

Winslow Wealth Management, LLC

175 Federal Street

Boston, MA 02110

617-896-3500

January 1, 2013

This Brochure provides information about the qualifications and business practices of Winslow Wealth Management, LLC. ("WWM"). If you have any questions about the contents of this Brochure, please contact us at 617-896-3554 or lberline@winslowwealth.com. 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.

WWM is an SEC registered investment adviser. Registration of an investment adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

Additional information about WWM is also available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2 – MATERIAL CHANGES

Pursuant to new SEC Rules, we inform you that there were no material changes pertaining to the Firm's business.

We may further provide other ongoing disclosure information about material changes as necessary.

We will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge.

Currently, our Brochure may be requested by contacting Leonid Berline at 617.896.3522 or LBerline@winslowwealth.com.

Additional information about WMM is also available via the SEC's web site www.adviserinfo.sec.gov. The SEC's web site also provides information about any persons affiliated with WMM who are registered, or are required to be registered, as investment adviser representatives.

ITEM 3 - TABLE OF CONTENTS

ITEM 1 - COVER PAGE.....	i
ITEM 2 - MATERIAL CHANGES.....	ii
ITEM 3 - TABLE OF CONTENTS	iii
ITEM 4 - ADVISORY BUSINESS.....	1
ITEM 5 - FEES AND COMPENSATION.....	2
ITEM 6 - PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT	3
ITEM 7 - TYPES OF CLIENTS	3
ITEM 8 - METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS.....	3
ITEM 9 - DISCIPLINARY INFORMATION.....	4
ITEM 10 - OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS.....	4
ITEM 11 - CODE OF ETHICS.....	5
ITEM 12 - BROKERAGE PRACTICES	6
ITEM 13 - REVIEW OF ACCOUNTS	10
ITEM 14 - CLIENT REFERRALS AND OTHER COMPENSATION.....	10
ITEM 15 - CUSTODY	11
ITEM 16 - INVESTMENT DISCRETION	11
ITEM 17 - VOTING CLIENT SECURITIES.....	12
ITEM 18 - FINANCIAL INFORMATION.....	12

ITEM 4 – ADVISORY BUSINESS

A. Advisory Firm

WWM has been registered with the Securities and Exchange Commission as an investment adviser since December 2012 providing a variety of advisory services to its clients. The advisory services are provided by a professional and support staff of 5 people.

Robert Maloney is the Firm's general partner. The Firm's majority owners are Winslow Financial Inc. and indirectly Robert Maloney.

B. Advisory Services

The Company provides discretionary and non-discretionary investment advisory services. WWM offers you the opportunity to obtain portfolio management services based on established investment objectives. WWM works with customers on establishing such objectives and determining appropriate investment strategies suited to such objectives. WWM's Advisory Representatives generally manage your accounts on a discretionary basis and will, on an ongoing basis, review your accounts. If we do not have trading discretion, then all trading activity will be discussed with you prior to order entry.

Your Advisory Representative acts as the account manager for your account. Investment allocation decisions, for example different investment management styles, as well as specific portfolio securities selections are reviewed on a continuous basis. We do not maintain custody of the individual shares owned in your account. All securities and funds you own will be maintained in an account in your name at a registered broker-dealer or other custodian.

C. Client Imposed Restrictions

You may impose reasonable restrictions on the securities purchased for your account or the way your account is managed. You may impose restrictions, for example, in order to gain a tax advantage or other objectives such as avoiding the holdings of securities of companies in certain businesses (tobacco, alcohol or arms). Any restrictions you impose may adversely affect the risk-reward level of your portfolio. We will honor the restrictions absent extraordinary circumstances. The restrictions you impose, with respect to certain assets in a managed account, may cause a portion of the portfolio to be placed outside the manager's discretion, expertise and judgment as to the purchasing, holding or selling particular securities. Your decision to retain certain

assets may have an adverse impact on the amount of risk assumed by you and may hinder the investment manager's ability to manage the portfolio properly according to your stated objectives.

D. Assets Under Management

As of December 31, 2012, WWM managed 11,045,812 dollars on a discretionary basis for 16 accounts.

