

## **NATIONWIDE SECURITIES, LLC RELATIONSHIP SUMMARY DISCLOSURE March 30, 2023**

### **ITEM 1. INTRODUCTION**

Nationwide Securities, LLC ("NSLLC", "we", "us" or "our") is registered with the Securities and Exchange Commission ("SEC") as a broker and an investment adviser. Our broker and investment advisory services and fees differ so it is important for you to understand these differences. Free and simple tools are available for you to research firms and financial professionals at [Investor.gov/CRS](https://www.investor.gov/CRS), which also provides educational materials about broker-dealers, investment advisers, and investing.

### **ITEM 2. WHAT INVESTMENT SERVICES AND ADVICE CAN YOU PROVIDE ME?**

#### **Brokerage Services**

As a broker, we can recommend and effect securities transactions for you, including buying and selling securities. Your securities can be either held in accounts with Pershing LLC, our clearing firm ("brokerage accounts"), or held in accounts directly with the issuer of the products purchased (sometimes referred to as "directly held accounts"). We offer individual retirement accounts ("IRA"), where your investments will be held with the custodian of the IRA.

Limits on Investment Offerings: Our investment offerings are limited to a specific menu of investment funds or products which includes variable life insurance products, variable annuity products, mutual funds and equity and debt securities. We limit our offerings of variable insurance products to those issued by our affiliates. The specific investment funds or products that a registered representative can recommend or take "buy" or "sell" orders for will depend on their authorization.

Service Only Investments for Existing Customers: For certain investments already owned by existing customers, NSLLC will provide service-only support for those investments, which means that existing customers may add money to liquidate or seek administrative support and services from us for these investments, but we will not recommend any transactions in these investments. New customers will not be able to purchase such investments. These investments include non-affiliated variable insurance products, certain mutual funds, non-investment grade bonds, real estate investment trusts, and 529 savings plans.

Account Monitoring: While we remain available to assist you, after effecting a securities transaction for you (including those we recommend to you), we do not monitor your account.

Investment Authority: We do not have discretionary investment authority so we cannot buy or sell investments in your account without first obtaining your consent. We may recommend investments to you, but you are responsible for making the decision whether to purchase or sell investments.

Account Minimums and Other Requirements: We have minimum account balance requirements for opening brokerage accounts; \$5,000 for retail accounts and \$10,000 for qualified retirement accounts; however, we reserve the right to accept lesser amounts or waive the account minimum entirely. NSLLC itself does not impose account minimums on investments that we make available, but the issuers themselves might have purchase or account minimums to which NSLLC adheres to. New customers will not be able to open a margin account.

***ADDITIONAL INFORMATION:*** More information about NSLLC's broker services is available in Nationwide Securities, LLC's Disclosure Brochure ("Disclosure") at <https://www.nationwide.com/personal/investing/nationwide-securities-information/>

#### **Investment Advisory Services**

As an investment adviser, we provide investment advice to you with respect to managed account programs, financial planning and other investment advisory programs. Among other clients and potential clients that we serve, we provide investment advisory services to participants of retirement plans that are serviced by our affiliates.

More information about our investment advisory services is available in our Form ADV Part 2A brochure, which is available at <https://www.nationwide.com/personal/investing/nationwide-securities-information/>

Limits on Investment Offerings: We provide a limited array of investment advisory services such as managed account and financial planning services. Currently, the only retail investors eligible for our advisory services are participants of retirement plans serviced by our affiliates.

Account Monitoring: While we remain available to assist you, we do not monitor your portfolio if you use our investment advisory services, including the My Investment Planner Advisory Program. If you utilize the ProAccount Advisory service, a third-party independent financial expert will monitor the portfolio of your investments. If your financial situation or objectives change, you are responsible for contacting us to make the necessary adjustments to your investment portfolio. More information is available in our Form ADV Part 2A Brochure (Item 13 in particular).

Investment Authority: We do not accept discretionary investment authority to buy and sell securities in your advisory account, which means we cannot effect changes in your account without asking for your consent in advance. This means that we may make recommendations for your advisory account, but you must decide whether

or not to follow the recommendations. More information is available on our Form ADV Part 2A Brochure (Item 16 in particular).

**Account Minimums and Other Requirements:** NSLLC itself does not impose account minimums on investment advisory programs that we make available, but the programs themselves might have account minimums. For more information about account minimums, see our Form ADV Part 2A Brochure (Item 4 in particular).

**ADDITIONAL INFORMATION:** Our broker and advisory fees are explained in Item 3 below. More information on brokerage fees and account minimums is available in the Disclosure at <https://www.nationwide.com/personal/investing/nationwide-securities-information/>. Additional information about our advisory fees is contained in Item 5 of our Form ADV Part 2A brochure.

