

# Ann Poloko, LLC

## Ann Poloko, LLC Wrap Program Brochure Form ADV: Part 2 A Appendix 1

This wrap program brochure provides information about Ann Poloko, LLC's ("Advisor" or "Firm") qualifications and business practices. If you have any questions about the contents of this brochure, please contact us at (714) 508-4818 or by email at [ann@annpoloko.com](mailto:ann@annpoloko.com). The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (SEC) or by any State Securities Authority.

Additional information about Ann Poloko, LLC is also available on the Investment Adviser Public Disclosure (IAPD) website [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) (select "Firm" and type in "Ann Poloko, LLC"). Results will provide you both Part 1 and 2 of our Form ADV.

We are a registered investment advisory firm. Our registration does not imply any level of skill or training. The oral and written communications we provide to you, including this brochure, are for you to evaluate us. Please use this information as factors in your decision to hire us or to continue our business relationship.

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ITEM 1 – COVER PAGE

MARCH 26, 2018

CRD #: 290220

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## ITEM 2 – MATERIAL CHANGES

This brochure, dated March 26, 2018, has been prepared by Ann Poloko, LLC to meet state requirements. This section will only address material changes that have been incorporated since our last annual posting of this document on the public disclosure website (IAPD) [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

Changes since November 29, 2017 filing:

- ITEM 4 – Updated Assets Under Management
- ITEM 9 – Added language regarding Compliance with the Department of Labor Fiduciary Rule

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## ITEM 4 – SERVICES, FEES AND COMPENSATION

### Services & Fees

#### Firm Description

Ann Poloko, LLC was established in 2017 by Ann Poloko. Our main office is located in Tustin, California.

#### Principal Member

- Ann Poloko, Manager/Chief Compliance Officer: Ms. Poloko may be contacted by email at [ann@annpoloko.com](mailto:ann@annpoloko.com) or by telephone at (714) 508-4818.

#### Types of Advisory Services

Ann Poloko, LLC offers a variety of investment advisory, financial planning and consulting services to our clients with discretionary and non-discretionary authority. For a description of all of these services, ask for an Ann Poloko, LLC ADV Part 2 A Firm Brochure.

This brochure describes Ann Poloko, LLC's Wrap Program a service offered by Ann Poloko, LLC. Ann Poloko, LLC is the sponsor of the wrap fee program titled Ann Poloko, LLC Wrap Program. The Ann Poloko, LLC Wrap Program provides the client with advisory and brokerage execution services for one all-inclusive fee. The client is not charged separate fees for the respective components of the total service. The advisory services may include portfolio management and/or advice concerning selection of other advisers, and the fee is not based directly upon transactions in their account. The combination of fees for Ann Poloko, LLC and third-party outside managers will not exceed the industry standard of excessive fees which is 3%. Prior to introducing clients to another investment adviser ("IA") Ann Poloko, LLC will be responsible for determining whether the IA is properly licensed or registered as an investment adviser.

The Ann Poloko, LLC Wrap Program is offered only through accounts held at one of our partner custodians. Ann Poloko, LLC will assist the client in determining their current financial situation, financial goals and attitudes toward risk. Based on this information, Ann Poloko, LLC and the client will select a custodian and mutually agree on the investment strategy used by Ann Poloko, LLC to manage the account. We may create a portfolio, consisting of, but not limited to individual stocks or bonds, exchange traded funds, no-load funds and/or load-waived funds (front-end commissions will not be charged). Ann Poloko, LLC may also use the following alternative investments in your portfolio: Real Estate Investment Trusts (REITs) and Business Development Companies (BDCs).

Each portfolio will be initially designed to meet a particular investment goal which Ann Poloko, LLC has determined to be suitable to our client's circumstances. Once the appropriate portfolio has been determined, we will review the portfolio and rebalance the account based upon our client's individual needs, stated goals and objectives. Ann Poloko, LLC's strategy, generally, will be to seek to meet client investment objectives while providing clients with access to personal advisory services. Ann Poloko, LLC may also provide advice about any type of legacy position or other investment held in client portfolios.

We will continuously monitor client portfolios based on the individual needs of the client.

Depending on the nature of the advisory relationship, a Client may decide to grant investment discretion to an Ann Poloko, LLC advisor as declared in the investment advisory agreement. Investment discretion granted to an Ann Poloko, LLC advisor is limited to the selection and amount of the securities to be bought or sold. Where Ann Poloko, LLC has non-discretionary authority for client accounts, we will obtain your prior approval of each specific transaction prior to executing investment recommendations. Non-discretionary authority is granted once an election is made on the Investment Advisory Agreement and the agreement is signed by the client.

All investment advisory clients receive performance reports as needed, but no less than annually. Investment advisory clients also receive standard account statements from the custodian of their accounts on a least a quarterly

basis. Ann Poloko, LLC urges clients to promptly review all such account information.

### **Assets under Management (AUM)**

Ann Poloko, LLC, as of December 29, 2017 has \$45,489,547 in discretionary reportable assets under management and \$0 in non-discretionary reportable assets under management for a total of \$45,489,547 in assets under management.

### **Investment Management Fees**

The program charges an asset-based fee for advisory services, which include the cost of executing securities transactions. There is no separate charge for brokerage commissions; however, clients normally will be charged any mark-ups or mark-downs with respect to fixed income securities and other fees.

**Standard Annual Management fee is 1.00% of the market value of the account.**

Fees are negotiable. Fees may differ based on a number of factors:

- Size of the relationship – Larger accounts may receive more favorable pricing.
- Level of services needed – Accounts requesting more services may have higher fees.
- Trading activity and active portfolio management – actively managed accounts generally have higher fees than fixed income accounts, buy and hold portfolios, and mutual fund or exchange traded fund accounts.

