

Important Disclosures About Our Brokerage Service:

The Purpose of This Disclosure

At Brown & Brown Securities, Inc., one of our core values is that our clients' interests come first, and we're providing this disclosure to you, a retail investor, because we want you to understand the material facts about a brokerage relationship with us, including:

- The capacity in which we will act;
- Details about the material fees and costs you may incur in your account;
- The type and scope of the services we will provide in your brokerage account, including any material limitations related to products, our investment philosophy, general risks; and
- Material facts related to conflicts of interest associated with our recommendations.

This document is not all inclusive and we encourage you to review the referenced links and disclosures on www.bbfsi.net, as well as any applicable statements, trade confirmations, prospectuses, statements of additional information, etc. If you have any questions about this disclosure, please talk with your financial advisor.

Material Facts About Your Brokerage Relationship with Brown & Brown Securities, Inc.

We offer retirement and non-retirement brokerage accounts. When you enter into a brokerage relationship with Brown & Brown Securities, Inc., you generally open an American Funds and/or Hilltop Securities, Inc. brokerage account. In your brokerage account, Brown & Brown Securities, Inc. and your financial advisor act in the capacity of a broker-dealer. We must act in your best interest at the time a recommendation is made, without placing our financial or other interest ahead of yours.

Acting in the capacity of a broker-dealer is different from acting as an investment adviser. Brown & Brown Securities, Inc. is a registered broker-dealer and Brown & Brown Financial Services, Inc. is an affiliated investment adviser. Brown & Brown Financial Services, Inc. offers investment advisory services through our investment advisory firm. For more information about the differences between an investment adviser and a broker-dealer, please talk with your financial advisor.

Our general account is non-discretionary transactional brokerage account. This means that

while your financial advisor may offer education, advice and recommendations, you make all yes/no decisions on which investments to buy and sell. This also means that within your brokerage account, you pay transactional fees and costs when you buy or sell securities. Fees and costs within your brokerage account are more fully described below.

Material Fees and Costs That May Apply to Your Transactions, Holdings and Account(s)

Below is a summary of the material fees and costs that may apply to your transactions, holdings and account. Additionally, some of the costs described in the section titled "Internal Costs, Fees and Expenses of Certain Investments" are not direct fees or costs you pay to us, but they will reduce your return on your investment(s). ie. Mutual fund expenses.

You will also find references to more detailed and specific information regarding referenced fees and costs. To learn more about fees and costs, and the compensation received by Brown & Brown Securities, Inc. and your financial advisor, please talk with your financial advisor or visit <https://bbfsi.net/disclosures>.

Transactional costs for investments – Your financial advisor may offer education, advice and recommendations to you about investments, and you pay us certain costs described below for transactions which occur within your account.

You pay a commission each time you buy or sell certain investments such as a stocks and ETFs. The commissions on these trades is \$39. For bonds and CDs, the commission or markup may be up to 1% of the dollar amount you purchase, and the commission or markdown may be up to 1% of the dollar amount you sell. Depending on the principal amount of the trade and the maturity date, you may pay a lower commission or markup/markdown rate. In addition to these costs, you also pay a \$2.50 transaction fee per trade for most buy and sell trades in your account. In certain instances, your financial advisor is permitted to discount the commission or markup on a trade.

You pay a sales charge (sometimes referred to as a sales load) when you purchase a mutual fund and/or a fund in a 529 plan. For equity mutual funds in a 529, you will pay a maximum sales charge between 2.5% and 5.75%, and for fixed-income mutual funds a maximum sales charge of 2.5%, before any applicable discounts or breakpoints. Breakpoint discounts are volume discounts to the sales charge which you pay when purchasing a mutual fund. The extent of the discount depends on the amount invested in a

particular family of funds. For example, a mutual fund might charge a front-end load of 5.75% for share purchases of less than \$50,000 but reduce the load to 4.50% for investments between \$50,000 and \$99,999, and further reduce or eliminate the load for larger investments.

At certain investment levels (typically \$500,000), your investments with an individual product provider may carry no sales charges. However, in these instances, the mutual fund company may pay Brown & Brown Securities, Inc. a commission on these investments. A contingent deferred sales charge may apply if you sell these investments within a certain time frame. The specific amount of the sales charge on a mutual fund or 529 plan varies depending upon the fund company, type of fund and applicable breakpoints or sales charge waivers. You do not pay a commission to Brown & Brown Securities, Inc. or your financial advisor when you exchange or sell a fund.

Example of a stock purchase: If you authorize your financial advisor to purchase \$2,500 of a stock, you would pay a \$39 transaction fee, for a total transactional cost paid to us of \$41.50, plus the principal amount of the trade.

