

Counterweight Ventures, LLC dba Counterweight Private Wealth
Form ADV, Part 3 - Customer Relationship Summary
March 2024

Counterweight Ventures, LLC dba Counterweight Private Wealth (the “Firm”) is registered with the Securities & Exchange Commission as an investment adviser. Brokerage and investment advisory services and fees differ, and it is important for you to understand these differences. *Free and simple tools are available to research firms and financial professionals at <https://www.investor.gov/CRS>, which also provides educational materials about broker-dealers, investment advisers, and investing.*

What investment services and advice can you provide me?

We provide Investment Management and fee-based Financial Planning to retail investors including selecting or recommending investments for clients. We will review the client’s individual needs, goals, time horizons, risk tolerance, risk capacity, desired strategies, net worth, net income, age, tax situation and various other factors. The Firm utilizes the information provided by the client to provide recommendations for investments that may include planning for long-range goals or other segments of an investment plan. We also provide 401(k) Advisory Services as well as advice to plan sponsors for 401(k) and other qualified retirement plans. Our advisory services are discretionary in nature meaning that we will make the ultimate investment decisions without your permission. Investment management services entail quarterly internal reviews. We will review investment results, asset allocation, client objectives and other variables that may have been identified during the course of the engagement. The Firm advises clients to immediately notify it of any changes to client’s financial status in the event there needs to be a change in client’s investment plan. These reviews may occur more frequently, depending upon the underlying assets in the portfolios, market conditions or as desired by the client.

For additional information, please see [Form ADV, Part 2A brochure](#) (Items 4 and 7 of Part 2A).

Conversation Starters. *Ask your financial professional:*

- *Given my financial situation, should I choose an investment advisory service? Why or why not?*
- *How will you choose investments to recommend to me?*
- *What is your relevant experience, including your licenses, education and other qualifications? What do these qualifications mean?*

What fees will I pay?

The client pays the Firm for its investment management services monthly based upon the client’s assets under management. These fees are “asset-based” meaning that the fee is calculated as a percentage of the assets invested in your advisory account according to the fee schedule in your advisory agreement with us. You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying.

In addition to the advisory fees paid, clients may also incur certain charges imposed by other third parties, such as broker-dealers, custodians, trust companies, banks and other financial institutions. These additional charges may include securities brokerage commissions, transaction fees, custodial fees, margin costs, charges imposed directly by a mutual fund or ETF in a client’s account, as disclosed in the fund’s prospectus (e.g., fund management fees and other fund expenses), deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions.

For additional information, please see [Form ADV, Part 2A brochure](#) (Items 5.A, B, C, and D).

Conversation Starter. Ask your financial professional:

Help me understand how these fees and costs might affect my investments. If I give you \$10,000 to invest, how much will go to fees and costs, and how much will be invested for me?

What are your legal obligations to me when acting as my investment adviser? How else does your firm make money and what conflicts of interest do you have?

When we act as your investment adviser, we have to act in your best interest and not put our interest ahead of yours. At the same time, the way we make money creates some conflicts with your interests. You should understand and ask us about these conflicts because they can affect the investment advice we provide you. Here is an example to help you understand what this means:

- Retirement rollovers: If we recommend that a client rollover his/her retirement plan assets such a recommendation creates a conflict of interest because we will earn new (or increase current) compensation as a result of the rollover.

Conversation Starter. Ask your financial professional:

How might your conflicts of interest affect me, and how will you address them?

For additional information, please see our [Form ADV, Part 2A brochure](#).

How do your financial professionals make money?

Our financial professionals are compensated through the investment advisory fees earned by the Firm. This means that the more assets you invest in your account, the more you will pay in fees, and therefore *we have an incentive to encourage you to increase your advisory account assets.*

Do you or your financial professionals have legal or disciplinary history?

No.

Visit <https://www.investor.gov/CRS> for a free and simple search tool to research us and our financial professionals.

Conversation Starter. Ask your financial professional:

As a financial professional, do you have any disciplinary history? For what type of conduct?

For additional information about our services, please visit our website, <https://counterweightpw.com/>. If you would like additional, up-to-date, information or a copy of this disclosure, please call (919) 726-6124.

Conversation Starter. Ask your financial professional:

- *Who is my primary contact person? Is he or she a representative of an investment adviser or a broker-dealer? Who can I talk to if I have concerns about how this person is treating me?*