For purposes of determining value, securities and other instruments traded on a market for which actual transaction prices are publicly reported are valued at the last reported sale price on the principal market in which they are traded. In those rare instances where the custodian is unable to obtain a price and Ann Poloko, LLC strongly believes the custodian is not pricing a security fairly, Ann Poloko, LLC will determine a fair value for that security. Ann Poloko, LLC will attempt to obtain a quote from at least one independent pricing source, preferably two or more. Ann Poloko, LLC's assigned valuations will be consistent with its fiduciary duty to act in the best interest of the client. Ann Poloko, LLC will also notify the client and document the rationale used to establish a fair valued price for the security. Clients may file a written dispute, including their rationale, with Ann Poloko, LLC if they disagree with Ann Poloko, LLC's valuations.

The fee includes the time and activities necessary to work with your attorney and/or accountant in reaching agreement on solutions, as well as assisting them in implementation of all appropriate documents. We are not responsible for attorney or account fees charged to you as a result of the above activities.

Compensation for our services will be calculated in accordance with what is set in the client agreement. We may modify the terms of any agreement by written changes submitted to the client for signature. While we strive to maintain competitive fees, the same or similar services may be available from other firms at higher or lower fees.

Ann Poloko, LLC possesses written authorization from the client to deduct advisory fees from an account held by a qualified custodian. Ann Poloko, LLC sends the qualified custodian written notice of the amount of the fee to be deducted from the client's account. Ann Poloko, LLC sends the client a written invoice itemizing the fee, including any formula used to calculate the fee, the time period covered by the fee and the amount of assets under management on which the fee was based. Ann Poloko, LLC fees are paid from your account by the custodian when we submit an invoice to them. If there is insufficient cash in your account to pay your fees, an equal balance of securities in your portfolio may be sold to pay our fee. In addition to our fees, there may be custodial, mutual fund, 12b-1 fees or similar third party management fees and charges.

Ann Poloko, LLC fees are paid quarterly in advance, with payment due within 10 days from the date of the invoice. Our fee is determined by taking the percentage rate we charge, divided by four, times the market value of the account. The market value is the sum of the values of all assets in the account, not adjusted by any margin debit. In cases where there are partial fees at the commencement or termination of our agreement, they will be billed or

refunded on a pro-rated basis contingent on the number of days. Quarterly fee adjustments for additional assets received into the account during a quarter or for partial withdrawals will also be provided on the above pro rata basis. Clients may cancel the Investment Advisory Agreement within 5 business days of entering into the contract, without penalty.

Fees to outside portfolio managers are charged in addition to Ann Poloko, LLC fees outlined above. The specific fees and other terms and conditions under which a client engages an outside portfolio manager will be set forth in a separate written agreement with the designated outside portfolio manager. Fees for third party portfolio managers range from .5% to 1% of assets under management. The combination of fees for Ann Poloko, LLC and outside portfolio managers will not exceed the industry standard of excessive fees which is 3%. Prior to introducing clients to another investment adviser ("IA") Ann Poloko, LLC will be responsible for determining whether the IA is properly licensed or registered as an investment adviser.

### **Termination**

Either Ann Poloko, LLC or our clients can terminate our agreement upon receipt of written notice to the other party, to include written agreement to changes by the client.

When an agreement is terminated, we will refund any pre-paid, unearned fees based on the number of days remaining in the quarter after termination. Refunds will be made in the month following the end of the quarter in which the contract was terminated.

When an agreement is terminated, all assets may need to be transferred from the current custodian. You will be responsible for paying all fees including full quarterly custodial administrative fees, account closure fees, mutual fund fees and all trading costs due to the termination. The custodian may assess additional fees for transfer of illiquid investments. If there is insufficient cash in the account, the liquidation of some securities may be used to pay the fees. Prior to termination of an agreement, we can provide a good-faith estimate of these fees.

### **Other Investment Compensation**

Ann Poloko, LLC does not accept commission for the sale of securities or other investment products, including asset-based sales charges or service fees from the sale of mutual funds.

### **Relative Cost of Services**

A wrap fee program allows our clients to pay a specified fee for investment advisory services and the execution of transactions. The advisory services may include portfolio management and/or advice concerning selection of other advisers, and the fee is not based directly upon transactions in your account. Your fee is bundled with our costs for executing transactions in your account(s). This may result in a higher advisory fee to you. We do not charge our clients higher advisory fees based on their trading activity, but you should be aware that we may have an incentive to limit our trading activities in your account(s) because we are charged for executed trades. By participating in a wrap fee program, you may end up paying more or less than you would through a non-wrap fee program where a lower advisory fee is charged, but trade execution costs are passed directly through to you by the executing broker.

### **Additional Fees**

The program's quarterly fee does not include: (i) annual account fees or other administrative fees, such as wire fees, charged by custodians; (ii) underwriting or dealer concessions or related compensation in connection with securities acquired in underwritten offerings; (iii) certain odd-lot differentials, transfer taxes, postage and handling fees, and charges imposed by law with regard to transaction in the client's account; (iv) fees for trades executed away from the Custodian; and (v) advisory fees and expenses of mutual funds (including money market funds), ETFs, closed-end investment companies or other managed investments, if any are held in client's accounts.

