

WOLFE RESEARCH BUSINESS CONTINUITY PLAN (BCP)

This is the Business Continuity Plan ("BCP") for Wolfe Research Securities and Wolfe Research Advisors (the "Firm").

Emergency Contact Persons

The Firm's two emergency contact persons are:

Shekhar Mistry

Email: Smistry@WolfeResearch.com

Primary Phone: (646) 845-0703

Primary Fax: (646) 487-6257

Alternate Phone: (848) 468-9632

Edward Wolfe

Email: EWolfe@WolfeResearch.com

Primary Phone: (646) 845-0770

Primary Fax: (646) 390-8906

The Firm will provide FINRA with the contact information for the two emergency contact persons: (1) name; (2) title; (3) mailing address; (4) email address; (5) telephone number; and (6) facsimile number through the FINRA Contact System (FCS), and will promptly notify FINRA of any change in this information through FCS (but no later than 30 calendar days following the change) and will review, and if necessary update, this information within 17 business days after the end of each calendar year.

Firm Policy

The Firm's policy is to respond to a Significant Business Disruption ("SBD") by safeguarding employees' lives and Firm property, making a financial and operational assessment, quickly recovering and resuming operations, protecting all of the Firm's books and records, and allowing our customers to transact business. In the event that we determine we are unable to continue our business, we will assure customer's prompt access to their funds and securities to the extent applicable to the Firm.

Firm Responses to SBDs

The Firm's BCP anticipates two kinds of SBDs, internal and external. Internal SBDs affect only the Firm's ability to communicate and do business, such as a fire in our building. External SBDs prevent the operation of the securities markets or a number of firms, such as a terrorist attack, a city flood, or a wide-scale, regional disruption. The Firm's response to an external SBD relies heavily on other organizations and systems.

Approval and Execution Authority

Shekhar Mistry, Senior Vice President, Technology Manager, is responsible for approving the BCP and for conducting the required annual review. Mr. Mistry, along with designated senior management, has the authority to execute this BCP.

BCP Location and Access

The Firm will maintain copies of its BCP and the annual reviews, including the changes that have been made to it, for inspection. An electronic copy of the BCP will also be made available to the public on our website, www.wolferesearch.com.

Business Description

The Firm's primary business will be in (1) Research Distribution, (2) Selling Group participation, (3) Capital Markets, and (4) Research Sales. These businesses do not require the Firm to hold customer funds or securities.

Office Locations

The Firm has two main branch offices which are located at 757 Third Avenue, Sixth Floor, New York, NY 10017, telephone (646) 845-0700; and 1 Embarcadero Center, Ste 1330, San Francisco, California 94111, telephone (415) 878-6440.

Alternative Physical Location(s) of Employees

In the event of an SBD, the Firm will move its staff from office locations to a combination of locations depending upon availability, including temporary offices and employees' primary residences.

Data Back-Up and Recovery (Hard Copy and Electronic)

The Firm maintains its primary hard copy books and records at 757 Third Ave along with electronic records and a secondary copy of electronic records at a data center in New Jersey. Frank Jordan, Chief Financial Officer at (646) 845-0709, is responsible for the maintenance of these books and records. These documents consist of the Firm's internal accounting records and other business documents. Electronic records are also backed up in real time to a backup site in New Jersey, with an additional disaster recovery site in Chicago, that is managed by the Firm's outsourced IT support company, Thrive Networks. For the loss of electronic records maintained at the Firm's main office, the Firm will physically recover the data from its off-site back-up.

Financial and Operational Assessments

- **Operational Risk**

In the event of an SBD, the Firm will immediately identify what means will permit it to communicate with its customers, employees, critical business constituents, critical banks and investors, critical counter- parties, and regulators. Although the effects of an SBD will determine the means of alternative communication, the communications options the Firm may employ will include the Firm's website (www.wolferesearch.com), telephone and mobile phone voicemail, and e-mail. In addition, the Firm will retrieve its key activity records as described in the section above, Data Back-Up and Recovery (Hard Copy and Electronic).

