

**FORM ADV****Uniform Application for Investment Adviser Registration****Part II - Page 1**

Name of Investment Adviser: <b>Lateef Investment Management</b>				
Address: (Number and Street)	(City)	(State)	(Zip Code)	Area Code: Telephone Number:
<b>300 Drakes Landing Road, Suite 100</b>	<b>Greenbrae</b>	<b>CA</b>	<b>94904-3123</b>	<b>( 415) 461-3800</b>

**This part of Form ADV gives information about the investment adviser and its business for the use of clients.  
The information has not been approved or verified by any governmental authority.**

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(Schedules A, B, C, D, and E are included with Part I of this Form, for the use of regulatory bodies, and are not distributed to clients.)

**Potential persons who are to respond to the collection of information contained in this form  
are not required to respond unless the form displays a currently valid OMB control number.**

**FORM ADV****Part II - Page 2**

Applicant:

**Lateef Investment Management**

SEC File Number:

**801-09747**

Date:

**February 23, 2010****1. A. Advisory Services and Fees.** (check the applicable boxes)For each type of service provided, state the approximate % of total advisory billings from that service. 100%  
(See instruction below.)**Applicant:**

- |                                     |     |   |               |
|-------------------------------------|-----|---|---------------|
| <input checked="" type="checkbox"/> | (1) | Provides investment supervisory services . . . . .  | <u>100%</u>   |
| <input type="checkbox"/>            | (2) | Manages investment advisory accounts not involving investment supervisory services . . . . .  | <u>    </u> % |
| <input type="checkbox"/>            | (3) | Furnishes investment advice through consultations not included in either service described above . . . . .  | <u>    </u> % |
| <input type="checkbox"/>            | (4) | Issues periodicals about securities by subscription . . . . .   | <u>    </u> % |
| <input type="checkbox"/>            | (5) | Issues special reports about securities not included in any service described above . . . . .   | <u>    </u> % |
| <input type="checkbox"/>            | (6) | Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities . . . . . | <u>    </u> % |
| <input type="checkbox"/>            | (7) | On more than an occasional basis, furnishes advice to clients on matters not involving securities . . . . .   | <u>    </u> % |
| <input type="checkbox"/>            | (8) | Provides a timing service . . . . .   | <u>    </u> % |
| <input type="checkbox"/>            | (9) | Furnishes advice about securities in any manner not described above . . . . .   | <u>    </u> % |

(Percentages should be based on applicant's last fiscal year. If applicant has not completed its first fiscal year, provide estimates of advisory billings for that year and state that the percentages are estimates.)

**B.** Does applicant call any of the services it checked above financial planning or some similar term? . . . . .Yes    No  
☐    ☒**C.** Applicant offers investment advisory services for: (check all that apply)

- |   |  |
|---|--|
| <input checked="" type="checkbox"/> (1) A percentage of assets under management | <input type="checkbox"/> (4) Subscription fees |
| <input type="checkbox"/> (2) Hourly charges                                     | <input type="checkbox"/> (5) Commissions       |
| <input type="checkbox"/> (3) Fixed fees (not including subscription fees)       | <input type="checkbox"/> (6) Other             |

**D.** For each checked box in A above, describe on Schedule F:

- the services provided, including the name of any publication or report issued by the adviser on a subscription basis or for a fee
- applicant's basic fee schedule, how fees are charged and whether its fees are negotiable
- when compensation is payable, and if compensation is payable before service is provided, how a client may get a refund or may terminate an investment advisory contract before its expiration date

**2. Types of clients** - Applicant generally provides investment advice to: (check those that apply)

- |   |  |
|---|--|
| <input checked="" type="checkbox"/> A. Individuals                      | <input checked="" type="checkbox"/> E. Trusts, estates, or charitable organizations                    |
| <input checked="" type="checkbox"/> B. Banks or thrift institutions     | <input checked="" type="checkbox"/> F. Corporations or business entities other than those listed above |
| <input checked="" type="checkbox"/> C. Investment companies             | <input type="checkbox"/> G. Other (describe on Schedule F)   |
| <input checked="" type="checkbox"/> D. Pension and profit sharing plans |  |

**Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).**

**FORM ADV****Part II - Page 3**

Applicant:

**Lateef Investment Management**

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801- **09747**

Date:

**February 23, 2010****3. Types of Investments.** Applicant offers advice on the following: (check those that apply)

- |   |  |
|---|--|
| <input checked="" type="checkbox"/> A. Equity securities  | <input checked="" type="checkbox"/> H. United States government securities |
| <input checked="" type="checkbox"/> (1) exchange-listed securities                                |  |
| <input checked="" type="checkbox"/> (2) securities traded over-the-counter                        | I. Options contracts on:   |
| <input checked="" type="checkbox"/> (3) foreign issues  | <input checked="" type="checkbox"/> (1) securities                         |
|   | <input type="checkbox"/> (2) commodities                                   |
| <input checked="" type="checkbox"/> B. Warrants   | J. Futures contracts on:   |
|   | <input type="checkbox"/> (1) tangibles                                     |
| <input checked="" type="checkbox"/> C. Corporate debt securities<br>(other than commercial paper) | <input type="checkbox"/> (2) intangibles                                   |
| <input checked="" type="checkbox"/> D. Commercial paper   | K. Interests in partnerships investing in:                                 |
|   | <input type="checkbox"/> (1) real estate                                   |
| <input checked="" type="checkbox"/> E. Certificates of deposit                                    | <input type="checkbox"/> (2) oil and gas interests                         |
| <input checked="" type="checkbox"/> F. Municipal securities                                       | <input type="checkbox"/> (3) other (explain on Schedule F)                 |
| G. Investment company securities:   | <input type="checkbox"/> L. Other (explain on Schedule F)                  |
| <input type="checkbox"/> (1) variable life insurance  |  |
| <input type="checkbox"/> (2) variable annuities   |  |
| <input checked="" type="checkbox"/> (3) mutual fund shares  |  |