When Ann Poloko, LLC acts as the client's agent in purchasing securities (except in purchases in underwritten offerings other than for open-end mutual funds), the client should be aware that the quarterly fee does not cover certain costs associated with securities transactions in the over-the-counter market where Ann Poloko, LLC must approach a dealer

or market maker to purchase or sell the security. Such cost includes a mark-up, mark-down or spread and odd lot differentials or transfer taxes imposed by law. Because Ann Poloko, LLC will be paying to the Custodian the transaction and execution costs of securities transactions a potential conflict of interest may arise creating a disincentive for Ann Poloko, LLC to trade securities in client accounts.

### **Referrals and Compensation**

Our advisors receive a portion of the advisory fee that you pay us, either directly as a percentage of your overall fee. This may create an incentive to recommend that you participate in a wrap fee program rather than a non-wrap fee program (where you would pay for trade execution costs) or brokerage account where commissions are charged. This is because, in some cases, we may stand to earn more compensation from advisory fees paid to us through a wrap fee program arrangement if your account is not actively traded.

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## **ITEM 5 – ACCOUNT REQUIREMENTS AND TYPES OF CLIENTS**

Ann Poloko, LLC generally provides asset management and financial planning services to the following types of clients:

- Individuals
- High-Net-Worth Individuals
- Pension and Profit Sharing Plans
- Trusts
- Estates
- Non-Profit Organizations
- Corporations

Minimum Account Size: Ann Poloko, LLC does not have an account minimum.

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## **ITEM 6 – PORTFOLIO MANAGER SELECTION AND EVALUATION**

Ann Poloko, LLC may offer access to independent third party (outside) portfolio managers. Ann Poloko, LLC relies on the custodians for the first approval of portfolio managers. In addition, when Ann Poloko, LLC recommends third party portfolio managers, Ann Poloko, LLC will review to the extent information is available: the firm's background, manager's background, industry experience, management style, performance record, client agreements and contracts, and current Form ADV available. You should be aware that our firm cannot actively monitor outside portfolio managers conflicts of interest, daily trading activity and other operational issues.

Ann Poloko, LLC allows their advisors to act as Portfolio Managers. As Portfolio Managers, advisors monitor client program accounts and make recommendations for (or executing trades in) investments consistent with the clients' investment objectives. Ann Poloko, LLC does not conduct peer comparison performance review or analysis of its portfolio managers (advisors). This constitutes a conflict of interest. Ann Poloko, LLC addresses this conflict by monitoring the portfolio managers' performance relative to the stated account investment objectives, relative performance benchmarks, etc. **There is no guarantee that the recommendations or trades will meet a Client's investment objective over any given timeframe.**

Ann Poloko, LLC provides performance reports with comparisons to selected benchmarks.

## **Methods of Analysis & Investment Strategies**

### ***Analysis***

In determining the recommendations to give to you, we first gather and consider information regarding several factors including our client's:

- Current financial situation;
- Investment goals and objectives;
- Current and long-term needs;
- Tolerance and appetite for risk; and
- Level of investment knowledge.

Ann Poloko, LLC uses multiple sources of information to obtain analysis and strategies. They include sources such as financial newspapers, financial magazines, research prepared by others, corporate rating services, prospectuses, company press releases, annual reports and filings with the SEC.

Ann Poloko, LLC's methods of analysis include Charting analysis, Cyclical analysis, Fundamental analysis, Modern portfolio theory, Quantitative analysis and Technical analysis.

*Charting analysis* involves the use of patterns in performance charts. Ann Poloko, LLC uses this technique to search for patterns used to help predict favorable conditions for buying and/or selling a security.

*Cyclical analysis* involves the analysis of business cycles to find favorable conditions for buying and/or selling a security.

*Fundamental analysis* involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.

*Modern portfolio theory* is a theory of investment that attempts to maximize portfolio expected return for a given amount of portfolio risk, or equivalently minimize risk for a given level of expected return, each by carefully choosing the proportions of various asset.

*Quantitative analysis* deals with measurable factors as distinguished from qualitative considerations such as the character of management or the state of employee morale, such as the value of assets, the cost of capital, historical projections of sales, and so on.

*Technical analysis* involves the analysis of past market data; primarily price and volume.

### ***Investment Strategies***

Ann Poloko, LLC uses long term trading and short term trading.

Long term trading is designed to capture market rates of both return and risk. Due to its nature, the long-term investment strategy can expose clients to various types of risk that will typically surface at various intervals during the time the client owns the investments. These risks include but are not limited to inflation (purchasing power) risk, interest rate risk, economic risk, market risk, and political/regulatory risk.

Short term trading risks include liquidity, economic stability, and inflation, in addition to the long term trading risks listed above. Frequent trading can affect investment performance, particularly through other transaction costs and taxes.



## **Risk of Loss**

All investments include a risk of loss that clients should be prepared to bear. Performance of any investment is not guaranteed. We use our best efforts and expertise to manage your assets. However, we cannot guarantee any level of performance or that you will not experience financial loss.

*Charting analysis* strategy involves using and comparing various charts to predict long and short term performance or market trends. The risk involved in using this method is that only past performance data is considered without using other methods to crosscheck data. Using charting analysis without other methods of analysis would be making the assumption that past performance will be indicative of future performance. This may not be the case.

*Cyclical analysis* assumes that the markets react in cyclical patterns which, once identified, can be leveraged to provide performance. The risks with this strategy are two- fold: 1) the markets do not always repeat cyclical patterns; and 2) if too many investors begin to implement this strategy, then it changes the very cycles these investors are trying to exploit.

*Fundamental analysis* concentrates on factors that determine a company's value and expected future earnings. This strategy would normally encourage equity purchases in stocks that are undervalued or priced below their perceived value. The risk assumed is that the market will fail to reach expectations of perceived value.