Example of a mutual fund purchase: If you authorize your financial advisor to purchase \$2,500 of a Class A share of a bond mutual fund with a 2.5% front-load sales charge, with no breakpoints, you would pay \$62.50, reducing your amount invested to \$2,437.50.

Distribution and/or service fees (12b-1 fees) – Mutual fund companies and 529 plans pay Brown & Brown Securities, Inc. ongoing distribution and/or service fees, often known as 12b-1 fees. You pay 12b-1 fees to the mutual fund company as one of the ongoing internal costs of holding the shares. These fees generally are 0.25%, depending on the type of mutual fund. The amount of the 12b-1 fee you pay, and Brown & Brown Securities, Inc. receives from the fund company, varies depending upon the mutual fund company, 529 plan, type of fund and amount of the fund you purchased. The 12b-1 fee reduces the return from your mutual fund. More detailed information can be found in the applicable product prospectus or plan information, or by speaking with your financial advisor.

Internal costs, fees and expenses of certain investments – Mutual funds, ETFs, 529 plans, carry built-in operating expenses. In addition to any initial commissions or sales charges, there are ongoing 12b-

1 fees. These costs and expenses impact your returns. For mutual funds and 529 plans, examples of these additional internal costs and fees include investment management fees and fund transaction fees. Built-in operating expenses reduce the return from your investment. Additional information about a particular product's internal costs, fees and expenses can be found in the product's applicable prospectus and/or statement of additional information.

Account-based fees – If applicable, accounts are subject to certain additional fees and costs for services, including cash management fees, annual holding and reporting fees (for retirement accounts,) transfer and wire fees, estate service fees, account termination fees and margin interest. The applicable schedule of fees for your account will outline the service and frequency of any charges. To learn more about additional account service fees and costs, talk with your financial advisor or review the Customer Information Brochure.

Margin fees – If you take out a margin loan, you will pay ongoing interest to Brown & Brown Securities, Inc. on your margin loan balance. For more information about our policy regarding margin accounts, please consult your financial advisor or request a copy of the Customer Information Brochure.

Type and Scope of Services Provided to You
Classification of your account – general accounts at Brown & Brown Securities, Inc. are brokerage accounts and are classified as either non-retirement or retirement accounts. Accounts can be opened jointly or individually; by a representative fiduciary, trustee or other type of representative; or by certain types of entities. There is no minimum amount to open and maintain a general account. The terms and conditions, including the obligations of each party, are listed in the new account application.

Our investment philosophy and strategy – We believe rooted in four investment principles working together:

1. Quality
2. Diversification
3. Risk control through asset-allocation
4. A long-term focus

All three of these elements work together. We believe a long-term strategy is the best way to build and preserve your financial security. We also believe clients are more likely to be successful owning quality

investments. We develop our investment advice and guidance using time-tested strategies which avoid investment fads and overly complex instruments that are more likely to confuse and be misunderstood. While diversification does not ensure a profit or protect against loss in declining markets, we believe a well-diversified portfolio of quality investments, aligned with a client's goals and risk tolerance, will lead to more successful outcomes over time.

Your Account Portfolio Objective – Before you start investing in your account, you provide important information to your financial advisor to help complete a client profile, which forms the basis of Brown & Brown Securities, Inc.' and your financial advisor's recommendations. This includes your goal or purpose for investing, risk tolerance(s) and investment time horizon(s), as well as other important financial information. These details help us recommend an appropriate portfolio objective for both your account and the goal to which your account is assigned. You are responsible for choosing either a recommended portfolio objective or an alternative portfolio objective for your account, if available. If any information of your current situation changes, you are responsible for notifying us or your financial advisor.

Recommendations to buy, sell or exchange investments will be provided to you based on the objective for your account. You will make all decisions with respect to your account and may follow or reject any recommendations made by Brown & Brown Securities, Inc. or your financial advisor.

Review of your account with your financial advisor – We do not provide investment or account monitoring with our brokerage accounts. However, we may voluntarily review your account to determine whether to recommend a securities transaction or an investment strategy involving a security to better align your account with our investment guidance.

Summary of how we select investments to own in your account – We are selective about the types of investments we make available for purchase in your account. That's because we know you're working to achieve important financial milestones in your life, and we want to provide what we believe are appropriate investment choices for you. We use a disciplined approach to select the investments available to you. We strive to find those which align with our focus on quality investments, work well together in a diversified portfolio, and are compatible with our buy-and-hold philosophy. This gives you and

your financial advisor a starting point for choosing investments suited to your goals, situation and the amount of risk you're willing to take.

