

Form ADV Part 2A Appendix 1 – Wrap Fee Program Brochure

Effective: March 31, 2013

This Wrap Fee Brochure provides information about the qualifications and business practices of SeaCrest Wealth Management, LLC (“SWM” or the “Advisor”) when offering services pursuant to a wrap fee program. If you have any questions about the contents of this Disclosure Brochure, please contact Edward M. Sullivan at (914) 502-1920.

SWM is a registered investment advisor with the U.S. Securities and Exchange Commission (“SEC”). The information in this Wrap Fee Brochure has not been approved or verified by the SEC or by any state securities authority. Registration of an investment advisor does not imply any specific level of skill or training. This Brochure provides information about SWM to assist you in determining whether to retain the Advisor.

Additional information about SWM and its advisory persons are available on the SEC’s website at www.adviserinfo.sec.gov.

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Item 2 – Material Changes

Form ADV 2 Appendix 1 provides information about a variety of topics relating to an Advisor's business practices and conflicts of interest. In particular, this Brochure discusses wrap fee programs offering by the Advisor, where the Advisor offers advisory services for a single fee that includes securities transaction costs.

SWM believes that communication and transparency are the foundation of our relationship and continually strive to provide our Clients with the complete and accurate information at all times. We encourage all current and prospective Clients to read this Wrap Fee Brochure and discuss any questions you may have with us. And of course, we always welcome your feedback.

Material Changes

This is the initial filing of the Wrap Fee Brochure.

Future Changes

From time to time, we may amend this Wrap Brochure to reflect changes in our business practices, changes in regulations and routine annual updates as required by the securities regulators. This complete Wrap Brochure or a Summary of Material Changes shall be provided to each Client annually and if a material change occurs in the business practices of SWM.

At any time, you may view the current Disclosure Brochure on-line at the SEC's Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov.

To review the firm information for SWM:

- Click **Investment Advisor Search** in the left navigation menu.
- Select the option for **Investment Advisor Firm** and enter **147092** (our firm's CRD number) in the field labeled "Firm IARD/CRD Number".
- This will provide access to Form ADV Part 2 – Appendix 1

You may also request a copy of this Wrap Brochure at any time, by contacting Edward M. Sullivan at (914) 502-1920.

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Item 4 – Services Fees and Compensation

A. Services

SeaCrest Wealth Management, LLC (“SWM” or the “Advisor”) is a Registered Investment Advisor with the U.S. Securities and Exchange Commission (“SEC”), which is organized as a Limited Liability Company (“LLC”) under the laws of the State of Delaware. SWM was established in May 2008, and is owned and operated by its Principals, Edward Sullivan, Rajesh Gupta, Richard Sanchez and Ronald Lenihan. SWM provides comprehensive wealth management services through its advisors in offices across the United States, including financial planning, consulting, and investment management. This Disclosure Brochure provides information regarding the qualifications, business practices, and the advisory services provided by SWM.

Prior to engaging SWM to provide investment advisory services, the client is required to enter into one or more written agreements with SWM setting forth the terms and conditions under which SWM renders its services (collectively the “Agreement”).

This Wrap Fee Brochure describes the business of SWM and its supervised persons. This Wrap Fee Brochure is a supplement to Form ADV2A, which provides detailed information about SWM, its service offerings, fees and other information about its business practices. The purpose of this Wrap Fee Brochure is to provide supplemental information for clients that enter into a Wrap Fee Program with SWM. **In instances where SWM pays the normal securities transaction costs on behalf of clients as part of a single advisory fee, it is considered a wrap fee program.**

Investment Management Services

SWM provides customized investment advisory solutions for its Clients. This is achieved through continuous personal Client contact and interaction while providing discretionary or non-discretionary investment management services. SWM works with each Client to identify their investment goals and objectives as well as risk tolerance and financial situation in order to create an allocation on investment assets. SWM will then construct a portfolio or investment plan, consisting of mutual funds, exchange-traded funds (“ETFs”), independent money managers (See below) to achieve the Client’s investment goals. The Advisor may also utilize individual stocks and bonds to meet the needs of its Clients.

For certain Clients, SWM also may render non-discretionary investment management services related to variable life/annuity products, individual employer-sponsored retirement plans, 529 college plans and/or other products that may not be held by the Client’s primary custodian. In so doing, SWM either directs or recommends the allocation of Client assets among the various investment options that are available to the Client. Client assets are maintained at the specific insurance company or custodian designated by the product.

