

Ancora Advisors, LLC

6060 Parkland Boulevard, Suite 200
Cleveland, Ohio 44124

Style: US Small Cap
Sub-Style: Value-oriented
Firm AUM: \$2.0 billion
Firm Strategy AUM: \$167.4 million

Year Founded: 2003
GIMA Status: Focus
Firm Ownership: Employee-Owned
Professional-Staff: 34

PRODUCT OVERVIEW

Ancora/Thelen Small Mid Cap Composite – Created on June 30, 2011, the Ancora/Thelen Small Mid Cap Composite contains U.S. traded equities, which typically offers greater return corresponding to greater risk. Securities will tend to be of companies ranging from "micro" capitalizations through "mid" capitalizations. The composite may tend to weight either end of the market cap spectrum heavier than the other, based on market opportunities. The composite intends to stay broadly diversified across industry sectors. Accounts in the Ancora/Thelen Small Mid Cap Composite may contain small portions of fixed income (less than 10%). In the event that the fixed income portion crosses the 10% threshold, the account will be removed from the composite until the fixed income portion decreases below 10%. The composite utilizes the Russell 2500 Index as the benchmark. Accounts must meet \$5,000,000 minimum account size for inclusion in the composite.

TARGET PORTFOLIO CHARACTERISTICS

Number of stock holdings:	59 to 105
Average dividend yield:	Below the S&P 500
P/E ratio:	Similar to/Above the S&P 500
Cash level over market cycle:	—
Risk (standard deviation):	Above the S&P 500
Average turnover rate:	26 to 166%
Use ADRs:	0 to 2%
Capitalization:	Large, Medium, Small and Micro companies

PORTFOLIO'S EQUITY SECTOR WEIGHTINGS *

Sector	-----12/15----- Ancora Advisors	Index***	06/15 Ancora Advisors
Energy	0.00	2.94	0.60
Materials	1.80	5.79	5.80
Industrials	15.40	14.50	8.30
Consumer Discretionary	29.80	14.28	32.10
Consumer Staples	7.80	3.06	10.30
Health Care	8.40	12.93	4.70
Financials	17.90	25.67	16.90
Information Technology	15.20	15.37	17.50
Telecomm Services	0.00	0.69	0.50
Utilities	3.70	4.78	3.30
Miscellaneous	0.00	0.00	0.00
Cash/Cash Equivalents	0.00	0.00	0.00

MANAGER'S INVESTMENT STRATEGY

- ☐ Top-down / portfolio structures based on economic trends
☒ Bottom-up / portfolio structure based on individual securities

PORTFOLIO STATISTICS

	-----12/15----- Ancora Advisors	Index***	06/15 Ancora Advisors
Number of stock holdings	84	2,510	80
Wtd avg dividend yield	1.2%	1.7%	1.2%
Wtd avg P/E ratio ¹	23.49x	17.70x	—
Wtd avg portfolio beta	0.89	—	0.95
Mega capitalization ⁺	0.0%	0.0%	0.0%
Large capitalization ⁺	0.0%	0.0%	6.0%
Medium capitalization ⁺	0.0%	58.7%	43.0%
Small capitalization ⁺	0.0%	35.4%	33.0%
Micro capitalization ⁺	0.0%	5.7%	18.0%

PORTFOLIO'S TOP FIVE EQUITY HOLDINGS

	%
TFS Financial Corp	3.7
Liberty Interactive Corp	3.5
Ally Financial Inc	3.3
FTD Cos	3.0
Tribune Media Co Cl A	2.6

% PROCESS BASED ON

- 0 Asset allocation - cash vs. stock
33 Industry or sector weighting
67 Stock Selection

¹The P/E used here is calculated by the harmonic mean.

⁺Total may not equal 100% due to rounding.

^{***}Index : Russell 2500

MANAGER'S INVESTMENT PROCESS

- Our investible universe include all domestic companies that trade within the market cap of the constituents of the Russell 2500 which currently ranges between \$100 million and \$10 billion. The current population is about 3,000 companies. We limit that universe down by first screening on key growth and profitability factors including returns on capital, long-term demonstrated growth rates and cash flow returns on equity. We further screen based on each company's valuation relative to its industry. We utilize investment multiples that have, over time, shown as being an indicator of future price performance specific to the particular sector and/ or industry.
- Layered on top of profitability and valuation factors, we also screen out those companies which have unacceptable amounts of risk. The primary leverage ratios considered are total debt to earnings before interest, taxes, depreciation and amortization (EBITDA), total debt to free cash flow and total debt to total market capital of equity. The overall screening process typically will limit the number of companies from the original population down by about 60% to 70%.
- The remaining stocks are reviewed by the analysts and portfolio manager to identify catalysts that will unlock the intrinsic value of the company. We put the largest emphasis on this part of the analysis. The catalysts can include a corporate restructuring, surprisingly strong revenue and/or earnings trends, and gaining additional visibility to a company's prospects. As a results of the strong focus on catalysts, our holdings tend to fall into three categories: underfollowed stocks which are those companies that have limited "Wall Street" coverage; special situations include those companies that are in the process of making substantial changes to the capital structure such spinning off from a larger company, bankruptcy reemergence and demutualization of stock from a mutual holding company to publicly traded stock; and a well-established "franchise" company where the stock price is subject to a temporary dislocation due to an external factor.