With hundreds of thousands of investment options out there today, we start by narrowing down investments which provide diversification such as mutual funds using criteria including:

Track record

People

Process

This allows you and your financial advisor to focus on which of those investments will work for you and your personal goals and risk tolerance.

Investments always carry risks, and there are no guarantees when investing. Please read the "General Risks and Disclosures" section below for more information.

Material limitations on investments in your account

Limitations on mutual funds: All mutual funds which are available for purchase in your brokerage account have entered into networking or shareholder accounting agreements (described more fully below) with Brown & Brown Securities, Inc. and may provide ongoing compensation to Brown & Brown Securities, Inc. Brown & Brown Securities, Inc. limits the mutual fund share classes available for purchase within the brokerage accounts to Class A shares or shares with similar sales charge and expense structures.

General risks and disclosures – While we will take reasonable care in developing and making recommendations to you, securities involve risk, and you may lose money. There is no guarantee that you will meet your investment goals or that our recommended investment strategy will perform as anticipated. If you place unsolicited trades or trades that are otherwise against our recommendations, this may impact your diversification and/or the potential range of returns within your account. Please consult available prospectus documents for any security we recommend to see a discussion of specific risks associated with the product. We can provide those documents to you or help you find them.

Conditions beyond Brown & Brown Securities, Inc.' control: There is always a risk that conditions beyond Brown & Brown Securities, Inc.' control – such as war, terrorism, civil unrest, natural disaster, government restrictions or rulings, interruptions of systems, health issues or labor unrest – may pose a risk to your investments or investment strategies.

Cybersecurity risk: The computer systems, networks and devices used by Brown & Brown Securities, Inc. and our service providers employ a variety of protections designed to protect against damage or interruption from computer viruses, network/computer failures and cyber-attacks. Despite such protections, systems, networks and devices may be breached. Cyber incidents may cause disruptions and impact business operations, potentially resulting in financial losses, the inability of Brown & Brown Securities, Inc. or service providers to trade, violations of privacy and other laws, regulatory fines, reputational damage, reimbursement costs and additional compliance costs, as well as the inadvertent release of confidential information.

How Brown & Brown Securities, Inc. and Your Financial Advisor Are Compensated

How Brown & Brown Securities, Inc. is compensated for financial services – Brown & Brown Securities, Inc. earns revenue from our clients, as well as from product providers and money managers (“third parties”) who assist us in providing the investments and services we offer you in your account. Our revenue from clients includes commissions, markups and markdowns, sales charges, transaction fees and interest on margin accounts. Our revenue from third parties includes ongoing 12b-1 fees.

How your financial advisor is compensated for financial services – In your account, your financial advisor receives a portion of the commissions you pay each time you buy or sell a security or pay any markup or markdown. Your financial advisor also receives a portion of any sales charges and 12b-1 fees. The amount of this compensation differs depending on the investment type and transaction amount.

Your financial advisor generally receives 25%-75% of the revenue Brown & Brown Securities, Inc. receives from the transactional revenue and ongoing 12b-1 fees generated by activity in your brokerage account.

Please ask your financial advisor to explain any commissions, sales charges, markups/markdowns, fees/internal costs and expenses that may apply to any investments you consider.

Material Facts Regarding Conflicts of Interest Associated with Recommendations

When we provide you with a recommendation regarding securities transactions or investment strategies involving securities in your account, we must act in your best interest, within the meaning of Regulation Best Interest, and must not put our interests ahead of yours. At the same time, the way the firm generates revenue, and the way your financial advisor is compensated, creates some conflicts with your interests. While we have taken numerous steps to mitigate, disclose and/or eliminate conflicts of interest associated with our and your financial advisor’s recommendations in your account, it is also important that we disclose the material facts regarding these conflicts.

We encourage you to review the referenced links and information below. Ask your financial advisor questions as needed to help you understand these disclosures or if you have additional questions.

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Recommendations regarding securities – The compensation Brown & Brown Securities, Inc. and your financial advisor receive when you buy, sell, hold or exchange investments within your account creates conflicts of interest. Your financial advisor has an incentive to recommend you purchase investments that create the most compensation for the firm and your financial advisor. In general, commissions on stocks and ETFs are higher than commissions on bonds or CDs. Additionally, initial compensation from the sale of mutual funds and funds in a 529 plan, is generally higher than that of stocks, bonds, ETFs or CDs. Mutual funds and 529 plans also pay ongoing compensation.

These sources of transactional revenue and compensation create a conflict between the firm and your financial advisor's interests and your own. These conflicts can relate to recommendations regarding the investment type, number of transactions, the amount to invest per transaction and the allocation of investment amounts among different securities and fund families, and different types of securities.

