

Brochure

Form ADV Part 2A

Item 1 - Cover Page

Westhampton Capital, LLC

CRD# 119176

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January 5, 2024

This brochure provides information about the qualifications and business practices of Westhampton Capital, LLC. If you have any questions about the contents of this brochure, please contact us at (336) 725-5579 or brant@westhamptoncapital.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state authority.

Westhampton Capital, LLC is an investment advisory firm registered with the appropriate regulatory authority. Registration does not imply a certain level of skill or training. Additional information about Westhampton Capital, LLC also is available on the SEC's website at www.AdviserInfo.sec.gov.

Item 2 - Material Changes

This Brochure is prepared in the revised format required beginning in 2011. Registered Investment Advisers are required to use this format to inform clients of the nature of advisory services provided, types of clients served, fees charged, potential conflicts of interest and other information. The Brochure requirements include providing a Summary of Material Changes (the "Summary") reflecting any material changes to our policies, practices, or conflicts of interest made since our last required "annual update" filing. In the event of any material changes, such Summary is provided to all clients within 120 days of our fiscal year-end. Our last annual update was filed on January 6, 2023. Of course the complete Brochure is available to clients at any time upon request.

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Item 4 - Advisory Business

General Information

Westhampton Capital, LLC ("Westhampton Capital") was formed in 1998, and provides portfolio management services to its clients.

Brant R. Snavelly is the principal owner, founder and Chief Executive Officer of Westhampton Capital. Please see ***Brochure Supplements***, Exhibit A, for more information on Mr. Snavelly and other individuals who formulate investment advice and have direct contact with clients, or have discretionary authority over client accounts.

As of December 29, 2023, Westhampton Capital managed \$192,552,763 on a discretionary basis, and no assets on a non-discretionary basis.

SERVICES PROVIDED

At the outset of each client relationship, Westhampton Capital spends time with the client, asking questions, discussing the client's investment experience and financial circumstances, and reviewing options for the client. Based on its reviews, Westhampton Capital generally develops with each client:

- a financial outline for the client based on the client's financial circumstances and goals, and the client's risk tolerance level (the "Financial Profile" or "Profile"); and
- the client's investment objectives and guidelines (the "Investment Plan" or "Plan").

The Financial Profile is a reflection of the client's current financial picture and a look to the future goals of the client. The Investment Plan outlines the types of investments Westhampton Capital will make or recommend on behalf of the client to meet those goals. The Profile and the Plan are discussed regularly with each client, but are not necessarily written documents.

Portfolio Management Services

As described above, at the beginning of a client relationship, Westhampton Capital meets with the client, gathers information, and performs research and analysis as necessary to develop the client's Investment Plan. The Investment Plan will be updated from time to time when requested by the client, or when determined to be necessary or advisable by Westhampton Capital based on updates to the client's financial or other circumstances.

To implement the client's Investment Plan, Westhampton Capital will manage the client's investment portfolio on a discretionary basis. As a discretionary investment adviser, Westhampton Capital will have the authority to supervise and direct the portfolio without prior consultation with the client.

Notwithstanding the foregoing, clients may impose certain written restrictions on Westhampton Capital in the management of their investment portfolios, such as prohibiting the inclusion of certain types of investments in an investment portfolio or prohibiting the sale of certain investments held in the account at the commencement of the relationship. Each client should note, however, that restrictions imposed by a client may adversely affect the composition and performance of the client's investment portfolio. Each client should also note that his or her investment portfolio is treated individually by giving consideration to each purchase or sale for the

client's account. For these and other reasons, performance of client investment portfolios within the same investment objectives, goals and/or risk tolerance may differ and clients should not expect that the composition or performance of their investment portfolios would necessarily be consistent with similar clients of Westhampton Capital.

Retirement Plan Advisory Services

Establishing a sound fiduciary governance process is vital to good decision-making and to ensuring that prudent procedural steps are followed in making investment decisions. Westhampton Capital will provide Retirement Plan consulting services to Plans and Plan Fiduciaries as described below. The particular services provided will be detailed in the consulting agreement. The appropriate Plan Fiduciary(ies) designated in the Plan documents (e.g., the Plan sponsor or named fiduciary) will (i) make the decision to retain our firm; (ii) agree to the scope of the services that we will provide; and (iii) make the ultimate decision as to accepting any of the recommendations that we may provide. The Plan Fiduciaries are free to seek independent advice about the appropriateness of any recommended services for the Plan. Retirement Plan consulting services may be offered individually or as part of a comprehensive suite of services.