ITEM 5 - FEES AND COMPENSATION

A. Fees

Investment advisory services are provided on a negotiated basis, depending on the size of account, types of investments and level of investment services to be provided. A portion of such fees is paid to our Advisory Representatives.

All fees are prorated for new or terminating accounts. You will be provided with a fee disclosure statement at such times as the fee is being deducted from your account which will demonstrate the amount of the fee, the percentage and the value of securities on which the fee is calculated. The value of the securities will include cash and cash equivalents and no deduction is made for any margin balance you may have. You always have the right to ask questions. Fees may be discounted.

B. How Fees are Paid

You will be billed quarterly in advance and the fee will be deducted directly from your account. For your convenience and with your approval, fees for multiple accounts may be charged to a single account.

C. The Fee Schedule

The fee schedule ranges from 2.0% of assets under management on a sliding scale to .30% on assets greater than \$15 million. Fees are subject to negotiation.

D. Other Fees and Expenses

You will incur additional costs including brokerage commissions, SEC fees, ticket charges and any mutual fund may also include 12b-1 trail commissions and expenses paid by the mutual fund in connection with its management. WWM does not receive any fees other than the investment advisory fee.

E. Prepaid Fees

If you pay a fee in advance and you decide to close your account or terminate the service, the fee will be refunded to you on a pro rata basis for the period in which services have not been rendered. We will do this automatically and you will not have to request a refund.

F. Termination of Agreement

You or we may terminate the Agreement at any time, for any reason upon receipt of 30 days written notice. Upon termination, any prorated amount of fee due will be charged. In the event that there are any prepaid, unearned fees, they will be promptly refunded to you.

You have the right to terminate the agreement without penalty within five business days after entering into the agreement.

ITEM 6 – PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

WWM does not offer performance based fee arrangements.

ITEM 7 – TYPES OF CLIENTS

WWM provides investment supervisory services to individuals, pension and profit sharing plans, trusts, estates or charitable organizations and other corporate entities. While WWM does not require any initial minimum dollar amount to establish an account.

ITEM 8 – METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

Investing in securities involves risk of loss that you should be prepared to bear.

A. Methods of Analysis

WWM uses charting, fundamental, technical and cyclical methods of analysis. Charting, cyclical and technical analysis are security analysis disciplines for forecasting the direction of prices through the study of past market data, primarily price and volume. Fundamental analysis includes economic analysis, industry analysis and company analysis. On the basis of these analyses the intrinsic value of the shares are determined.

WWM employs a buy and hold strategy generally but market, economic and other events may require more frequent trading. A buy and hold strategy involves selecting investments with a long term view. Changes in the economy, international events, etc may direct that trading frequency be increased in order to hedge the investments, take gains or avoid or minimize losses

B. Material Risks

All of the methods of analysis and investment strategies involve risk. The inherent risk in the methods of analysis are that the analysis will not be predictive of future market activity. Charting, cyclical and technical analysis weigh heavily of past market performance. Fundamental analysis may not be predictive of events, either within a company or external to it, that would affect the value of the security.

C. Types of Securities Recommended

We recommend equities, bonds, mutual funds, ETF's, insurance products and alternative investments. These investments all involve risk unlike insured products, such as bank deposits.

ITEM 9 – DISCIPLINARY INFORMATION

WWM has no disciplinary history to report.

ITEM 10 – OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

A. Affiliations

WWM is affiliated with Winslow, Evans & Crocker, Inc., an SEC registered broker/dealer and a FINRA member and it is also registered with the SEC as an investment adviser. In addition, WWM is an affiliate of Winslow, Evans & Crocker Insurance Agency, Inc. and Winslow Fiduciary Services, LLC which acts as a corporate trustee.

B. Material Arrangements

WWM has entered into an arrangement with Winslow, Evans & Crocker ("WEC") under which it will receive certain operational support. WWM will reimburse WEC for those services. Winslow Fiduciary Services will serve as the corporate trustee for certain accounts and will be paid a nominal fee. You may use any trustee you deem advisable.

