

# Every Securities, LLC

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March 26, 2026

## Appendix I: Wrap Fee Disclosure Brochure

This wrap fee program brochure provides information about the qualifications and business practices of Every Securities, LLC. If you have any questions about the contents of this brochure, please contact us at (516) 236-9277.

The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority. Registration of an investment adviser does not imply a certain level of skill or training.

Additional information about Every Securities, LLC is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). You can search this site by a unique identifying number, known as a CRD number. Our firm's CRD number is 333167.

## Item 2 Material Changes

Every Securities LLC (“Every Securities, we, our, ours”) will provide our disclosure brochure (“brochure”) to you when we enter into an advisory agreement with you. Our brochure will be updated no less than annually. Within 120 days of our fiscal year end we will deliver a summary of material changes which have been made to our brochure since its last annual update. This summary will include information about how you may obtain an updated brochure at no charge, and it will include the date of the last annual update. We will provide updated disclosure information about material changes more frequently as needed.

In September 2025 the Firm changed its basis of registration from Internet Adviser to Large Adviser.

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## Item 4 Services, Fees, and Compensation

Every Securities LLC (“Every Securities, we, us, our, ours”) is registered as an investment adviser with the United States Securities and Exchange Commission. Our principal place of business is located in California and also maintains an office of convenience in New York. Every Securities is a limited liability company formed in California under the laws of California.

Every Securities was founded in 2024 and is a wholly owned by Rajeev Behera

### *The Wrap Fee Program Services*

Every Securities offers investment advice to Clients and manages assets through the Every Securities wrap fee program. A wrap fee program has a fee structure that provides Clients with advisory and brokerage services for a bundled fee with no additional account activity charges for execution of trades. As such, Every Securities charges Clients a single bundled fee that covers the investment advisory services it provides, as well as the brokerage commissions associated with trading securities provided by the third-party broker-dealer and custodian.

The Wrap Fee Program (“Program”) offers individualized portfolio management, asset allocation, and consolidated reporting. Every Securities does not provide account monitoring or review as a service due to the non-discretionary nature of our services. Every Securities currently provides reports to Clients only through its Platform. Portfolios are not limited to any specific product offered by a broker/dealer and will generally include selected government-backed securities, money market funds, and mutual funds.

Your portfolio (“account” or “investment account”) and the investment strategies utilized are determined based upon your specific individual investment objectives, goals, and risk tolerances.

We rely on you to notify us of any changes in your company’s objectives, goals, and risk tolerances, as well as any other material changes in your business. These changes may prompt changes in your investment account and the investment strategies employed.

We manage these advisory accounts on a non-discretionary basis (meaning that we must obtain the Client’s prior approval before transactions can be affected for their investment account).

Every Securities typically charges Clients a wrap program fee based on the total net assets in their account, represented as an annualized percentage of total net assets (the "asset-based fee").

Every Securities’ annual fee shall be prorated and charged monthly, in arrears, based upon the average daily market value of the assets in the month, which are deducted directly from Client accounts. If a Client account is terminated prior to the end of a month, the Every Securities fee will be prorated for the portion of the month during which the Client account was active, and debited from the Client account or invoiced to the Client as appropriate.

The asset-based WRAP fee is generally between 0.05% and 0.75%, but Every Securities reserves the right to negotiate the asset-based fee, and any management fees with a Client or prospective Client.

Every Securities' Wrap Program Fee includes brokerage trade commission charges applicable to an account. No transaction fees are assessed for trades in the Program Account, except for nominal transaction charges that are not controlled by Every Securities or the custodian/broker-dealer, such as those that may be imposed by the SEC.

The WRAP fee does not include some other related costs and expenses. Clients may incur certain other fees imposed by third-party financial institutions. (e.g., transfer fees, administrative fees, other expenses). Every Securities' fees may not cover certain charges imposed by our third-party broker and custodian. These types of charges include, but are not limited to, wire transfer fees, paper statement fees, bounced check fees, transfer taxes, wire transfer and electronic fund fees.