The Employee Retirement Income Security Act of 1974 ("ERISA") sets forth rules under which Plan Fiduciaries may retain investment advisers for various types of services with respect to Plan assets. For certain services, Westhampton Capital will be considered a fiduciary under ERISA. For example, Westhampton Capital will act as an ERISA § 3(21) fiduciary when providing non-discretionary investment advice to the Plan Fiduciaries by recommending a suite of investments as choices among which Plan Participants may select. Also, to the extent that the Plan Fiduciaries retain Westhampton Capital to act as an investment manager within the meaning of ERISA § 3(38), Westhampton Capital will provide discretionary investment management services to the Plan.

With respect to any account for which Westhampton Capital meets the definition of a fiduciary under Department Of Labor rules, Westhampton Capital acknowledges that both Westhampton Capital and its Related Persons are acting as fiduciaries. Additional disclosure may be found elsewhere in this Brochure or in the written agreement between Westhampton Capital and Client.

Fiduciary Consulting Services

- *Investment Selection Services*
Westhampton Capital will provide Plan Fiduciaries with recommendations of investment options consistent with ERISA section 404(c). Plan Fiduciaries retain responsibility for the final determination of investment options and for compliance with ERISA section 404(c).
- *Non-Discretionary Investment Advice*
Westhampton Capital provides Plan Fiduciaries and Plan Participants general, non-discretionary investment advice regarding asset classes and investments.
- *Investment Monitoring*
Westhampton Capital will assist in monitoring the plan's investment options by preparing periodic investment reports that document investment performance, consistency of fund management and conformation to the guidelines set forth in the investment policy statement and Westhampton Capital will make recommendations to maintain or remove and replace investment options. The details of this aspect of service will be enumerated in the engagement agreement between the parties.

Fiduciary Management Services

- *Discretionary Management Services*
When retained as an investment manager within the meaning of ERISA § 3(38), Westhampton Capital provides continuous and ongoing supervision over the designated retirement plan assets. Westhampton Capital will actively monitor the designated retirement plan assets and provide ongoing management of the assets. When applicable, Westhampton Capital will have discretionary authority to make all decisions to buy, sell or hold securities, cash or other investments for the designated retirement plan assets in our sole discretion without first consulting with the Plan Fiduciaries. We also have the power and authority to carry out these decisions by giving instructions, on your behalf, to brokers and dealers and the qualified custodian(s) of the Plan for our management of the designated retirement plan assets.
- *Discretionary Investment Selection Services*
Westhampton Capital will monitor the investment options of the Plan and add or remove investment options for the Plan without prior consultation with the Plan Fiduciaries. Westhampton Capital will have discretionary authority to make and implement all decisions regarding the investment options that are available to Plan Participants.
- *Investment Management via Model Portfolios.*
Westhampton Capital will provide discretionary management of Model Portfolios among which the participants may choose to invest as Plan options. Plan Participants will also have the option of investing only in options that do not include Model Portfolios (i.e., the Plan Participants may elect to invest in one or more of the mutual fund options made available in the Plan, and choose not to invest in the Model Portfolios at all).

Non-Fiduciary Services

- *Participant Education*
Westhampton Capital will provide education services to Plan Participants about general investment principles and the investment alternatives available under the Plan. Education presentations will not take into account the individual circumstances of each Plan Participant and individual recommendations will not be provided unless a Plan Participant separately engages Westhampton Capital for such services. Plan Participants are responsible for implementing transactions in their own accounts.
- *Participant Enrollment*
Westhampton Capital will assist with group enrollment meetings designed to increase retirement Plan participation among employees and investment and financial understanding by the employees.

Item 5 - Fees and Compensation

General Fee Information

Fees paid to Westhampton Capital are exclusive of all custodial and transaction costs paid to the client's custodian, brokers or other third party consultants. Please see ***Item 12 - Brokerage Practices*** for additional information. Fees paid to Westhampton Capital are also separate and distinct from the fees and expenses charged by mutual funds, ETFs (exchange traded funds) or

other investment pools to their shareholders (generally including a management fee and fund expenses, as described in each fund's prospectus or offering materials). For investments (like mutual funds and ETFs) that charge annual expense fees, Westhampton Capital will attempt to select an investment option with the lowest expense rate to the client. The client should review all fees charged by funds, brokers, Westhampton Capital and others to fully understand the total amount of fees paid by the client for investment and financial-related services.

Portfolio Management Fees

The negotiable annual fee for portfolio management services, based on a percentage of assets under management, is up to 1.5%.

