

# SCOTTSDALE CAPITAL ADVISORS

Member FINRA & SIPC

[COMPLETE AT TIME OF OPENING ACCOUNT OR PRIOR TO FIRST SALE]

## PENNY STOCK APPROVAL & SUITABILITY DETERMINATION

Customer Name:	Financial Consultant:
Joint Customer Name:	Account #:

### SUITABILITY DETERMINATION

Information reviewed and relied upon by Financial Consultant in making this Suitability Determination:  
(CHECK ALL THAT APPLY)

- Brokerage New Account Approval Form (copy attached).
- Educational Background: \_\_\_\_\_
- Other: \_\_\_\_\_

Based on the information provided above regarding your financial situation, investment objectives, and investment experience, we have determined that: (A) transactions in penny stock securities are suitable for you; and (B) you have sufficient knowledge and experience in financial matters to be capable of evaluating the risks of transactions in penny stock securities. The basis for these Suitability Determinations include: (CHECK ALL THAT APPLY)

- You have sufficient net worth and/or income to bear the risk of loss of your penny stock investments.
- Investment Experience: \_\_\_\_\_
- Investment Objectives: \_\_\_\_\_
- Financial Situation: \_\_\_\_\_
- Other: \_\_\_\_\_

I, the undersigned Financial Consultant (FC), represent to the best of my knowledge this Suitability Determination is true and correct:		
FC Name	FC Signature	Date

### CUSTOMER ACKNOWLEDGMENT

By signing below I, the undersigned customer(s), agree with and accept the Suitability Determination, and I have received, read and understand the attached disclosure regarding "Important Information on Penny Stocks."

UNDER SECURITIES AND EXCHANGE COMMISSION RULE 15G-9, IT IS UNLAWFUL FOR US TO EFFECT THE SALE OF DESIGNATED SECURITIES TO YOU UNLESS WE HAVE RECEIVED FROM YOU, PRIOR TO THE TRANSACTION, A WRITTEN AGREEMENT TO THE TRANSACTION. IN ADDITION, WE ARE REQUIRED TO PROVIDE YOU WITH THIS STATEMENT AS TO THE SUITABILITY OF TRANSACTIONS IN PENNY STOCK SECURITIES. YOU SHOULD NOT SIGN AND RETURN THIS STATEMENT IF IT DOES NOT ACCURATELY REFLECT YOUR FINANCIAL SITUATION, INVESTMENT OBJECTIVES, AND INVESTMENT EXPERIENCE.

Customer Name	Customer Signature	Date
Joint Customer Name	Joint Customer Signature	Date

Approval:		
Principal Name	Principal Signature	Date

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[PROVIDE TWO BUSINESS DAYS PRIOR TO SALE]

## Important Information on Penny Stocks

The U.S. Securities and Exchange Commission (SEC) requires your broker to give this statement to you, and to obtain your signature to show that you have received it, before your first trade in a penny stock. This statement contains important information and you should read it carefully before you sign it, and before you decide to purchase or sell a penny stock.

In addition to obtaining your signature, the SEC requires your broker to wait at least two business days after sending you this statement before executing your first trade to give you time to carefully consider your trade.

### **Penny stocks can be very risky.**

Penny stocks are low-priced shares of small companies. Penny stocks may trade infrequently which means that it may be difficult to sell penny stock shares once you have them. Because it may also be difficult to find quotations for penny stocks, they may be impossible to accurately price. ***Investors in penny stock should be prepared for the possibility that they may lose their whole investment.***

While penny stocks generally trade over-the-counter, they may also trade on U.S. securities exchanges, facilities of U.S. exchanges, or foreign exchanges. You should learn about the market in which the penny stock trades to determine how much demand there is for this stock and how difficult it will be to sell. Be especially careful if your broker is offering to sell you newly issued penny stock that has no established trading market.

The securities you are considering have not been approved or disapproved by the SEC. Moreover, the SEC has not passed upon the fairness or the merits of this transaction nor upon the accuracy or adequacy of the information contained in any prospectus or any other information provided by an issuer or a broker or dealer.

### **Information you should get.**

In addition to this statement, your broker is required to give you a statement of your financial situation and investment goals explaining why his or her firm has determined that penny stocks are a suitable investment for you. In addition, your broker is required to obtain your agreement to the proposed penny stock transaction.

***Before you buy penny stock***, federal law requires your salesperson to tell you the "offer" and the "bid" on the stock, and the compensation the salesperson and the firm receive for the trade. The firm also must send a confirmation of these prices to you after the trade. You will need this price information to determine what profit or loss, if any, you will have when you sell your stock.

