

Form ADV Part 2A, Brochure
Item 1 - Cover Page



Legacy Wealth Management, LLC
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June 24, 2019

This brochure ("Brochure") provides information about the qualifications and business practices of Legacy Wealth Management, LLC ("LWM," "we," or "us"). If you have any questions about the content of this Brochure, please contact us at the address above.

This Brochure has not been approved by the United States Securities Exchange Commission (the "SEC"), or by any state securities authority. LWM is an SEC-registered investment adviser. Registration with the SEC or any state securities authority does not imply a certain level of skill or training.

Additional information about LWM is available on the SEC's website, www.advisorinfo.sec.gov.

Item 2 – Material Changes

This Brochure is a document which LWM provides to its clients as required by the SEC's rules.

As a newly formed investment adviser, this is LWM's initial filing of the Brochure. Accordingly, there are no material changes to report.

In the future, in this Item 2, LWM will reference the date of the last annual update of its Brochure and will provide clients with a summary of any material changes made. LWM will further provide clients with a new Brochure as necessary based on changes, new information, or at a client's request, at any time, without charge.

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Item 4 – Advisory Business

General Information

LWM is an SEC-registered (CRD #304659) investment adviser located in Ridgeland, Mississippi that was formed in September 2018. LWM is organized as a Mississippi limited liability company.

Advisory Clients

We provide our clients an array of investment services, including portfolio management and financial planning services. Our experience includes equity and fixed income analysis, investment management, portfolio analysis, banking and trusts. We primarily offer services to individuals and family groups, and may also include the professional investment community, such as institutional investors, corporations and endowments.

Portfolio Management Services

LWM generally provides portfolio management services on a discretionary basis, but may also provide such services on a non-discretionary basis.

We begin our portfolio management process by discussing our client's financial goals, investment objectives and personal risk tolerance. We then develop an investment portfolio designed with a view toward a long-term investment horizon that, to the extent applicable, is flexible to strategically adjust to life and market changes.

Recognizing the uniqueness of each client, we create investment portfolios using primarily individual securities, not predefined asset allocation models or model portfolios. Client portfolios vary in structure based on needs, size, and economic and market trends at the time, but generally include equities, fixed income and cash and cash equivalents derived from in-house fundamental research. Unless otherwise determined by client need, we invest for the long-term, typically implementing a conservative growth investment strategy. Clients may request reasonable restrictions on investments in certain securities or types of securities. Notice of requested restrictions is required to be given to LWM in writing, and if agreed to, will be included with the signed client services agreement on file.

We may provide portfolio management services for the clients of other investment advisers. In this capacity, LWM serves as a sub-advisor. In this role, we provide investment advice; manage discretionary accounts; enter and execute orders; maintain client accounts; issue client statements via a third-party custodian; issue periodic performance reports; and provide account fee billing. As compensation for these arrangements, we and the other advisory firm(s) will generally share the fee associated with the client accounts, based on our level of service and involvement. This sub-advisory role is consistent with our normal business and, therefore, does not interfere with the management of our other client accounts and relationships.

Financial Planning

LWM generally provides financial planning services to those clients in need of such services in conjunction with portfolio management services. LWM's financial planning services normally address areas such as general cash flow planning, retirement planning, and insurance analysis. The goal of these services is to assess the financial circumstances of the client in order to more effectively develop the client's investment plan. Financial planning services are generally not offered as a stand-alone service or for a separate fee, but are typically provided to clients in conjunction with the management of the portfolio.

Principal Owner

LWM is wholly owned by Professional and Financial Services, LLC, which is wholly owned by Mr. Charles R. Bell, Jr.

Type and Value of Assets Currently Managed

LWM is a newly formed registered investment advisory firm and does not currently have any assets under management.

Item 5 – Fees and Compensation

Portfolio Management Fee - Individual Accounts

As part of our wealth management agreement, an individual account is generally subject to a minimum annual revenue requirement of \$2,500.00. This advisory fee applies to both equity and fixed income accounts. At our discretion, we may link accounts for billing purposes to benefit a person or family with multiple accounts.