*Modern portfolio theory* assumes that investors are risk averse, meaning that given two portfolios that offer the same expected return, investors will prefer the less risky one. Thus, an investor will take on increased risk only if compensated by higher expected returns. Conversely, an investor who wants higher expected returns must accept more risk. The exact trade-off will be the same for all investors, but different investors will evaluate the trade-off differently based on individual risk aversion characteristics. The implication is that a rational investor will not invest in a portfolio if a second portfolio exists with a more favorable risk-expected return profile – i.e., if for that level of risk an alternative portfolio exists which has better expected returns.

*Quantitative analysis* Investment strategies using quantitative models may perform differently than expected as a result of, among other things, the factors used in the models, the weight placed on each factor, changes from the factors' historical trends, and technical issues in the construction and implementation of the models.

*Technical analysis* attempts to predict a future stock price or direction based on market trends. The assumption is that the market follows discernible patterns and if these patterns can be identified then a prediction can be made. The risk is that markets do not always follow patterns and relying solely on this method may not take into account new patterns that emerge over time.

Clients should be aware that there is a material risk of loss using any investment strategy. The investment types listed below (leaving aside Treasury Inflation Protected/Inflation Linked Bonds) are not guaranteed or insured by the FDIC or any other government agency.

*Mutual Funds:* Investing in mutual funds carries the risk of capital loss and thus you may lose money investing in mutual funds. All mutual funds have costs that lower investment returns. The funds can be of bond "fixed income" nature (lower risk) or stock "equity" nature.

*Exchange Traded Funds (ETFs):* An ETF is an investment fund traded on stock exchanges, similar to stocks. Investing in ETFs carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). Areas of concern include the lack of transparency in products and increasing complexity, conflicts of interest and the possibility of inadequate regulatory compliance. Precious Metal ETFs (e.g., Gold, Silver, or Palladium Bullion backed "electronic shares" not physical metal) specifically may be negatively impacted by several unique factors, among them (1) large sales by the official sector which own a significant portion of aggregate world holdings in gold and other precious metals, (2) a significant increase in hedging activities by producers of gold or other precious metals, (3) a significant change in the attitude of speculators and investors.

*Annuities* are a retirement product for those who may have the ability to pay a premium now and want to guarantee they receive certain monthly payments or a return on investment later in the future. Annuities are contracts issued by a life insurance company designed to meet requirement or other long-term goals. An annuity is not a life insurance policy. Variable annuities are designed to be long-term investments, to meet retirement and other long-range goals. Variable annuities are not suitable for meeting short-term goals because substantial taxes and insurance company charges may apply if you withdraw your money early. Variable annuities also involve investment risks, just as mutual funds do.

*Equity* investment generally refers to buying shares of stocks in return for receiving a future payment of dividends and/or capital gains if the value of the stock increases. The value of equity securities may fluctuate in response to specific situations for each company, industry conditions and the general economic environments.

*Fixed income* investments generally pay a return on a fixed schedule, though the amount of the payments can vary. This type of investment can include corporate and government debt securities, leveraged loans, high yield, and investment grade debt and structured products, such as mortgage and other asset-backed securities, although individual bonds may be the best known type of fixed income security. In general, the fixed income market is volatile and fixed income securities carry interest rate risk. (As interest rates rise, bond prices usually fall, and vice versa. This effect is usually more pronounced for longer-term securities.) Fixed income securities also carry inflation risk, liquidity risk, call risk, and credit and default risks for both issuers and counterparties. The risk of default on treasury inflation protected/inflation linked bonds is dependent upon the U.S. Treasury defaulting (extremely unlikely); however, they carry a potential risk of losing share price value, albeit rather minimal.

*Real Estate Investment Trusts (REITs)*. A REIT, or real estate investment trust, is a company that owns – and typically operates – income-producing real estate or real estate-related assets. *Publicly traded REITs* are listed on an exchange and can purchased or sold with relative ease. An investment in publicly traded REITs is typically a liquid investment. *Non-traded REITs* are **not** listed on an exchange. Non-traded REITs are illiquid investments, which mean that they cannot be sold readily in the market. Non-traded REITs typically charge high upfront fees to compensate a firm or individual selling the investment and to lower their offering and organizational costs. *Distributions may come from principal*. The initial distributions may not represent earnings from operations since non-traded REITs often declare these distributions prior to acquiring significant assets. Because non-traded REITs are not publicly traded, there is no market price readily available. *Conflicts of interest*. Non-traded REITs are typically externally managed, meaning the REITs do not have their own employees. External managers may manage or be affiliated with other companies that may compete with the REIT in which you are invested or that are paid by the REIT for services provided, such as property management or leasing fees.

*Business Development Companies (BDCs)*. Business development companies (BDCs) were created by the U.S. Congress to stimulate investments in privately owned American companies. Today's market offers traded and non-traded BDC options for investors seeking to add private debt investments to a portfolio. *Traded BDCs* may provide investors with the benefit of higher liquidity. However, their share values may be influenced by general market sentiment and have higher correlation to the traded market. *Non-traded BDCs* combine the capital of many investors to own debt or finance a portfolio of businesses. These companies, in turn, intend to make earnings or interest payments to the non-traded BDC, whose objective is to pass qualifying income to its investors through distributions. Some risk considerations of non-traded BDCs include: Limited liquidity and a redemption plan that is subject to suspension, modification and/or termination at any time; Liquidations at less than the original amount invested; Distributions that are not guaranteed in frequency or amount and may be paid from other sources than earnings; and Limited operating history and reliance on the advisor, conflicts of interest, and payment of substantial fees to the advisor and its affiliates.