SWM’s investment strategy is primarily long-term focused, but the Advisor may buy, sell or re-allocate positions that have been held less than one year to meet the objectives of the Client or due to market conditions. SWM will construct, implement and monitor the portfolio to ensure it meets the goals, objectives, circumstances, and risk tolerance agreed to by the Client. Each Client will have the opportunity to place reasonable restrictions on the types of investments to be held in their respective portfolio, subject to acceptance by the Advisor.

SWM evaluates and selects investments for inclusion in Client portfolios only after applying its internal due diligence process. SWM may recommend, on occasion, redistributing investment allocations to diversify the portfolio. SWM may recommend selling positions for reasons that include, but are not limited to, harvesting capital gains or losses, business or sector risk exposure to a specific security or class of securities, overvaluation or overweighting of the position[s] in the portfolio, change in risk tolerance of Client, generating cash to meet Client needs, or any risk deemed unacceptable for the Client’s risk tolerance.

SWM will provide investment advisory services and portfolio management services and will not provide securities custodial or other administrative services. At no time will SWM accept or maintain custody of a Client’s funds or securities. All Client assets will be managed within their designated brokerage account or pension account, pursuant to the Client Investment Management Agreement.

B. Program Costs

As noted above, SWM provides this Wrap Brochure as the Advisor pays all normal securities transactions costs associated with SWM investment strategies. The Client shall be responsible for non-routine transaction and custodial costs, including, but not limited to, Client-directed trades, trading away from the designated custodian, and liquidations associated with the initial portfolio implementation. The Client shall also be responsible for small account fees, wire fees, check fees and other fees not associated with the implementation of the Advisor's investment process.

SWM charges an annual fee based upon a percentage of the market value of the assets being managed by SWM. For clients offered this Wrap Fee program, SWM's annual fee includes normal brokerage commissions, and transaction fees in the management of the Client account.

SWM's annual fee is prorated and charged quarterly, in advance, based upon the market value of the assets being managed by SWM on the last day of the previous quarter. The annual fee varies up to 2.00% depending upon the market value of the assets under management, the type of investment management services to be rendered, and the representative rendering the advisory services.

SWM, in its sole discretion, may negotiate to charge a lesser management fee based upon certain criteria (i.e., anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, pre-existing client, account retention, pro bono activities, etc.).

Client-directed transactions and other costs and expenses that are outside the SWM investment process, will be the responsibility of the Client. However, SWM does not receive any portion of these commissions, fees, and costs.

Services provided under this Wrap Fee Program may cost the Client more or less than purchasing these types of investment management services separately. The costs of the wrap program varies depending on services to be provided be to each Client.

C. Other Fees

Clients may incur certain fees or charges imposed by third parties in connection with investment made on behalf of the Client's account[s]. For example, all fees paid to SWM for investment advisory services are separate and distinct from the expenses charged by mutual funds and exchange-traded funds to their shareholders, if applicable. These fees and expenses are described in each fund's prospectus. These fees and expenses will generally be used to pay management fees for the funds, other fund expenses, account administration (e.g., custody, brokerage and account reporting), and a possible distribution fee. A Client could invest in these products directly, without the services of SWM, but would not receive the services provided by SWM which are designed, among other things, to assist the Client in determining which products or services are most appropriate to each Client's financial situation and objectives. Accordingly, the Client should review both the fees charged by the fund[s] and the fees charged by SWM to fully understand the total fees to be paid.

D. Compensation

SWM is the sponsor and portfolio manager of this Wrap Fee Program. SWM receives an investment management fee (as described in Item 4.B. above) from each Client for investment management services. This fee includes all normal securities transaction costs as detailed above.

Item 5 – Account Requirements and Types of Clients

SWM provides its services to individuals, investment limited partnerships, pension and profit sharing plans, trusts, estates, charitable organizations, corporations and business entities. SWM generally does not impose a minimum account size for establishing a relationship, but certain investments may have minimums.

Item 6 – Portfolio Manager Selection and Evaluation

A. Portfolio Manager Selection

SWM acts as sponsor and as portfolio manager for this Wrap Fee Program. The Advisor generally does not select third-party advisors to manage the Program, but may deliver investment management services through its affiliated institutional asset management affiliate, SeaCrest Investment Management, LLC.