From time-to-time Every Securities may adjust its wrap fee program and policies. In the event of such adjustments this brochure will be modified as needed and an updated copy will be made available to Clients.

This wrap fee program may cost you more or less than purchasing these services separately, depending on the amount of trading activity in your account, the value of services that are provided to you under this program, and other factors.

We do not charge our Clients higher advisory fees based on their trading activity, but you should be aware that we may have an incentive to limit our trading activities in your account(s) because we are charged for executed trades. Generally, wrap programs may result in higher overall costs to you in accounts that experience little trading activity.

Our fees may be higher or lower than the fees charged by other advisers for similar services.

In addition to our fee, certain additional charges may be assessed, as described above. These fees are not assessed by or paid to Every Securities, and may include miscellaneous transaction fees and taxes on brokerage accounts and securities transactions.

Fees paid to us for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds and/or ETFs to their shareholders. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. Every Securities will not participate in the sharing of fees charged by the mutual fund.

## **Item 5 Account Requirements and Types of Clients**

Every Securities provides advice to institutional accounts. Investment minimums are not required at this time.

# Item 6 Portfolio Manager Selection and Evaluation

Every Securities does not utilize portfolio managers to deploy advisory services; recommendations are derived via computer algorithm. Every Securities manages your firm's assets on a non-discretionary basis, as specified within the investment advisory agreement.

## *Advisory Services*

Every Securities provides an electronic investment platform (the "Platform") to its Clients. The Platform helps Clients reach their financial goals by providing access to selected government-backed securities, money market funds, and mutual funds subject to Clients' preferences, objectives, and risk tolerance. Every Securities currently offers its services to corporate entity accounts. Every Securities collects information from each Client at time of onboarding and at least annually, including specific information about a Client's overall investment objectives. Every Securities will provide initial investment recommendations and at least annual updated recommendations which are based on the information provided. Every Securities does not accept discretion over Client assets for fully managed accounts and Clients retain the ultimate decision of whether or not to follow such recommendations.

Investment opportunities may be limited by the access and abilities of the clearing firm.

## *Selection of Other Advisers*

Every Securities does not select other investment advisers for its Clients.

## *Types of Investments*

Our investment recommendations are not limited to any specific product or service offered by a broker/dealer and will generally include advice regarding the following securities:

- United States governmental securities
- Mutual fund shares (Open end and closed end)
- Money market fund shares

Since some types of investments involve certain additional degrees of risk, they will only be recommended when consistent with the Client's stated investment objectives, tolerance for risk, liquidity, and suitability.

## *Assets Under Management*

As of December 31, 2025, we were actively managing \$0 of Client assets on a discretionary basis, as we do not manage assets on a discretionary basis. Approximately \$122,651,621 of Client assets were managed on a non-discretionary basis (where our Clients made the investment decisions based upon our recommendations).

### ***Performance-Based Fees***

We do not charge performance-based fees for any of the services described in this brochure. Performance-based fees are generally based on a percentage of the capital gains on and/or appreciation of the Client account assets.

### ***Methods of Analysis, Investment Strategies, and Risk of Loss***

Every Securities provides access to government-backed securities, money market funds, and mutual funds through its electronic investment platform, subject to Client's preferences, objectives, and risk tolerance. Every Securities collects information from each Client at time of onboarding and at least annually, including specific information about a Client's overall investment objectives. Every Securities will provide initial investment recommendations and at least annual updated recommendations which are based on the information provided. Every Securities does not accept discretion over Client assets and Clients retain the ultimate decision of whether or not to follow such recommendations.

We use the following methods of analysis in formulating our investment advice and/or managing Client assets:

Money Market Fund, Mutual Fund, and/or ETF Analysis: We look at the experience and track record of the manager of the money market fund, mutual fund, or ETF in an attempt to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions. We also look at the underlying assets in a money market fund, mutual fund, or ETF in an attempt to determine if there is significant overlap in the underlying investments held in another funds(s) in the Client's portfolio. We also monitor the funds or ETFs in an attempt to determine if they are continuing to follow their stated investment strategy.

