



SEC File Number 801-28445

Form ADV – Part 2A

March 29, 2019

Form ADV, Part 2A is our “Disclosure Brochure” or “Brochure” as required by the Investment Advisers Act of 1940 and is a very important document to you as a client and Clark Capital Management Group, Inc. (“Clark Capital” or the “Firm”).

This brochure provides information about the qualifications and business practices of Clark Capital. If you have any questions about the contents of this brochure, please contact Conor Mullan at 215-569-2224 or at cmullan@ccmg.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any State Securities Authority.

For additional information about Clark Capital you may go to the SEC’s website www.adviserinfo.sec.gov (select “Investment Adviser Search,” then select “Investment Adviser Firm” and type in our firm name). You will be able to access both Part 1 and 2 of our Form ADV.

We are a registered investment adviser. Our registration as an investment adviser does not imply any level of skill or training.

Phone 215-569-2224

Website: www.ccmg.com

One Liberty Place
53rd Floor
1650 Market Street
Philadelphia, PA 19103
800.766.2264
www.ccmg.com

Navigating a Steady Course

Item 2 – Material Changes

This brochure dated 03/29/19 replaces the 03/29/18 version of the Firm’s last annual amendment. We may, at any time, update this Brochure and either send you a copy or offer to send you a copy (either by electronic means or in hard copy form).

Key Updates

- Item 4 – Advisory Business
 - Information about the Navigator Ultra Short Bond Fund, which was launched on March 21, 2019, has been added.

- Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss
 - Additional risk disclosures have been added.

You may obtain a complete copy of this Brochure, without charge, by downloading it from the SEC website as indicated on the prior page or by contacting Advisor Support at 215-569-2224 or by email to advisorsupport@ccmg.com.

Item 3 -Table of Contents

Item 1 – Form ADV – Part 2A, Cover Page	
Item 2 – Material Changes	ii
Item 3 – Table of Contents.....	iii
Item 4 – Advisory Business.....	4
Item 5 – Fees and Compensation.....	6
Item 6 – Performance-Based Fees and Side-by-Side Management	7
Item 7 – Types of Clients	8
Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss	8
Item 9 – Disciplinary Information.....	20
Item 10 – Other Financial Industry Activities and Affiliations	20
Item 11 – Code of Ethics.....	21
Item 12 – Brokerage Practices.....	22
Item 13 – Review of Accounts.....	25
Item 14 – Client Referrals and Other Compensation	25
Item 15 – Custody.....	26
Item 16 – Investment Discretion	26
Item 17 – Voting Client Securities (i.e., Proxy Voting)	26
Item 18 – Financial Information	27
Privacy Notice	28
Guide to Services and Compensation for ERISA Plans	29
Form ADV – Part 2B, Brochure Supplement.....	31

Item 4 – Advisory Business

OVERVIEW OF CLARK CAPITAL

Clark Capital is a registered independent investment adviser that has been managing investor assets since 1986. We are a closely held mostly employee-owned business located in Philadelphia, Pennsylvania, with all significant owners currently employed by the firm in key management, operations, portfolio management and sales capacities. The controlling ownership of the firm resides with Harry Clark, our Executive Chairman.

Our advisory services are offered through a variety of channels, including: (1) wrap fee and dual contract managed account programs (collectively, “Wrap Fee Programs”) sponsored by third parties; (2) programs where we provide investment recommendations in the form of a model portfolio to third parties (“Model Delivery” or “Model Delivery Programs”); (3) registered investment companies (the “Navigator Mutual Funds”); and (4) private clients through a turnkey asset management program (“TAMP”) offered by Clark Capital. As of 12/31/2018, the firm managed approximately \$13,044,567,000.00 in total assets, \$10,103,216,000.00 of which were managed on a discretionary basis, and \$2,941,351,000.00 of which were managed on a Model Delivery basis.

The information in this Brochure is primarily related to the advisory services we provide to clients through Wrap Fee Programs and Model Delivery Programs. For more information on the other services we offer, please read Clark Capital’s Form ADV Part 2A Appendix 1 (“Clark Capital’s Wrap Fee Brochure”) and the prospectuses and relevant offering materials for the Navigator Mutual Funds.

OUR PHILOSOPHY

Clark Capital’s investment philosophy is driven by a single-minded focus: to add value for our clients. This focus requires us to produce institutional investment solutions that aim to consistently generate competitive risk-adjusted returns over full market cycles. It compels us to maintain a long-term perspective and provide innovative investment management solutions that add value for our clients. It also requires us to place an emphasis on risk management, because understanding and managing risk is critical to our clients’ investment success. We firmly believe that successful investment management rests not on the ability to excel through any one of these elements, but through the combined strength of all of them.

ADVISORY SERVICES

With over three decades of experience providing wealth management solutions to investors, Clark Capital has navigated our clients’ wealth through a variety of investment environments. There is no substitute for experience, and our seasoned team of portfolio managers strives to deliver on our investment management promise. We offer investment solutions to individuals, businesses, institutions, investment companies and financial services firms and their clients. These solutions are designed to be easy to implement and access. Portfolios may be customized to effectively meet clients’ risk and return objectives.

Clark Capital generally has discretionary authority to manage accounts on behalf of our clients, which includes determining the securities to be bought or sold for a client’s account and the amount of those securities, the broker or dealer to be used for purchase or sale of securities for a client’s account, and the commission rates to be paid to a broker or dealer for a client’s securities transactions. Also, you should note that we have full discretion to determine when your assets are invested, both when we begin to manage your account and upon receipt of additional contributions to your account. As discussed below, Clark Capital also participates in Model Delivery Programs where we provide investment recommendations in the form of a model portfolio. In these programs, we are not considered to have discretionary authority.

WRAP FEE PROGRAMS AND MODEL DELIVERY PROGRAMS

Clark Capital acts as an investment advisor (or “sub-advisor”) to Wrap Fee Programs sponsored by independent financial services firms, such as banks, broker-dealers, and other investment advisers (“Program Sponsors”). The investment management services we provide through these Wrap Fee Programs follow the investment philosophy, investment process, and security selection offered in certain Navigator portfolios. As a sub-advisor in these Wrap Fee Programs, we are compensated by the Program Sponsor with a portion of the wrap fee paid by the client. In some of these programs, Clark Capital maintains discretion as to which securities are purchased or sold for accounts, consistent with written information received regarding the client’s selected investment style, investment objectives, policies and restrictions (if any) and the capabilities of the Program Sponsor or the custodian. In these programs, we will often enter into a contract with the Program Sponsor rather than the client. In some instances, however, the client will enter into dual contracts with the Program Sponsor and Clark Capital. In both types of contractual arrangements, the client is generally permitted to impose reasonable restrictions on the management of their account by, for example, prohibiting Clark Capital or the Program Sponsor from buying certain securities or types of securities. Typically, the Program Sponsor will provide us with written information regarding your selected investment style, investment objectives, policies and investment restrictions (if any), and we will manage your account in accordance with these written instructions.

Clark Capital also participates in Model Delivery programs where we are retained by the Program Sponsor to provide a model portfolio and update the model portfolio as Clark Capital makes changes to its Navigator portfolios. In Model Delivery programs, we do not exercise investment discretion or trade the account. Rather, the Program Sponsor maintains investment discretion for the account and may or may not elect to execute any or all of the purchase or sale transactions that we recommend. Furthermore, in Model Delivery arrangements, the Program Sponsor is responsible for determining the timing of transactions, execution venue, and other decisions relating to the trade execution. Additionally, Program Sponsors may accept individualized client investment guidelines and restrictions on the management of the account. As a result, there may be material performance differences between account performance in Model Delivery programs and Clark Capital’s Navigator portfolios.

NAVIGATOR MUTUAL FUNDS

Clark Capital provides discretionary portfolio management services to the Navigator Tactical Fixed Income Fund, the Navigator Duration Neutral Bond Fund, the Navigator Equity Hedged Fund, and the Navigator Sentry Managed Volatility Fund (each a “Fund” and collectively the “Navigator Mutual Funds”), each a series of Northern Lights Fund Trust, a Delaware statutory trust (the “Trust”). The Trust is registered as an open-end management investment company under the Investment Company Act of 1940, as amended. The presentation of information in this Brochure relating to the Navigator Mutual Funds is not intended as an offer or solicitation to invest.

The Navigator Equity Hedged Fund. Clark Capital serves as advisor to the Navigator Equity Hedged Fund, which is registered as an open-end investment company. The investment management services we provide to the fund mirror the investment philosophy, investment process, and security selection of the Navigator Global Equity ETF Hedged portfolio. This fund is an option in the global balanced hedged accounts.

The Navigator Duration Neutral Bond Fund. Clark Capital serves as advisor to the Navigator Duration Neutral Bond Fund, which is registered as an open-end investment company. The fund invests in a non-diversified portfolio of municipal bonds and hedges interest rate risk with financial futures.

The Navigator Tactical Fixed Income Fund. Clark Capital serves as advisor to the Navigator Tactical Fixed Income Fund which is an open-end investment company. The investment management services we provide to the fund mirror the investment mandate of the Navigator Fixed Income Total Return portfolio.

The Navigator Sentry Managed Volatility Fund. Clark Capital serves as advisor to the Navigator Sentry Managed Volatility Fund, which is registered as an open-end investment management company. The investment management services we provide to the fund mirror the investment philosophy, investment process and security selection of the Navigator Sentry portfolio. This fund will be used in all hedged portfolios.

The Navigator Ultra Short Bond Fund. Clark Capital serves as advisor to the Navigator Ultra Short Bond Fund, which is an open-end investment company. The Fund invests primarily in various types of short duration, investment grade debt (or fixed income) securities.

As described in Items 5 and 8 of this Brochure, the Navigator Mutual Funds may be used in separately managed accounts and Wrap Fee Program Accounts, including Navigator Personalized Unified Managed Account (“PUMA”). Additional information about the Navigator Mutual Funds is available in the Funds’ prospectus and SAI, which are available on the Funds’ website (www.navigatorfund.com) or on the SEC’s EDGAR database.

CLARK CAPITAL SPONSORED TAMP

Clark Capital also sponsors a turnkey asset management program (or “TAMP”), which is considered a wrap fee program under the Investment Advisers Act of 1940, as amended (“Advisers Act”). In this program, our investment advisory services, the cost of transactions, and custodial fees are all “wrapped” into a single annual investment advisory fee based on the value of a client’s portfolio. For more information on the services we provide in this program, please read Clark Capital’s Wrap Fee Brochure, which is available on the SEC’s website at www.adviserinfo.sec.gov or may be obtained by calling Clark Capital.

Item 5 – Fees and Compensation

ANNUAL INVESTMENT ADVISORY FEES

Clark Capital’s fees are described generally below and detailed in each client’s advisory agreement or applicable account documents. Fees for services may be negotiated with each client on an individual basis. Clark Capital may group multiple accounts of a client (or group of related clients) together for fee billing purposes.

Wrap Fee Programs and Model Delivery Program Fees

We charge a fee based on a percentage of a client’s assets under management for the services that we provide through Wrap Fee Programs and Model Delivery Programs. Our fees are calculated based on a percentage of the assets in your account at the close of the prior quarter and the amount of compensation is negotiated with the Program Sponsor of your account. Our fees are generally payable quarterly in advance unless negotiated differently with the Program Sponsor. The contracts that clients enter into with the Program Sponsors contain the total investment advisory fee, termination provisions, and refund provisions. The total investment advisory fee for Wrap Fee Programs and Model Delivery Programs typically covers the investment advice, portfolio allocations, client consultation, custodial, clearing, and brokerage, although the services provided in these programs may vary. You should review the Program Sponsor’s contract and the applicable Wrap Fee Program Brochure prior to opening an account with a Program Sponsor.

