Balanced
- Balanced Tax Managed
- Equity
- Equity Tax Managed

By mixing and blending these accounts a wide range of risk, investment return and tax goals may be met.

Though it can accommodate a minimum investment of \$100,000 at Charles Schwab & Co, Inc. and Pershing Advisors Solutions, LLC as a custodian and a \$50,000 minimum at TD Ameritrade, many advisors find this option ideal for clients with investable assets of more than \$1,000,000.

Managed Portfolios (MP's): We offer 7 different Managed Portfolios currently. These portfolios are designed to offer the maximum flexibility to all clients. These Managed Portfolios are made up of TPF's mutual funds to offer the maximum in diversification with the least trading expense. These Managed Portfolios are:

- Income – Total Return
- Absolute Return
- Balanced
- Balanced Faith & Values®
- Equity
- Strategic Multi-Cap
- Global

This option leverages TPF's proprietary mutual funds for maximum efficiency – but without compromising any investment discipline. Each mutual fund represents a specific investment building block which is used in the construction of the portfolios. In addition, TPF offers additional blends of these portfolios as

an accommodation to our clients to consolidate the overall number of accounts needed. This allows for great efficiencies in the management of the portfolios and accommodates investment of \$10,000 and up. TPFG offers two different shares classes: Institutional Share Class and Investor Share Class. All portfolio options are available under both share classes except for the Faith & Values Balanced Portfolio which is only offered in the Investor Share Class. For the Investor Share Class, expenses related to distribution and service (12b-1) fees are higher than Institutional Share Class. Please refer to the Mutual Fund Prospectus for additional information.

Variable Annuity Optimization (VAO): This option uses sophisticated analytical processes to accurately define variable annuity sub-accounts and arranges these sub-accounts into portfolios that meet the client's investment and risk needs while staying sensitive to the ongoing fixed income and equity market. The benchmarks for these portfolios are unique to each variable annuity company because the limited number of available sub-accounts usually prohibits a valid comparison to the United States Broad Equity of Fixed Income Market. The Portfolios we make available are:

- Moderately Conservative (Jackson National & Hartford only)
- Moderate
- Moderately Aggressive
- Moderate Equity + Alternatives Model (Jackson National only)
- Asset Allocation Model (Pacific Life only)

The minimum investment amount of \$10,000 is suggested.

Retirement Plan Management (RPM): This option is ideal for 401(k), 403(b), 401(a), or 457 plans that are held at various custodians. TPFG offers turnkey and custom plans using the mutual funds and/or assets classes offered by the sponsoring company. TPFG accepts full fiduciary responsibility for managing accounts. Further, TPFG provides a legal safe harbor as defined by the applicable sections of the ERISA federal retirement law and the Internal Revenue Service Code. The Portfolios we make available are:

- Conservative
- Moderately Conservative
- Moderate*
- Moderately Aggressive*
- Aggressive

*TIAA-CREF: Due to sub-account limitations, we are able to offer Moderate and Moderately Aggressive only.

If we are able to use our own managed portfolios, the Portfolios available are:

- Income – Total Return
- Absolute Return
- Balanced
- Balanced Faith & Values®
- Equity
- Strategic Multi-Cap
- Global

The Institutional and Investor Share Classes are both available (except for the Faith & Values Balanced Portfolio which is only offered in the Investor Share Class) but it is dependent upon the custodian and retirement plan to determine the class that is used. In addition, TPFG offers “Blends” or mixtures of the above managed portfolios. These blends are offered as an accommodation to our clients to consolidate the overall number of accounts needed. Expenses related to the distribution and service (12b-1) fees are different between share classes. Please refer to the Mutual Fund Prospectus for additional information.

TPFG serves as a fiduciary in both a 3(38) and 3(21) capacity. When TPFG is managing ALL the Plan assets, we are a 3(38) fiduciary. We offer a robust menu of options for the participants to choose from and we do NOT offer investment advice through a Brokerage Window.

When managing participant retirement assets within a Brokerage Window (SDO or SDBA), we are a 3(21) Investment Advisor under ERISA. In this role we would not be a 3(38) Designated Investment Manager for the plan because we are not hired by the plan to manage the investment menu or make the investment selections. The “Service Provider” that offers the Brokerage Window (SDO) is the fiduciary as described in 408(b)(2) and the DOL’s FAB 2012R. When we are hired by the individual plan participant, we are Fiduciaries under 3(21) and we accept this responsibility and detail it in our management agreement, Section 10.

TPFG is an SEC Registered RIA and has always met a Fiduciary Standard for our clients (defined in our Management Agreement). With regard to meeting a Fiduciary Standard to the plan as a “Service Provider” and according to the new rules 408(b)(2) and more specifically the DOL’s FAB 2012R, we are not by definition a Service Provider to the plan when hired by the participant as their advisor. In a Brokerage Window (aka SDO or SDBA), the Service Provider is the provider of the Brokerage Window; not the investment company in the Brokerage Window or the Investment Advisor hired by the participant (including the IAR solicitor).

408(b)(2) Fee Disclosure:

The Pacific Financial Group (TPFG) is a Registered Investment Advisor that is providing investment advisory services to Plan Participants as a 3(21) Fiduciary investment advisor. TPFG is a “Category 3: Other Service Provider”, in that TPFG and its unaffiliated Investment Advisory Representatives (IAR) receive indirect compensation for managing, or providing assistance in managing, the assets that Plan Participants have elected to move into their Self Directed Brokerage Account. TPFG provides investment advice to Plan Participants based on risk assessment questionnaires and meetings designed to determine their goals and risk temperament (Risk Profile).

IARs are non-fiduciary advisors that are compensated by accepting up to 75 basis points (annually) of the 12b(1) fees or if accepting fiduciary responsibility, sharing in a portion of the management fees of up to 100 basis points (annually) less platform fees, that TPFG collects within the mutual funds it manages under the 1940 Act. TPFG’s current Fund prospectus (available online at www.TPFG.com, mailed directly to existing clients or available upon request) clearly outlines all fees and expenses that are assessed within the funds. The performance provided to plan participant is always net of fees. The management fee within the fund is the only fee that is paid to TPFG for services provided to the plan participant. There is no additional or outside fee assessed to the participants account or the plan by TPFG. There is no penalty or fees assessed to discontinue or terminate TPFG’s services.

The Enhanced Portfolio and Investment Center (EPIC): We offer a multi-strategy program, entitled The Enhanced Portfolio and Investment Center (“EPIC Program”), which provides clients with access to a number of institutional money managers (“Strategists”). Under the EPIC Program, we provide a variety of services to clients, including discretionary investment management services (“Management Services”); access to the purchase and sale of (i) model portfolios (“Model Portfolios”), (ii) mutual funds and ETFs (“Program Funds”) and Separately Managed Accounts (“SMAs”); securities trading; back-office services; assistance in account opening and maintenance; recordkeeping; and other services (collectively, “Program Services”).

As part of the EPIC Program, TPFG is granted a limited power of attorney to act on behalf of the client to engage in transactions (“Transactions”) without prior notice to the client, provided that the Transactions are consistent with the client’s Risk Profile. In addition, TPFG is authorized to appoint Strategists, with limited discretionary power to enter into Transactions on the client’s behalf, without prior notice to the client, provided that the Transactions are consistent with the client’s Risk Profile and are subject to approval by TPFG.

Strategists offer clients the opportunity to invest in Model Portfolios, Program Funds and SMAs (collectively, “Program Investment Products”) that are typically

designed to match a gradient of investment risk. Strategists and Program Investment Products that participate in the Program are selected by TPFG, and TPFG provides information and research regarding the qualifications, investment philosophies, policies and performance of the Strategists and Program Investment Products. TPFG serves as one of the Strategist's under the Program. The full scope of Program Services provided by TPFG is set forth in an Investment Advisory Agreement executed by TPFG and the client. The Agreement may be terminated by TPFG or the client at any time, by providing appropriate notice.

Clients in the EPIC Program are referred to TPFG by solicitors, who serve as the primary relationship with the client. The solicitor assists the client in determining the client's Risk Profile and in selecting Program Investment Products that are consistent with the client's Risk Profile. The solicitor is authorized by the client to provide TPFG with trading instructions, without first providing notice to the client.

In determining the client's Risk Profile, the client and the solicitor utilize a Risk Assessment Questionnaire and, in most instances, RiskPro, a web-based risk profiling tool developed by ProTools, LLC and distributed by The Elements Financial Group, LLC. The client is responsible to advise TPFG or the solicitor of any changes to the client's investment objectives, risk tolerance or any other items that may be material to managing the client's account. The client is also responsible to inform TPFG or the solicitor of any investment restrictions that the client chooses to place on the client's account.

In most instances, investment selections in the Program are based on a three-mandate investment strategy, which is described below under ***Item 8, Methods of Analysis, Investment Strategies and Risk of Loss.***

Most of the Strategists or Program Investment Products make payments to TPFG or its designee for services provided in connection with making the Strategist's Investment Products available as part of the EPIC Program ("Strategist Payments"). TPFG also receives fees for investment advisory services from the Pacific Financial Mutual Funds held in client accounts, as part of the Program. These payments may result in potential conflicts of interests, which are described below under ***Item 10, Other Financial Industry Activities and Affiliations.***

Risk Analysis/Investment Election:

Risk Analysis (or, a client's Risk Profile) is primarily achieved through the client completing TPFG's Risk Analysis/Investment Election Form and consulting with the financial professional that is referring them to TPFG. The Risk Assessment Questionnaire leads the client to a suggested blend of TPFG accounts, however the most important part of the process is the evaluation made by the referring financial professional in their counseling meetings with the client. In addition, we

have formed a relationship with RiskPro (developed by ProTools, LLC and distributed by The Elements Financial Group, LLC to better support our clients in the task of quantifying risk tolerance and return expectations over their specific time parameters. RiskPro is an online tool that, through a series of questions, helps the clients determine their Risk Profile and investment election options.

The Investment Election is made by the client in concert with their financial professional.

TPFG is available to consult with the client or that financial professional.

We conduct an analysis of the paper work submitted when the account is opened. If the selection seems un-suitable for the client, TPFG will contact the client and the financial professional for clarification.

Mutual Fund Portfolio Management

TPFG serves as investment adviser to Pacific Financial Family of Mutual Funds (the "Pacific Financial Funds"), an affiliated open end mutual fund registered under the Investment Company Act of 1940, as well as to advisory accounts which utilize a mutual fund allocation program and to other separately managed accounts.

TPFG serves as the investment manager to the Pacific Financial Funds, and continuously manages the Funds' assets based on the investment goals and objectives as outlined in the Funds' prospectus.

The Pacific Financial Group, Inc. manages eight mutual funds which are part of the Northern Lights Fund Trust. These funds are not marketed to the general public, but are used by The Pacific Financial Group, Inc. as building blocks for their Managed Portfolios. The Pacific Financial Funds are also available as part of the EPIC Program.

The Funds are:

- the Pacific Financial Core Equity Fund
- the Pacific Financial Explorer Fund
- the Pacific Financial International Fund
- the Pacific Financial Strategic Conservative Fund
- the Pacific Financial Tactical Fund
- the Pacific Financial Faith & Values Based Moderate Fund
- the Pacific Financial Dynamic Allocation Fund
- the Pacific Financial Flexible Growth & Income Fund
- the Pacific Financial Balanced Fund (not yet opened)
- the Pacific Financial Foundational Asset Allocation Fund (not yet opened)

- the Pacific Financial Faith & Values Based Conservative Fund (not yet opened)
- the Pacific Financial Faith & Values Based Diversified Growth Fund (not yet opened)

Subject to the authority of the Board of Trustees of the Northern Lights Trust, The Pacific Financial Group, Inc. is responsible for the overall management of each Fund's business affairs. TPGF is responsible for selecting each Fund's investments according to that Fund's investment objective, policies and restrictions.

Interested investors should refer to the Pacific Financial Fund's prospectus and Statement of Additional Information ("SAI") for important information regarding objectives, investments, time-horizon, risks, fees, and additional disclosures. These documents are available on-line at www.tpgf.com.