**QUESTIONS TO ASK US:** 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?

### **ITEM 3. FEES, COSTS, CONFLICTS, AND STANDARD OF CONDUCT**

#### **A. WHAT FEES WILL I PAY?**

##### **Brokerage Services**

**Description of Principal Fees and Costs:** You typically will pay a fee each time you trade in your account or make an investment. This fee (typically called a "commission," a "sales charge" or a "markup") or a portion of this fee is paid directly to us. This kind of payment presents a conflict for us because it creates an incentive to encourage you to trade more and make additional investments. In addition, the commission rate or the amount of compensation varies, depending on the investment and the size or amount of the transaction. This variance in compensation presents a conflict for us as it creates an incentive to recommend products that pay us higher compensation. Below is information about the fees and costs you will typically pay or incur for the types of investments generally purchased or traded by our retail investors.

##### *Investments Available to New and Existing Customers*

**Variable Insurance Products:** You typically do not pay a commission or sales charge when you purchase a variable insurance product, but the insurance company issuing the product will pay us a commission. Also, you may pay a surrender charge to the insurer when you surrender or withdraw funds from your variable product. The commissions paid by the insurer are typically factored into the ongoing fees and costs of the product, which include the mortality and expense risk charge, administrative fees, rider charges and cost of insurance charges (in the case of variable life insurance). In addition, the contract value of your variable insurance product will bear the fees and costs of the mutual funds in which your contract value is invested.

**Mutual Funds:** You typically pay an up-front sales charge or load when you buy shares in a mutual fund. Mutual funds typically also deduct other ongoing fees and expenses, such as SEC Rule 12b-1 fees, management fees, or servicing fees, from fund assets.

**Equities:** You typically pay a commission every time you buy or sell an equity, such as a stock of a publicly traded company.

**Bonds:** You typically pay a markup (or commission) every time you buy or sell a bond, such as a corporate, government, or municipal bond.

**ETFs:** You typically pay a commission every time you buy or sell shares in an ETF. ETFs also deduct other fees and expenses, such as management fees, from ETF assets. We do not buy or trade inverse, leveraged, and other non-traditional ETFs.

**Description of Other Fees and Costs:** In addition to the fees and costs discussed above, you will typically pay, and we will receive a portion of, certain fees associated with your brokerage account, including fees paid to our clearing firm or account custodian, as well as fees for certain services that you select, such as wire transfers or margin, and a termination or transfer fee when your brokerage account is terminated or transferred to another broker.

**ADDITIONAL INFORMATION:** More information about any commissions, fees, markups, insurance costs, maintenance fees or other charges attributable to investments offered to new customers and for service only investments for existing customers is available in the Disclosure at <https://www.nationwide.com/personal/investing/nationwide-securities-information/>

##### **Investment Advisory Services**

**Description of Principal Fees and Costs:** For our investment advisory services, either NSLLC or an investment advisory affiliate typically is paid a fee that is based on a percentage of the assets in your advisory account. We refer to this as an "advisory fee." The advisory fee, when applicable, is generally charged monthly, and presents a conflict because it

creates an incentive for us or an affiliate to encourage you to increase the assets in your advisory account. The more assets there are in your advisory account, the more you will pay in advisory fees.

More information about these advisory fees is available at

<https://www.nationwide.com/personal/investing/nationwide-securities-information/>. Form ADV Part 2A brochure item 5. In addition to these advisory fees, the following are other fees and/or charges you will usually pay in connection with advisory services.

**Managed Account Programs:** If your advisory program is a managed account program, you typically pay a single fee, which includes the advisory fee plus the costs for other related services. This single managed account fee is typically higher than an advisory fee charged for non-managed account programs because securities transaction-related costs are already included, or bundled together, with the advisory fee (i.e., you will not pay a separate advisory fee). A single managed account fee presents a conflict for us because it creates an incentive for us or an affiliate to (i) encourage you to increase the assets in your account in order for you to pay us or an affiliate more in managed account fees and (ii) not trade in your account, since we or an affiliate must pay for the associated trading costs being charged by our affiliate or clearing firm for its management of such programs. More information about this is available at <https://www.nationwide.com/personal/investing/nationwide-securities-information/> to Form ADV Part 2A brochure item 5.

**Financial Planning:** The financial planning services that we offer to retirement plan participants are complementary, meaning eligible clients do not pay a fee.

**Description of Other Fees and Costs:** In addition to the fees described above, you may pay NSLLC, or an affiliate may receive, a portion of certain fees associated with your advisory account, such as an account maintenance fee, custodial fee and/or fees charged by mutual funds held in your account.

**ADDITIONAL INFORMATION:** *You will pay fees and/or 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 more information about fees and costs, see Form ADV Part 2A brochure item 5.

**QUESTIONS TO ASK US:** *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?*

**B. 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 or act as your investment adviser, we must act in your best interest, which means we cannot 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 affect the recommendations and investment advice we provide to you. Here are some examples to help you understand what this means.

**Brokerage Examples**

We are paid each time you make a transaction such as a trade in your account or a new investment purchase; therefore, we have an incentive to encourage you to trade more and make additional investments. These transaction-based payments, or commissions, create a conflict of interest for us because of the incentives they create to encourage more trading and additional investments. Here are additional examples of conflicts that are presented by our business model, including those related to the various types of compensation payments NSLLC or its affiliates will receive.

