

Disclosure Statement for Sweep Features



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Investment and Insurance Products:

- ▶ **Are NOT insured by the FDIC or any other federal government agency**
- ▶ **Are NOT obligations or deposits of or guaranteed by any Wells Fargo Bank or by any Bank affiliate**
- ▶ **Involve investment risk, including possible loss of principal**

Securities offered through H.D. Vest Investment Services,SM Member: SIPC. Advisory services offered through H.D. Vest Advisory Services,SM non-bank subsidiaries of Wells Fargo and Company, 6333 North State Highway 161, Fourth Floor, Irving, Texas 75038, 972.870.6000. Wells Fargo Investments, LLC (member SIPC) provides clearing brokerage services for H.D. Vest Investment Services and is a non-bank affiliate of Wells Fargo and Company.

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Disclosure Statement for Sweep Features

Introduction

H.D. Vest Investment ServicesSM (“H.D. Vest,” or “we”) offers two alternatives for clients to earn income on uninvested available cash (“Cash Balances”) in their brokerage accounts (“Accounts”) through sweep features (“Sweep Features”). H.D. Vest’s Sweep Features include a sweep available through H.D. Vest’s clearing broker (Wells Fargo Investments, LLC. (“WFI”)) to an interest-bearing deposit account at Wells Fargo Bank, N.A., (“Wells Fargo Bank” or the “Bank”) that is eligible for FDIC insurance up to applicable limits (“Wells Fargo Cash Sweep”), or to a money market mutual fund. (“Money Market Fund Sweep”). A “sweep” is the automatic transfer of Cash Balances to and from your Account and a Sweep Feature. This Disclosure Statement contains important disclosures about these Sweep Features, including eligibility requirements.

Eligibility/Default Sweep Features

Eligibility for the Sweep Features is based on the type of Account, nature of Account ownership and, in some cases, the value of client assets in eligible Accounts that have been linked for purposes of ascertaining Household Balances (see page 4). H.D. Vest and WFI reserve the right to change the eligibility criteria. An eligibility chart showing the account types, the applicable default Sweep Feature and minimum balance maintenance requirements is included with this Disclosure Statement. A copy of the eligibility chart can also be obtained by contacting your H.D. Vest Advisor at the number on your Account statement or at www.hdvest.com.

Wells Fargo Cash Sweep. Wells Fargo Cash Sweep is the default Sweep Feature for the following account types: individual (single or joint, including Individual Retirement Accounts (“IRAs”)¹ and education savings accounts), sole-proprietor, trusts, estates, governmental entities and some non-profit organizations. There is no minimum balance required to establish Wells Fargo Cash Sweep.

Money Market Fund Sweep. The Money Market Fund Sweep is the default Sweep Feature for the following account types: managed accounts², “for-profit” business organizations (such as corporations or partnerships), tax-qualified retirement plans (such as self directed 401(k) accounts held at Wells Fargo

Bank, N.A. and profit sharing and money purchase plans), and accounts designated as day-trading accounts by H.D. Vest. The eligible Money Market Fund Sweep varies depending upon account type and, in some cases, client Household Balances (see page 4). These account types will default to an eligible taxable Money Market Fund Sweep as designated by WFI, unless an alternative taxable or tax-free Money Market Fund Sweep is selected by the client.

Tax-Free Money Market Fund Sweeps

Account Types Eligible For Wells Fargo Cash Sweep. Clients may change from Wells Fargo Cash Sweep to an alternative Money Market Fund Sweep if they qualify for and elect to make a change based on the following:

- **Tax Free Money Market Fund Sweep.** Clients with Household Balances of \$250,000 or more (who maintain a Household Balance of at least \$200,000) can select the available tax-free money market mutual fund as their Sweep Feature.
- Existing clients (as of the implementation of Wells Fargo Cash Sweep) who had elected a tax-free money market mutual fund as their Sweep Feature may retain this Sweep Feature.

Account Types Not Cash Sweep Eligible that Default to Money Market Fund Sweep. Clients may select a tax-free Money Market Fund Sweep Feature if they qualify for and elect to make a change based on the following:

- **Tax-Free Money Market Fund Sweep.** Clients can select the available tax-free money market mutual fund as their Sweep Feature.