A risk of fund and/or ETF analysis is that, as in all securities investments, past performance does not guarantee future results. A manager who has been successful may not be able to replicate that success in the future. In addition, as we do not control the underlying investments in a fund or ETF, managers of different funds held by the Client may purchase the same security, increasing the risk to the Client if that security were to fall in value. There is also a risk that a manager may deviate from the stated investment mandate or strategy of the fund or ETF, which could make the holding(s) less suitable for the Client's portfolio.

As previously noted, we may recommend the use of third-party investment managers to implement our investment advice. We analyze individual investment managers based upon their investment strategies, experience, performance track record, reputations, and fee arrangements.

Risks for all forms of analysis: Our securities analysis methods rely on the assumption that the companies whose securities we purchase and sell, the rating agencies that review these securities, and other publicly-available sources of information about these securities, are providing accurate and unbiased data. While we are alert to indications that data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information.

We use the following strategy in managing Client accounts, provided that such strategy is appropriate to the needs of the Client and consistent with the Client's investment objectives, risk tolerance, and time horizons, among other considerations:

Although we manage your account in a manner we believe is consistent with your specific investment objectives and risk tolerances, there can be no guarantee that our efforts will be successful. General economic conditions, current interest rates, the performance of a particular industry or a particular company, and any number of other factors can affect investment performance.

You should be prepared to bear the risk of loss. All investments are subject to loss, including (among other things) loss of principal, a reduction in earnings (including interest, dividends and other distributions), and the loss of future earnings.

## **Investment Strategies and Methods of Analysis**

Every Securities provides access to government-backed securities, money market funds, and mutual funds through its digital investment platform, subject to Client's preferences, objectives, and risk tolerance.

Every Securities collects information from each Client at time of onboarding and at least annually, including specific information about a Client's overall investment objectives. Every Securities will provide initial investment recommendations and at least annual updated recommendations which are based on the information provided. Every Securities does not accept discretion over Client assets and Clients retain the ultimate decision of whether or not to follow such recommendations.

## **Risk of Loss**

All investing and trading activities risk the loss of capital, including loss of principal. Every Securities cannot guarantee any level of performance or that Clients will not incur a loss of capital. The following risks are not meant to be all inclusive, but should be considered prior to engaging Every Securities for its advisory services.

## **Advisory Risk**

There is no guarantee that Every Securities' analysis or recommendations pertaining to particular securities or strategies will produce the intended results. Our judgment may not be correct and Clients may not achieve their investment objectives. In addition, there is a risk that Every Securities or its Clients may experience computer issues, including equipment or Platform failure, loss of internet access, viruses, or other events that may impair our ability to provide or Clients' ability to receive advisory services.

## **General Market Risk**

The price of any security or the value of an entire asset class can decline for a variety of reasons that Every Securities cannot control, including, but not limited to, changes in the macroeconomic environment, unpredictable market sentiment, forecasted or unforeseen economic developments, interest rates, regulatory changes, and domestic or foreign political, demographic, or social events.

## **Money Market Fund Risks**

**Interest Rate Risk:** Money market funds invest in short-term, low-risk debt securities with maturities typically ranging from a few days to a year. Changes in interest rates can impact the yield of these securities and, consequently, the return on the money market fund. Rising interest rates may lead to lower returns, while falling rates could result in reinvestment risk.

**Credit Risk:** Although money market funds focus on high-quality, short-term debt instruments, there is still a risk of default by issuers. Funds holding securities of lower credit quality or those subject to downgrades may be more likely to experience losses.

**Liquidity Risk:** Money market funds aim to maintain a stable net asset value (NAV) of \$1 per share, but they may face liquidity challenges in certain market conditions. If the fund needs to sell assets quickly to meet redemptions, it may face difficulty obtaining fair prices for those assets, potentially impacting the NAV.

