

## **KRANE FINANCIAL SOLUTIONS**

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March 31, 2015

**This brochure provides information about the qualifications and business practices of Krane Financial Solutions. If you have any questions about the contents of this brochure, please contact us at (310) 989-0934 or [justin@kranefinancialsolutions.com](mailto:justin@kranefinancialsolutions.com). The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any state securities authority.**

**Krane Financial Solutions is registered as an investment adviser with the SEC; however, such registration does not imply a certain level of skill or training and no inference to the contrary should be made.**

**Additional information about Krane Financial Solutions also is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).**

## **Item 2: Material Changes**

Below is a summary of the annual updates that were made to the Form ADV Part 2A (“Disclosure Brochure”) for Krane Financial Solutions, Inc.

*Item 4 – Advisory Services* – updated to reflect that Krane Financial’s assets under management as of March 30, 2015 are \$90,070,400.

*Item 5 – Fees and Compensation* – updated to change the range amount on the hourly rate and the fixed fee rate.

The material changes discussed above are only those changes that have been made to this brochure since the firm’s last annual update of the brochure. The date of the last update of the brochure was March 25, 2014.

Pursuant to federal regulations, Krane Financial Solutions will ensure that clients receive a summary of any materials changes to this Brochure within 120 days of the close of Krane Financial Solution’s fiscal year, along with a copy of this Brochure or an offer to provide the Brochure. Krane Financial Solution’s Brochure is available anytime upon request or at the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

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#### **Item 4: Advisory Business**

Krane Financial Solutions is a registered investment advisor firm registered with the Securities and Exchange Commission since April 15, 2010.

The principal owner of Krane Financial Solutions, LLC is Justin D. Krane, President and Chief Compliance Officer.

#### **Types of Advisory Services**

##### **Investment Advisory Services**

Krane Financial Solutions' ("Krane Financial" or "Advisor") principal service is providing fee-based investment advisory services and financial planning services. The Advisor offers customized portfolio management, on a discretionary and non-discretionary basis, according to the client's overall investment objectives and guidelines. The Advisor's primary approach is to use a tactical allocation strategy aimed at reducing risk and increasing performance. The Advisor may recommend and/or invest clients' assets in a variety of types of investments, including but not limited to: U.S. and foreign equity securities, warrants, corporate debt securities, commercial paper, Certificate of Deposits (CDs), municipal securities, mutual funds, exchange traded funds, U.S. Government securities, and options in securities

The Advisor may recommend, on occasion, redistributing investment allocations to diversify the portfolio in an effort to reduce risk and increase performance. The Advisor may recommend specific stocks to increase sector weighting and/or dividend potential. The Advisor may recommend employing cash positions as a possible hedge against market movement which may adversely affect the portfolio. The Advisor 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, or any risk deemed unacceptable for the client's risk tolerance. Please refer to Item 8 for further information on Krane Financial's method of analysis and investment strategies, including risks surrounding the types of investments utilized.

Krane Financial provides investment advisory services and portfolio management services but does not provide securities custodial or other administrative services. At no time will Krane Financial accept or maintain custody of a client's funds or securities. Please refer to Item 15 for further information on custody.

##### **Selection of Other Advisors**

Krane Financial may recommend and refer clients to unaffiliated money managers or investment advisors through Managed Account programs sponsored by a third-party provider. In these arrangements, the client will then enter into a program and investment advisory agreement with the program sponsor and sub-advisors. Krane Financial will assist and advise the client in establishing investment objectives for the sub-advisors and continue to provide oversight of the client account and ongoing monitoring of the activities of the sub-advisors. The sub-advisors will develop an investment strategy to meet those objectives by identifying appropriate investments and monitoring such investments. In consideration for such services, the program sponsor will

charge a program fee that includes the investment advisory fee of the sub-advisors, the administration of the program and trading, clearance and settlement costs. The program sponsor will add Krane Financial's investment advisory fee (described below in Item 5) and will deduct the overall fee from the client account quarterly in advance based on the fair market value at the end of the preceding quarter.

#### *Qualified Retirement Plan Advisory and Consulting Services*

Krane Financial offers advisory services to Qualified Retirement Plans ("Plans") including Plan evaluation, investment allocation recommendations, investment selection recommendations, monitoring of investment service providers, educational seminars for Plan participants, and Plan enrollment and participant communication assistance. Krane Financial will provide information and recommendations to aid the Plan Sponsor in selecting and monitoring investments offered to Participants in the Plan.

The Advisor's roles and actions in fulfilling all responsibilities pertaining to this Agreement shall not include those of the Plan's Trustee, and will be performed solely at the direction of the Plan Sponsor, its authorized officers, employees and/or agents. At no time will the Advisor accept, maintain possession of, or have custodial responsibility for, the Plan's assets. Communicational and educational activities in which the Advisor engages related to Participants in the Plan shall be solely at the direction of the Plan Sponsor, and shall not be represented by the Advisor or Plan Sponsor as investment, tax or legal advice. The Advisor is not licensed to provide, shall not provide, nor be construed to provide, the services of an attorney or accountant.

