

## Newgate Capital Management LLC

One Sound Shore Drive  
Greenwich, Connecticut 06830

## PRODUCT OVERVIEW

The Commodities (Diversified) Portfolio managed by Newgate Capital Management LLC ("Newgate") seeks long term growth of capital protection against inflation and monetary instability by investing in what Newgate believes are high quality companies involved in the mining, processing and transportation of natural resources of any kind. Newgate's investment philosophy is predicated upon several factors:1.) Demand for natural resources, of all types, will continue to grow primarily, though not exclusively, due to increased demand in emerging markets.2.) Due to relatively low commodity prices for the twenty years preceding the current rally in natural resource prices, the production chain for natural resources has been undercapitalized.3.) Natural resource equities prices have not fully factored in the likely future price levels of these resources.

## TARGET PORTFOLIO CHARACTERISTICS

Number of stock holdings:	45 to 65
Average dividend yield:	Above the S&P 500
Cash level over market cycle:	2 to 5%
Risk (standard deviation):	Above the S&P 500
Average turnover rate:	75 to 100%
Capitalization:	Mega, Large, Medium, Small and Micro companies
Emerging markets exposure:	Yes

## MANAGER'S INVESTMENT PROCESS

- Top-down global approach to sector and industry allocation, combined with a bottom-up style of stock selection. The investment process begins with a top-down, global economic assessment to identify undervalued natural resources and commodity related sectors.
- Newgate uses fundamental analysis, investment experience and professional judgment to evaluate the impact of current geopolitical and macroeconomic factors on natural resource companies worldwide
- Newgate uses both quantitative and fundamental analyses for security selection
- A rigorous, bottom-up approach focuses on a combination of relative valuation analysis and strategic business evaluation
- In addition to attractive price levels, Newgate focuses on large and medium capitalization companies with dominant market share, a high degree of financial transparency and good corporate governance

## RISK CONSIDERATIONS

Investing in securities entails risks, including: Equity portfolios are subject to the basic stock market risk that a particular security, or securities in general, may decrease in value.

## % PROCESS BASED ON

30	Country Weightings
0	Currency Decision
0	Currency Hedge
40	Industry/Sector Selection
20	Asset Allocation
10	Issue Selection

## MANAGER'S INVESTMENT STRATEGY

Top-down / portfolio structures based on economic trends

Bottom-up / portfolio structure based on individual securities

<sup>As of 09/30/2010. Information as of 06/30/2014 is not yet available.</sup>

<sup>Total may not equal 100% due to rounding.</sup>

*Past performance is no guarantee of future results. This profile is not complete without pages 3 and 4, which contain important notes, including disclosures about the composite, index descriptions and a glossary of terms. Information shown is as of June 30, 2014, unless otherwise noted. All data are subject to change.*

Style: Commodities - Diversified  
Sub-Style: Global Value  
Firm Assets Under Management: \$1.0 billion  
Firm Strategy Assets Under Management: \$330.3 million  
Year Founded: 1982  
Professional Staff: 20<sup>^</sup>  
Firm Ownership: Employee-Owned  
CG IAR Status: Not Approved

## PORTFOLIO STATISTICS

	06/14	12/13	
	Newgate	S&P NAM Natural Resources Sct	Newgate
Number of stock holdings	51	—	49
Weighted average dividend yield	2.0%	—	1.7%
Weighted average portfolio beta	—	—	—
Mega capitalization <sup>+</sup>	0.0%	0.0%	0.0%
Large capitalization <sup>+</sup>	0.0%	0.0%	0.0%
Medium capitalization <sup>+</sup>	0.0%	0.0%	0.0%
Small capitalization <sup>+</sup>	0.0%	0.0%	0.0%
Micro capitalization <sup>+</sup>	0.0%	0.0%	0.0%

PORTFOLIO'S EQUITY SECTOR WEIGHTINGS <sup>+</sup>

Sector	06/14		12/13
	Newgate	S&P NAM Natural Resources Sct	Newgate
Energy	43.00	0.00	40.00
Materials	48.00	0.00	53.00
Industrials	7.00	0.00	6.00
Cash/Cash Equivalents	2.00	0.00	1.00

