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Form ADV Part 2A Brochure

AUA Capital Management, LLC is an investment adviser registered with the Securities and Exchange Commission (hereinafter "SEC"). An "investment adviser" means any person who, for compensation, engages in the business of advising others, either directly or through publications or writings, as to the value of securities or as to the advisability of investing in, purchasing, or selling securities, or who, for compensation and as part of a regular business, issues or promulgates analyses or reports concerning securities. Registration with the SEC or any state securities authority does not imply a certain level of skill or training.

This brochure provides information about the qualifications and business practices of AUA Capital Management, LLC. If you have any questions about the contents of this brochure, please contact us at (717) 795-1077. 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.

Additional information about AUA Capital Management, LLC is available on the SEC's website at www.adviserinfo.sec.gov.

Material Changes - Item 2

The purpose of this page is to inform you of any material changes since the previous version of this brochure.

On September 19, 2014, we completed a rewrite of this entire brochure. Although this rewrite did not include any material changes to our disclosures, clients should read the entire document to familiarize themselves with our firm.

We review and update our brochure at least annually to make sure that it remains current.

Full Brochure Available

Whenever you would like to receive a complete copy of our Brochure, please contact Michael E. Salerno by telephone at 717-795-1077 or by email at michael.salerno@auacapital.com.

Table of Contents - Item 3

Contents

Advisory Business - Item 4.....	4
Fees and Compensation - Item 5.....	6
Performance-Based Fees and Side-By-Side Management - Item 6.....	8
Types of Clients - Item 7	8
Methods of Analysis, Investment Strategies and Risk of Loss - Item 8	8
Disciplinary Information - Item 9	9
Other Financial Industry Activities or Affiliations - Item 10.....	9
Code of Ethics, Participation or Interest in Client Transactions and Personal Trading - Item 11	10
Brokerage Practices - Item 12	11
Review of Accounts/Reports to Clients - Item 13	13
Client Referrals and Other Compensation - Item 14	14
Custody - Item 15	14
Investment Discretion - Item 16.....	14
Voting Client Securities - Item 17.....	15
Financial Information - Item 18.....	15
Requirements of State-Registered Advisers - Item 19	15
Miscellaneous	15

Advisory Business - Item 4

AUA Capital Management, LLC ("AUA Capital") is an investment advisor located in Mechanicsburg, PA. AUA Capital commenced operations in July of 2012. On July 17, 2013, a transaction was completed whereby AUA Family Office Management, LLC became a 52% owner. AUA Family Office Management is owned by Andrew Unanue. The owners of AUA Capital are AUA Family Office Management, LLC and Michael E. Salerno.

AUA Capital provides continuous investment management based on the individual needs of the client on a discretionary and, in unique situations, on a non-discretionary basis. We provide investment advisory services to family groups, high net worth individuals and institutions. The firm focuses on helping our clients meet their investment objectives by developing and managing multi-asset global investment portfolios. We principally provide global asset allocation strategy, security selection and portfolio management services. The firm oversees portfolios of individual securities, exchange traded funds (ETFs) and allocates to third party managers in order to accomplish the investment objectives of our client's portfolios. We use third-party managers in the form of separate account managers, specialized investment partnership structures and mutual funds where appropriate. Our approach emphasizes preservation and enhancement of asset accumulation through a long-term and prudent investment strategy.

Asset management involves more than just investment management. It begins with developing an understanding the client's objectives, portfolio and investment policies. AUA Capital will collect information on matters that are relative to a particular client. These may include the client's, assets, investments, tax status, investment and distribution policies. AUA Capital uses this information to evaluate and develop portfolio solutions.

The AUA Capital approach to risk and asset management can include some or all of the following activities:

- asset allocation and portfolio management
- advising on general investment strategies and policies
- coordinating strategies with the client's other advisors

Portfolio Management

AUA Capital provides both customized portfolio management and general investment consulting services. We use a broad suite of economic and market indicators in order to identify the overall market environment. These indicators include both fundamental and technical market information including valuation of investments and specific indicators designed to identify market regime and risk levels.

