

FORM CRS - CUSTOMER RELATIONSHIP SUMMARY

Introduction

Ladenburg Thalmann & Co. Inc. (“LTCO”) is registered with the Securities and Exchange Commission (“SEC”) as a securities broker-dealer and is a member of the Financial Industry Regulatory Authority (“FINRA”). Ladenburg Thalmann Asset Management (“LTAM”) is registered with the SEC as an Investment Adviser. (References below to we, us and our are a reference to LTCO and/or LTAM as the context dictates.) Brokerage and investment advisory services and fees differ, and it is important for you to understand these differences. Free and simple tools are available to research firms and financial professionals at investor.gov/CRS, which also provides educational materials about broker-dealers, investment advisers, and investing.

What investment services and advice can you provide me?

LTCO offers brokerage services to retail investors while LTAM offers investment advisory services to retail investors.

Brokerage Services

Our brokerage services include, but are not limited to, buying and selling securities, including stocks and bonds, fixed and variable annuities, mutual funds, exchange traded funds, direct participation programs, alternative investment products, life insurance, unit investment trusts, 529 plans, and retirement plan consulting services and products.

Depending on the type of transaction, brokerage services can be transacted through a clearing firm custodial platform or directly with an investment sponsor. If brokerage services are transacted through a clearing firm custodial platform, transactions are executed through that platform and assets are custodied there as well. Brokerage services that are conducted directly with an investment sponsor involve transactions between us and the sponsor, with your financial account and the assets inside held directly with the investment sponsor or its designated custodian.

One of our obligations to you when providing brokerage services is that we must act in your best interest and not place our interests ahead of yours when we recommend an investment or an investment strategy involving securities. Additionally, when we provide any service to you, we must treat you fairly and comply with a number of specific obligations. However, our interests can conflict with your interests. When we provide recommendations, we must eliminate, mitigate or inform you of these conflicts, depending on the nature of the conflict.

When you use us for brokerage services, you will pay a transaction-based fee, generally referred to as a commission, every time you buy or sell an investment. You may select investments, or we may recommend investments for your account, but the ultimate investment decisions are yours.

We are not required to monitor your portfolio or investments on an ongoing basis. We may voluntarily, and without any agreement with you, review the holdings in your account for the purposes of determining whether to provide you with a recommendation. This voluntary review is not considered to be “account monitoring,” and does not create an implied agreement with you to monitor the account.

Depending on your preference, you will receive account statements in electronic or paper form. The frequency in which you receive statements and the party responsible for delivering statements depends on the investments selected.

Our brokerage services may have account/investment minimums, which are further detailed in the LTCO Broker-Dealer Firm Brochure (“BD Firm Brochure”) at advisorgroup.com/ltc-firm-brochure.

Our brokerage services cover a specific selection of investments, and other firms could provide a different range of investment choices, some of which might have different costs.

Advisory Services

Advisory Services are available through LTAM. Our advisory services include, but are not limited to, discretionary and non-discretionary investment advisory services (including investment portfolio monitoring, financial counseling, review of accounts, and securities research), “wrap fee” programs (an account where no separate transaction charges apply and a single fee is paid for advisory services and trading costs), third-party advisory services, retirement plan consulting services and products, consulting services, and financial planning. In addition, advisory services include an investment management program that provides you with access to multiple investment managers who provide investment advice to your portfolios consisting of individual stocks, bonds, exchange trades and mutual funds.

When providing advisory services, we are held to a fiduciary standard that covers our investment advisory relationship with you. As fiduciaries, investment advisers are required to act in the best interest of their clients and not place their own interests ahead of their clients. However, at times our interests can conflict with your interests. When we provide recommendations, we must eliminate, mitigate or inform you of these

conflicts, depending on the nature of the conflict.

When you use LTAM for advisory services, you will pay an ongoing asset-based fee for our services. As part of these services, we will offer you advice on a regular basis, discuss your investment and overall financial goals, design a strategy to help achieve those goals, and regularly monitor your account, meeting with you at least annually. When you use us for financial planning, the fees will be agreed upon between you and your financial professional.

There are different types of advisory accounts you can choose. You can select an advisory account that allows us to buy and sell investments in your account without asking you in advance (a “discretionary account”), or we may give you advice and you decide what investments to buy and sell (a “non-discretionary account”).