#### *Financial Planning*

In addition to investment advisory and supervisory services, Krane Financial offers financial planning services to certain clients. The Advisor's financial planning services may include recommendations for portfolio customization based on the client's investment objectives, goals and financial situation. Financial planning services may also include recommendations relating to investment strategies as well as tailored investment advice. In addition to a basic financial plan, Krane Financial offers two customized financial plan programs:

1) *Concierge Financial Program* – This is a five month program that aims to solve problems in your financial life through guidance, advice and implementation. Krane Financial helps the client create a strong financial foundation and set meaningful goals in both business and personal life. This plan is specifically designed for the person who wants to be involved in decision-making, but at the same time wants to delegate much of the implementation.

2) *Life and Business Program* – This is a four month program for people who want a detailed financial plan for their business and personal finances. We assist the client with discovering goals, and provide guidance on how to implement each goal. Krane Financial will analysis a client's business and develop a financial plan for it. This will include reviews and discussions on sales, growth rates, margins, and productivity as a business owner.

Under a basic financial plan, Krane Financial shall provide the client with a written financial plan that gets developed as a result of consultations with the client where the client provides Krane Financial with information about the client's goals and objectives. Krane Financial shall discuss its recommendations with the client, which may include topics such as insurance, taxes, retirement

needs, investments, budgeting, and estate planning.

Clients are advised that certain assumptions may be made with respect to interest and inflation rates, use of past trends and performance of the market and economy. Past performance is in no way an indication of future performance. Krane Financial cannot offer any guarantees or promises that the client's financial goals and objectives will be met.

For all financial planning services provided by Krane Financial, clients are free at all times to accept or reject any or all recommendations made by Krane Financial and clients retain the authority and discretion on whether or not to implement the Advisor's recommendations. If the client decides to follow the recommendations, the client has the option, but is under no obligation, to implement such recommendations with Krane Financial through the Investment Advisory Services, as described above.

#### Newsletters

Krane Financial provides services consisting of the publication of a newsletter. The newsletter may provide, but is not limited to topics including current market conditions, retirement planning, financial planning, insurance and estate planning and any other relevant topics or information the Advisor deems appropriate. In addition, clients may arrange for the ability to receive, for an additional fee, consulting services related to the subject matter of the newsletter. Those fees are described in Item 5 below.

#### Seminars and Online Investment Video Courses

Krane Financial will furnish investment advice to individuals in the form of educational seminars and online investment video courses.

#### Important Information Relating to Krane Financial's Services

The investment advice provided by Krane Financial is customized to each client's individual needs, objectives, and other financial goals. At the onset of the client relationship, Krane Financial memorializes each client's investment objectives, risk tolerance, investment guidelines, time horizons, tax status, liquidity requirements, and other important and necessary information. The information provided by the client, together with any other information relating to the client's overall financial circumstances, will be used by the firm to determine the appropriate portfolio asset allocation and investment strategy for each client.

Krane Financial does not assume any responsibility for the accuracy of the information provided by the client and is not obligated to verify any information received from the client or from the client's other professionals (e.g., attorney, accountant, etc.) and is expressly authorized to rely on such information. Under all circumstances, clients are responsible for promptly notifying Krane Financial in writing of any material changes to the client's financial situation, investment objectives, time horizon, or risk tolerance. In the event that a client notifies Krane Financial of changes in the client's financial circumstances, it will review such changes and implement any necessary revisions to the client's portfolio.

Prior to engaging the firm, the client will be required to enter into a written agreement setting forth the terms and conditions under which Krane Financial shall render its services (the "Agreement"). In accordance with applicable laws and regulations, Krane Financial will provide a

disclosure brochure (ADV Part 2A) and one or more brochure supplements (ADV Part 2B) to each client prior to or contemporaneously with the execution of an investment advisory agreement. The Agreement between Krane Financial and the client will continue in effect until terminated by either party pursuant to the terms of the Agreement. Krane Financial's annual fee shall be prorated through the date of termination and any remaining balance shall be charged or refunded to the client, as appropriate, in a timely manner.

Neither Krane Financial nor the client may assign the Agreement without the consent of the other party. Transactions that do not result in a change of actual control or management of a Krane Financial shall not be considered an assignment.

At no time will Krane Financial accept or maintain custody of a client's funds or securities. Clients may impose reasonable guidelines and/or restrictions on investing in certain securities or types of securities. For example, a client may specify that the investment in any particular stock or industry should not exceed specified percentages of the value of the portfolio. All such guidelines and restrictions must be communicated to Krane Financial in writing. There may be times when certain restrictions are placed by a client, which prevents Krane Financial from accepting or continuing to manage the account. Krane Financial reserves the right to not accept and/or terminate management of a client's account if it feels that the client imposed restrictions would limit or prevent it from carrying out its investment strategies.

Krane Financial does not provide portfolio management services through wrap fee programs and does not sponsor any wrap programs.

Krane Financial manages client assets and as of March 30, 2015 has the following assets under management:

|                           |                     |
|---------------------------|---------------------|
| Discretionary assets:     | \$53,039,496        |
| Non discretionary assets: | <u>\$37,030,904</u> |
| Total                     | \$90,070,400        |

## **Item 5: Fees and Compensation**

### *Investment Advisory Fees*

Pursuant to an investment advisory contract signed by each client, the client will pay Krane Financial a quarterly Management Fee, payable in advance, based on the value of the assets to be managed by the Advisor on the last business day of the preceding quarter. The range of the Advisor's annual fee is 0.20% to 1.50%, which is determined on an individualized basis.

