

# TORRE FINANCIAL

Code of Ethics  
April 21, 2018

## **Code of Ethics**

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## **Executive Summary**

The Investment Advisers Act of 1940 requires registered advisers to adopt codes of ethics. The codes of ethics must set forth standards of conduct expected of advisory personnel and address conflicts that arise from personal trading by advisory personnel.

Torre Financial is an investment adviser registered with various states to engage in investment advisory business. This document contains the Code of Ethics (the “Code”) for the Torre Financial registered investment adviser. The Code is intended to reflect the fiduciary principles that govern the conduct of Torre Financial and its Covered Persons.

## **Covered Persons**

The Code applies to all Covered Persons that are considered to be supervised by the Torre Financial. Personnel considered to be Covered Persons under the Code include any Investment Advisor Representatives (“IARs”) of Torre Financial.

Certain personnel who are not supervised by the Torre Financial are not considered Covered Persons and are excluded from the requirements of the Code. This includes non-registered assistants, non-registered program managers, securities licensed only representatives, temporary or contract workers, and IARs affiliated with a registered investment adviser other than the Torre Financial such as hybrid advisors.

## **Standards of Business Conduct**

All Covered Persons are responsible for, and have agreed to, as a requirement of their employment or registration as a Torre Financial IAR to review, be familiar with, and comply with the Code. In addition, Covered Persons are expected to be familiar with and comply with Torre Financial policies and procedures as they apply to the business function(s) they engage in. Furthermore, Covered Persons have a fiduciary obligation to act in the best interest of the client at all times. To that end, Torre Financial requires Covered Persons to conduct all business dealings in an ethical fashion and to abide by not only the technical requirements of the Code, but also to the spirit in which it is intended. When in doubt, Covered Persons should seek advice from supervisors or other appropriate personnel.

## Conflicts of Interest

When dealing with investment advisory clients and services, Covered Persons should fully disclose all material facts concerning any conflicts of interest that exist or arise. A conflict of interest may arise when a person or firm has an incentive to serve one interest at the expense of another interest or obligation. Examples of conflicts may include acting on an investment opportunity for oneself instead of the client, or accepting a gift that could influence an investment decision.

## Compliance with Securities Laws

Covered Persons are required to abide by all applicable federal securities laws. Policies concerning these securities laws are discussed in other manuals and guides published by Torre Financial. Among other restrictions, Covered Persons are not permitted, in connection with the purchase or sale, directly or indirectly, of a security held or to be acquired by a client to:

- Defraud a client in any manner
- Mislead a client, including by making any statement that omits material facts
- Engage in any act, practice or course of conduct that operates or would operate as a fraud or deceit on a client
- Engage in any manipulative practice with respect to a client
- Engage in any manipulative practice with respect to securities, including price manipulation
- Favor the interests of one client over another client
- Engage in front running, and/or profit personally, directly or indirectly, as a result of knowledge about a security or a transaction

## Confidential Client Information

In the course of normal business activities, Covered Persons may receive confidential information concerning clients and potential clients. To maintain client confidence and trust, this information must be handled with integrity and discretion. As a general rule, confidential information pertaining to a client of Torre Financial should never be communicated to anyone other than the authorized individual(s) of Torre Financial who need to know, and where appropriate, to the participants involved in a specific transaction.

A judgment concerning who needs to know about particular client information depends on the facts and circumstances, and should be discussed by the Covered Person with his or her supervisor as appropriate. Examples of persons within Torre Financial who may need to

know include senior management and compliance staff. In the event confidential client information is communicated, the recipient of the information should be advised of its confidential nature, that it is given solely for the purpose of fulfilling his or her responsibilities with the client, and that it is not to be disclosed in any other form to any other person.

## **Material Non-Public Information**

In accordance with insider trading laws and SEC rules, Covered Persons may not transact in a security while in the possession of material non-public information about the security. Additionally, Covered Persons may not disseminate or tip such information to others who may trade the security. Material information includes any information that a reasonable investor would consider in making an investment decision. Non-public information is information that has not been disseminated in a manner that would make it generally available to investors. A Covered Person who has reason to believe that he or she, or a customer, is in possession of inside information should contact the Torre Financial Legal Department immediately, prior to taking any action. This non-disclosure obligation shall not restrict a Covered Person from communicating directly with a governmental agency or authority regarding a possible violation of federal law or regulation involving LPL or making other disclosures that are protected under the whistleblower provisions of federal law or regulation, in each case to the extent that a restriction on such communication or disclosure would violate applicable law.

## **Personal Securities Holdings**

Torre Financial policy permits Covered Persons to maintain personal securities accounts or holdings at Torre Financial and other financial institutions. Holdings include those securities in which a Covered Person has any direct or indirect Beneficial Ownership. Beneficial Ownership interest includes securities held in the name of your spouse, domestic partner, minor children and other relatives resident in your home and unrelated persons in circumstances that suggest a sharing of financial interest (such as when you significantly contribute to the financial support of the unrelated person, or share in the profits of that person's Securities transactions). Key factors in evaluating Beneficial Ownership include the opportunity to benefit, directly or indirectly, from the proceeds of a security, and the extent of your control over the security.