Please contact your H.D. Vest Advisor at the number on your Account statement or go to www.wellsfargoadvantagefunds.com to obtain a prospectus for a tax-free money market mutual fund. Consider the investment objectives, risks, charges and expenses of the investment carefully before investing. Please read and consider the information in the prospectus carefully before investing. *Investments in money market mutual funds are not guaranteed or insured by the FDIC or any other government agency and are not deposits of a bank or bank affiliate of H.D. Vest, including the Bank. Although money market mutual funds seek to preserve their net asset value at one dollar per share, it is possible to lose money by investing in money market mutual funds.*

¹ Except IRAs that are not custodied at Wells Fargo Bank, N.A. IRAs not custodied at Wells Fargo Bank will default to the applicable Money Market Fund Sweep.

² A fee-based, investment advisory account including *VestPremiere*,[®] *VestPremiere Customizer*,[®] *VestAdvisor*,[®] *Overland Select*,[®] and *Overland Suggests*[®] accounts.

Sweep Feature Ineligibility and Changes. If an Account becomes ineligible for a Money Market Fund Sweep (such as not meeting minimum balance requirements), that Sweep Feature may automatically and without notice be replaced with the applicable default Sweep Feature for the Account type using one of the methods described below. If an Account becomes ineligible for Wells Fargo Cash Sweep (for example, it becomes designated by H.D. Vest as a day-trader account), that Sweep Feature may automatically and without notice be replaced with the applicable default Money Market Fund Sweep. Ineligibility may occur if a client's Household Balances (see page 4) or Cash Balances fall below the required minimum or H.D. Vest or WFI changes eligibility requirements or if the Account otherwise becomes ineligible.

- **Accounts opened prior to the implementation of Wells Fargo Cash Sweep.** Any Cash Balances will be swept to the default Sweep Feature for the Account. Funds in the Sweep Feature (for which the Account is no longer eligible) will remain in that Sweep Feature, but will be used first to satisfy any settlement activity or other debits or charges in the Account.
- **Accounts opened on or after the implementation of Wells Fargo Cash Sweep.** Funds in the Sweep Feature (for which the Account is no longer eligible) and any Cash Balances in the Account will both be swept to the default Sweep Feature.

After an Account has been deemed ineligible for a particular Sweep Feature it will be changed to a default Sweep Feature. H.D. Vest will not change the Sweep Feature back to a former Sweep Feature for which the Account is once more eligible unless you affirmatively request a change.

You may change your Sweep Feature to an available alternative for which you are eligible by contacting your H.D. Vest Advisor at the number on your Account statement and following H.D. Vest's instructions. If you change your Sweep Feature, funds in the existing Sweep Feature will be withdrawn or transferred to the new Sweep Feature. If you request a change, H.D. Vest will try to effect a change in the Sweep Feature by the following business day, but reserves the right to take longer if necessary to properly process your request.

If you previously elected a tax-fee money market mutual fund as your sweep and you become ineligible for it or change your Sweep Feature, depending upon your state of residence, this change will likely result in increased state and/or federal-tax liability.³ H.D. Vest does not provide tax or legal advice. Please consult your tax or legal advisor concerning your personal circumstances.

H.D. Vest and WFI can modify the Sweep Features' eligibility requirements and terminate your use of any Sweep Feature upon written notice to you. Such modifications may not necessarily provide a greater rate of return and your return may be lower.

Alternatives to the Default Sweep Features

If you do not want to participate in the default Sweep Feature (Wells Fargo Cash Sweep or Money Market Fund Sweep), you can select one of the following alternatives:

- Invest Cash Balances in a money market mutual fund of your choice by placing an order to purchase a fund ("position-traded money market mutual fund").

Note: You must affirmatively instruct H.D. Vest to make each investment in, or withdrawal from, a position-traded money market mutual fund. Cash Balances in your Account will not automatically be swept into the position-traded money market mutual fund and shares of a position-traded money market mutual fund will not automatically be redeemed to fund your Account. Cash Balances will be swept to the default Sweep Feature applicable for your account type. A minimum purchase amount and an ongoing balance requirement may apply, along with a brokerage transaction fee. Typically, money market mutual funds settle the next business day. Please contact your H.D. Vest Advisor at the number listed on your Account statement to learn about available position-traded money market mutual funds and to obtain a prospectus which contains information on a fund's objectives, risks, fees and expenses. The prospectus should be read carefully before investing.