The minimum portfolio value eligible for conventional investment advisory services is generally \$250,000. Westhampton Capital may, at its discretion, make exceptions to the foregoing or negotiate special fee arrangements where Westhampton Capital deems it appropriate under the circumstances.

Portfolio management fees are generally payable quarterly, in arrears. If management begins after the start of a quarter, fees will be prorated accordingly. With client authorization and unless other arrangements are made, fees are normally debited directly from client account(s).

Either Westhampton Capital or the client may terminate their Investment Advisory Agreement at any time, subject to any written notice requirements in the agreement. In the event of termination, any fees due to Westhampton Capital from the client will be invoiced or deducted from the client's account prior to termination.

Retirement Plan Services Fees

The fee for Retirement Plan Services is individually negotiated based upon the complexity of the plan, the composition of the plan assets, the actual services provided and the client's relationship with Westhampton Capital. The agreed upon fee is disclosed to the client prior to any service being provided. Retirement plan sponsors pay all fees for any individualized services provided by Westhampton Capital to the plan participants.

Retirement plan service fees are generally payable quarterly, in arrears. If management begins after the start of a quarter, fees will be prorated accordingly. With client authorization and unless other arrangements are made, fees are normally debited directly from client account(s).

Either Westhampton Capital or the client may terminate their Investment Management Agreement at any time, subject to any written notice requirements in the agreement. In the event of termination, any fees due to Westhampton Capital from the client will be invoiced or deducted from the client's account prior to termination.

Other Compensation

David A. Leland, Portfolio Manager, and Paul Fulton, III, Director of Marketing, of Westhampton Capital, are also licensed to sell insurance in North Carolina. In providing advisory services, David or Paul may recommend the purchase of products under circumstances where they would be entitled to receive a commission or other compensation in the transaction. In all such circumstances, however, the client will be notified of this payment in advance of the transaction, and under no circumstances will the client pay both a commission to David or Paul and a management fee to Westhampton Capital on the same pool of assets.

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

Westhampton Capital 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 Westhampton Capital has no performance-based fee accounts, it has no side-by-side management.

Item 7 - Types of Clients

Westhampton Capital serves individuals, high net worth individuals, charitable organizations and pension and profit sharing plans. With some exceptions, the minimum portfolio value eligible for conventional investment advisory services is \$250,000.

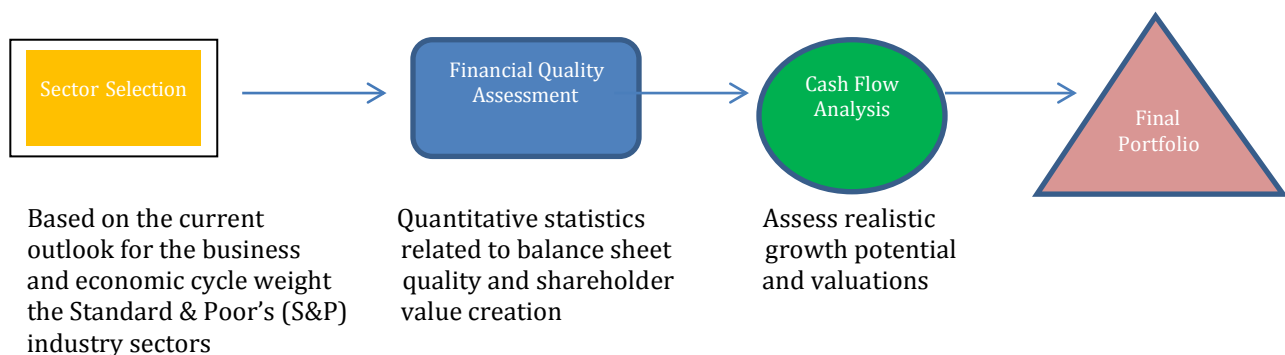
Item 8 - Methods of Analysis, Investment Strategies and Risk of Loss

Methods of Analysis and Investment Strategies

In accordance with the Investment Plan, Westhampton Capital will allocate the account as to stocks, bonds, and cash; distribute the equity and debt assets into industry groups; select individual stocks and bonds; and write covered calls when deemed appropriate.

Westhampton Capital offers customized portfolio management to meet the specific financial objectives of investors. These accounts are managed by our in-house team of portfolio managers using a structured, quantitative approach to sector and security selection. Westhampton Capital’s investment philosophy is based on the belief that a company’s long-term value is based on the cash flow it ultimately generates. The Westhampton Capital investment process utilizes both quantitative and qualitative analysis to assess a company’s ability to generate cash flow and its current valuation relative to intrinsic value. Westhampton Capital believes the disciplined, systematic application of its approach, as modeled below, will lead to long-term value for its clients.