Advisory fees are based on a percentage of assets under management as calculated and charged at the end of the billing period. The billing period is typically the end of each calendar quarter. Fees will depend on the type and size of the account and the specific investment strategy employed. If an account is closed or transferred, we have the right to prorate fees for the period of time under our management. While fees may be individually negotiated, clients with managed accounts will generally pay advisory fees based on a percentage of assets under management in accordance with one of the following standard schedules:

Standard Fee Schedule - Individuals

Equity only portfolios and portfolios with both equity and fixed income assets:

- 1.00% - first tier for assets up to \$1 million
- 0.85% - second tier on next \$4 million of assets
- 0.70% - third tier on next \$5 million of assets

0.60% - final tier on assets exceeding \$10 million

Fixed income only portfolios:

0.60% - first tier for assets up to \$1 million

0.45% - second tier on next \$4 million of assets

0.40% - third tier on next \$5 million of assets

0.35% - final tier on assets exceeding \$10 million

Generally, advisory fees are debited directly from client accounts unless other arrangements are made and mutually agreed to. For accounts that pay in advance, if the account is terminated during the calendar quarter, the fee will be prorated based on the period of time during the quarter the account was open, and any unused portion of any fees paid in advance will be returned to the client.

Portfolio Management Fees - Institutional Accounts

As part of the wealth management agreement, an institutional account is generally subject to a minimum annual revenue requirement of \$5,000.00. This advisory fee is for both equity and fixed income accounts.

Advisory fees are based on a percentage of assets under management and are charged at the end of the billing period. The billing period is typically the end of each calendar quarter, but may be monthly at our discretion. Fees will depend on the type and size of the account and the specific investment strategy employed. Fees are typically assessed in arrears, but may be payable in advance under limited circumstances, such as for an account managed elsewhere and/or where we have no ongoing client relationship. If an account is closed or transferred, we have the right to prorate fees for the period of time under our management. While fees may be individually negotiated, institutional clients with managed accounts will generally pay advisory fees based on a percentage of assets under management in accordance with one of the following standard schedules found below:

Standard Fee Schedule - Institutions

Equity only portfolios and portfolios with both equity and fixed income assets:

1.00% - first tier for assets up to \$1 million

0.85% - second tier on next \$4 million of assets

0.70% - third tier on next \$5 million of assets

0.60% - final tier on assets exceeding \$10 million

Fixed income only portfolios:

0.60% - first tier for assets up to \$1 million

- 0.45% - second tier on next \$4 million of assets
- 0.40% - third tier on next \$5 million of assets
- 0.35% - final tier on assets exceeding \$10 million

Generally, advisory fees are debited directly from the client's account unless other arrangements are made and mutually agreed to. For accounts paid in advance, but closed or transferred during the calendar quarter, the fee will be prorated based on the period of time during the quarter the account was open, and any unused portion of any fees paid in advance will be returned to the client.

Financial Planning Fees

Fees for financial planning services may be included in the portfolio management fees paid by clients, or may involve fixed fees negotiated at the time of the engagement. Financial planning fees may be charged in advance.

Additional Fees

From time to time, to the extent consistent with the client's investment objectives and strategies, we may invest client assets in unaffiliated investment vehicles, such as mutual funds and/or exchange traded funds. In addition, our clients may choose to participate in a custodian's sweep program, which may offer commingled investment vehicles such as money market mutual funds. All such funds typically incur fees for investment advisory, administrative and distribution services. Client accounts invested in such funds that are unaffiliated with us will pay two levels of advisory fees - one through the unaffiliated fund to its investment adviser and one to LWM. LWM receives no compensation for fees assessed by unaffiliated funds.

Custodians of client assets, especially in cases of accounts designated as a retirement account (i.e., IRA, Roth IRA, 401k, etc.), may charge a fee to cover the cost associated with the additional tax reporting these accounts require. This fee is charged and collected by the custodian. We do not receive a share of this fee.

Other fees may also be charged by the custodian in special situations, such as for legal transfers, wire requests, check re-orders, insufficient funds, and other service-related fees. These fees are charged and collected by the custodian. We do not receive a share of these fees.

Regulatory agencies or other governing bodies may also assess fees. This fee is periodically changed. We do not share in these fees.

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

LWM does not have any performance-based fee arrangements. "Side-by-Side Management" refers to a situation in which the same firm manages accounts that are

billed based on a percentage of assets under management and at the same time manages other accounts for which fees are assessed on a performance fee basis. Because LWM has no performance-based fee accounts, it has no side-by-side management.

Item 7 – Types of Clients

LWM provides discretionary and non-discretionary portfolio management services to individuals, family groups, corporations, foundations and endowments. While LWM does not have a minimum account size, LWM may charge a minimum account fee, as addressed in Item 5 (please see Fees and Compensation in this Brochure).