PORTFOLIOS COUNTRY WEIGHTINGS <sup>+</sup>

Country	06/14		12/13
	Newgate	S&P NAM Natural Resources Sct	Newgate
United States	60.00	0.00	69.00
Canada	18.00	0.00	8.00
Greece	4.00	0.00	2.00
Australia	3.00	0.00	3.00
Mexico	2.00	0.00	3.00
Norway	2.00	0.00	0.00
Peru	2.00	0.00	2.00
United Kingdom	2.00	0.00	2.00
Chile	2.00	0.00	3.00
Cash/Cash Equivalents	2.00	0.00	1.00

PORTFOLIO'S ALLOCATION HISTORY (%)<sup>+</sup>

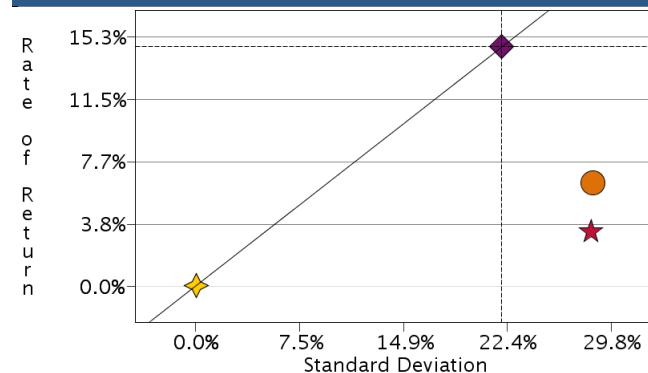
	06/14	03/14	12/13	09/13
U.S. Stocks	60	62	69	59
Non-U.S. Stocks	0	0	30	0
ADRs/Non-U.S. Stocks	38	36	0	37
Cash/Cash Equivalents	2	2	1	4

## PORTFOLIO'S TOP FIVE EQUITY HOLDINGS %

Halliburton	5.4
Freeport McMoran Copper & Gold	3.4
Huntsman	3.1
LyondellBasell	3.0
Celanese	2.9

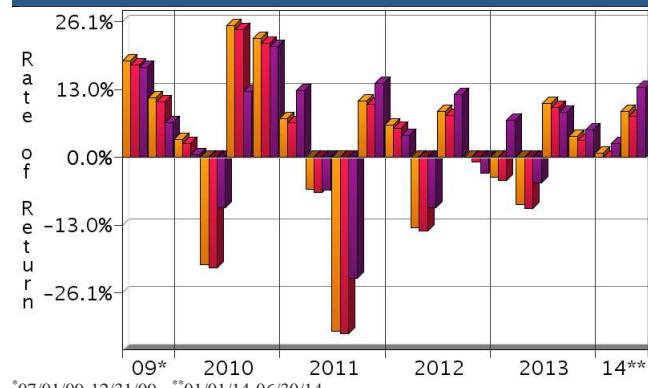
## Newgate Capital Management LLC

## RISK/RETURN ANALYSIS – 5 YEARS ENDING 06/30/14



	STD	ROR
Newgate (Gross)	28.55	6.39
Newgate (Net)	28.39	3.38
S&P NAM Natural Resources Sct	21.98	14.75
MS Commodity Related Index	N/A	N/A
90-Day T-Bills	0.02	0.08