A list of Wrap Fee Program Sponsors whose accounts Clark Capital sub-advises can be found in Clark Capital’s Form ADV Part 1A. The investment strategies that Clark Capital currently provides in Wrap Fee Programs and Model Delivery Programs are listed below.

Navigator Mutual Fund Management Fees

Each Navigator Mutual Fund pays Clark Capital a management fee of a specified percentage of the Fund’s average daily net assets. The schedule of fees below reflects the fees stated in each Fund’s prospectus as of the date of this Brochure. Navigator Mutual Fund management fees are not negotiable but are reviewed by the Funds’ Board of Trustees on an annual basis.

<u>Fund Name</u>	<u>Annual Management Fee</u>
Navigator Equity Hedged Fund	0.75%
Navigator Duration Neutral Bond Fund	1.00%

Navigator Tactical Fixed Income Fund	0.85%
Navigator Sentry Managed Volatility Fund	0.85%

Navigator Mutual Fund investors also pay fees and expenses that are in addition to the stated management fees, including distribution fees and expenses, administrative expenses, custodial and transfer agent expenses, acquired fund fees and expenses, and other operating expenses as described in the Funds' prospectus. Additional information about the fees and expenses charged to the Navigator Mutual Funds is available in the Funds' prospectus, which is available on the Funds' website (www.navigatorfund.com) or on the SEC's EDGAR database.

Clark Capital Sponsored TAMP Fees

Please read Clark Capital's Wrap Fee Brochure for a complete description of the fees in the TAMP that we sponsor, including the applicable fee schedule.

ADDITIONAL FEES AND EXPENSES

In Wrap Fee Programs and Model Delivery Programs, the wrap fees payable to Program Sponsors may not include all of the fees and expenses that you will pay. The following fees may be assessed depending upon your contract with the Program Sponsor: (1) advisory fees and administrative fees charged by mutual funds and exchange traded products (such as 12b-1 distribution fees, servicing fees, operating expenses and deferred sales charges); (2) wire transfer and electronic fund processing fees; (3) SEC or other regulatory fees; (4) brokerage commissions or other charges imposed by broker-dealers or entities other than the custodian if trades are cleared by another broker-dealer (including step-out costs, which are discussed in more detail in Item 12); (5) early termination fees assessed by the custodian, when client terminates IRA and Qualified Retirement Plan accounts; or (6) other fees mandated by law. Additionally, Clark Capital may invest a portion of the assets managed in a Wrap Fee Program client's account in one or more of the Navigator Mutual Funds. In those instances, the assets invested in a Navigator Mutual Fund will be subject to the applicable management fee imposed on Fund assets, as described in the Fund's prospectus and in Item 5 of this Brochure. In some instances, Wrap Fee Program clients may also be subject to a separate investment advisory fee payable to Clark Capital when assets are allocated to a Navigator Mutual Fund. This investment advisory fee, which is negotiated between Clark Capital and each Program Sponsor, is lower than what Clark Capital would receive if Navigator Mutual Funds were not allocated to a client account to offset the management fees that Clark Capital will receive from the Navigator Mutual Funds. Clark Capital's overall compensation will depend, however, on the actual proportion of a client's account allocated to a Fund, which may vary over time. Furthermore, Clark Capital's overall compensation will generally be higher when a greater percentage of a client's assets are invested in a Navigator Mutual Fund. Assets invested in a Navigator Mutual Fund will also be subject to the other expenses described in the Funds' prospectus, including any applicable distribution fees, administrative expenses, and other Fund operating expenses.

Please consult with the Program Sponsor for a complete list of any additional fees or expenses associated with your account. Please refer to the Navigator Mutual Funds' prospectuses and statements of additional information for information on additional fees and expenses associated with those investments. Please read Clark Capital's Wrap Fee Brochure for information on additional fees and expenses applicable to the Clark Capital TAMP.

For more information about brokerage and other transactional costs, including additional costs that may be incurred by client accounts when we trade away from Program Sponsors, please see Item 12 of this Brochure.

Item 6 – Performance-Based Fees and Side-by-Side Management

We do not charge performance-based fees (fees based on a share of capital gains or on capital appreciation of the funds or securities in your account).

Item 7 – Types of Clients

We provide our services to a variety of clients including:

- Individuals, including high net worth individuals
- Registered investment companies
- Trusts, estates and charitable organizations
- Corporations or other business entities not otherwise listed
- Pension and profit sharing plans (but not plan participants)
- State or municipal government entities
- Non-profit entities
- Wrap Fee Programs
- Other investment advisers

Accounts must meet minimum size requirements depending upon the description of each portfolio/strategy in which you invest.

Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss

METHODS OF ANALYSIS

Quantitative Analysis

In managing investors' accounts, Clark Capital employs quantitative analysis techniques. Such techniques seek to understand market behavior by using complex mathematical and statistical modeling, measurement and research. Among the methods of quantitative analysis used by Clark Capital, relative strength analysis and top down analysis are significant.

Relative Strength Analysis. Relative strength is a technical momentum indicator that measures price trend and indicates how a security is performing relative to other securities in its group.

Top Down Analysis. Top down analysis is a method of analysis that examines the “big picture” first, and then looks at the smaller components in turn. By looking at the overall picture, such as trends in the overall economy and conditions in a given industry, the aspects for further analysis can be narrowed.

Fundamental Analysis

In managing investors' accounts, Clark Capital employs fundamental analysis of individual assets. This method of evaluating a security involves attempting to measure its intrinsic value by studying everything that can affect the security's value, including macroeconomic factors (such as the overall economy and industry conditions) and company-specific factors (such as financial condition and management quality).

Bottom Up Analysis. Bottom up analysis is a method that emphasizes a thorough review of an individual security and de-emphasizes the importance of economic and market cycles and the industry in which the company operates. This approach assumes that individual companies can do well even in an industry that is not performing well and under adverse economic conditions. The company's products, services, financials, and earnings are scrutinized.

INVESTMENT OPTIONS

Asset Allocation

In managing investors' accounts, Clark Capital employs the strategy of asset allocation. Asset allocation attempts to balance portfolio risk and reward to dovetail with an individual's goals, risk comfort zone, and investment time horizon by dividing the portfolio among different asset categories, such as stocks, bonds, and cash. Clark Capital employs both strategic and tactical asset allocation.

Strategic Asset Allocation. In strategic asset allocation, a proportional combination of asset classes is established based upon expected rates of return for each asset class on the basis of historical data. For example, if stocks historically returned 10% per year and bonds returned 5% a year, the expected return for a portfolio consisting of half stocks and half bonds would be 7.5% over time. The asset class proportions are periodically adjusted to the original percentages. Once the allocation has been determined, there is no attempt to consciously deviate from the percentages of the original allocation.

Tactical Asset Allocation. Unlike strategic asset allocation, in tactical asset allocation, an effort is made to take advantage of market opportunities by adjusting the percentages of the various asset classes in the portfolio while maintaining the risk control framework established on behalf of the individual investor.

Hedging. Hedging involves strategically using financial instruments in the market in an effort to offset the risk of any potential loss. One investment is "hedged" against another. The investments chosen are expected to be negatively correlated (the price movement of one is expected to be opposite the movement of the other). If the investment loses value, a successful hedge will reduce the loss. On the other hand, if the investment performs well, the potential profit is less.

INVESTMENT STRATEGIES

NAVIGATOR PERSONALIZED UNIFIED MANAGED ACCOUNT ("PUMA")

With a Personalized Unified Managed Account (or "PUMA"), Clark Capital gives financial advisors and their clients the opportunity to choose from the various investment strategies or products offered by Clark Capital and incorporate these options into one managed account. As described below, portfolio allocations are selected by the client from the following asset classes: U.S. equities, international equities, fixed income, and alternative investments. Sentry, an institutional hedging strategy, is also available. Portfolios draw upon the following: mutual funds; exchange traded products; fixed income securities; and alternative investments including real estate, commodities, precious metals, currencies and absolute return/hedge strategies. The components of a Personalized Unified Managed Account must meet certain minimums. The account must have a minimum size of \$50,000 and must incorporate two or more strategies prior to adding an Alternative or Sentry component. PUMA is currently offered exclusively through AssetMark Inc.'s Wrap Fee Program.

CORE U.S. EQUITY

Navigator All Cap Core U.S. Equity

The Navigator All Cap Core U.S. Equity portfolio is primarily invested in stocks of companies with market capitalizations generally falling between \$300 million and \$750 billion and that are constituents of the Russell 3000 Broad Market Index. Our investment process is both quantitative and qualitative, incorporating proprietary models and analytical techniques that search for companies that possess three characteristics: superior quality, attractive value and improving business prospects. By purchasing the undervalued shares of companies with a Durable Competitive Advantage whose businesses have accelerating momentum, we tend to benefit over time as value increases and as the spread between price and value narrows. Our risk controls are sensitive to company and sector diversification to reduce both overall portfolio volatility and tracking error to the benchmark. The goal of the portfolio is to deliver consistent excess returns over a full market cycle at/or below benchmark volatility.

Navigator All Cap Core U.S. Equity Hedged

The Navigator All Cap Core U.S. Equity Hedged portfolio is primarily invested in stocks of companies with market capitalizations generally falling between \$300 million and \$750 billion and that are constituents of the Russell 3000 Broad Market Index. The portfolio also incorporates hedging through the Navigator Sentry Managed Volatility Fund. Our investment process is both quantitative and qualitative, incorporating proprietary models and analytical techniques that search for companies that possess three characteristics: superior quality, attractive value and improving business prospects. By purchasing the undervalued shares of companies with a Durable Competitive Advantage whose businesses have accelerating momentum, we tend to benefit overtime as value increases and as the spread between price and value narrows. Our risk controls are sensitive to company and sector diversification to reduce both overall portfolio volatility and tracking error to the benchmark. The goal of the portfolio is to deliver consistent excess returns over a full market cycle at/or below benchmark volatility.

Navigator High Dividend Equity

Navigator High Dividend Equity is invested in high-quality domestic and international equities, REITs, preferred stocks, exchange traded products and closed end funds. The goal of the strategy is to provide above average dividend income with capital appreciation. The focus is on reasonably priced, multi-capitalized stocks with strong valuation characteristics. Only securities with strong and absolute relative values are considered for use in the portfolio and it is diversified across several broad economic sectors. Fundamental and quantitative analysis is used in determining the stocks to be included in the portfolio such as: revenue growth, price/cash flow, price/book, P/E, ROE (return on equity), price/sales, dividend yield, PEG ratios and earnings momentum. Generally, 35 to 55 securities are held in the portfolio. Preferred stocks, REITs, exchange traded products and closed end funds are also considered for the portfolio. The sell discipline considers dividend reductions, weakening earnings trends and declining margins over two to three consecutive quarters. Performance relative to market peers is also a factor. The strategy seeks to provide capital appreciation with current income on a consistent basis by applying a fundamental investment approach that is focused on securities with above average dividend yield. Elections: (1) The Option Enhancement, an actively managed overlay strategy that sells call options on portfolio securities, may be used with this portfolio in an effort to enhance the income stream and boost return. (2) Customized Enhancement. The portfolio may also be customized to include equity holdings the client requests to maintain which are not currently in the High Dividend Equity model. This may include low cost basis stock held for tax reasons, large equity blocks to be reduced over multiple tax years and equities held by the client for personal reasons. This portfolio was formerly known as Navigator Premier High Yield Equity.