**Market and Economic Risks:** Economic downturns or market disruptions can affect the performance of money market funds. For example, during periods of financial stress, the liquidity and stability of certain money market instruments may be compromised.

**Regulatory Changes:** Changes in regulations governing money market funds can impact their structure and operations. For instance, regulatory reforms may affect the types of assets a money market fund can invest in or the ability to maintain a stable NAV.

**Yield Fluctuations:** Money market fund yields can vary based on prevailing interest rates, credit spreads, and market conditions. Investors should be aware that yields are not guaranteed and can change over time.

**Inflation Risk:** Money market funds may not keep pace with inflation, especially during periods of rising prices. The returns from these funds may not be sufficient to preserve purchasing power.

**Redemption Risk:** If a large number of investors simultaneously redeem their shares, it could put pressure on the money market fund's liquidity.

## **Mutual Fund Risks**

**Market Risk:** The value of mutual fund investments can fluctuate based on market conditions. Economic factors, interest rates, and geopolitical events can impact the overall market, affecting the fund's performance.

**Liquidity Risk:** Some mutual funds invest in assets that may not be easily bought or sold, leading to liquidity risk. If many investors try to redeem their shares simultaneously, the fund may struggle to meet those redemption requests without affecting the fund's net asset value (NAV).

**Credit Risk:** For funds investing in fixed-income securities, there is a risk that issuers may default on their payments. This is particularly relevant for bond funds, as changes in credit ratings or economic conditions can impact the value of the underlying securities.

**Interest Rate Risk:** Bond funds are sensitive to changes in interest rates. When interest rates rise, bond prices tend to fall, and vice versa. This can affect the NAV of the fund and lead to capital losses for investors.

**Management Risk:** The success of a mutual fund depends on the skill and decisions of the fund manager. Poor investment decisions or changes in management could negatively impact the fund's performance.

**Diversification Risk:** While diversification is a key strategy to mitigate risk, it does not guarantee profits or protect against losses. Poorly diversified funds may be more susceptible to the poor performance of a specific sector or asset class.

**Operational Risk:** Mutual funds are subject to operational risks, including errors in valuation, accounting, or the processing of transactions. These operational issues can impact the accuracy of the fund's NAV.

**Regulatory and Legislative Risk:** Changes in regulations or tax laws can affect the structure and performance of mutual funds. Investors should stay informed about any regulatory developments that may impact their investments.

**Distribution Risk:** Funds that pay dividends or interest income are subject to distribution risk. Changes in market conditions or the fund's performance may affect its ability to generate income for distribution.

**Inflation Risk:** Inflation erodes the purchasing power of money over time. If the return on investment does not outpace inflation, the real value of an investor's portfolio may decrease.

## **Government-Backed Securities Risks**

Investors may experience capital losses if they need to sell the securities before maturity.

**Inflation Risk:** While government-backed securities are often seen as safe havens, they may not provide returns that outpace inflation. If inflation rises, the real (inflation-adjusted) return on these securities may be lower than anticipated.

**Default Risk:** While government-backed securities are typically considered low-risk due to the backing of the government, there may still be a risk of default, particularly in the case of emerging market governments or in times of economic or political turmoil.

**Reinvestment Risk:** If interest rates fall and investors receive principal payments or interest payments, it is possible that investors will be unable to reinvest those principal payments or interest payments at a rate comparable to the initial rate of return.. This can affect the overall return on the investment.

**Market Liquidity Risk:** In some cases, government-backed securities may lack the same level of liquidity as more actively traded instruments. This can make it challenging to sell the securities quickly at desired prices.

**Interest Rate Risk:** If interest rates have risen, selling before maturity might result in a capital loss, while selling in a declining rate environment could lead to a capital gain.

Legislative and Regulatory Risk: Changes in laws or regulations governing government-backed securities can impact the terms and conditions of these investments, potentially affecting their value or the income they generate.

## **Item 7 Client Information Provided to Portfolio Managers**

Every Securities obtains information about you through:

- Paperwork you provide,
- Communications with you and
- Product or service vendors related to your Every Securities account(s)

This information is updated when you communicate new information about your financial circumstances, objectives, or goals to Every Securities.