As mentioned in Item 4 above, Krane Financial may utilize margin accounts. The use of margin in an investment advisory account will likely increase a client's asset-based fee. If margin is used to purchase additional securities, the total value of eligible account assets increases, as does the client's asset-based fee. In addition, clients will be charged margin interest on the debit balance in their account. Notably, the increased asset-based fee that a client may pay presents a potential conflict since there may be an incentive for Krane Financial to recommend the use of margin.

However, please note that using margin is not suitable for all investors; the use of margin increases leverage in a client's account and therefore increases overall risk. To assist clients in understanding risks surrounding margin accounts, Krane Financial provides clients considering margin accounts with a summary page outlining the main risks.

#### Hourly Fee

Some clients may contract to have the Advisor provide financial planning advice, podcasts, webinars, consulting, individual classes, books, customized materials, weekend retreats and other services as agreed to by the Advisor and Client provided based on an hourly fee. The Advisors hourly fee will be billed in the range of \$200 to \$1000 per hour depending on the complexity of the project and the individual circumstances of the client, and may be negotiated and agreed upon by the parties in advance. Hourly fee-based clients are billed on a monthly basis upon completion of work performed.

#### Fixed Fees

Krane Financial will charge a fixed fee for financial planning services in the range of \$2,000 to \$12,000 per plan depending on the complexity of the project and the individual circumstances of the client as contracted for with client in advance. Some clients may also engage the services of the Advisor on a fixed fee bases for services mentioned in Item 4 above, such as, podcasts, webinars, consulting, individual classes, books, customized materials, weekend retreats or the Advisor's newsletter. Fixed fees may be negotiated in advance based at the discretion of the Advisor. Fixed fee-based clients are billed on a monthly basis upon completion of work performed.

#### Subscription Fees

For those clients that subscribe to the Advisor's newsletter, Krane Financial generally requires prepayment of its basic subscription fee. In the event that Krane Financial cannot fulfill its obligations and/or its service is discontinued, it will refund the unearned balance of the subscription fee. Client's may cancel subscriptions with 30 days notice and are entitled to receive a pro-rated refund of any unearned subscription fees. Pre-payment of fees will not exceed \$500 per client, 6 months in advance.

#### Qualified Retirement Plan Advisory and Consulting Fees

The Plan Sponsor will pay the Advisor, as compensation for its services under an advisory agreement signed by the Sponsor, an annual advisory fee, as negotiated between the Plan Sponsor and Krane Financial. The annual advisory fee charged ranges from 0.00% to 1.25% depending on, among other things, the complexity of the Plan and the services being provided. . The advisory fee is payable quarterly in advance and is based on the fair market value of the assets in the Plan at the end of each quarter.

The consulting fee is a flat fee that is negotiated between the Plan Sponsor and Krane Financial and ranges from \$0.00 to \$25,000 depending on, among other things, the complexity and amount of consulting services being provided.

The fees in the first month of the Agreement shall be prorated from the inception date to the end of the quarter. The Advisor shall invoice the Plan Sponsor for the fee. The Plan Sponsor may, at its election, submit invoices for the fee to the custodian of the Plan's assets for payment.



The Plan Sponsor agrees to payment of these invoices, whether directly from the Plan Sponsor or from the Plan's custodian, promptly, and, under normal circumstances, by the end of the month in which the invoice is submitted.

#### *Seminar and Online Video Course Fees*

Depending on the topics, duration, and expertise provided during the sessions, the fees paid by the participants will range up to \$2,000 per seminar, and \$3,000 per online video course. These fees will be billed when the participants register for the seminar or video course.

#### *Additional Information Regarding Fees*

Krane Financial's fees are negotiable and arrangements with any particular client may differ from those described above. Krane Financial may, in its sole discretion, waive its fees in their entirety for friends and family of the firm and/or reduce its fees for certain clients, and could change the above listed fee amounts at any time. Although Krane Financial believes that its fees are competitive, clients should understand that lower fees for comparable services may be available from other sources and firms.

The fees charged by Krane Financial do not include charges imposed by third parties such as custodian fees and mutual fund fees and expenses. Client assets may also be subject to transaction costs, retirement plan administration fees (if applicable), deferred sales charges on mutual funds initially deposited in the account, 12b-1 fees, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions.

Client assets invested in mutual funds will be subject to certain fees and expenses imposed directly by mutual funds to their shareholders, which shall be described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. If the sponsor also imposes sales charges, a client may pay initial or deferred sales or surrender charges.

The fees and expenses pertaining to mutual funds are separate from and in addition to the fees charged by Krane Financial. Accordingly, the client should review the fees charged by any mutual fund in which the client's assets are invested, together with the fees charged by Krane Financial, to fully understand the total amount of fees paid by the client and to thereby evaluate the advisory services being provided.

Additionally, clients may incur brokerage commissions and other execution costs charged by the custodian or executing broker-dealer in connection with transactions for a client's account. Clients should further understand that all custodial fees and any other charges, fees and commissions incurred in connection with transactions for a client's account will be paid out of the assets in the account and are exclusive of and in addition to the fees charged by Krane Financial. We do not share in any of these fees. Please refer to Item 12 of this Brochure entitled "Brokerage Practices" for additional important information about the brokerage and transactional practices of Krane Financial.