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

Methods of Analysis

LWM generally uses a fundamental method of analysis.

LWM was founded with the belief that investing requires a dynamic, flexible process to be successful. In an active and constantly changing world, investing is both art and science, unable to rest on a single approach. With great conviction, we believe there are no complex mathematical equations or algorithms, in other words, computerized “black boxes,” that successfully identify investment opportunities over time. As a result, identifying a company as a good investment cannot be accomplished in isolation, but across a spectrum of considerations, such as economic, political and social.

Before any company is considered, we research and debate this multi-faceted landscape, recognizing it is not what produces the headlines on page one that fosters our greatest discussion, but what is found buried inside. By the time an event is on page one, investors and speculators alike have likely fully priced in the news. We believe it is what lies in the back pages that has a reasonable probability to reach page one as an investment theme worth researching and defining.

As themes develop and sectors, styles, or even whole geographies, are identified, we begin the process of identifying companies capable of taking advantage of these trends. This starts with an appropriate universe of publicly traded domestic companies, as well as foreign firms traded as American Depositary Receipts. We generally seek only profitable companies, given the additional uncertainty of a loss-making operation. We seek firms that can effectively manage their future opportunities and growth. We prefer industry leaders, which typically earn higher margins and returns on equity and capital. We seek companies with strong financial characteristics, giving close scrutiny to firms with significant intangible assets.

Our fundamental analysis is performed in-house using, among other things, SEC filings, company financials and corporate websites. We are investment generalists, looking at all major economic sectors. Not specializing within a subset of the market assists us in

understanding the overall big picture. Conversely, in our decision making process, we generally give limited attention to Wall Street research because we believe that firms publishing this research generally have a short-term, transaction-oriented agenda that conflicts with our long-term time horizon; however, we may use any source of financial or other information available that we believe is relevant in determining the advice we will render and/or manage upon.

For a company, theme, or trend to be considered worthwhile, we seek companies with sustainable growth of revenue and earnings over the long-term. We look for consistency of a firm's financial results that typically comes from recurring revenue streams with several products with multiple customers. We also pay close attention to the quality of earnings, reading financial footnotes and looking for instances of aggressive accounting procedures. While we do not hold ourselves out as being tax efficient, we do believe limiting tax payments is part of the process of creating and maintaining clients' wealth.

Investment Strategies

LWM generally employs a long-term investment strategy in providing portfolio management and financial planning services for its clients. A long-term investment strategy generally means that securities are purchased with the expectation that the value of those securities will grow over a relatively long period of time, generally greater than one year.

Risk of Loss

All investments are subject to various types of risks. Accordingly, there can be no assurance that client portfolios will be able to meet their investment objectives and goals or that investments will not lose value. Below is a description of the principal risks that client portfolios face:

- **Market Risk** – The price of any security or the value of an entire asset class can decline for a variety of reasons outside of LWM's control, including, but not limited to, changes in the macroeconomic environment, unpredictable market sentiment, forecasted or unforeseen economic developments, interest rates, regulatory changes, and domestic or foreign political demographic, or social events.
- **Risks of Investments in Mutual Funds, ETFs and Other Investment Pools** – LWM may invest client portfolios in mutual funds, ETFs and other investment pools ("pooled investment funds"). Investments in pooled investment funds are generally less risky than investing in individual securities because of their diversified portfolios; however, these investments are still subject to risks associated with the markets in which they invest. In addition, pooled investment funds' success will be related to the skills of their particular managers and their performance in managing their funds. Pooled investment funds are also subject to

risks due to regulatory restrictions applicable to registered investment companies under the Investment Company Act of 1940, as amended.