Navigator Small Cap Core U.S. Equity

The Navigator Small Cap Core U.S. Equity portfolio is primarily invested in stocks of companies with market capitalizations generally falling between \$300 million and \$3 billion and that are constituents of the Russell 2000 Small Cap Index. Our investment process is both quantitative and qualitative, incorporating proprietary models and analytical techniques that search for companies that possess three characteristics: superior quality, attractive value and improving business prospects. By purchasing the undervalued shares of companies with a Durable Competitive Advantage whose businesses have accelerating momentum, we tend to benefit over time as value increases and as the spread between price and value narrows. Our risk controls are sensitive to company and sector diversification to reduce both overall portfolio volatility and tracking error to the benchmark. The goal of the portfolio is to deliver consistent excess returns over a full market cycle at/or below benchmark volatility.

Navigator SMID Cap Core U.S. Equity

The Navigator SMID Cap Core U.S. Equity portfolio primarily invests in stocks of companies with market capitalizations generally falling between \$300 million and \$10 billion and that are typically constituents of the Russell 2500 Small-Mid Cap Index. Our investment process is both quantitative and qualitative, incorporating proprietary models and analytical techniques that search for companies that possess three characteristics: superior quality, attractive value and improving business prospects. By purchasing the undervalued shares of companies with a Durable Competitive Advantage whose businesses have accelerating momentum, we tend to benefit over time as value increases and as the spread between price and value narrows. Our risk controls are sensitive to company and sector diversification to reduce both overall portfolio volatility and tracking error to the benchmark. The goal of the portfolio is to deliver consistent excess returns over a full market cycle at/or below benchmark volatility.

Navigator U.S. Equity Strategic Beta

Navigator U.S. Equity Strategic Beta is designed to provide broad U.S. equity market diversification by utilizing domestic exchange traded products. The product is designed to invest using the major investment factors developed in academic finance using exchange traded products, including market beta, value, momentum, size, quality, dividends, and volatility. The portfolio actively allocates towards factors that it favors, and underweights those it does not favor. The strategy seeks to provide capital appreciation over a market cycle in a broadly diversified domestic equity portfolio.

CORE INTERNATIONAL EQUITY

Navigator International Equity/ADR

The Navigator International Equity/ADR portfolio is invested primarily in American depository receipts (ADRs) of companies with market capitalizations generally falling between \$300 million and \$250 billion and that are constituents of the MSCI All Country ex US Index. Our investment process is both quantitative and qualitative, incorporating proprietary models and analytical techniques that search for companies that possess three characteristics: superior quality, attractive value and improving business prospects. By purchasing the undervalued ADRs of companies with a Durable Competitive Advantage whose businesses have accelerating momentum, we tend to benefit over time as value increases and as the spread between price and value narrows. Our risk controls are sensitive to country and sector diversification to reduce both overall portfolio volatility and tracking error to the benchmark. The goal of the portfolio is to deliver consistent excess returns over a full market cycle at/or below benchmark volatility

Navigator International Equity Core

Navigator International Equity Core seeks to provide capital appreciation over a market cycle. The portfolio invests in broad based international equity exchange traded products and actively managed mutual funds by applying a fundamental investment approach. The diversified portfolio has the objective of providing broad-based international equity exposure. While limited strategic emphasis may be placed on emerging markets, broad diversification is always maintained. Portfolio construction employs a "top down" approach seeking wide diversity reflective of international markets. Construction of the portfolio begins with a rigorous due diligence process to select the mutual funds or exchange traded products. Due diligence focuses on long-term performance in up and down markets, style consistency, performance attribution and manager correlation. The process includes a detailed review by the Clark Capital Investment Committee for attributes such as manager tenure, investment processes, systems and trading capabilities, legal and compliance resources, and personnel and organizational structure.

Navigator International Equity Strategic Beta

Navigator International Equity Strategic Beta seeks to provide capital appreciation over a market cycle. The portfolio invests in broad based international equity exchange traded products by applying a fundamental investment approach. The portfolio is designed to invest in broad based international equity exchange traded products that employ the major investment "factors" developed by the academic finance community; those factors include: market beta, currency exposure, volatility, momentum, size, quality, and value. The diversified portfolio has the objective of providing broad-based international equity exposure. Portfolio construction employs a passive "top down" approach seeking wide diversity reflective of international markets with limited turnover. The portfolio weights towards those factors that it favors, and underweights those that it does not. The portfolio can, on a limited basis, access individual country exchange traded products where our fundamental research identifies an opportunity. Construction of the portfolio begins with a rigorous due diligence process to select the exchange traded products.

CORE FIXED INCOME

Navigator Tax-Free Fixed Income

Navigator Tax-Free Fixed Income is invested primarily in very high credit quality (average quality is investment grade or better) individual tax-free municipal securities. A portion of the portfolio, in accounts of a certain size, can be invested in the Navigator Duration Neutral Fund which invests at least 80% of its assets in fixed income and seeks to provide exposure to the municipals while protecting against loss of principal when interest rates rise. The portfolio is constructed to control risk through maintaining duration in the portfolios (a measure of interest rate sensitivity) of one to eight years. The strategy seeks to provide current income on a consistent basis by applying a fundamental investment approach.

Active management of the portfolios seeks to provide equivalent returns to the stated benchmark through state, sector and security selection. Portfolio turnover will vary based on market opportunities such as tax loss harvesting and yield curve shifts. Some investors may request that certain fixed income securities be transferred into and subsequently held as part of the portfolio. This portfolio was formerly known as Navigator Premier Tax-Free Fixed Income.

Navigator Tax-Free Fixed Income Core

Navigator Tax-Free Fixed Income Core is designed to maximize total return by investing actively across the full maturity and spectrum of municipal fixed income securities which, as a whole, have average investment grade credit quality. The strategy seeks to add value through a rigorous investment discipline that identifies market inefficiencies in the valuation of risk and reward, combined with an effort to capitalize upon shifting market themes, yield curve inefficiencies, and undervalued maturities. Active management is supported by in-depth, internally generated research looking to pursue superior performance results with greater consistency and lower volatility of returns. The strategy seeks to provide a high level of tax-free total return and current income by investing in municipal bond mutual funds and exchange traded products.

Navigator Taxable Fixed Income

Navigator Taxable Fixed Income is invested in corporate bonds, government bonds, mortgage securities and taxable municipal bonds. A portion of the portfolio, in accounts of a certain size, can be invested in the Navigator Duration Neutral Fund which invests at least 80% of its assets in fixed income and seeks to provide exposure to municipals while protecting against the loss of principal when interest rates rise. The portfolio is managed to opportunistically take advantage of changing expectations regarding the shape of the yield curve, credit spreads, and sector valuation. The portfolio is constructed to control risk through duration in the portfolios (a measure of interest rate sensitivity) of one to eight years. The portfolio is generally fully invested and is appropriately diversified by sector, issuer, and credit quality. The portfolio seeks to provide current income. Some investors may request that certain fixed income securities be transferred into and subsequently held as part of the portfolio. This portfolio was formerly known as Navigator Premier Taxable Fixed Income.

Navigator Taxable Fixed Income Core

Navigator Taxable Fixed Income Core is designed to maximize total return by investing actively across the full maturity and investment grade spectrum of U.S. fixed income sectors and securities. The strategy seeks to identify market inefficiencies in the valuation of risk and reward, combined with an approach to capitalize upon shifting market themes, yield curve inefficiencies and undervalued maturities. Portfolios are generally fully invested and are diversified among corporate, government and mortgage securities. Active management is supported by in-depth, internally generated research to pursue performance results with greater consistency and lower volatility of returns. The goal of the strategy is to provide a high level of total return by investing in high-quality corporate, government bonds, treasury bonds, exchange traded products, and mortgage-backed securities.

Navigator Ultra Short Bond Fund

Clark Capital serves as advisor to the Navigator Ultra Short Bond Fund, which is registered as an open-end investment company. The Fund invests primarily in various types of short duration, investment grade debt (or fixed income) securities. Additional information about the Navigator Mutual Funds is available in the Funds' prospectus and SAI, which are available on the Funds' website (www.navigatorfund.com) or on the SEC's EDGAR database.

TACTICAL U.S. EQUITY

Navigator U.S. Sector Opportunity

Navigator U.S. Sector Opportunity is primarily invested in U.S. sectors and industry exchange traded products through an active rotation that is based on our proprietary relative strength (or momentum) based process. The strategy has an unconstrained asset allocation policy and is allocated to the sectors and industries that appear to have the potential for producing exceptionally strong performance in the near future. The portfolio is actively managed; security weightings are adjusted to take advantage of emerging market opportunities as they arise and to harvest gains as they mature. Portfolios are implemented using exchange traded products which provide diversification, limit specific security risk, and provide tax efficiencies. The strategy seeks to provide total return and capital appreciation.

Navigator U.S. Style Opportunity

Navigator U.S. Style Opportunity is invested in exchange traded products through an active rotation among U.S. equity styles (growth & value), capitalizations (large, medium and small), and major investment factors such as quality, momentum, value, volatility, beta, dividends, and size. The rotation is based on the firm's proprietary relative strength (or momentum) based research process. The portfolio is then opportunistically overweighted in the market segments expected to be the most profitable in the near term – large or small cap, growth or value, etc. – and underweighted in those segments expected to be weaker. The goal of the strategy is to outperform an unmanaged buy and hold investment, reduce the effects of broad market declines and provide total return and capital appreciation.

TACTICAL INTERNATIONAL EQUITY

Navigator Equity Hedged Fund

Navigator Equity Hedged Fund seeks to maximize returns while guarding the portfolio against significant market declines. Additional information about the Navigator Mutual Funds is available in the Funds' prospectus and SAI, which are available on the Funds' website (www.navigatorfund.com) or on the SEC's EDGAR database.

Navigator Global Equity ETF

Navigator Global Equity ETF is actively managed and targets U.S. equity styles, market capitalizations, and sectors coupled with exposure to international countries and regions. The strategy uses Clark Capital's proprietary relative strength research to allow us to adapt to changing themes and is not biased to a traditional style, market capitalization approach or international country or region. Blending U.S. and international investments may lower risk by reducing portfolio volatility. The appropriate risk profile is achieved through careful allocation of the portfolio within established percentage ranges of styles, sectors, and international securities. The strategy is implemented using exchange traded products as they provide an efficient, low cost alternative to traditional mutual funds and seeks to provide capital appreciation.

Navigator Global Equity ETF Hedged

Navigator Global Equity ETF Hedged is an actively managed portfolio targeting U.S. equity styles, market capitalizations, and sectors and international countries and regions and incorporates hedging through the Navigator Sentry Managed Volatility Fund. The strategy uses Clark Capital's proprietary relative strength research to allow us to adapt to changing themes and is not biased to a traditional style, market capitalization approach or international country or region. The portfolio invests in exchange traded products as they provide an efficient, low cost alternative to traditional mutual funds. The objective of this strategy is to provide capital appreciation with a secondary goal of capital preservation on a consistent basis by applying a disciplined quantitative investment approach.

Navigator Global Tactical

Navigator Global Tactical is constructed from a wide range of investment opportunities including domestic and foreign equities, investment grade and lower quality fixed income, and precious metals. The objective is to provide investors with consistent, competitive investment returns over time by tactically capitalizing on a broad range of global market opportunities. The strategy uses Clark Capital's proprietary relative strength research to allow us to adapt to changing themes and is not biased to a traditional style, market capitalization approach or international country or region. The strategy seeks to provide capital appreciation through an unconstrained tactical allocation methodology in an effort to lower portfolio volatility and increase returns. An important aspect of the strategy is that it has the ability to allocate 100% of assets to any asset class, including U.S. Treasuries and/or cash, in an attempt to manage volatility and protect principal. The portfolio invests in exchange traded products, which provide diversification, limit specific security risk, and provide tax efficiencies. The strategy seeks to provide capital appreciation.