- Change from a default Sweep Feature to a tax-free Money Market Fund Sweep—if you qualify for and elect one and maintain the required minimum balance maintenance requirements. See the *Eligibility/Default Sweep Features* section above for more information on tax-free Money Market Fund Sweeps and see the eligibility chart. *Investors should carefully consider the investment objectives, risks, charges and expenses of mutual funds before investing. This and other important information is contained in the prospectuses, which can be obtained from your investment professional at the number on your Account statement. The prospectus should be read carefully before investing.*
- Link your Account for settlement to a bank deposit account, such as your Wells Fargo PMA[®] prime checking account or to another bank account. Your Cash Balances will be swept to and from the designated account and will be used for settlement activity. This option is unavailable for retirement accounts.
- Elect to "turn off" all Sweep Features and retain any Cash Balances in your Account and earn interest at the rate that WFI, in its sole discretion, from time to time agrees to pay, which may be no interest rate. Wells Fargo Investments, LLC does not currently pay any interest on free credit balances. These Cash Balances are an obligation of WFI and, as such, are not a deposit of or guaranteed by the Bank and are not insured by FDIC or any other federal government agency. Cash Balances held in your Account may be eligible for SIPC protection. See the SIPC section on page 5 for more information regarding SIPC protection.

³ Not applicable to tax-qualified accounts, such as IRAs.

How Wells Fargo Cash Sweep Works

If your Account participates in Wells Fargo Cash Sweep, Cash Balances in your Account are automatically deposited into an interest-bearing deposit account (“Deposit Account”) at Wells Fargo Bank, an affiliate of WFI and H.D. Vest. This Deposit Account will be set up by WFI in WFI’s name for your benefit and will only be accessible to you through the Sweep Feature of your Account. Under the rules of the FDIC, FDIC deposit insurance coverage is deemed to “pass-through” to you, as the beneficial owner of the Deposit Account. As discussed below, such “pass-through” accounts are subject to aggregation with any other accounts maintained by or for you in the same capacity at the Bank.

All Deposit Account activity will appear on your H.D. Vest Account statement. No separate trade confirmations of sweep transactions will be provided to you. Deposit Account activity will appear on your monthly Account statement. Notice of any unauthorized activity in your Deposit Account and any complaints regarding Wells Fargo Cash Sweep must be directed to H.D. Vest as specified on the back of your Account statement. Each Deposit Account represents an obligation of the Bank.

Deposit Procedures. Cash Balances in your Account will be automatically swept to the Deposit Account every business day in which WFI and the Bank are both open. WFI will sweep into the Deposit Account cash resulting from the proceeds of securities sales, on the day the securities transaction settles. Cash Balances from other transactions, such as deposits to your Account and dividends received, will generally be swept on the first business day after they are collected or credited to your Account by WFI. However, in certain instances, such as new Account openings, WFI reserves the right to take longer to sweep Cash Balances. Interest will begin accruing when the proceeds have been credited to the Deposit Account.

WFI will sweep available cash to your Deposit Account even if the resulting balance exceeds the FDIC deposit insurance limit. (For more information, see “FDIC Deposit Insurance” in this document.)

Withdrawal Procedures. All withdrawals from the Deposit Account necessary to satisfy debits in your Account or to cover margin requirements will be made by WFI. A debit is created when you purchase securities, pay fees, or when you withdraw funds, or make payments using the Automatic Clearing House (“ACH”) in your Account. Debits are satisfied first from any Cash Balances in your Account and then by sweeping funds in the Deposit Account to your Account. Funds in the Deposit Account will not be swept back to your Account to satisfy a securities purchase until the securities transaction settles. There must be enough cash in the Deposit Account to satisfy securities purchases unless you have sufficient margin buying power or other arrangements are made with your H.D. Vest Advisor to satisfy the purchase.