**4. Methods of Analysis, Sources of Information, and Investment Strategies.**

## A. Applicant's security analysis methods include: (check those that apply)

- |   |   |
|---|---|
| (1) <input checked="" type="checkbox"/> Charting    | (4) <input checked="" type="checkbox"/> Cyclical                      |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input checked="" type="checkbox"/> Other (explain on Schedule F) |
| (3) <input checked="" type="checkbox"/> Technical   |   |

## B. The main sources of information applicant uses include: (check those that apply)

- |   |  |
|---|--|
| (1) <input checked="" type="checkbox"/> Financial newspapers and magazines    | (5) <input checked="" type="checkbox"/> Timing services  |
| (2) <input checked="" type="checkbox"/> Inspections of corporate activities   | (6) <input checked="" type="checkbox"/> Annual reports, prospectuses, filings with the<br>Securities and Exchange Commission |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | (7) <input checked="" type="checkbox"/> Company press releases   |
| (4) <input checked="" type="checkbox"/> Corporate rating services             | (8) <input type="checkbox"/> Other (explain on Schedule F)   |

## C. The investment strategies used to implement any investment advice given to clients include: (check those that apply)

- |  |   |
|--|---|
| (1) <input checked="" type="checkbox"/> Long term purchases<br>(securities held at least a year) | (5) <input checked="" type="checkbox"/> Margin transactions   |
| (2) <input checked="" type="checkbox"/> Short term purchases<br>(securities sold within a year)  | (6) <input checked="" type="checkbox"/> Option writing, including covered options,<br>uncovered options or spreading strategies |
| (3) <input type="checkbox"/> Trading (securities sold within 30 days)                            | (7) <input type="checkbox"/> Other (explain on Schedule F)  |
| (4) <input checked="" type="checkbox"/> Short sales  |   |

**Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).**

**FORM ADV****Part II - Page 4**

Applicant:

**Lateef Investment Management**

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**801-09747**

Date:

**February 23, 2010****5. Education and Business Standards.**

Are there any general standards of education or business experience that applicant requires of those involved in determining or giving investment advice to clients? . . . . .

Yes No  
☒ ☐

(If yes, describe these standards on Schedule F.)

**6. Education and Business Background.**

For:

- each member of the investment committee or group that determines general investment advice to be given to clients, or
- if the applicant has no investment committee or group, each individual who determines general investment advice given to clients (if more than five, respond only for their supervisors)
- each principal executive officer of applicant or each person with similar status or performing similar functions.

On Schedule F, give the:

- |                 |  |
|-----------------|--|
| • name          | • formal education after high school               |
| • year of birth | • business background for the preceding five years |

**7. Other Business Activities.** (check those that apply)

- ☐ A. Applicant is actively engaged in a business other than giving investment advice.
- ☐ B. Applicant sells products or services other than investment advice to clients.
- ☐ C. The principal business of applicant or its principal executive officers involves something other than providing investment advice.

(For each checked box describe the other activities, including the time spent on them, on Schedule F.)

**8. Other Financial Industry Activities or Affiliations.** (check those that apply)

- ☐ A. Applicant is registered (or has an application pending) as a securities broker-dealer.
- ☐ B. Applicant is registered (or has an application pending) as a futures commission merchant, commodity pool operator or commodity trading adviser.
- C. Applicant has arrangements that are material to its advisory business or its clients with a related person who is a:
- |  |  |
|--|--|
| <input type="checkbox"/> (1) broker-dealer   | <input type="checkbox"/> (7) accounting firm                                       |
| <input checked="" type="checkbox"/> (2) investment company   | <input type="checkbox"/> (8) law firm  |
| <input type="checkbox"/> (3) other investment adviser  | <input type="checkbox"/> (9) insurance company or agency                           |
| <input type="checkbox"/> (4) financial planning firm   | <input type="checkbox"/> (10) pension consultant                                   |
| <input type="checkbox"/> (5) commodity pool operator, commodity trading adviser or futures commission merchant | <input type="checkbox"/> (11) real estate broker or dealer                         |
| <input type="checkbox"/> (6) banking or thrift institution   | <input type="checkbox"/> (12) entity that creates or packages limited partnerships |

(For each checked box in C, on Schedule F identify the related person and describe the relationship and the arrangements.)

- D. Is applicant or a related person a general partner in any partnership in which clients are solicited to invest?.....
- Yes No  
☐ ☒

(If yes, describe on Schedule F the partnerships and what they invest in.)

**Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).**

**FORM ADV**  
**Part II - Page 5**

Applicant:

**Lateef Investment Management**

SEC File Number:

801- **09747**

Date:

**February 23, 2010**

**9. Participation or Interest in Client Transactions.**

Applicant or a related person: (check those that apply)

- ☐ A. As principal, buys securities for itself from or sells securities it owns to any client.
- ☐ B. As broker or agent effects securities transactions for compensation for any client.
- ☐ C. As broker or agent for any person other than a client effects transactions in which client securities are sold to or bought from a brokerage customer.
- ☐ D. Recommends to clients that they buy or sell securities or investment products in which the applicant or a related person has some financial interest.
- ☒ E. Buys or sells for itself securities that it also recommends to clients.