Navigator International Opportunity

Navigator International Opportunity is invested in international countries and regions in a vigorous and creative "explore" approach which seeks to provide performance through strategic rotation among equity securities of foreign countries and regions. The strategy has an unconstrained asset allocation policy and is allocated to international markets and regions including those of developed countries and emerging markets that appear to have the potential for producing strong performance in the near future. The strategy uses Clark Capital's proprietary relative strength (or momentum) research to allow us to adapt to changing themes and is not biased to a traditional international country or region. A

portion of portfolio assets may be invested in U.S. securities as the U.S. is regarded as just another country or investment opportunity. The portfolio is actively managed; security weightings are adjusted to take advantage of emerging market opportunities as they arise and to harvest gains as they mature. The portfolio invests in exchange traded products which provide diversification, limit specific security risk, and provide tax efficiencies. The strategy seeks to provide total return and capital appreciation.

ALTERNATIVE DIVERSIFIERS

Navigator Alternative

Navigator Alternative is constructed from a wide range of investment opportunities including managed futures, merger arbitrage, equity and credit long-short, market neutral, high yield muni bonds, convertible bonds, currencies, and going long or short volatility. Smaller, tactical allocations to traditional equity and fixed income investments are also employed. The objective is to provide investors with total return and capital appreciation that has a comparatively lower correlation to the direction of the traditional equity and fixed income markets. The use of alternative investments in concert with traditional assets in a total investment plan may result in lower portfolio volatility and increased returns due to the increase in portfolio diversity and the lack of correlation between alternative and traditional investments. Exchange traded products are utilized when possible as they may provide diversification, limit specific security risk, and provide tax efficiencies. Mutual funds may also be utilized. The portfolio has an unconstrained asset allocation policy and capital appreciation is sought by applying a disciplined and opportunistic investment approach that is non-correlated to the equity markets.

Navigator Duration Neutral Bond Fund

Clark Capital serves as advisor to the Navigator Duration Bond Fund, which is registered as an open-end investment company. The Fund invests in a non-diversified portfolio of municipal bonds and hedges interest rate risk with financial futures. Additional information about the Navigator Mutual Funds is available in the Funds' prospectus and SAI, which are available on the Funds' website (www.navigatorfund.com) or on the SEC's EDGAR database.

Navigator Fixed Income Total Return

Navigator Fixed Income Total Return is designed to maximize total return by rotational management of a fixed income portfolio invested in low quality bonds (high-yield), high quality corporate and government bonds, short-term treasuries and cash and cash equivalents/money markets. The strategy seeks to take advantage of the performance differential between segments of the bond market under different market conditions. Through investment in segments of the fixed income market believed to be the strongest performer in the near term, the portfolio may have the opportunity to outperform the broad bond market without exposure to the risk of the equity market. Active management supported by in-depth, internally generated research seeks to pursue superior performance results with greater consistency and lower volatility of returns. The portfolio invests in exchange traded products and mutual funds targeting high yield corporate, investment grade corporate, government, government agency and treasury fixed income sectors. The strategy has an unconstrained allocation policy and seeks capital preservation while outperforming an unmanaged buy and hold investment. This strategy is offered as "Guardian Bond" in certain Wrap Fee Programs and Model Delivery Programs.

Navigator Sentry Managed Volatility Fund

Clark Capital serves as advisor to the Navigator Sentry Managed Volatility Fund, which is registered as an open-end investment company. The Fund strategy seeks to hedge the portfolio against significant market declines. Additional information about the Navigator Mutual Funds is available in the Funds' prospectus and SAI, which are available on the Funds' website (www.navigatorfund.com) or on the SEC's EDGAR database.

Navigator Tactical Fixed Income Fund

Clark Capital serves as advisor to the Navigator Tactical Fixed Income Fund, which is an open-end investment company. The investment management services we provide to the fund mirror the investment philosophy, investment process, and security selection of the Navigator Fixed Income Total Return portfolio. Additional information about the Navigator Mutual Funds is available in the Funds' prospectus and SAI, which is available on the Funds' website (www.navigatorfund.com) or on the SEC's EDGAR database.

GLOBAL BALANCED SOLUTIONS

Navigator Global Balanced 20-80

Navigator Global Balanced 20-80 consists of portfolios with a 20% allocation to equity and 80% to fixed income. The portfolio provides targeted exposure to the U.S. equity market coupled with targeted international exposure and an actively managed fixed income component seeking to lower risk and reduce portfolio volatility. The 20% allocation to equity utilizes the Navigator Global Equity ETF strategy which invests in exchange traded products in U.S. equity styles, market capitalizations and factors, sectors and industry groups, and international countries and regions. The 80% fixed income allocation utilizes the Navigator Tactical Fixed Income Fund which has an unconstrained allocation policy targeting high yield corporate, investment grade corporate, government, government agency, treasury fixed income sectors and cash and cash equivalents/money markets.

Navigator Global Balanced 40-60

Navigator Global Balanced 40-60 consists of portfolios with a 40% allocation to equity and 60% to fixed income. The portfolio provides targeted exposure to the U.S. equity market coupled with targeted international exposure and an actively managed fixed income component seeking to lower risk and reduce portfolio volatility. The equity allocation is invested in the Navigator Global Equity ETF strategy, which invests in exchange traded products in U.S. equity styles, market capitalizations and factors, sectors and industry groups, and international countries and regions. The fixed income allocation utilizes the Navigator Tactical Fixed Income Fund. The fixed income allocation has an unconstrained allocation policy targeting high yield corporate, investment grade corporate, government, government agency, and treasury fixed income sectors and cash and cash equivalents/money markets.

Navigator Global Balanced 60-40

Navigator Global Balanced 60-40 consists of portfolios with a 60% allocation to equity and 40% to fixed income. The portfolio provides targeted exposure to the U.S. equity market coupled with targeted international exposure and an actively managed fixed income component seeking to lower risk and reduce portfolio volatility. The equity allocation is invested in the Navigator Global Equity ETF strategy which invests in exchange traded products in U.S. equity styles, market capitalizations and factors, sectors and industry groups, and international countries and regions. The fixed income allocation utilizes the Navigator Tactical Fixed Income Fund. The fixed income allocation has an unconstrained allocation policy targeting high yield corporate, investment grade corporate, government, government agency and treasury fixed income sectors and cash and cash equivalents/money markets.

Navigator Global Balanced 80-20

Navigator Global Balanced 80-20 consists of portfolios with an 80% allocation to equity and 20% to fixed income. The portfolio provides targeted exposure to the U.S. equity market coupled with targeted international exposure and an actively managed fixed income component seeking to lower risk and reduce portfolio volatility. The equity allocation is invested in the Navigator Global Equity ETF strategy which invests in exchange traded products in U.S. equity styles, market capitalizations and factors, sectors and industry groups, and international countries and regions. The fixed income allocation utilizes the Navigator Tactical Fixed Income Fund. The fixed income allocation has an unconstrained allocation policy targeting high yield corporate, investment grade corporate, government, government agency and treasury fixed income sectors and cash and cash equivalents/money markets.

Navigator Global Balanced 20-80 Hedged

Navigator Global Balanced 20-80 Hedged consists of portfolios with a 20% allocation to equity and 80% to fixed income. The portfolio provides targeted exposure to the U.S. equity market coupled with targeted international exposure and an actively managed fixed income component seeking to lower risk and reduce portfolio volatility. The equity allocation is invested in either the Navigator Equity Hedged Fund (which invests in exchange traded products in U.S. equity styles, market capitalizations and factors, sectors and industry groups, and international countries and regions) or the Global Equity ETF strategy. It also incorporates hedging through the Navigator Sentry Managed Volatility Fund. The fixed income allocation utilizes the Navigator Tactical Fixed Income Fund which has an unconstrained allocation policy targeting high yield corporate, investment grade corporate, government, government agency and treasury fixed income sectors and cash and cash equivalents/money markets. Hedged portfolios may utilize Global Equity ETF separate account strategy or Navigator Equity Hedged Fund.

Navigator Global Balanced 40-60 Hedged

Navigator Global Balanced 40-60 Hedged consists of portfolios with a 40% allocation to equity and 60% to fixed income. The portfolio provides targeted exposure to the U.S. equity market coupled with targeted international exposure and an actively managed fixed income component seeking to lower risk and reduce portfolio volatility. The equity allocation is invested in either the Navigator Equity Hedged Fund (which invests in exchange traded products in U.S. equity styles, market capitalizations and factors, sectors and industry groups, and international countries and regions) or the Global Equity ETF strategy. It also incorporates hedging through the Navigator Sentry Managed Volatility Fund. The fixed income allocation utilizes the Navigator Tactical Fixed Income Fund. The fixed income allocation has an unconstrained allocation policy targeting high yield corporate, investment grade corporate, government, government agency and treasury fixed income sectors and cash and cash equivalents/money markets. Hedged portfolios may utilize Global Equity ETF separate account strategy or Navigator Equity Hedged Fund.

Navigator Global Balanced 60-40 Hedged

Navigator Global Balanced 60-40 Hedged consists of portfolios with a 60% allocation to equity and 40% to fixed income. The strategy provides targeted exposure to the U.S. equity market coupled with targeted international exposure and an actively managed fixed income component seeking to lower risk and reduce portfolio volatility. The equity allocation is invested in either the Navigator Equity Hedged Fund (which invests in exchange traded products in U.S. equity styles, market capitalizations and factors, sectors and industry groups, and international countries and regions) or the Global Equity ETF strategy. It also incorporates hedging through the Navigator Sentry Managed Volatility Fund. The fixed income allocation utilizes the Navigator Tactical Fixed Income Fund. The fixed income allocation has an unconstrained allocation policy targeting high yield corporate, investment grade corporate, government, government agency and treasury fixed income sectors and cash and cash equivalents/money markets. Hedged portfolios may utilize Global Equity ETF separate account strategy or Navigator Equity Hedged Fund.

Navigator Global Balanced 80-20 Hedged

Navigator Global Balanced 80-20 Hedged consists of portfolios with an 80% allocation to equity and 20% to fixed income. The portfolio provides targeted exposure to the U.S. equity market coupled with targeted international exposure and an actively managed fixed income component seeking to lower risk and reduce portfolio volatility. The equity allocation is invested in either the Navigator Equity Hedged Fund (which invests in exchange traded products in U.S. equity styles, market capitalizations and factor, sectors and industry groups, and international countries and regions) or the Global Equity ETF strategy. It also incorporates hedging through the Navigator Sentry Managed Volatility Fund. The fixed income allocation utilizes the Navigator Tactical Fixed Income Fund. The fixed income allocation has an unconstrained allocation policy targeting high yield corporate, investment grade corporate, government, government agency and treasury fixed income sectors and cash and cash equivalents/money markets. Hedged portfolios may utilize Global Equity ETF separate account strategy or Navigator Equity Hedged Fund.

ADDITIONAL STRATEGIES

Navigator MultiStrategy (75-25, 50-50, 25-75)

Navigator MultiStrategy consists of portfolios with an allocation to equity and fixed income. The strategy is available with 75%/25%, 50%/50% and 25%/75% equity/fixed allocations. The equity allocation provides exposure to the U.S. equity market and duplicates (in proportion) the Navigator U.S. Style Opportunity portfolio, a portfolio that engages in strategic rotation among U.S. equity styles (growth and value) and capitalizations (large, medium and small). The strategy is passively managed using a strategic allocation of broad based market indices and is rebalanced annually. The fixed income allocation is designed to maximize total return by rotational management of a fixed income portfolio invested in low quality bonds (high-yield), high quality corporate and government bonds, and short-term treasuries. The segments of the portfolio have an unconstrained asset allocation policy and seek to take advantage of the performance differentials between segments of both the equity market and segments of the bond market under different market conditions. The portfolios use the Navigator Tactical Fixed Income Fund to achieve their fixed income exposure. This portfolio was formerly known as Navigator Style Preferred.