Krane Financial's advisory fee is payable in advance. Upon termination, any fees paid in advance will be prorated to the date of termination and any excess will be refunded to client.

Neither Krane Financial nor its supervised persons accepts compensation for the sale of securities or other investment products, including commissions, asset-based sales charges, 12b-1 fees, or service fees from the sale of mutual funds.

#### **Item 6: Performance-Based Fees and Side-by-Side Management**

Krane Financial does not charge performance-based fees.

#### **Item 7: Types of Clients**

Krane Financial will offer its services to individuals, pension and profit sharing plans, trust, estates or charitable organizations, corporations or other business entities.

Krane Financial does not have any minimum requirements for opening or maintaining an account with the firm.

#### **Item 8: Methods of Analysis, Investment Strategies and Risk of Loss**

##### *Method of Analysis*

The Advisor may utilize fundamental, technical analysis techniques in formulating investment advice or managing assets for clients.

Fundamental analysis of businesses involves analyzing its financial statements and health, its management and competitive advantages and its competitors and markets. Fundamental analysis is performed on historical and present data but with the goal of making financial forecasts. There are several possible objectives; to conduct a company stock valuation and predict its probable price evolution; to make a projection on its business performance; to evaluate its management and make internal business decisions and to calculate its credit risk.

Technical analysis is a method of evaluating securities by relying on the assumption that market data, such as charts of price, volume and open interest can help predict future (usually short-term) market trends. Technical analysis assumes that market psychology influences trading in a way that enables predicting when a stock will rise or fall.

As mentioned in Item 4 above, Krane Financial may recommend and/or invest clients' assets in a variety of types of investments, including but not limited to, U.S. and foreign equity securities, warrants, corporate debt securities, commercial paper, CDs, municipal securities, mutual funds, exchange traded funds, U.S. Government securities, and options in securities.

The investment strategies the Advisor will implement may include long term purchases of securities held at least for one year; short term purchases for securities sold within a year; trading of securities sold within 30 days, short sales, margin transactions and option writing, including covered options, uncovered options or spreading strategies.

Krane Financial manages clients' assets based on their overall investment objectives and guidelines. One method of analysis or investment strategy is not more significant than the other as

the Advisor is considering the client's portfolio, risk tolerance, time horizon and individual goals. However, the client should be aware that with any trading that occurs in the client account, the client will incur transaction and administrative costs. Please refer to Item 5 above for further information regarding additional fees that are exclusive of the fees charged by Krane Financial

### *Risk of Loss*

Investing in securities involves a significant risk of loss which clients should be prepared to bear. Krane Financial's investment recommendations are subject to various market, currency, economic, political and business risks, and such investment decisions may not always be profitable. Clients should be aware that there may be a loss or depreciation to the value of the client's account. There can be no assurance that the client's investment objectives will be obtained and no inference to the contrary should be made.

Generally, the market value of stocks will fluctuate with market conditions, and small-stock prices generally will fluctuate more than large-stock prices. The market value of fixed income securities will generally fluctuate inversely with interest rates and other market conditions prior to maturity. Fixed income securities are obligations of the issuer to make payments of principal and/or interest on future dates, and include, among other securities: bonds, notes and debentures issued by corporations; debt securities issued or guaranteed by the U.S. government or one of its agencies or instrumentalities, or by a non-U.S. government or one of its agencies or instrumentalities; municipal securities; and mortgage-backed and asset-backed securities. These securities may pay fixed, variable, or floating rates of interest, and may include zero coupon obligations and inflation-linked fixed income securities. The value of longer duration fixed income securities will generally fluctuate more than shorter duration fixed income securities. Investments in overseas markets also pose special risks, including currency fluctuation and political risks, and it may be more volatile than that of a U.S. only investment. Such risks are generally intensified for investments in emerging markets. Small-cap stocks may be subject to a higher degree of risk than more established companies' securities. The illiquidity of the small-cap market may adversely affect the value of these investments.

Some of the ETFs and mutual funds that Krane Financial invest in for clients may employ alternative or riskier strategies, such as the use of leverage or hedging. Leverage is the use of debt to finance an activity. For example, leverage is used when one uses margin to buy a security. Hedging on the other hand occurs when an investment is made in order to reduce the risk of adverse price movements in a security. For example, hedging is used when one takes an offsetting position in a related security, such as an option or short sale. While leverage or hedging can operate to increase rates of return, it also increases the amount of risk inherent in an investment. Other ETFs and mutual funds may employ other alternative techniques which carry inherent higher degrees of risks.

Krane Financial may recommend investments in mutual funds that are considered "funds of funds" and the investments and investments and/or strategies for the underlying portfolio funds may include, but not limited to foreign securities, commodities, leverage, short sales, uncovered options, futures, and other derivative instruments. Such funds carry high costs, substantial risks, such as the risks inherent in an investment in securities, as well as specific risks associated with each particular underlying fund's investment strategy. In addition, there is no assurance that a

mutual fund or ETF will achieve its investment objective. Past performance of investments is no guarantee of future results.