Investment Management Process Model



We believe that our growth at a reasonable price philosophy provides the best opportunity for competitive long-term performance with below average risk. We seek to purchase stocks in companies selling at a discount to our estimate of intrinsic value based on a demonstrated earnings record, a strong balance sheet, high return on capital, consistent free cash flow generation, and a sound and shareholder friendly management team.

Fixed income investments may be used as a strategic investment, as an instrument to fulfill liquidity or income needs in a portfolio, or to add a component of capital preservation. Westhampton Capital will generally evaluate and select individual bonds or bond funds based on a number of factors including, without limitation, rating, yield and duration.

Risk of Loss

While Westhampton Capital seeks to diversify clients' investment portfolios across various asset classes consistent with their Investment Plans in an effort to reduce risk of loss, all investment portfolios are subject to risks. Accordingly, there can be no assurance that client investment portfolios will be able to fully meet their investment objectives and goals, or that investments will not lose money.

Below is a description of several of the principal risks that client investment portfolios face.

Management Risks. While Westhampton Capital manages client investment portfolios, based on Westhampton Capital's experience, research and proprietary methods, the value of client investment portfolios will change daily based on the performance of the underlying securities in which they are invested. Accordingly, client investment portfolios are subject to the risk that Westhampton Capital allocates client assets to individual securities and/or asset classes that are adversely affected by unanticipated market movements, and the risk that Westhampton Capital's specific investment choices could underperform their relevant indexes.

Risks of Investments in Mutual Funds, ETFs and Other Investment Pools. As described above, Westhampton Capital 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.

Equity Market Risks. Westhampton Capital 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 investments 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. Westhampton Capital 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).

Foreign Securities Risks. Westhampton Capital may invest portions of client assets into pooled investment funds that invest internationally. While foreign investments are important to the diversification of client investment portfolios, they carry risks that may be different from U.S. investments. For example, foreign investments may not be subject to uniform audit, financial reporting or disclosure standards, practices or requirements comparable to those found in the U.S. Foreign investments are also subject to foreign withholding taxes and the risk of adverse changes in investment or exchange control regulations. Finally, foreign investments may involve currency risk, which is the risk that the value of the foreign security will decrease due to changes in the relative value of the U.S. dollar and the security's underlying foreign currency.

Item 9 - Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to a client's evaluation of Westhampton Capital or the integrity of Westhampton Capital's management. Westhampton Capital has no disciplinary events to report.

Item 10 - Other Financial Industry Activities and Affiliations

Neither Westhampton Capital nor its Management Person has any other financial industry activities or affiliations to report.

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

Code of Ethics and Personal Trading

Westhampton Capital has adopted a Code of Ethics ("the Code"), the full text of which is available to you upon request. Westhampton Capital's Code has several goals. First, the Code is designed to assist Westhampton Capital in complying with applicable laws and regulations governing its investment advisory business. Under the Investment Advisers Act of 1940, Westhampton Capital owes fiduciary duties to its clients. Pursuant to these fiduciary duties, the Code requires persons associated with Westhampton Capital (managers, officers and employees) to act with honesty, good faith and fair dealing in working with clients. In addition, the Code prohibits such associated persons from trading or otherwise acting on insider information.

Next, the Code sets forth guidelines for professional standards for Westhampton Capital's associated persons. Under the Code's Professional Standards, Westhampton Capital expects its associated persons to put the interests of its clients first, ahead of personal interests. In this regard, Westhampton Capital associated persons are not to take inappropriate advantage of their positions in relation to Westhampton Capital clients.

Third, the Code sets forth policies and procedures to monitor and review the personal trading activities of associated persons. From time to time Westhampton Capital's associated persons may invest in the same securities recommended to clients. Under its Code, Westhampton Capital has adopted procedures designed to reduce or eliminate conflicts of interest that this could potentially cause. The Code's personal trading policies include procedures for limitations on personal securities transactions of associated persons, reporting and review of such trading and pre-clearance of certain types of personal trading activities. These policies are designed to discourage and prohibit personal trading that would disadvantage clients. The Code also provides for disciplinary action as appropriate for violations.