(For each box checked, describe on Schedule F when the applicant or a related person engages in these transactions and what restrictions, internal procedures, or disclosures are used for conflicts of interest in those transactions.)

- 10. Conditions for Managing Accounts.** Does the applicant provide investment supervisory services, manage investment advisory accounts or hold itself out as providing financial planning or some similarly termed services *and* impose a minimum dollar value of assets or other conditions for starting or maintaining an account? .....

Yes    No  
☒    ☐

(If yes, describe on Schedule F.)

- 11. Review of Accounts.** If applicant provides investment supervisory services, manages investment advisory accounts, or holds itself out as providing financial planning or some similarly termed services:

- A. Describe below the reviews and reviewers of the accounts. **For reviews**, include their frequency, different levels, and triggering factors. **For reviewers**, include the number of reviewers, their titles and functions, instructions they receive from applicant on performing reviews, and number of accounts assigned each.

**See Item 11. A . on Schedule F**

- B. Describe below the nature and frequency of regular reports to clients on their accounts.

**See Item 11. B. on Schedule F**

**Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).**

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February 23, 2010

**12. Investment or Brokerage Discretion.**

A. Does applicant or any related person have authority to determine, without obtaining specific client consent, the:

(1) securities to be bought or sold? . . . . .

Yes No

☒ ☐

(2) amount of the securities to be bought or sold ? . . . . .

Yes No

☒ ☐

(3) broker or dealer to be used ? . . . . .

Yes No

☒ ☐

(4) commission rates paid? . . . . .

Yes No

☒ ☐

B. Does applicant or a related person suggest brokers to clients? . . . . .

Yes No

☒ ☐

For each yes answer to A describe on Schedule F any limitations on the authority. For each yes to A(3), A(4) or B, describe on Schedule F the factors considered in selecting brokers and determining the reasonableness of their commissions. If the value of products, research and services given to the applicant or a related person is a factor, describe:

- the products, research and services
- whether clients may pay commissions higher than those obtainable from other brokers in return for those products and services
- whether research is used to service all of applicant's accounts or just those accounts paying for it; and
- any procedures the applicant used during the last fiscal year to direct client transactions to a particular broker in return for products and research services received.

**13. Additional Compensation.**

Does the applicant or a related person have any arrangements, oral or in writing, where it:

A. is paid cash by or receives some economic benefit (including commissions, equipment or non-research services) from a non-client in connection with giving advice to clients? . . . . .

Yes No

☐ ☒

B. directly or indirectly compensates any person for client referrals? . . . . .

Yes No

☒ ☐

(For each yes, describe the arrangements on Schedule F.)

**14. Balance Sheet.** Applicant must provide a balance sheet for the most recent fiscal year on Schedule G if applicant:

- has custody of client funds or securities; or
- requires prepayment of more than \$500 in fees per client and 6 or more months in advance

Has applicant provided a Schedule G balance sheet? . . . . .

Yes No

☒ ☐

**Schedule F of  
Form ADV  
Continuation Sheet for Form  
ADV Part II**

Applicant:	SEC File Number:	Date:
<b>Lateef Investment Management</b>	801- 09747	<b>February 23, 2010</b>

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>Lateef Investment Management</b>	IRS Empl. Ident. No.: <b>94-6330378</b>
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Item of Form (Identify)	Answer
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**1.A, 1.C, 1.D**

**ADVISORY SERVICES AND FEES**

Lateef Investment Management ("LATEEF") has been in operation since 1974. LATEEF is actively engaged in providing investment management and investment advisory services to institutions and individual clients. Such services may include one of the following:

1. Assisting the client in the development and subsequent modification of appropriate investment objectives, guidelines, and restrictions;
2. Determining an appropriate investment strategy, consistent with the investment objectives, guidelines, and restrictions established by the client and reviewing and modifying such strategy through meetings and consultations with the client or its agents from time to time;
3. Implementing the investment strategy through purchase and sale of securities and/or other financial instruments and the investment and reinvestment of cash balances for the client's account;
4. Providing information and instructions to the custodian (or trustee) of the client's account so that transactions for the account are settled in an accurate and timely manner, and reconciling its records with those of the custodian (or trustee) on a periodic basis;
5. Monitoring the individual instruments held in the account so that the individual instruments and the overall portfolio remain consistent with the investment strategy for the account as well as the client's investment objectives, guidelines, and restrictions;
6. Valuing securities and other financial instruments held in the portfolio;
7. Evaluating proxy statements and proposed corporate actions, providing advice related to proxy voting and voting proxies; and
8. Furnishing reports to the client on a periodic basis concerning account activity and performance.

LATEEF does not provide all of the services listed above to all clients.

LATEEF offers investment management and investment advisory services for equity, fixed income and balanced accounts. In most instances, accounts are managed on a fully discretionary basis. LATEEF is typically compensated for such services on the basis of fees calculated as a percentage of assets under management, although alternative fee arrangements may be agreed upon in appropriate circumstances.