B. Related Persons

SWM personnel act as portfolio manager for this Wrap Fee Program. SWM does not act as portfolio manager for any third-party wrap fee programs.

C. Supervised persons

SWM advisory persons act as portfolio managers for this Wrap Fee Brochure. SWM offers investment advisory services to individuals, investment limited partnerships, pension and profit sharing plans, trusts, estates, charitable organizations, corporations and business entities.

Clients can engage SWM to manage all or a portion of their assets on a discretionary or non-discretionary basis. SWM primarily allocates clients' investment management assets among Independent Managers (as defined below), mutual funds, exchange traded funds ("ETFs"), and individual debt and equity securities. In addition, SWM may recommend that clients who are "accredited investors" as defined under Rule 501 of the Securities Act of 1933, as amended, invest in private placement securities, which may include debt, equity, and/or pooled investment vehicles when consistent with the clients' investment objectives. SWM also provides advice about any type of investment held in clients' portfolios.

SWM also may render non-discretionary investment management services to clients relative to variable life/annuity products that they may own, their individual employer-sponsored retirement plans, and/or 529 plans or other products that may not be held by the client's primary custodian. In so doing, SWM either directs or recommends the allocation of client assets among the various investment options that are available with the product. Client assets are maintained at the specific insurance company or custodian designated by the product. SWM tailors its advisory services to the individual needs of clients. SWM ensures that clients' investments are suitable for their investment needs, goals, objectives and risk tolerance.

Clients are advised to promptly notify SWM if there are changes in their financial situation or investment objectives or if they wish to impose any reasonable restrictions upon SWM's management services. Investment Management Services are offered as a "wrap fee program", which in this case means that the Advisor will manage client accounts consistent with its investment process and the client will not incur separate brokerage transactions charges for normal trading pursuant to the Advisor's investment process.

Performance-Based Fees

SWM does not provide any services for performance-based fees. Performance-based fees are those based on a share of capital gains on or capital appreciation of the assets of a client.

Methods of Analysis and Investment Strategies

SWM employs various forms of analysis, which may include both fundamental and technical.

Fundamental analysis involves the fundamental financial condition and competitive position of a company. SWM will analyze the financial condition, capabilities of management, earnings, new products and services, as well as the company's markets and position amongst its competitors in order to determine the recommendations made to clients. The primary risk in using fundamental analysis is that while the overall health and position of a company may be good, market conditions may negatively impact the security.

Technical analysis involves the analysis of past market data rather than specific company data in determining the recommendations made to clients. Technical analysis may involve the use of charts to identify market patterns and trends, which may be based on investor sentiment rather than the fundamentals of the company. The primary risk in using technical analysis is that spotting historical trends may not help to predict such trends in the future. Even if the trend will eventually reoccur, there is no guarantee that SWM will be able to accurately predict such a reoccurrence.

SWM maintains an open architecture approach to analyzing the needs of its clients and manages client assets through a long-term approach (rather than short term trading). As part of its portfolio management, SWM may utilize ETFs, individual equities, individual debt securities, mutual funds and/or Independent Managers.

Risk of Loss

Investing in securities involves certain investment risks. Securities may fluctuate in value or lose value. Clients should be prepared to bear the potential risk of loss. SWM will assist Clients in determining an appropriate strategy based on their tolerance for risk and other factors noted above. However, there is no guarantee that a Client will meet their investment goals.

Each Client engagement will entail a review of the Client's investment goals, financial situation, time horizon, tolerance for risk and other factors to develop an appropriate strategy for managing a Client's account. Client participation in this process, including full and accurate disclosure of requested information, is essential for the analysis of a Client's account. The Advisor shall rely on the financial and other information provided by the Client or their designees without the duty or obligation to validate the accuracy and completeness of the provided information. It is the responsibility of the Client to inform the Advisor of any changes in financial condition, goals or other factors that may affect this analysis.

The risks associated with a particular strategy are provided to each Client in advance of investing Client accounts. The Advisor will work with each Client to determine their tolerance for risk as part of the portfolio construction process. Below are some additional investment risks to consider:

Market Risks

The profitability of a significant portion of SWM's recommendations may depend to a great extent upon correctly assessing the future course of price movements of stocks and bonds. There can be no assurance that SWM will be able to predict those price movements accurately.

