

Best Interest Disclosure Statement

Please retain for your records

Introduction:

Westrock Capital Management, Inc is a fully disclosed Broker Dealer and Member of FINRA and SIPC. All Westrock trades are cleared, settled, and reported through Axos Clearing LLC (a subsidiary of Axos Financial) is a Member of FINRA and SIPC. Our clearing firm maintains all records of your assets and security positions (For more information please go to <https://axosclearing.com/>).

This disclosure Statement provides information about the scope and terms of the brokerage services that Westrock Capital Management provides to retail clients that engage us for brokerage services. This Disclosure document will help you understand our approach, our services, fees, compensation and conflicts of interest, if any.

The information in this Disclosure statement is current. We reserve the right to change our programs, fees and payment structure at any time. We will notify you of any material changes we make. You should review this Disclosure statement carefully, retain it with your records and refer to it when you receive recommendations from us.

You can obtain a paper copy of this Disclosure Statement and any other disclosures referenced free of charge by contacting **our office at 845 371 8800**. When we use the terms “Westrock” “We” “our” or “Us”, we are referring to Westrock Capital Management.

Standard of conduct

Axos clearing is the custodian of our account(s). Our recommendations are based on, among other things, your investment profile, cash needs, time horizon that you provide to us. Our duty is to act in your **best interest** when making securities recommendations in your accounts related solely to our obligation under regulation best interest. In addition, please note, for retirement accounts, under ERISA rule or the current tax code as applicable always supersedes.

About this Disclosure statement:

In this disclosure statement, we provide information about material facts relating to the scope and terms of our Brokerage relationship for your Westrock brokerage account (Account or Brokerage account). This information includes:

1. Material facts relating to **Conflict of Interest** that are associated with recommendations that we make to you including account recommendation.
2. The **Capacity** in which we act in connection with your account, which is solely as broker-dealer.
3. Material facts regarding **Account Types, type and scope of services (Brokerage services) that we provide** to you, including any material limitations placed on our recommendations and the basis for and risk associated with, our recommendations.
4. Material Facts relating to **the scope and terms of our relationship** with you.
5. Material **fees and other costs** that you pay in connection with our **brokerage services** and your account.

1. Conflict of Interest Policy

What is Conflict of interest?

A situation where an individual's personal, financial or other interests could compromise their ability to act impartially for the best interest of Westrock's clients.

Policy Statement: All employees at Westrock are required to perform the duties and activities in a professional manner. Although certain behaviors may lead to a conflict of interest, it is practically impossible to imagine all possible situations that could lead one. It may also happen when an employee inadvertently finds themselves in a situation which could be construed as conflict of interest. These situations must also be disclosed to your immediate Supervisor.

Scope: These policies apply to all employees and shareholders' doing business with Westrock.

Actions or behaviors to avoid: Employees and shareholders' must be aware of situations that could give rise to conflict of interest.

Disclosure requirement: Any individual who becomes aware of a conflict of interest must disclose to their designated supervisor.

Evaluation: Westrock will evaluate cases where conflict of interest to determine the potential impact and the nature of conflict of interest. Conflict of interest will be reviewed annually. Supervisors responsible for the evaluation must take continuing education training suggested by FINRA.

Conflict Mitigation: Westrock may take the following measures to mitigate the conflict of interest: Seek independent opinions, modify business arrangements, and/or other corrective actions as prescribed by the SEC/FINRA and as deemed appropriate.

2. Capacity:

Westrock is NOT an RIA (Registered Investment Advisory firm). At Westrock, if we recommend any service to you (which you have a right to refuse or ignore), it must be in your best interest based on the information you have provided to us about your investment profile, preference and goals. Securities involve risk and you may lose money. All investments involve risk, the degree of which varies significantly. Investment performance can never be predicted or guaranteed and the value of your account will fluctuate due to market conditions and other factors include liquidity, currency, geographic and political risk. You assume the risks of investing in securities and other investments and you could lose all or a portion of their value. We typically believe and recommend that clients diversify their investments across multiple asset classes.

3. Account Types:

We offer through Axos clearing services various account types and various ways to engage with us. This document along with 'Client Relationship Summary' will provide an overview of our current available program and services. The following is a list of types of accounts available to you:

- Margin Lending
- Direct Deposit,
- Check writing and
- Electronic Fund Transfer

We also offer, through Axos various retirement accounts, including Traditional, Rollover, Roth, Inherited, SEP and Simple.

We provide other disclosures to you regarding your account, including

- The Client Relationship Summary (CRS) which contains certain SEC–required information about us and about our services, fees, conflict of interest as a broker-dealer.
- The Client Relationship Agreement and other account Agreements and related disclosures.
- Other disclosures about our products and services.

Type and scope of Brokerage services:

Westrock capital is not a **Registered Investment Advisory firm**. When we act as a broker dealer in connection with your account, we will facilitate the execution of transaction based on your instruction. We do not have the discretion of buy and sell securities for you except in some very limited circumstances based what you tell us. This means that you provide approval for each trade before it is executed.

4. Material Facts relating to the scope and terms of our relationship with you

Please note, **Westrock Capital Management, Inc is not a Registered investment Advisor**. Our Brokerage services **do not** include the following services:

- (a) **Investment Advisory services:** Westrock manages all investment accounts on non-discretionary basis. Whereby we will provide recommendation, but you as customer will make the ultimate decision regarding the purchase or sale of investments in your accounts. You have an unrestricted right to decline to implement any advice provided by our firm on a non-discretionary basis. Also, you can trade according to your philosophy and objective of your investment strategy.
- (b) **No ongoing monitoring** From time to time, we may voluntarily review the holdings in your accounts for the purpose of determining whether to make recommendation to you. For the purpose of Regulation ‘Best Interest’, however Regulation ‘Best interest’ does not require us to do so. We also do not provide ongoing monitoring for brokerage Retirement accounts.
- (c) **Discretionary Authority:** We have no discretionary authority over your account and can only purchase or sell securities or investment strategies you authorize to us.

5. Material Fees and costs:

Please refer to our CRS Summary provided to you.

Commissions: The fees you pay is based on specific transaction and not the value of your account. We get commissions when you buy or sell securities. Sometimes we also get payments from third parties. Example: mutual fund commissions and trailers which does not have any effect on the value of your mutual fund balance.

Important: 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.

Additional information about our fees is described in our Firm Brochure. Our Firm Brochure is available upon request or **online** at <http://www.westrockcapitalmanagement.com/>. If you have any questions, you should discuss with your Broker before engaging in any trade/trades.

Sales Charges: In connection with the purchase and sale of securities and other investment in your account, additionally you are charged fees and cost for executing transaction (handling fees). Not all mutual funds are same. Charges may involve management, distribution (12b-1 fees) purchases, exchanges, and redemptions. For more information, you should contact your broker before engaging any trade/trades.

Other transaction cost And Miscellaneous account and service fees:

- wire transfer fees,
- account transfer fees,
- stock reorganization fees, or
- Inactivity fees.

Margin Charges:

Margin Account rules are based on clearing firm's requirement. A margin account involves an extension of credit to you in connection with your securities account. Initial margin requirements established by the Board of Governors of the Federal Reserve specify the minimum amount of collateral you must provide when you buy securities on margin. Please contact your broker for current charges of interest.