Navigator Strategist Core

Navigator Strategist Core invests 50% of the portfolio in equities with the aim of maximizing total return by strategic management of a portfolio invested in the full spectrum of U.S. equities. The strategy is implemented by proportionally investing in the Navigator U.S. Style Opportunity portfolio. The remaining assets are invested in investment grade core bond mutual funds or exchange traded products, Treasury mutual funds or exchange traded products, and cash.

Navigator Style Preferred Core

Navigator Style Preferred Core invests 80% of the portfolio in equities with the aim of maximizing total return by strategic management of a portfolio invested in the full spectrum of U.S. equities. The strategy is implemented by proportionally investing in the Navigator U.S. Style Opportunity portfolio. The remaining 20% of the portfolio is invested in a investment grade or U.S. Treasury bond mutual funds or exchange traded products.

Navigator Style Preferred Income and Growth

Navigator Style Preferred Income and Growth invests 60% of the portfolio in equities with the aim of maximizing total return by strategic management of a portfolio invested in the full spectrum of U.S. equities. The strategy is implemented by proportionally investing in the Navigator U.S. Style Opportunity portfolio. The remaining 40% of the portfolio is invested in investment grade or U.S. Treasury bond mutual funds or exchange traded products.

Navigator Taxable Fixed Income Strategic Beta

Navigator Taxable Fixed Income Strategic Beta is designed to maximize total return by investing actively across the full maturity and spectrum of U.S. fixed income sectors and securities and, as a whole, having average investment grade credit quality. The strategy seeks to identify market inefficiencies in the valuation of risk and reward, combined with an approach to capitalize upon shifting market themes, yield curve inefficiencies and undervalued maturities. Portfolios are constructed in an effort to control risk by maintaining portfolio duration (a measure of interest rate sensitivity) in adherence to the portfolio's intermediate benchmark range of two to ten years. Portfolios are generally fully invested and are diversified among corporate, government and mortgage securities. Active management is supported by in-depth, internally generated research to pursue performance results with greater consistency and lower volatility of returns. The goal of the strategy is to provide a high level of total return by investing in a portfolio that contains, on average, investment grade corporate, government bonds, Treasury bonds, exchange traded products, and mortgage-backed securities.

RISK OF LOSS

All investments in securities include a risk of loss of your principal (invested amount) and any profits that have not been realized (the securities were not sold to "lock in" the profit). As you know, stock markets and bond markets fluctuate substantially over time. Different types of investments tend to shift in and out of favor depending on market, economic, and other forces. In addition, performance of any investment is not guaranteed and your account may experience loss of assets due to a variety of reasons including market movements and global and domestic events affecting the economy. As a result, there is a risk of loss of the assets we manage that may be out of our control. We will do our very best in the management of your assets; however, we cannot guarantee any level of performance or that you will not experience a loss of your account assets. Depending upon the program you choose and the securities used, your portfolio may be subject to the risks described below.

General Risks

Management Risk. There is no guarantee that our judgments about the worth and implementation of given strategies, the value of individual securities, and the state of the financial markets is sound and that investments in Navigator strategies will be profitable. Clark Capital attempts to execute a complex strategy for certain portfolios and funds using a proprietary quantitative model. Investments selected using this model may perform differently than expected as a result of the factors used in the model, the weight placed on each factor, changes from the factors' historical trends, and technical issues in the construction and implementation of the models (including, for example, data problems or software issues). There is no guarantee that Clark Capital's use of a model will result in effective investment decisions.

Deflation. Deflation risk is the risk that prices throughout the economy decline over time, which may have an adverse effect on the market value of an investment.

Inflation. Inflation risk is the risk that the value of assets or income from investments will be worth less in the future as inflation decreases the value of money. As inflation increases, the real value of an account and distributions can decline.

Risks Associated with Strategies

Asset Allocation. The success of asset allocation depends upon the manager's ability to make decisions that will achieve an account's objectives. Asset categories may not perform as expected due to economic and market influences both foreign and domestic and anticipated returns may not be realized.

Concentration Risk. This type of risk occurs when a strategy's investments are concentrated in a limited number of securities or specific regions or countries. The value of the account will vary considerably in response to changes in the value of the security or region/country. This may result in increased volatility.

Counterparty Risk. Transactions, including certain derivative transactions, entered into directly with a counterparty are subject to the risk that the counterparty will fail to perform its obligations in accordance with the agreed terms and conditions of the transaction. A counterparty's bankruptcy or other failure to perform its obligations due to financial difficulties would result in significant delays in obtaining any recovery in a bankruptcy or other reorganization proceeding or no recovery in such circumstances.

Hedging. If the hedged investment performs well, there is likely to be a loss of upside potential. If the hedge does not perfectly match the underlying portfolio, there is a risk that results will not be as anticipated. If the investment is underhedged, it may not offer the degree of protection anticipated.

Foreign/International Market Risk. International investments involve special risks such as fluctuations in currencies, foreign taxation, economic and political risks, and differences in accounting and financial standards. Investments in emerging markets are generally riskier than investments in developed markets.

Risk Associated with Securities

Absolute Investment Strategies. Absolute investment strategies seek to achieve a positive return regardless of the condition of the overall market. These strategies may have returns that perform substantially less well than the overall market depending upon the skill of the portfolio manager.

Affiliated Fund Risk: Clark Capital may be subject to potential conflicts of interest in determining whether to invest client assets in a fund managed by Clark Capital or in a fund managed by an unaffiliated manager and may have an economic or other incentive to select an affiliated fund over another fund.

American Depository Receipts (ADRs). ADRs represent ownership in the shares of a non-U.S. company that trades in U.S. financial markets. While ADRs eliminate some of the inconveniences of ownership of foreign securities, they are subject to the same risks as international securities as well as being subject to possible termination, resulting in the inability to trade in U.S. markets and the inconveniences that entails.

Commodities. Commodities have risk in that they are affected by global supply and demand; domestic and foreign interest rates; political, economic, financial events, or natural disasters; regulatory and exchange position limits; and concentration within a commodity.

Derivatives. Investments in derivatives, or similar instrument, including but not limited to, options, futures, options on futures, forwards, participatory notes, swaps, structured securities, tender-option bonds and derivatives relating to foreign currency transactions, which can be used to hedge a portfolio's investments or to seek to enhance returns, entail specific risks relating to liquidity, leverage and credit that can reduce returns and/or increase volatility. Losses in a portfolio from investments in derivative instruments can result from the potential illiquidity of the markets for derivative instruments, the failure of the counterparty to fulfill its contractual obligations, the portfolio receiving cash collateral under the transactions and some or all of that collateral being invested in the market, or the risks arising from margin posting requirements and related leverage factors associated with such transactions. In addition, many jurisdictions

continue to review practices and regulations relating to the use of derivatives, or similar instruments. Such reviews could make such instruments more costly, limiting the availability of, or otherwise adversely affecting the value or performance of such instrument.

Exchange Traded Funds (ETFs). ETFs may not accurately track their underlying index and may not have liquidity under severe market conditions.

Exchange Traded Notes (ETNs). ETNs are unsecured debt instruments. As such, exchange traded notes are subject to risk by default by the issuing bank (counterparty risk) as well as market risk. Exchange traded notes may fail to track the index they are designed to track as well as being negatively impacted by a decline in the credit rating of the issuer. They may lack liquidity under severe market conditions.

Fixed Income. Fixed income securities may be affected by interest rate risk as increases or decreases in interest rates occur and also by credit risk in that issuers may not make payment on the securities.

High Yield Securities. High yield securities (including but not limited to bonds, ETFs, ETNs, and open and closed-end funds) tend to be more sensitive to economic conditions than higher-rated securities and generally involve more credit risk. The risk of loss due to default by an issuer of a high yield security is significantly greater than issuers of higher-rated securities because such securities are generally unsecured and are often subordinated to other creditors. An account may have difficulty disposing of certain high yield securities because there may be a thin trading market for such securities. As a result, an account may have to accept a lower price to sell a high yield security, which could have a negative effect on performance.

Liquidity Risk. Liquidity risk is the risk that a client's account may not be able to sell or buy a security or close out an investment at a favorable price or time. As a result, the client account may have to accept a lower price to sell a security, which could have a negative effect on performance.

Mutual Funds. Mutual funds are subject to risks related to the manager's ability to achieve the components' objectives and market conditions affecting the components' assets. Each is subject to different levels of risk, based on the types and sizes of its underlying asset class allocations and strategy.

Options. Options involve leverage and special risk considerations. Use of options entails the potential for significant losses and significantly increased portfolio volatility.

Real Estate. Real estate has risks associated with direct ownership; valuations of real estate may be affected by economic or financial conditions or catastrophic events resulting from forces of nature or terrorist acts.

Securities Selected to Reflect Particular U.S. Styles and U.S. Sectors. These securities are subject to risk as an individual segment of the equity market may underperform other segments of the equity market as a whole. Small stocks are more volatile than larger, more established companies and are subject to significant price fluctuations, business risks, and are thinly traded.

Sectors. Sectors may be subject to risk when a substantial portion of assets are devoted to a particular market sector or industry thereby having the potential of greater volatility than with broadly diversified strategies. A market sector or industry may underperform the market as a whole for a variety of reasons.

Stocks. Stocks have risk in that their returns and the principal invested in them is not guaranteed and they are subject to changing market conditions. They may decline in price significantly over short or extended periods in relation to overall market movement or due to factors affecting a segment of the market or factors affecting an individual company, such as a poor earnings report. Small stocks are more volatile than large stocks and are subject to significant price fluctuations and may be thinly traded.

Item 9 – Disciplinary Information

We are obligated to disclose any disciplinary event that would be material to you when evaluating us when you are considering initiating or continuing a client/advisor relationship with us. We do not have any legal, financial or disciplinary information to report to you. This statement applies to our firm and every employee of the firm.

Item 10 – Other Financial Industry Activities and Affiliations

REGISTERED REPRESENTATIVES

We permit our employees to serve as registered representatives of broker-dealers. Currently, several of our employees are registered representatives of Grant Williams, LP (GWLP), a broker-dealer registered with FINRA. None of our employees receives (directly or indirectly) any compensation from the purchase or sale of securities or investments for your account.

INDUSTRY ACTIVITIES

GWLP

As described above, GWLP is a broker-dealer registered with FINRA and Steven Grant, Co-Head of Fixed Income, serves as President, Chief Executive Officer and Chief Financial Officer of GWLP. Additionally, Clark Capital shares common office space with GWLP. Clark Capital does not utilize GWLP for client accounts.

Portfolio Solutions

Certain individual owners of Clark Capital hold ownership interests in Portfolio Solutions, LLC, a company which holds a majority interest in GWLP and a majority interest in Portfolio Pathway, LLC. Portfolio Pathway, LLC is a technology company that provides web-based portfolio management software to financial institutions, including Clark Capital. Collectively, these Clark Capital owners hold an approximate 70 percent interest in Portfolio Pathway, LLC.

Navigator Mutual Funds

Clark Capital serves as the investment adviser to the Navigator Mutual Funds. In certain cases, Clark Capital is authorized to invest a portion of an advisory client's assets in the Navigator Mutual Funds. As described in Item 5 of this Brochure, there may be an investment advisory fee payable to Clark Capital by a Program Sponsor when Navigator Mutual Funds are used in a client account, which is negotiated with and set by the Program Sponsor. This investment advisory fee will be lower than what Clark Capital would receive if Navigator Mutual Funds were not allocated to a client account to offset the management fees that Clark Capital will receive from the Navigator Mutual Funds. Clark Capital's overall compensation will depend, however, on the actual proportion of a client's account allocated to a Fund, which may vary over time. Furthermore, Clark Capital's overall compensation will generally be higher when a greater percentage of a client's assets are invested in a Navigator Mutual Fund. Wrap Fee Program clients should be aware that this presents a conflict of interest in that Clark Capital may have a financial incentive to invest client assets in the Navigator Mutual Funds to earn higher compensation. Assets invested in a Navigator Mutual Fund will also be subject to the other expenses described in the Funds' prospectus, including any applicable distribution fees, administrative expenses, and other Fund operating expenses.