Krane Financial may invest in options for clients and clients should be aware that option positions may be adversely affected by company specific issues (the issuer of the underlying security) which may include but are not limited to bankruptcy, insolvency, failing to file with regulatory bodies, being delisted, having trading halted or suspended, corporate reorganizations, asset sales, spin offs, stock splits, mergers and acquisitions. In addition, market related actions, political issues, and economic issues may adversely affect the option market. These factors could restrict, halt, suspend, or terminate option positions held by clients, which could result in a loss to the client.

Options involve risk and are not suitable for all clients. To fully understand the risks pertaining to options, clients should read the option disclosure document, “Characteristics and Risks of Standardized Options”, which can be obtained from any exchange on which options are traded, by calling 1-888-OPTIONS, or by contacting your broker/custodian.

Additional risks involved in the securities recommended by Krane Financial may include, among others:

- *Stock market risk*, which is the chance that stock prices overall will decline. The market value of equity securities will generally fluctuate with market conditions. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices. Prices of equity securities tend to fluctuate over the short term as a result of factors affecting the individual companies, industries or the securities market as a whole. Equity securities generally have greater price volatility than fixed income securities.
- *Sector risk*, which is the chance that significant problems will affect a particular sector, or that returns from that sector will trail returns from the overall stock market. Daily fluctuations in specific market sectors are often more extreme than fluctuations in the overall market.
- *Issuer risk*, which is the risk that the value of a security may decline for reasons directly related to the issuer, such as management performance, financial leverage, and reduced demand for the issuer’s goods or services.
- *Non-diversification risk*, which is the risk of focusing investments in a small number of issuers, industries or foreign currencies, including being more susceptible to risks associated with a single economic, political or regulatory occurrence than a more diversified portfolio might be.
- *Value investing risk*, which is the risk that value stocks may not increase in price, may not issue the anticipated stock dividends, or may decline in price, either because the market fails to recognize the stock’s intrinsic value, or because the expected value was misgauged. If the market does not recognize that the securities are undervalued, the prices of those securities might not appreciate as anticipated. They also may decline in price even though in theory they are already undervalued. Value stocks are typically less

volatile than growth stocks, but may lag behind growth stocks in an up market.

- *Smaller company risk*, which is the risk that the value of securities issued by a smaller company may go up or down, sometimes rapidly and unpredictably as compared to more widely held securities. Investments in smaller companies are subject to greater levels of credit, market and issuer risk.
- *Foreign (non-U.S.) investment risk*, which is the risk that investing in foreign securities may result in the portfolio experiencing more rapid and extreme changes in value than a portfolio that invests exclusively in securities of U.S. companies. Investments in emerging markets are generally more volatile than investments in developed foreign markets.
- *Interest rate risk*, which is the chance that prices of fixed income securities will decline because of rising interest rates. Similarly, the income from fixed income securities may decline because of falling interest rates.
- *Credit risk*, which is the chance that an issuer of a fixed income security will fail to pay interest and principal in a timely manner, or that negative perceptions of the issuer's ability to make such payments will cause the price of that fixed income security to decline.
- *Exchange Traded Fund (ETF) risk*, which is the risk of an investment in an ETF, including the possible loss of principal. ETFs typically trade on a securities exchange and the prices of their shares fluctuate throughout the day based on supply and demand, which may not correlate to their net asset values. Although ETF shares will be listed on an exchange, there can be no guarantee that an active trading market will develop or continue. Owning an ETF generally reflects the risks of owning the underlying securities it is designed to track. ETFs are also subject to secondary market trading risks. In addition, an ETF may not replicate exactly the performance of the index it seeks to track for a number of reasons, including transaction costs incurred by the ETF, the temporary unavailability of certain securities in the secondary market, or discrepancies between the ETF and the index with respect to weighting of securities or number of securities held.
- *Options risk*, which is the risk that options may be subject to greater fluctuations in value than an investment in the underlying securities. Options and other derivatives may be subject to counterparty risk and may also be illiquid and more difficult to value. Purchasing and writing put and call options are highly specialized activities and entail greater than ordinary investment risks.
- *Leverage/Margin risk*, which is the risk that the use of borrowed capital, such as margin, to increase the potential return of an investment may increase the risk of an investment and can magnify the effect of any losses. The use of leverage is a speculative technique and may not be suitable for all investors. Using borrowed money (whether through trading on margin or any other method of borrowing) to finance the purchase of securities involves interest charges and entails greater risk than using cash resources only.

- *Management risk*, which is the risk that the investment techniques and risk analyses applied by Krane Financial may not produce the desired results and that legislative, regulatory, or tax developments, may affect the investment techniques available to Krane Financial. There is no guarantee that a client's investment objectives will be achieved.

Clients are advised that they should only commit assets for management that can be invested for the long term, that volatility from investing can occur, and that all investing is subject to risk. Consequently, the value of an account may at any time be worth more or less than the amount invested.

### **Item 9: Disciplinary Information**

Neither Krane Financial nor its management person has had any legal or disciplinary events, currently or in the past.

### **Item 10: Other Financial Industry Activities and Affirmations**

Neither Krane Financial nor any of its management persons are registered, or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer.

Neither Krane Financial nor any of its management persons are registered or have an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing entities.