The offer price is the wholesale price at which the dealer is willing to sell stock to other dealers. The bid price is the wholesale price at which the dealer is willing to buy the stock from other dealers. In its trade with you, the dealer may add a retail charge to these wholesale prices as compensation (called a "markup" or "markdown").

The difference between the bid and the offer price is the dealer's "spread." A spread that is large compared with the purchase price can make a resale of a stock very costly. To be profitable when you sell, the bid price of your stock must rise above the amount of this spread and the compensation charged by both your selling and purchasing dealers. Remember that if the dealer has no bid price, you may not be able to sell the stock after you buy it, and may lose your whole investment.

**After you buy penny stock**, your brokerage firm must send you a monthly account statement that gives an estimate of the value of each penny stock in your account, if there is enough information to make an estimate. If the firm has not bought or sold any penny stocks for your account for six months, it can provide these statements every three months.

Additional information about low-priced securities - including penny stocks - is available on the SEC's Web site at <http://www.sec.gov/investor/pubs/microcapstock.htm>. In addition, your broker will send you a copy of this information upon request. The SEC encourages you to learn all you can before making this investment.

### **Brokers' duties and customer's rights and remedies.**

Remember that your salesperson is not an impartial advisor - he or she is being paid to sell you stock. Do not rely only on the salesperson, but seek outside advice before you buy any stock. You can get the disciplinary history of a salesperson or firm from FINRA at 1-800-289-9999 or contact FINRA via the Internet at <http://www.finra.org>. You can also get additional information from your state securities official. The North American Securities Administrators Association, Inc. can give you contact information for your state. You can reach NASAA at (202) 737-0900 or via the Internet at <http://www.nasaa.org>.

If you have problems with a salesperson, contact the firm's compliance officer. You can also contact the securities regulators listed above. Finally, if you are a victim of fraud, you may have rights and remedies under state and federal law. In addition to the regulators listed above, you also may contact the SEC with complaints at (800) SEC- 0330 or via the Internet at [help@sec.gov](mailto:help@sec.gov).

FOR ADDITIONAL INFORMATION CONTACT:

Scottsdale Capital Advisors Corp  
7170 E. McDonald Rd., Suite 6, Scottsdale, Arizona 85253  
**Office** (480) 603-4904 **Toll Free** (866) 404-9051  
**Fax** (480)603-4901 **Email** [Info@Scottsdalecapital.com](mailto:Info@Scottsdalecapital.com)

# SCOTTSDALE CAPITAL ADVISORS

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[PROVIDE AND SIGN TWO BUSINESS DAYS PRIOR TO ANY SALE]

## PENNY STOCK PURCHASE AGREEMENT

**UNDER SECURITIES AND EXCHANGE COMMISSION RULE 15G-9, IT IS UNLAWFUL FOR US TO EFFECT THE SALE OF THE DESIGNATED SECURITIES IDENTIFIED BELOW UNLESS WE HAVE RECEIVED, *PRIOR TO THE TRANSACTION*, A WRITTEN AGREEMENT FROM YOU TO THE TRANSACTION.**

By signing below, you are agreeing to the purchase of the shares identified below at a price that will be confirmed to you for your agreement by your account executive prior to execution of the transaction.

DESIGNATED SECURITIES:

Name of Issuer: \_\_\_\_\_

Type of Security (common stock, units, warrants, etc.): \_\_\_\_\_

Number of Shares: \_\_\_\_\_

Signature of Customer(s) \_\_\_\_\_ Date: \_\_\_\_\_

Printed Name \_\_\_\_\_

Signature of Customer(s) \_\_\_\_\_ Date: \_\_\_\_\_

Printed Name \_\_\_\_\_

Signature of Registered Representative:

\_\_\_\_\_ Date: \_\_\_\_\_

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## STATEMENT OF NON-SOLICITATION

To whom it may concern:

My order given to \_\_\_\_\_ on \_\_\_\_\_, 20\_\_\_\_\_

For \_\_\_\_\_ Shares of \_\_\_\_\_  
No. of Shares                      Name of Security                      Class of Security

Was not directly or indirectly solicited by **Scottsdale Capital Advisors Corp.** or any of its officers and / or employees, registered representatives, associated persons, and I in no way hold **Scottsdale Capital Advisors Corp.**, its officers and / or employees, registered representatives, associated persons responsible for any recommendation to purchase this security.

It is also my understanding that the security may not qualify for secondary trading exemption at this time.

Customer Account Number: \_\_\_\_\_

Signature of Customer(s) \_\_\_\_\_ Date: \_\_\_\_\_

Printed Name \_\_\_\_\_

Signature of Customer(s) \_\_\_\_\_ Date: \_\_\_\_\_

Printed Name \_\_\_\_\_