LATEEF currently maintains two separate investment platforms. The California Team Platform consists of products managed by Khateeb A. Lateef, Scott Chapman, Quoc Tran and James Tarkenton. The Oregon Team Platform consists of products managed by Larry Frager.

Payment Frequency/Calculation Method:

For accounts opened before 12/31/04, LATEEF's fees are generally payable annually in advance. The annual fee is calculated by multiplying the fair market value of cash and securities in the portfolio as of the close of business on the date proceeding the first day of the annual period by the applicable annual fee rate(s). For accounts opened after 12/31/04, LATEEF's fees are generally

**Schedule F of  
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Continuation Sheet for Form  
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Applicant:	SEC File Number:	Date:
<b>Lateef Investment Management</b>	801- 09747	<b>February 23, 2010</b>

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>Lateef Investment Management</b>	IRS Empl. Ident. No.: <b>94-6330378</b>
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Item of Form (Identify)	Answer
	<p>payable quarterly in arrears. The quarterly fee is calculated by multiplying the fair market value of cash and securities in the portfolio as of the close of the calendar quarter by the applicable quarterly fee rate(s) prorated for any partial quarter.</p> <p>Alternative frequency of payments and/or methods of calculation may be available, where appropriate or upon a client's request.</p> <p>LATEEF's fees are ordinarily calculated by LATEEF, based on LATEEF's valuation of the assets in the client's portfolio. In certain instances, LATEEF and the client may agree that fees should be calculated based upon the custodian's valuation of the assets in the client's portfolio.</p> <p>In the event of a client termination, management fees paid in advance will be prorated as of the date of termination and the unearned portion thereof will be returned to the client.</p> <p><u>Fee Schedule – California Team Managed Products:</u> LATEEF's standard fee schedules for the California Team managed products are as follows:</p> <p style="text-align: center;"><b>(All-Cap Equity)</b> <b>ON CASH AND SECURITIES TOTALING:</b> 1.00% on the first \$15,000,000 plus .75% on the next \$15,000,000 plus .625% on the next \$15,000,000 plus .50% on assets over \$45,000,000 Minimum Quarterly Fee: All-Cap Equity \$2,500</p> <p style="text-align: center;"><b>(Growth Equity)</b> <b>ON CASH AND SECURITIES TOTALING:</b> .75% on the first \$15,000,000 plus .625% on the next \$15,000,000 plus .50% on assets over \$30,000,000 Minimum Quarterly Fee: Growth Equity \$468.75</p> <p><u>Fee Schedule – Oregon Managed Products:</u> LATEEF's standard fee schedule for the Oregon managed products is as follows:</p> <p style="text-align: center;"><b>ON CASH AND SECURITIES TOTALING:</b> 1.00% on the first \$3,000,000 plus .75% on the next \$2,000,000 plus .625% on the next \$5,000,000 plus Minimum Quarterly Fee: \$1,875</p> <p>Different fee schedules may be available for accounts with higher amounts of assets under management.</p>



**Schedule F of  
Form ADV  
Continuation Sheet for Form  
ADV Part II**

Applicant:	SEC File Number:	Date:
<b>Lateef Investment Management</b>	801- 09747	<b>February 23, 2010</b>

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>Lateef Investment Management</b>	IRS Empl. Ident. No.: <b>94-6330378</b>
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Item of Form (Identify)	Answer
<b>4.A</b>	<p>It is LATEEF's general policy to charge fees to clients in accordance with the fee schedule in effect at the time the client first entered into an investment management or investment advisory relationship with LATEEF. However, in certain circumstances, fees may be subject to negotiation, and fees may be modified for particular clients. The reasons for such modifications may include, without limitation, the type of product provided, the complexity and level of service provided, the number of different accounts and the total assets under management for that client and related clients, other services provided by the advisor, other administrative services provided, or other circumstances or factors that LATEEF deems relevant. A different fee schedule may apply if an account receives services that are more limited than full discretionary investment management, or if an account has specialized investment objectives, guidelines and restrictions. Certain accounts of persons affiliated with LATEEF may be managed without fees or at reduced fees.</p> <p>When LATEEF manages accounts for a particular client, or for a related group of clients, fee calculation may be based on the total assets under management or a relationship fee discount may be available.</p> <p>Investment management and investment advisory contracts between LATEEF and its clients generally are terminable at any time by either party by thirty days written notice. In the event of termination, advisory fees will be prorated over the period during which investment management or investment advisory services were provided.</p> <p><b>METHODS OF SECURITIES ANALYSIS</b></p> <p>LATEEF's security analysis methods vary by type of account (equity, fixed income or balanced), and are dependent upon each individual account's investment objectives, guidelines, and restrictions. In general, LATEEF seeks for its clients the most favorable returns available on a risk-adjusted basis.</p> <p>For taxable clients, LATEEF evaluates investment returns and investment alternatives on a pre-tax and after-tax basis. This may lead to holding securities with large unrealized gains where the near-term prospects appear to be less favorable than alternative investments but where longer-term prospects appear favorable.</p> <p>For balanced accounts, LATEEF evaluates the trade-offs between equity and fixed income securities on a regular basis and adjusts asset mixes in balanced portfolios accordingly.</p> <p>LATEEF currently maintains two separate investment platforms. The California Team Platform consists of products managed by Khateeb A. Lateef, Scott Chapman, Quoc Tran and James Tarkenton. The Oregon Team Platform consists of products managed by Larry Frager.</p>

