

Michelle P. Cooper, JD, MBA

XML Financial Group
6901 Rockledge Drive, Suite 730, Bethesda, MD 20817
Main Phone: 301-770-5234 www.xmlfg.com

This document provides information about Michelle Cooper that supplements the XML Financial Group (XML) ADV 2A Brochure and Wrap Fee Program Brochure (Brochures). If you were not provided with a Brochure or if you have questions about the content of this supplement please contact Compliance at info@xmlfg.com or 703.827.2300. The Brochures and additional information about XML and Michelle Cooper are available on the SEC's website at adviserinfo.sec.gov.

ITEM 2 EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

Michelle graduated from Miami University of Ohio with a B.S. in Business. She received her Juris Doctor and Master of Business Administration from Capital University Law School. Michelle is a Partner with XML Financial Group and Director of Women, Wealth & Wellness, a division of XML Financial Group. She is also a registered representative of the affiliated broker-dealer, XML Securities, LLC, member FINRA/SIPC ("XML BD"). Previously she was with Merrill Lynch Trust Company FSB as Director, Senior Trust Specialist.

Juris Doctor (JD) – Juris Doctor or Juris Doctorate degree represents professional recognition that the holder has a doctoral degree in law.

Masters of Business Administration (MBA) – An MBA is a graduate degree earned at a university that provides theoretical and practical training to help graduates gain a better understanding of general business management functions. The MBA degree can have a general focus or a specific focus in fields such as accounting, finance or marketing.

ITEM 3 DISCIPLINARY INFORMATION - None

ITEM 4 OTHER BUSINESS ACTIVITIES

BROKER AGENT: Michelle is a registered representative with XML BD. This enables her to effect securities transactions for a commission in her capacity as a broker agent. She is able to offer brokerage services to both clients and non-clients of XML. When acting in the capacity as a broker agent, she will receive compensation based on the sale of securities and brokerage products including, but not limited to, mutual fund share classes that pay sale charges and distribution or service ("trail") fees, transaction commissions, markup and markdowns on principal trades in bonds and other compensation as detailed in the Reg BI Disclosure document. This creates a conflict of interest as there is an inherent incentive to recommend brokerage products and effect transactions based on the broker agent's compensation. Please discuss any questions regarding brokerage compensation and the related conflicts of interest with this professional. Visit <https://www.xmlfg.com/brokerage-services/> to view the Reg BI Disclosure and additional disclosures and policies.

INSURANCE AGENT: Michelle is also a licensed insurance agent. She is able to offer insurance products through XML BD, which is also an insurance agency, or through an unaffiliated insurance agency. She is able to offer these services to clients and non-clients of XML. An insurance agent will receive a commission on insurance products sold in accordance with the product's respective commission schedule. The commission schedules typically allow for varied methods of commission payouts. The insurance commissions compensation received is separate from, and in addition to, the compensation she receives in her capacity in providing investment advisory services through XML or securities transactions through XML BD. This creates a conflict of interest as there is an inherent incentive to recommend insurance products based on the compensation rather than the client's need. The affiliated insurance agency will receive a portion of the insurance commission. This creates a conflict of interest as there is an incentive to place business through XML BD versus an unaffiliated insurance agency where it will not receive compensation. The agents must meet training criteria and suitability standards which are reviewed as part of the agency's application review process. Please discuss any questions regarding insurance products, compensation and conflicts of interest with this professional.

AUTHOR: Michelle is the author of a book, I've Still Got Me: A Widow's Journey to Love, Happiness, and Financial Independence. She receives compensation from the sales of this book.

CONSULTANT: Non-investment related consultant to Focus, parent company of XML, for consultation services regarding estate and trust programs. Approximately 20hrs/month.

ITEM 5 ADDITIONAL COMPENSATION

None

ITEM 6 SUPERVISION

XML's investment advisor supervisory system includes, but is not limited to, principal approval of advisory agreements and amendments, email sample review, outside account review and trade monitoring. This individual's designated supervisor is Brett Bernstein, CFP®, CEO at 301.770.5234.