When you purchase shares in a mutual fund and/or a 529 plan, you may be eligible for a breakpoint discount, which lowers your front-end sales charge, based on the amount of your investment and how much you have invested in a certain fund family. Your financial advisor has an incentive to provide advice that would avoid breakpoint discounts.

In certain instances, your financial advisor is permitted to negotiate with you for a lower commission on stocks, which could result in reduced compensation for your financial advisor. This is a conflict of interest because your financial advisor is incentivized to avoid negotiating commissions.

Additional investment type considerations – In most instances, your financial advisor has an incentive to recommend you purchase investments such as a mutual funds or mutual funds in a 529 plan that generate revenue when purchased, as well as provide ongoing compensation (e.g., 12b-1 fees, trail commissions) as opposed to investing in alternatives that may pay lower upfront commissions and do not provide ongoing compensation. Over a longer period of time, your financial advisor and Brown & Brown Securities, Inc. will generally earn more revenue from a mutual fund and mutual fund in a 529 plan than from an ETF, a stock or a bond, but this will depend on several factors including the specific product, how

much you invest, breakpoints and how frequently you trade.

As a further example, mutual funds and ETFs may have similar investment characteristics but differ in the ways you pay for them and how your financial advisor and Brown & Brown Securities, Inc. are compensated over time. Mutual funds generally have higher upfront commissions and ongoing expenses but enable you to rebalance through exchanges and liquidate for no additional cost. ETFs generally have lower upfront commissions and ongoing fees, but all future transactions to rebalance or liquidate an investment will be charged a commission. As a result, mutual funds are typically more expensive than ETFs for clients who trade infrequently, but they become less expensive as the amount of trading increases.

Rollovers and transfers – Your financial advisor may have an incentive to recommend that you roll over or transfer your assets from an employer-sponsored plan or another brokerage firm or investment adviser. These actions may generate transaction-based compensation for Brown & Brown Securities, Inc. and your financial advisor when the assets are invested in your brokerage account.

Brokerage accounts vs. advisory accounts (investment advisory services) – In addition to brokerage accounts, you have the option to invest in fee-based advisory accounts. Instead of paying a commission per transaction, in our advisory program you pay a fee(s) based on the market value of the assets held in your account for investment advisory services that, in most cases, includes transaction costs. Our advisory programs offer ongoing account monitoring, which is not available in brokerage accounts, and additional types of investment options and services.

When determining what's right for you, think about how much you expect to trade in your account and how much you may pay in commissions (brokerage account) or asset-based fees (advisory account). You will typically pay more in upfront fees and commissions through brokerage services and more over time through investment advisory services. These differences in compensation potentially create a conflict between your financial advisor's interest and your own when recommending a type of program for you. For further explanation, please view the videos at: <https://www.investor.gov/CRS>

Distributions – Compensation may cause a conflict between your financial advisor's interest and your

own when your financial advisor provides advice relating to distributions from any of your accounts. When you make a distribution through a full or partial liquidation, certain commissions may be generated. If you have a brokerage account and an advisory account of the same type (e.g., a traditional IRA in a brokerage account and a traditional IRA in an advisory account), your financial advisor may have an incentive to advise you to take a distribution from your brokerage account and not your advisory account because the distribution could generate additional transactional revenue and would not affect the amount of your asset-based fee in your advisory account.

Noncash third-party incentives – Third-party providers, such as mutual fund wholesalers may also give financial advisors gifts up to a total value of \$100 per provider per year, consistent with industry regulations. Third parties may occasionally provide financial advisors with meals and entertainment of reasonable value. Additionally, third parties may provide the firm and our financial advisors with access to certain research tools, or software that is developed or subscribed to by third parties. This creates a potential conflict of interest to the extent that this may cause the firm or our financial advisors to prefer those product partners that provide these noncash incentives over other product partners.

Mitigation of conflicts of interest – One of Brown & Brown Securities, Inc.' core values is that our clients' interests come first. We have taken various steps to mitigate, disclose and/or eliminate these conflicts of interest associated with recommendations in your account, including developing policies and procedures, supervisory systems, processes and controls, compensation and incentive policies, disclosures, agreements and training. If you have any questions about conflicts of interest, please talk with your financial advisor or review the information referenced throughout this document.

Resources for additional information about Brown & Brown Securities, Inc. and your financial advisor – You may find additional information about Brown & Brown Securities, Inc. and its financial advisors using FINRA's BrokerCheck (www.brokercheck.finra.org), the Investment Adviser Public Disclosure website (www.adviserinfo.sec.gov) or other databases maintained by any state or federal agency that may contain similar information.