- **Financial and Credit Risk**

In the event of an SBD, the Firm will determine the value and liquidity of its investments and other assets to evaluate its ability to continue to fund its operations and remain in capital compliance. The Firm will contact its critical banks and investors to apprise them of its financial status. If the Firm determines that it may be unable to meet its obligations to those counterparties or otherwise continue to fund its operations, the Firm will request additional financing from its bank or other credit sources to fulfill its obligations to its customers and clients. If the Firm cannot remedy a capital deficiency, it will file appropriate notices with its regulators and immediately take appropriate steps to mitigate the issue.

Mission Critical Systems

Under FINRA Rule 4370 (g)(1), the Firm's "mission critical systems" would be defined as those systems that ensure prompt and accurate processing of securities transactions; including order taking, entry, execution, comparison, allocation, clearance and settlement of securities transactions, the maintenance of customer accounts, access to customer accounts and the delivery of funds and securities.

The Firm's primary business does not require the processing, execution, and settlement of securities' transactions. As such, the Firm does not currently need to account for the continuation of "mission critical systems" (as defined in Rule 4370(g)(1)) in the event of an SBD.

Alternate Communications Between the Firm and Customers, Employees, and Regulators

- **A. Customers**

The Firm may communicate with its customers using the telephone, e-mail, fax, U.S. mail, and in-person visits at the Firm or at the client's location. In the event of an SBD, the Firm will assess which means of communication are still available to it and use the means closest in speed and form (written or oral) to the means that the Firm has used in the past to communicate with the other party. For example, if the Firm has communicated with a party by e-mail but the Internet is unavailable, the Firm will call them on the telephone and follow up where a record is needed with paper copy in the U.S. mail.

- **B. Employees**

The Firm communicates with its employees using the telephone, e-mail, and in-person. In the event of an SBD, the Firm will assess which means of communication are still available to it and use the means closest in speed and form (written or oral) to the means that the Firm has used in the past to communicate with the other party. The Firm will also employ a mass notification system so that senior management can reach all employees quickly during an SBD. The mass notification

system includes all staff cell phone numbers. Either Shekhar Mistry or Edward Wolfe has the authority to initiate the BCP and execute the plan accordingly.

- **C. Regulators**

The Firm is currently a member of FINRA and the NFA and its investment advisory business is registered with the SEC. The Firm communicates with its regulators using the telephone, e-mail, fax, U.S. mail, and in-person meetings. In the event of an SBD, the Firm will assess which means of communication are still available to it and use the means closest in speed and form (written or oral) to the means that it has used in the past to communicate with the other party.

Critical Business Constituents and Banks

- **A. Business Constituents**

The Firm has identified its critical business constituents (businesses with which it has an ongoing commercial relationship in support of its operating activities, such as vendors providing critical goods services), and determined the extent to which the Firm can continue its business relationship with them in light of the internal or external SBD. The Firm will quickly establish alternative arrangements if a business constituent can no longer provide the critical goods or services because either they or the Firm are impacted by an SBD.

- **B. Banks**

The bank maintaining the Firm's operating accounts is CIBC, 1100 Superior Ave. East, Suite 1325, Cleveland, Ohio 44114. The main contact at CIBC is Craig Panzica and his phone number is (216) 456-2999. If the bank are unable to provide needed financing during an SBD, the Firm will seek alternative financing immediately from Wolfe HoldCo, LLC, the Firm's parent company.

Regulatory Reporting

The Firm is subject to regulation by the SEC, CFTC, FINRA, and state regulatory agencies in those jurisdictions where the Firm is registered. The Firm may file reports with its regulators using CRD, paper copies in the U.S. mail, and electronically using fax, e-mail, and the Internet. In the event of an SBD, the Firm will check with the SEC, CFTC (via the NFA), FINRA, and other regulators to determine which means of filing are still available to it and use the means closest in speed and form (written or oral) to the previous filing method. In the event that the Firm is unable to contact its regulators, the Firm will continue to file required reports using the communication means available to it.

Disclosure of BCP

The Firm will provide a BCP disclosure statement via the Firm's website and will mail it to customers upon request.

Updates and Annual Review

The Firm will update this BCP at least annually and/or whenever it has a material change to its operations, structure, business or locations.