RISK CONSIDERATIONS

Equity securities prices may fluctuate in response to specific situations for each company, industry, market conditions and general economic environment. Companies paying dividends can reduce or cut payouts at any time. Strategies that invest a large percentage of assets in only one industry sector (or in only a few sectors) are more vulnerable to price fluctuation than portfolios that diversify among a broad range of sectors. Investing in securities entails risks, including: Small-cap stocks may be subject to a higher degree of risk than more established companies' securities, including higher volatility. The illiquidity of the small-cap market may adversely affect the value of these investments. Growth investing does not guarantee a profit or eliminate risk. The stocks of these companies can have relatively high valuations. Because of these high valuations, an investment in a growth stock can be more risky than an investment in a company with more modest growth expectations. Value investing does not guarantee a profit or eliminate risk. Not all companies whose stocks are considered to be value stocks are able to turn their business around or successfully employ corrective strategies which would result in stock prices that do not rise as initially expected.

PORTFOLIO'S ALLOCATION HISTORY (%) ⁺

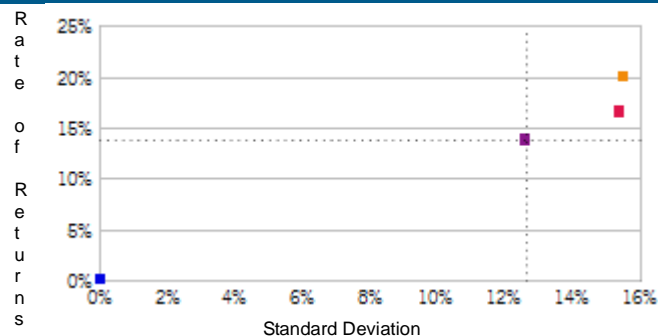
	12/15	09/15	06/15	03/15
U.S. Stocks	100	95	97	98
Cash/Cash Equivalents	0	5	3	2

¹The P/E used here is calculated by the harmonic mean.

⁺Total may not equal 100% due to rounding.

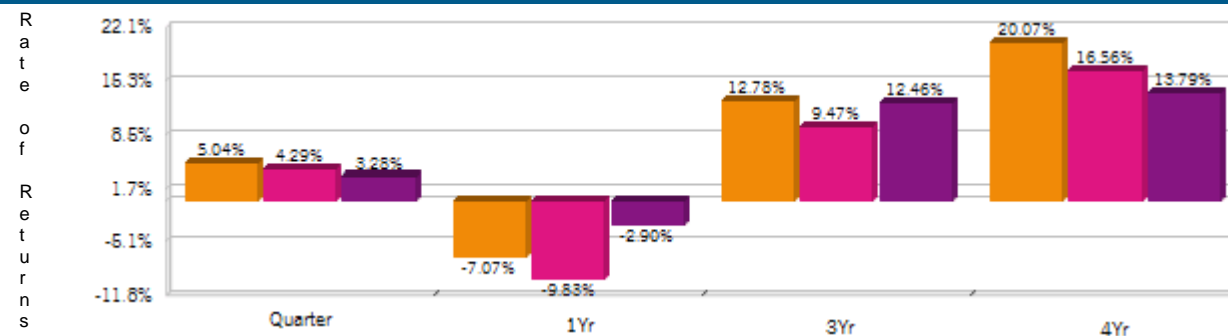
^{***}Index : Russell 2500

RISK/RETURN ANALYSIS - 4 YEARS ENDING 12/31/15



	STD	ROR
Ancora Advisors (Gross)	15.50	20.07
Ancora Advisors (Net)	15.42	16.56
Russell 2500	12.63	13.79
90-Day T-Bills	0.01	0.05