Our general portfolio approach is to select a strategic allocation based upon historical and forecasted return, volatility and correlation and then adjust this allocation for our assessment of the current market environment. We then select investments based on our proprietary research methodology that includes fundamental analysis as well as utilizing certain market based indicators.

Custom Investment Management Services

Investment management services are generally provided in a discretionary mandate. Typically we will build a strategic asset management model. At the client's request we may factor in the client's existing holdings and managers. Where we implement specific investments we generally utilize exchange traded funds and index type instruments as well as individual securities in order to obtain asset class exposure. On a limited basis we may also construct portfolios where we purchase and sell options against cash and underlying asset positions. Our use of option strategies in portfolios is designed to reduce the volatility and risk of loss in portfolios and thereby generate

attractive risk adjusted returns.

The process may begin with a determination of the client's investment policies and objectives. We review the client's present assets, distribution policy, risk objectives and other similar data points. Variables such as asset allocation strategies, funding and spending policies and time horizon are important variables. Complex analyses may fall within the definition of consulting and may involve the payment of a separate fee.

During this process, we work to reach understanding with the client on a strategy to achieve his or her risk and return objectives. AUA Capital cannot guarantee to the client that those objectives will be met. Investment supervisory services are provided for a fee based on a percentage of assets under management.

We utilize three primary methods for establishing investment portfolios for our clients:

1. Portfolios of individual securities including stocks, bonds and exchange-traded funds managed by AUA Capital.
2. Portfolios managed by outside managers in the form of actively managed mutual funds or separate accounts managed by third-party managers where the client owns the individual securities.
3. Specialized investment partnerships (hedge funds and private equity funds).

The determination of how funds are allocated to our three primary methods is a function of a number of factors including the level of assets we manage on behalf of the client, the time horizon and risk tolerance of the client and the type of assets we receive when we are engaged to provide advisory services.

Security Selection

Individual portfolios are constructed based the market regime and risk preference level of the client and utilize individual stocks, bonds, exchange-traded funds (ETF) and exchange-traded notes (ETN). These securities may include individual stocks, stock indices, sector exposures, factor exposures real estate investment trusts, master limited partnerships, bonds and bond indices, commodity and currency ETFs and ETNs. We utilize economic and security research from a variety of sources. Further we utilize proprietary security selection and portfolio construction methodologies. These include quantitative and discretionary approaches.

Outside Manager Search & Selection Process

Typically we select and manage a portion of the securities used in a client portfolio. We may also use third-party managers to achieve specific return/risk exposures, gain access to certain trading strategies or what we believe is superior investment management expertise. These exposures may be obtained through mutual funds, actively managed ETFs or hedge fund or private equity partnerships.

Family Office Service

AUA Capital provides Family Office services that are designed to help clients organize their financial situation. An Associated Person of AUA Capital meets with the prospective Family Office client to obtain information about the client's financial, investment and estate situation. With that information, AUA Capital may recommend some or all of the administrative and family resource development services listed below:

Administrative Services

- Trust account coordination
- Portfolio reporting consolidation
- Estate planning coordination
- Financial statement preparation
- Tax management coordination
- Organization of banking, legal and accounting matters
- Directed bill paying services

- Charitable giving/foundation management coordination
- Concierge services
- Rental property management
- Insurance management

Family Resource Development

- Promotion of family legacy continuity
- Facilitation of education regarding investment management, life skills, and philanthropy
- Family Businesses equity and succession coordination
- Communication of general family information

Assets Under Management

As of September 19, 2014, AUA Capital manages \$129,392,754 in client assets on a discretionary basis and \$0 in non discretionary assets.