Prior to making any investment in the Fund, investors and prospective investors should carefully review these documents for a comprehensive understanding of the terms and conditions applicable for investment in the Mutual Fund. The Pacific Financial Family of Mutual Funds is comprised of eight different actively managed funds. Each Fund is a diversified series of Northern Lights Fund Trust, an open-end investment management company.

The total amount of Discretionary assets under our firm's management is \$1,730,276,521 as of December 31, 2016 and Non-Discretionary assets under firm's management were \$54,006,075 as of the same date.

Item 5. Fees and Compensation

For the Separately Managed Accounts, Managed Portfolio Accounts (Institutional Share Class of Funds), Variable Annuity Optimization Accounts and Retirement Plan Management Accounts (Non Investor Share Class of Fund Accounts):

Advisory fees are based on the value of the account at the beginning of each Calendar quarter and are normally billed one quarter in advance.

As part of their investment advisory services, TPGF will from time to time perform a mathematical projection of a client's present and future capital needs based upon facts, assumptions, and risk tolerance provided by the client via the Risk Analysis/Investment Election form completed by the client or the online tool RiskPro. While this service may assist the client in making decisions as to investment strategy, amount to invest, or investment pattern, it is not a substitute for expert assistance in the field of tax, legal or financial planning.

The Fee Schedule is noted below. The External Annual Fee is deducted from a client's account on a quarterly basis as described above. Clients also have the option of paying the quarterly management fee directly.

Assets under Management Annual Fee for Variable Annuities and Separately Managed Account Portfolios:

Assets Under Management	External Annual Fee
\$0 TO \$500,000	2.00%
\$500,001 TO \$3,000,000	1.50%
\$3,000,001 TO \$5,000,000	1.00%
\$5,000,001 TO \$10,000,000	.80%
\$10,000,001 and up	SUBJECT TO NEGOTIATION

For Clients that invest in Separately Managed Account Portfolio Strategy: Income (Cash Yield), the External Annual Fee is 50bps lower, specifically 1.50% for accounts up to \$500,000.00 and tiered for additional assets as above with a 50bps reduction in fee for accounts up to \$5,000,000. For accounts greater than \$5,000,000 the fee will be 50 bps. Accounts greater than \$10,000,000 will still be subject to negotiation.

Assets under Management Annual Fee for Managed Mutual Fund Portfolios Institutional Class:

Assets Under Management	External Annual Fee Effective 04/01/15
\$0 TO \$500,000	1.00%
\$500,001 TO \$3,000,000	.75%
\$3,000,001 TO \$5,000,000	.533%
\$5,000,001 TO \$10,000,000	.433%
\$10,000,001 and up	SUBJECT TO NEGOTIATION

Assets under Management Annual Fee for Managed Mutual Fund Portfolios Investor Class:

Assets Under Management	Internal Annual Fee
\$0 and up	Up to 1.00% paid monthly directly from Mutual Fund Management <u>or</u> 12b-1 Fee Income depending on registration of solicitor.

For Clients that invest in the Investor Share Class - Managed Mutual Fund Strategy, all of the management fees are deducted from the mutual funds themselves less platform fees.

TPFG accesses a \$40.00 (forty dollars) annual administrative fee (deducted at the rate of \$10.00 quarterly) on all Separately Managed and Variable Annuity accounts.

For the EPIC Program, the Total Client Fee consists of an annual Program Fee, paid by the client for Program Services provided by TPF, including TPF's Management Services; and an annual Solicitation Fee, paid by the client for the solicitor's referral to TPF and for other services provided by the solicitor. The Program Fee is retained by TPF. The Solicitor Fee is paid by TPF to the solicitor. The Total Client Fee is billed in the same manner as TPF's advisory fees, as described in this Section.

The annual Program Fee is 0.45% ("Standard Program Fee"). However, for Program Investment Products offered by a Strategist that makes Strategist Payments to TPF as compensation or reimbursement for services provided in connection with making the Strategist's Products available, the annual Standard Program Fee is reduced by the amount of the annual Strategist Payment received by TPF on account of a client's assets invested with the Strategist ("Reduced Platform Fee"). By way of example, if the Strategist Payment received by TPF in connection with an investment of a client's assets with a Strategist, is 0.20% per year, then the Reduced Platform Fee payable by the client, on those assets invested with the Strategist, shall be reduced from the Standard Platform Fee of 0.45% per year to the Reduced Platform Fee of 0.25% per year. For clients in the Program that invest in the Pacific Family of Mutual Funds, TPF waives the Program Fee.

The annual Solicitor Fee varies, and will not exceed 1.50%. The Solicitor Fee is in addition to the Program Fee, and other than for Proprietary Funds, the Solicitor Fee is paid by the client to TPF, and then paid by TPF to the Solicitor. For Proprietary Funds, see **Item 14, Client Referrals and Other Compensation**. The amount of the Solicitor Fee is set forth in the Solicitor's Disclosure Statement, which is signed by the client. The Solicitor Fee may be amended by TPF upon providing the client with no less than thirty (30) days' written notice.

Some Strategists charge the client a separate fee ("Strategist's Fee") for managing a Program Investment Product. The annual Strategist Fee: (i) will not exceed 0.35%; (ii) is billed in the same manner as TPF's advisory fees, as described in this Section; and (iii) may be amended by the Strategist, upon providing the solicitor and/or client with no less than thirty (30) days' written notice.

There is a minimum account size for each Program Investment Product, including Investment Products held in a Unified Managed Account. In the event that the balance of a client's assets in an Investment Product falls below the minimum account size due to withdrawals or inadequate capitalization by the client, TPF reserves the right, in its sole discretion, to either: (i) remove client's

account from that Program Investment Product; or (ii) add a quarterly surcharge of \$25 to the Program Fee payable to TPFPG, on each occasion the balance of the account is below such applicable minimum on a date in respect of which the Program Fee is calculable.

Occasionally, various related client accounts may be grouped together to qualify for reduced advisory fees. This format is called "family billing." The Conservative Account is managed at 50% of the above stated fee schedule. When accounts are grouped together to qualify for reduced fees (family billing) under the same billing fee schedule, the Conservative Account will not be included with these accounts for billing purposes. Some advisory accounts are being managed at a reduced charge or at no charge. These fees may be amended from time to time with written notice.

All fees paid to TPFPG for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds. In the case of mutual funds, these fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. If the fund also imposes sales charges, a client may pay an initial or deferred sales charge. A client could invest in a fund directly, without the services of TPFPG. In that case, the client would not receive the services provided by TPFPG which are designed, among other things, to assist the client in determining which fund or funds are most appropriate to each client's financial condition and objectives. Accordingly, the client should review both the fees charged by the funds and the fees charged by TPFPG to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided.

The advisory fee paid to TPFPG represents fees for management of your account and are separate from any other fees and expenses charged by other parties, including brokerage, custodian, and other transaction costs; therefore, the advisory fees shown in this Form ADV represent the fees paid to us and do not reflect operating expenses and other costs charged by mutual funds, variable annuities or other products you may be invested in and it is important you understand that these expenses and costs are ultimately borne by you. Each mutual fund pays separate management advisory fees and other fees and expenses as defined in the fund's prospectus. As a result, you may indirectly pay duplicate advisory and other fees in connection with such investments. In addition, some of the fees and expenses are paid to and, where permitted under applicable regulatory requirements, may be retained by TPFPG for advisory, distribution, and/or other services. As TPFPG is the advisor to the Pacific Financial Family of Mutual Funds, we receive both a mutual fund advisory fee and 12b-1 shareholder servicing fee for performing certain administrative and/or shareholder servicing related tasks associated with our client's investment in such securities. We do not charge clients a separate advisory fee, where clients invest in the Pacific Financial Funds. Nevertheless, in these circumstances, a conflict of interest is present. The Mutual Fund prospectus outlines the operating

expenses for each share class in detail. These documents are available online at www.tpfg.com.

In addition to TPFG's advisory fees, clients are also responsible for the fees and expenses charged by custodians and imposed by broker dealers, including, but not limited to, any transaction charges imposed by a broker dealer with which an independent investment manager effects transactions for the client's account(s).

TPFG does not take custody of assets. They are held in street name, in the client's name at the broker/dealer or custodian of the client's choice. TPFG executes trading for the clients' account via a limited power of attorney executed by each client, granting trading privileges to TPFG. This gives TPFG discretionary authority to trade clients' accounts without prior notification of the trades to the clients. These same assets will also be subject to additional fees and expenses as set forth in the prospectuses of those funds and variable annuities, and fees and expenses charged by the various custodians. These fees and expenses are ultimately borne by the client. Clients may request from their custodian(s) to receive trade confirmations and prospectuses. This election may be made at any time by the client, and may be changed at any time by the client.

It is the responsibility of the client to verify the accuracy of the fee calculation. The client may terminate the investment advisory contract by notifying TPFG in writing at its principal place of business.

A client may terminate the investment advisory contract by notifying TPFG in writing at its principal place of business or by TPFG for any reason. The client has the right to terminate an agreement without penalty within five business days after entering into the agreement. Any prepaid and unearned fees will be promptly refunded. As disclosed above, fees are paid in advance of services provided. In calculating a client's reimbursement of fees, TPFG will pro rate the reimbursement according to the number of days remaining in the quarter.

Comparable services may be available elsewhere for less.

Item 6. Performance-Based Fees and Side-By-Side Management

It is the policy of TPFG that it will not charge performance-based fees.

Item 7. Types of Clients

TPFG generally provides advisory services to individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations and other business entities.

TPFG recommends the following minimum dollar value of assets for starting an account:

Managed Mutual Fund Strategies:	\$ 10,000 minimum
Separately Managed Accounts:	\$100,000 minimum accounts at Schwab, Fidelity and Pershing) \$50,000 minimum (accounts at TD Ameritrade)
Variable Annuity Optimization:	\$ 10,000 minimum

For the EPIC Program, the minimum investment in Model Portfolios and SMAs is \$25,000 and the minimum investment in Program Funds is \$2,500.

TPFG can, at its sole discretion, waive the minimum amount requirements at their sole discretion.

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

We use the following methods of analysis to determine which securities to buy, sell or hold:

Fundamental analysis. We attempt to measure the intrinsic value of a security by looking at economic and financial factors (including the overall economy, industry conditions, and the financial condition and management of the company itself) to determine if the company is underpriced (indicating it may be a good time to buy) or overpriced (indicating it may be time to sell).

Fundamental analysis does not attempt to anticipate market movements. This presents a potential risk, as the price of a security can move up or down along with the overall market regardless of the economic and financial factors considered in evaluating the stock.

Technical analysis. We analyze past market movements and apply that analysis to the present in an attempt to recognize recurring patterns of investor behavior and potentially predict future price movement.

This style of analysis does not consider the underlying financial condition of a company. This presents a risk in that a poorly-managed or financially unsound company may underperform regardless of market movement.

Cyclical analysis: In this type of technical analysis, we measure the movements of a particular stock against the overall market in an attempt to predict the price movement of the security.

Charting: In this type of technical analysis, we review charts of market and security activity in an attempt to identify when the market is moving up or down

and to predict when how long the trend may last and when that trend might reverse.

Quantitative analysis: We use mathematical models in an attempt to obtain more accurate measurements of a company's quantifiable data, such as the value of a share price or earnings per share, and predict changes to that data. A risk in using quantitative analysis is that the models used may be based on assumptions that prove to be incorrect.

The Pacific Financial Group blends Fundamental, Technical and Quantitative Analysis into to a blended approach we describe as Rational Analysis.

For the EPIC Program, which is designed to provide clients with access to a number of institutional money managers, TPFG permits Strategists to utilize their own methods of analysis. When conducting due diligence on Strategists and Program Investment Products, TPFG reviews key characteristics, such as historical performance, consistency of returns, risk level, expenses, size of a Program Fund and liquidity of ETFs (average daily volume). TPFG makes information about the qualifications, investment philosophies, policies and performance of Strategist's Program Investment Products available to solicitors and clients. TPFG as a Strategist in the Program uses the methods of analysis described above.