For our discretionary services, you give your financial professional or an investment manager the authority to buy and sell securities, either absolutely or subject to certain restrictions. This authority varies according to the advisory program, and there is a prohibition against exercising discretion in client accounts unless granted written authority to enter orders on your behalf. For these discretionary services, investment monitoring is offered as part of our standard services and is provided at least annually.

For our non-discretionary services, you make the ultimate decision regarding the purchase and/or sale of investments. For these non-discretionary services, investment monitoring is offered as part of our standard services and is provided at least annually. Investment advice may be provided regarding asset allocation, investment portfolio construction, investment selection, or other services as agreed upon by both parties, and there may be limitations on investment offerings.

The advisory services may also have account/investment minimums, which are further detailed in the applicable Wrap Brochure.

Our investment advice only covers investments that are allowed according to the terms of each advisory program, and other firms could provide advice on a wider range of choices, some of which might have lower costs.

For Additional Information

Visit: ladenburg.com or visit adviserinfo.sec.gov for copies of the Form ADV, Part 2A, and additional brochures.

Conversation Starters

Ask your financial professional:

- **Given my financial situation, should I choose an investment advisory service? Should I choose a brokerage service? Should I choose both types of services? Why or why not?**
- **How will you choose investments to recommend to me?**
- **What is your relevant experience, including your licenses, education and other qualifications? What do these qualifications mean?**

What fees will I pay?

Fees and costs affect the value of your account over time. Please ask your financial professional to give you personalized information on the fees and costs that you will pay.

Brokerage Services Fees

For brokerage services, you are charged fees and costs on your transactions through LTCO in the form of:

- **Commissions:** a service charge assessed by us for handling purchases and sales of securities, a portion of which is paid to your financial professional
- **Transaction fees:** a fee we charge per transaction which varies based on the type of transaction, among other factors
- **Ticket charges:** a fee we charge for buying, selling or exchanging a security which varies based on the type of product, size of purchase/sale, among other factors

Because you are charged for each trade in your account, we have an incentive to encourage you to trade often. In addition, you will be assessed fees and costs on your account and investments for a variety of other services we provide, depending on the type of accounts and products you have and where your accounts and investments are held. These include, but are not limited to: custodian fees, account maintenance fees, fees related to mutual funds and variable annuities, and other transactional and product-level fees.

Our fees vary. The amount you pay will depend, for example, on how much you buy or sell, what type of investment you buy or sell, and what kind of account you have with us.

Advisory Services Fees

For most advisory services, you will pay an ongoing recurring fee based on the value of cash and investments in your advisory account. The more assets there are in your advisory account, the more you will pay in fees, and we may therefore have an incentive to encourage you to increase the assets in your account.

The amount paid to LTAM and your financial professional does not vary based on the type of investments we select on your behalf or recommend to you. The asset-based fee reduces the value of your account and will be deducted from your account.

For wrap fee programs, the asset-based fee will include most transaction costs and custody services, and as a result wrap fees are typically higher than non-wrap advisory fees.

Some fees vary and are negotiable. The amount you pay will depend, for example, on the services you receive and the amount of assets in your account.

For additional details on how fees are calculated, refer to your investment advisory agreement and the applicable disclosures specific to your advisory account.

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

For Additional Information

Visit: [ladenburg.com](https://www.ladenburg.com) or visit [adviserinfo.sec.gov](https://www.adviserinfo.sec.gov) for copies of the Form ADV, Part 2A, and additional brochures.

Conversation Starters

Ask your financial professional:

- **Help me understand how these fees and costs might affect my investments. If I give you \$10,000 to invest, how much will go to fees and costs, and how much will be invested for me?**

What are your legal obligations to me when providing recommendations as my broker-dealer or when acting as my investment adviser? How else does your firm make money and what conflicts of interest do you have?

When we provide you with a recommendation as your broker-dealer or act as your investment adviser, we have to act in your best interest and not put our interests ahead of yours. At the same time, the way we make money creates some conflicts with your interests. You should understand and ask us about these conflicts because they can effect the recommendations and investment advice we provide you. Here are some examples to help you understand what this means.

As you work with your financial professional to determine the right investments and services to achieve your investment goals, you should understand how we are compensated. This is because various forms of compensation may create potential conflicts of interest, and it is important for you to evaluate potential conflicts of interest in making investment decisions.