Options Contracts

Investments in options contracts have the risk of losing value in a relatively short period of time. Option contracts are leveraged instruments that allow the holder of a single contract to control many shares of an underlying stock. This leverage can compound gains or losses.

Alternative Investments (Limited Partnerships)

The performance of alternative investments (limited partnerships or "hedge funds") can be volatile and may have limited liquidity. An investor could lose all or a portion of their investment. Such investments often have concentrated positions and investments that may carry higher risks. Client should only have a portion of their assets in these investments.

Independent Managers

SWM may recommend the use of independent money managers for certain Clients. SWM will continue to do ongoing due diligence of such managers, but such recommendations rely, to a great extent, on an independent manager's ability to successfully implement their investment strategy. In addition, SWM does not have the ability to supervise the independent managers on a day-to-day basis.

Past performance is not a guarantee of future returns. Investing in securities and other investments involve a risk of loss that each Client should understand and be willing to bear. Clients are reminded to discuss these risks with the Advisor.

Voting Client Securities

SWM may vote proxies on behalf of its Clients. When SWM accepts such proxy-voting responsibility, it will only cast proxy votes in a manner consistent with the best interest of its Clients. All proxies will be voted consistent with guidelines established and described in Advisor's Proxy Voting Policies. A Client may contact SWM to request information about how SWM voted proxies for their accounts or to obtain a copy of SWM's Proxy Voting Policies.

Item 7 – Client Information Provided to Portfolio Managers

SWM is the sponsor and sole portfolio manager for this Wrap Fee Program. In addition, SWM may periodically deliver investment management services through its affiliated institutional asset management division, SWM Investment Management, LLC. The Advisor does not share Client information with other portfolio managers because it is the sole portfolio manager for this Program.

Item 8 – Client Contact with Portfolio Managers

SWM is the sponsor and sole portfolio manager for this Program. There is no restriction on the Client's ability to contact SWM.

Item 9 – Additional Information

A. Disciplinary Information and Other Financial industry Activities and Affiliations

Disciplinary Information

There are no legal, regulatory or disciplinary events involving SWM or any of its employees. SWM and its advisory personnel value the trust you place in us. As we advise all Clients, we encourage you to perform the requisite due diligence on any advisor or service provider in which you partner. Our backgrounds are on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov. To review the firm information contained in ADV Part 1, select the option for Investment Adviser Firm and enter 147092 in the field labeled "Firm IARD/CRD Number". This will provide access to Form ADV Parts 1 and 2. Item 11 of the ADV Part 1 lists legal and disciplinary questions.

SWM is required to disclose any relationship or arrangement that is material to its advisory business or to its clients with certain related persons. SWM has described such relationships and arrangements below.

SWM is required to disclose any relationship or arrangement that is material to its advisory business or to its Clients. SWM has the following relationships to disclose:

Related Registered Investment Advisor

SWM is under common control with an affiliated, SEC-registered investment advisor, SeaCrest Investment Management, LLC (CRD#143670 and herein referred to as "SIM"). SIM is an investment manager, primarily serving high net worth individuals and financial institutions. Certain advisory persons of SWM also serve as advisory persons of SIM. SIM may also provide investment advisory to Clients of SWM. In such instances, SIM provides each Client with all relevant disclosures, including the SIM Disclosure Brochure.

Affiliated Collective Investment Vehicle

SeaCrest Emerging Markets GP, LLC, an affiliate of SIM and indirect affiliate of SWM, is the general partner of SeaCrest Emerging Markets Debt Partners, L.P. (the "Partnership"), a Delaware limited partnership formed in August 2006 to engage primarily in the business of investing and trading in securities. SWM's affiliate, SIM, is the investment manager to the Partnership.

SWM and its advisory persons may recommend, on a fully disclosed basis, an investment in the Partnership. A conflict of interest exists to the extent that SWM recommends an investment in the Partnership where it's Supervised Persons receive compensation by virtue of their position with SIM.

