

Item 1: Cover Page



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Form ADV Part 2A: Firm Brochure

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This brochure provides information about the qualifications and business practices of Compton Wealth Advisory Group, LLC ("Compton Wealth"). If you have any questions about the contents of this brochure, please contact Nancy Renshaw, CCO at 757-351-0741 or email nancy@comptonwealth.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority. References to registration as an investment adviser does not imply a certain level of skill or training. Throughout this brochure the words "Compton Wealth", "we", "us" and "our" refer to Compton Wealth. Additional information about Compton Wealth is also available on the SEC's website at: www.adviserinfo.sec.gov.

Item 2: Material Changes

Since Compton Wealth's last Form ADV Annual Amendment filing on March 21, 2023, this Disclosure Brochure has been materially amended to indicate a new Chief Compliance Officer (CCO), Nancy E. Renshaw and updating of the firm's address to 1 Columbus Center, 283 Constitution Drive, Suite 100, Virginia Beach, VA 23462.

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Item 4: Advisory Business

Compton Wealth Advisory Group, LLC founded in 2009 in the Commonwealth of Virginia, operates as a limited liability company wholly owned by Mark Compton, its managing member. In April 2016, the firm became registered as an Investment Adviser providing investment management services to individual clients.

INVESTMENT MANAGEMENT SERVICES

At Compton Wealth we have a fiduciary duty to provide services consistent with the client's best interest. As part of our investment advisory services, we will review your portfolio(s) on an ongoing basis to determine if any changes are necessary based upon various factors, including, but not limited to investment performance, market conditions, fund manager tenure, style, drift, account additions/withdrawals, and/or a change in your investment objective. Based on these factors, there may be times when we determine that changes to your portfolio are neither necessary, nor prudent. You remain subject to the fees described in Item 5 during periods of account inactivity. Of course, there can be no assurance that investment decisions made by us will be profitable or equal any specific performance level(s).

Our investment advisory and management services are provided on a discretionary or non-discretionary basis as determined by you and are primarily managed by us, or when recommended, by a third-party investment manager to oversee the fixed income portion of your account(s). When you engage us to provide discretionary services, this allows us to buy and sell securities whenever we believe changes are appropriate. Such securities include stocks, bonds, exchange traded funds, mutual funds and cash equivalents. Account supervision is guided by your stated investment objective (i.e., balanced, growth with income, moderate growth, etc.) You can impose restrictions on investing in specific securities or types of securities by notifying us in writing. When you engage us to provide non-discretionary services, you must be willing to accept that we cannot effect any account transactions without obtaining prior consent from you. Thus, in the event we would like to make a transaction for your account (including an event of an individual holding or general market correction), and you are unavailable, we will be unable to effect account transactions as we would for our discretionary clients without first obtaining your consent.

Before engaging us to provide our services, clients are required to enter into an Investment Advisory Agreement with us setting forth the terms and conditions of the engagement (including termination), describing the scope of the services to be provided, and the fee that is due from the client. We begin by helping clients identify their particular risk tolerances and investment objectives and then help clients select suitable investments or investment managers to help meet those risk tolerances and objectives. Your investment objective is identified by determining your risk tolerance based upon your age, income, experience, need for cash flows, investment goals, emotional tolerance for volatility, tax situation, time horizon, legal considerations, and any other unique circumstances. The information provided by you is collected during client meetings and interviews. After reviewing your financial situation and defining investment guidelines, we implement the investment strategy through a combination of investments. We provide ongoing investment advisory and management services that are tailored to your needs. Once allocated, we

provide ongoing monitoring and review of account performance, asset allocation and client investment objectives, and may rebalance and/or may recommend that clients rebalance accounts as necessary based on such reviews. Account supervision is guided by your stated objectives and any restrictions imposed by you. Capital market conditions and client circumstances are monitored, and portfolio adjustments are made or recommended as needed to reflect significant changes in any or all the above variables. Investment manager selection includes an initial third-party investment manager due diligence, performance reporting and account monitoring, ongoing manager due diligence, and continuous client consultation.

Please Note: Compton Wealth believes that it is important for the client to address financial planning issues on an ongoing basis. Compton Wealth's advisory fee, as set forth at Item 5 below, will remain the same regardless of whether or not the client determines to address financial planning issues with Compton Wealth.

RETIREMENT PLAN CONSULTING SERVICES

We provide pension consulting services, in the capacity of an ERISA 3(21) advisor, pursuant to which we assist sponsors of self-directed retirement plans with the selection and/or monitoring of investment alternatives (generally open-end mutual funds) from which plan participants shall choose in self-directing the investments for their individual plan retirement accounts (which may include investment strategies devised and managed by Compton Wealth). In addition, to the extent requested by the plan sponsor, Compton Wealth may also provide participant education designed to assist participants in identifying the appropriate investment strategy for their retirement plan accounts and participate in plan investment policy reviews.

FINANCIAL PLANNING AND CONSULTING SERVICE (STAND-ALONE)

To the extent specifically requested by a client, we shall generally provide financial planning and/or consulting services (including investment and non-investment related matters, including estate planning, insurance planning, etc.) inclusive of our investment management engagement. We may also provide, upon client request, financial planning services pursuant to a separate financial planning agreement. We provide a wide array of general personal financial planning services in addition to investments. Such services include some or all of the following: Retirement, Educational, and Insurance Planning. Our fees are negotiable and may vary depending upon the level and scope of the service(s) required and the professional(s) rendering the service(s). Before engaging us to provide planning or consulting services, clients are required to enter into a Financial Planning Agreement with us setting forth the terms and conditions of the engagement (including termination), describing the scope of the services to be provided, and the portion of the fee that is due from the client before we commence services. If requested by the client, we may recommend the services of other professionals for implementation purposes, including our representatives in their individual capacities as licensed insurance agents. You are under no obligation to engage the services of any such recommended professional. You retain absolute discretion over all such implementation decisions and are free to accept or reject any recommendation from us. At all times, the engaged licensed professional[s] (i.e., attorney, accountant, etc.), and not Compton Wealth, shall be responsible for the quality and competency of their services provided.

BOOKKEEPING SERVICES

We also offer general bookkeeping services to select clients. Clients are not under any obligation to access these services.

MISCELLANEOUS

Limitations of Financial Planning and Non-Investment Consulting/Implementation Services.

As indicated above, to the extent requested by a client, we may provide financial planning and related consulting services regarding non-investment related matters, such as education planning, estate planning, tax and retirement planning, insurance planning, etc. as part of our investment management services. We may also provide, upon client request, financial planning services pursuant to a separate financial planning agreement. Compton Wealth does not serve as an attorney or accountant, and no portion of its services should be construed as legal or accounting services. Accordingly, Compton Wealth does not prepare estate planning documents or tax returns. To the extent requested by a client, we may recommend the services of other professionals for certain non-investment implementation purposes (i.e., attorneys, accountants, insurance agents, etc.), including certain of Compton Wealth's related persons in their separate individual capacities as licensed insurance agents. The client is under no obligation to engage the services of any such recommended professional. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any recommendation from Compton Wealth and/or its representatives. If the client engages any recommended unaffiliated professional, and a dispute arises thereafter relative to such engagement, the client agrees to seek recourse exclusively from and against the engaged professional. Neither Compton Wealth, nor its investment adviser representatives, assist clients with the implementation of any financial plan, unless they have agreed to do so in writing. Also, Compton Wealth does not monitor a client's financial plan, and it is the client's responsibility to revisit the financial plan with Compton Wealth, if desired. At all times, the engaged licensed professional(s) (i.e. attorney, accountant, insurance agent, etc.), and not Compton Wealth, shall be responsible for the quality and competency of the services provided. If the client engages any unaffiliated professional, and a dispute arises thereafter relative to such engagement, the engaged professional (and not Compton Wealth) shall remain exclusively responsible for resolving any such dispute with the client.