Krane Financial does not currently have any relationships or arrangements that are material to its advisory business or clients with either a broker-dealer, municipal securities dealer, or government securities dealer or broker, investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or "hedge fund" and offshore fund, other investment advisor or financial planner, futures commission merchant, commodity pool operator, or commodity trading advisor, banking or thrift institution, accountant or accounting firm, lawyer or law firm, insurance company or agency, pension consultant, real estate broker or dealer or sponsor of syndicator of limited partnerships).

Krane Financial recommends and selects other investment advisors for clients. For more specific detail see Item 4, above.

### **Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading**

#### *Code of Ethics Summary*

Krane Financial has adopted a Code of Ethics ("Code") in compliance with Rule 204A-1 under the Investment Advisers Act of 1940, as amended. The Code establishes standards of conduct for Krane Financial's supervised persons and includes general requirements that such supervised persons comply with their fiduciary obligations to clients and applicable securities laws, and

specific requirements relating to, among other things, personal trading, insider trading, conflicts of interest and confidentiality of client information. It contains written policies reasonably designed to prevent the unlawful use of material non-public information by Krane Financial or any of its supervised persons. The Code also requires that certain of Krane Financial's personnel (called "Access Persons") report their personal securities holdings and transactions and obtain pre-approval of certain investments, including initial public offerings and limited offerings.

The Code also requires supervised persons to report any violations of the Code promptly to the Firm's Chief Compliance Officer ("CCO"). Each supervised person receives a copy of the Code and any amendments to it and must acknowledge in writing having received the materials. Annually, each supervised person must certify that he or she complied with the Code during that year.

Krane Financial will provide a copy of its Code of Ethics to any client or prospective client upon request.

#### Participation or Interest in Client Transactions

It is Krane Financial's policy not to enter into any principal transactions or agency cross transactions on behalf of client accounts. Principal transactions occur where an adviser, acting as principal for its own account, buys securities from or sells securities to any advisory client. Agency cross transactions occur where a person acts as an investment adviser in relation to a transaction in which the adviser, or an affiliate of the adviser, acts as broker for both the advisory client and for another person on the other side of the transaction.

Neither Krane Financial nor any of its supervised persons act as general partner in a partnership in which clients are solicited to invest or as an investment adviser to a mutual fund or other investment company that is recommended to clients. Based upon a client's stated objectives, Krane Financial may, under certain circumstances, recommend the purchase or sale of securities in which the firm or its supervised persons have also invested in personally. Such recommendations will only be made to the extent that they are reasonably believed to be in the best interests of the client. Additionally, as part of Krane Financial's fiduciary duty to clients, the firm and its supervised persons will endeavor at all times to put the interests of the clients first and at all times are required to adhere to the firm's Code of Ethics. Also, Krane Financial's Code of Ethics contains certain requirements designed to address the conflicts that arise with regard to personal trading by Krane Financial or its supervised persons, including pre-approval of certain securities and reporting of personal transactions.

Krane Financial and its supervised persons may, from time to time also buy or sell specific securities for their own accounts based on personal investment considerations, which Krane Financial does not deem appropriate to buy or sell for clients.

## **Item 12: Brokerage Practices**

#### The Custodians and Brokers We Use

Krane Financial does not maintain custody of client assets and therefore may recommend/require that clients establish brokerage accounts with the Schwab Advisor Services division of Charles

Schwab & Co., Inc. (Schwab), a registered broker-dealer, member SIPC, to maintain custody of clients' assets and to effect trades for their accounts. The final decision to custody assets with Schwab is at the discretion of the Advisor's clients, including those accounts under ERISA or IRA rules and regulations, in which case the client is acting as either the plan sponsor or IRA accountholder. Krane Financial is independently owned and operated and not affiliated with Schwab.

#### How We Select Brokers/Custodians

We seek to recommend 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:

- 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"*)

Clients have no obligation to open accounts with any custodial broker-dealers that Krane Financial may recommend. In limited situations Krane Financial may accept written direction from a client regarding the use of a particular broker-dealer to execute some or all transactions for the client. In the event that a client directs Krane Financial to use a particular broker or dealer, the client will negotiate terms and arrangements for the account with that broker-dealer, and Krane Financial will not seek better execution services or prices from other broker-dealers or be able to "batch" client transactions for execution through other broker-dealers with orders for other accounts managed by Krane Financial. Additionally, in directed brokerage situations, Krane Financial will have limited ability to ensure the broker-dealer selected by the client will provide best possible execution. As a result, the client may pay higher commissions or other transaction costs or greater spreads, or receive less favorable net prices, on transactions for the account than would otherwise be the case.

Krane Financial does not receive client referrals from any broker-dealer or third party as a result of the firm selecting or recommending that broker-dealer to clients.

Krane Financial does not recommend, request or require that a client direct it to execute transactions through a specified broker-dealer.



Even when a client's account is maintained at Schwab, Krane Financial can still use other brokers to execute trades for a client's account, as described in the next paragraph.