Broker-Dealer Affiliation

Certain advisory persons are also registered representatives of Purshe Kaplan Sterling Investments of Albany, NY ("PKS"). PKS is a registered broker-dealer (CRD No. 35747), member FINRA, SIPC. In one's separate capacity as a registered representative, an advisory person will typically receive commissions for the implementation of recommendations for commissionable transactions. Clients are not obligated to implement any recommendation provided by the advisory person. Neither the Advisor nor its advisory persons will earn investment advisory fees in connection with any services implemented in the advisory person's separate capacity as a registered representative where commissions are earned.

Generally, recommendations made by SWM to its Clients are implemented by an advisory person in their role as an Investment Advisor Representative, not in as a Registered Representative. In no circumstances will SWM earn an advisory fee and a commission on the same investment. In the event that an advisory person earns a commission on an investment, the advisory fee will be waived by SWM.

Insurance Agency Affiliations

Certain advisory persons of SWM may serve as insurance agents for various insurance companies. This activity is performed separate and apart from the advisory person's role with the SWM. As an insurance agent, an advisory person may receive customary commissions and other related revenues from the various insurance companies whose products are sold. Commissions generated by insurance sales do not offset regular advisory fees. This may cause a conflict of interest in recommending certain products of the insurance companies. Clients are under no obligation to implement any recommendations made by an advisory person or the Advisor.

B. Code of Ethics, Review of Accounts, Client Referrals, and Financial Information

Code of Ethics

SWM has implemented a Code of Ethics that defines our fiduciary commitment to each Client. This Code of Ethics applies to all persons associated with SWM. The Code of Ethics was developed to provide general ethical guidelines and specific instructions regarding our duties to you, our Client. SWM and its personnel owe a duty of loyalty, fairness and good faith towards each Client. It is the obligation of SWM associates to adhere not only to the specific provisions of the Code, but also to the general principles that guide the Code. The Code of Ethics covers a range of topics that may include; general ethical principles, reporting personal securities trading, reportable securities, initial public offerings and private placements, reporting ethical violations, distribution of the Code of Ethics, review and enforcement processes, amendments to Form ADV and supervisory procedures. SWM has written its Code of Ethics to meet and exceed regulatory standards. To request a copy of our Code of Ethics, please contact Edward M. Sullivan at (914) 502-1920.

Personal Trading with Material Interest

SWM allows our employees to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. SWM does not act as principal in any transactions. In addition, the Advisor does not act as the general partner of a fund, or advice an investment company. SWM does not have a material interest in any securities traded in Client accounts.

Personal Trading in Same Securities as Clients

SWM allows our employees to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Owning the same securities we recommend (purchase or sell) to you presents a potential conflict of interest that, as fiduciaries, we must disclose to you and mitigate through policies and procedures. As noted above, we have adopted, consistent with Section 204A of the Investment Advisers Act of 1940 (the "Advisers Act"), a Code of Ethics, which addresses insider trading (material non-public information controls) and personal securities reporting procedures. We have also adopted written policies and procedures to detect the misuse of material, non-public information. We may have an interest or position in certain securities, which may also be recommended to you.

In addition the Code of Ethics governs Gifts and Entertainment given by and provided to the Advisor, outside employment activities of employees, Employee reporting, sanctions for violations of the Code of Ethics, and records retention requirements for various aspects of the Code of Ethics.

Personal Trading at Same Time as Client

While SWM allows our employees to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients, these trades do not occur at the same time. SWM will place trades only after Client orders have been placed and filled.

At no time, will SWM or any associated person of SWM, transact in any security to the detriment of any Client.

Review of Accounts

Frequency of Reviews. Portfolio securities contained in Client accounts are monitored as part of the Advisor's ongoing investment management processes. Such reviews are generally conducted by the Investment Advisor Representative that serves as the relationship manager to the Client. Formal account reviews are generally conducted at least annually or more or less frequently depending on the needs of the Client. SWM contacts ongoing investment management Clients at least annually to discuss their account(s) and any changes to the Client's financial situation or investment objectives.

Causes for Reviews. In addition to the investment monitoring noted in Item 13.A., each Client account shall be reviewed at least annually. Reviews may be conducted more or less frequently at the Client's request. Accounts may be reviewed as a result of major changes in economic conditions, known changes in the Client's financial situation, and/or large deposits or withdrawals in the Client's account. The Client is encouraged to notify SWM if changes occur in his personal financial situation that might adversely affect his investment plan. Additional reviews may be triggered by material market, economic or political events.