**Proprietary Products.** Many of the investments NSLLC recommends, including variable insurance products and mutual funds, are issued by our affiliates. These are commonly known as “proprietary products.” Our affiliates earn money when we sell these proprietary products because they receive the fees and charges embedded in the proprietary products. In addition, our insurance company affiliates that issue variable insurance products receive ongoing payments such as 12b-1 fees, administrative services fees and revenue sharing payments from the mutual funds offered as investment options for these products and their affiliates. The money and payments received by our affiliates create a conflict of interest for us because of the incentives it creates for us to sell you these proprietary products to benefit our affiliates.

**Third-Party Payments.** When we sell you variable insurance product or mutual fund investment as a broker, the commission we receive comes from the issuer of the investment (such as a mutual fund or an insurance company) and their sponsors or managers rather than directly from you, and is often referred to as “third-party payments”. Also, the amount of compensation we receive is set by the issuer or sponsor, and varies among the issuers, the

different categories of investments we offer, as well as the different types of investments within a particular category of investment. These variables create an incentive for us to sell you the investments that pay us more compensation.

**Revenue Sharing.** Our clearing firm, Pershing LLC, shares with NSLLC some of the fees and revenues it earns on assets it helps to manage on your behalf, such as assets held in your brokerage accounts or in a cash sweep vehicle. This compensation is sometimes called "revenue sharing" payments because they are sharing with us part of the revenue that they are earning on your investments. These revenue sharing payments present a conflict of interest because they create an incentive for us to sell you investments that entail such payments.

### **Investment Advisory Examples**

Since we or an investment advisory affiliate typically are paid based on a percentage of the assets in your advisory account, the more assets there are in your account, the more you will pay in fees, so we or an affiliate have an incentive to encourage you to increase the assets in your advisory account. Additionally, in providing investment advisory services to plan participants of retirement plans serviced by our affiliates, we provide advice to certain participants concerning whether to keep their assets in their retirement plan or move them to one or more investments outside the plan. Possible investments outside the plan could include products and services of an affiliate. This situation presents inherent conflicts of interest because affiliates are involved if the assets are kept in the plan and could be involved if assets are moved out of the plan. When we select or recommend mutual funds as an investment adviser for your advisory account, we do not receive 12b-1 fees, servicing fees or revenue sharing from the funds in our capacity as a broker.

**ADDITIONAL INFORMATION:** For more information about how the firm gets paid, refer to Form ADV Part 2A brochure item 5 <https://www.nationwide.com/personal/investing/nationwide-securities-information/>.

**QUESTIONS TO ASK US:** How might your conflicts of interest affect me, and how will you address them?

### **C. HOW DO YOUR FINANCIAL PROFESSIONALS MAKE MONEY?**

We have four teams to service you: 1) Nationwide Advantage Direct NSLLC ("NAD Representatives") offers brokerage services to the general public; 2) Retirement Resource Group ("RRG Representatives") offers brokerage and investment advisory services to participants in select Nationwide retirement plans; 3) Nationwide Advisory Solutions ("NAS Representatives") offers certain brokerage services to consumers referred to NSLLC by unaffiliated registered investment advisors and fee-based advisory firms; and 4) NSLLC Solutions Center ("NSC Representatives") provides support in servicing existing NSLLC customers' accounts. NAD, RRG, NAS and NSC Representatives receive a salary. RRG, NAS and NSC Representatives are eligible to receive an annual bonus from our parent company, which is based upon individual performance, as well as the financial performance of our affiliates. ("Corporate Bonus"). NAD Representatives are eligible to participate in a different incentive program through which they may receive various types of additional compensation, depending on the products that are recommended or sold to you ("Variable Compensation"). In the case of certain investment funds and products, the issuer or the sponsor provides our registered representatives other forms of non-cash compensation, including business entertainment, expense reimbursement for travel associated with educational or similar business meetings, and small gifts. The Corporate Bonus, Variable Compensation and non-cash compensation present a conflict because they create an incentive for the financial professional to recommend investments to you in order to receive this compensation. More information about these forms of compensation is available in the Disclosure at <https://www.nationwide.com/personal/investing/nationwide-securities-information/>.

### **ITEM 4. DO YOU OR YOUR FINANCIAL PROFESSIONALS HAVE LEGAL OR DISCIPLINARY HISTORY?**

Yes. Please visit [Investor.gov/CRS](http://Investor.gov/CRS) for a free and simple search tool to research us and our financial professionals.

**QUESTIONS TO ASK US:** As a financial professional, do you have any disciplinary history? For what type of conduct?

### **ITEM 5. ADDITIONAL INFORMATION**

For additional information about our brokerage and advisory services, please visit

<https://www.nationwide.com/personal/investing/nationwide-securities-information/>. You can request a copy of the Form CRS by contacting us in writing at Nationwide Securities, LLC, 10 W Nationwide Blvd., 5-02-302, Columbus, Ohio 43215, by email at [asknsllc@nationwide.com](mailto:asknsllc@nationwide.com) or call us at 1-888-753-7364.

**QUESTIONS TO ASK US:** 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?