Item 11 – Code of Ethics

CODE OF ETHICS

As required and as a good business practice, we have adopted a code of ethics ("Code" or "Code of Ethics") that governs a number of potential conflicts of interest that may arise when providing our advisory services to you. This Code of Ethics is designed to ensure we meet our fiduciary obligation to you, our client (or prospective client), and to drive home a culture of compliance within Clark Capital. The Code is also designed to detect and prevent violations of securities laws including violations that might impact your investment account(s).

Our Code is comprehensive, is distributed to each employee at the time of hire and when there are any material changes. Quarterly employees attest that they have read, understood, and will observe the Code. The Code is reinforced with reviews in monthly meetings as necessary and on-going monitoring of employee activity.

Our Code includes the following:

- Requirements related to the confidentiality of your personal information;
- Prohibitions on:
 - Insider trading (if we are in possession of material, non-public information);
 - Providing or accepting gifts and entertainment that exceed our policy standards;
 - Political contributions that exceed our policy standards;
- Reporting of gifts received and business entertainment;
- Pre-clearance of employee securities transactions;
- Reporting of investment holdings on an annual basis;
- Reporting (on a quarterly basis) all personal securities transactions (what we call “covered securities” as mandated by regulation); and
- Requiring, on a quarterly basis, all employees to re-certify to our Code, identify members of their household and any account to which they have a beneficial ownership (they “own” the account or have “authority” over the account), securities held in certificate form and all securities they own at that time and divulge any outside business activities.

Our Code does not prohibit personal trading by employees. Our employees may buy or sell securities for their personal accounts identical to or different than those recommended to clients. A potential conflict of interest may arise when an employee buys or sells a security in close proximity to the date of a purchase or sale of the same security on a client’s behalf. There may be an incentive for an employee to take advantage of the market effect of a client’s trade, or the market effect of an employee’s trade may negatively affect a subsequent purchase or sale price obtained for a client. Accordingly, our Code subjects all of our employees to various procedures and restrictions relating to their personal securities transactions. These procedures include, among other things, the filing of annual reports of their investment holdings, the filing of quarterly reports of their transactions, and pre-approval of trades in covered securities from our Chief Compliance Officer or a designee.

You may request a complete copy of Clark Capital’s Code of Ethics by contacting Conor Mullan, Chief Compliance Officer, One Liberty Place, 53rd Floor, 1650 Market St., Philadelphia, PA 19103 or by email at cmullan@ccmg.com.

Item 12 – Brokerage Practices

BROKER-DEALER SELECTION

Except as noted below, we generally have discretionary authority to select broker-dealers for executing client securities transactions. In selecting broker-dealers, Clark Capital’s policy is to seek the best execution for client transactions. Best execution entails seeking the best overall result for our clients. Accordingly, in deciding what constitutes best execution, the determinative factor is not the lowest possible commission cost, but whether the transaction represents the best qualitative execution. As a result, client transactions will not always be executed at the lowest price, commission or mark-up/mark-down.

When selecting broker-dealers for trade execution, we may consider several factors, including but not limited to:

- Our experience with the firm on prices and other results obtained in prior trading transactions;
- The quality of the brokerage services provided to us (and thus to our clients);
- The liquidity of the security being traded;
- The level of commissions (or commission equivalents per share when traded on a net basis) charged by that firm;
- The firm’s ability to source liquidity in the underlying constituents when trading ETPs and the ability to provide transparency when doing so;
- The firm’s market making activity in a stock;

- The firm’s access to liquidity in the stock;
- The value of any research or brokerage services received from the broker-dealer or a third party;
- The speed and attention we receive from the trading desk for our clients;
- Whether the firm has been able to trade anonymously for us;
- Whether the brokerage firm can and will commit its capital (if we request this) or obtain or dispose of the position for our clients;
- The market capitalization of the security being traded;
- The use of limit orders and the likelihood of getting within the limit or missing the desired trade if the trading process takes too long;
- Any particular trading expertise at the firm;
- Access or potential access to blocks of a particular stock;
- Market conditions at the time of the trade (both general conditions and conditions impacting the specific stock); and
- Any past issues we encountered when using a particular broker-dealer for similar trades.

Clark Capital has also established a Best Execution Committee to oversee the firm’s brokerage practices, including reviewing broker-dealer performance and the reasonableness of their compensation. The Best Execution Committee also supervises a voting process for evaluating broker-dealers, which is completed by members of the Investment Committee no less frequently than semi-annually. The broker evaluation is designed to rank broker-dealers based on the quality of execution services provided. The results of this evaluation are used as general guidelines by the firm in deciding which broker-dealers to use for transactions.

BROKER-DEALER SELECTION IN WRAP FEE PROGRAMS

As described in Item 4 of this Brochure, when we manage client accounts through Wrap Fee Programs, all of the fees and costs to the client are wrapped into a single fee charged by the Program Sponsor. This fee typically covers all trading costs for a Wrap Fee Program client, as long as transactions are executed with the Program Sponsor (or its affiliated broker-dealer). Trades that are executed with a broker-dealer other than the Program Sponsor are referred to as “step-out trades” or “trading away” from the Program Sponsor and generally result in additional trading costs to the client.

When Clark Capital acts as an adviser or sub-adviser in a Wrap Fee Program, we may or may not retain discretion to select the executing broker-dealers. When Clark Capital does retain discretion to select broker-dealers, we execute most model-following transactions (i.e., trades based on investment decisions for an entire model or strategy) away from the Program Sponsor for purposes of order aggregation. Furthermore, for Wrap Fee Programs where Clark Capital is managing fixed income securities, nearly all fixed income transactions are traded away from the Program Sponsor. We generally do not, however, step out small trades or trades that are not based on a change to our models, such as account openings and closings, new subscriptions, and redemptions.

When we trade away from Program Sponsors, clients will typically incur trading costs, such as commissions, mark-ups or mark-downs or other transaction fees, which are in addition to the bundled fee charged by the Program Sponsor. We believe, however, that trading away from Program Sponsors as described herein ultimately benefits all clients because the size of the block orders generally results in better execution than trading with Program Sponsors. Specifically, by blocking client orders where feasible, we are often able to limit the market impact of our trades, achieve lower execution costs that are typically associated with larger orders, and minimize dispersion across our client accounts. (For additional information about order aggregation, please see “Trade Aggregation” below).

In certain Wrap Fee Programs, we do not retain discretion to select the executing broker-dealers for client transactions because the client has appointed the Program Sponsor as the exclusive broker-dealer for handling securities transactions. In these programs, Clark Capital is not able to aggregate orders or otherwise trade away from Program Sponsors. Additionally, certain Wrap Fee Programs impose fees for stepped-out trades. In these programs, we generally trade with the Program Sponsor to avoid such charges to client accounts. Clients in Wrap Fee Programs should consult with the Program Sponsors to determine if the trade execution and other services provided under these programs are reasonable in comparison to the benefits received.

BROKER-DEALER SELECTION IN CLARK CAPITAL-SPONSORED TAMP

Clark Capital has authority to select or recommend broker-dealers for client transactions in TAMP accounts. Consistent with our obligations as an investment adviser, it is our practice to recommend that transactions be directed to a broker-dealer that we believe can obtain best execution, which may be other than the custodian selected by the client in a TAMP account. We execute most model-following equity trades, and almost all model-following fixed income trades, away from these clients' custodians. For a complete description of our brokerage practices in the TAMP that we sponsor, please read Clark Capital's Wrap Fee Brochure.

RESEARCH SERVICES AND OTHER SOFT DOLLAR BENEFITS

Clark Capital may execute trades for client accounts with broker-dealers who provide research and brokerage services to Clark Capital. Some of these services may be paid for, in whole or in part, with a portion of clients' commissions. The portion of client commissions used to pay for such services are considered "soft dollars," the payment of which is regulated by Section 28(e) of the Securities Exchange Act of 1934, as amended ("Section 28(e)"). It is Clark Capital's policy to only use soft dollars to pay for research and brokerage services that benefit clients and are eligible under Section 28(e). Types of research and brokerage services that Clark Capital may pay for with soft dollars include: economic and market information, independent research, technical data, trade order management and execution systems and connectivity services.

By using client commissions to pay for research and brokerage services, we receive a benefit because we do not have to pay for such services with our own money. Additionally, Clark Capital may pay higher commission rates than it might otherwise pay in order to receive research or brokerage services. This creates a potential conflict of interest because Clark Capital may be viewed as allocating trades to a broker-dealer in order to obtain such services rather than to obtain the most favorable execution available. To address this conflict, Clark Capital has adopted policies and procedures and criteria for assessing best execution (discussed above). Furthermore, it is Clark Capital's policy to assess whether:

- Research or brokerage services are eligible under Section 28(e) of the Securities Exchange Act of 1934;
- Research or brokerage service provides lawful and appropriate assistance to Clark Capital in the performance of its investment management decisions or trade execution; and
- Commissions paid are reasonable in relation to the value of the research or brokerage services received.

In circumstances where Clark Capital determines that it has received research or brokerage services that fulfill these requirements, but which are combined with other products or services that do not fulfill the requirements ("mixed-use products"), Clark Capital determines the portion of the mixed-use product that it believes to be ineligible and pays for such portion with hard dollars.

Some of the brokerage and research services obtained with soft dollars benefit all clients, while others may only benefit a specific segment of our clients. Clark Capital does not attempt to track or allocate the benefits of research or brokerage services it receives to the commissions associated with a particular client account or group of client accounts.

BROKERAGE FOR CLIENT REFERRALS

In selecting or recommending broker-dealers, we do not consider whether we or a related person receives client referrals from a broker-dealer or third party.

DIRECTED BROKERAGE IN THIRD-PARTY WRAP PROGRAMS

As described above, Wrap Fee Program clients may direct Clark Capital to execute all transactions with the Program Sponsor or another broker-dealer. These arrangements, however, will limit or eliminate our ability to obtain volume discounts on aggregated orders or obtain best price and execution for a particular transaction. Accordingly, client directed brokerage orders may result in greater transaction costs. Clark Capital does not permit any other clients or types of clients to direct brokerage.

TRADE AGGREGATION

When possible, we aggregate (or block) trade orders when we desire to purchase or sell the same security for multiple client accounts. We aggregate such orders to limit the market impact of Clark Capital's orders, to achieve lower execution costs that are typically associated with larger orders, and for administrative convenience, among other reasons. We may be unable to aggregate transactions for client accounts based on client-imposed investment restrictions or due to constraints or limitations in Wrap Fee Programs, as described above. In such cases, we are unable to obtain volume discounts and may not be able to obtain the best net price for these clients.

We have adopted policies and procedures designed to ensure that we allocate blocked trades among client accounts on a reasonable and equitable basis. These policies and procedures require, among other things, that each client account that participates in a block trade receives an average share price and that all transaction costs are shared equally.

TRADE ROTATION

We manage assets for a variety of clients in various programs that use different custodians and broker-dealers for executing securities transactions. Accordingly, we use a trade rotation strategy when buying and selling equity securities for client accounts. Pursuant to this strategy, we use a rotation schedule designed to equitably allocate transactions across all client accounts that we manage so that each group of clients can expect to receive executions at the beginning, middle and the end of the rotation over time. For client accounts where we have trading authority, our traders generally wait for confirmation that trades have been executed before proceeding to the next position in the rotation. Model Delivery accounts are included in the same trade rotation, but traders will generally not wait for confirmation that the implementation and execution of the model update have occurred before moving on to the next position in the rotation.