For example, a Covered Person is considered to be the beneficial owner of an account in which he or she has any financial interest or ability to exercise control, and of any account belonging to immediate family members (including any relative by blood or marriage) sharing the Covered Person's household.

Covered Persons must notify the Compliance Department of, and receive written approval for, opening new accounts or holding existing personal securities in accounts held at financial institutions other than under Torre Financial, unless an exception exists.

Covered Persons may be required to send Torre Financial duplicate copies of statements for certain accounts held at other financial institutions or to report them directly to Torre Financial on no less than an annual basis.

## **Reportable Securities**

Covered Persons must disclose all Reportable Securities to Torre Financial. Reportable Securities include all securities in which the Covered Person has any direct or indirect beneficial ownership, and are typically securities that are held outside of an already disclosed investment account. Examples of Reportable Securities include but are not limited to a physical stock certificate, or an equity security such as company stock in a retirement plan account. However, per the Rule certain securities are exempt for the reporting requirements, and are listed below:

- Direct obligations of the U.S. government
- Money market instruments, including bankers' acceptances, bank certificates of deposit, commercial paper, repurchase agreements, and other high-quality short-term debt instruments. High quality short-term debt instrument is defined as any instrument having a maturity at issuance of fewer than 366 days and which is rated in one of the highest two rating categories by a nationally recognized statistical rating organization, or which is unrated but is of comparable quality.
- Shares issued by money market funds
- Shares issued by open-end mutual funds (other than exchange traded funds)
- Shares issued by open-end unit investment trusts (UITs) if the UIT is invested exclusively in unaffiliated open end mutual funds (other than exchange traded funds)

## **Personal Securities Accounts**

The following personal securities accounts are not reportable under the Code unless they hold Reportable Securities:

- 401(k) and 403(b) retirement plan accounts that only holds open end mutual funds (other than exchange traded funds)
- Accounts held directly at mutual fund companies (mutual fund only accounts)
- Accounts held directly at 529 college savings plans
- Variable annuity contracts

## **Personal Securities Transactions**

Covered Persons are required to periodically report their personal securities transactions and holdings to Torre Financial. In addition, all Covered Persons must comply with Torre Financial policies regarding personal securities transactions as described in the Torre Financial compliance manuals.

All Covered Persons are required to obtain pre-approval from the Torre Financial Compliance Department prior to purchasing the following securities:

- Purchasing shares of an initial public offering (IPO)
- Purchases of private placements

## **Periodic Reporting: Initial and Annual Holdings Reports**

Within 10 calendar days of becoming a Covered Person under the Code, Covered Persons must provide holding information for all Reportable Securities. All Initial holdings reports must be current as of a date not more than 45 days prior to becoming a Covered Person. Holdings information must also be updated on an annual basis thereafter and must be current as of a date not more than 45 days prior to the date the holdings report is submitted. For Reportable Securities under Torre Financial or held at other approved financial institutions, Torre Financial will rely on electronic data feeds that include holdings information. In some cases, duplicate statements, or other applicable holdings report documentation must be provided to the Torre Financial Compliance Department.

## **Periodic Reporting: Quarterly Transaction Reports**

Covered Persons are required to provide Torre Financial with quarterly information regarding all transactions in Reportable Securities within 30 days of each calendar quarter end. For transactions in Reportable Securities at Torre Financial and other approved financial institutions, Torre Financial will rely on electronic data feeds. In some cases, duplicate statements, or other transaction documentation must be provided to the Torre Financial Compliance Department for quarterly transactions reporting.

Purchases or sales as part of an automatic investment plan are exempt from the reporting requirements.

## **Violations of the Code**

Any Covered Person who knows of, or has a reasonable belief there is, a violation of applicable laws or of the Code, must report that information immediately. A Covered Person

should not conduct preliminary investigations unless authorized to do so by the appropriate Torre Financial official. Anyone who in good faith raises an issue regarding a possible violation of law, regulation, company policy, or unethical behavior will be protected from retaliation. If you have violated this Code however, making a report will not protect you from the consequences of your actions.

Material violations of the Code must be immediately reported to the Chief Compliance Officer of Torre Financial. Examples include material violations of applicable securities rules and regulations, fraud, or illegal acts involving any aspect of the firm's business, material misstatements in client records, or reports of any material activity that is harmful to clients.

Violations of the Code may result in disciplinary action including but not limited to warnings, fines, disgorgement, suspension, demotion or termination of employment or licensing.

## **Acknowledgement of Receipt of Code**

All Covered Persons are required to acknowledge receipt of delivery of this Code upon becoming a Covered Person, as well as annually thereafter. Furthermore, any material amendments to the Code may also require acknowledgement. Additionally, it is the responsibility of all Covered Persons to read, understand, and abide by all aspects of the Code.