Risks for all forms of analysis: Our securities analysis method relies on the assumption that the companies whose securities we purchase and sell, the rating agencies that review these securities, and other publicly-available sources of information about these securities, are providing accurate and unbiased data. While we are alert to indications that data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information.

In addition to the previous methods of analysis, TPFG obtains pricing information, dividends, corporate filings, published research, and their fundamental information through various publishers and computer data base companies; including but not limited to: Investor's Business Daily, BeSpoke subscription, Daily Graphs, BCA Research, JP Morgan, Financial Times, CFA Publications, Metastock Data, HFRI – Hedge Fund Research, Barron's Goldman-Sachs, Wall Street Journal, Business Week, Dial Data Inc., Reuters, Morningstar Information Service, Zack's, Ibbotson's, The Institute for Econometric Research, Inc., Value Line, Argus, La Jolla Economics, Standard & Poors, and PerTrac.

TPFG uses numerous sources of information on the Internet and World Wide Web, such as for example: Briefing.com, Quote.com, StockCharts.com, and finance.yahoo.com, for timely information on the economy and individual companies.

Investment Strategies

We use the following strategies in managing client accounts:

Long-term purchases: We purchase securities with the idea of holding them in the clients account for a year or longer. We may do this because we believe the securities to be currently undervalued. We may do this because we want exposure to a particular asset class over time, regardless of the current projection for this class.

A risk in a long-term purchase strategy is that, by holding the security for this length of time, we may not take advantages of short-term gains that could be profitable to a client. Moreover, if our predictions are incorrect, a security may decline sharply in value before we make the decision to sell.

Short-term purchases: We purchase securities with the idea of selling them within a relatively short time (typically a year or less). We do this in an attempt to take advantage of conditions that we believe will soon result in a price swing in the securities we purchase.

A risk in a short-term purchase strategy is that, should the anticipated price swing not materialize, we are left with the option of having a long-term investment in a security that was designed to be a short-term purchase, or potentially taking a loss. In addition, this strategy involves more frequent trading than does a longer-term strategy, and will result in increased brokerage and other transaction-related costs, as well as less favorable tax treatment of short-term capital gains.

Trading: We purchase securities with the idea of selling them very quickly (typically within 30 days or less). We do this in an attempt to take advantage of our predictions of brief price swings.

A risk in a short-term purchase is the potential for sudden losses if the anticipated price swing does not materialize. Moreover, should the anticipated price swing not materialize, we are left with the option of having a long-term investment in a security that was designed to be a short-term purchase, or potentially taking a loss. In addition, this strategy involves more frequent trading than does a longer-term strategy, and will result in increased brokerage and other transaction-related costs, as well as less favorable tax treatment of short-term capital gains.

Covered Option writing: We may utilize covered options as an investment strategy and as a hedging strategy. An option is a contract that gives the buyer the right, but not the obligation, to buy or sell an asset (such as a share of stock) at a specific price on or before a certain date. An option, just like a stock or bond, is a security. An option is also a derivative, because it derives its value from an underlying asset.

The two types of options are calls and puts:

A call gives us the right to buy an asset at a certain price within a specific period of time. We will buy a call if we have determined that the stock will increase substantially before the option expires.

A put gives us the holder the right to sell an asset at a certain price within a specific period of time. We will buy a put if we have determined that the price of the stock will fall before the option expires.

We will use options to speculate on the possibility of a sharp price swing. We will also use options to “hedge” a purchase of the underlying security; in other words, we will use an option purchase to limit the potential upside and downside of a security we have purchased for your portfolio.

We use “covered calls”, in which we sell an option on security you own. In this strategy, you receive a fee for making the option available, and the person purchasing the option has the right to buy the security from you at an agreed-upon price.

A risk of covered calls is that the option buyer does not have to exercise the option, so that if we want to sell the stock prior to the end of the option agreement, we have to buy the option back from the option buyer, for a possible loss.

We use a “spreading strategy”, in which we purchase two or more option contracts (for example, a call option that you buy and a put option that you sell) for the same underlying security. This effectively puts you on both sides of the market, but with the ability to vary price, time and other factors.

A risk of spreading strategies is that the ability to fully profit from a price swing is limited.

Short Sales: Short Sales are not made but purchases of negative beta mutual funds and Exchange Traded Funds (“ETF”)s are made from time to time. A negative beta means that the stock is inversely correlated with the market. Many precious metals and precious-metal-related stocks are beta-negative as their value tends to increase when the general market is down and vice versa.

EPIC Program: The EPIC Program uses an investment strategy that is based on the view that market movement typically has a significant impact on the variation of portfolio returns. Under this investment approach, it is useful, in constructing a portfolio, to understand which investments are more or less impacted by market movement. To assist in that process, TPFG categorizes investment strategies in the EPIC Program into three distinct allocations:

- Market Movement Allocation: Strategies that closely track the broad movement of stock and/or bond markets, or a blend of the two.
- Dynamic Asset Allocation: Strategies that seek to adjust opportunistically the total level of risk in the portfolio or allocations to various asset classes. These strategies will track market movement to varying degrees, depending on the strategy and market environment.
- Active Alternative Allocations: Strategies that may de-link from general market movement and may provide additional diversification.

For the EPIC Program, which is designed to provide clients with access to a number of institutional money managers, TPGF permits Strategists to utilize their own investment strategies. As previously noted, TPGF makes information available about the qualifications, investment philosophies, policies and performance of each of the Strategists and each of the Program Investment Products. TPGF as a Strategist in the Program uses the investment strategies described above.

Risk of Loss

Securities investments are not guaranteed and you may lose money on your investments. We ask that you work with us to help us understand your tolerance for risk.

Item 9. Disciplinary Information

Our firm has no reportable disciplinary events to disclose.

Item 10. Other Financial Industry Activities and Affiliations

Clients should be aware that the receipt of additional compensation by our firm and its management persons or employees creates a conflict of interest that may impair the objectivity of our firm and these individuals when making advisory recommendations. TPGF endeavors at all times to put the interest of its clients first as part of its fiduciary duty as a registered investment adviser and takes the following steps to address this conflict:

- We disclose to clients the existence of all material conflicts of interest, including the potential for our firm and its employees to earn compensation from advisory clients in addition to our advisory fees;
- We collect, maintain and document accurate, complete and relevant client background information, including the client's financial goals, objectives and risk tolerance;
- Our management conducts regular reviews of each client account to verify that all recommendations made to a client are suitable to the client's needs and circumstances;

- We require that our employees seek prior approval of any outside employment activity so that we may ensure that any conflicts of interests in such activities are properly addressed;
- We periodically monitor these outside employment activities to verify that any conflicts of interest continue to be properly addressed by our firm; and
- We educate our employees regarding the responsibilities of a fiduciary, including the need for having a reasonable and independent basis for the investment advice provided to clients.
- The Pacific Financial Group, Inc. has entered into a separate agreement (Model Portfolio Adviser Agreement) with unaffiliated broker-dealers and/or investment advisers, Envestnet Asset Management, Inc, (formally Placemark Investments, Inc.) (“Platform Sponsors”) enabling them to offer several of our Managed Strategies – Balanced, Global and Equity Management Strategies to their clients (“Platform Clients”) via their product platforms. Pursuant to the terms of our agreement with Envestnet Asset Management, Inc, (formally Placemark Investments, Inc.) TPFG continuously reviews, supervises, manages and administers the Managed Strategies as well as provides ongoing signals to the Platform Sponsors containing our recommendations for transactions/re-allocations of Platform Client assets within the Managed Strategies. With respect to the assets of any Platform Client, TPFG does not have discretionary authority over those assets and will not execute any recommended transactions. No personalized investment advice is provided by TPFG to the Platform Sponsors or any Platform Client participating in the Managed Strategies as to the Platform investment. In the event that a Platform Client chooses to invest in one of our Managed Strategies through the Platform, TPFG will receive a fee directly from the Pacific Financial Family of Mutual Funds which are used to comprise the Managed Strategies. Please see the prospectus for the Funds (available at www.tpfg.com) which details the costs incurred by the funds. No other fees will be received by TPFG for these services.
- The Pacific Financial Group, Inc. has also entered into a separate agreement (Strategist Agreement) with an unaffiliated strategist, Aspire Financial Services, LLC enabling them to offer several of our Managed Portfolios to their clients (“Platform Clients”) via their product platforms. Pursuant to the terms of our agreement with TPFG continuously reviews, supervises, manages and administers the Managed Portfolios as well as provides ongoing signals to the Platform Sponsors containing our recommendations for transactions/re-allocations of Platform Client assets within the Managed Strategies. With respect to the assets of any Platform Client, TPFG does not have discretionary authority over those assets and will not execute any recommended transactions. No personalized investment advice is provided by TPFG to the Platform Sponsors or any Platform Client participating in the Managed Portfolios as to the Platform investment. In the event that a Platform Client chooses

to invest in one of our Managed Portfolios through the Platform, TPFPG will receive a fee directly from the Pacific Financial Family of Mutual Funds which are used to comprise the Managed Portfolios. Please see the prospectus for the Funds (available at www.tpfg.com) which details the costs incurred by the funds. No other fees will be received by TPFPG for these services.

- The Pacific Financial Group, Inc. has just opened a separate agreement (“Model Program Agreement”) with an unaffiliated registered investment adviser firm, Lockwood Advisors, Inc., enabling them to offer many of our SMAs, VAM Accounts and Managed Portfolios under a unified managed account (“UMA”) program, separately managed account (“SMA”) programs and other investment programs. Pursuant to the terms of our agreement TPFPG continuously reviews, supervises, manages and administers the Model Portfolios as well as provides ongoing signals to the Platform Sponsors containing our recommendations for transactions/re-allocations of Platform Client assets within the Managed Strategies. With respect to the assets of any Platform Client, TPFPG does not have discretionary authority over those assets and will not execute any recommended transactions. No personalized investment advice is provided by TPFPG to the Platform Sponsors or any Platform Client participating in the Managed Strategies as to the Platform investment. In the event that a Platform Client chooses to invest in one of our Managed Strategies through the Platform, TPFPG will receive a fee directly from the Pacific Financial Family of Mutual Funds which are used to comprise the Managed Strategies. Please see the prospectus for the Funds (available at www.tpfg.com) which details the costs incurred by the funds. Additionally, accounts using the VAM and/or SMA Model Portfolio, TPFPG will be paid a quarterly fee, in advance and calculated by Lockwood in accordance with the fee schedule set which is still to be determined. No accounts as of yet have been set up.

As part of the EPIC Program, many of the Strategists or Program Investment Products make Strategist Payments to TPFPG or its designee, to compensate or reimburse for services provided in connection with making the Strategist’s Investment Products available as part of the Program. The Strategist Payments may create potential conflicts of interest, as the payments may influence (i) TPFPG’s decision of which Strategists or Investment Products to offer as part of the Program, (ii) which securities may be included in a Model Portfolio or SMA, or (iii) which Program Investment Products may be selected or recommended for a client’s account, by the solicitor or TPFPG.

To mitigate these potential conflicts of interest, the annual Standard Program Fee of 0.45% is reduced by the amount of the annual Strategist Payment received by TPFPG or its designee, on account of a client’s assets invested with the Strategist (“Reduced Platform Fee”). By way of example, if a Strategist Payment received by TPFPG or its designee, in connection with an investment of a client’s assets

with that Strategist, is 0.20% per year, then the Reduced Platform Fee payable by the client, on those assets invested with the Strategist, shall be reduced from the Standard Platform Fee of 0.45% per year to the Reduced Platform Fee of 0.25% per year.

Similar potential conflicts may arise when clients invest in Pacific Financial Mutual Funds that are included as part of the Program. To mitigate this potential conflict, TPFG waives the Program Fee, when clients in the Program invest in Pacific Financial Mutual Funds.

Elements receives Strategist Payments, for TPFG client assets invested with the Strategist as part of the EPIC Program. The payments to Elements create a potential conflict of interest for TPFG, as described above. The conflict is mitigated, as the Strategist Payments received by Elements, on account of TPFG client assets invested with the Strategist, are used to reduce the client's Program Fee from the Standard Program Fee to the Reduced Program Fee.