Fees and Compensation - Item 5

We charge our clients on a quarterly basis for our services. AUA Capital is compensated by fees paid by clients. Fees charged are either a percentage of the market value of the client assets under management by AUA Capital or a fixed fee. The percentage used to calculate the fee will be equal to or less than one percent (1%) for all accounts except some investment partnership accounts. In the case of investment partnerships the fee could be as high as two percent (2%) if the partnership activity is particularly research, trading or labor intensive.

The annual fees and minimum initial account value set out above may be subject to negotiation. The fee may differ based upon a number of factors, including, but not limited to, the size of the account and the length of our relationship with the account owner(s). AUA Capital generally requires a minimum investment of \$1,000,000 to open and maintain an advisory account. In certain instances we may accept an engagement as adviser for an account with an opening value less than \$1,000,000 and may charge a higher fee. In addition to paying the fees described above, clients will pay fees to third-party investment managers that are engaged by us on the client's behalf.

In certain circumstances AUA Capital may provide consulting services to clients outside the scope of our typical investment management engagement. In these cases an additional fee may be charged to the client. This fee will be determined on a case by case basis and will be evidenced in a separate written agreement with the client.

AUA Capital will either invoice the Client directly for payment of fees or fees will be deducted directly from the Client's account through the qualified custodian holding the Client's funds and securities. We will deduct our advisory fee only when Clients have given our firm written authorization permitting the fees to be paid directly from their account. Further, the qualified custodian will deliver an account statement to the Client at least quarterly. These account statements will show all disbursements from the account.

The fee payment will be billed quarterly, in arrears and shall be based on the fair market value of the assets under management on the last calendar day of the just completed quarter. For any partial periods, the fee will be pro-rated accordingly. The fee shall become due on the fifth Business Day of the first month of the then current calendar quarter. The fee from any client shall begin to accrue on the first Business Day (as described below) after the settlement dates for the initial investment in the program. For the purposes of the timing of payment for our

fees, a Business Day shall mean any day that the New York Stock Exchange is open for business.

The agreement which is entered into between a client and our firm may be terminated at any time by written notice of either party, including termination in respect to a portion of the assets then included in the portfolio by written notice of the client.

In addition to AUA Capital's management fees and the fees of third-party investment managers, clients pay commissions or transaction fees to their broker or custodian, along with exchange fees. Certain accounts, such as trust accounts that require a corporate trustee, incur a custody fee, while standard brokerage account are typically free from custody fees. Mutual funds often charge multiple fees, including management fees and general expenses of the fund. This fee is charged in addition to the AUA Capital fee for services.

Family Office Service Fees

Prior to engaging AUA Capital to provide family office services, the client will generally be required to enter into a written agreement with our firm. The agreement will describe the scope of the services to be provided and the exact fees payable by the client. Generally, fees are payable quarterly in arrears and are directly invoiced to the client. Either party may terminate the agreement by written notice to the other.

Additional Fees and Expenses

AUA Capital and its supervised persons do not accept compensation for the sale of securities. The fees AUA Capital charges may be negotiable based on the amount of assets under management, complexity of Client goals and objectives, and level of services rendered. As described above, the fees are charged as described and are not based on a share of capital gains of the funds of an advisory Client.

All fees paid to AUA Capital for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds or exchange traded funds to their shareholders. These fees and expenses are described in each fund's prospectus. These fees generally include a management fee, other fund expenses, and a possible distribution fee. If the fund also imposes sales charges, a Client may pay an initial or deferred sales charge.

A Client could invest in a mutual fund directly, without the services of AUA Capital. In that case, the Client would not receive the services provided by AUA Capital which are designed, among other things, to assist the Client in determining which mutual fund or funds are most appropriate to each Client's financial condition and objectives. Accordingly, the Client should review both the fees charged by the funds and the fees charged by AUA Capital to fully understand the total amount of fees to be paid by the Client and to thereby evaluate the advisory services being provided.