- **Equity Market Risks** - LWM will generally invest portions of client assets directly into equity investments, primarily stocks, or into pooled investment funds that invest in the stock market. As noted above, while pooled investment funds have diversified portfolios that may make them less risky than investments in individual securities, funds that invest in stocks and other equity securities are nevertheless subject to the risks of the stock market. These risks include, without limitation, the risks that stock values will decline due to daily fluctuations in the markets, and that stock values will decline over longer periods (e.g., bear markets) due to general market declines in the stock prices for all companies, regardless of any individual security's prospects.
- **Fixed Income Risks** - LWM may invest portions of client assets directly into fixed income instruments, such as bonds and notes, or may invest in pooled investment funds that invest in bonds and notes. While investing in fixed income instruments, either directly or through pooled investment funds, is generally less volatile than investing in stock (equity) markets, fixed income investments nevertheless are subject to risks. These risks include, without limitation, interest rate risks (risks that changes in interest rates will devalue the investments), credit risks (risks of default by borrowers), or maturity risk (risks that bonds or notes will change value from the time of issuance to maturity).
- **Advisory Risk** - There is no guarantee that LWM's judgment or investment decisions about particular securities or asset classes will necessarily produce the intended results. LWM and its representatives are not responsible to any client for losses unless directly caused by a material LWM error or omission, or a breach of fiduciary duty.
- **Inflation and Interest Rate Risks** - Security prices and portfolio returns will likely vary in response to changes in inflation and interest rates. Inflation causes the value of future dollars to be worth less and may reduce the purchasing power of an investor's future interest payments and principal. Inflation also generally leads to higher interest rates, which in turn may cause the value of many types of fixed income investments to decline.
- **Currency Risks** - Investing in companies domiciled outside of the United States, or U.S. companies with overseas units, involves fluctuations in the value of the dollar against the currency of the foreign country, also referred to as exchange rate risk. Currency devaluations can affect client purchasing power.
- **Political Risks** - Changes in the political arena, both domestically and internationally, can affect various investments and markets. Changes to fiscal and

monetary policies, especially the tax code, can have far reaching effects on individual companies, industry sectors or the whole market.

- **Credit Risks** – Financial intermediaries or security issuers may experience adverse economic consequences that may include impaired credit ratings, default, bankruptcy or insolvency, any of which may affect portfolio values or management.
- **Legislative and Tax Risk** - Performance may directly or indirectly be affected by government legislation or regulation, which may include, but is not limited to: changes in investment adviser/financial adviser or securities trading regulation; change in the U.S. government's guarantee of ultimate payment of principal and interest on certain government securities; and changes in the tax code that could affect interest income, income characterization and/or tax reporting obligations.
- **Foreign Investing and Emerging Markets Risk** - Foreign investing involves risks not typically associated with U.S. investments, and the risks may be exacerbated further in emerging market countries. These risks may include, among others, adverse fluctuations in foreign currency values, as well as adverse political, social and economic developments affecting one or more foreign countries.
- **Software Risks** - LWM delivers services through software. It is possible that such software may not always perform exactly as intended or disclosed, especially in certain combinations of unusual circumstances, and any software imperfections, malfunctions or “glitches” could result in client losses. LWM continuously strives to monitor, detect and correct any software that does not perform as expected or disclosed, and LWM preserves contractual rights to direct any software vendors to address and/or troubleshoot technical issues that may from time to time arise.

Past performance is no guarantee of future results, and any historical returns, expected returns, or probability projections may not reflect actual future performance.

In the course of creating and managing a client's investment portfolio, we believe it is important for our clients to understand and evaluate these risks, as part of their overall approach to setting realistic investment objectives.

Item 9 - Disciplinary Information

As a registered investment adviser, LWM is required to disclose all material facts regarding any legal or disciplinary events that would be material to a client's evaluation of LWM or the integrity of LWM's management. LWM has no disciplinary events to report.

Item 10 - Other Financial Industry Activities and Affiliations

Neither LWM nor any of its management persons has any other financial industry activities or affiliations to report. As discussed in Item 4, LWM may serve as a sub-adviser to other investment advisers, which will not be affiliated with LWM.

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

We have adopted and will maintain and enforce a Code of Ethics (Code), which sets forth the standards of conduct expected of related persons. Our Code requires compliance with applicable federal securities laws and fiduciary duties. The Code also addresses the personal securities trading activities of access persons in an effort to detect and prevent illegal or improper personal securities transactions. The Code requires initial and annual holdings reports and quarterly personal securities transaction reports be provided by access persons to our Chief Compliance Officer (CCO). A copy of the Code is available upon request by writing or calling us at the address or phone number located on the cover page.

LWM and its related persons may transact in the same securities in which our client accounts invest. To address the potential conflict of interest, we have adopted certain policies and procedures to prevent the practice of “front running,” where an access person makes a purchase or sale transaction in a security immediately prior to a client account transaction involving the same security. If purchase or sale transactions can be completed for all accounts at one time, and with one average price, then we may participate in the transactions on terms no better than those on which clients participate.