As required by federal law, the Bank has the right to require seven days’ prior notice before permitting withdrawals from

the Deposit Account. The Bank does not currently intend to exercise this right. Please note that any applicable brokerage account cash holding requirements will still apply.

Payment and Reporting of Interest. Interest on the Deposit Account will accrue using the daily balance method and will be compounded daily and credited on a monthly basis. The daily balance method applies a periodic interest rate to the Deposit Account each day. The interest earned in Wells Fargo Cash Sweep accounts will be reported by WFI to you and the IRS on IRS Form 1099 as ordinary income in the year it is received.⁴ For specific tax information, you should consult your tax advisor.

How the Money Market Fund Sweep Works

If your Account participates in the Money Market Fund Sweep, Cash Balances in your Account are automatically invested in the applicable money market mutual fund. Cash resulting from the proceeds of securities sales will be swept on the day the securities transaction settles. Cash resulting from other transactions such as deposits to your Account will be swept on the first business day after the business day on which they are collected by WFI. WFI will automatically withdraw funds from the money market mutual fund necessary to satisfy debits to your Account. A debit to an Account results when you purchase securities, pay fees, withdraw funds, or make payments using ACH. Debits are satisfied first from any Cash Balance and then by sweeping funds from the money market mutual fund. Cash Balances in the Account and/or the share value of the money market mutual fund must be sufficient to satisfy securities purchases unless you have sufficient margin buying power or other arrangements are made with H.D. Vest to fund the purchase. Money Market Fund Sweep activity will appear on your monthly Account statement. You will not receive any trade confirmations with respect to Money Market Fund Sweep transactions.

Rate of Return

The rate of return for each Sweep Feature can be obtained at www.hdvest.com or by calling your H.D. Vest Advisor at the number on your Account statement.

Wells Fargo Cash Sweep. The interest rates paid by the Bank on Wells Fargo Cash Sweep will be set periodically and will be based on prevailing business and economic conditions. The rate will be tiered based upon Household Balances (defined below). H.D. Vest and WFI will set the interest rate and tiers. Accounts that are linked by primary tax identification number (and additional accounts linked for purposes of determining Household Balances) will qualify for the tier that corresponds to the total Household Balances. H.D. Vest will calculate Household Balances initially on a daily basis and will notify you in writing if the frequency of calculation changes. The previous period’s Household Balances will determine the specific interest rate tier. If your Account is opened during a month and there is no previous period Household Balance, you will be paid a rate based on the amount of your initial funding until there is a month-end statement. H.D. Vest and WFI are not obligated to

⁴ Not applicable to tax-qualified accounts, such as IRAs.

pay different interest rates on different tiers. Tiers and interest rates on different tiers may change from time to time at H.D. Vest's and WFI's discretion. For current rates see www.hdvest.com or call your H.D. Vest Advisor.

Money Market Fund Sweep. The rate of return on the Money Market Fund Sweep will vary over time. A money market mutual fund generally seeks to achieve the highest rate of return (less fees and expenses) consistent with the fund's investment objective, which can be found in the money market mutual fund's prospectus. That rate of return may, however, be impacted by the fees imposed by the particular class of shares designated for the Money Market Fund Sweep.

These rates will be disclosed on your H.D. Vest Account statement. Rates will vary over time and may be higher or lower than those paid to clients who have established a direct relationship with the Bank, other banks, or the rate paid on other Sweep Features or money market mutual funds. WFI and H.D. Vest are not obligated to provide the highest rates reasonably available and may instead seek to pay a rate that it determines is necessary from a competitive business perspective. WFI and H.D. Vest and their affiliates may benefit from paying lower rates on the Deposit Account. There is not necessarily a connection between Wells Fargo Cash Sweep rates and other Bank rates or the highest market rates, including money market mutual fund rates. There is no guarantee that the rate of return paid by any Sweep Feature will remain higher than another over time.

You should compare the terms and rates of return for your Sweep Feature with other available Sweep Features, if any, and other cash alternatives. You are responsible for learning about options that may pay a higher rate of return. H.D. Vest and WFI are not responsible for notifying you about options that pay a higher rate of return.