**Schedule F of  
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ADV Part II**

Applicant:  <b>Lateef Investment Management</b>	SEC File Number:  801- 09747	Date:  <b>February 23, 2010</b>
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>Lateef Investment Management</b>	IRS Empl. Ident. No.: <b>94-6330378</b>
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Item of Form (Identify)	Answer
5.	<p><b>EDUCATION AND BUSINESS STANDARDS</b></p> <p>LATEEF requires investment professionals to have an appropriate business and educational background. Although there are no set credentials that investment professionals must possess, LATEEF generally expects that investment professionals will possess, at a minimum, a college degree and have experience in investment analysis and/or portfolio management. A Master of Business Administration or other advanced degree is desirable, but not required. Investment personnel are also encouraged to become Chartered Financial Analysts ("CFA") and to take other examinations and earn other professional designations that may be relevant to their positions. Appropriate work experience may be substituted for educational degrees or a CFA designation.</p>
6.	<p><b>EDUCATION AND BUSINESS BACKGROUND</b></p> <p><u>Khateeb "Al" Lateef</u>, Founder and Portfolio Manager (born in 1931), participates on the California Managed Products Team as a portfolio manager and analyst. As the founder of the firm, Mr. Lateef is a member of the Executive Committee. Mr. Lateef is a Chartered Financial Analyst and received his B.S. degree from Fordham University in 1959. In 1959, he joined the Trust Investment Department of the Bank of America as a securities analyst. In 1964, Mr. Lateef joined Glore Forgan, Wm. R. Staats, Inc., which later merged with F.I. Dupont. At the time of the merger, Mr. Lateef was Vice President and voting stockholder in charge of West Coast research. He joined Hambrecht &amp; Quist, in 1970, as General Partner in charge of research. In 1974, after fifteen years devoted to investment research in the securities business, he formed the investment advisory firm of Lateef Investment Management.</p> <p><u>Scott A. Chapman</u>, Managing Director and Portfolio Manager (born in 1958), participates on the California Managed Products Team as a portfolio manager and analyst. Chapman is a Chartered Financial Analyst and received his B.S. degree in Accounting from Santa Clara University in 1980 and his MBA in Finance from Golden Gate University in 1983. In 1991, Mr. Chapman was a Senior Portfolio Manager and Director of Growth Strategy at HighMark Capital Management. In 1998, he joined Founders Asset Management as a Senior Portfolio Manager and Director of Large-Cap Growth Strategy. In 2002, Mr. Chapman joined Lateef Investment Management as a Portfolio Manager.</p> <p><u>Quoc Tran</u>, Managing Director and Portfolio Manager (born in 1973), participates on the California Managed Products Team as a portfolio manager and research analyst. Mr. Tran received his B.A. degree from Bates College in 1995 and his MBA in Finance and Competitive Strategy from University of Chicago in 1999. In 1996, Mr. Tran joined Kemper Investments as research analyst. In 1998, he joined Goldman Sachs &amp; Company as Vice President and Director of Institutional Sales. In 2002, Mr. Tran returned to the buy-side and joined Wallace R. Weitz &amp; Company where he was an Investment Analyst, Co-Portfolio Manager and Head of Private Client Services. In 2005, Mr. Tran joined Lateef Investment Management as a Portfolio Manager.</p>

**Schedule F of  
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Continuation Sheet for Form  
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Applicant:	SEC File Number:	Date:
<b>Lateef Investment Management</b>	801- 09747	<b>February 23, 2010</b>

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>Lateef Investment Management</b>	IRS Empl. Ident. No.: <b>94-6330378</b>
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Item of Form (Identify)	Answer
<b>8.C(2)</b>	<p><u>James Tarkenton</u>, Managing Director and Portfolio Manager (born in 1972), participates on the California Managed Products Team as a portfolio manager and research analyst. Mr. Tarkenton is a Chartered Financial Analyst and received his B.S. degree in Finance from Virginia Commonwealth University and his MBA with honors from University of North Carolina at Chapel Hill. Prior to joining Lateef Investment Management, Mr. Tarkenton was a Managing Member and Portfolio Manager at RBO &amp; Co., LLC. Prior to RBO, Mr. Tarkenton worked as a Vice President and Senior Research Analyst at Oak Value Capital Management and as a Senior Research Associate at Cambridge Associates.</p> <p><u>Larry N. Frager</u>, Portfolio Manager (born in 1944), heads our Portland, Oregon office and manages the Oregon Team Products. Mr. Frager received his J.D. degree from the School of Law at UCLA. Prior to joining Lateef Investment Management in 1982, Mr. Frager practiced corporate law in Portland, Oregon. Earlier, he had worked at the law firms Dewey, Ballantine, Bushby, Palmer &amp; Wood in New York, and Carlsmith, Carlsmith, Wichman &amp; Case in Honolulu, Hawaii.</p> <p><u>Ryan F. Willson</u>, Chief Executive Officer (born in 1969), is a member of the Executive Committee and heads up the firm's Client Service and Marketing division. Mr. Willson received his B.A. degree from University of Southern California in 1993. Prior to joining Lateef Investment Management in 2000, Mr. Willson was the Founder and President of Willson Investment Management, Inc. Prior to that, he held account executive and financial consultant positions at Dean Witter and Merrill Lynch respectively.</p> <p><u>Justus H. Leachman</u>, Chief Operating Officer/Chief Financial Officer (born in 1969). Mr. Leachman is a member of the Executive Committee. Mr. Leachman graduated in 1991 from the University of the Pacific with a B.S. degree in Business Administration. Before joining the firm in 2002, he was Director of Portfolio Operations and Administration at Dresdner RCM Global Investors in San Francisco. Prior to that, he spent six years as a Management Consultant for Pricewaterhouse Coopers LLP, in their Investment Management and Securities Operations Consulting Group.</p> <p><b>OTHER FINANCIAL INDUSTRY AFFILIATIONS</b></p> <p>LATEEF is the investment adviser to the Lateef Fund of FundVantage Trust.</p>