*Use of Third Party Investment Managers*. Ann Poloko, LLC may select certain third party investment managers to manage a portion of its clients' assets. In these situations, Ann Poloko, LLC continues to conduct ongoing due diligence of such managers, but such recommendations generally rely on the third party investment managers' ability to successfully implement their investment strategies. In addition, Ann Poloko, LLC generally may not have the ability to supervise the third party investment managers on a day-to-day basis.

#### ***Performance Based Fees and Side-by-Side Management***

Ann Poloko, LLC's Wrap Fee Program accounts are not offered under performance-based fee arrangements; nor does Ann Poloko, LLC employ side-by-side management.

### ***Voting Client Securities***

The clients of Ann Poloko, LLC retain the authority to proxy vote. You should ensure that proxy ballots are mailed directly to you by selecting this option on your custodial application forms. You are welcome to delegate said proxy voting authority to a third-party representative (non-advisory personnel) by filing the appropriate custodial form. Ann Poloko, LLC will not accept authority to vote client proxies. This policy is set forth in Ann Poloko, LLC's standard advisory agreements. Should Ann Poloko, LLC inadvertently receive proxy information for a security held in clients' accounts, it would immediately forward such information on to clients, but will not take any further action with respect to the voting of such proxy. Upon termination of the advisory relationship, Ann Poloko, LLC will make a good faith and reasonable attempt to forward proxy information inadvertently received on behalf of clients to the forwarding address provided by clients. Clients may contact Ann Poloko, LLC for advice or information about a particular proxy vote; however, Ann Poloko, LLC shall not be deemed to have proxy voting authority solely as a result of providing such advice to clients.

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### **ITEM 7 – CLIENT INFORMATION PROVIDED TO PORTFOLIO MANAGERS**

Ann Poloko, LLC will assist the client in determining their current financial situation, financial goals, reasonable investment restrictions and attitudes toward risk (collectively Investor Profile). The Investor Profile is used to help determine which portfolio manager(s) fits clients' investment needs. At least annually, Ann Poloko, LLC will contact clients to determine whether they have had any changes to their Investor Profile. Should changes occur to a client's Investor Profile before the annual call or meeting, it is the client's responsibility to contact Ann Poloko, LLC as soon as possible.

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### **ITEM 8 – CLIENT CONTACT WITH PORTFOLIO MANAGERS**

Ann Poloko, LLC does not place restrictions on contact between a client and selected/appointed portfolio managers. Ann Poloko, LLC does attempt to coordinate all client communication through the advisor to ensure one point of contact is aware of all aspects of the client's relationship with Ann Poloko, LLC. Ann Poloko, LLC will attempt to facilitate access for the client to any appointed portfolio manager if requested by the client.

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### **ITEM 9 – ADDITIONAL INFORMATION**

#### **Civil or Criminal Actions**

Ann Poloko, LLC and its managers have never been found guilty, convicted or plead no contest to a criminal or civil action in a domestic, foreign or military court.

#### **Administrative Enforcement Proceedings**

Ann Poloko, LLC and its managers have never been found by the SEC, any other state or federal agency or any foreign regulatory agency to have caused loss of the ability of an investment-related business to do business or been sanctioned, barred or limited in investment-related activities.

#### **Self-Regulatory Organization Enforcement Proceedings**

Ann Poloko, LLC and its managers have never been found by a self-regulatory agency to have caused loss of the ability of an investment-related business to do business. Additionally, Ann Poloko, LLC and its managers have never been found in violation of self-regulatory agencies rules such that they were barred, suspended, limited in advisory functions or fined.

#### **Broker Dealers and Registered Representatives**

Ann Poloko, LLC is not registered as a broker-dealer and our employees are not registered representatives of any broker-dealer.

## **Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor**

Neither Ann Poloko, LLC nor our employees hold any of the above registrations.

## **Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests**

The principal business of Ann Poloko, LLC is that of a registered investment advisor. Some of our associated persons may be insurance agents. When acting in the capacity of an insurance agent, the advisor and associated persons may receive the usual and customary commissions or fees associated with the insurance products that the client purchases. Receiving commissions on insurance products may cause a conflict of interest. At all times, you are free to choose an outside agency to avoid the possibility of there being a conflict of interest.

Ann Poloko, LLC will disclose any material conflict of interest relating to Ann Poloko, LLC, our representatives, or any of our employees which could reasonably be expected to impair the rendering of unbiased and objective advice.

## **Selection of Other Advisors and How this Adviser is Compensated for those Selections**

Ann Poloko, LLC is not paid for the selection of other advisors, asset managers or portfolio managers.

For California Residents: Ann Poloko, LLC adheres to the California Code of Regulations, Title 10 Section 260.238 (k), (1), (2) and (o) which prohibits investment advisers from:

(k) Failing to disclose to a client in writing before entering into or renewing an advisory agreement with that client any material conflict of interest relating to the adviser, its representatives or any requires that of its employees, which could be reasonably expected to impair the rendering of unbiased and objective advice including:

(1) Compensation arrangements connected with advisory services to clients which are in addition to compensation from such clients for such services; and

(2) Charging a client an advisory fee for rendering advice without disclosing that a commission for executing securities transactions pursuant to such advice will be received by the adviser, its representatives or its employees, or that such advisory fee is being reduced by the amount of the commission earned by the adviser, its representatives or employees for the sale of securities to the client.

(o) Making any untrue statement of a material fact or omitting a statement of material fact necessary in order to make the statements made, in light of the circumstances under which they are made, not misleading in the solicitation of advisory clients.