Household Balances

Your household balance is the value of your Account linked by primary tax identification number ("Household Balance"). Additional accounts may be eligible for linking. To link additional accounts, contact your H.D. Vest Advisor. Please note the following regarding Household Balances:

- Certain accounts may be ineligible for linking.
- Bank deposit accounts are ineligible for linking.
- Assets in linked Accounts will continue to be held separately and are not commingled. Linking of Accounts does not result in any sharing of assets credited to, or liabilities debited from, any linked Account.
- H.D. Vest will make the final decision as to whether accounts you have identified can be linked for purposes of determining Household Balances.

FDIC Deposit Insurance

General Information. The FDIC standard insurance amount of \$250,000 per depositor per insured bank is in effect through December 31, 2013. On January 1, 2014, the standard insurance amount will return to \$100,000 per depositor for all accounts except IRA and certain other retirement accounts, which will remain at \$250,000 per depositor. The Deposit Account is eligible for FDIC insurance up to \$250,000 (for individual accounts) and up to \$250,000 for each joint account owner on joint accounts. For purposes of calculating FDIC deposit insurance limits, principal and accrued interest on the Deposit Account will be combined with deposit balances held directly or indirectly by you with the Bank (including checking accounts, CDs and other deposits in your name or held through an agent or fiduciary in the same capacity) in the same ownership category. Funds become eligible for deposit insurance immediately upon deposit in the Deposit Account. **You are responsible for monitoring the total amount of all direct or indirect deposits held by or for you with the Bank for purposes of determining the amounts eligible for coverage by FDIC insurance, including deposits in the Deposit Account.**

You can calculate your insurance coverage using the FDIC's online Electronic Deposit Insurance Estimator at www2.fdic.gov/edie.

The application of FDIC insurance coverage limits for several of the more common account types is illustrated below.

Individual Accounts. This type of account type is in one person's name only. The account balance is added together with other Deposit Account balances in the person's name at the Bank and insured up to \$250,000.⁵ Another example of an individual account is the custodial account. In this account, the account is in the name of the custodian for benefit of a beneficiary. For example, a Uniform Gifts to Minors Act account is a type of custodial account. The account balance is added together with other deposits in the beneficiary's individual name at the Bank and insured up to \$250,000.⁵ Note that funds in the Deposit Account held by the custodian are not treated as owned by the custodian.

Joint Accounts. Joint Accounts are in the name of two or more people and each person's share is insured up to \$250,000⁵ separately at the Bank.

Revocable Trust Accounts. Please refer to www.fdic.gov for a full explanation and examples of deposit coverage for revocable trusts as the following information is a general summary. A revocable trust account indicates an intention that the deposit will belong to one or more named beneficiaries upon the death of the owner(s). A revocable trust can be terminated at the discretion of the owner. There are two types of revocable trusts: **informal trusts**—known as Payable on Death (POD) or "Totten Trusts"—and **formal trusts**—known as "living" or "family" trusts.

⁵The FDIC standard insurance amount has been temporarily increased from \$100,000 to \$250,000 per depositor per insured institution through December 31, 2013. On January 1, 2014, the standard insurance amount will return to \$100,000 per depositor for all account categories except IRA and certain other retirement accounts, which will remain at \$250,000 per depositor.

Informal trusts are insured up to \$250,000⁵ per owner for each beneficiary if the FDIC requirements are met.

Formal trusts are written arrangements created for estate planning purposes. They are insured up to \$250,000⁵ per owner for each beneficiary if the FDIC requirements are met.

All deposits that an owner holds in both informal and formal revocable trusts are added together for insurance purposes and the insurance limit is applied to the combined total.

Self-Directed Retirement Accounts. These are deposits you have in retirement accounts for which you have the right to direct how the money is invested, including the ability to direct that the funds be deposited at an FDIC-insured bank. Types of self-directed retirement accounts include traditional and Roth Individual Retirement Accounts (IRAs), Simplified Employee Pension accounts, “Section 457” deferred compensation plan accounts, self-directed Keogh plan accounts, and self-directed defined contribution plan accounts.

The owner’s funds held in an IRA will be aggregated with the owner’s other funds in certain other self-directed retirement plans held at the same financial institution and will be insured (including principal and interest) up to \$250,000. FDIC deposit insurance will remain at \$250,000 per owner after December 31, 2013.