General Information on Advisory Services and Fees

We do not represent, warrant, or imply that the services or methods of analysis employed by our firm can or will predict future results, successfully identify market tops or bottoms, or insulate you from losses due to market corrections or declines.

AUA Capital is deemed to have custody of Client funds solely because of the fee deduction authority granted by the Client in the investment advisory agreement. We shall never have physical custody of any Client funds or securities, as the services of a qualified and independent custodian will be used for portfolio management services. We will either send you an invoice for the payment of our advisory fee, or we will deduct our fee directly from your account through the qualified custodian holding your funds and securities. We will deduct our advisory fee only when you have given our firm written authorization permitting the fees to be paid directly from your account. Further, the qualified custodian will deliver an account statement to you at least quarterly. These account statements will show all disbursements from your account. You should review all statements for accuracy. We will also receive a duplicate copy of your account statements.

Performance-Based Fees and Side-By-Side Management - Item 6

AUA Capital and our Associated Persons do not accept performance based fees. Performance based fees are based on a share of capital gains on or capital appreciation of the Client's assets.

Types of Clients - Item 7

AUA Capital provides investment advice to individuals, trusts, estates, charitable organizations and pension and profit sharing plans. The minimum initial amount of assets to establish an account with us is \$1,000,000. We may waive this minimum at our discretion.

Methods of Analysis, Investment Strategies and Risk of Loss - Item 8

Investment Approach

We provide investment solutions for clients. Our approach is comprised of understanding the unique situation of our clients and then applying our investment methodologies to help the client effectively manage their particular investment circumstances. We believe a highly disciplined, unemotional method of evaluating and systematically managing risk/reward is necessary for successful portfolio management.

We use both fundamental research and quantitative methods to construct portfolios with specific risk and return parameters. The investments in the portfolio are constantly monitored and changes are made to reflect both new information about the markets and specific securities.

Investment Methodology

The allocation of the portfolio betas (market risk exposures) typically represents a large majority of a portfolio's long-term performance. As a result, we focus on identifying the market regime and selecting the investment securities which we believe possess the risk /return exposure which is appropriate for that market environment. Our typical portfolio has various weights among risk exposures that may include Cash, Global Fixed Income, U.S. Equities, International Equities, Real Estate, Commodities and Currencies. To enhance return and manage risk we may invest in specific sectors, invest in instruments that "short" sectors or asset classes, utilize specific trading strategies (example hedged equity) or to a limited degree utilize option strategies if approved within the client's account.

The performance of the portfolio is measured against appropriate and measurable indices such as a global equity benchmark and an intermediate bond index.

Risk of Loss

Investing in securities involves risk of loss that Clients should be prepared to bear. AUA Capital's investment approach keeps the risk of loss in mind. The list below includes many of the risks Clients face:

- **Interest-rate Risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- **Market Risk:** The price of a security, bond or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.
- **Inflation Risk:** When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.
- **Currency Risk:** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- **Reinvestment Risk:** This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- **Business Risk:** These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.
- **Liquidity Risk:** Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- **Financial Risk:** Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

Disciplinary Information - Item 9

Registered investment advisers are required to disclose all material facts regarding certain legal or disciplinary events. Our firm has no reportable disciplinary information.

Other Financial Industry Activities or Affiliations - Item 10

No individual associated with us is registered, or has an application pending to register, as a broker-dealer or a registered representative of a broker-dealer.

No individual associated with us is registered, or has an application pending to register, as a futures commission merchant, commodity pool operator, or a commodity trading advisor.

Our firm and our Associated Persons conduct financial industry relationships on an independent and unaffiliated basis. This practice minimizes any material Client advisory business conflict of interest.

Code of Ethics, Participation or Interest in Client Transactions and Personal Trading - Item 11

Code of Ethics

AUA Capital has adopted a code of ethics requiring all personnel associated with the company to act as fiduciaries solely in the best interest of its clients. The code sets out principles to be followed and obligations of all those associated with the company.