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Form ADV  
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ADV Part II**

Applicant:	SEC File Number:	Date:
<b>Lateef Investment Management</b>	801- 09747	<b>February 23, 2010</b>

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>Lateef Investment Management</b>	IRS Empl. Ident. No.: <b>94-6330378</b>
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<b>9.E</b>	<p><b>PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS</b></p> <p>LATEEF permits its employees to engage in personal securities transactions, and to purchase and sell securities that may be held by or may be suitable for investment by client accounts. Personal securities transactions may raise potential conflicts of interest with the interests of LATEEF clients. Accordingly, LATEEF has adopted policies (Lateef Code of Ethics) designed to mitigate conflicts of interest and the potential appearance of impropriety in an employee's personal action. In order to ensure compliance with the policy, each LATEEF employee is required to instruct each broker-dealer with whom he or she maintains an account to send directly to LATEEF's Chief Compliance Officer a duplicate copy of all transaction confirmations generated by that broker-dealer for that employee's account.</p> <p>LATEEF restricts the purchase and sale by its personnel for their own accounts, securities that have been or are being considered for purchase for client accounts. For across-the-board trades, personnel are not to engage in a transaction in the same security while an order for a client's account is pending or within a certain period of time before (2 days) and after (same day) execution of the transaction in that security on behalf of the client. However, personnel ARE permitted to engage in transactions in the same security if the client activity is the result of a client cash flow or direction (client directed).</p> <p>LATEEF's policy is intended to conform generally to the recommendations of the CFA Institute.</p> <p>LATEEF may, from time to time, buy or sell securities for its own investment account. In addition, LATEEF is the sponsor of the LATEEF Profit Sharing Plan (the "Plan"), a plan whose participants are limited to employees of LATEEF. The Plan is administered by Pensionalysis, Inc. The Plan may invest in securities that may be recommended to or held by LATEEF clients.</p> <p>To obtain a copy of the Code of Ethics, please contact Robert Horvath (415-461-3800 or <a href="mailto:rhervath@lateef.com">rhervath@lateef.com</a>).</p>
<b>10.</b>	<p><b>CONDITIONS FOR MANAGING ACCOUNTS</b></p> <p>LATEEF generally requires a minimum of \$1,000,000 in assets for the establishment of an investment management or advisory account, although exceptions may be made if circumstances warrant on a case-by-case basis. Accounts also may be opened at smaller asset levels if growth is expected within a reasonable time frame, if a relationship exists between that account and an existing account, if the account is one of several accounts referred to LATEEF by the same person or entity, or if LATEEF deems it appropriate</p> <p>Clients generally are required to enter into a written investment management or investment advisory agreement prior to establishment of an account with LATEEF.</p>

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<b>11.A</b>	<p>LATEEF will not enter into an investment management or investment advisory relationship with any prospective client whose investment objectives, guidelines, and restrictions are deemed to be incompatible with LATEEF's basic investment philosophy or strategies, or if the prospective client's investment objectives, guidelines, and restrictions are deemed to be unduly restrictive.</p> <p><b>PROCESS FOR MONITORING INVESTMENT PORTFOLIOS</b></p> <p>All accounts are reviewed on a regular periodic basis to include: all assets, their weightings in the portfolio, current market prices and the cash position. Accounts are also reviewed: (1) when changes have occurred since the last review which includes the aforementioned items, (2) when a decision has been made regarding a security held in the account, such as the addition, liquidation or the switching of a position, (3) when prompted by client communication, (4) when notified of a contribution or withdrawal of assets, (5) when a decision has been made to alter the asset allocation.</p>
<b>11.B</b>	<p><b>NATURE AND FREQUENCY OF REGULAR REPORTS</b></p> <p>Reports are furnished to each client on a quarterly basis. Reports generally include a statement of account status, unrealized gains and losses, and account performance. Year-end reports also include detailed information for tax purposes, such as dividends, interest and realized gains and losses.</p>
<b>12.A(3) &amp; (4)</b>	<p><b>INVESTMENT OR BROKERAGE DISCRETION</b></p> <p>In those cases where Client has selected a particular broker or dealer and/or directs transactions to a particular broker or dealer (directed brokerage arrangement), Client is hereby advised that Adviser might be in a better position to (i) negotiate commissions and (ii) arrange "best execution" if brokerage was not so selected/directed by the Client. In the cases where Client has negotiated an "asset based" commission structure instead of a "transaction based" commission structure, Client is hereby advised that the reasonableness of this asset based fee is dependent on LATEEF's trading volume over the period and may result in a higher fee than would be paid under a "transaction based" structure.</p> <p>LATEEF participates in a number of Managed Account (aka WRAP) programs that direct accounts to LATEEF. LATEEF has a fiduciary obligation to determine whether the wrap-fee arrangements are suitable for clients. LATEEF has delegated this suitability responsibility to the wrap-fee program sponsors and relies on the sponsors to determine if the program and its fees are suitable for clients. On an annual basis, LATEEF will obtain a certification letter from each program sponsor confirming that the sponsor has accepted the delegated responsibility and is adequately performing the function.</p>