Item 11. Code of Ethics, Participation in Client Transactions and Personal Trading

Our firm has adopted a Code of Ethics which sets forth high ethical standards of business conduct that we require of our employees, including compliance with applicable federal securities laws. When individuals who are employed by or associated with TPFG purchase or sell listed securities, preclearance is required for IPO's, private or limited offerings and "hot issues." This is disclosed in the Code of Ethics, which all employees sign on an annual basis. All employee trades are monitored by management of TPFG to ensure that they are in compliance with U.S. Securities and Exchange Commission regulations. Duplicate statements and trade confirmations are received and maintained in the Compliance Department. All Employees complete a quarterly Personal Trading report. Employees or associates of TPFG are prohibited from soliciting sales or giving investment advice on closely held securities, thinly traded securities, or any securities in which they have a material interest. No securities are placed in client accounts in which any employees or associates of TPFG have a material interest or are thinly traded or closely held.

On an annual basis, all employees are required to sign TPFG Code of Ethics, in which they acknowledge their duty of loyalty to the firm's clients and their placing the clients' interests first and foremost before their own. By signing this document, all employees also acknowledge that they will not participate in insider trading, that they will keep client information confidential, and that they will report their trading activity and holdings. Our code provides for oversight, enforcement and recordkeeping provisions. A copy of the Code of Ethics may be requested by contacting the Compliance Officer for TPFG at 800-735-7199.

From time to time, proprietary accounts may be aggregated with client accounts for trading purposes. At no time is any advisory account favored over any other account participating in the aggregated order. All accounts participating in the aggregate order shall receive an average share price with all other transaction costs shared on a pro-rata basis.

Our firm or individuals associated with our firm may buy or sell securities identical to those recommended to customers for their personal accounts. In addition, any related person(s) may have an interest or position in a certain security(ies) which may also be recommended to a client.

It is the expressed policy of our firm that no person employed by us may purchase or sell any security prior to a transaction(s) being implemented for an advisory account, and therefore, preventing such employees from benefiting from transactions placed on behalf of advisory accounts.

As these situations represent a conflict of interest, we have established the following restrictions in order to ensure its fiduciary responsibilities:

1. No principal or employee of our firm may buy or sell securities for their personal portfolio(s) where their decision is substantially derived, in whole or in part, by reason of his or her employment unless the information is also available to the investing public on reasonable inquiry. No principal or employee of our firm may prefer his or her own interest to that of the advisory client.
2. We maintain a list of all securities holdings for our firm and anyone associated with this advisory practice with access to advisory recommendations. These holdings are reviewed on a regular basis by TPGF's CCO.
3. We emphasize the unrestricted right of the client to decline to implement any advice rendered, except in situations where our firm is granted discretionary authority.
4. All of our principals and employees must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices.

Any individual not in observance of the above may be subject to termination.

Item 12. Brokerage Practices

TPFG will endeavor to select those brokers or dealers which will provide the best services at the lowest commission rates possible. The reasonableness of commissions is based on the broker's stability, reputation, ability to provide

professional services, competitive commission rates and prices, research, trading platform, and other services which will help TPFG in providing investment management services to clients. TPFG may, therefore recommend (or use) the services of a broker who provides useful research and securities transaction services even though a lower commission may be charged by a broker who offers no research services and minimal securities transaction assistance. Research services may be useful in servicing all our clients, and not all of such research may be useful for the account for which the particular transaction was effected.

Consistent with obtaining best execution for clients, TPFG may direct brokerage transactions for clients' portfolios to brokers who provide research and execution services to TPFG and, indirectly, to TPFG clients. These services are of the type described in Section 28(e) of the Securities Exchange Act of 1934 and are designed to augment our own internal research and investment strategy capabilities. This may be done without prior agreement or understanding by the client (and done at our discretion). Research services obtained through the use of soft dollars may be developed by brokers to whom brokerage is directed or by third-parties which are compensated by the broker. TPFG does not attempt to put a specific dollar value on the services rendered or to allocate the relative costs or benefits of those services among clients, believing that the research we receive will help us to fulfill our overall duty to our clients. TPFG may not use each particular research service, however, to service each client. As a result, a client may pay brokerage commissions that are used, in part, to purchase research services that are not used to benefit that specific client. Broker-dealers we select may be paid commissions for effecting transactions for our clients that exceed the amounts other broker-dealers would have charged for effecting these transactions if TPFG determines in good faith that such amounts are reasonable in relation to the value of the brokerage and/or research services provided by those broker-dealers, viewed either in terms of a particular transaction or our overall duty to its ('brokerage') discretionary client accounts.

Certain items obtainable with soft dollars may not be used exclusively for either execution or research services. The cost of such "mixed-use" products or services will be fairly allocated and TPFG makes a good faith effort to determine the percentage of such products or services which may be considered as investment research. The portions of the costs attributable to non-research usage of such products or services are paid by our firm to the broker-dealer in accordance with the provisions of Section 28(e) of the Securities Exchange Act of 1934.

When TPFG uses client brokerage commissions to obtain research or brokerage services, we receive a benefit to the extent that TPFG does not have to produce such products internally or compensate third-parties with our own money for the delivery of such services. Therefore, such use of client brokerage commissions results in a conflict of interest, because we have an incentive to direct client

brokerage to those brokers who provide research and services we utilize, even if these brokers do not offer the best price or commission rates for our clients.

Within our last fiscal year, we have obtained the following products and services on a soft-dollar basis:

TPFG has a soft dollar arrangement with Ceros Financial Services, Inc. The soft dollar arrangement includes only actual trades within each of the mutual funds themselves. In most cases, the Mutual Funds are traded at least monthly, if not weekly, due to the current financial marketing conditions. There is continuous monitoring of the funds which requires trading and rebalancing. The fund administrator is Gemini Fund Services, LLC. The types of research services and products provided to TPFPG include:

- Earnings information and estimates
- Stock quote systems
- Trading systems
- Data feeds from stock exchanges
- Software programs for analysis and research
- Market data
- Seminars or conferences that provide substantive content relating to issuers, industries or securities
- Trade magazines and technical journals
- Proxy services
- Quantitative analytical software.
- Pre-trade and post-trade analytics

These services and products permit TPFPG to supplement its own research and analysis.

TPFG conducts periodic soft-dollar reviews, analyzing price and commissions offered by the various brokers used and volume of client commissions directed to each broker. Moreover, we perform a qualitative ranking of all brokers used by interviewing and/or polling our trading staff.

Brokers that TPFPG selects to execute transactions may from time to time refer clients to TPFPG. TPFPG will not make commitments to any broker or dealer to compensate that broker or dealer through brokerage or dealer transactions for client referrals; however, a potential conflict of interest may arise between the client's interest in obtaining best price and execution and TPFPG's interest in receiving future referrals.

Clients participating in a third-party advisory program that invests in mutual funds or securities offered by other registered investment companies should be aware that the investment companies pay investment advisory or management fees to investment advisers and others, and pay marketing or service fees (including

without limitation so-called "12b-1 fees") to broker-dealers and others (including, in some cases, the third-party adviser or its affiliates) who provide services to or for the fund or its shareholders. These fees constitute indirect expenses ultimately borne by the client, and are in addition to the investment advisory fees paid by the client to the third-party adviser.

TPFG may provide the option for clients to establish brokerage accounts with the Schwab Institutional division of Charles Schwab & Co., Inc. ("Schwab"), a FINRA registered broker-dealer, member SIPC, to maintain custody of clients' assets and to effect trades for their accounts. Although we provide the option for clients to establish accounts at Schwab, it is the client's decision to custody assets with Schwab. TPGF is independently owned and operated and not affiliated with Schwab.

Schwab provides TPGF with access to its institutional trading and custody services, which are typically not available to Schwab retail investors. These services generally are available to independent investment advisers on an unsolicited basis, at no charge to them so long as a total of at least \$10 million of the adviser's clients' assets are maintained in accounts at Schwab Institutional. These services are not contingent upon our firm committing to Schwab any specific amount of business (assets in custody or trading commissions). Schwab's brokerage services include the execution of securities transactions, custody, research, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

For our client accounts maintained in its custody, Schwab generally does not charge separately for custody services but is compensated by account holders through commissions and other transaction-related or asset-based fees for securities trades that are executed through Schwab or that settle into Schwab accounts.

Schwab Institutional also makes available to our firm other products and services that benefit TPGF but may not directly benefit our clients' accounts. Many of these products and services may be used to service all or some substantial number of our client accounts, including accounts not maintained at Schwab.

Schwab's products and services that assist us in managing and administering our clients' accounts include software and other technology that:

- (i) provide access to client account data (such as trade confirmations and account statements);
- (ii) facilitate trade execution and allocate aggregated trade orders for multiple client accounts;
- (iii) provide research, pricing and other market data;
- (iv) facilitate payment of our fees from clients' accounts; and

- (v) assistance with back-office functions, recordkeeping and client reporting.

Schwab Institutional also offers other services intended to help us manage and further develop our business enterprise. These services may include:

- (i) compliance, legal and business consulting;
- (ii) publications and conferences on practice management and business succession; and
- (iii) access to employee benefits providers, human capital consultants and insurance providers.

Schwab may make available, arrange and/or pay third-party vendors for the types of services rendered to TPFG. Schwab Institutional may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to our firm. Schwab Institutional may also provide other benefits such as educational events or occasional business entertainment of our personnel. In evaluating whether to recommend or require that clients custody their assets at Schwab, we may take into account the availability of some of the foregoing products and services and other arrangements as part of the total mix of factors we consider and not solely on the nature, cost or quality of custody and brokerage services provided by Schwab, which may create a potential conflict of interest.

TPFG has agreed to pay Schwab a Participation Fee on all referred clients' accounts that are maintained in custody at Schwab and a Non-Schwab Custody Fees on all accounts that are maintained at or transferred to another custodian.

The Participation Fee paid by TPFG is a percentage of the fees that the client pays to TPFG or a percentage of the value of the assets in the client's account, subject to a minimum Participation Fee. TPFG pays Schwab the Participation Fee for as long as the referred client's account remains in custody at Schwab. This fee is billed to TPFG quarterly and may be increased, decreased or waived by Schwab from time to time. TPFG has agreed not to charge advisor clients introduced by the Service fees or costs greater than the fees or costs TPFG charges its advisory clients who were not introduced by the service, and who have similar portfolios under management with TPFG.

Schwab charges to the client an annual custody fee of 20bps or \$250.00 per account for all SMAs or Managed-Institutional Portfolio accounts. TPFG participates in the institutional customer program offered by TD Ameritrade Institutional. TD Ameritrade Institutional is a division of TD Ameritrade Inc., member SIPC ("TD Ameritrade"), an unaffiliated SEC-registered broker-dealer and FINRA member. TD Ameritrade offers services to independent investment advisers which include custody of securities, trade execution, clearance and

settlement of transactions. TPFG receives some benefits from TD Ameritrade through our participation in the program.

TPFG participates in TD Ameritrade's Institutional customer program and we may provide the option for clients to maintain accounts with TD Ameritrade for custody and brokerage services. There is no direct link between our firm's participation in the program and the investment advice we give to our clients, although we receive economic benefits through our participation in the program that are typically not available to TD Ameritrade retail investors.

These benefits include the following products and services (provided without cost or at a discount): duplicate client [statements and] confirmations; research related products and tools; consulting services; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to client accounts); the ability to have advisory fees deducted directly from client accounts; access to an electronic communications network for client order entry and account information; access to mutual funds with no transaction fees and to certain Institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to TPFG by third party vendors. TD Ameritrade may also pay for business consulting and professional services received by TPFG related persons and may also pay or reimburse expenses (including travel, lodging, meals and entertainment expenses) for TPFG personnel to attend conferences or meetings relating to the program or to TD Ameritrade's adviser custody and brokerage services generally.