#### *Client Custody and Brokerage Costs*

For clients' accounts maintained at Schwab, Schwab generally does not charge the separately for custody services but is compensated by charging the client commissions or other fees on trades that it executes or that settle into the client's Schwab account. Schwab's commission rates applicable to clients' accounts were negotiated based on Krane Financial's commitment to maintain a minimum amount (\$10 million or more) of our clients' assets in accounts at Schwab. This commitment benefits the client because the overall commission rates a client pays are lower than they would be if Krane Financial had not made the commitment. In addition to commissions, Schwab charges a flat dollar amount as a "prime broker" or "trade away" fee for each trade that Krane has executed by a different broker-dealer but where the securities bought or the funds from the securities sold are deposited (settled) into a client's Schwab account. These fees are in addition to the commissions or other compensation a client pays the executing broker-dealer. Because of this, in order to minimize a client's trading costs, Krane Financial has Schwab execute all trades for your account.

#### *Products and Services Available to Krane Financial from Schwab*

Schwab Advisor Services (formerly called Schwab Institutional) is Schwab's business serving independent investment advisory firms like Krane Financial. 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 clients. Schwab also makes available various support services. Some of those services help Krane Financial 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 Krane Financial 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, then Schwab may charge us quarterly service fees. Here is a more detailed description of Schwab's support services:

#### *Services that Benefit the Client*

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 Krane Financial may not otherwise have access or that would require a significantly higher minimum initial investment by Krane Financial's clients. Schwab's services described in this paragraph generally benefit the client and the client's account.

#### *Services that May Not Directly Benefit the Client*

Schwab also makes available to Krane Financial other products and services that benefit Krane Financial but may not directly benefit our clients. These products and services assist Krane Financial in managing and administering our clients' accounts. They include investment research, both Schwab's own and that of third parties. Krane Financial 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 the Advisor's fees from our clients' accounts; and
- assist with back-office functions, recordkeeping and client reporting.

#### Services that Generally Benefit Only Krane Financial

Schwab also offers other services intended to help the Advisor 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 Krane Financial. 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 Krane Financial 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 Krane Financial 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 Krane Financial 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 that clients maintain their accounts with Schwab based on Krane Financial's interest in receiving Schwab's services that benefit our business rather than based on a client's interest in receiving the best value in custody services and the most favorable execution of their transactions. This is a potential conflict of interest. Krane Financial believes, however, that our selection of Schwab as a broker/custodian 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"*) and not Schwab's services that benefit only the Advisor. We do not believe that maintaining at least \$10 million of our clients' assets at Schwab in order to avoid paying Schwab quarterly service fees presents a material conflict of interest.

#### Best Execution

It is the policy and practice of Krane Financial to strive for the best price and execution that are competitive in relation to the value of the transaction ("best execution"). In order to achieve best execution, Krane Financial will use its best judgment to choose the broker-dealer most capable of providing the brokerage services necessary to obtain the best overall qualitative execution. Although Krane Financial will strive to achieve the best execution possible for client securities transactions, this does not require it to solicit competitive bids and Krane Financial does not have

an obligation to seek the lowest available commission cost. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the overall best qualitative execution, taking into consideration the full range of a broker-dealer's services, including among other things, the value of research provided, execution capability, commission rates, and responsiveness. Consistent with the foregoing, while Krane Financial will seek competitive rates, it may not necessarily obtain the lowest possible commission rates for client transactions. Krane Financial is not required to negotiate "execution only" commission rates, thus the client may be deemed to be paying for research and related services (*i.e.*, "soft dollars") provided by the broker which are included in the commission/transaction fee rate.

To ensure that brokerage firms recommended by Krane Financial are conducting overall best qualitative execution, Krane Financial will periodically (and no less often than annually) evaluate the trading process and brokers utilized. Krane Financial's evaluation will consider the full range of brokerage services offered by the brokers, which may include, but is not limited to price, commission, timing, research, ability to aggregate trades, capable floor brokers or traders, ability to position, capital strength and stability, reliable and accurate communications and settlement processing, use of automation, knowledge of other buyers or sellers, administrative ability, custody, and any services provided to client and/or Krane Financial.

#### Soft Dollar Considerations

Section 28(e) of the Exchange Act ("Section 28(e)") generally allows investment advisers to use client commissions to pay for certain brokerage and research services under certain circumstances without breaching their fiduciary duties to clients. Therefore, we may, in circumstances in which we feel that execution is comparable, place certain trades with a third party broker that is providing brokerage and research services to us ("Research Broker").

Brokerage and research services provided by Research Brokers may include, among other things, effecting securities transactions and performing services incidental thereto (such as clearance, settlement and custody) and providing information regarding the economy, industries, sectors of securities, individual companies, statistical information, taxation; political developments, legal developments, technical market action, pricing and appraisal services, credit analyses; risk measurement analysis and performance analysis.

Such research services can be received in the form of written reports, telephone conversations, personal meetings with security analysts and/or individual company management, and attending conferences. The research services provided by a Research Broker may be proprietary (*i.e.*, research created by the broker) and/or provided by a third party (*i.e.* originates from a party independent from the broker providing the execution services, which is commonly referred to as a third party soft dollar arrangement).

In selecting a Research Broker, we will make a good faith determination that the amount of the commission charged is reasonable in relation to the value of the brokerage and research services received, viewed in terms of either the specific transactions or our overall responsibility to the accounts for which we exercise investment discretion

In accordance with Section 28(e), Krane Financial may cause a client to pay a brokerage commission in excess of that which another broker might have charged for effecting the same transaction, in recognition of the value of the brokerage and/or research services provided by such broker.