## RISK VOLATILITY



\*07/01/09-12/31/09

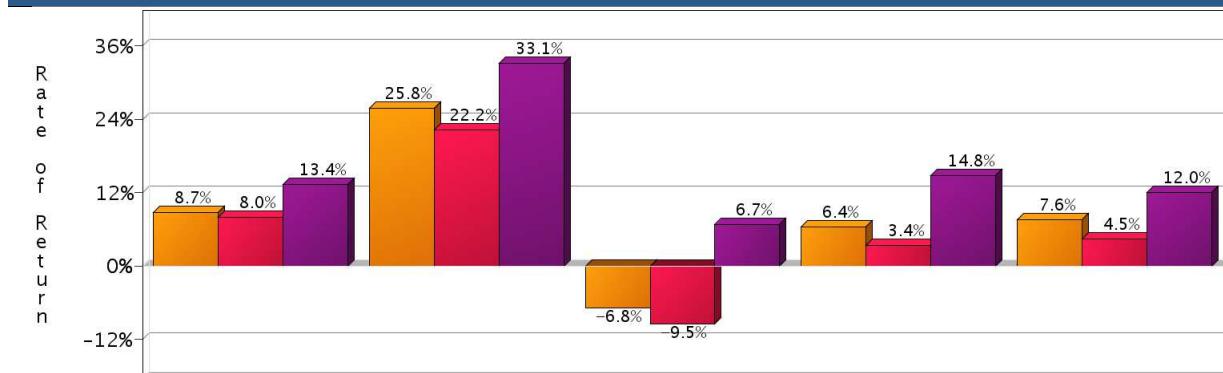
\*\*01/01/14-06/30/14

	Number Of	Up Qtrs.	Down Qtrs.
Newgate (Gross)	13	7	
Newgate (Net)	13	7	
S&P NAM Natural Resources Sct	14	6	

## Style: Commodities - Diversified

## Sub-Style: Global Value

## AVERAGE ANNUAL TOTAL RETURN (%) – PERIODS ENDING 06/30/14



INVESTMENT RESULTS	Annual Rates of Return (%)									10 Year - Ending 06/30/14	Annualized Std. Dev.	
	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013		
Newgate (Gross)	21.84	30.29	15.63	52.14	-55.17	60.80	26.32	-25.57	-0.22	0.23	7.58	30.91
Newgate (Net)	20.08	26.41	12.47	47.92	-56.64	56.32	22.73	-27.62	-3.03	-2.61	4.49	30.77
S&P NAM Natural Resources Sct	15.19	36.61	16.83	34.45	-42.56	37.51	23.86	-7.35	2.21	16.49	12.00	24.62

## PORTFOLIO'S QUARTERLY RETURNS (%)

	Quarter 1		Quarter 2		Quarter 3		Quarter 4		3 Year	5 Year
	Gross	Net	Gross	Net	Gross	Net	Gross	Net		
2004					16.13	15.31	4.92	4.14		
2005	3.51	2.74	2.41	1.60	25.63	24.78	-2.17	-2.95		
2006	9.01	8.32	4.01	3.30	-7.79	-8.48	10.59	9.83		
2007	6.71	5.94	16.41	15.61	10.74	9.93	10.60	9.87		
2008	0.21	-0.56	21.47	20.67	-41.61	-42.10	-36.92	-37.59		
2009	1.89	1.13	19.40	18.61	18.61	17.81	11.44	10.61		
2010	3.43	2.61	-20.65	-21.25	25.36	24.55	22.78	21.93		
2011	7.47	6.70	-6.08	-6.76	-33.46	-33.95	10.82	10.16		
2012	6.20	5.51	-13.57	-14.21	8.83	8.04	-0.10	-0.84		
2013	-3.84	-4.52	-9.14	-9.83	10.30	9.54	4.00	3.27		
2014	0.84	0.06	8.74	7.96						

Related

Select UMA

PORTFOLIO'S RISK STATISTICS – PERIODS ENDING 06/30/14<sup>1,2</sup>

	3 Year	5 Year
Standard Deviation	25.77%	28.55%
Standard Deviation of Primary Benchmark	21.86%	21.98%
Sharpe Ratio	-0.27	0.22
Sharpe Ratio of Primary Benchmark	0.31	0.67
Alpha	-12.73%	-9.00%
Beta	1.12	1.21
Downside Risk	10.57%	9.78%
R-Squared	0.90	0.86
Tracking Error	8.70%	11.46%
Information Ratio	-1.56	-0.73

1. Statistics are calculated using gross of fee performance only.

2. S&amp;P NAM Natural Resources Sct was used as the primary benchmark and the 90-Day U.S. T-Bill Index as the risk-free benchmark.

PORTFOLIO DIVERSIFICATION - R<sup>2</sup> (10 YEARS ENDING 06/14)<sup>†</sup>

	R <sup>2</sup>
Newgate vs. S&P NAM Natural Resources Sct	0.89

†Statistics are calculated using gross of fee performance only.

See page 3 for a discussion of the sources of the performance data used to calculate the performance results and related analyses on page 2.