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## **Code of Ethics Description**

We have adopted a Code of Ethics to which all investment advisor representatives and employees are bound to adhere. The key component of our Code of Ethics states that Ann Poloko, LLC and its investment advisor representatives and employees shall always:

- Act with integrity, competence, dignity, and ethically when dealing with the public, clients, prospects, employers, and employees.
- Exercise its authority and responsibility for the benefit and interest of its clients first and to refrain from having outside interests that conflict with the interests of its clients. Ann Poloko, LLC must avoid any circumstances that might adversely affect or appear to affect its duty of complete loyalty to its clients.
- Refrain from disclosing any nonpublic personal information about a client to any nonaffiliated third party unless the client expressly gives permission to Ann Poloko, LLC to do so. All client information will otherwise be treated as confidential.
- Maintain the physical security of nonpublic information, including information stored on computers.

This Code of Ethics is in place to guide the personal conduct of our team and embodies our fiduciary duties and responsibilities to you and sets forth our practice of supervising the personal securities transactions of employees with prior or concurrent access to client trade information. A copy of the Ann Poloko, LLC Code of Ethics is available, free of charge, upon request.

### *Compliance with the Department of Labor Fiduciary Rule*

Under certain conditions that have been established by the United States Department of Labor (“DOL”), Ann Poloko, LLC may qualify as a “DOL fiduciary” to certain clients. As a DOL fiduciary, we abide by the Impartial Conduct Standards as defined by the DOL. To comply with these standards, Ann Poloko, LLC and our advisors give advice that is in our clients’ best interest, charge no more than reasonable compensation (within the meaning of ERISA Section 408(b)(2) and Internal Revenue Code Section 4975(d)(2)), and make no misleading statements about investment transactions, compensation, conflicts of interest, and any other matters related to investment decisions.

### **Participation or Interest in Client Transactions**

Ann Poloko, LLC, or its employees, may buy and sell some of the same securities for our own accounts that we buy and sell for our clients. Neither Ann Poloko, LLC nor any related person recommends to clients, or buys or sells for client accounts, securities in which Ann Poloko, LLC or a related person has a material financial interest. We will always buy or sell from our clients’ accounts before we buy or sell from our accounts. In some cases, Ann Poloko, LLC, or its employees, may buy or sell securities for our own accounts and not for clients’ accounts, as it may not meet the objectives or plans for the client. There are possible conflicts of interest, which our Code of Ethics addresses. We will always evaluate our activity from the view of our clients to ensure that any and all required disclosures are made. For example, we will disclose anything that would cause you to be unfairly influenced to make any decision regarding actions or inactions in your account.

Ann Poloko, LLC does not buy or sell between Ann Poloko, LLC, our employees or our clients’ accounts.

Ann Poloko, LLC always tries to get the best price for the client. Ann Poloko, LLC has in place internal controls and processes to allow contemporaneous trading (submitting Ann Poloko, LLC or employee orders at the same time as client order) in block or aggregate trades. In other cases, except in the case of unaffiliated mutual funds, we will always trade individual securities in a client account before we trade Ann Poloko, LLC or employee accounts.

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### **Selecting Brokerage Firms**

#### **The Custodian and Brokers We Use**

Ann Poloko, LLC does not maintain custody of your assets that we manage. Your assets must be maintained in an account at a “qualified custodian,” generally a broker-dealer or bank. We recommend that our clients use Charles Schwab & Co., Inc. (Schwab), a FINRA-registered broker-dealer, member SIPC, as the qualified custodian. We are independently owned and operated and not affiliated with Schwab. Schwab will hold your assets in a brokerage account and buy and sell securities when instructed to do so. While we recommend that you use Schwab as custodian/broker, you will decide whether to do so and open your account with Schwab by entering into an account agreement directly with them. If you do not wish to place your assets with Schwab, then we cannot manage your account. Even though your account is maintained at Schwab, we can still use other brokers to execute trades for your account.

#### **How We Select Brokers/Custodians**

We seek to select a custodian/broker who will hold your assets and execute transactions on terms that are overall most advantageous when compared to other available providers and their services. We consider a wide range of factors, including, among others, these:

- combination of transaction execution services along with asset custody services (generally without a separate fee for custody)
- capability to execute, clear and settle trades (buy and sell securities for your account)
- capabilities to facilitate transfers and payments to and from accounts (wire transfers, check requests, bill payment, etc.)

- breadth of investment products made available (stocks, bonds, mutual funds, exchange traded funds (ETFs), etc.)
- availability of investment research and tools that assist us in making investment decisions
- quality of services
- competitiveness of the price of those services (commission rates, margin interest rates, other fees, etc.) and willingness to negotiate them
- reputation, financial strength and stability of the provider
- their prior service to us and our other clients
- availability of other products and services that benefit us, as discussed below (see “Products and Services Available to Us from Schwab”)

To avoid creating a possible conflict of interest in recommending broker-dealers, we have established the following restrictions in order to ensure our fiduciary responsibilities:

1. Ann Poloko, LLC adheres to our Code of Ethics as outlined in Item 11 above.
2. If Ann Poloko, LLC receives separate compensation for transactions, we will fully disclose them.
3. Ann Poloko, LLC emphasizes the unrestricted right of you to select and choose your own broker or dealer.
4. Ann Poloko, LLC will always act in accordance with all applicable federal and state regulations governing registered investment advisory practices.

### **Products and Services Available to Us from Schwab**

Schwab Advisor Services (formerly called Schwab Institutional) is Schwab’s business serving independent investment advisory firms like us. They provide us and our clients with access to its institutional brokerage – trading, custody, reporting and related services – many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us manage or administer our clients’ accounts while others help us manage and grow our business. Here is a more detailed description of Schwab’s support services:

Services that Benefit You. Schwab’s institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of client assets. The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients. Schwab’s services described in this paragraph generally benefit you and your account.