Research services provided by Research Brokers may be used by us in servicing any or all of our clients, and may be used in connection with clients other than those making the payment of commissions to a Research Broker, as permitted by Section 28(e). In other words, there may be certain client accounts that benefit from the research services, which did not make the payment of commissions to the Research Broker providing the services.

The receipt of brokerage and research services from any broker executing transactions for our clients will not result in a reduction of our customary and normal research activities, and the value of such information is, in our view, indeterminable. Nevertheless, the receipt of such research may be deemed to be the receipt of an economic benefit by us, and although customary, may be deemed to create a conflict of interest between Krane Financial and our clients. Therefore, we feel it is important for clients to be aware of the issues surrounding soft dollars.

To address the conflicts inherent in soft dollar arrangements, Krane Financial monitors and reviews transaction results to evaluate the quality of execution provided in order to determine that compensation rates are competitive and otherwise to evaluate the reasonableness of the compensation paid to the executing broker-dealer(s) in light of all the factors described above and that our clients are receiving the best overall deal considering the prevailing facts and circumstances.

Currently, Krane Financial does not have any third party soft dollar arrangements in place.

### **Item 13: Review of Accounts**

Accounts are monitored on an ongoing basis. Mr. Justin Krane, President of Krane Financial will review all client accounts. Mr. Krane anticipates having approximately 150 client relationships. The triggering factors for a review of a client account are that Krane Financial becomes aware of a change in client's investment objective, a change in market conditions, change of employment, re-balancing of assets to maintain proper asset allocation, upon client request and any other activity that is discovered as the account is reviewed.

The client will receive written statements no less than quarterly from the trustee or custodian. In addition, the client will receive other supporting reports from Mutual Funds, Asset Managers, Trust Companies or Custodians, Insurance Companies, Broker/Dealers and others who are involved with client accounts.

The client is encouraged to notify the Advisor and Investment Advisor Representative if changes occur in his/her personal financial situation that might adversely affect his/her investment and/or financial plan.

## **Item 14: Client Referrals and Other Compensation**

Krane Financial receives an economic benefit from Schwab in the form of the support products and services it makes available to the Advisor and other independent investment advisors that have their clients maintain accounts at Schwab. These products and services, how they benefit us, and the related conflicts of interest are described above (*see Item 12 – Brokerage Practices*). The availability to Krane Financial of Schwab's products and services is not based on us giving particular investment advice, such as buying particular securities for our clients.

Krane Financial does not directly or indirectly compensate any person who is not a supervised person for client referrals.

## **Item 15: Custody**

Under federal regulations, Krane Financial is deemed to have custody of client funds or securities by reason of the fact that Krane Financial has authority to debit its fees directly from the client's account. Custody of account assets will be maintained with an independent qualified custodian. As mentioned above, Krane Financial generally recommends Schwab to serve as custodian. Therefore, clients should thoroughly consider the differences between having their assets held at a broker-dealer versus at a bank or trust company. Some of these differences include, but are not limited to, custodian costs, trading issues, security of assets, client reporting and technology.

Clients will receive statements on at least a quarterly basis directly from the qualified custodian that holds and maintains their assets. Clients are urged to carefully review all custodial statements and compare them to the statements provided by Krane Financial. Krane Financial's statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities. Please refer to Item 12 for additional important disclosure information relating to Krane Financial's practices and relationships with custodians.

Under federal regulations, advisers with custody are generally required to undergo an independent verification of the assets for which the adviser has custody through an annual surprise examination by an independent certified public accountant. Advisers deemed to have custody solely as a consequence of the authority to debit fees directly from client accounts, however, are not required to obtain an independent verification of those client funds and securities maintained by a qualified custodian so long as certain steps are followed, including providing each client with a copy of the invoice that includes the fee and information on how it was calculated. Krane Financial complies with these regulations and therefore is not subject to an annual surprise examination by an independent certified public accountant. Clients should understand that it is their responsibility to ensure that the advisory fee reflected on their statements is correct, and not the custodian.

## **Item 16: Investment Discretion**

For clients receiving investment advisory services, Krane Financial generally has discretion over the selection and amount of securities to be bought or sold in client accounts without obtaining prior consent or approval from the client for each transaction. However, these purchases or

sales may be subject to specified investment objectives, guidelines, or limitations previously set forth by the client and agreed to by Krane Financial.

Discretionary authority will only be provided upon full disclosure to the client. The granting of such authority will be evidenced by the client's execution of an Investment Advisory Agreement containing all applicable limitations to such authority. All discretionary trades made by Krane Financial will be in accordance with each client's investment objectives and goals.

#### **Item 17: Voting Client Securities**

Krane Financial will not vote, nor advise clients how to vote, proxies for securities held in client accounts. The client clearly keeps the authority and responsibility for the voting of these proxies. Also, Krane Financial cannot give any advice or take any action with respect to the voting of these proxies. The client and Krane Financial agree to this by contract. Clients will receive proxy solicitations from their custodian and/or transfer agent.

#### **Item 18: Financial Information**

Krane Financial does not require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance.

Krane Financial is not aware of any financial condition that will likely impair its ability to meet contractual commitments to clients. If Krane Financial does become aware of any such financial condition, this brochure will be updated and clients will be notified. Krane Financial has never been subject to a bankruptcy petition.