C. Our Interest in Schwab's Services

Schwab provides custodial and brokerage services for your account. The availability of these services from Schwab benefits us because we do not have to produce or purchase them. We don't have to pay for Schwab's services so long as we keep a total of at least \$10 million of client assets in accounts at Schwab. [Beyond that, these services are not contingent upon us committing any specific amount of business to Schwab in trading commissions or assets in custody.] The \$10 million minimum may give us an incentive to [recommend/request/require] that you maintain your account with Schwab based on our interest in receiving Schwab's services that benefit our business rather than based on your interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a potential conflict of interest. We believe, however, that our selection of Schwab as custodian and broker is in the best interests of our clients. It is primarily supported by the scope, quality and price of Schwab's services (based on the factors discussed above –see "How We Select Brokers/Custodians [to Recommend]") and not Schwab's services that benefit only us. We do not believe that maintaining at least \$10 million of those assets at Schwab in order to avoid paying Schwab quarterly service fees presents a material conflict of interest.

We have in place policies and procedures to review advised portfolios to ensure that trading is in your best interest and consistent with the portfolio objectives and risk tolerance for your account.

ITEM 11 – CODE OF ETHICS

A. Code

WWM has adopted a Code of Ethics pursuant to SEC Rule 204A-1. The Code expresses our commitment to ethical conduct and requires high standards of business conduct and compliance with federal and state securities laws. Our Code stresses that no person employed by us shall prefer his/her own interests to those of advisory clients and the Code prohibits the use of material non-public information.

To supervise compliance with its Code of Ethics, WWM requires that anyone associated with our advisory practice with access to advisory recommendations, client holdings or other specified information, provide initial and annual securities holding reports and quarterly transaction reports of all reportable transactions to the WWM's Chief Compliance Officer.

WWM and our associated persons have a fiduciary responsibility to place your interests ahead of our and their interests. In summary, your interest comes first. We must avoid taking inappropriate advantage of our position and must conduct our personal securities transactions in full compliance with the code.

The full text of the code and Appendices are available by writing to the CCO.

B. Personal Trading

Employees of WWM often buy and sell the same securities that we may recommend to you. Those persons may have investment goals and objectives or needs that differ from yours which could result in their trading in ways different from or opposite of the recommendations we may make to you. For example, we may recommend that you purchase securities as a long term investment and at the same time an employee, with an aggressive trading strategy, may be selling the same security. It is also possible that we could recommend one client buy at the same time another client may be selling due to different investment objectives or due to a client needing liquidity.

C. Securities Transactions by Employees

Generally, trading is done on a client by client basis and to the extent that a recommendation to buy or sell is being made to our clients, our employees would be prohibited from trading in advance of that recommendation and would need to wait until all client orders have been filled.

ITEM 12 – BROKERAGE PRACTICES

The Custodian and Brokers We Use

WWM does not maintain custody of your assets that we manage. Because our affiliated persons may serve as trustee for your account and/or because we may have authority to charge your account for our fees, we may be deemed to have custody of the assets in your account. Your assets must be maintained in an account at a “qualified custodian,” generally a broker-dealer or bank. We require that our clients use Charles Schwab & Co., Inc. (Schwab), a FINRA-registered broker-dealer, member SIPC, as the qualified custodian. We are independently owned and operated and not affiliated with Schwab. Schwab will hold your assets in a brokerage account in your name and buy and sell securities when we so instruct them. While we require that you use Schwab as custodian/broker, you will decide whether to do so and open your account with Schwab by entering into an account agreement directly with them. We do not open the account for you. If you do not wish to place your assets with Schwab, then we cannot manage your account. Not all advisors

require their clients to use a particular broker-dealer or other custodian selected by the advisor. Even though your account is maintained at Schwab, we can still use other brokers to execute trades for your account, as described in the next paragraph.