Conflict of Interest: The recommendation by Compton Wealth's representative that a client purchase an insurance commission product through Compton Wealth, presents a conflict of interest, as the receipt of commissions may provide an incentive to recommend insurance products based on commissions to be received, rather than on a particular client's need. No client is under any obligation to purchase any insurance commission products through Compton Wealth. Clients are reminded that they may purchase insurance products recommended by Compton Wealth through other non-affiliated insurance agencies.

Retirement Plan Rollovers – No Obligation / Conflict of Interest. A client or prospective client leaving an employer typically has four options regarding an existing retirement plan (and may engage in a combination of these options): (i) leave the money in the former employer's plan, if permitted, (ii) roll over the assets to the new employer's plan, if one is available and rollovers are permitted, (iii) roll over to an Individual Retirement Account ("IRA"), or (iv) cash out the account value (which could, depending upon the client's age, result in adverse tax consequences). If we

recommend that you roll over your retirement plan assets into an account to be managed by us, such a recommendation creates a conflict of interest if we will earn a new (or increase its current) advisory fee on the rolled over assets. If we provide a recommendation as to whether a client should engage in a rollover or not (whether it is from an employer's plan or an existing IRA), we are acting as a fiduciary within the meaning of Title I of the Employee Retirement Income Security Act and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. **No client is under any obligation to roll over retirement plan assets to an account managed by Compton Wealth, whether it is from an employer's plan or an existing IRA.**

Use of Mutual and Exchange Traded Funds. Most mutual funds and exchange traded funds are available directly to the public. Thus, a prospective client can obtain many of the funds that may be utilized by Compton Wealth independent of engaging us as an investment advisor. However, if a prospective client determines to do so, he/she will not receive Compton Wealth's initial and ongoing investment advisory services.

In addition to Compton Wealth's investment advisory fee described below, and transaction and/or custodial fees discussed below, clients will also incur, relative to all mutual fund and exchange traded fund purchases, charges imposed at the fund level (e.g. management fees and other fund expenses).

Independent Managers. We may recommend that you allocate a portion of your investment assets among unaffiliated independent investment managers ("Independent Manager(s)") in accordance with your designated investment objective(s). In such situations, the Independent Manager(s) will have day-to-day responsibility for the active discretionary management of the allocated assets. We will continue to render investment supervisory services to the client relative to the ongoing monitoring and review of account performance, asset allocation, and client investment objectives. We generally consider the following factors when recommending Independent Manager(s): the client's designated investment objective(s), management style, performance, reputation, financial strength, reporting, pricing, and research. The investment management fees charged by the designated Independent Manager(s) are exclusive of, and in addition to, our ongoing investment advisory fee, subject to the terms and conditions of a separate agreement between the client and the Independent Manager(s). Our advisory fee is set forth in the fee schedule at Item 5 below.

Asset-Based Pricing Arrangements and Limitations. Relative to Independent Manager engagements (*see above*), we generally recommend clients enter an "Asset-Based" pricing agreement with the account broker-dealer/custodian. Under an asset-based pricing arrangement, the amount that a client will pay the custodian for account commission/transaction fees is based upon a percentage (%) of the market value of the account, generally expressed in basis points and/or a percentage. One basis point is equal to one one-hundredth of one percent (1/100th of 1%, or 0.01% (0.0001)). This differs from transaction-based pricing, which assesses a separate commission/transaction fee against the account for each account transaction. Account investment decisions are driven by security selection and anticipated market conditions and not the amount of transaction fees payable by you to the account custodian. Under either the asset-based or transaction-based pricing scenario, the fees charged by the respective broker-dealer/custodian are separate from, and in addition to, the advisory fee payable by you to us per Item 5 below. We do not receive any portion of the asset-based transaction fees payable by you to the account custodian.

You are under no obligation to enter into an asset-based arrangement, and, if you do, you can request at any time to switch from asset-based pricing to transactions-based pricing. However, there can be no assurance that the volume of transactions will be consistent from year-to-year given changes in market events and security selection. Thus, given the variances in trading volume, any decision by the client to switch to transaction-based pricing could prove to be economically disadvantageous.

eMoney Advisor Platform. We may provide you with access to an online platform hosted by “eMoney Advisor” (“eMoney”). The eMoney platform allows you to view your complete asset allocation, including those assets that we do not manage (the “Excluded Assets”). We do not provide investment management, monitoring, or implementation services for the Excluded Assets. Unless otherwise specifically agreed to in writing, our service, relative to the Excluded Assets, is limited to reporting only. Therefore, we shall not be responsible for the investment performance of the Excluded Assets. Rather, you and/or your advisor(s) that maintain management authority for the Excluded Assets, and not Compton Wealth, shall be exclusively responsible for such investment performance. Without limiting the above, we shall not be responsible for any implementation error (timing, trading, etc.) relative to the Excluded Assets. You may choose to engage us to manage some or all of the Excluded Assets pursuant to the terms and conditions of an Investment Advisory Agreement between us and you, the client. The eMoney platform also provides access to other types of information and applications including financial planning concepts and functionality, which should not, in any manner whatsoever, be construed as services, advice, or recommendations provided by Compton Wealth. Finally, we shall not be held responsible for any adverse results you may experience if you engage in financial planning or other functions available on the eMoney platform without our assistance or oversight.

Custodian Charges-Additional Fees: As discussed below at Item 12, when requested to recommend a broker-dealer/custodian for client accounts, we generally recommend that Charles Schwab & Co, Inc. (“Schwab”) serve as the broker-dealer/custodian for client investment management assets. Broker-dealers such as Schwab charge transaction fees for effecting certain securities transactions (i.e., including transaction fees for certain mutual funds, and mark-ups and mark-downs charged for fixed income transactions, etc.). The types of securities for which transaction fees, commissions, and/or other type fees (as well as the amount of those fees) shall differ depending upon the broker-dealer/custodian (while certain custodians, including Schwab, do not currently charge fees on individual equity transactions or ETFs, others do). **Please Note:** there can be no assurance that Schwab will not change its transaction fee pricing in the future. **Please Also Note:** Schwab may also assess fees to clients who elect to receive trade confirmations and account statements by regular mail rather than electronically. In addition to Compton Wealth’s investment advisory fee referenced in Item 5 below, the client will also incur: (a) transaction fees to purchase certain securities for the client’s account (i.e., mutual funds and fixed income securities purchased by Compton Wealth and/or Independent Managers.)