The Code includes AUA Capital's policies and procedures developed to protect Client's interests in relation to the following topics:

- The duty at all times to place the interests of Clients first;
- The requirement that all personal securities transactions be conducted in such a manner as to be consistent with the code of ethics.
- The responsibility to avoid any actual or potential conflict of interest or misuse of an employee's position of trust and responsibility;
- The fiduciary principle that information concerning the identity of security holdings and financial circumstances of Clients is confidential; and
- The principle that independence in the investment decision-making process is paramount.

Copies of our Code of Ethics are available by calling Michael E. Salerno at 717-795-1077 or by writing him at 1100 Bent Creek Boulevard, 2nd Floor, Mechanicsburg, PA 17050.

Participation or Interest in Client Transactions & Personal Trading

With respect to personal transactions, employees and other related persons, from time to time, will be buying and selling securities recommended to clients. Employees are permitted to effect transactions at the same time and in a manner consistent or inconsistent with transactions being executed in client accounts, without preclearance, as long as the securities traded are not listed on AUA Capital's restricted list at the time of the transaction.

Employees are restricted from trading securities on AUA Capital's restricted list for their own accounts without prior authorization to prevent the potential for conflict of interest. Securities that are not restricted include those that are highly liquid, publicly traded and/or with market capitalizations of more than \$1 billion. Securities that do not meet these criteria will not necessarily be restricted if they are not being actively traded for client accounts.

All access persons are required to file annual holdings reports and quarterly transaction reports for reportable securities. Additionally, we have procedures in place to monitor personal trading to determine with reasonable assurance compliance with these provisions.

Brokerage Practices - Item 12

Selecting Brokerage Firms & Soft Dollars

We use various broker dealers to execute transactions. We generally use firms with the best price and execution at their then standard, and where possible discounted, commission rates. We may consider the research capabilities of other brokerage firms, including reputation and standing of their analysis and investment strategies. If transaction costs by one broker are higher than another broker, we will determine in good faith that the amount of such transactions costs is reasonable in relation to the value of the brokerage and research services provided.

When recommending brokers to clients for client transactions, AUA Capital considers multiple factors. We select brokers based on some specialized expertise or access to securities with limited supply (municipal bonds as an example) that are generally not available through all brokers simultaneously. When selecting a brokerage firm, one may consider a number of factors, including but not limited to:

- The nature of the security being traded;
- The size and type of the transaction;
- The nature and character of the markets for the security to be purchased or sold;
- The desired timing of the trade;
- The activity existing and expected in the market for the particular security;
- Confidentiality, including trade anonymity;
- The quality of the execution, clearance and settlement services;
- Financial stability of the broker-dealer; and
- The broker-dealers execution capabilities, including block positioning, and ability to obtain best price and execution.

We do not participate in any soft dollar arrangements, whereby we would receive a benefit in return for trading with a certain broker. We also do not receive referrals from brokers in exchange for commissions. For those reasons, there is no conflict of interest when we recommend any broker to a client.

Schwab Advisor Services

AUA Capital has an institutional custodial relationship with Charles Schwab & Co., Inc. (Schwab), a FINRA-registered broker-dealer, member SIPC. Schwab Advisor Services (formerly called Schwab Institutional) is Schwab's business serving independent investment advisory firms like us. We are independently owned and operated and not affiliated with Schwab. Schwab will hold your assets in a brokerage account and buy and sell securities when we instruct them to. While we recommend 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.

Your Custody and Brokerage Costs

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. Schwab's commission rates applicable to our client accounts were negotiated based on our commitment to maintain \$10 million of our clients' assets in accounts at Schwab. This commitment benefits you because the overall commission rates you pay are lower than they would be if we had not made the commitment. In addition to commissions Schwab charges you a flat dollar amount as a "prime broker" or "trade away" fee for each trade that we have executed by a different broker-dealer but where the securities bought or the funds from the securities sold are deposited (settled) into your Schwab account. These fees are in addition to the commissions or other compensation you pay the executing broker-dealer. Because of this, in order to minimize your trading costs, we have Schwab execute most trades for your account.