Review Reports. The Client will receive brokerage statements no less than quarterly from the trustee or custodian. These brokerage statements are sent directly from the custodian to the Client. The Client may also establish electronic access to the custodian's website so that the Client may view these reports and their account activity. Client brokerage statements will include all positions, transactions and fees relating to the Client's account[s]. The Advisor may also provide Clients with periodic reports regarding their holdings, allocations, and performance.

Other Compensation

Compensation Received by SWM. SWM is required to disclose any arrangements where SWM may receive compensation or any economic benefit from a third party in connection with the services provided to Clients.

Participation in Institutional Advisor Platform. SWM has established institutional relationships with various custodians to assist the Advisor in managing Client account[s]. Access to these institutional platforms is provided at no charge to the Advisor. The Advisor receives access to software and related support without cost because the Advisor renders investment management services to Clients that maintain assets at the respective custodians. The software and related systems support may benefit the Advisor, but not its Clients directly. In fulfilling its duties to its Clients, the Advisor endeavors at all times to put the interests of its Clients first. Clients should be aware, however, that the receipt of economic benefits from a custodian creates a potential conflict of interest since these benefits may influence the Advisor's recommendation of this custodian over one that does not furnish similar software, systems support, or services.

Where SWM does not exercise discretion over the selection of the custodian, it may recommend the custodian[s] to Clients for execution and/or custodial services. SWM generally recommends that Clients utilize the brokerage and clearing services of Charles Schwab, Inc. ("Schwab") or TD Ameritrade Institutional, a division of TD Ameritrade, Inc. ("TD Ameritrade"). Clients are not obligated to use the recommended custodian and will not incur any extra fee or cost associated with using a broker not recommended by SWM. SWM may recommend a custodian based on criteria such as, but not limited to, reasonableness of commissions charged to the Client, services made available to the Client, and location of the custodian's offices.

SWM may receive from Schwab and/or TD Ameritrade without cost to SWM, computer software and related systems support, which allow SWM to better monitor Client accounts. SWM may receive software and related support without cost because SWM renders investment management services to Clients that maintain assets at on these institutional platforms. The software and related systems support may benefit SWM, but not its Clients directly. In fulfilling its duties to its Clients, SWM endeavors at all times to put the interests of its Clients first. Clients should be aware, however, that SWM's receipt of economic benefits from a broker-dealer creates a conflict of interest since these benefits may influence SWM's choice of broker-dealer over another broker-dealer that does not furnish similar software, systems support, or services.

Additionally, SWM may receive the following benefits from these platforms: receipt of duplicate Client confirmations and bundled duplicate statements; access to a trading desk that exclusively services the investment adviser division; access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to client accounts; and access to an electronic communication network for Client order entry and account information. These products or services may assist SWM in managing and administering Client accounts, including accounts not maintained at Schwab and/or TD Ameritrade. Other services made available by Schwab and/or TD Ameritrade are intended to help SWM manage and further develop its advisory business. The benefits received by SWM's participation in the programs do not depend on the amount of brokerage transactions directed to Schwab and/or TD Ameritrade. Clients should be aware, however, that the receipt of economic benefits by SWM or its related persons in and of itself creates a potential conflict of interest and may indirectly influence SWM's recommendation of Schwab and/or TD Ameritrade for custody and brokerage services.

Details of these custodian relationships are included in Item 12 of ADV2A.

Client Referrals from Solicitors. If a Client is introduced to SWM by either an unaffiliated or an affiliated solicitor (herein "Solicitor"), SWM may pay the Solicitor a referral fee in accordance with the requirements of Rule 206(4)-3 of the Advisers Act as well as any applicable state securities regulations. Referral fees are paid solely from SWM's investment management fee and does not result in any additional charges or higher fees to the Client. The Solicitor will provide the Client with a copy of SWM's Disclosure Brochure along with a Solicitor's Disclosure Statement containing the terms and conditions of the solicitation arrangement including compensation.

Financial Information

Neither SWM, nor its management has any adverse financial situations that would reasonably impair the ability of SWM to meet all obligations to its Clients. Neither SWM, nor any of its advisory persons, has been subject to a bankruptcy or financial compromise. SWM is not required to deliver a balance sheet along with this Brochure as the firm does not collect advance fees or more than \$1,200 for services to be performed six months or more in advance.