Variable Annuities. If you own a variable annuity product, you can engage us to provide investment management services relative to the investment subdivisions that comprise the variable annuity product. Our investment selection shall be limited to those investments provided by the variable annuity sponsor. If so engaged, we shall charge an ongoing advisory fee based upon the market value of the assets per its fee schedule in Item 5 below. **Please Note:** Neither Compton

Wealth, nor any of its employees, offers to sell variable annuity products to its clients. Neither Compton Wealth, nor any of its employees, are registered as, or associated with, a broker-dealer or an insurance agency. If you seek to purchase or exchange a variable annuity product, we shall refer you to an unaffiliated broker-dealer/insurance agency to advise on same, and if agreed upon by you, engage the unaffiliated broker-dealer/insurance agency to purchase a new or exchange an existing variable annuity product. Neither Compton Wealth, nor any of its employees, shall receive any portion of the fees earned by the unaffiliated broker-dealer/insurance agency. Our only compensation shall be limited to the management of the investment subdivisions that comprise the variable annuity product, should the client engage us to do so. You are under no obligation to engage us to provide such management services, nor are you under any obligation to consider addressing variable annuity issues with the unaffiliated broker-dealer/insurance agency that may be recommended by us. **Please Also Note:** Because we could earn an advisory fee on the variable annuity assets, a potential conflict of interest arises in the event that we recommend you engage us to provide investment management services on your variable annuity. **Please Further Note:** Variable annuities are long-term investment products. Variable annuity product sponsors generally impose financial penalties for early withdrawals as set forth in the variable annuity documents. Thus, the client must consider such potential penalties prior to agreeing to exchange or purchase a variable annuity product.

Cash Sweep Accounts. Account custodians generally require that cash proceeds from account transactions or cash deposits be swept into and/or initially maintained in the custodian's sweep account. Schwab (as do its primary competitors that provide similar pricing arrangements) requires that cash proceeds be applied to a Schwab bank sweep account, which proprietary Schwab bank sweep account may not provide the highest return available. The yield on the sweep account is generally lower than those available in money market accounts. To help mitigate this issue, we will generally purchase a higher yielding money market fund available on the custodian's platform with cash proceeds or deposits, unless we reasonably anticipate that we will utilize the cash proceeds to purchase additional investments for your account. Exceptions and/or modifications can and will occur with respect to all or a portion of the cash balances for various reasons, including, but not limited to, the amount of dispersion between the sweep account and a money market fund, the size of the cash balance, an indication from you of an imminent need for such cash, or you have demonstrated a history of writing checks from the account.

Please Note: The above does not apply to the cash component maintained within the Compton Wealth's actively managed investment strategy (the cash balances for which shall generally remain in the custodian designated cash sweep account), an indication from the client of a need for access to such cash, assets allocated to an unaffiliated investment manager, and cash balances maintained for fee billing purposes. **Please Also Note:** The client shall remain exclusively responsible for yield dispersion/cash balance decisions and corresponding transactions for cash balances maintained in any of Compton Wealth's unmanaged accounts.

Cybersecurity Risk. The information technology systems and networks that Compton Wealth and its third-party service providers use to provide services to Compton Wealth's clients employ various controls, which are designed to prevent cybersecurity incidents stemming from intentional or unintentional actions that could cause significant interruptions in Compton Wealth's operations and result in the unauthorized acquisition or use of clients' confidential or non-public personal

information. Clients and Compton Wealth are nonetheless subject to the risk of cybersecurity incidents that could ultimately cause them to incur losses, including for example: financial losses, cost and reputational damage to respond to regulatory obligations, other costs associated with corrective measures, and loss from damage or interruption to systems. Although Compton Wealth has established its processes to reduce the risk of cybersecurity incidents, there is no guarantee that these efforts will always be successful, especially considering that Compton Wealth does not directly control the cybersecurity measures and policies employed by third-party service providers. Clients could incur similar adverse consequences resulting from cybersecurity incidents that more directly affect issuers of securities in which those clients invest, broker-dealers, qualified custodians, governmental and other regulatory authorities, exchange and other financial market operators, or other financial institutions.

Margin / Securities Based Loans. We do not generally recommend the use of margin loans or securities-based loans (collectively, “SBLs”) as an investment strategy, in which you would leverage borrowed assets as collateral for the purchase of additional securities. However, we may recommend that you establish a margin account with your broker-dealer/custodian or your affiliated banks (each, an “SBL Lender”) to access SBLs for financial planning and cash flow management purposes. For example, we may deem it advisable for a client to borrow money on margin to pay bills or other expenses such as financing the purchase, construction, or maintenance of a real estate project. Unlike a traditional real estate-backed loan, an SBL has the potential benefit of enabling borrowers to access to funds in a shorter period of time, providing greater repayment flexibility, and may also result in the borrower receiving certain tax benefits. Clients interested in learning more about the potential tax benefits of borrowing money on margin should consult with an accountant or tax advisor.

The terms and conditions of each SBL are contained in a separate agreement between the client and the SBL Lender selected by the client, which terms and conditions may vary from client to client. Borrowing funds on margin is not suitable for all clients and is subject to certain risks, including but not limited to: increased market risk, increased risk of loss, especially in the event of a significant downturn; liquidity risk; the potential obligation to post collateral or repay the SBL if the SBL Lender determines that the value of collateralized securities is no longer sufficient to support the value of the SBL; the risk that the SBL Lender may liquidate the client’s securities to satisfy its demand for additional collateral or repayment / the risk that the SBL Lender may terminate the SBL at any time. Before agreeing to participate in an SBL program, clients should carefully review the applicable SBL agreement and all risk disclosures provided by the SBL Lender including the initial margin and maintenance requirements for the specific program in which the client enrolls, and the procedures for issuing “margin calls” and liquidating securities and other assets in the client’s accounts.

Unaffiliated Private Investment Funds. Compton Wealth also provides investment advice regarding private investment funds. Compton Wealth, on a non-discretionary basis, may recommend that certain qualified clients consider an investment in private investment funds, the description of which (the terms, conditions, risks, conflicts and fees, including incentive compensation) is set forth in the fund’s offering documents. Our role relative to unaffiliated private investment funds shall be limited to its initial and ongoing due diligence and investment monitoring services. If a client determines to become an unaffiliated private fund investor, the amount of assets

invested in the fund(s) shall be included as part of “assets under management” for purposes of Compton Wealth calculating its investment advisory fee. Compton Wealth’s fee shall be in addition to the fund’s fees. Compton Wealth’s clients are under absolutely no obligation to consider or make an investment in any private investment fund(s).

Please Note: Private investment funds generally involve various risk factors, including, but not limited to, potential for complete loss of principal, liquidity constraints and lack of transparency, a complete discussion of which is set forth in each fund’s offering documents, which will be provided to each client for review and consideration. Unlike liquid investments that a client may own, private investment funds do not provide daily liquidity or pricing. Each prospective client investor will be required to complete a Subscription Agreement, pursuant to which the client shall establish that he/she is qualified for investment in the fund and acknowledges and accepts the various risk factors that are associated with such an investment.

Valuation. In the event that Compton Wealth references private investment funds owned by the client on any supplemental account reports prepared by Compton Wealth, the value(s) for all private investment funds owned by the client shall reflect the most recent valuation provided by the fund sponsor. However, if after purchase, the fund has not provided an updated valuation, the valuation shall reflect the initial purchase price. If after purchase, the fund provides an updated valuation, then the statement will reflect that updated value. The updated value will continue to be reflected in the report until the fund provides a further updated value. As result of the valuation process, if the valuation reflects initial purchase price or an updated value after purchase price, the current value(s) of an investor’s fund holding(s) could be significantly more or less than the value reflected on the report. Unless otherwise indicated, Compton Wealth shall calculate its fee based upon the latest value provided by the fund sponsor.