How We Select Brokers/Custodians

We seek to use a custodian/broker who will hold your assets and execute transactions on terms that are overall most advantageous when compared to other available providers and their services. We consider a wide range of factors, including, among others, these: a combination of transaction execution services along with asset custody services (generally without a separate fee for custody); capability to execute, clear and settle trades (buy and sell securities for your account); capabilities to facilitate transfers and payments to and from accounts (wire transfers, check requests, bill payment, etc.); breadth of investment products made available (stocks, bonds, mutual funds, exchange traded funds (ETFs), etc.); availability of investment research and tools that assist us in making investment decisions; quality of services; competitiveness of the price of those services (commission rates, margin interest rates, other fees, etc.) and willingness to negotiate them; reputation, financial strength and stability of the provider; their prior service to us and our other clients; availability of other products and services that benefit us, as discussed below (*see "Products and Services Available to Us from Schwab"*)

Your Custody and Brokerage Costs

For our clients' accounts it maintains, Schwab generally does not charge you separately for custody services but is compensated by charging you commissions or other fees on trades that it executes or that settle into your Schwab account.

Products and Services Available to Us from Schwab

Schwab Advisor Services (formerly called Schwab Institutional) is Schwab's business serving independent investment advisory firms like us. They provide us and our clients with access to its institutional brokerage – trading, custody, reporting and related services – many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us manage or administer our clients' accounts while others help us manage and grow our business. Schwab's support services are generally available on an unsolicited basis (we don't have to request them) and at no charge to us as long as we keep a total of at least \$10 million of our clients' assets in accounts at Schwab. If we have less than \$10 million in client assets at Schwab, it may charge us quarterly service fees. Here is a more detailed description of Schwab's support services:

Services that Benefit You

Schwab's institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of client assets. The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients. Schwab's services described in this paragraph generally benefit you and your account.

Services that May Not Directly Benefit You

Schwab also makes available to us other products and services that benefit us but may not directly benefit you or your account. These products and services assist us in managing and administering our clients' accounts. They include investment research, both Schwab's own and that of third parties. We may use this research to service all or some substantial number of our clients' accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that:

- provide access to client account data (such as duplicate trade confirmations and account statements); facilitate trade execution and allocate aggregated trade orders for multiple client accounts;
- provide pricing and other market data;
- facilitate payment of our fees from our clients' accounts; and
- assist with back-office functions, recordkeeping and client reporting.

Services that Generally Benefit Only Us

Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:

- educational conferences and events
- technology, compliance, legal, and business consulting;
- publications and conferences on practice management and business succession; and
- access to employee benefits providers, human capital consultants and insurance providers.

Schwab may provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. Schwab may also discount or waive its fees for some of these services or pay all or a part of a third party's fees. Schwab may also provide us with other benefits such as occasional business entertainment of our personnel.

Our Interest in Schwab's Services

The availability of these services from Schwab benefits us because we do not have to produce or purchase them. We don't have to pay for Schwab's services so long as we keep a total of at least \$10 million of client assets in accounts at Schwab. Beyond that, these services are not contingent upon us committing any specific amount of business to Schwab in trading commissions or assets in custody. The \$10 million minimum may give us an incentive to require that you maintain your account with Schwab based on our interest in receiving Schwab's services that benefit our business rather than based on your interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a potential conflict of interest. We believe, however, that our selection of Schwab as custodian and broker is in the best interests of our clients. It is primarily supported by the scope, quality and price of Schwab's services (based on the factors discussed above –see *"How We Select Brokers/Custodians [to Recommend]"*) and not Schwab's services that benefit only us. we do believe that maintaining at least \$10 million of those assets at Schwab in order to avoid paying Schwab quarterly service fees presents a material conflict of interest.

Soft Dollars

Winslow Wealth Management may receive economic benefit from the placement of trades in your account with other broker dealers. Such arrangements are referred to as "soft dollars," a practice where a third party broker will pay certain expenses of a party directing brokerage to it. Such arrangements can create an inherent conflict of interest when the adviser places trades, a client pays commissions and the adviser gains some advantage.

Brokerage for Client Referral

Winslow Wealth Management does not participate in any directed brokerage for client referrals.

Directed Brokerage

Winslow Wealth Management does not allow clients to direct brokerage to other broker dealers.