Some of the products and services made available by TD Ameritrade through the program may benefit TPFG but may not benefit our client accounts. These products or services may assist us in managing and administering client accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help us manage and further develop our business enterprise. The benefits received by TPFG through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. Clients should be aware, however, that the receipt of economic benefits by TPFG or our related persons in and of itself creates a potential conflict of interest and may indirectly influence our choice of TD Ameritrade for custody and brokerage services.

TD Ameritrade provides the Additional Services to our firm in its sole discretion and at its own expense, and TPFG does not pay any fees to TD Ameritrade for the Additional Services. TPFG and TD Ameritrade have entered into a separate agreement ("Additional Services Addendum") to govern the terms of the provision of the Additional Services.

TPFG receipt of Additional Services raises potential conflicts of interest. In providing Additional Services to our firm, TD Ameritrade most likely considers the

amount and profitability to TD Ameritrade of the assets in, and trades placed for, our client accounts maintained with TD Ameritrade. TD Ameritrade has the right to terminate the Additional Services Addendum with TPFPG, in its sole discretion, provided certain conditions are met. Consequently, in order to continue to obtain the Additional Services from TD Ameritrade, we may have an incentive to recommend to our clients that the assets under management by us be held in custody with TD Ameritrade and to place transactions for client accounts with TD Ameritrade.

TPFG receipt of Additional Services does not diminish our duty to act in the best interests of our clients, including seeking best execution of trades for client accounts.

TD Ameritrade charges to the client an annual custody fee of 21bps per account for all SMAs or Managed-Institutional Portfolio accounts. In addition, starting May 1, 2014 TD Ameritrade, to cover expenses associated with the custody of Alternative Investments (AI) will charge an annual custody fee of \$100.00 per AI position held in a client's account. In general, Alternative Investments refers to investments that are not publicly traded, such as Real Estate Investment Trusts (REITs), private corporations, and limited partnerships (LPLs). If a client does not have sufficient funds in their qualified retirement account(s), the annual custodial fees may be paid outside of the qualified account(s).

TPFG has an arrangement with National Financial Services LLC, and Fidelity Brokerage Services LLC (together with all affiliates, "Fidelity") through which Fidelity provides our firm with their "platform" services for a number of investment advisory clients that use Fidelity Investments as the custodian for their investment portfolios. The platform services include, among others, brokerage, custodial, administrative support, record keeping and related services that are intended to support intermediaries like TPFPG in conducting business and in serving the best interests of our clients but that may also benefit us. Fidelity charges brokerage commissions and transaction fees for effecting certain securities transactions (i.e., transactions fees are charged for certain no-load mutual funds, commissions are charged for individual equity and debt securities transactions). Fidelity enables TPFPG to obtain many no-load mutual funds without transaction charges and other no-load funds at nominal transaction charges. Fidelity's commission rates are generally considered discounted from customary retail commission rates. However, the commissions and transaction fees charged by Fidelity may be higher or lower than those charged by other custodians and broker-dealers. As part of the arrangement, Fidelity also makes available to our firm, at no additional charge to us, certain research and brokerage services, including research services obtained by Fidelity directly from independent research companies, as selected by TPFPG (within specified parameters). These research and brokerage services presently include services such as duplicate client [statements and] confirmations; research related products and tools; consulting services ; access to block trading (which provides

the ability to aggregate securities transactions for execution and then allocate the appropriate shares to client accounts); the ability to have advisory fees deducted directly from client accounts; access to an electronic communications network for client order entry and account information; access to mutual funds with no transaction fees and to certain Institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to TPFG by third party vendors. Fidelity may also pay for business consulting and professional services received by TPFG related persons and may also pay or reimburse expenses (including travel, lodging, meals and entertainment expenses) for TPFG personnel to attend conferences or meetings relating to the program or to Fidelity's adviser custody and brokerage services generally.

As a result of receiving such services for no additional cost, we may have an incentive to continue to use or expand the use of Fidelity's services. We examined this potential conflict of interest when we chose to enter into the relationship with Fidelity and have determined that the relationship is in the best interests of TPFG clients and satisfies our client obligations, including our duty to seek best execution. A client may pay a commission that is higher than another qualified broker-dealer might charge to effect the same transaction where we determine in good faith that the commission is reasonable in relation to the value of the brokerage and research services received. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer's services, including the value of research provided, execution capability, commission rates, and responsiveness. Accordingly, while TPFG will seek competitive rates, to the benefit of all clients, we may not necessarily obtain the lowest possible commission rates for specific client account transactions. Although the investment research products and services that may be obtained by us will generally be used to service all of our clients, a brokerage commission paid by a specific client may be used to pay for research that is not used in managing that specific client's account. TPFG and Fidelity are not affiliated.

TPFG has an arrangement with Pershing Advisor Solutions, LLC, a subsidiary of The Bank of New York Mellon (together with all affiliates, "Pershing") through which Pershing provides our firm with their "platform" services. The platform services include, among others, brokerage, custodial, administrative support, record keeping and related services that are intended to support intermediaries like TPFG in conducting business and in serving the best interests of our clients but that may also benefit us. Additionally, TPFG has an arrangement with TIAA-CREF for their Self Directed Option in which trades are processed through Pershing Advisor Solutions, LLC. These types of accounts are Retirement Plan Portfolios. In addition, investment advisory clients have also elected to use T. Rowe Price, Hewitt Financial Services, Empower Retirement and Princor for their retirement investment plans which are traded through Pershing Advisor Solutions, LLC.

TPFG also has arrangements with JP Morgan/Chase Investment Services and Security Benefit Life – SFR Program which provides our firm with the “platform” services. JP Morgan/Chase Investment Services clears through the Schwab platform while Security Benefit Life clears the trades through itself. The platform services are similar in nature to the other options above and are intended to support TPF in servicing the best interest of our clients for their self-directed retirement plans.

Investment advisory clients have elected to use various custodians such as Bank of Oklahoma Financial, Vanguard and Wells Fargo among others and to effect trades for their accounts.

For the EPIC Program, clients should review their agreement with the custodian for a complete description of fees and services.

A material number of clients have their custodians as either Prudential, Security Benefit, Pacific Life, Consec-Jefferson National, VOYA Financial, TIAA/CREF, Allianz, Allmerica Commonwealth, AXA Equitable, Lincoln Benefit Life, The Hartford, Jackson National, Lincoln Financial Group, Transamerica Life Insurance Company, AIG Sun America/Anchor National, and Nationwide as the insurance company which holds their variable annuity contract and/or a few brokerage accounts.

The Pacific Financial Group, Inc. does not sell any variable annuity or any other type of insurance product, and only acts as a third-party investment adviser on the contracts per authorization by each client.

The Pacific Financial Group, Inc. may, from time to time, make an error in submitting a trade order on behalf of a client. When this occurs, we may place a correcting trade with the custodian. If an investment gain results from the correcting trade, the gain will remain in a client’s account unless the same error involved another client account that should have received the gain; it is not permissible for a client to retain the gain; or a client decides to forego the gain (e.g. due to tax reasons). The treatment of any gain resulting from error corrections is dependent on which custodian is processing the trade.

For Schwab accounts, any gain equal to or greater than \$100.00 generated in the correction of a trade error and not retained in the client’s account, will be donated to charity by Schwab. For de minimis gains under \$100.00 not retained in the client’s account, Schwab will keep the gain to minimize and offset its own administrative time and expense to process advisor trade errors.

For TD Ameritrade accounts, any gain equal to or greater than \$100.00 generated in the correction of a trade error will be transferred on a monthly basis by TD Ameritrade to The American Red Cross.

For trading errors resulting in gains that occur at Fidelity, Pershing or other smaller custodians, the error activity will be reviewed at year end for determination and final distribution per the custodial requirements.

Item 13. Review of Accounts

Investment Supervisory Services (“ISS”)

REVIEWS: While the underlying securities within Individual Portfolio Management Services accounts are continually monitored, these accounts are continuously reviewed and at a minimum at least monthly. Accounts are reviewed in the context of each client's stated investment objectives and guidelines. More frequent reviews may be triggered by material changes in variables such as the client's individual circumstances, or the market, political or economic environment.

Reviewers include Megan P. Meade, CEO and President, James C. McClendon, Managing Director and Chief Investment Officer, Keith Swanson, Portfolio Manager, Jennifer Enstad, Portfolio Manager, Eric Neufeld, Portfolio Manager and Julia Stewart, Portfolio Manager.

Reviewers review accounts based on standing instructions established through the Risk Analysis/Investment Election Form executed by the client. Reviews are conducted with the aid of computer models, which match the client's desires. In addition, the Chief Compliance Officer, Y. Jill Dildine or a designated person, reviews the client's initial management agreement and Risk Analysis/Investment Election Form prior to investing to ensure completeness and that the client's investor risk score coincides with their portfolio preference. Reviews for Private Clients are also conducted by TPFG Financial Consultants such as Jake Chow and/or Megan P. Meade, CEO and President on an on-going basis.

TPFG has recently formed a relationship with RiskPro (created by ProTools, LLC and distributed by Elements, to better support our clients and representatives in the important task of quantifying their risk tolerance and return expectations over their specific time parameters. RiskPro is an online reporting tool.

For the EPIC Program, TPFG continually monitors the Strategists Investment Products. We will make changes to Strategists, Model Portfolios, Program Funds or SMAs (such as a decision to add a new Strategist or eliminate an existing Strategist) as and when we deem appropriate. We will also implement any approved rebalancing to Program Investment Products, as instructed by the Strategists. Client accounts are reviewed by TPFG, as described above, as well as by the client's solicitor, who is responsible to monitor the client's Risk Profile and to communicate to us any changes that might impact the client's Risk Profile.

REPORTS: In addition to the monthly statements and confirmations of transactions that clients receive from their broker-dealer, we provide quarterly reports summarizing account performance, balances and holdings.

MUTUAL FUND MANAGEMENT

REVIEWS: TPFG continually reviews and monitors the Mutual Fund's holdings in accordance with the investment objectives as detailed in the Fund Prospectus.

REPORTS: Clients should refer to the Fund Prospectus and SAI (Statement of Additional Information) for information regarding regular reports to the fund by TPFG. The Fund Prospectus and SAI are listed on our website, www.tpfg.com

Item 14. Client Referrals and Other Compensation

TPFG may pay referral fees to independent persons or firms ("Solicitors") for introducing clients to us. Whenever we pay a referral fee, we require the Solicitor to provide the prospective client with a copy of this document (our *Firm Brochure*) and a separate disclosure statement that includes the following information:

- the Solicitor's name and relationship with our firm;
- the fact that the Solicitor is being paid a referral fee;
- the amount of the fee; and
- whether the fee paid to us by the client will be increased above our normal fees in order to compensate the Solicitor.

As a matter of policy, TPFG and Investment advisory representatives ("IAR's") and Solicitors who refer clients may receive a fee split of the cash flow derived from the client's fees. At the option of The Pacific Financial Group, Inc., additional fee compensation could be paid to the IAR or Solicitor, or a Registered Investment Advisor with whom TPFG has a written selling agreement. Other than in the EPIC Program, where the Solicitor Fee is in addition to the Program Fee paid by the client, under no circumstances nor at any time is a referred client charged a fee greater than they would have paid had they come directly to The Pacific Financial Group, Inc.

Sometimes clients receive partial fee abatement for referring clients to the firm. As a matter of firm practice, the advisory fees paid to us by clients referred by Solicitors are not increased as a result of any referral.

For the EPIC Program, the Solicitor Fee is in addition to the Program Fee. The amount of the Solicitor Fee is set forth in the Solicitor's Disclosure Statement, which is signed by the client, and will not exceed an annual fee of 1.50%. Other than for Proprietary Funds, the Solicitor Fee is paid by the client to TPFG, and

then paid by TPFG to the Solicitor. For Proprietary Funds, the amount of the annual Solicitor Fee paid by the client to TPFG, and by TPFG to the Solicitor, shall be reduced by up to 0.875%, and that portion of the Solicitor Fee not paid directly by the client to TPFG shall be paid as follows: (i) if the Solicitor is affiliated with a broker/dealer that agreed to accept 12b-1 fees from the Proprietary Funds, a portion of the Solicitor Fee shall be paid as a 12b-1 fee by the Fund and a portion of the Solicitor Fee shall be paid as a 12b-1 fee by TPFG; or (ii) if the Solicitor is not affiliated with a broker/dealer that agreed to accept 12b-1 fees from the Proprietary Funds, a portion of the Solicitor Fee shall be paid by TPFG, from TPFG's management fees and/or 12b-1 fees received by TPFG from the Fund. In all instances, the Solicitor Fee may be amended by TPFG upon providing the client with no less than thirty (30) days' written notice.