Services that May Not Directly Benefit You. Schwab also makes available to us other products and services that benefit us but may not directly benefit you or your account. These products and services assist us in managing and administering our clients’ accounts. They include investment research, both Schwab’s own and that of third parties. We may use this research to service all or some substantial number of our clients’ accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that:

- provide access to client account data (such as duplicate trade confirmations and account statements);
- facilitate trade execution and allocate aggregated trade orders for multiple client accounts;
- provide pricing and other market data;
- facilitate payment of our fees from our clients’ accounts; and
- assist with back-office functions, recordkeeping and client reporting.

Services that Generally Benefit Only Us. Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:

- educational conferences and events
- technology, compliance, legal, and business consulting;
- publications and conferences on practice management and business succession; and
- access to employee benefits providers, human capital consultants and insurance providers.

Schwab may provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. Schwab may also discount or waive its fees for some of these services or pay all or a part of a third party's fees. Schwab may also provide us with other benefits such as occasional business entertainment of our personnel.

We endeavor at all times to put the interests of our clients first. You should be aware, however, that the receipt of the types of benefits discussed above can create a potential conflict of interest by influencing our choice of a broker-dealer.

#### **Brokerage for Client Referrals**

Neither Ann Poloko, LLC or a related person receives client referrals from a broker-dealer or third party.

#### **Sales Aggregation**

Ann Poloko, LLC is authorized to aggregate purchases and sales and other transactions made for your account with purchases and sales and other transactions in the same or similar securities or instruments for other clients of ours. When we aggregate transactions, the actual prices applicable to the aggregated transactions will be averaged, and the account will be deemed to have purchased or sold its proportionate share of the securities or instruments involved at the average price obtained. Stock exchange regulations may in certain instances prevent the executing broker-dealer from delivering to the account a confirmation slip with respect to its participation in the aggregated transaction and, in such event, we will advise you in writing of any purchase or disposition of instruments for the account with respect to any such aggregated transaction. We will direct that confirmations of any transactions effected for the account will be sent, in conformity with applicable law, to you.

#### **Periodic Reviews**

Accounts are reviewed by Ann Poloko or qualified staff members. All reviews are either conducted or supervised by Ann Poloko. The frequency of reviews is determined based on your investment objectives, but no less than annually.

#### **Review Triggers**

More frequent reviews are triggered by a change in your investment objectives; tax considerations; large deposits or withdrawals; large sales or purchases; loss of confidence in corporate management; or, changes in economic climate.

#### **Regular Reports**

All investment advisory clients receive reports as needed, but no less than annually, on representative investments recommended specifically by Ann Poloko, LLC. Investment advisory clients also receive standard account statements from the custodian of their accounts on at least a quarterly basis.

#### **Economic Benefits Provided by Third Parties for Advice Rendered to Clients**

We receive an economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment advisors that have their clients maintain accounts at Schwab. These products and services, how they benefit us, and the related conflicts of interest are described above. The availability to us of Schwab's products and services is not based on us giving particular investment advice, such as buying particular securities for our clients.

Ann Poloko, LLC does not receive economic benefits from third parties for the advice we render to our clients. As disclosed above, broker-dealers may provide services, tools or other non-financial benefits to us as a benefit for using the broker-dealer's services. However, we endeavor at all times to put the interests of our clients first. You should be aware, however, that the receipt of benefits can create a potential conflict of interest by influencing our choice of a broker-dealer.

### **Compensation to Non-Advisory Personnel for Client Referrals**

Ann Poloko, LLC does not directly or indirectly compensate any person for client referrals.

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### **Custody**

Under government regulations, we are deemed to have custody of your assets if you authorize us to instruct Schwab to deduct our advisory fees directly from your account. Schwab maintains actual custody of your assets. You will receive account statements directly from Schwab at least quarterly. They will be sent to the email or postal mailing address you provided to Schwab. You should carefully review those statements promptly when you receive them. We also urge you to compare Schwab's account statements to the periodic portfolio reports you may receive from us.

Ann Poloko, LLC shall have no liability to the client for any loss or other harm to any property in the account. This includes harm to any property in the account resulting from the insolvency of the custodian or any unauthorized acts of the agents or employees of the custodian and whether or not the full amount or such loss is covered by the Securities Investor Protection Corporation ("SIPC") or any other insurance which may be carried by the custodian. The client understands that SIPC provides only limited protection for the loss of property held by a broker-dealer.

As a fiduciary, Ann Poloko, LLC will always act in the client's best interests and in doing so, the above does not limit or modify that duty to our clients. Custodial statements will include fees charged by Ann Poloko, LLC. At the same time, we invoice the custodian, we will provide an invoice to you that includes our rate, the value of assets and the resulting fee. We strongly urge you to compare these statements for accuracy.

### **Balance Sheet**

Ann Poloko, LLC does not solicit prepayment of more than \$500 in fees per client six (6) months or more in advance.

### **Financial Conditions**

Ann Poloko, LLC has no financial issues that could impair our ability to carry out our fiduciary duty to our clients.

### **Bankruptcy Petition**

Ann Poloko, LLC has never been the subject of a bankruptcy petition.

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### **Principal Executive Officers: Education, Background & Other Businesses**

Ann Poloko, LLC's executive officer is Ann Poloko. The formal education and business background may be reviewed within Part 2B Form ADV for Ann Poloko.