Participation or Interest in Client Transactions

Because associated persons may invest in the same securities as those held in client accounts, Westhampton Capital has established a policy requiring its associated persons to pre-clear transactions in some types of securities with the Chief Compliance Officer. The goal of this policy is to avoid any conflicts of interest that arise in these situations. Some types of securities, such as CDs, treasury obligations and open-end mutual funds are exempt from this pre-clearance requirement. However, in the event of other identified potential trading conflicts of interest, Westhampton Capital's goal is to place client interests first.

Consistent with the foregoing, Westhampton Capital maintains policies regarding participation in initial public offerings ("IPOs") and private placements to comply with applicable laws and avoid conflicts with client transactions.

Finally, if associated persons trade with client accounts (i.e., in a bundled or aggregated trade), and the trade is not filled in its entirety, the associated person's shares will be removed from the block, and the balance of shares will be allocated among client accounts in accordance with Westhampton Capital's written policy.

Item 12 - Brokerage Practices

Best Execution and Benefits of Brokerage Selection

When given discretion to select the brokerage firm that will execute orders in client accounts, Westhampton Capital seeks "best execution" for client trades, which is a combination of a number of factors, including, without limitation, quality of execution, services provided and commission rates. Therefore, Westhampton Capital may use or recommend the use of brokers who do not charge the lowest available commission in the recognition of research and securities transaction services, or quality of execution. Research services received with transactions may include proprietary or third party research (or any combination), and may be used in servicing any or all of Westhampton Capital's clients. Therefore, research services received may not be used for the account for which the particular transaction was effected.

Westhampton Capital recommends that clients establish brokerage accounts with, National Financial Services, LLC ("NFS") an affiliate of Fidelity Investments, a FINRA registered broker-dealer, member SIPC, as the qualified custodian to maintain custody of clients' assets. Westhampton Capital may also effect trades for client accounts at NFS, or may in some instances, consistent with Westhampton Capital's duty of best execution and specific agreement with each client, elect to execute trades elsewhere. Although Westhampton Capital may recommend that clients establish accounts at NFS, it is ultimately the client's decision to custody assets with NFS. Westhampton Capital is independently owned and operated and is not affiliated with NFS.

NFS provides Westhampton Capital with access to its institutional trading, custody, reporting and related services, which are typically not available to NFS retail investors. NFS also makes available various support services. Some of those services help Westhampton Capital manage or administer our clients' accounts while others help Westhampton Capital manage and grow our business. These services generally are available to independent investment advisors on an unsolicited basis, at no charge to them. These services are not soft dollar arrangements, but are part of the institutional platform offered by NFS. NFS's brokerage services include the execution of securities transactions, custody, research, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

For Westhampton Capital client accounts maintained in its custody, NFS generally does not charge separately for custody services but is compensated by account holders through commissions and other transaction-related or asset-based fees for securities trades that are executed through NFS or that settle into NFS accounts. NFS Advisor Services also makes available to Westhampton Capital other products and services that benefit Westhampton Capital but may not directly benefit its clients' accounts. Many of these products and services may be used to service all or some substantial number of Westhampton Capital accounts, including accounts not maintained at NFS.

NFS's products and services that assist Westhampton Capital in managing and administering clients' accounts include software and other technology that (i) provide access to client account data (such as trade confirmations and account statements); (ii) facilitate trade execution and allocate aggregated trade orders for multiple client accounts; (iii) provide, pricing and other market data; (iv) facilitate payment of Westhampton Capital's fees from its clients' accounts; and (v) assist with back-office functions, recordkeeping and client reporting.

NFS also offers other services intended to help Westhampton Capital manage and further develop its business enterprise. These services may include: (i) technology, compliance, legal and business consulting; (ii) publications and conferences on practice management and business succession; and (iii) access to employee benefits providers, human capital consultants and insurance providers. NFS may make available, arrange and/or pay third-party vendors for the types of services rendered to Westhampton Capital. The Custodians may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to Westhampton Capital. NFS may also provide other benefits such as educational events or occasional business entertainment of Westhampton Capital personnel. In evaluating whether to recommend that clients custody their assets at NFS, Westhampton Capital may take into account the availability of some of the foregoing products and services and other arrangements as part of the total mix of factors it considers and not solely on the nature, cost or quality of custody and brokerage services provided by NFS, which may create a potential conflict of interest.

Directed Brokerage

Clients may direct Westhampton Capital to use a particular broker 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. 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.

The arrangement that Westhampton Capital has with NFS is designed to maximize efficiency and to be cost effective. By directing brokerage arrangements, the client acknowledges that these economies of scale and levels of efficiency are generally compromised when alternative brokers are used. While every effort is made to treat clients fairly over time, the fact that a client chooses to use the brokerage and/or custodial services of these alternative service providers can in fact result in a certain degree of delay in executing trades for their account(s) and otherwise adversely affect management of their account(s).