Certain sources of compensation may be familiar to you because they are directly associated with your account type or investments. Other forms of compensation, however, may not be as familiar, because they do not directly affect the amount you pay. Below are several examples of ways we make money and the associated conflicts of interest.

- **Revenue sharing** occurs for certain investments where a manager or sponsor of those investments shares with us revenue it earns on those investments. By participating in our bank deposit sweep program ("**Sweep Program**"), your free credit balances will be transferred into an account at a bank whose deposits are insured by the Federal Deposit Insurance Corporation ("FDIC"), or, for certain accounts, in a money market mutual fund. Each bank or fund will pay us a fee equal to a percentage of the average daily deposit balance or a flat fee, and the fee we receive may differ among banks depending on the interest rate environment and/or any fee reductions made by us. Please see [ladenburg.com](https://www.ladenburg.com) for additional detail on these sources of compensation and the associated conflicts of interest.
- Products or services which provide revenue to us and the Sweep Program could indirectly provide incentives to financial professionals to recommend such products over similar products or services which do not provide revenue to us.

Additionally, commissions or other compensation related to one financial service provider, product, investment, or service may be higher than commissions or other compensation related to a comparable provider, product, or service. Those higher rates of compensation could provide incentives to the Firm (and our financial professionals) to recommend certain providers, products, or services over those with lower rates of compensation.

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

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Conversation Starters

Ask your financial professional:

- **How might your conflicts of interest affect me, and how will you address them?**

How do your financial professionals make money?

Our financial professionals can offer various types of advisory and brokerage programs, platforms and services, and can earn more or less if a certain type of service, program or platform is recommended. They are also compensated in a variety of ways, and the compensation can be based on factors such as: the amount of client assets they service; the time and complexity required to meet a client's needs; the product sold (i.e., differential compensation); product sales commissions; or revenue we earn from the financial professional's advisory services or recommendations.

In their day-to-day businesses, it is not uncommon for our financial professionals to face decisions about whether a particular action or circumstance constitutes a conflict of interest. While many conflicts can be avoided, there are some conflicts that are unavoidable. Since our financial professionals are compensated for the services they provide, this presents an inherent conflict of interest.

Commission-based financial professionals are compensated solely through commissions. In contrast, fee-based financial professionals charge an asset based or flat fee directly to their clients for their services. This fee can be structured in multiple ways, such as an hourly rate, a flat monthly or annual fee, or a percentage of assets under management. Financial professionals that offer both brokerage and advisory services can be compensated as commission-based or fee-based depending on the type of product or service offered.

Our financial professionals may have conflicts of interest beyond those disclosed by us, including the potential to receive loans, expense reimbursement, and incentives for adding assets to our platform, and those financial professionals will disclose, when appropriate, any additional material conflicts of interest no later than the time of a recommendation.

Do you or your financial professionals have legal or disciplinary history?

We have disciplinary events. Visit investor.gov/CRS for a free and simple search tool to research us and our financial professionals.

Conversation Starters

Ask your financial professional:

- **As a financial professional, do you have any disciplinary history? For what type of conduct?**

Additional Information

For additional information about our services, please visit investor.gov, BrokerCheck (brokercheck.finra.org), our website Ladenburg.com and, if applicable, your account agreement. For additional information on advisory services, see our Form ADV brochure on IAPD, on adviserinfo.sec.gov or on our website ladenburg.com/asset-management/ladenburg-thalman-asset-management and any brochure supplement your financial professional provides. Additionally, you can request up-to-date information and/or a written copy of Form CRS by calling LTCO at 212-409-2000.

To report a problem to the SEC, visit investor.gov or call the SEC's toll-free investor assistance line at 800-732-0330. To report a problem to FINRA, call 301-590-6500. If you have a problem with your investments, account or financial professional, contact us in writing at Ladenburg Thalman & Co. Inc., 640 5th Ave., 4th Floor, New York, NY 10019.

Conversation Starters

Ask your financial professional:

- **Who is my primary contact person? Is he or she a representative of an investment adviser or a broker-dealer? Who can I talk to if I have concerns about how this person is treating me?**

Securities are offered through Ladenburg Thalman & Co. Inc. broker-dealer, and member of FINRA and SIPC. Advisory Services offered through Ladenburg Thalman Asset Management registered investment advisor.