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## IMPORTANT NOTES AND DISCLOSURES

## COMPOSITE DISCLOSURES

Past performance is no guarantee of future results. Actual individual account results may differ from the performance shown in this profile. There is no guarantee that this investment strategy will work under all market conditions. Do not use this profile as the sole basis for your investment decisions.

Performance results in this profile are calculated assuming reinvestment of dividends and income. Returns for more than one year are annualized and based on quarterly data. Returns for periods of less than a calendar year show the total return for the period and are not annualized.

**Sources of Performance Results and Other Data:** The performance data and certain other information for this strategy (including the data on page 1 of this profile) reflect the investment manager's results in managing Morgan Stanley program accounts, or the investment manager's results in managing accounts and investment products, in the same or a substantially similar investment discipline. (For periods through June 2012, the Fiduciary Services program operated through two channels - Morgan Stanley channel and the Smith Barney channel - and any performance and other data relating to Fiduciary Services accounts shown here for these periods is calculated using accounts in only one of the these channels.) This information for the investment manager is presented solely to provide information about accounts that were managed according to investment objectives and strategies the same or substantially similar to the corresponding investment discipline in the Select UMA program. Although the Fiduciary Services and Select UMA programs are both Morgan Stanley managed account programs, the performance results and other features of similar investment disciplines in the two programs may differ due to investment and operational differences. For example, the individual investment disciplines in the Select UMA accounts may contain fewer securities, which would lead to a more concentrated portfolio. The automatic rebalancing, wash sale loss and tax-harvesting features of the Select UMA program, which are not available in Fiduciary Services, also could cause differences in performance. Accordingly, the performance of the accounts in the Fiduciary Services program is not, and may differ significantly from, the performance of the accounts in the Select UMA program and should not be considered indicative of or a substitute for Select UMA performance. Similarly, performance results of the investment manager's composites may differ from those of Select UMA accounts managed in the same or a substantially similar investment discipline.

## Related Performance:

Newgate Capital Management's (Newgate) commodities (diversified) performance represents a composite of all fee paying fully discretionary institutional accounts managed by Newgate. The Newgate commodities (diversified) composite was created 4/30/2004.

## Select UMA Performance:

In this profile, the performance from 5/1/2007 through June 2012 consists of accounts in either the Morgan Stanley or the Smith Barney form of the Fiduciary Services program. From July 2012, performance consists of all Fiduciary Services accounts managed by the investment manager in the strategy, subject to any other limitations stated in this profile. Performance composites calculated by Morgan Stanley include all fee-paying portfolios with no investment restrictions. New accounts are included upon the first full quarter of performance. Terminated accounts are removed in the quarter in which they terminate. Performance is calculated on a total return basis and by asset weighting the individual portfolio returns using the beginning of period values.

**Gross Performance:** Newgate's gross results do not reflect a deduction of any investment advisory fees or program fees, charged by Newgate or Morgan Stanley, but are net of commissions charged on securities transactions.

**Net Performance for all Periods:** Net performance results reflect a deduction of 0.73% quarterly. This consists of three components: 0.625% maximum quarterly MS Advisory Fee and 0.0175% maximum quarterly Program Overlay Fee (which, together cover the services provided by Morgan Stanley), plus 0.0875% quarterly SMA Manager Fees (being the fee currently charged by Newgate to new clients for managing their assets in the Select UMA program). The SMA Manager Fees may differ from manager to manager, and managers may change their fee to new clients from time to time. If you select this manager for your account, check the SMA Manager Fees specified in the written client

Style: Commodities - Diversified

Sub-Style: Global Value

agreement, in case these have changed since you received this profile. Historical net fees reflect the Advisory Fee Schedule as of March 31, 2014.

Morgan Stanley program fees are usually deducted quarterly, and have a compounding effect on performance. The Morgan Stanley program fee, which differs among programs and clients, is described in the applicable Morgan Stanley ADV brochure, which is available at [www.morganstanley.com/ADV](http://www.morganstanley.com/ADV) or on request from your Financial Advisor or Private Wealth Advisor.