Item 12 - Brokerage Practices

General Trading Practices

Pershing Advisor Solutions, LLC, a wholly owned subsidiary of The Bank of New York Mellon Corporation, is our primary broker-dealer serving as custodian for client accounts (the “Custodian”). We generally use the Custodian’s online trading platforms for equities, fixed income securities, mutual funds, exchange-traded funds, and sweep vehicles for processing client trades by routing of orders through computer entry to the Custodian’s trading desk. However, in certain cases (e.g., in the bond market), we may conduct trading through another broker-dealer if we the other broker-dealer will provide better execution.

LWM has adopted policies and procedures pursuant to which it evaluates the brokerage services offered by broker-dealers. Under the policies and procedures, a broker-dealer is subject to an initial approval process as well as ongoing review to remain on an approved list.

As a fiduciary, we have an obligation to seek to obtain best execution of client transactions under the circumstances of the particular transaction. With respect to a specific order, we determine brokerage based on, without limitation, the particular characteristics of a security to be traded, including relevant market factors, and consider other factors, such as: ability to minimize trading costs, level of trading expertise, trading desk/system infrastructure, ability to provide information related to the trade, financial condition, confidentiality provided by the broker-dealer, competitiveness of commission rates, evaluations of execution quality, promptness of execution, past history, ability to prospect for and find liquidity, difficulty of trade and the security's trading characteristics, size of order, liquidity of market, block trading capabilities, quality of settlements, specialized expertise offered and overall responsiveness.

Client Direction

Clients may direct LWM in writing to use a particular broker-dealer for custodial or transaction services on behalf of the client's portfolio. In directed brokerage arrangements, the client is responsible for negotiating the commission rates and other fees to be paid to the broker; LWM will not negotiate commissions for directed brokerage. Accordingly, a client who directs brokerage should consider whether such designation may result in certain costs or disadvantages to the client, either because the client may pay higher commissions or obtain less favorable execution, or the designation limits the investment options available to the client.

By directing LWM to use a specific broker-dealer, clients who are subject to ERISA confirm and agree with LWM that they have the authority to make the direction, that there are no provisions in any client or plan document which are inconsistent with the direction, that the brokerage and other goods and services provided by the broker or dealer through the brokerage transactions are provided solely to and for the benefit of the client's plan, plan participants and their beneficiaries, that the amount paid for the brokerage and other services have been determined by the client and the plan to be reasonable, that any expenses paid by the broker on behalf of the plan are expenses that the plan would otherwise be obligated to pay, and that the specific broker or dealer is not a party in interest of the client or the plan as defined under applicable ERISA regulations.

Research and Other Soft Dollar Benefits

LWM does not currently accept soft dollars for client trades.

Brokerage for Client Referrals

LWM does not receive client referrals from broker-dealers.

Aggregation

We provide investment advisory services to different types of clients. Certain portfolio management decisions affect more than one account. For example, we may aggregate transaction orders when we take an investment action with respect to multiple accounts with similar investment objectives. This includes aggregating orders involving both client and proprietary accounts. Such aggregation may be able to reduce trading costs or market impact on a per-share or per-dollar basis. When we aggregate trades; each participating account will receive the average share price and will share pro rata in the transaction costs, subject to minimum charges per account imposed by the broker effecting the transaction or the client's custodian. We also may determine an order will not be aggregated with other orders for a number of reasons which may include, without limitation, the following: the account's governing documents do not permit aggregation; a client has directed that trades be executed through a specific broker-dealer; aggregation is impractical because of specific trade directions received from the portfolio manager (e.g., a limit order); the order involves a different trading strategy; or if we otherwise determine that aggregation is not consistent with seeking best execution.

From time to time an aggregated order involving multiple equity accounts does not receive sufficient securities to fill all accounts. For such a partial fill, the executed portion of the order is allocated to the participating accounts pro rata on the basis of order size; provided, that proprietary accounts will be the last to receive an allocation.

In allocating orders to fixed income clients, we first determine that the securities are consistent with guidelines and a particular style of account. We then address specific account needs, which generally include, among other factors, a review of portfolio duration, sector allocation, security characteristics, cash positions and typical size of positions within the account. We then determine whether it is practical to allocate the proposed bond purchase across eligible accounts, as available block sizes for small issues may be too small for aggregation. In these cases, the portfolio manager has discretion to determine allocations based on the "best fit and need" for applicable accounts. Factors considered in such prioritization include: specific needs, amount of cash available, stated specific needs, amount of portfolio in similar types of credits, current maturity structure of portfolio, and whether the account was allocated bonds in recent purchases. As a result of this approach, not all eligible accounts will participate in every available bond opportunity. However, LWM seeks to allocate bond purchases in a manner that is fair to clients over time.