Research and Other Soft Dollar Benefits

Although not considered “soft dollar” compensation, AUA Capital may receive benefits from Schwab Advisor Services in the form of 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. Below is a 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. AUA Capital has obtained a fee waiver of approximately \$1,150 for Schwab’s IMPACT®2014 Conference.

AUA Capital understands its duty for best execution and considers all factors in making recommendations to clients. These research services may be useful in servicing all AUA Capital clients, and may not be used in connection with any particular account that may have paid compensation to the firm providing such services. While AUA Capital may not always obtain the lowest commission rate, AUA Capital believes the rate is reasonable in relation to the value of the brokerage and research services provided.

Directed Brokerage

The Client may direct brokerage to a specified broker-dealer other than the firm recommended by AUA Capital. In the event that a Client directs our firm to use a particular broker/dealer, we may not be authorized under these circumstances to negotiate commissions and may not be able to obtain volume discounts or best execution. In addition, under these circumstances a disparity in commission charges may exist between the commissions charged to Clients who direct the firm to use a particular broker/dealer and those that don't.

Trade Aggregation/Block Trading

AUA Capital may aggregate transactions in equity and fixed income securities for a client with other clients to improve the quality of execution. When transactions are so aggregated, the actual prices applicable to the aggregated transactions will be averaged, and the client account will be deemed to have purchased or sold its proportionate share of the securities involved at the average price obtained. AUA Capital may determine not to aggregate transactions, for example, based on the size of the trades, the number of client accounts, the timing of the trades and the liquidity of the securities. If the firm does not aggregate orders, some clients purchasing securities around the same time may receive a less favorable price than other clients. This means that this practice of not aggregating may cost clients more money. AUA Capital and/or its Associated Persons may participate in block trades with clients, and may also participate on a pro rata basis for partial fills, but only after the determination has been made that clients will receive fair and equitable treatment.

Review of Accounts/Reports to Clients - Item 13**Periodic Reviews**

AUA Capital performs reviews of all accounts under its management to ensure that the various client portfolio structures are in line with the client's investment objectives. Investment policy is reviewed and individual securities are analyzed in the light of current economic and financial reports. Portfolio changes are then considered. All reviews are performed by the portfolio managers assigned to the accounts.

Review Triggers

Other conditions that may trigger a review are unforeseen changes in the marketplace, changes in investment information and changes in a client's policies or investment situation. Changes in client accounts may be implemented at any time, if appropriate to the client's situation, subject to constraints placed upon AUA Capital by the client.

Regular Reports

AUA Capital provides quarterly reports that include portfolio summaries, unrealized gains and losses, realized gains and losses and performance calculations on the entire portfolio and each asset class.

Monthly reports provided by the client's custodian (not AUA Capital), give detailed information such as changes in the account's value versus the previous month, current value of all account holdings, and a detailed transaction history for the reporting period.

No client statements are issued for consulting services.

Client Referrals and Other Compensation - Item 14

Incoming Referrals

If AUA Capital is fortunate to receive occasional client referrals, we expect these will come from current clients, business professionals and other similar sources. We do not compensate referring parties for these referrals.

Referrals Out

AUA Capital does not accept referral fees or any form of remuneration from other professionals when a prospect or client is referred to them.

Other Compensation

AUA Capital receives no compensation not discussed in earlier sections of the Brochure.

Custody - Item 15

AUA Capital is deemed to have custody of Client funds because of the fee deduction authority granted by the Client in the investment advisory agreement. We will deduct our advisory fee only when Clients have given our firm written authorization permitting the fees to be paid directly from their account.