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<b>12.B</b>	<p>LATEEF has a significant number of brokerage relationships. As a result, LATEEF aggregates pending orders by brokerage firm. The aggregated orders are then randomly sorted to determine the order in which the trades are placed for execution. LATEEF uses a pro-rata allocation method for distributing securities among client accounts when allocating partial fills within specific brokers.</p> <p><b>INVESTMENT OR BROKERAGE DISCRETION</b></p> <p>LATEEF will endeavor to select those brokers or dealers, which will provide the best services at the lowest commission rates possible. The reasonableness of commissions is based on the broker's ability to provide professional services, competitive commission rates, research and other services, which will help LATEEF in providing investment management services to clients. LATEEF may, therefore, recommend the use of (or use) a broker who provides useful research and securities transaction services even though a lower commission may be charged by a broker who offers no research services and minimal securities transaction assistance. Research services may be useful for the account for which the particular transaction was effected.</p> <p>In certain instances, LATEEF receives from broker and/or dealers products or services, which are used both for investment research and for administrative, marketing, or other non-research purposes. In such instances, LATEEF makes a good faith effort to determine the percentage of such products or services, which may be considered as investment research. The portion of the costs of such products or services attributable to research usage may be defrayed by LATEEF through directing brokerage commissions generated by client transactions, (soft dollars). This may be done without prior agreement or understanding by the client (and done at LATEEF's discretion).</p> <p>In those cases where Client has selected a particular broker or dealer and/or directs transactions to a particular broker or dealer (directed brokerage arrangement), Client is hereby advised that Adviser might be in a better position to (i) negotiate commissions and (ii) arrange "best execution" if brokerage was not so selected/directed by the Client.</p>

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<b>13.B</b>	<p><b>ADDITIONAL COMPENSATION</b></p> <p>If LATEEF obtains a new client as a result of a referral from an employee or other individual, LATEEF may compensate such person and if so enters into a Client Solicitation Agreement and duly informs the client of the nature of the arrangement.</p> <p>In some cases LATEEF will direct brokerage to certain brokers or dealers who have referred clients to LATEEF. Under such circumstances, the client is not, in all instances, assured of best execution and/or lowest commissions and/or broker/dealer compensation. Adviser will have no liability with respect to the acts, conduct, commissions or omissions of any such broker or dealer.</p> <p>LATEEF participates in a number of referral programs that provide qualified leads to LATEEF. Participation in these programs may pose potential conflicts of interest. LATEEF does not directly compensate the program sponsor for these leads. The leads are not required to custody their assets with the program sponsor. If the lead decides to engage the services of the program sponsor, the program sponsor will be the primary broker for the account and, as a result, will receive compensation in the form of brokerage commissions on the trades executed by the sponsor for the account.</p> <p>LATEEF participates in a number of Managed Account (aka WRAP) programs that direct accounts to LATEEF. LATEEF does not compensate the program sponsor for these accounts. The program sponsor charges a bundled fee (in some cases, representing research, execution and reporting services) of which a portion (0.50 basis points) is paid to LATEEF for providing investment advisory services to the account. Client is hereby advised that the services provided for the bundled fee may be less costly if negotiated on an unbundled basis. Client is also hereby advised that Adviser might be in a better position to (i) negotiate commissions and (ii) arrange "best execution" if brokerage was not so selected or directed by the Client.</p> <p>LATEEF currently participates in the following Managed Account programs:</p> <ol style="list-style-type: none"> <li>1. Credit Suisse – Preferred Advisors</li> <li>2. Deutsche Bank – Adviser Select</li> <li>3. Smith Barney – Fiduciary Services (F.S.)</li> <li>4. Bank of Marin – Bank of Marin</li> <li>5. Envestnet – Envestnet</li> <li>6. LPL – Manager Select</li> <li>7. Morgan Stanley – Access</li> <li>8. Morgan Keegan – Preferred Managers</li> <li>9. Charles Schwab - Access</li> </ol>