Socially Responsible Investing Limitations. *Socially Responsible Investing* involves the incorporation of **Environmental**, **Social** and **Governance** considerations into the investment due diligence process (“ESG”). ESG investing incorporates a set of criteria/factors used in evaluating potential investments: Environmental (i.e., considers how a company safeguards the environment); Social (i.e., the manner in which a company manages relationships with its employees, customers, and the communities in which it operates); and Governance (i.e., company management considerations). There are potential limitations associated with allocating a portion of an investment portfolio in ESG securities (i.e., securities that have a mandate to avoid, when possible, investments in such products as alcohol, tobacco, firearms, oil drilling, gambling, etc.) The number of companies that meet an acceptable ESG mandate can be limited when compared to those that do not and could underperform broad market indices. Investors must accept these limitations, including the potential for underperformance. Correspondingly, the number of ESG mutual funds and exchange-traded funds are limited when compared to those that do not maintain such a mandate. As with any type of investment (including any investment and/or investment strategies recommended and/or undertaken by Compton Wealth), there can be no assurance that investment in ESG securities or funds will be profitable or prove successful. We do not maintain or advocate an ESG investment strategy but will seek to employ ESG if directed by a client to do so. If implemented, we shall rely upon the assessments undertaken by the unaffiliated mutual fund, exchange traded fund or separate account portfolio manager to determine that the funds or portfolio’s underlying company securities meet a socially responsible mandate.

Cash Positions. Compton Wealth continues to treat cash as an asset class. As such, unless determined to the contrary by Compton Wealth, all cash positions (money markets, etc.) shall continue to be included as part of assets under management for the purposes of calculating Compton Wealth's advisory fee. At any specific point in time, depending upon perceived or anticipated market conditions/events (there being **no guarantee** that such anticipated market conditions/events will occur), Compton Wealth may maintain cash positions for defensive purposes. In addition, while assets are maintained in cash, such amounts could miss market advances. Depending upon current yields, at any point in time, Compton Wealth's advisory fee could exceed the interest paid by the client's money market fund.

Client Obligations. In performing its services, we shall not be required to verify any information received from you or from your other professionals and are expressly authorized to rely thereon. Moreover, each client is advised that it remains their responsibility to promptly notify us if there is ever any change in their financial situation or investment objectives for the purpose of reviewing, evaluating or revising our previous recommendations and/or services.

Disclosure Brochure. A copy of this written ADV Part 2 Brochure along with our Form CRS Relationship Summary, shall be provided to each client prior to, or contemporaneously with, the execution of the Investment Advisory Agreement, Retirement Plan Services Agreement or Financial Planning and Consulting Agreement.

Compton Wealth shall provide investment advisory services specific to the needs of each client. Prior to providing investment advisory services, an investment adviser representative will ascertain each client's investment objective(s). Thereafter, Compton Wealth shall allocate and/or recommend that the client allocate investment assets consistent with the designated investment objective(s). The client may, at any time, impose reasonable restrictions, in writing, on Compton Wealth's services.

Compton Wealth does not participate in a wrap fee program.

As of December 31, 2023, Compton Wealth had \$529,860,799 in assets under management on a discretionary basis and \$107,320,849 in assets under management on a non-discretionary basis.

Item 5: Fees and Compensation

INVESTMENT ADVISORY AND MANAGEMENT SERVICES

If you choose to engage us to provide discretionary and/or non- discretionary investment advisory services on a negotiable *fee* basis, our annual investment advisory fee shall be based upon a percentage (%) of the previous quarter end market value of the assets placed under our management, generally ranging between 0.50% and 1.00%, as follows:

Assets Under Management	Annual Fee
Less than \$1 million	1.00 %
\$1 million to \$2,500,000	0.90 %
\$2,500,000 to \$5,000,000	0.80 %
\$5,000,000 to \$7,500,000	0.70 %
\$7,500,000 to \$10,000,000	0.60 %
More than \$10,000,000	0.50 %

Please note, Compton Wealth includes the value of certain month or quarter end interest or dividend payments when calculating client fees. Because these payments may be credited to the appropriate account subsequent to the issuance of the applicable brokerage statement, the market value reflected on the client brokerage statement may differ slightly from the value used in Compton Wealth's fee billing process.

Please also note: Clients may engage Compton Wealth to provide discretionary management to American Funds portfolios. Compton Wealth's annual investment advisory fee is 0.50% of assets under our management.

Fee Dispersion. Compton Wealth, in its discretion, may charge a lesser investment advisory fee, charge a flat fee, waive its fee entirely, or charge a fee on a different interval, based upon certain criteria (i.e. anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, complexity of the engagement, anticipated services to be rendered, grandfathered fee schedules, employees and family members, courtesy accounts, competition, negotiations with client, etc.). **Please Note:** As a result of the above, similarly situated clients could pay different fees. In addition, similar advisory services may be available from other investment advisers for similar or lower fees.

FINANCIAL PLANNING AND CONSULTING SERVICES (STAND-ALONE)

Financial Planning and Consulting Services. To the extent specifically requested by a client, Compton Wealth shall generally provide financial planning and/or consulting services (including investment and non-investment related matters, including estate planning, insurance planning, etc.) as part of its investment management engagement. We may also provide, upon client request, financial planning services pursuant to a separate financial planning agreement. Compton Wealth's planning and consulting fees are negotiable, depending upon the level and scope of the service(s) required and the professional(s) rendering the service(s). At Compton Wealth's discretion, any fee paid related to investment services can be applied to financial planning services. Our financial planning fee ranges from \$150 to \$450 on an hourly basis.

If separately billed for financial planning services, the client shall pay us within 30 days from the date of the invoice or upon presentation of the written financial plan. A client can cancel the financial planning agreement and receive a full refund if we are notified within five business days after signing an agreement. If cancellation occurs thereafter, the client is responsible only for

expenses incurred to that point. In such an event, an itemized invoice will be provided documenting the expenses that have been incurred.

BOOKKEEPING SERVICES

General bookkeeping services are provided for a separate and additional fee per the terms and conditions of a separate written agreement between us and the client.

RETIREMENT PLAN CONSULTING SERVICES

Compton Wealth provides pension consulting services, in the capacity of an ERISA 3(21) advisor, pursuant to which it assists sponsors of self-directed retirement plans with the selection and/or monitoring of investment alternatives from which plan participants shall choose in self-directing the investments for their individual plan retirement accounts. Compton Wealth's annual fee for these services shall generally range from negotiable up to 1.00% of the total assets maintained within the plan.

Clients may elect to have our advisory fees deducted from their custodial account. Both Compton Wealth's Agreement and the custodial/clearing agreement may authorize the custodian to debit the account for our investment advisory fee and to directly remit that management fee to us in compliance with regulatory procedures. Compton Wealth charges fees quarterly in arrears based on the fee schedule noted above. The fee will be calculated in arrears as a percentage of the average daily balance of all assets in the client's account during each calendar quarter. In any partial calendar quarter, the advisory fee will be pro-rated based upon the number of days that the account was open during the quarter. Payment of fees will be made through a quarterly debit to the client's account at the custodian. Indirect billing, i.e., paying one account's fee from a different account, can be utilized by Compton Wealth. If a client terminates its agreement with Compton Wealth in the middle of a billing period, the Company will either deduct fees automatically from the client's account or will send an invoice to the client for an amount that is pro-rated based on the number of days that the account was managed during that quarter. The investment advisory and management services fees are negotiable at the discretion of Compton Wealth. The client must provide notice of termination in accordance with the terms of the investment advisory agreement.