Over the Counter (OTC)

We primarily place fixed income over-the-counter ("OTC") transactions through broker-dealers, market makers and the client's custodian's trading desk. When possible, we access multiple sources to determine if the competitive levels are favorable under the circumstances. At times, multiple offerings or bids for a security may be unavailable and

an order may need to be worked at a certain level with a specific broker-dealer.

Cross Transactions

Occasionally, we may deem it beneficial to our clients to effect a cross transaction between clients that are not employee benefit plans governed by ERISA or proprietary accounts. In these cases, LWM will not receive any compensation for the cross trade. We may record the transaction directly on client records, or arrange with a third-party broker-dealer for one client account to sell the security to another client account. By entering into a wealth management agreement with LWM, clients consent to cross transactions; however, LWM effects cross transactions only if, in our judgment, the transaction is beneficial to both the client account(s) selling the security and the client account(s) purchasing the security.

Limited Availability Offerings

We do not participate in Initial Public Offerings (IPOs), unless specifically directed by our client, in writing.

Item 13 - Review of Accounts

Portfolio managers and other investment personnel (including those directed by the client and accounting personnel, who may be designated by investment personnel) generally review each managed portfolio on a regular basis to ensure that investments are made in conformity with clients' stated objectives. Portfolio managers may also review a managed portfolio in response to market events, client life events, or client transactions that the portfolio manager deems material. In addition, unless the client dictates more frequent meetings, portfolio managers will generally conduct an annual review with each client to discuss goals, objectives, holdings and portfolio performance to ascertain the continued appropriateness of the client's investment strategy.

Item 14 - Client Referrals and Other Compensation

LWM does not currently receive economic benefits from third parties for referring clients to LWM.

Item 15 - Custody

Pershing is the primary Custodian recommended for LWM clients. However, clients may select an alternate broker-dealer in their discretion. In any case, it is the custodian's responsibility to provide clients with confirmations of trading activity, tax forms and at least quarterly account statements. Clients are advised to review this information carefully, and to notify LWM of any questions or concerns. Clients are also asked to promptly notify LWM if the custodian fails to provide statements on each account held.

LWM does not accept custody of client accounts. Notwithstanding the foregoing, LWM generally has authority to deduct fees from client accounts, which practice alone does not subject LWM to SEC Rule 206(4)-2(a) or dictate that we independently verify client funds and securities as maintained by third party qualified custodians. We receive authorization to deduct management fees from each client's account in writing pursuant to the client's wealth management agreement unless other arrangements are made.

Item 16 – Investment Discretion

Discretionary Portfolio Management

With respect to discretionary portfolio management, a Limited Power of Attorney ("LPOA") is executed by the client, giving LWM the authority to carry out various activities in the account, generally including the following: (i) trade execution; (ii) the ability to request checks on behalf of the client; and (iii) the withdrawal of advisory fees directly from the account. LWM then directs investment of the client's portfolio using its discretionary authority. The client may limit the terms of the LPOA to the extent consistent with the client's wealth management agreement with LWM and the requirements of the client's custodian.

From time to time, we may accept accounts for which we have discretionary authority to purchase and sell securities for the account, but not select broker-dealers for transactions.

Non-Discretionary Portfolio Management

With respect to non-discretionary portfolio management, clients retain investment discretion with respect to transactions in the account. For these types of relationships, clients will advise in writing the individual who holds investment authority. In these situations, the client's retention of discretion may cause the client to lose possible advantages that our discretionary clients receive. This may derive from factors resulting from our ability to act on our recommendations for those discretionary clients in a timelier fashion, such as the aggregation of orders for several clients in a single transaction.

Item 17 – Voting Client Securities

As a policy and in accordance with LWM's wealth management agreement, LWM does not vote proxies related to securities held in client accounts. The custodian of the account will normally provide proxy materials directly to the client. Clients may contact LWM with questions relating to proxy procedures and proposals; however, LWM generally does not research particular proxy proposals.

Item 18 – Financial Information

LWM does not require nor solicit prepayment of more than \$1,200 in fees per client, six months or more in advance, and therefore has no disclosure with respect to this item.