AVERAGE ANNUAL TOTAL RETURN (%) - PERIODS ENDING 12/31/15

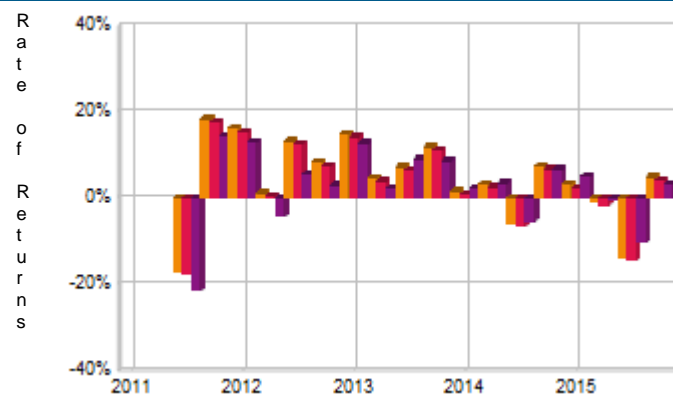


INVESTMENT RESULTS

	Annual Rates of Return (%)				4 Year - Ending 12/31/15		
	2011*	2012	2013	2014	2015	Annual	Std. Dev.
Ancora Advisors (Gross)	-1.50	44.90	44.89	6.54	-7.07	20.07	15.50
Ancora Advisors (Net)	-2.91	40.71	40.79	3.33	-9.83	16.56	15.42
Russell 2500	-9.79	17.87	36.81	7.07	-2.90	13.79	12.63

*05/01/2011-12/31/2011

RISK VOLATILITY (%)



	Number Of	Up Qtrs.	Down Qtrs.
Ancora Advisors (Gross)	14	4	4
Ancora Advisors (Net)	14	4	4
Russell 2500	13	5	5

PORTFOLIO'S QUARTERLY RETURNS (%)

	Quarter1		Quarter2		Quarter3		Quarter4	
	Gross	Net	Gross	Net	Gross	Net	Gross	Net
2011					-16.85	-17.49	18.45	17.67
2012	16.36	15.54	1.30	0.55	13.41	12.58	8.39	7.59
2013	15.05	14.26	4.85	4.06	7.27	6.51	11.97	11.18
2014	1.69	0.91	3.35	2.55	-5.77	-6.50	7.58	6.80
2015	3.33	2.52	-0.86	-1.61	-13.63	-14.29	5.04	4.29

Related

Select UMA

PORTFOLIO'S RISK STATISTICS - ENDING 12/31/15 ^{1 2}	PERIODS	
	3 Year	5 Year
Standard Deviation	15.28%	N/A
Standard Deviation of Primary Benchmark	12.70%	N/A
Sharpe Ratio	0.83	N/A
Sharpe Ratio of Primary Benchmark	0.98	N/A
Alpha	-1.54%	N/A
Beta	1.17	N/A
Downside Risk	2.61%	N/A
R-Squared	0.95	N/A
Tracking Error	4.02%	N/A
Information Ratio	0.08	N/A

PORTFOLIO DIVERSIFICATION - R²(INCEPTION THROUGH 12/14)+

	R ²
Ancora Advisors vs. Russell 2500	0.86

+Statistics are calculated using gross of fee performance only.

- Statistics are calculated using gross of fee performance only.
- Russell 2500 was used as the primary benchmark and the 90-Day T-Bills Index as the risk-free benchmark.

See important notes and disclosures pages for a discussion of the sources of the performance data used to calculate the performance results and related analyses shown above.

Past performance is no guarantee of future results. This profile is not complete without the pages, which contain important notes, including disclosures about the composite, index descriptions and a glossary of terms. Information shown is as of December 31, 2015, unless otherwise noted. All data are subject to change.

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.

Focus List, Approved List, and Watch Status:

Global Investment Manager Analysis ("GIMA") 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. GIMA 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).

GIMA has a "Watch" policy and may describe a Focus List or Approved List investment product as being on "Watch" if GIMA identifies specific areas that (a) merit further evaluation by GIMA 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 GIMA to conduct its evaluation and for the investment manager to address any concerns. GIMA 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 (www.ms.com/adv). Your Financial Advisor or Private Wealth Advisor can provide on request a copy of a paper entitled "GIMA: At A Glance".

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.

No obligation to notify

Morgan Stanley has no obligation to notify you when information in this profile changes.

Sources of information

Material in this profile has been obtained from sources that we believe to be reliable, but we do not guarantee its accuracy, completeness or timeliness. Third party data providers make no warranties or representations relating to the accuracy, completeness or timeliness of the data they provide and are not liable for any damages relating to this data.

No tax advice

Morgan Stanley and its affiliates do not render advice on legal, tax and/or tax accounting matters to clients. Each client should consult his/her personal tax and/or legal advisor to learn about any potential tax or other implications that may result from acting on a particular recommendation.

Not an ERISA fiduciary

Morgan Stanley is not acting as a fiduciary under either the Employee Retirement Income Security Act of 1974, as amended, or under section 4975 of the Internal Revenue Code of 1986, as amended, in providing the information in this profile.

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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.

Russell 2500

The Russell 2500 Index measures the performance of the 2,500 smallest companies in the Russell 3000 Index, which represents approximately 16% of the total market capitalization of the Russell 3000 Index.

S&P 500

The S&P 500 Total Return 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.

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 Depositary 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.

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.

R2 (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.