Questions about FDIC Deposit Insurance Coverage. You can learn more about FDIC insurance by reading *Your Insured Deposits FDIC’s Guide to Deposit Insurance Coverage*, which is available at www.fdic.gov/deposit/deposits/insured/index.html. This brochure explains the federal insurance limitation for the various types of accounts you might own. You can also contact the FDIC, Division of Supervision and Consumer Protection, at Deposit Insurance Outreach, 550 17th Street N.W., Washington, D.C., 20429-9990. Their telephone number is 877.275.3342 or 800.925.4618 (TDD). The FDIC website has additional resources for consumers at www.fdic.gov.

SIPC

Your Wells Fargo Cash Sweep balances are not protected by SIPC because they are held at Wells Fargo Bank. In general, SIPC protects brokerage customers in the event the brokerage firm becomes financially insolvent and cannot return the full value of a customer’s securities and cash in the firm’s possession and control. SIPC covers each customer’s account up to \$500,000, of which up to \$100,000 may be for cash balances held in the Account. SIPC does not insure against market loss of an investment. Questions regarding SIPC coverage should be directed to the Securities Investor Protection Corporation at www.SIPC.org.

Investments and insurance products offered through H.D. Vest and WFI are not FDIC insured, have no bank guarantee, and may lose value.

Relationships

The Bank is an affiliate of H.D. Vest and Wells Fargo Investments, LLC. Wells Fargo Cash Sweep Deposit Accounts are direct obligations of the Bank and not H.D. Vest or WFI. H.D. Vest and WFI do not guarantee any of the Bank’s obligations, including obligations relating to Wells Fargo Cash Sweep, or the financial condition of the Bank or any publicly available information about the Bank. To obtain publicly available information about the Bank, you can contact the FDIC directly or at www.ffiec.gov/nic or contact the Bank. Questions about Wells Fargo Cash Sweep should be directed to H.D. Vest at the number on your Account statement.

Fees and Benefits and Conflicts of Interests

Wells Fargo Cash Sweep. The Bank will earn a spread from the difference between the interest it pays on Deposit Accounts and the return it receives on the assets it acquires with the deposit funding, less fees paid to WFI. Wells Fargo Investments will receive a fee from the Bank of not less than one-half of one percent (0.5%) of the average daily deposit balances held by the Bank in the Deposit Accounts for Wells Fargo Cash Sweep. WFI may receive a significantly greater fee, that may be as high as three percent (3%) on the average daily deposit balances. WFI will pay a fee to H.D. Vest that is generally intended to equal the amount of compensation that H.D. Vest earns from the Money Market Mutual Fund Sweep as discussed more fully below. The compensation is subject to change and H.D. Vest and WFI may waive all or any part of this fee at any time without notice. WFI may also benefit from the possession and temporary investment of cash balances prior to the deposit of such balances in your Deposit Account.⁶ H.D. Vest Advisors may earn compensation based on client’s balances in Wells Fargo Cash Sweep. Generally, the percentage compensation they earn will be the same as the compensation they earn for client balances in the Money Market Fund Sweep. They may earn more or less if clients purchase a position-traded money market mutual fund.

In general, WFI will earn more overall from Wells Fargo Cash Sweep than it earns from the Money Market Fund Sweep. The fee WFI earns from Wells Fargo Cash Sweep is expected to be greater than the fees earned in providing shareholder servicing, distribution or other fees relating to the money market mutual funds and the fees that their affiliates earn from managing the money market mutual funds included in the Money Market Fund Sweep.

Money Market Fund Sweep. H.D. Vest, WFI and their affiliates may receive distribution (Rule 12b-1) fees, investment management fees, service fees and other compensation with respect to money market mutual funds included in the Money Market Fund Sweep. These fees, which vary depending on the money market mutual fund and class of shares, are paid directly by the funds but are ultimately borne by investors as shareholders in a fund.

Questions. If you have any questions regarding Wells Fargo Cash Sweep or your H.D. Vest Account, call your H.D. Vest Advisor at the number on your Account Statement.

⁵ In the case of tax-qualified accounts, such as IRAs, such compensation or incidental benefit is considered additional compensation that WFI receives for its services to the account.

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