

BROCHURE SUPPLEMENT

May 2012

This brochure supplement provides information about Douglas K. Scott that supplements the Warburton Capital Management, LLC brochure. You should have received a copy of that brochure. Please contact Douglas K. Scott if you did not receive the Warburton Capital Management, LLC brochure or if you have any questions about the contents of this supplement.

Additional information about Douglas K. Scott is available on the SEC's website at www.adviserinfo.sec.gov.

Douglas K. Scott
Warburton Capital Management, LLC
15 East 5th Street, Suite 3675
Tulsa, Oklahoma 74103
Phone: (918) 794-3000

Educational Background and Business Experience

Douglas K. Scott was born in 1959. He graduated from the University of Arkansas in 1981 with a B.A. in English.

Mr. Scott has been President of Warburton Capital Management, LLC since October 2009 and an investment advisor representative since August of the same year. He was a Senior Vice President with the Bank of Oklahoma from July of 1993 to February of 2009 where he directed the administration and marketing of Bank of Oklahoma's proprietary mutual fund complex- the Cavanal Hill Funds. From 1990 to 1993 he was the Director of Client Services for Andrews, Hentges Consolidated Financial Services. From 1981 to 1990, he was a Campus Staff Member with Intervarsity Christian Fellowship.

Disciplinary Information

Douglas K. Scott has no disciplinary history that is required to be disclosed by the U.S. Securities and Exchange Commission or state regulatory authorities.

Other Business Activities

The combined time spent by Mr. Scott on activities related to his affiliations with non-advisory businesses take up less than 10% of his work week and are performed outside of normal securities trading hours.

Additional Compensation

Certain product sponsors may provide Douglas K. Scott with other economic benefits as a result of his recommending or selling the product sponsors' investments. The economic benefits he receives from product sponsors can include, but are not limited to, financial assistance or the sponsorship of conferences and educational sessions, marketing support, incentive awards, payment of travel expenses, and tools to assist him in providing various services to clients.

Warburton Capital Management, LLC and Douglas K. Scott endeavor at all times to put the interest of its clients ahead of their own interests or those of the advisor's officers, directors, or representatives ("affiliated persons"). However, these arrangements could affect Mr. Warburton's judgment when recommending investment products and present a conflict of interest that may affect his judgment.

Supervision

Douglas K. Scott is the Chief Compliance Officer of Warburton Capital Management, LLC. He is responsible for developing, overseeing and enforcing the firm's compliance programs that have been established to monitor and supervise the activities and services provided by the firm and its representatives, including the managing partner, Thomas K. Warburton. He can be contacted at (918) 794-3000.

Requirements for State Registered Advisors

Mr. Scott has not been involved in an arbitration claim alleging damages in excess of \$2,500 resulting in an award or otherwise being found liable. Additionally, he has not been involved in a civil, self-regulatory organization or administrative proceeding resulting in an award or otherwise being found liable. He has not been the subject of a bankruptcy petition.