Brokerage Aggregation

Your transactions may be aggregated with other client orders. Aggregation will occur where the same security is either purchased or sold across a group of client accounts which receive the same advisory services. Aggregation, the bunching of various client orders in the same security, can result in more or less favorable executions depending on the particular security or market. In other cases, transactions in your account will be entered on an individualized basis, for example where you open an account or have some liquidity need that results in a sale.

ITEM 13 – REVIEW OF ACCOUNTS

A. Periodic Review

Your Registered Investment Advisor Representative periodically reviews your account on at least a monthly basis or more frequently as market conditions may warrant. All of our advisory accounts are supervised regularly by and reviewed at least bi-annually by the Chief Investment Officer or the Chief Executive Officer.

B. Other than Periodic Review

We review accounts on other than a periodic basis based upon market conditions, economic events, international issues and other events that may have an impact on the securities held in the accounts of our clients.

C. Reports

You will receive monthly or quarterly statements from the custodian for your account. The monthly or quarterly statements provide you with the holdings in your account and the market values as of the month or quarter ending. We do not prepare any other reports for your account on a regular basis.

ITEM 14 – CLIENT REFERRALS AND OTHER COMPENSATION

A. Other Economic Benefits

WWM does not receive any economic benefit from any third party for the rendering of investment advice, other than as described in this Brochure.

B. Referrals

WWM does not compensate non employees for client referrals and it does not use marketing or other firms for client solicitations. WWM may from time to time obtain marketing lists from third party vendors.

ITEM 15 – CUSTODY

Cash and securities are maintained in accounts maintained in your name at custodians. Your account will be maintained at Schwab. Account statements are prepared and distributed by Schwab and are sent directly to you. In addition, since affiliates may serve as trustee for your account, WW may be deemed to have custody and/or possession of the assets held in client accounts. Advisory affiliates of WWM may serve as a trustee to certain clients and as such WWM may be deemed to have custody of client funds and assets. WWM complies with the requirements under the Investment Advisers Act of 1940 relating to custody by an investment adviser.

ITEM 16 – INVESTMENT DISCRETION

For certain services, WWM receives discretionary authority from our clients at the outset of an advisory relationship which authority allows us to select the security and amount of shares to be bought or sold.

In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for your account. When selecting securities and determining the number of shares, WWM observes the investment objectives, limitations and restrictions of your account. Investment objectives and restrictions are provided in writing by you at the time of the opening of your account and as those objectives and restrictions may be changed from time to time, after discussion with you, and as provided in a subsequent written statement from you. The discretion you may allow over your account or portfolio is a power limited to trading but in no case would it allow WWM or our Advisory Representatives to have custody or possession of your account.

ITEM 17 – VOTING CLIENT SECURITIES

Corporate governance matters are important, and can impact the value of your investments. It is due to this matter that we have established policies and procedures for voting proxies, summarized as follows:

WWM will vote all proxies, where the Firm has been delegated the fiduciary duty to do so, in order to maximize shareholder value and the value of our clients' investments. Should any conflict arise between the interest of WWM and our customers, we will act in the best interests of our customers. We coordinate with our clients' custodians to ensure that all proxy materials for each client are received and executed in a timely manner.

WWM maintains a committee which determines how proxies will be voted. General guidelines have been developed on issues of a more recurring nature, in all other cases the committee will analyze what is in the best interest of its clients. It is possible, although unlikely, that proxies will be voted differently among client accounts depending upon the particular investment objectives any particular client may have. In cases where there is a conflict of interest between the Clients' interests and those of WWM or any of its affiliates, WWM will notify the Client and the Client may elect to vote or not vote as the Client determines is in its best interest.

As a part of our ongoing investment process, our investment professionals may encounter significant corporate developments. As these situations arise, we may adjust votes for specific securities based on the current information.

Specific questions regarding how WWM voted with respect to your holdings should be directed to Leonid Berline, Chief Compliance Officer of WWM at 617.896.3522

ITEM 18 – FINANCIAL INFORMATION

WWM is required to provide you with certain financial information or disclosures about our financial condition in the event of certain conditions. We have no financial commitments that impair our ability to meet contractual and fiduciary commitments to you, and we have not been the subject of a bankruptcy proceeding. We do not require prepayment of \$1,200 in fees six months or more in advance.