As discussed below, unless the client directs otherwise or an individual client's circumstances require, Compton Wealth shall generally recommend that Schwab, an independent and unaffiliated SEC-registered broker-dealer and FINRA member, serve as the broker-dealer/custodian for client investment management assets. Broker-dealers such as Schwab charge brokerage commissions and/or transaction fees for effecting certain securities transactions. A schedule of the fees charged by Schwab will be provided with the account application. In addition to the program fees, clients can also incur the management fees and any other expenses of any mutual funds or other investment vehicles that we select for a client's portfolio. Since these fees and expenses are typically deducted directly from the investment vehicle, they are not necessarily obvious to shareholders, but they represent a real cost to our clients.

While certain custodians, including Schwab, generally (with exceptions) do not currently charge fees on individual equity transactions (including ETFs), others do. There can be no assurance that

Schwab will not change their transaction fee pricing in the future. Schwab may also assess fees to clients who elect to receive trade confirmations and account statements by regular mail rather than electronically.

As noted above, we shall generally deduct fees and/or bill clients quarterly in arrears, based upon the average daily balance of the client's assets under management during the preceding quarter. In the instance that Compton Wealth has been engaged to provide Retirement Plan Consulting Services, we shall deduct fees and/or bill clients monthly or quarterly in arrears, based upon the average daily balance of the Plan assets during the preceding month/quarter. Fee deduction is generally undertaken by the third-party administrator and a portion of the advisory fee is remitted to Compton Wealth. The Investment Advisory Agreement between Compton Wealth and the client will continue in effect until terminated by either party by written notice in accordance with the terms of the Investment Advisory Agreement. Upon termination, Compton Wealth shall invoice the client for a pro-rated portion of the monthly advisory fee, based upon the average daily balance of the client's assets under management and the number of days that services were rendered during the final billing period.

Neither Compton Wealth, nor its representatives, accepts compensation from the sale of securities or other investment products.

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

We do not charge any performance-based fees. Some investment advisers experience conflicts of interest in connection with the side-by-side management of accounts with different fee structures. However, these conflicts of interest are not applicable to us.

Item 7: Types of Clients

We primarily provide customized investment management services to high-net-worth individuals and associated trusts, estates, and other legal entities.

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

Methods of Analysis and Investment Strategies. During initial meetings with prospective clients, we explain our services we offer and our compensation. We will define each other's responsibilities and how to make decisions. Both parties will determine if working together makes sense, and all necessary disclaimers will be made.

If the client decides to engage our firm, we will discuss their current financial situation and gather all necessary documents. Together we define their goals and objectives, retirement goals, income needs, education funding for children and grandchildren, family legacy or estate planning concepts, charitable gifting, tax considerations, and investment risk tolerance.

After the client provides the required information and documents, we will analyze their situation to identify strategies that are believed to be in the best interest of meeting the client's goals and objectives. These strategies are discussed with the client prior to implementation to be sure the

client understands and is comfortable with the strategies and agrees with the investment recommendations. At this stage, we discuss any concerns the client has and revise the recommendations if necessary.

Once we have finished with planning and implementing, we enter the monitoring phase of the relationship. We meet regularly with the client to track their progress toward accomplishing their goals and objectives. Clients are also provided quarterly account statements from Charles Schwab & Co., Inc. ("Schwab"). Our services are ongoing until either party chooses to terminate the relationship.

Compton Wealth may utilize the following methods of security analysis:

- Fundamental - (analysis performed on historical and present data, with the goal of making financial forecasts)
- Technical – (analysis performed on historical and present data, focusing on price and trade volume, to forecast the direction of prices)

Compton Wealth may utilize the following investment strategies when implementing investment advice given to clients:

- Long Term Purchases (securities held at least a year)
- Short Term Purchases (securities sold within a year)
- Margin Transactions (use of borrowed assets to purchase financial instruments)

Investment Risk Investing in securities involves risk of loss that clients should be prepared to bear. Different types of investments involve varying degrees of risk, and it should not be assumed that future performance of any specific investment or investment strategy (including the investments and/or investment strategies recommended or undertaken by Compton Wealth) will be profitable or equal any specific performance level(s).

Compton Wealth's methods of analysis and investment strategies do not present any significant or unusual risks. However, every method of analysis has its own inherent risks. To perform an accurate market analysis Compton Wealth must have access to current/new market information. Compton Wealth has no control over the dissemination rate of market information; therefore, unbeknownst to Compton Wealth, certain analyses may be compiled with outdated market information, severely limiting the value of Compton Wealth' analysis. Furthermore, an accurate market analysis can only produce a forecast of the direction of market values. There can be no assurances that a forecasted change in market value will materialize into actionable and/or profitable investment opportunities.

Compton Wealth' primary investment strategies – Long Term Purchases and Short-Term Purchases - are fundamental investment strategies. However, every investment strategy has its own inherent risks and limitations. For example, longer-term investment strategies require a longer investment time period to allow for the strategy to potentially develop. Shorter-term investment strategies require a shorter investment time period to potentially develop but, as a result of more frequent trading, may incur higher transactional costs when compared to a longer-term investment strategy.

In addition to the fundamental investment strategies discussed above, we may also implement and/or recommend the use of margin transactions. Margin investment strategies have a high level of inherent risk. (See discussion below).

Margin is an investment strategy with a high level of inherent risk. A margin transaction occurs when an investor uses borrowed assets to purchase financial instruments. The investor generally obtains the borrowed assets by using other securities as collateral for the borrowed sum. The effect of purchasing a security using margin is to magnify any gains or losses sustained by the purchase of the financial instruments on margin. **Please Note:** To the extent that a client authorizes the use of margin, and margin is thereafter employed by us in the management of the client's investment portfolio, the market value of the client's account and corresponding fee payable by the client to us may be increased. As a result, in addition to understanding and assuming the additional principal risks associated with the use of margin, clients authorizing margin are advised of the potential conflict of interest whereby the client's decision to employ margin may correspondingly increase the management fee payable to us. Accordingly, the decision as to whether to employ margin is left totally to the discretion of client.

Currently, we primarily allocate client investment assets among individual municipal and corporate bonds, bond funds, various no-load equity mutual fund classes, individual equities, and Independent Manager(s), on both a limited discretionary and non-discretionary basis in accordance with the client's designated investment objective(s). With respect to our non-discretionary management services, we maintain ongoing responsibility to select or make recommendations, based upon the needs of the client, as to the specific securities or other investments the account may purchase or sell and we are responsible for arranging or effecting the purchase or sale.

Third-Party Investment Managers. Compton Wealth can recommend clients use the investment advisory services of professional portfolio management firms for the individual management of client accounts. Compton Wealth will assist clients in identifying a third-party portfolio manager (Portfolio Manager). The Portfolio Manager manages client's assets on a discretionary basis. Compton Wealth will provide initial and ongoing assistance regarding the Portfolio Manager selection process. The Portfolio Manager can have a minimum account value (e.g., \$100,000) that is required for a Client to invest with them.