By directing Westhampton Capital to use a specific broker or dealer, clients who are subject to ERISA confirm and agree with Westhampton Capital 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.

Aggregated Trade Policy

Westhampton Capital typically directs trading in individual client accounts as and when trades are appropriate based on the client's Investment Plan, without regard to activity in other client accounts. However, from time to time, Westhampton Capital may aggregate trades together for multiple client accounts, most often when these accounts are being directed to sell the same securities. If such an aggregated trade is not completely filled, Westhampton Capital will allocate shares received (in an aggregated purchase) or sold (in an aggregated sale) across participating accounts on a pro rata or other fair basis; provided, however, that any participating accounts that are owned by Westhampton Capital or its officers, directors, or employees will be excluded first.

Item 13 - Review of Accounts

Managed portfolios are reviewed at least quarterly, but may be reviewed more often if requested by the client, upon receipt of information material to the management of the portfolio, or at any time such review is deemed necessary or advisable by Westhampton Capital. These factors generally include but are not limited to, the following: change in general client circumstances (marriage, divorce, retirement); or economic, political or market conditions. Brant Snavely, Chief Executive Officer and Portfolio Manager, Harry Shertzer, Chief Compliance Officer and Portfolio Manager, David Leland, Portfolio Manager, Howard Kelly, Portfolio Manager and Paul Fulton, Director of Marketing, all review accounts.

Account custodians are responsible for providing monthly or quarterly account statements which reflect the positions (and current pricing) in each account as well as transactions in each account, including fees paid from an account. Account custodians also provide prompt confirmation of all trading activity, and year-end tax statements, such as 1099 forms. Westhampton Capital will provide additional written reports as needed or requested by the client.

Item 14 - Client Referrals and Other Compensation

As noted above, Westhampton Capital receives an economic benefit from NFS in the form of support products and services it makes available to Westhampton Capital and other independent investment advisers whose clients maintain accounts at NFS. These products and services, how they benefit our firm, and the related conflicts of interest are described in ***Item 12 - Brokerage Practices***. The availability of NFS's products and services to Westhampton Capital is based solely on our participation in the program, and not on the provision of any particular investment advice. Neither NFS nor any other party is paid to refer clients to Westhampton Capital.

Item 15 - Custody

NFS is the custodian of nearly all client accounts at Westhampton Capital. From time to time however, clients may select an alternate broker to hold accounts in custody. 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 Westhampton Capital of any questions or concerns. Clients are also asked to promptly notify Westhampton Capital if the custodian fails to provide statements on each account held.

Under current regulatory interpretation, when providing a core convenience service to clients who may wish to simplify the movement of their funds using standing letters of authorization ("SLOA"), Westhampton Capital is considered as obtaining custody of those funds subject to third-party instructions.

From time to time and in accordance with Westhampton Capital's agreement with clients, Westhampton Capital will provide additional reports. The account balances reflected on these reports should be compared to the balances shown on the brokerage statements to ensure accuracy. At times there may be small differences due to the timing of dividend reporting, pending trades or other similar issues.

Item 16 - Investment Discretion

As described above under ***Item 4 - Advisory Business***, Westhampton Capital manages portfolios on a *discretionary* basis. This means that after an Investment Plan is developed for the client's investment portfolio, Westhampton Capital will execute that plan without specific consent from the client for each transaction. For discretionary accounts, the client provides Westhampton Capital with Trading and Asset Movement Authorizations, giving Westhampton Capital the authority to carry out various activities in the account, generally including the following: trade execution; the ability to request checks on behalf of the client, and the withdrawal of advisory fees directly from the account. Westhampton Capital then directs investment of the client's portfolio using its discretionary authority. The client may limit the terms of the authorizations to the extent consistent with the client's investment advisory agreement with Westhampton Capital and the requirements of the client's custodian. The discretionary relationship is further described in the agreement between Westhampton Capital and the client.

Westhampton Capital has a few legacy accounts that were originally set up under a *non-discretionary* arrangement. For these accounts, the client has provided Westhampton Capital with Trading and Asset Movement Authorizations, which allow Westhampton Capital to carry out approved actions in the portfolio. However, in accordance with the investment advisory agreement between Westhampton Capital and the client, Westhampton Capital does not implement trading recommendations or other actions in the account unless and until the client has approved the recommendation or action. As with discretionary accounts, clients may limit the terms of these authorizations, subject to Westhampton Capital's agreement with the client and the requirements of the client's custodian.