In addition, many of the Strategists included as part of the Program make payments to TPFG or its designee, as compensation or reimbursement for services provided, in connection with making the Strategist's Investment Products available. Further, TPFG receives fees for investment advisory services from the Pacific Financial Mutual Funds held in client accounts that are part of the Program.

Such payments by Strategists or by the Pacific Financial Funds to TPFG or its designee create potential conflicts of interest, as the payments may influence (i) TPFG's decision of which Investment Products to offer as part of the Program, (ii) which securities may be included in a Model Portfolio, or (iii) which Program Investment Products may be selected or recommended for a client's account, by the Solicitor or TPFG.

To mitigate these potential conflicts of interest, the annual Standard Program Fee of 0.45% is reduced by the amount of the annual Strategist Payment received by TPFG, on account of a client's assets invested with the Strategist, and TPFG waives the Program Fee for those assets in a client's account invested in Pacific Financial Funds that are part of the Program.

Item 15. Custody

As previously disclosed TPFG directly debits advisory fees from client accounts.

As part of this billing process, the client's custodian is advised of the amount of the fee to be deducted from that client's account. On at least a quarterly basis, the custodian is required to send to the client a statement showing all transactions within the account during the reporting period.

Because the custodian does not calculate the amount of the fee to be deducted, it is important for clients to carefully review their custodial statements to verify the accuracy of the calculation, among other things. Clients should contact us directly if they believe that there may be an error in their statement.

Clients are sent statements with a description of all activities in the client's accounts directly from the custodian of the assets either on a monthly or quarterly basis. Quarterly TPFPG sends to Clients a quarterly account summary, transaction summary, statement of realized gains and losses and a quarterly newsletter (generic). Annually TPFPG sends to Clients: an annual transaction summary (if requested), a statement of interest, dividends, and expenses and a statement of realized gains and losses.

In order to ensure that all account transactions, holdings and values are correct and current, TPFPG urges clients to compare our firm's statement with the statement you receive directly from your qualified independent brokerage or bank custodian.

Item 16 Investment Discretion

Clients may hire us to provide discretionary asset management services, in which case we place trades in a client's account without contacting the client prior to each trade to obtain the client's permission.

Our discretionary authority includes the ability to do the following without contacting the client:

- Determine the security to buy or sell; and/or
- Determine the amount of the security to buy or sell

Clients give us discretionary authority when they sign a discretionary agreement with our firm, and may limit this authority by giving us written instructions. Clients may also change/amend such limitations by once again providing us with written instructions.

Ability to Restrict Trading and Marketing Timing

You may redeem all or part of your investment on any day that the New York Stock Exchange is open for business, subject to certain restrictions described below.

The Pacific Financial Group, Inc. (TPFPG) will attempt to submit trade orders received by our office prior to 9:00AM PST on the same day. Any orders received after 9:00AM PST will be placed on a best-efforts basis. All trades will be placed in the order they are received. Any orders not able to be submitted the same day will be placed in a queue, in the order received, to be submitted the following business day. However, during certain market conditions, and depending on the custodian's capabilities as well as unique cut-off times, trades may take up to seven business days. In extreme circumstances, trades may take more than seven days.

TPFG reserves the right to reject or restrict purchase or sell requests for any reason, particularly when a shareholder's trading activity suggests that the shareholder may be engaged in market timing or other disruptive trading activities. In this circumstance, TPGF will not be liable for any losses resulting from rejected purchase or sell orders. TPGF may also bar an investor who has violated these policies and TPGF reserves that right to resign the account.

Item 17. Voting Client Securities

We have discretion to vote proxies for our clients, we will vote those proxies in the best interests of its clients and in accordance our established policies and procedures. Our firm will retain all proxy voting books and records for the requisite period of time, including a copy of each proxy statement received, a record of each vote cast, a copy of any document created by us that was material to making a decision how to vote proxies, and a copy of each written client request for information on how the adviser voted proxies.

If our firm has a conflict of interest in voting a particular action, we will notify the client of the conflict and retain an independent third-party to cast a vote.

Clients may obtain a copy of our complete proxy voting policies and procedures by contacting Jill Dildine, Chief Compliance Officer, directly. Clients may request, in writing, information on how proxies for his/her shares were voted. If any client requests a copy of our complete proxy policies and procedures or how we voted proxies for his/her account(s), we will promptly provide such information to the client. Should TPGF receive any requests from clients regarding proxy voting, we will maintain a record of the requests from specific clients, which will include:

- Name of the Client
- Date that the request was received
- Whether the request was for a complete or partial record of proxy votes
- The documents provided
- Date that the information was sent to the client

We will neither advise nor act on behalf of the client in legal proceedings involving companies whose securities are held in the client's account(s), including, but not limited to, the filing of "Proofs of Claim" in class action settlements. If desired, clients may direct us to transmit copies of class action notices to the client or a third party. Upon such direction, we will make commercially reasonable efforts to forward such notices in a timely manner.

In addition, should a client direct us to vote a proxy in a specific manner we would document our recommendation and vote the proxy according to the client's wishes.

Item 18. Financial Information

Under no circumstances do we require or solicit payment of fees in excess of \$1,200 per account and more than six months in advance of services rendered. Therefore, we are not required to include a financial statement.

Part 2B of Form ADV: *Brochure Supplement*

Megan P. Meade

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July 15, 2016

This brochure supplement provides information about Megan P. Meade that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Megan P. Meade is available of the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Megan P. Meade, CEO/President

Year of Birth: 1966

Education:

Seattle University, Seattle, WA
BA English (1990)

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, CEO/President, 2014 – Present

The Pacific Financial Group, Inc., Bellevue, WA, President, 2005 – 2014

The Pacific Financial Group, Inc., Bellevue, WA, Senior Vice President / COO, 2002 – 2005

The Pacific Financial Group, Inc., Bellevue, WA, Vice President/Director, 1997 – 2001

The Pacific Financial Group, Inc., Bellevue, WA, Marketing Assistant / Client Services, 1991 – 1997

Megan P. Meade – CEO/President (continued)

Current and Previous Securities Examinations and Licenses:

Series 6, Investment Company and Variable Contracts Products Representative Examination

Series 65, Investment Adviser Law Examination

Item 3. Disciplinary Information

Ms. Meade does not have any history of disciplinary events.

Item 4. Other Business Activities

Ms. Meade does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Ms. Meade does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

Megan P. Meade, CEO/President, is responsible for all supervision and monitoring of investment advice offered to clients for those IARs under her supervision. She can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*

James C. McClendon

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July 15, 2016

This brochure supplement provides information about James C. McClendon that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about James C. McClendon is available of the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

James C. McClendon, Managing Director/CIO

Year of Birth: 1940

Education:

The Evergreen State College, Olympia, WA
BA Concentration in Financial Management (1976)

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Managing Director/CIO, 2014 – Present

The Pacific Financial Group, Inc., Bellevue, WA, Managing Director/CEO, 2005 – 2014

The Pacific Financial Group, Inc., Bellevue, WA, President/CEO, 1984 – 2005

James C. McClendon - CIO/Managing Director (continued)

Current and Previous Securities Examinations and Licenses:

Series 7, General Securities Representative Examination

Series 24, General Securities Principal Examination

Series 63, Uniform Securities Agent State Law Examination

Series 64, Registered Principal Examination (Granted a waiver of examination)

Item 3. Disciplinary Information

Mr. McClendon does not have any history of disciplinary events.

Item 4. Other Business Activities

Mr. McClendon does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Mr. McClendon does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

James C. McClendon, Managing Director/CIO, is responsible for all supervision and formulation and monitoring of investment advice offered to clients. He can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*

Jennifer L. Enstad, CFA®

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July 15, 2016

This brochure supplement provides information about Jennifer L. Enstad that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Jennifer L. Enstad is available of the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Jennifer L. Enstad, CFA® Portfolio Manager

Year of Birth: 1970

Education:

University of Washington, Seattle, WA
BA Business with a concentration in Finance (2002)

Chartered Financial Analyst, (CFA®) (2010)

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Portfolio Manager, March, 2006 – Present

The Pacific Financial Group, Inc., Bellevue, WA, Assistant Portfolio Manager, 2004 – March, 2006

The Pacific Financial Group, Inc., Bellevue, WA, Analyst, 2000 – 2002 – 2004

The Pacific Financial Group, Inc., Bellevue, WA Director of Operations, 1998 – 2002

The Pacific Financial Group, Inc., Bellevue, WA, Head Trader and Operations, 1991 – 2002

Jennifer L. Enstad – Portfolio Manager (continued)

Current and Previous Securities Examinations and Licenses:

Series 6, Investment Company and Variable Contracts Products Representative Examination

Series 65, Investment Adviser Law Examination

Certifications:

Chartered Financial Analyst (CFA®) (2010)

Item 3. Disciplinary Information

Ms. Enstad does not have any history of disciplinary events.

Item 4. Other Business Activities

Ms. Enstad does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Ms. Enstad does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

James C. McClendon, Managing Director/CIO, is responsible for all supervision and formulation and monitoring of investment advice offered to clients. He can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*

Eric J. Neufeld, CFA®

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July 15, 2016

This brochure supplement provides information about Eric J. Neufeld that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Eric J. Neufeld is available of the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Eric J. Neufeld, CFA® Portfolio Manager

Year of Birth: 1972

Education:

James Madison University, Harrisonburg, VA
Bachelor of Business Administration – Finance (1994)

Suffolk University, Boston, MA
Master of Business Administration – Finance (2008)

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Portfolio Manager, 2016 – Present

The Pacific Financial Group, Inc., Bellevue, WA, Assistant Portfolio Manager, 2015 – 2016

The Pacific Financial Group, Inc., Bellevue, WA, Investment Analyst, 2013 – 2015

Fidelity Investment, Westlake, TX, Relationship Manager, 1998 - 2001

Eric J. Neufeld - Portfolio Manager (continued)

Business Background: (continued)

Fidelity Investment, Westlake, TX, Project Manager, 1995-1998

First Data Corporation, Atlanta, GA, Project Manager, 1995-1998

SunAmerica Financial Group, New York, NY, 1995

Donaldson, Lufkin & Jenrette, New York, NY, 1994-1995

Current and Previous Securities Examinations and Licenses: None

Certifications:

Chartered Financial Analyst (CFA®) (2013)

Item 3. Disciplinary Information

Mr. Neufeld does not have any history of disciplinary events.

Item 4. Other Business Activities

Mr. Neufeld does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Mr. Neufeld does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

James C. McClendon, Managing Director/CIO, is responsible for all supervision and formulation and monitoring of investment advice offered to clients. He can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*

Keith D. Swanson, CFA®

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July 15, 2016

This brochure supplement provides information about Keith D. Swanson that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Keith D. Swanson is available of the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Keith D. Swanson, CFA® Portfolio Manager

Year of Birth: 1961

Education:

University of Washington, Seattle, WA
BA Business (1985)

Seattle University, Seattle, WA
Master of Science in Finance (1995)

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Portfolio Manager, November, 2006 – Present

Olson Investment Advisors, LLC, Seattle, WA, Portfolio Manager, March, 2006 – November, 2006

The Pacific Financial Group, Inc., Bellevue, WA, Portfolio Manager, March, 2003 – March, 2006

The Pacific Financial Group, Inc., Bellevue, WA, Analyst, 2000 – March, 2003

Washington Capital Management, Seattle, WA, Portfolio Manager, 1994 – 2000

Keith D. Swanson – Portfolio Manager (continued)

Current and Previous Securities Examinations and Licenses: None

Certifications:

Chartered Financial Analyst (CFA®) (2000)

Item 3. Disciplinary Information

Mr. Swanson does not have any history of disciplinary events.