Risks. The description below is an overview of the risks entailed in our investment strategies and is not intended to be complete. All investing involves the risk of loss and the investment strategy offered by us could lose money over short or long periods. Performance could be hurt by a number of different market risks including but not limited to:

Risk of Loss – General. All investing involves a risk of loss and the investment strategy offered by Compton Wealth could lose money over short or even long periods. Performance could be negatively impacted by a number of different market risks including, but not limited to, that portfolio management techniques used by Compton Wealth do not produce the desired results. This could cause accounts to decline in value. In addition, Compton Wealth can rely on information that turns out to be inaccurate. Compton Wealth selects investments based, in part, on information provided by issuers to regulators or made directly available to Compton Wealth by the issuers or other sources. Compton Wealth is not always able to confirm the completeness or accuracy of such

information, and in some cases, complete and accurate information is not available. Incorrect or incomplete information increases risk and could result in losses.

Stock Market Risk. Stock market risk is the chance that stock prices overall will decline. An investment in individual securities or in a portfolio of securities could lose money. We cannot give any guarantee that we will achieve the client's investment objectives or that any client will receive a return of their investment. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices.

Alternative Strategy Mutual Funds. Certain mutual funds invest primarily in alternative investments and/or strategies. Investing in alternative investments and/or strategies involves special risks, such as risks associated with commodities, real estate, leverage, selling securities short, the use of derivatives, potential adverse market forces, regulatory changes and potential illiquidity. There are special risks associated with mutual funds that invest principally in real estate securities, such as sensitivity to changes in real estate values, interest rates and price volatility because of the fund's concentration in the real estate industry.

Exchange-Traded Funds ("ETFs"). ETFs are typically investment companies that are legally classified as open-end mutual funds or UITs. However, they differ from traditional mutual funds, in particular, in that ETF shares are listed on a securities exchange. Shares can be bought and sold throughout the trading day like shares of other publicly-traded companies. ETF shares can trade at a discount or premium to their net asset value. This difference between the bid price and the ask price is often referred to as the "spread." The spread varies over time based on the ETF's trading volume and market liquidity, and is generally lower if the ETF has a lot of trading volume and market liquidity and higher if the ETF has little trading volume and market liquidity. Although many ETFs are registered as an investment company under the Investment Company Act of 1940 like traditional mutual funds, some ETFs, in particular those that invest in commodities, are not registered as an investment company.

Foreign Securities Risk. Foreign securities are subject to the same market risks as U.S. securities, such as general economic conditions and company and industry prospects. However, foreign securities involve the additional risk of loss due to political, economic, legal, regulatory, and operational uncertainties; differing accounting and financial reporting standards; limited availability of information; currency conversion; and pricing factors affecting investment in the securities of foreign businesses or governments.

Emerging Market Securities Risk. Securities markets in emerging market countries can be smaller than those in more developed countries, making it more difficult to sell securities in order to take profits or avoid losses. Companies in these markets can have limited product lines, markets or resources, making it difficult to measure the value of the company. Potential political instability and corruption, as well as lower standards of regulation for business practices, increase the possibility of fraud and other legal problems. Public information can be limited with respect to emerging markets issuers and emerging markets issuers might not be subject to uniform accounting, auditing and financial standards and requirements comparable to those applicable to U.S. companies. Therefore, the value of strategies that invest in emerging markets can rise and fall substantially.

Interest Rate Risk. Bonds also experience market risk as a result of changes in interest rates. The general rule is that if interest rates rise, bond prices will fall and so will the mutual fund's and ETF's share price. The reverse is also true: if interest rates fall, bond prices will generally rise.

A bond with a longer maturity (or a bond fund with a longer average maturity) will typically fluctuate more in price than a shorter-term bond. Because of their very short-term nature, money market instruments carry less interest rate risk.

Credit Risk. Bonds and bond mutual funds and ETFs are also exposed to credit risk, which is the possibility that the issuer of a bond will default on its obligation to pay interest and/or principal. U.S. Treasury securities, which are backed by the full faith and credit of the U.S. Government, have limited credit risk, while securities issued or guaranteed by U.S. Government agencies or government-sponsored enterprises that are not backed by the full faith and credit of the U.S. Government are subject to varying degrees of credit risk. Corporate bonds rated BBB or above by Standard & Poor's are generally considered to carry moderate credit risk. Corporate bonds rated lower than BBB are considered to have significant credit risk. Of course, bonds with lower credit ratings generally pay a higher level of income to investors.

Objective/Style Risk. All of the mutual funds and ETFs are subject, in varying degrees, to objective/style risk, which is the possibility that returns from a specific type of security in which a mutual fund invests will trail the returns of the overall market.

U.S. Government Agency Securities Risk. Securities issued by U.S. Government agencies or government-sponsored entities are not guaranteed by the U.S. Treasury. If a government-sponsored entity is unable to meet its obligations, the securities of the entity will be adversely impacted.

Cybersecurity Risks. Compton Wealth and its service providers are subject to risks associated with a breach in cybersecurity. Cybersecurity is a generic term used to describe the technology, processes and practices designed to protect networks, systems, computers, programs and data from both intentional cyber-attacks and hacking by other computer users as well as unintentional damage or interruption that, in either case, can result in damage or interruption from computer viruses, network failures, computer and telecommunications failures, infiltration by unauthorized persons and security breaches, usage errors by their respective professionals, power outages and catastrophic events such as fires, tornadoes, floods, hurricanes and earthquakes. A cybersecurity breach could expose both Compton Wealth and its clients to substantial costs (including, without limitation, those associated with forensic analysis of the origin and scope of the breach, increased and upgraded cybersecurity, identity theft, unauthorized use of proprietary information, litigation, adverse client reaction, the dissemination of confidential and proprietary information and reputational damage), civil liability as well as regulatory inquiry and/or action. While Compton Wealth has established a business continuity plan in the event of, and risk management strategies, systems, policies and procedures to seek to prevent, cybersecurity breaches, there are inherent limitations in such plans, strategies, systems, policies and procedures including the possibility that certain risks have not been identified.

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 the adviser or the integrity of the adviser's management. Neither we nor any of our personnel have been involved in any legal or disciplinary events that would require disclosure in response to this Item.

Item 10: Other Financial Industry Activities and Affiliations

Neither Compton Wealth, nor its representatives, are registered or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer.

Neither Compton Wealth, nor its representatives, are registered or have an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading advisor, or a representative of the foregoing.

Licensed Insurance Agents. Certain of Compton Wealth's representatives, in their individual capacities, are licensed insurance agents. As referenced in Item 4 above, Compton Wealth and/or its representatives may recommend the purchase of certain insurance-related products on a commission basis.

Conflict of Interest:

The recommendation by representatives of Compton Wealth that a client purchase an insurance commission product presents a conflict of interest, as the receipt of commissions provides an incentive to recommend insurance products based on commissions to be received, rather than on a particular client's need. No client is under any obligation to purchase any commission products from representatives of Compton Wealth or through Compton Wealth in its capacity as a licensed insurance agency. Clients are reminded that they may purchase insurance products recommended by Compton Wealth through other nonaffiliated insurance agents.

Compton Wealth does not recommend or select other investment advisors for its clients for which it receives a fee.

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

We have adopted a written Code of Ethics ("Code") that is applicable to all employees describing our high standards of business conduct and fiduciary duty to our clients. The Code includes provisions relating to the confidentiality of client information, a prohibition of insider trading, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. In addition, the Code requires our employees to act in the clients' best interests, abide by all applicable regulations, and pre-clear and report on many types of personal securities transactions. Our restrictions on personal securities trading apply to employees, as well as employees' family

members living in the same household. A copy of our Code is available upon request by contacting Nancy Renshaw at 757-351-0741 or nancy@comptonwealth.com.