Item 17 - Voting Client Securities

As a policy and in accordance with Westhampton Capital's client agreement, Westhampton Capital 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 Westhampton Capital with questions relating to proxy procedures and proposals; however, Westhampton Capital generally does not research particular proxy proposals.

Item 18 - Financial Information

Westhampton Capital 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 required for this item

Exhibit A

Brochure Supplement

Form ADV Part 2B

Item 1 - Cover Page

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of

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January 5, 2024

This brochure supplement provides information about Brant Snavelly, and supplements the Westhampton Capital, LLC ("Westhampton Capital") brochure. You should have received a copy of that brochure. Please contact us at (336)725-5579 if you did not receive Westhampton Capital's brochure, or if you have any questions about the contents of this supplement.

Additional information about Brant is available on the SEC's website at www.AdviserInfo.sec.gov.

Item 2 - Educational Background and Business Experience

Born 1959

Educational Background:

Wake Forest University: MBA, Finance, 1988
University of North Carolina: BS, 1982

Business Background and Affiliations:

Westhampton Capital: Manager and Chief Executive Officer, 9/98-present

Item 3 - Disciplinary Information

Advisers are required to disclose any material facts regarding certain legal or disciplinary events that would be material to your evaluation of an adviser; however, Brant has no such disciplinary information to report.

Item 4 - Other Business Activities

Brant is not engaged in any other business activities.

Item 5 - Additional Compensation

Brant has no other income or compensation to disclose.

Item 6 - Supervision

Brant R. Snavelly, III is the Chief Executive Officer and majority owner of Westhampton Capital, LLC. Harry R. Shertzer, Jr. is the Chief Compliance Officer of Westhampton Capital, LLC. Both are Portfolio Managers and serve on the investment committee.

Overall investment decisions are made as a team by the investment committee, and portfolio activity based on these decisions will be carried out by these individuals, as assisted by other staff members of the firm.

As Chief Compliance Officer, Harry is responsible for providing compliance supervisory oversight to the staff. He also participates as a team member in the investment and trading processes, and may be contacted at (336) 725-5579.

Brochure Supplement

Form ADV Part 2B

Item 1 - Cover Page

Harry R. Shertzer, Jr.
CRD#1251803

of

Westhampton Capital, LLC

2150 Country Club Road
Suite 250
Winston-Salem, North Carolina 27104

Telephone: (336)725-5579
Fax: (336)725-3923
www.westhamptoncapital.com

January 5, 2024

This brochure supplement provides information about Harry Shertzer, and supplements the Westhampton Capital, LLC ("Westhampton Capital") brochure. You should have received a copy of that brochure. Please contact us at (336)725-5579 if you did not receive Westhampton Capital's brochure, or if you have any questions about the contents of this supplement.

Additional information about Harry is available on the SEC's website at www.AdviserInfo.sec.gov.

Item 2 - Educational Background and Business Experience

Born 1947

Educational Background:

College of William and Mary, Mason School of Business: MBA, 1970
American University: BS, 1969

Business Background and Affiliations:

Westhampton Capital: Chief Compliance Officer & Portfolio Manager, 2/10-present

Item 3 - Disciplinary Information

Advisers are required to disclose any material facts regarding certain legal or disciplinary events that would be material to your evaluation of an adviser; however, Harry has no such disciplinary information to report.

Item 4 - Other Business Activities

Harry is not engaged in any other business activities.

Item 5 - Additional Compensation

Harry has no other income or compensation to disclose.

Item 6 - Supervision

Brant R. Snavelly, III is the Chief Executive Officer and majority owner of Westhampton Capital, LLC. Harry R. Shertzer, Jr. is the Chief Compliance Officer of Westhampton Capital, LLC. Both are Portfolio Managers and serve on the investment committee.

Overall investment decisions are made as a team by the investment committee, and portfolio activity based on these decisions will be carried out by these individuals, as assisted by other staff members of the firm.

As Chief Compliance Officer, Harry is responsible for providing compliance supervisory oversight to the staff. He also participates as a team member in the investment and trading processes, and may be contacted at (336) 725-5579.