Clients will receive account statements at least quarterly from the broker-dealer or other qualified custodian. Clients are urged to compare custodial account statements for accuracy. Minor variations may occur because of reporting dates, accrual methods of interest and dividends, and other factors. The custodial statement is the official record of your account for tax purposes.

Limited Partnership

AUA Capital is affiliated with AUA Private Equity Fund, LP (the "Fund"), and its General Partner, AUA Private Equity Investments GP I, LP, through common control and ownership. AUA Private Equity Fund, LP is a Delaware based private fund that primarily invests in private equity securities in connection with leveraged and management buyouts, growth capital, recapitalizations and buy and-build strategies. Clients of AUA Capital may also be invested in AUA Private Equity Fund, LP. AUA Capital is deemed to have custody over this Fund because AUA Private Equity Investments GP I, LP, has access to investor funds and securities.

AUA Private Equity Investments GP I, LP, provides each investor in the Fund with audited financial statements on an annual basis. If investors in the Fund have questions regarding the financial statements or if investors in the Fund did not receive a copy of the financial statements, please contact AUA Capital at the contact information provided on the first page of this Disclosure Brochure.

Investment Discretion - Item 16

AUA Capital offers portfolio management Services on a discretionary basis. Clients must grant discretionary authority in the Client Advisory Agreement. Discretionary authority extends to the type and amount of securities

to be bought and sold and do not require advance Client approval. However, apart from the deduction of advisory fees, AUA Capital does not have the ability to withdraw funds or securities from the Client's account.

If you wish, you may limit our discretionary authority by, for example, setting a limit on the type of securities that can be purchased for your account. Simply provide us with your restrictions or guidelines in writing. Please refer to the "Advisory Business" section in this Brochure for more information on our discretionary management services.

Where the firm provides non-discretionary portfolio management services, AUA Capital will obtain Client approval prior to executing any transactions in the Client's account(s).

Voting Client Securities - Item 17

AUA Capital does not vote proxies. It is the Client's responsibility to vote proxies. Clients will receive proxy materials directly from the custodian. Questions about proxies may be made via the contact information on the first page of this Disclosure Brochure.

Financial Information - Item 18

We are required in this Item to provide you with certain financial information or disclosures about AUA Capital's, financial condition. AUA Capital does not require the prepayment of over \$1,200, six or more months in advance. Additionally, AUA Capital has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to Clients, and has not been the subject of a bankruptcy proceeding.

Requirements of State-Registered Advisers - Item 19

This Item is not applicable. Our firm is SEC registered.

Miscellaneous

Confidentiality

AUA Capital views protecting its customers' private information as a top priority and, pursuant to the requirements of the Gramm-Leach-Bliley Act, the firm has instituted policies and procedures to ensure that customer information is kept private and secure.

AUA Capital does not disclose any nonpublic personal information about its customers or former customers to any nonaffiliated third parties, except as permitted by law. In the course of servicing a Client account, AUA Capital may share some information with its service providers, such as transfer agents, custodians, broker-dealers, accountants, and lawyers.

AUA Capital restricts internal access to nonpublic personal information about its Clients to those employees who need to know that information in order to provide products or services to the Client. AUA Capital maintains physical and procedural safeguards that comply with state and federal standards to guard a Client's nonpublic personal information and ensure its integrity and confidentiality. As emphasized above, it has always been and will always be the firm's policy never to sell information about current or former customers or their accounts to anyone. It is also the firm's policy not to share information unless required to process a transaction, at the request of the Client, or as required by law.

A copy of the firm's privacy policy notice will be provided to each Client prior to, or contemporaneously with, the execution of the Advisory Agreement. Thereafter, the firm will deliver a copy of the current privacy policy notice to its Clients on an annual basis. If you have any questions on this policy, please contact Michael E. Salerno at 717-795-1077 or by writing him at 1100 Bent Creek Boulevard, 2nd Floor, Mechanicsburg, PA 17050.