PRINCIPAL TRADING

Principal transactions are transactions in which an investment advisor acting as principal for its own account buys or sells any security for you or any other client. Clark Capital's policy and practice is not to engage in any principal transactions.

CROSS TRANSACTIONS – AGENCY CROSS TRANSACTIONS

Agency cross transactions are transactions in which an investment advisor acts as broker for both the client of the advisor and the party on the other side of the transaction. Clark Capital's policy and practice is not to engage in any agency cross transactions.

TRADE ERRORS

As a fiduciary, Clark Capital has the responsibility to effect orders correctly, promptly and in the best interests of our clients. In the event that an error occurs in the handling of any client transactions, due to our actions or inaction, or the actions of others, our policy is to seek to identify and correct the errors as promptly as possible without disadvantaging the client. If the error is our responsibility, any client transaction will be corrected and we will be responsible for any loss resulting from an inaccurate or erroneous order.

Item 13 – Review of Accounts

REVIEW OF ACCOUNTS

Members of the Portfolio Management and Operations departments conduct periodic reviews of client accounts for adherence to investment strategy and to confirm that account performance is consistent with applicable model portfolios. The frequency and scope of individual account reviews depend on certain factors, including but not limited to: (1) client contributions or withdrawals; (2) client-directed services, such as tax-loss harvesting; and (3) questions regarding account performance. For clients invested in a PUMA, Operations also monitors accounts on a daily basis for drift or

variance from model portfolio weightings. In addition, Portfolio Managers, Analysts, Traders and other investment personnel monitor markets, world and economic events, and securities held in client accounts.

CLIENT REPORTING

All clients will receive custodial statements on a monthly basis from the custodian of your account providing information such as your account value, asset allocation, holdings and transactions. For clients invested in Clark Capital's TAMP and certain clients in Wrap Fee Programs, we provide complete portfolio summaries on a quarterly basis. For more information on client reporting in third-party Wrap Fee Programs, please review the Program Sponsor's Wrap Fee Brochure.

Item 14 – Client Referrals and Other Compensation

SOLICITATION ARRANGEMENTS

Clark Capital does not receive compensation for referrals. Additionally, it is Clark Capital's policy to not accept or allow our related persons to accept any form of compensation, including cash, sales awards or other prizes, from a non-client in conjunction with the advisory services we provide to our clients.

THIRD-PARTY WRAP FEE PROGRAMS AND MODEL DELIVERY PROGRAMS

When investing in a third-party Wrap Fee or Model Delivery Program, the Program Sponsor may compensate employees or independent personal investment advisors for referring you to the Program Sponsor and performing other tasks for your account. Please review the Program Sponsor's Wrap Fee Brochure for additional information on client referrals.

For information on client referrals and the fees involved in the TAMP sponsored by Clark Capital, please read Clark Capital's Wrap Fee Brochure.

PARTNER CONFERENCES AND SALES SUPPORT

From time to time, Clark Capital will sponsor educational conferences for financial advisors designed to ensure that such financial advisors are familiar with Clark Capital's advisory services, among other things. These conferences are offered to financial advisors free of charge, and benefits provided generally include meals, lodging and continuing education credits. Clark Capital may also offer financial services firms and third-party service providers the opportunity to sponsor these conferences and contribute to the cost of the events. These sponsorships may create a conflict of interest to the extent that Clark Capital works with or otherwise uses the services of the sponsors. To reduce this conflict, Clark Capital ensures that the amount of funds received from a sponsor are reasonable in amount and that all sponsorship funds are used exclusively for the cost of the events. Clark Capital's services may also be marketed by financial advisors and third-party wholesalers who may receive payments or reimbursements from Clark Capital for education, training and sales support services. Clark Capital has adopted policies and procedures to ensure that such sales support payments are reasonable.

Item 15 – Custody

Clark Capital does not have custody of client securities or assets in Wrap Fee Programs or Model Delivery Programs. Program Sponsors are responsible for making arrangements for the clients' custodians to provide custodian account statements. Such clients generally will receive account statements directly from their third-party custodians for the accounts and should carefully review these statements.

Clark Capital is deemed to have limited custody of client funds in Clark Capital's TAMP due to our ability to debit our investment advisory fee from client accounts. To mitigate this, Clark Capital custodies all client accounts with qualified custodians. Otherwise we do not have custody of client assets or funds. Clients in the Clark Capital-sponsored TAMP

receive at least quarterly statements from the broker-dealer, bank or other qualified custodian that holds and maintains client's investment assets. These custodial account statements are sent no less frequently than quarterly and show all transactions in the account, including fees paid to Clark Capital. Clark Capital urges clients to carefully review and compare official custodial records to any account statements that Clark Capital provides. Clark Capital statements may vary slightly from custodial statements based on accounting procedures, reporting dates, and/or valuation methodologies of certain securities. For more information, please review Clark Capital's Wrap Fee Brochure.

Item 16 – Investment Discretion

INVESTMENT DISCRETION

We generally accept discretionary authority to manage accounts on behalf of our clients including determining the securities to be bought or sold for a client's account and the amount of those securities, the broker or dealer to be used for purchase or sale of securities for a client's account, and the commission rates to be paid to a broker or dealer for a client's securities transactions. Our clients have the ability to impose reasonable restrictions on the management of their accounts, such as designating particular securities or types of securities that should not be purchased for the account, through either an investment advisory agreement with us or a Program Sponsor's client agreement. As discussed in Item 4 of this Brochure, we also participate in Model Delivery arrangements, where we provide a model portfolio to Program Sponsors, but do not exercise investment discretion. Accordingly, all client restrictions in such accounts are handled by a third party, such as the Program Sponsor or another manager.

Item 17 – Voting Client Securities (i.e., Proxy Voting)

PROXY VOTING

Clark Capital accepts authority to vote proxies on behalf of certain clients. Specifically, Clark Capital has accepted authority to vote proxies with respect to certain clients in Wrap Fee Programs (which will be set forth in Clark Capital's agreement with a Program Sponsor) and the Navigator Mutual Funds. Clark Capital generally does not vote proxies on behalf of direct advisory clients and clients in Clark Capital's TAMP. These clients will receive proxies or other solicitations directly from their custodian, and should direct all questions about a particular proxy solicitation to the custodian. Additionally, if a client for whom Clark Capital votes proxies wishes to vote their own proxies for securities held in their account, the client must notify Clark Capital in writing that they wish receive proxy solicitations directly and assume responsibility for voting them.

When Clark Capital has proxy voting authority, we will apply our written proxy voting policies and procedures adopted pursuant to Rule 206(4)-6 under the Advisers Act ("Proxy Voting Policies and Procedures"). The Proxy Voting Policies and Procedures provide that where Clark Capital has accepted proxy voting authority, Clark Capital will vote such securities for the exclusive benefit, and in the best economic interest, of those clients and their beneficiaries, as determined by Clark Capital in good faith, subject to any restrictions or directions from a client. Such voting responsibilities will be exercised in a manner that is consistent with the general antifraud provisions of the Advisers Act, as well as with Clark Capital's fiduciary duties under federal and state law to act in the best interests of its clients.

Our Proxy Voting Policies and Procedures authorize Clark Capital to delegate certain proxy voting functions to service providers, and we have contracted with Broadridge Financial Solutions ("Broadridge") to utilize their Proxy Edge® platform ("PE"). Under the terms of its arrangement with Broadridge, Clark Capital can instruct PE to vote either for or against a particular type of proposal or Clark Capital can instruct PE to seek instruction with respect to that particular type of proposal from Clark Capital on a case-by-case basis ("Voting Instructions"). PE receives all proxy statements and sorts the proposals according to Clark Capital's Voting Instructions. Proposals for which a voting decision has been pre-determined are automatically voted by PE pursuant to the Voting Instructions. Case-by-case decisions are generally made by the Chief Investment Officer or the Chief Compliance Officer with assistance from Portfolio Managers, as needed.

From time to time, a particular proxy vote may pose a conflict of interest between the interests of Clark Capital and our clients. When a conflict of interest arises, Clark Capital may choose one of several options to avoid or minimize the conflict, including: (1) automatic voting by PE in accordance with the Voting Instructions, if it involves little or no discretion; (2) engaging another party to determine how proxies should be voted; (3) “echo” or “mirror” voting the proxies in the same proportion as the votes of other proxy holders that are not Clark Capital clients; or (4) if possible, erecting information barriers around the person or persons making the voting decision sufficient to insulate the decision from the conflict.

Client Requests for Information

Clients may request a copy of Clark Capital’s Proxy Voting Policies and Procedures and/or information about how Clark Capital has voted securities in their account by contacting Clark Capital at 800-766-2264.

Item 18 – Financial Information

Clark Capital does not have any financial condition that is likely to impair our ability to meet our contractual or fiduciary commitments to you. Advisors who require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance, are required to provide you with a balance sheet for the most recent fiscal year. This requirement does not apply to Clark Capital.

PRIVACY NOTICE

As a client of Clark Capital, you have entrusted your personal information and financial data to our care. Because this is your private information and data, we exercise extreme care in how we handle it. We are required by federal law to advise you how we collect, share, and protect your personal information. You have the right to limit some but not all sharing of personal information. Please read this notice carefully to understand what we do.

The Types of Personal Information We Collect

The types of personal information we collect and share depend on the product or service you have with us. This information can include, among other things:

- Your name and address
- Social Security number
- Date of birth
- Assets and income
- Account balances

We may collect your personal information, for example, when you enter into an investment advisory agreement, open an account with a custodian, or make deposits or withdrawals from your account.

Why We May Need to Share Your Personal Information

Like all financial companies, we need to share your personal information with third parties to run our everyday business and to provide you services such as processing transactions and maintaining your account. The third parties that we share your personal information with (such as financial service companies, consultants and auditors) are contractually prohibited from disclosing or using your personal information for any purpose other than providing such services and are required to maintain appropriate security measures for protecting your personal information. We may also share your personal information as required by law, such as responding to court orders and legal investigations. We do not disclose your personal information to anyone for marketing purposes.

How We Protect Your Personal Information

Within Clark Capital, we restrict access to information about you to those employees who need to know the information to service your account. To protect your personal information from unauthorized access and use, we use physical, electronic, and procedural safeguards that comply with applicable laws and industry standards and practices.

When You Can Limit Sharing

Federal law gives you the right to limit only: (1) sharing for affiliates' everyday business purposes, (2) sharing with affiliates to use your information to market to you, and (3) sharing with non-affiliates to use your information to market to you. We do not share your information in any of these ways. State laws and individual companies may give you additional rights to limit sharing.

When you are no longer our customer, we continue to share your information only as described in this notice.

Definitions

Affiliates: Companies related by common ownership or control. They can be financial and non-financial companies. We do not share with affiliates.

Non-affiliates: Companies not related by common ownership or control. They can be financial and nonfinancial companies. We do not share with non-affiliates except as described in this notice.

Joint Marketing: A formal agreement between non-affiliated financial companies that together market financial products or services to you. We do not engage in joint marketing.

Questions? Call 1-800-766-2264 and ask for Client Services

CLARK CAPITAL MANAGEMENT GROUP, INC.
Guide to Services and Compensation Provided for ERISA Plans

Pursuant to ERISA Section 408(b)(2), we are furnishing the guide below. This guide provides important information that should be considered in connection with the services that we provide to your ERISA plan (“Plan”) as a sub-adviser to a third party’s platform or wrap fee program (“Platform”).