Item 4. Other Business Activities

Mr. Swanson does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Mr. Swanson does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

James C. McClendon, Managing Director/CIO, is responsible for all supervision and formulation and monitoring of investment advice offered to clients. He can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*

Bryant N. Blakeslee, Jr.

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July 15, 2016

This brochure supplement provides information about Bryant N. Blakeslee, Jr. that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Bryant N. Blakeslee, Jr. is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Bryant N. Blakeslee, Jr. – Associated Vice President, Sales

Year of Birth: 1984

Education:

Clemson University, Clemson, SC
BS Economics (2006)

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Associate Vice President Sales, April, 2016 – Present

Curian Capital, LLC, Franklin, TN, Internal Regional Business Consultant, November 2010 - March 2016

MetLife/MetLife Securities, Inc. Columbia, SC, Financial Advisor, May 2007 – November 2010

Northwestern Mutual/Northwestern Mutual Investment Services, LLC, Columbia, SC, Financial Representative/Regional Representative, June 2005 – May 2007

Bryant N. Blakeslee, Jr. – Associate Vice President, Sales (continued)

Current and Previous Securities Examinations and Licenses:

Series 6, Investment Company and Variable Contracts Products Representative Examination

Series 7, General Securities Representative Examination

Series 63, Uniform Securities Agent State Law Examination

Series 66, Uniform Combined State Law Examination

Item 3. Disciplinary Information

Mr. Blakeslee, Jr. does not have any history of disciplinary events.

Item 4. Other Business Activities

Mr. Blakeslee, Jr. does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Mr. Blakeslee, Jr. does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

Megan P. Meade, CEO/President is responsible for all supervision and monitoring of investment advice offered to clients for those IARs under her supervision. She can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*
Aaron Jacob (Jake) Chow

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July 15, 2016

This brochure supplement provides information about Aaron Jacob Chow that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Aaron Jacob Chow is available of the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Aaron Jacob (Jake) Chow, Financial Consultant

Year of Birth: 1972

Education:

Saint Mary's College of California, Moraga, CA,
BS in Economics (1994)

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Financial Consultant, December, 2005 – Present

Charles Schwab & Co, Inc., Bellevue, WA, Registered Representative, May, 2002 – October, 2005

Multi Financial Securities, Boise, ID, Registered Representative, January, 1998 – December, 2001

Aaron Jacob (Jake) Chow – Financial Consultant (continued)

Current and Previous Securities Examinations and Licenses:

Series 7, General Securities Representative Examination

Series 63, Uniform Securities Agent State Law Examination

Series 65, Investment Adviser Law Examination

Series 66, Uniform Combined State Law Examination

Item 3. Disciplinary Information

Mr. Chow does not have any history of disciplinary events.

Item 4. Other Business Activities

Mr. Chow does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Mr. Chow does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

Megan P. Meade, CEO/President is responsible for all supervision and monitoring of investment advice offered to clients for those IARs under her supervision. She can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*

Kenneth I. Deane

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July 15, 2016

This brochure supplement provides information about Kenneth I. Deane that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Kenneth I. Deane is available of the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Kenneth I. Deane, Vice President East Coast Region

Year of Birth: 1975

Education:

Alfred University, Alfred, NY
BA in Business (1998)

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Vice President East Coast Region, October, 2007 – Present

ICON Securities Corp., New York, NY, Various Positions- Regional Vice President, Vice President of Operations, and Assistant Vice President, June, 1998 – January, 2007

Current and Previous Securities Examinations and Licenses:

Series 22, Direct Participation Programs Representative Examination

Series 63, Uniform Securities Agent State Law Examination

Series 65, Investment Adviser Law Examination

Kenneth I. Deane - Vice President East Coast Region (continued)

Item 3. Disciplinary Information

Mr. Deane does not have any history of disciplinary events.

Item 4. Other Business Activities

Mr. Deane does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Mr. Deane does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

Megan P. Meade, CEO/President is responsible for all supervision and monitoring of investment advice offered to clients for those IARs under her supervision. She can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*

Travis C. Edington

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July 15, 2016

This brochure supplement provides information about Travis C. Edington that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Travis C. Edington is available of the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Travis C. Edington, Associate Vice President Sales

Year of Birth: 1989

Education:

Western Kentucky University
BS in Financial Management (2013)

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Associate Vice President Sales, April, 2016 – Present

Curian Capital, LLC, Franklin, TN, Internal Business Consultant, September 2014 – March 2016

Estate & Financial Strategies, Inc. Brentwood, TN Associate Advisor, March 2013 – August 2014

Jackson National Life, Franklin, TN, On-Call Associate, May 2012 – February 2013

Current and Previous Securities Examinations and Licenses:

Series 7, General Securities Representative Examination

Series 65, Investment Adviser Law Examination

Travis C. Edington – Assistant Vice President, Sales

Item 3. Disciplinary Information

Mr. Edington does not have any history of disciplinary events.

Item 4. Other Business Activities

Mr. Edington does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Mr. Edington does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

Megan P. Meade, CEO/President is responsible for all supervision and monitoring of investment advice offered to clients for those IARs under her supervision. She can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*

Scott Friel

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July 15, 2016

This brochure supplement provides information about Scott Friel that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Scott Friel is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Scott Friel, Vice President Central Region

Year of Birth: 1959

Education:

University of Nebraska, Lincoln, NE
BA in Communication (1981)

Illinois State University, Normal, IL
Master of Science- Communications Summa Cum Laude (1982)

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Vice President Central Region, January, 2006 – Present

QA3 Financial Corp., Omaha, NE, Registered Representative, November, 2002 – December, 2005

Kansas City Life, Kansas City, MO, Insurance Agent, May, 2001 – November, 2002

Sunset Financial Services, Kansas City, MO, Registered Representative, May, 2001 – November, 2002

Primevest Financial Services, Inc. (Subsidiary of First Westroads Bank), Omaha, NE, Investment Executive, October, 2000 – May, 2001

Scott Friel - Vice President Central Region (continued)

Business Background: (continued)

QA3 Financial Corp., Omaha, NE, Registered Representative/Marketing Manager, March, 2000 – August, 2000

Securities America Advisors, Inc., Omaha, NE, Registered Representative, May, 1999 –March, 2000

Current and Previous Securities Examinations and Licenses:

Series 6, Investment Company and Variable Contracts Products Representative Examination

Series 7, General Securities Representative Examination

Series 24, General Securities Principal Examination

Series 63, Uniform Securities Agent State Law Examination

Series 65, Investment Adviser Law Examination

Item 3. Disciplinary Information

Mr. Friel does not have any history of disciplinary events.

Item 4. Other Business Activities

Mr. Friel does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Mr. Friel does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

Megan P. Meade, CEO/President is responsible for all supervision and monitoring of investment advice offered to clients for those IARs under her supervision. She can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*

Alex R. Hidalgo

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July 15, 2016

This brochure supplement provides information about Alex R. Hidalgo that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Alex R. Hidalgo is available of the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Alex R. Hidalgo, Client Services Associate

Year of Birth: 1983

Education:

Southern University, Baton Rouge, LA
BS Business Economics (2005)

University of South Florida, Tampa, FL
Master of Arts in Economics (2008)

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Client Services Associate - April, 2015 – Present

Deutsche Bank, Jacksonville, FL Associate, July 2008 – August 2014

Current and Previous Securities Examinations and Licenses:

Series 65, Investment Adviser Law Examination

Alex R. Hidalgo – Client Services Associate (continued)

Item 3. Disciplinary Information

Mr. Hidalgo does not have any history of disciplinary events.

Item 4. Other Business Activities

Mr. Hidalgo does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Mr. Hidalgo does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

Megan P. Meade, CEO/President is responsible for all supervision and monitoring of investment advice offered to clients for those IARs under her supervision. She can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*

Ingrid L. Kafer

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July 15, 2016

This brochure supplement provides information about Ingrid L. Kafer that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Ingrid L. Kafer is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Ingrid L, Kafer, Private Client Financial Consultant and Director of Operations

Year of Birth: 1964

Education:

University of Washington, Seattle, WA
BA in Economics (1987)

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Private Client Financial Consultant and Director of Operations - November, 2014 – Present

The Pacific Financial Group, Inc., Bellevue, WA, Private Client Financial Consultant and Trading Supervisor - August, 2012 – November, 2014

Wells Fargo Advisors (formally Wachovia Securities), June 2000 – March 2012

Investnet – Tamarac, Seattle, WA March 2012 – July 2012

Prudential Securities, LLC – November 1992 – June 2000

Charles Schwab & Co., Inc. – September 1986 – October 1992

Ingrid L. Kafer - Private Client Financial Consultant and Director of Operations (continued)

Current and Previous Securities Examinations and Licenses:

Series 3, National Commodity Futures Examination

Series 7, General Securities Representative Examination

Series 63, Uniform Securities Agent State Law Examination

Series 65, Investment Adviser Law Examination

Life & Disability Insurance State License – WA and CA registered

Item 3. Disciplinary Information

Ms. Kafer does not have any history of disciplinary events.

Item 4. Other Business Activities

Ms. Kafer does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Ms. Kafer does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

Megan P. Meade, CEO/President is responsible for all supervision and monitoring of investment advice offered to clients for those IARs under her supervision. She can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*

Charles Mark Kennedy

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July 15, 2016

This brochure supplement provides information about Charles Mark Kennedy that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Charles Mark Kennedy is available of the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Charles Mark Kennedy, Associate Vice President, Sales

Year of Birth: 1969

Education:

Western Kentucky University, Bowling Green, KY
BS in Finance, Minor in Economics (1993)

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Associate Vice President, Sales, April, 2016 – Present

Curian Capital, LLC, Franklin, TN, National Sales Desk Director, August, 2014 – March 2015

Curian Capital, LLC, Franklin, TN, Internal Regional Business Consultant, November, 2010 – March 2014

Edward Jones Investments, Nashville, TN Financial Advisors, January 2005 – October 2009

PowellJohnson Asset Management, Nashville, TN, Vice President, Equity Trading March 2003 – October 2004

Charles Mark Kennedy - Associate Vice President, Sales (continued)

Business Background: (continued)

FTN Financial Securities Corp, Nashville, TN Vice President – Equity Trading, July 2000 – March 2003

J. C. Bradford & Co. – Nashville, TN, Vice President – Equity Trading, October 1996 – July 2000

Current and Previous Securities Examinations and Licenses:

Series 4, Registered Options Principal Examination

Series 7, General Securities Representative Examination

Series 24, General Securities Principal Examination

Series 55, Equity Trader Exam

Series 63, Uniform Securities Agent State Law Examination

Series 66, Uniform Combined State Law Examination

Item 3. Disciplinary Information

Mr. Kennedy does not have any history of disciplinary events.

Item 4. Other Business Activities

Mr. Kennedy does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Mr. Kennedy does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

Megan P. Meade, CEO/President is responsible for all supervision and monitoring of investment advice offered to clients for those IARs under her supervision. She can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*

Eric J. Kuhns

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July 15, 2016

This brochure supplement provides information about Eric J. Kuhns that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Eric J. Kuhns is available of the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Eric J. Kuhns, Assistant Vice President, West Coast Region

Year of Birth: 1973

Education:

University of Nevada, Las Vegas
Bachelor of Science, Hotel Management

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Assistant Vice President of West Coast Region,
December, 2012 – Present

MacKenzie Capital Management, San Francisco, CA, Internal Wholesaler - National and then Regional
Vice President- Western Region, 2005 - 2012

American Airlines, Inc. San Francisco, CA, Account Development Manager, Passenger Sales-Northern
California, 1997 - 2004

Eric J. Kuhns - Assistant Vice President, West Coast Region (continued)

Current and Previous Securities Examinations and Licenses:

Series 7, General Securities Representative Examination

Series 65, Investment Adviser Law Examination

Series 66, Uniform Combined State Law Examination

Item 3. Disciplinary Information

Mr. Kuhns does not have any history of disciplinary events.