## Focus List, Approved List, and Watch Status:

Consulting Group Investment Advisor Research ("CG IAR") uses two methods to evaluate investment products in applicable advisory programs. In general, strategies that have passed a more thorough evaluation may be placed on the "Focus List", while strategies that have passed through a different and less comprehensive evaluation process may be placed on the "Approved List". Sometimes an investment product may be evaluated using the Focus List process but then placed on the Approved List instead of the Focus List.

Investment products may move from the Focus List to the Approved List, or vice versa. CG IAR may also determine that an investment product no longer meets the criteria under either evaluation process and will no longer be recommended in investment advisory programs (in which case the investment product is given a "Not Approved" status).

CG IAR has a "Watch" policy and may describe a Focus List or Approved List investment product as being on "Watch" if CG IAR identifies specific areas that (a) merit further evaluation by CG IAR and (b) may, but are not certain to, result in the investment product becoming "Not Approved". The Watch period depends on the length of time needed for CG IAR to conduct its evaluation and for the investment manager to address any concerns. CG IAR may, but is not obligated to, note the Watch status in this report with a "W" or "Watch" on the cover page.

For more information on the Focus List, Approved List, and Watch processes, please see the applicable Morgan Stanley ADV brochure. Your Financial Advisor or Private Wealth Advisor can provide on request a copy of a paper entitled "Manager Research and Selection: A Disciplined Process".

## ADDITIONAL DISCLOSURES

The information about a representative account is for illustrative purposes only. Actual account holdings, performance and other data will vary depending on the size of an account, cash flows within an account, and restrictions on an account. Holdings are subject to change daily. The information in this profile is not a recommendation to buy, hold or sell securities.

Actual portfolio statistics may vary from target portfolio characteristics.

The investment manager may use the same or substantially similar investment strategies, and may hold similar portfolios of investments, in other portfolios or products it manages (including mutual funds). These may be available at Morgan Stanley or elsewhere, and may cost an investor more or less than this strategy in Morgan Stanley's Select UMA program.

The portfolio may, at times, invest in exchange-traded funds (ETFs), which are a form of equity security in seeking to maintain continued full exposure to the broad equity market.

Morgan Stanley investment advisory programs may require a minimum asset level and, depending on your specific investment objectives and financial position, may not be suitable for you. Investment advisory program accounts are opened pursuant to a written client agreement.

The investment manager acts independently of, and is not an affiliate of, Morgan Stanley Smith Barney LLC.

Diversification does not guarantee a profit or protect against a loss.

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## INDEX DESCRIPTIONS

## 90-Day T-Bills

The 90-Day Treasury Bill is a short-term obligation issued by the United States government. T-bills are purchased at a discount to the full face value, and the investor receives the full value when they mature. The difference of discount is the interest earned. T-bills are issued in denominations of \$10,000 auction and \$1,000 increments thereafter.

## MS Commodity Related Index

The Morgan Stanley Commodity Related Equity Index (CRX) is an equal dollar weighted index based on shares of widely held companies involved in commodity-related industries such as energy (e.g. oil and gas production and oilfield services and equipment), non-ferrous metals, precious metals, agriculture and forest products. The CRX Index was established with a benchmark value of 200.00 on March 15, 1996. To ensure that each component stock continues to represent approximately equal weight in the index, adjustments are made quarterly, based on closing prices on the third Friday in March, June, September & December.

## S&amp;P 500

The S&P 500 has been widely regarded as the best single gauge of the large cap U.S. equities market since the index was first published in 1957. The index has over \$5.58 trillion benchmarked, with index assets comprising approximately \$1.31 trillion of this total. The index includes 500 leading companies in leading industries of the U.S. economy, capturing 75% coverage of U.S. equities. This index includes dividend reinvestment.

## S&amp;P NAM Natural Resources Set

The S&P North American Natural Resources Sector index includes companies classified under the Energy and Materials Sectors excluding Chemicals Industry from the Materials Sector, and Steel Sub-Industry from the Materials Sector. The S&P North American Natural Resources Sector Index name changed from Goldman Sachs March 31,2008. Source: S&P

**Indices are unmanaged and have no expenses. You cannot invest directly in an index.**

## GLOSSARY OF TERMS

**Alpha** is a mathematical estimate of risk-adjusted return expected from a portfolio above and beyond the benchmark return at any point in time.