Every Securities protects your information in accordance with our Privacy Statement which has been provided to you.

## **Item 8 Client Contact with Portfolio Managers**

Advisory services are algorithm-driven. We do not speak directly with Clients about advisory matters. You are encouraged to reach out to us with technical, connectivity, or account access issues.

## **Item 9 Additional Information**

### ***Disciplinary Information***

Our firm and our management personnel have not been the subject of any legal or disciplinary events that would be material to your evaluation of our business or the integrity of our management.

### ***Other Financial Industry Activities and Affiliations***

We and our employees do not have affiliations with other registered entities within the financial industry, with the exception of certain compliance personnel who do not function in a sales or advisor capacity in any firm and operate solely in a compliance or supervisory capacity.

### ***Code of Ethics; Participation or Interests in Client Transactions and Personal Trading***

Our firm has adopted a Code of Ethics which sets forth high ethical standards of business conduct that we require of our employees, including compliance with applicable federal laws. The Code includes our policies and procedures developed to protect Client interests in relation to the following:

- the duty at all times to place Client interests ahead of ours;
- that all personal securities transactions of our IARs and employees be conducted in a manner consistent with the *Code* and avoid any actual or potential conflict of interest, or any abuse of an IAR's or employee's position of trust and responsibility;
- that IARs may not take inappropriate advantage of their positions;
- that information concerning the identity of Client security holdings and financial circumstances are confidential; and
- that independence in the investment decision-making process is paramount.

We will provide a copy of our Code of Ethics to advisory Clients and prospective Clients upon request. You may request a copy by calling (516) 236-9277 or emailing [info@everysecurities.com](mailto:info@everysecurities.com).

We have adopted policies and procedures that are intended to address conflicts of interest. These policies and procedures:

- require our IARs and employees to act in the Client's best interest,
- prohibit favoring one Client over another, and
- provide for the review of transactions to discover and correct any trade in an employee's account that is affected in a manner inconsistent with our *Code*.

Our employees must follow our procedures when purchasing or selling the same securities purchased or sold for a Client's account.

All Associated Persons of the Firm must comply with applicable federal securities laws. In particular, it is unlawful for the Firm and any Associated Person, by use of the mail or any means or instrumentality of interstate commerce, directly or indirectly:

- To employ any device, scheme, or artifice to defraud any Client or prospective Client of the Firm;
- To engage in any transaction, practice, or course of business which operates or would operate as a fraud or deceit upon any Client or prospective Client of the Firm; or
- To engage in any fraudulent, deceptive, or manipulative practice.

In addition, the Firm and its Associated Persons must comply with all applicable federal securities laws, which shall generally be explained in the Firm's Compliance Manual. Associated Persons must report any violations of the Code of Ethics to the Firm's Chief Compliance Officer.

### ***Review of Accounts***

Every Securities does not provide account monitoring or review as a service due to the non-discretionary nature of our services. Every Securities currently provides reports to Clients only through its Platform. Statements are provided to Clients by the Custodian on at least a quarterly basis. We encourage Clients to review statements and contact us or the Custodian with any questions.

### ***Client Referrals and Other Compensation***

Every Securities does not receive economic benefits from third-parties for providing investment recommendations for Client referrals.

Every Securities does not utilize third-party solicitors for the purposes of obtaining new Clients. Every Securities may occasionally compensate current Clients for referrals as permitted by the Investment Advisers Act of 1940 Rule 206(4)-3.

### ***Voting Client Securities***

We do not vote proxies for Client accounts at this time.

### ***Financial Information***

We have no financial commitment that impairs our ability to meet contractual and fiduciary commitments to Clients. We have not been the subject of a bankruptcy petition at any time during the past ten years.

Under no circumstances do we require or solicit payment of fees in advance of six months or more for services rendered. Therefore, we are not required to include a financial statement.

## **Item 10 Requirements for State-Registered Advisers**

This item is not applicable.