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<b>Other</b>	<p><b>PROXY VOTING POLICY</b></p> <p>LATEEF typically does not vote proxies as part of its discretionary authority to manage accounts, unless the client has requested LATEEF to do so either in writing. When voting proxies, LATEEF's primary objective is to make voting decisions solely in the best economic interests of its clients. LATEEF will act in a manner that it deems prudent and diligent and which is intended to enhance the economic value of the underlying securities held in its clients' accounts.</p> <p>LATEEF has adopted written Proxy Policy Guidelines and Procedures (the "Proxy Guidelines") that are reasonably designed to ensure that LATEEF is voting in the best interest of its clients. The Proxy Guidelines reflect LATEEF's general voting positions on specific corporate governance issues and corporate actions. Some issues may require a case-by-case analysis prior to voting and may result in a vote being cast that will deviate from the Proxy Guidelines. Upon receipt of a client's written request, LATEEF may also vote proxies for that client's account in a particular manner that may differ from the Proxy Guideline. Deviation from the Proxy Guidelines will be documented and maintained in accordance with Rule 204-2 under the Investment Advisers Act of 1940.</p> <p>In accordance with the Proxy Guidelines, LATEEF may review additional criteria associated with voting proxies and evaluate the expected benefit to its clients when making an overall determination on how or whether to vote the proxy. LATEEF may vote proxies individually for an account or aggregate and record votes across a group of accounts, strategy or product. In addition, LATEEF may refrain from voting a proxy on behalf of its clients' accounts due to de-minimis holdings, impact on the portfolio, items relating to foreign issuers, timing issues related to the opening/closing of accounts and contractual arrangements with clients and/or their authorized delegate.</p> <p>To assist in the proxy voting process, LATEEF may retain an independent third party service provider to assist in providing research, analysis and voting recommendations on corporate governance issues and corporate actions as well as assist in the administrative process. LATEEF currently uses RiskMetrics as a third party service provider for proxy voting.</p> <p><u><i>Conflicts of Interest</i></u></p> <p>LATEEF may have conflicts of interest that can affect how it votes its clients' proxies. For example, LATEEF may manage a pension plan whose management is sponsoring a proxy proposal. The Proxy Guidelines are designed to prevent material conflicts of interest from affecting the manner in which LATEEF votes its clients' proxies. In order to ensure that all material conflicts of interest are addressed appropriately while carrying out its obligation to vote proxies, LATEEF has designated a Managing Director who is not on the Investment Team to be responsible for addressing how LATEEF resolves such material conflicts of interest with its clients. Resolution of all material conflicts of interest will be documented.</p>



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	<p>To obtain a copy of the Proxy Guidelines or to obtain information on how your account's securities were voted, please contact Robert Horvath (415-461-3800 or <a href="mailto:rhovath@lateef.com">rhovath@lateef.com</a>).</p> <p><b>BEST EXECUTION REVIEW</b></p> <p>On a quarterly basis, LATEEF formally assesses the quality of execution of its brokers. First, the Portfolio Managers make a qualitative assessment of each currently active broker's research through a Broker Vote. In addition, LATEEF's Trading Desk assesses the execution of brokers' trades by completing a Broker Trader Assessment. Several factors are considered by the Trading Desk, including: a broker's speed in executing trades; convenience of the broker's operations, settlement and delivery instructions; trade price; costs – fees and low commissions associated with trades; market knowledge; market impact (liquidity) and confidentiality.</p> <p>The CCO reviews the assessments made by the Portfolio Managers and the Trading Desk and compares the results to the target commissions established for each broker (as well as the actual commissions paid in the most recently completed quarter). The CCO maintains the Broker Votes and Broker Trader Assessments in LATEEF's Best Execution File.</p> <p><b>PRIVACY POLICY</b></p> <p>LATEEF values our clients' trust and are committed to the responsible management, use and protections of personal information. All investment advisers, such as LATEEF, must collect a certain amount of personal information to service our clients and administer our business.</p> <p>The following points describe our policy regarding the collection and disclosure of personal information:</p> <p>1. <u>Categories of Personal Information Collected.</u> Personal information, as used in this notice, means information that identifies an individual personally and is not otherwise available to the public. It includes, but may not be limited to, personal financial information, such as assets, liabilities, income, net worth and other similar financial information. We collect personal information from our clients in agreements, applications or other forms; and, we collect personal information about our clients' transactions with us and others (e.g., the broker-dealer(s) used by our clients in connection with their utilization of our investment advisory services).</p> <p>2. <u>Disclosure of Personal Information.</u> We do not disclose any of the personal information that we collect to anyone, except as permitted by law.</p>

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	<p>3. <u>Access to Personal Information.</u> LATEEF's partners and employees have access to personal information on a "need-to-know" basis in the course of performing their services, which includes advising clients and administering client accounts with respect to matters relating to or arising out of performance of LATEEF's investment advisory services.</p> <p>4. <u>Security Measures.</u> We use physical and procedural security measures to maintain the confidentiality and integrity of personal information in our possession and guard against unauthorized access to it. Some techniques we employ to protect personal information include locked files and user authentication. We are responsible for identifying information that must be protected, providing and adequate level of protection for that information and granting access to protected information only to persons who must use it in the performance of their job or service related duties. Partners or employees who violate our Privacy Policy will be subject to disciplinary action, which may include termination or expulsion, as the case may be. Hardcopy information is disposed of securely via locked storage containers and is then shredded.</p> <p>5. <u>Continuation of Privacy Policy.</u> We will continue to follow this Privacy Policy regarding personal information, even where a client or customer relationship no longer exists.</p> <p>6. <u>Notifications.</u> LATEEF will notify its clients/customers of its Privacy Policy at the inception of its client/customer relationship with a given client and annually thereafter.</p> <p>7. <u>Changes to Privacy Policy.</u> This Privacy Policy is subject to change at any time. We will notify our clients/customers of any modifications as necessary, not less than annually.</p> <p><b>BUSINESS CONTINUITY PLAN</b></p> <p>LATEEF has developed a Business Continuity Plan ("BCP") to launch a timely recovery after an event has interrupted business operations. The basis of the BCP is to minimize the impact of a disaster to the firm, its employees, and clients. It is not designed for the restoration of "business-as-usual", but rather business continuation on an emergency-level in order to restore critical activities within an acceptable timeframe. The BCP is reviewed by the CCO for accuracy periodically and as changes arise. The various procedures outlined in the BCP will be tested no less than annually to ensure integrity. Testing will be coordinated and documented by the CCO and the BCP may be revised based on the results of the tests.</p>