We maintain an investment policy relative to personal securities transactions. This investment policy is part of our overall Code of Ethics, which serves to establish a standard of business conduct for all of Compton Wealth's representatives that is based upon fundamental principles of openness, integrity, honesty and trust, a copy of which is available upon request.

In accordance with Section 204A of the Investment Advisers Act of 1940, Compton Wealth also maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by Compton Wealth or any person associated with Compton Wealth.

Neither Compton Wealth nor any related person of Compton Wealth recommends, buys, or sells for client accounts, securities in which Compton Wealth or any related person of Compton Wealth has a material financial interest.

Compton Wealth and/or representatives of Compton Wealth may buy or sell securities that are also recommended to clients. This practice may create a situation where Compton Wealth and/or representatives of the firm are in a position to materially benefit from the sale or purchase of those securities. Therefore, this situation can create a conflict of interest. Practices such as "scalping" (i.e., a practice whereby the owner of shares of a security recommends that security for investment and then immediately sells it at a profit upon the rise in the market price which follows the recommendation) could take place if Compton Wealth did not have adequate policies in place to detect such activities. In addition, this requirement can help detect insider trading, "front-running" (i.e., personal trades executed before those of Compton Wealth's clients) and other potentially abusive practices.

Compton Wealth has a personal securities transaction policy in place to monitor the personal securities transactions and securities holdings of each of Compton Wealth's "Access Persons." Compton Wealth's securities transaction policy requires that an Access Person of Compton Wealth must provide the Chief Compliance Officer or his/her designee with a written report of their current securities holdings within ten (10) days after becoming an Access Person. Additionally, each Access Person must provide the Chief Compliance Officer or his/her designee with a written report of the Access Person's current securities holdings at least once each twelve (12) month period thereafter on a date Compton Wealth selects; provided, however that at any time that Compton Wealth has only one Access Person, he or she shall not be required to submit any securities report described above.

As noted above, our employees are generally permitted to trade alongside client accounts as long as they receive the average price that is applicable to clients and pay their share of any transaction costs. However, no employees are allowed to participate in partially filled orders until all clients' orders have been filled. The Director of Compliance monitors employee trading, relative to client trading, to ensure that employees do not engage in improper transactions. Therefore, this situation can create a conflict of interest. As indicated above, Compton Wealth has a personal securities transaction policy in place to monitor the personal securities transaction and securities holdings of each of Compton Wealth's Access Persons.

Item 12: Brokerage Practices

In the event that the client requests that we recommend a broker-dealer/custodian for execution and/or custodial services (exclusive of those clients that may direct us to use a specific broker-dealer/custodian), Compton Wealth generally recommends that investment management accounts be maintained at Schwab. Prior to engaging Compton Wealth to provide investment management services, the client will be required to enter into a formal Investment Advisory Agreement with Compton Wealth setting forth the terms and conditions under which Compton Wealth shall manage the client's assets, and a separate custodial/clearing agreement with each designated broker-dealer/custodian.

Factors that Compton Wealth considers in recommending Schwab (or any other broker-dealer/custodian to clients) include historical relationship with Compton Wealth, financial strength, reputation, execution capabilities, pricing, research, and service. Broker-dealers such as Schwab can charge transaction fees for effecting certain securities transactions (*See* Item 4 above). To the extent that a transaction fee will be payable by the client to Schwab, the transaction fee shall be in addition to Compton Wealth's investment advisory fee referenced in Item 5 above.

To the extent that a transaction fee is payable, Compton Wealth shall have a duty to obtain best execution for such transaction. However, that does not mean that the client will not pay a transaction fee that is higher than another qualified broker-dealer might charge to effect the same transaction where Compton Wealth determines, in good faith, that the transaction fee is reasonable. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer's services, including the value of research provided, execution capability, transaction rates, and responsiveness. Accordingly, although Compton Wealth will seek competitive rates, it may not necessarily obtain the lowest possible rates for client account transactions.

The brokerage commissions or transaction fees charged by the designated broker-dealer/custodian are exclusive of, and in addition to, Compton Wealth's investment management fee. Compton Wealth's best execution responsibility is qualified if securities that it purchases for client accounts are mutual funds that trade at net asset value as determined at the daily market close.

Research and Benefits.

Although not a material consideration when determining whether to recommend that a client utilize the services of a particular broker-dealer/custodian, Compton Wealth receives from Schwab or another broker-dealer/custodian, investment platform, unaffiliated investment manager, vendor, unaffiliated product/fund sponsor, or vendor) support services and/or products, certain of which assist Compton Wealth to better monitor and service client accounts maintained at such institutions. Included within the support services that may be obtained by Compton Wealth may be investment-related research, pricing information and market data, software and other technology that provide access to client account data, compliance and/or practice management-related publications, discounted or gratis consulting services, discounted and/or gratis attendance at conferences, meetings, and other educational and/or social events, marketing support, computer hardware and/or

software and/or other products used by Compton Wealth in furtherance of its investment advisory business operations.

As indicated above, certain of the support services and/or products that may be received may assist Compton Wealth in managing and administering client accounts. Others do not directly provide such assistance, but rather assist Compton Wealth to manage and further develop its business enterprise.

There is no corresponding commitment made by Compton Wealth to Schwab or any other entity to invest any specific amount or percentage of client assets in any specific mutual funds, securities or other investment products as a result of the above arrangement.

Products and Services Provided by Schwab.

Schwab Advisor Services™ is Schwab's business serving independent investment advisory firms like Compton Wealth. Schwab provides Compton Wealth and its clients with access to its institutional brokerage - trading, custody, reporting, and related services—many of which are not typically available to retail customers. Schwab also makes available various support services. Some of those services help Compton Wealth manage or administer clients' accounts, while others help Compton Wealth manage and grow its business.

The following is a more detailed description of Schwab's platform services:

Services that Benefit Clients.

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 Compton Wealth might not otherwise have access or that would require a significantly higher minimum initial investment by Compton Wealth's clients.

Services that Do Not Directly Benefit Clients.

Schwab also makes available other products and services that benefit Compton Wealth but do not directly benefit clients. These products and services assist Compton Wealth in managing and administering Compton Wealth's clients' accounts. Schwab includes investment research and that of third parties. Compton Wealth can use this research to service all or a substantial number of its clients' accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also purchases, reimburses or makes available benefits, 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
- Generate performance reports for clients
- Facilitate payment of Compton Wealth's fees from Clients' accounts

- Assist with back-office functions, recordkeeping, and client reporting

Services that Generally Benefit Only Compton Wealth.

Schwab also offers other services intended to help Compton Wealth manage and further develop its business enterprise. These services include:

- Educational conferences and events
- Consulting on technology, compliance, legal, and business needs
- Publications and conferences on practice management and business succession

Schwab provides some of these services themselves. In other cases, they will arrange for third-party vendors to provide the services to Compton Wealth. Schwab can also discount or waive their fees for some of these services or pay all or a part of a third party's fees.

Compton Wealth's Interest in Schwab's Services.

The availability of these services from Schwab benefits Compton Wealth because Compton Wealth does not have to produce or purchase them. Compton Wealth does not have to pay for Schwab's services so long as Compton Wealth's clients maintain a minimum level of assets in accounts at Schwab. Beyond that, these services are not contingent upon Compton Wealth committing any specific amount of business to Schwab in trading commissions or assets in custody.