Brochure Supplement

Form ADV Part 2B

Item 1 - Cover Page

David A. Leland
CRD#1922266

of

Westhampton Capital, LLC

2150 Country Club Road
Suite 250
Winston-Salem, North Carolina 27104

Telephone: (336)725-5579
Fax: (336)725-3923
www.westhamptoncapital.com

January 5, 2024

This brochure supplement provides information about David Leland, and supplements the Westhampton Capital, LLC ("Westhampton Capital") brochure. You should have received a copy of that brochure. Please contact us at (336)725-5579 if you did not receive Westhampton Capital's brochure, or if you have any questions about the contents of this supplement.

Additional information about David is available on the SEC's website at www.AdviserInfo.sec.gov.

Item 2 - Educational Background and Business Experience

Born 1959

Educational Background:

Wake Forest University School of Law: 1984
Wake Forest University: BA, Economics, 1981

Business Background and Affiliations:

Westhampton Capital: Portfolio Manager, 10/07-present

Item 3 - Disciplinary Information

Advisers are required to disclose any material facts regarding certain legal or disciplinary events that would be material to your evaluation of an adviser; however, David has no such disciplinary information to report.

Item 4 - Other Business Activities

David Leland, Investment Adviser Representative of Westhampton Capital, is also licensed to sell insurance in North Carolina. In providing advisory services, David may recommend the purchase of products under circumstances where he would be entitled to receive a commission or other compensation in the transaction. In all such circumstances, however, the client will be notified of this payment in advance of the transaction, and under no circumstances will the client pay both a commission to David and a management fee to Westhampton Capital on the same pool of assets.

Item 5 - Additional Compensation

Other than as stated above, David is not engaged in any other investment-related business or occupation, and does not earn compensation for the sale of any other products or services.

Item 6 - Supervision

Brant R. Snively, III is the Chief Executive Officer and majority owner of Westhampton Capital, LLC. Harry R. Shertzer, Jr. is the Chief Compliance Officer of Westhampton Capital, LLC. Both are Portfolio Managers and serve on the investment committee.

Overall investment decisions are made as a team by the investment committee, and portfolio activity based on these decisions will be carried out by these individuals, as assisted by other staff members of the firm.

As Chief Compliance Officer, Harry is responsible for providing compliance supervisory oversight to the staff. He also participates as a team member in the investment and trading processes, and may be contacted at (336) 725-5579.

Brochure Supplement

Form ADV Part 2B

Item 1 - Cover Page

Paul Fulton, III
CRD#2216544

of

Westhampton Capital, LLC

2150 Country Club Road
Suite 250
Winston-Salem, North Carolina 27104

Telephone: (336)725-5579
Fax: (336)725-3923
www.westhamptoncapital.com

January 5, 2024

This brochure supplement provides information about Paul Fulton, and supplements the Westhampton Capital, LLC ("Westhampton Capital") brochure. You should have received a copy of that brochure. Please contact us at (336)725-5579 if you did not receive Westhampton Capital's brochure, or if you have any questions about the contents of this supplement.

Additional information about Paul is available on the SEC's website at www.AdviserInfo.sec.gov.

Item 2 - Educational Background and Business Experience

Born 1962

Educational Background:

Wofford College: BA, 1985

Business Background and Affiliations:

Westhampton Capital: Investment Adviser Representative, 11/2012–present

Item 3 - Disciplinary Information

Advisers are required to disclose any material facts regarding certain legal or disciplinary events that would be material to your evaluation of an adviser; however, Paul has no such disciplinary information to report.

Item 4 - Other Business Activities

Paul Fulton, Investment Adviser Representative of Westhampton Capital, is also licensed to sell insurance in North Carolina. In providing advisory services, Paul may recommend the purchase of products under circumstances where he would be entitled to receive a commission or other compensation in the transaction. In all such circumstances, however, the client will be notified of this payment in advance of the transaction, and under no circumstances will the client pay both a commission to Paul and a management fee to Westhampton Capital on the same pool of assets.

Item 5 - Additional Compensation

Other than as stated above, Paul is not engaged in any other investment-related business or occupation, and does not earn compensation for the sale of any other products or services.

Item 6 - Supervision

Brant R. Snively, III is the Chief Executive Officer and majority owner of Westhampton Capital, LLC. Harry R. Shertzer, Jr. is the Chief Compliance Officer of Westhampton Capital, LLC. Both are Portfolio Managers and serve on the investment committee.

Overall investment decisions are made as a team by the investment committee, and portfolio activity based on these decisions will be carried out by these individuals, as assisted by other staff members of the firm.

As Chief Compliance Officer, Harry is responsible for providing compliance supervisory oversight to the staff. He also participates as a team member in the investment and trading processes, and may be contacted at (336) 725-5579.