Information Required under 408(b)(2)	Specific Disclosure	Location(s) of Information
Services that Clark Capital will provide to your Plan.		Services we expect to provide are described in the Investment Advisory Agreement executed between the Plan and Clark Capital and are further described in Clark Capital’s Form ADV – Part 2A, Item 4, Advisory Business. ¹
A statement concerning the services that Clark Capital will provide as an ERISA fiduciary and as a registered investment adviser.	Clark Capital will provide services as an investment adviser registered under the Investment Advisers Act of 1940 and as a fiduciary under ERISA § 3(21).	
Compensation that Clark Capital will receive from your Plan (“direct” compensation).	Direct compensation received by Clark Capital is a percentage of plan assets as specified in the Investment Advisory Agreement executed between the Plan and Clark Capital.	Direct compensation is described in the Investment Advisory Agreement executed between the Plan and Clark Capital and in Clark Capital’s Form ADV – Part 2A, Item 5 – Fees and Compensation.
Compensation that Clark Capital will receive from other parties that are not related to Clark Capital (“indirect” compensation).	From time to time, third parties that provide services to client accounts will sponsor conferences or events hosted by Clark Capital. These sponsorships we consider to be a form of indirect compensation. When they occur compensation is nominal and is used to cover expenses. Additionally, from time to time, third parties may provide Clark Capital with nonmonetary gifts and gratuities, such as promotional items (i.e., coffee mugs, calendars or gift baskets), meals and access to certain industry-related conferences (collectively, “gifts”). Clark Capital does not expect to	

¹ Available at <http://www.adviserinfo.sec.gov>.

Information Required under 408(b)(2)	Specific Disclosure	Location(s) of Information
	receive gifts in excess of the de minimis threshold established under the Department of Labor's regulations and guidance.	
Compensation that will be paid among Clark Capital and related parties.	Not applicable to the services provided by Clark Capital.	
Compensation Clark Capital will receive if you terminate this service agreement.		For information regarding compensation paid upon termination of services, please refer to the Investment Advisory Agreement executed between the Plan and Clark Capital and Clark Capital's Form ADV – Part 2A, Item 5 – Fees and Compensation.
The cost to your Plan of recordkeeping services.	Not applicable to the services provided by Clark Capital.	



Part 2B Brochure Supplement

March 29, 2019

This brochure supplement is provided on the following supervised persons who provide discretionary advice as part of a team:

- K. Sean Clark, CFA
- David J. Rights
- Maira F. Thompson
- Jamie J. Mullen
- Anthony W. Soslow
- Jonathan A. Fiebach

The above individuals may be contacted at the address above.

This brochure supplement provides information about the supervised persons named above and supplements the Clark Capital Management Group Form ADV Part 2A. You should have received a copy of that brochure. Please contact Client Services at the above number(s) if you did not receive our Form ADV Part 2A or if you have any questions about the contents of this supplement.

Additional information about the above individuals is available on the SEC's website at www.adviserinfo.sec.gov

One Liberty Place
53rd Floor
1650 Market Street
Philadelphia, PA 19103
800.766.2264
www.ccmg.com

Phone 215-569-2224

Website: www.ccmg.com

K. Sean Clark, CFA, Chief Investment Officer, Born 1969

Educational Background and Business Experience: Mr. Clark graduated from the University of Delaware with a Bachelor of Science and subsequently earned a Master of Arts in Economics. Mr. Clark joined Clark Capital Management Group in 1993 as a portfolio manager and later became the Chief Investment Officer. Mr. Clark is responsible for the oversight and direction of all Clark Capital's Navigator Investment Solutions. In particular, Mr. Clark's primary roles include management of Clark Capital's asset allocation programs as well as the ongoing research and development of the Firm's proprietary tactical and strategic asset allocation models. Mr. Clark earned the Chartered Financial Analyst* (CFA) designation in 1999. Mr. Clark is a member of the CFA Institute (formerly AIMR) and the Financial Analysts Society of Philadelphia.

Disciplinary Information: There are no legal or disciplinary events to report.

Other Business Activities: Mr. Clark devotes full time to Clark Capital Management. He has no outside business activities.

Additional Compensation: Mr. Clark does not receive any economic benefit from third parties for providing advisory services.

Supervision: Mr. Clark heads the Investment Committee. The Committee works as a team and meets weekly to review current security positions and consider the likelihood that each security will contribute to the investment objectives and risk profile of Clients. The models used in strategy management are continually fine-tuned to fit each strategy's objectives as conditions change. Mr. Clark is a member of, and reports directly to, the Clark Capital Executive Committee. His activities are also monitored by Clark Capital's CCO, Conor Mullan. Conor Mullan can be reached at 800-766-2264.

David J. Rights, Director of Research, Born 1945

Educational Background and Business Experience: Mr. Rights holds a degree in Electrical Engineering from Lehigh University. In the late 1970s, Mr. Rights turned his technical skills to the investment arena and began to develop economically based, quantitatively driven econometric models. He has also developed technical models used to enhance relative returns and reduce risk of exchange traded products and fund based products. Mr. Rights directs the ongoing research into securities selection and portfolio strategies used to enhance the Navigator investment programs. Mr. Rights was formerly President and Chief Investment Officer of RTE Asset Management, which merged with Clark Capital in 2005. Mr. Rights' FINRA license is held at Grant Williams, LP.

Disciplinary Information: There are no legal or disciplinary events to report.

Other Business Activities: Mr. Rights devotes full time to Clark Capital Management. He has no outside business activities.

Additional Compensation: Mr. Rights does not receive any economic benefit from third parties for providing advisory services.

Supervision: Mr. Rights is a member of the Investment Committee and reports to K. Sean Clark. The Committee works as a team and meets weekly to review current security positions and consider the likelihood that each security will contribute to the investment objectives and risk profile of Clients. The models used in strategy management are continually fine-tuned to fit each strategy's objectives as conditions change. Mr. Rights' activities are also monitored by Clark Capital's CCO, Conor Mullan. Conor Mullan can be reached at 800-766-2264.

Maira F. Thompson, Senior Portfolio Manager, Born 1960

Educational Background and Business Experience: Ms. Thompson is a Senior Portfolio Manager for the High Dividend Equity portfolio in the Premier Portfolio Group. She is responsible for management and portfolio relationships. Her more than thirty years of investment experience included the position of Vice President and head of the Philadelphia

Investment Group for Meridian Asset Management. After Delaware Trust became part of Meridian, Ms. Thompson managed their Trust Investment Group in Wilmington, Delaware. Prior to that she was employed by Prudential Bache Securities and Legg Mason Wood Walker. Ms. Thompson is a graduate of Ohio Wesleyan University and undertook additional studies in economics at the London School of Economics. She joined Clark Capital in 1997.

Disciplinary Information: There are no legal or disciplinary events to report.

Other Business Activities: Ms. Thompson devotes full time to Clark Capital Management. She has no outside business activities.

Additional Compensation: Ms. Thompson does not receive any economic benefit from third parties for providing advisory services.

Supervision: Ms. Thompson is a member of the Investment Committee and reports to K. Sean Clark. The Committee works as a team and meets weekly to review current security positions and consider the likelihood that each security will contribute to the investment objectives and risk profile of Clients. The models used in strategy management are continually fine-tuned to fit each strategy's objectives as conditions change. Ms. Thompson's activities are also monitored by Clark Capital's CCO, Conor Mullan. Conor Mullan can be reached at 800-766-2264.

Jamie J. Mullen, Senior Portfolio Manager, Born 1959

Educational Background and Business Experience: Mr. Mullen manages the Navigator Taxable and Tax-Free Fixed Income Strategies. In addition, Mr. Mullen manages cover call options deployed on individual stocks and exchange traded funds and implements collar strategies on individual blocks of stocks. Mr. Mullen has over 25 years of experience with fixed income securities and extensive experience in dealing with mutual funds. He joined Clark Capital in 1999. Mr. Mullen received his degree from St. Joseph's University. Mr. Mullen's FINRA license is held at Grant Williams, LP.

Disciplinary Information: There are no legal or disciplinary events to report.

Other Business Activities: Mr. Mullen devotes full time to Clark Capital Management. He has no outside business activities.

Additional Compensation: Mr. Mullen does not receive any economic benefit from third parties for providing advisory services.

Supervision: Mr. Mullen is a member of the Investment Committee and reports to K. Sean Clark. The Committee works as a team and meets weekly to review current security positions and consider the likelihood that each security will contribute to the investment objectives and risk profile of the Clients. The models used in strategy management are continually fine-tuned to fit each strategy's objectives as conditions change. Mr. Mullen's activities are also monitored by Clark Capital's CCO, Conor Mullan. Conor Mullan can be reached at 800-766-2264.

Anthony W. Soslow, CFA, Senior Portfolio Manager, Born 1965

Educational Background and Business Experience: Mr. Soslow graduated from the Wharton School of the University of Pennsylvania. He has over 30 years of portfolio management experience utilizing both a quantitative and fundamental process. From 1997 to 2013, Mr. Soslow was the President and Chief Investment Officer of Global Capital Management which he founded. He was cited as a Top Guns Manager in 2006 and 2007 and was named Manager of the Decade in 2011 by PSN. From 1986 through 1997, Mr. Soslow was Director of Portfolio Management at RTE Asset Management where he was responsible for portfolio management across all asset classes. Mr. Soslow has earned the Chartered Financial Analyst* (CFA) designation. He joined Clark Capital Management in 2013.

Disciplinary Information: There are no legal or disciplinary events to report.

Other Business Activities: Mr. Soslow devotes full time to Clark Capital Management. He has no outside business activities.

Additional Compensation: Mr. Soslow does not receive any economic benefit from third parties for providing advisory services.

Supervision: Mr. Soslow is a member of the Investment Committee and reports to K. Sean Clark. The Committee works as a team and meets weekly to review current security positions and consider the likelihood of whether or not each security will contribute to the investment objectives and risk profile of Clients. The models used in strategy management are continually fine-tuned to fit each strategy's objectives as conditions change. Mr. Soslow's activities are also monitored by Clark Capital's CCO, Conor Mullan. Conor Mullan can be reached at 800-766-2264.

Jonathan A. Fiebach, Executive Vice President – Fixed Income, Born 1964

Educational Background and Business Experience: Mr. Fiebach is responsible for the development and oversight of actively managed fixed income strategies and is lead manager of the Navigator Durational Neutral Fund and a senior portfolio manager on the Navigator Tactical Fixed Income Fund. Mr. Fiebach has over 30 years of experience as a trader and senior portfolio management leader in the institutional bond industry. Prior to joining Clark Capital, Mr. Fiebach was co-founder of Main Point Advisors where he was responsible for the implementation and management of non-traditional fixed income strategies. He joined Clark Capital in 2016. Mr. Fiebach received his Bachelor of Science degree from Albright College.

Disciplinary Information: There are no legal or disciplinary events to report.

Other Business Activities: Mr. Fiebach devotes full time to Clark Capital Management. He has no other outside business activities.

Additional Compensation: Mr. Fiebach does not receive any economic benefit from third parties for providing advisory services.

Supervision: Mr. Fiebach is a member of the Investment Committee and reports to K. Sean Clark. The Committee works as a team and meets weekly to review current security positions and consider the likelihood that each security will contribute to the investment objectives and risk profile of the Clients. The models used in strategy management are continually fine-tuned to fit each strategy's objectives as conditions change. Mr. Fiebach's activities are also monitored by Clark Capital's CCO, Conor Mullan. Conor Mullan can be reached at 800-766-2264.

* The Chartered Financial Analyst® (CFA®) designation is an international professional certification offered by the CFA Institute to financial analysts who complete a series of three examinations generally over a three year period. To become a CFA Charterholder candidates must pass each of three six-hour exams, possess a bachelor's degree from an accredited institution (or have equivalent education or work experience) and have 48 months of qualified, professional work experience. CFA Charterholders are also required to understand and sign a professional conduct statement that commits the individual to the CFA Institute's Code of Ethics and Standards of Professional Conduct, which requires adherence to a high level of integrity, professionalism and duty to clients among others. CFA and Chartered Financial Analyst are registered trademarks owned by the CFA Institute.