**American Depository Receipts (ADRs)** are receipts for shares of a foreign-based corporation held in the vault of a U.S. bank.

**Average Portfolio Beta** is a measure of the sensitivity of a benchmark or portfolio's rates of return to changes against a market return. The market return is the S&P 500 Index. It is the coefficient measuring a stock or a portfolio's relative volatility.

**Beta** is a measure of the sensitivity of a portfolio's rates of return to changes in the market return. It is the coefficient measuring a stock or a portfolio's relative volatility.

**Bottom-Up Stock Selection** Emphasis primarily on individual stock selection. Considerations of economic and industry factors are of secondary importance in the investment decision-making process.

**Capitalization** is defined as the following: Mega (Above \$100 billion), Large (\$12 to \$100 billion), Medium (\$2.5 - \$12 billion), Small (\$.50 - \$2.5 billion) and Micro (below \$.50 billion).

**Dividend** a portion of a company's profit paid to common and preferred shareholders.

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**Downside Risk** is a measure of the risk associated with achieving a specific target return. This statistic separates portfolio volatility into downside risk and upside uncertainty. The downside considers all returns below the target return, while the upside considers all returns equal to or above the target return.

**Duration** is a measure of price sensitivity expressed in years.

**High Grade Corporate Bonds** corporate bonds from issuers with credit ratings of AA or AAA.

**Information Ratio** is a measure of the investment manager's skill to add active value against a given benchmark relative to how stable that active return has been. Essentially, the information ratio explains how significant a manager's alpha is. Therefore, the higher the information ratio, the more significant the alpha.

**Investment Grade Bonds** are those rated by Standard & Poor's AAA (highest rated), AA, A or BBB (or equivalent rating by other rating agencies or, in the case of securities not rated, by the investment manager).

**Price/Book Ratio (P/B)** weighted average of the stocks' price divided by book value per share. Book value per share is defined as common equity, including intangibles, divided by shares outstanding times the adjustment factor.

**Price/Cash Flow Ratio** a ratio used to compare a company's market value to its cash flow. It is calculated by dividing the company's market cap by the company's operating cash flow in the most recent fiscal year (or the most recent four fiscal quarters); or, equivalently, divide the per-share stock price by the per-share operating cash flow.

**Price/Earnings Ratio (P/E Ratio)** shows the multiple of earnings at which a stock sells. Determined by dividing current stock price by current earnings per share (adjusted for stock splits). Earnings per share for the P/E ratio are determined by dividing earnings for past 12 months by the number of common shares outstanding. The P/E ratio shown here is calculated by the harmonic mean.

**Price/Sales Ratio** determined by dividing current stock price by revenue per share (adjusted for stock splits). Revenue per share for the P/S ratio is determined by dividing revenue for past 12 months by number of shares outstanding.

**R<sup>2</sup> (R-Squared)/Portfolio Diversification** indicates the proportion of a security's total variance that is benchmark-related or is explained by variations in the benchmark.

**Sharpe Ratio** measures the efficiency, or excess return per unit of volatility, of a manager's returns. It evaluates managers' performance on a volatility-adjusted basis.

**Standard Deviation** is a statistical measure of historical variability or spread of returns around a mathematical average return that was produced by the investment manager over a given measurement period. The higher the standard deviation, the greater the variability in the investment manager's returns relative to its average return.

**Top-Down/Economic Analysis** Emphasis primarily on macroeconomic trends as opposed to bottom-up stock selection.

**Tracking Error** represents the standard deviation of the difference between the performance of the investment strategy and the benchmark. This provides a historical measure of the variability of the investment strategy's returns relative to its benchmark.

**U.S. Treasury Bonds** a marketable, fixed interest U.S. government debt security with a maturity of more than 10 years. Treasury bonds make interest payments semi-annually and the income that holders receive is only taxed at the federal level.

**Volatility** a measure of risk based on the standard deviation of the asset return. Volatility is a variable that appears in option pricing formulas, where it denotes the volatility of the underlying asset return from now to the expiration of the option. There are volatility indexes. Such as a scale of 1-9; a higher rating means higher risk.