Item 4. Other Business Activities

Mr. Kuhns does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Mr. Kuhns does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

Megan P. Meade, CEO/President is responsible for all supervision and monitoring of investment advice offered to clients for those IARs under her supervision. She can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*

Stephanie Larson

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July 15, 2016

This brochure supplement provides information about Stephanie Larson that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Stephanie Larson is available of the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Stephanie Larson, Vice President- Marketing

Year of Birth: 1953

Education:

Dickinson University, Dickinson, ND (1972)

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Vice President - Marketing, December, 2014 to Present

The Pacific Financial Group, Inc., Bellevue, WA, Vice President of Operations, October, 1995 to December 2014

USBank, Seattle, WA, Investment Department- Trading Desk, June 1981 – November 1994

USBank, Seattle, WA, Secretary of Ballard, WA branch, November, 1979 – June, 1981

Bank of Kirkwood Plaza, Bismarck, ND, Secretary, 1973 – 1979

Stephanie Larson - Vice President- Marketing (continued)

Current and Previous Securities Examinations and Licenses:

Series 6, Investment Company and Variable Contracts Products Representative Examination

Series 65, Investment Adviser Law Examination

Item 3. Disciplinary Information

Ms. Larson does not have any history of disciplinary events.

Item 4. Other Business Activities

Ms. Larson does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Ms. Larson does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

Megan P. Meade, CEO/President is responsible for all supervision and monitoring of investment advice offered to clients for those IARs under her supervision. She can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*

Janet Lee

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July 15, 2016

This brochure supplement provides information about Janet Lee that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Janet Lee is available of the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Janet Lee, Assistant Vice President, West Coast Region

Year of Birth: 1975

Education:

University of California, Davis, CA
BA-Organizational Studies with an Emphasis on Business and Society (1997)

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Assistant Vice President of West Coast Region,
August, 2008 – Present

ICON Securities Corp., San Francisco, CA, Senior Vice President, National Accounts, June 2006 – May
2008

ICON Securities Corp., San Francisco, CA, Regional Marketing Director, June 2004 – June 2006

ICON Securities Corp., San Francisco, CA Regional Marketing Representative, June 2003 – June 2004

Janet Lee - Assistant Vice President, West Coast Region (continued)

Current and Previous Securities Examinations and Licenses:

Series 7, General Securities Representative Examination

Series 63, Uniform Securities Agent State Law Examination

Series 65, Investment Adviser Law Examination

Item 3. Disciplinary Information

Ms. Lee does not have any history of disciplinary events.

Item 4. Other Business Activities

Ms. Lee does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Ms. Lee does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

Megan P. Meade, CEO/President is responsible for all supervision and monitoring of investment advice offered to clients for those IARs under her supervision. She can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*

Melissa L. McNeill

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July 15, 2016

This brochure supplement provides information about Melissa L. McNeill that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Melissa L. McNeill is available of the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Melissa L. McNeil, Assistant Vice President, Central Region

Year of Birth: 1976

Education:

University of Texas
BA - (1997)

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Assistant Vice President of Central Region, October, 2011 – Present

Bellevue University, Bellevue, NE, Associate Director of Operations, Strategic Initiatives, April 2009 – October 2011

First National Bank, Omaha, NE, Manager, Global Trade Department, January 2007 – September 2008

PEAK (Prospect Financial Advisors, LLC) Omaha, NE Manager-Strategic Coaching, January 2006 – December 2006

Hines Real Estate Securities, Houston, TX, Manager-Strategic Accounts, October 2003 – November 2006

Melissa L. McNeill - Assistant Vice President, Central Region (continued)

Current and Previous Securities Examinations and Licenses:

Series 6, Investment Company and Variable Contracts Products Representative Examination

Series 7, General Securities Representative Examination

Series 31, Futures Managed Funds Examination

Series 66, Uniform Combined State Law Examination

Item 3. Disciplinary Information

Ms. McNeill does not have any history of disciplinary events.

Item 4. Other Business Activities

Ms. McNeill does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Ms. McNeill does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

Megan P. Meade, CEO/President is responsible for all supervision and monitoring of investment advice offered to clients for those IARs under her supervision. She can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*

Julie A. Mochan

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July 15, 2016

This brochure supplement provides information about Julie A. Mochan that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Julie A. Mochan is available of the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Julie A. Mochan, National Director Retirement Plan Sales

Year of Birth: 1967

Education:

Shippensburg University, Shippensburg, PA

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, National Director Retirement Plan Sales – June, 2015 – Present

Aris Corporation of America – Manager of Relationship Development – 2007 – 2015

Logical Planning Solutions – Independent Investment Adviser Representative – 2005 – 2007

PNC Investments/JJB Hilliard Lyons – Financial Consultant – 2003 – 2005

Salomon Smith Barney – Financial Consultant – 2000 - 2003

Julia A. Mochan - National Director Retirement Plan Sales (continued)

Current and Previous Securities Examinations and Licenses:

Series 7, General Securities Representative Examination

Series 63, Uniform Securities Agent State Law Examination

Series 65, Investment Adviser Law Examination

Item 3. Disciplinary Information

Ms. Mochan has no disciplinary events.

Item 4. Other Business Activities

Ms. Mochan does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Ms. Mochan does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

Megan P. Meade, CEO/President is responsible for all supervision and monitoring of investment advice offered to clients for those IARs under her supervision. She can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*

Neil Y. Nakagawa

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July 15, 2016

This brochure supplement provides information about Neil Y. Nakagawa that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Neil Y. Nakagawa is available of the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Neil Y. Nakagawa, Assistant Vice President West Coast Region

Year of Birth: 1970

Education:

Sacramento State University, Sacramento, CA
BS in Finance - 1994

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Assistant Vice President West Coast Region – August, 2015 – Present

Atlas Resources, LLC – Vice President Northwest Regional Sales – 2013 – 2015

Argue Capital, Ltd – External Wholesaler – 2012 - 2013

Cypress Capital Corporation – Vice President –Western Regional Sales – 2008 – 2012

John Hancock – Regional Vice President – 2005 - 2007

Neil Y. Nakagawa - Assistant Vice President West Coast Region (continued)

Current and Previous Securities Examinations and Licenses:

Series 7, General Securities Representative Examination

Series 22, Direct Participation Programs Representative Examination

Series 31, Futures Managed Funds Examination

Series 63, Uniform Securities Agent State Law Examination

Series 65, Investment Adviser Law Examination

Series 66, Uniform Combined State Law Examination

Item 3. Disciplinary Information

Mr. Nakagawa have one historical disciplinary event which was discharged in 11/04/1996.

Item 4. Other Business Activities

Mr. Nakagawa does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Mr. Nakagawa does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

Megan P. Meade, CEO/President is responsible for all supervision and monitoring of investment advice offered to clients for those IARs under her supervision. She can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*

Darrell V. Szymanski

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July 15, 2016

This brochure supplement provides information about Darrell V. Szymanski that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Darrell V. Szymanski is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Darrell V. Szymanski, Assistant Vice President, East Coast Region

Year of Birth: 1975

Education:

California State University, Hayward, CA
BS Criminal Justice, 1998

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Assistant Vice President of East Coast Region, July, 2010 – Present

The Pacific Financial Group, Inc., Bellevue, WA Internal Sales Associate of East Coast Region, July 2009 – July 2010

ICON Securities, San Francisco, CA, Senior Vice President, National Sales, June, 2007 – December, 2008

ICON Securities, San Francisco, CA, Vice President/Regional Marketing Director, July, 2006 – June, 2007

Darrell V. Szymanski - Assistant Vice President, East Coast Region (continued)

Business Background (continued)

ICON Securities, San Francisco, CA, Regional Marketing Representative, March, 2005 – July, 2006

Charles Schwab & Co., Inc., San Francisco, CA, Operations/Client Services Specialist II – 2000 – 2005

Current and Previous Securities Examinations and Licenses:

Series 7, General Securities Representative Examination

Series 63, Uniform Securities Agent State Law Examination

Series 65, Investment Adviser Law Examination

Item 3. Disciplinary Information

Mr. Szymanski does not have any history of disciplinary events.

Item 4. Other Business Activities

Mr. Szymanski does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Mr. Szymanski does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

Megan P. Meade, CEO/President is responsible for all supervision and monitoring of investment advice offered to clients for those IARs under her supervision. She can be reached at 800.735.7199 or 425.451.7722.

Part 2B of Form ADV: *Brochure Supplement*

Sylvain Templeman

777 108th Avenue Northeast, Suite 2100
Bellevue, Washington 98004
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The Pacific Financial Group, Inc.
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July 15, 2016

This brochure supplement provides information about Sylvain Templeman that supplements The Pacific Financial Group, Inc. brochure. You should have received a copy of that brochure. Please contact Y. Jill Dildine, Chief Compliance Officer, if you did not receive The Pacific Financial Group, Inc. brochure or if you have any questions about the contents of this supplement.

Additional information about Sylvain Templeman is available of the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Sylvain Templeman, Vice President West Coast Region

Year of Birth: 1973

Education:

California State University, Fresno, CA
BS Business Administration, International Business Major (1996)

California State University, Hayward, CA
Master in Finance (2003)

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Vice President West Coast Region, October, 2007 – Present

ICON Securities Corp., San Francisco, CA, Regional Marketing Director, March, 2001 – August, 2007

Atlas Securities, Inc., San Leandro, CA, Lead Representative for Broker October, 1999 – February, 2001

Sun America Securities/ Independent Capital Management (ICM), Concord, CA, Independent Contractor and Registered Representative, September, 1998 – August, 1999

Sylvain Templeman - Vice President West Coast Region (continued)

Current and Previous Securities Examinations and Licenses:

Series 6, Investment Company and Variable Contracts Products Representative Examination

Series 7, General Securities Representative Examination

Series 63, Uniform Securities Agent State Law Examination

Series 65, Investment Adviser Law Examination

California Insurance License – Life, Health, LTC & Variable Contracts

Item 3. Disciplinary Information

Mr. Templeman does not have any history of disciplinary events.

Item 4. Other Business Activities

Mr. Templeman does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Mr. Templeman does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

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Andre Yovanovitch

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Additional information about Andre Yovanovitch is available of the SEC's website at www.adviserinfo.sec.gov.

Item 2. Educational Background and Business Experience

Andre Yovanovitch, Assistant Vice President East Coast Region

Year of Birth: 1967

Education:

Vanderbilt University
BS in Human Development, BS in Psychology - 1989

Business Background:

The Pacific Financial Group, Inc., Bellevue, WA, Vice President East Coast Region, January 2016 to Present.

Flexible Plan Investments, Bloomfield Hills, MI, Regional Sales Manager, April 2015 to December 2015

Curian Capital, Denver, CO, Internal Business Consultant, April 2011 to April 2015

Guardsmark, LLC, Memphis, TN, Business Development Manager, January, 2009 to March 2011

Andre Yovanovitch - Assistant Vice President East Coast Region (continued)

Business Background: (continued)

Scott & Stringfellow, Richmond, VA, Senior Vice President, November 2006 to December 2009

Washington Research/Stanford Financial, Houston, TX, Senior VP, February 2005 to November 2009

Avondale Partners, LLC, Nashville, TN, SVP & Director, January 2004 to February 2005

Stephens, Inc., Little Rock, AR, Senior Vice President, May 2001 to December 2003

SunTrust Equitable Securities, Atlanta, GA, Director & SVP, August 1998 to April, 2001

Suntrust Securities, Inc., Atlanta, GA, Director & SVP, January, 1996 to June 1996

Current and Previous Securities Examinations and Licenses:

Series 7, General Securities Representative Examination

Series 63, Uniform Securities Agent State Law Examination

Series 65, Investment Adviser Law Examination

Item 3. Disciplinary Information

Mr. Yovanovitch has no disciplinary events.

Item 4. Other Business Activities

Mr. Yovanovitch does not engage in any other investment-related business or occupation.

Item 5. Additional Compensation

Mr. Yovanovitch does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

Megan P. Meade, CEO/President is responsible for all supervision and monitoring of investment advice offered to clients for those IARs under her supervision. She can be reached at 800.735.7199 or 425.451.7722.