### **How Performance Based Fees Are Calculated and Degree of Risk to Clients**

Ann Poloko, LLC does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

### **Material Disciplinary Disclosures for Management Persons of this Firm**

Other than disclosures made in Item 9 above, neither MBVM nor our employees have been involved in an arbitration claim or been found liable in a civil, self-regulatory organization, or administrative proceeding. Ms. Ann Poloko, Managing Member and Chief Compliance Officer was involved in an arbitration claim in 2004. The Claimant's claims were denied in their entirety by the Arbitration Panel.

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## **ITEM 10— REQUIREMENTS FOR STATE-REGISTERED ADVISORS**

### **Material Relationships Management Persons Have with Issuers of Securities**

Neither Ann Poloko, LLC nor our employees have any relevant material relationships with issuers of securities.



# ANN POLOKO, CFP®

This brochure provides supplemental information about Ann Poloko. This supplements the Ann Poloko, LLC ADV Part 2A brochure, which should have also been provided to you. Please contact us at (714) 508-4818 or by email at [ann@annpoloko.com](mailto:ann@annpoloko.com) if you have any questions or wish to request a copy of the ADV Part 2A brochure.

Additional information about the Ann Poloko, LLC is also available at the SEC's website [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) (select "investment adviser firm" and type in our firm name). Results will provide you both Part 1 and 2 of our Form ADV.

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ITEM 1 – COVER PAGE BROCHURE ADV PART 2 B

MARCH 26, 2018

INDIVIDUAL CRD# 2627095  
1432 EDINGER, STE 140, TUSTIN, CA 92780  
[ANN@ANNPOLOKO.COM](mailto:ANN@ANNPOLOKO.COM)  
(714) 508-4818

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## ITEM 2 - EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

### Ann Poloko

Year Born: 1949

### Educational Background:

General Studies – University of Illinois

### Business Background:

10/2017 – Present: *Owner/CCO/Investment Advisor Representative*, Ann Poloko, LLC

11/2012 – 10/2017: *Registered Representative/Investment Advisor Representative*, National Planning Corporation

05/2002 – 11/2012: *Registered Representative/Investment Advisor Representative*, Linsco Private Ledger

### Professional Designation:

CERTIFIED FINANCIAL PLANNER™ (CFP®)

### Explanation of Designation:

CFP®: (CERTIFIED FINANCIAL PLANNER™)

The CERTIFIED FINANCIAL PLANNER™, CFP® and federally registered professional certification marks (collectively, the “CFP® marks”) granted by the United States by Certified Financial Planner Board of Standards, Inc. (“CFP® Board”).

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold a CFP® certification.

To attain the right to use the CFP® designation, an individual must satisfactorily fulfill the following requirements:

- Education – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board’s studies have determined as necessary for the competent and professional delivery of financial planning services, and as of January 2007, attain a Bachelor’s Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board’s financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- Examination – Pass the comprehensive CFP® Certification Examination. The examination includes case studies and Client scenarios designed to test one’s ability to correctly diagnose financial planning issues and apply one’s knowledge of financial planning to real world circumstances;
- Experience – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- Ethics – Agree to be bound by CFP Board’s Standards of Professional Conduct, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks.

This requires 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the Standards of Professional Conduct, to maintain competence and keep up with developments in the financial planning field; and renewal of an agreement to be bound by the *Standards of Professional Conduct*. The Standards prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their Clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

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### **ITEM 3 - DISCIPLINARY INFORMATION**

Ann Poloko was discharged by LPL Financial LLC in October 2012 for violation of the firm's document signature policy.

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### **ITEM 4 - OTHER BUSINESS ACTIVITIES**

The principal business of Ann Poloko is that of an investment advisor representative and provider of financial planning services. Ann Poloko is also an insurance agent. Insurance agents may be paid for these services. In cases where we receive payment, there may be a conflict of interest. At all times, you are free to choose outside agents to avoid the possibility of there being a conflict of interest.

Ann Poloko is a one third owner of Edinger Tustin Property, LLC, a real estate rental property firm. Ms. Poloko spends minimal time on this activity. Ms. Poloko is also a Governing Board Member of Corona Regional Medical Center Hospice Auxiliary Inc. She spends 1 hour monthly in this activity.

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### **ITEM 5 - ADDITIONAL COMPENSATION**

Other than work with Ann Poloko, LLC and any disclosures made in Items 2 and 4 above, Ann Poloko receives no additional compensation related to outside business activities.

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### **ITEM 6 - SUPERVISION**

Ann Poloko is the sole managing member of Ann Poloko, LLC and is the supervising authority. Ann Poloko remains aware of and keeps in compliance with the current rules and regulations put forth by each ruling regulatory authority where we conduct our business. Ann Poloko, LLC maintains a written compliance manual that is reviewed with employees when they are hired as well as annually. Ann Poloko, LLC has established internal policies for the guidance of its trading personnel. Transactions, which vary from the guidelines, are subject to periodic supervisory review. These guidelines are reviewed yearly and periodically adjusted.

Ann Poloko is located at 1432 Edinger, Ste 140, Tustin, CA 92780 and can be reached by calling (714) 508-4818.

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### **ITEM 7 - REQUIREMENTS FOR STATE-REGISTERED ADVISERS**

Other than any disclosures made in Item 3 above, Ann Poloko has not been found liable in any additional material arbitration or liable in a civil, self-regulatory organization, or administrative proceeding involving an investment or an investment-related business or activity; fraud, false statement(s), or omissions; theft, embezzlement, or other wrongful taking of property; bribery, forgery, counterfeiting, or extortion; or dishonest, unfair, or unethical practices. Ann Poloko has never been the subject of a bankruptcy petition.