Maintaining a minimum level of assets can give Compton Wealth an incentive to recommend that clients maintain accounts with Schwab based on Compton Wealth's interest in receiving Schwab's services that benefit Compton Wealth's business rather than based on clients' interests in receiving the best value in custody services and the most favorable execution of transactions. This is a potential conflict of interest. Compton Wealth believes, however, that its recommendation of Schwab, when appropriate, as custodian and broker is in the best interests of clients. Compton Wealth's recommendation is primarily supported by the scope, quality, and price of Schwab's services. Compton Wealth does not believe that recommending clients to collectively maintain a minimum level of assets at Schwab in order to avoid paying Schwab quarterly service fees presents a material conflict of interest.

Compton Wealth does not receive referrals from broker-dealers.

Compton Wealth's Chief Compliance Officer, Nancy Renshaw, remains available to address any questions that a client or prospective client may have regarding the above arrangement.

Directed Brokerage.

As noted above, Compton Wealth generally recommends the establishment of brokerage accounts with Schwab to maintain custody of clients' assets and to effect trades for their accounts.

If a client has instructed Compton Wealth to execute any or all securities transactions for his/her account with or through one or more brokers, the client represents and warrants that he/she has negotiated the terms and conditions (including, but not limited to, commission rates) relating to all

services provided by such brokers and that the client is satisfied with such terms and conditions. We shall not have any responsibility for obtaining for the client's account from any such broker the best prices or any particular commission rates for transactions with or through any such designated broker. The client recognizes that he/she might not obtain rates as low as it might otherwise obtain if we had discretion to select broker/dealers other than those he/she chose. The client further agrees that if we believe, in our exclusive discretion, that we cannot satisfy our fiduciary duty of best execution by executing a securities transaction for a client's account with a broker designated by the client, we will execute that securities transaction with a different broker. The client shall promptly inform Compton Wealth in writing if he/she desires that we cease executing transactions with or through any such designated broker.

To the extent that we provide investment management services to our clients, the transactions for each client account generally will be effected independently, unless we decide to purchase or sell the same securities for several clients at approximately the same time. We may (but are not obligated to) combine or "bunch" such orders to seek best execution, to negotiate more favorable commission rates or to allocate equitably among Compton Wealth's clients differences in prices and commissions or other transaction costs that might have been obtained had such orders been placed independently. Under this procedure, transactions will be averaged as to price and will be allocated among clients in proportion to the purchase and sale orders placed for each client account on any given day. We shall not receive any additional compensation or remuneration as a result of such aggregation.

Best Execution Reviews.

As a fiduciary, we seek to obtain best execution in all securities transactions. However, this does not mean that we will always obtain the best possible price or the lowest commission. On at least an annual basis Compton Wealth evaluates the pricing and services offered by Schwab and other trading counterparties with those offered by other reputable firms. Compton Wealth has sought to make a good-faith determination that Schwab and other chosen trading counterparties provide clients with good services at competitive prices. However, clients should be aware that this determination could have been influenced by Compton Wealth's receipt of products and services from Schwab.

Item 13: Review of Accounts

For those clients to whom we provide investment supervisory services, account reviews are conducted on an ongoing basis by Compton Wealth' representatives. All clients are advised that it remains their responsibility to advise us of any changes in their investment objectives and/or financial situation. In addition, all clients (in person or via telephone) are encouraged to review financial planning issues (to the extent applicable), investment objectives and account performance with us on an annual basis.

We will conduct account reviews on an other than periodic basis upon the occurrence of a triggering event, such as a change in your investment objectives and/or financial situation, market corrections and by request.

Clients are provided, at least quarterly, with written transaction confirmation notices and regular written summary account statements directly from the broker-dealer/custodian and/or program sponsor for their accounts. We also provide a written periodic report summarizing account activity and performance.

Item 14: Client Referrals and Other Compensation

Compton Wealth does receive an economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment advisers that have their client 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 of Schwab’s products and services to us is not based on our giving particular investment advice, such as buying particular securities for our clients.

Compton Wealth does not compensate any individuals or entities for client introductions.

Item 15: Custody

An adviser has custody of client assets when it holds, “directly or indirectly, client funds or securities or has any authority to obtain possession of them. Under government regulations, we are deemed to have “custody” of your assets when you authorize us to instruct the custodian to deduct our advisory fees directly from your account; request your advisor to act as trustee or power of attorney on your account; when we forward funds or securities we inadvertently receive by a third party to your account at the custodian (i.e.: tax refund checks, settlement checks from class action lawsuits, dividend checks, stock certificates); or when you provide us with a standing letter of authorization to move funds or securities to a third party. All clients’ accounts are held in custody by unaffiliated broker/dealers or banks, but Compton Wealth can access their clients’ accounts through its ability to debit advisory fees. For this reason, we are considered to have custody of client assets. Clients will receive account statements directly from the custodian(s) holding their account assets on no less than a quarterly basis. The account statements from the custodian(s) will indicate the amount of our advisory fees deducted from their account(s) each billing period. Client should carefully review these statements and should compare these statements to any account information provided by us. Please note that the custodians’ account statement serves as the client’s permanent record of the assets held with each custodian.

We are also considered to have custody because of standing letters of authorization (“SLOA”) in place from clients that allow us to direct the custodian to send client funds based on the SLOA. Advisers relying on SLOAs to make certain disbursements on behalf of a client can avoid obtaining a surprise asset verification if each such client provides written instructions to the custodian regarding specific transactions that the client authorizes the custodian to disburse upon request by us and provides us with written instructions that explicitly describe the specific transactions that the client authorizes us to disburse. Further, the custodian must verify these instructions when executing each transaction and confirm these instructions directly with clients at least annually. We have no ability to change any routing information regarding such disbursements and you can terminate such relationship at any time. These practices and/or services provided on behalf of our clients require disclosure at ADV Part 1, Item 9, but such practices and/or services **are not** subject

to an annual surprise CPA examination in accordance with the guidance provided in the SEC's February 21, 2017, Investment Adviser Association No-Action Letter.

Item 16: Investment Discretion

Compton Wealth typically is granted investment discretion over its clients' accounts. For accounts managed on a discretionary basis, we are given the authority to determine and execute the securities to be bought and sold without obtaining prior client consent to specific transactions. This discretion is subject to any reasonable restrictions placed by the client. Clients grant Compton Wealth trading discretion through the execution of a limited power of attorney included in Compton Wealth's investment advisory contract.

Item 17: Voting Client Securities

As a matter of policy, we disclaim any responsibility for voting client securities. Clients can contact us for advice or information about a particular proxy vote, but we do not exercise proxy voting authority over client securities and should not be designated by custodians as the party to receive information on voting client proxies. The obligation to vote client proxies rests with the client, including making all elections relative to any mergers, acquisitions, tender offers, bankruptcy proceedings or other type events pertaining to the client's investment assets.

Clients will receive their proxies or other solicitations directly from their custodian. Clients may contact Compton Wealth to discuss any questions they may have with a particular solicitation.

Item 18: Financial Information

A balance sheet or other financial disclosures are not required to be provided as Compton Wealth (i) does not solicit fees of more than \$1200, more than six months in advance, (ii) does not have a financial condition that is likely to impair its ability to meet contractual commitments to clients or (iii) has never filed bankruptcy.