

Clifford Swan Investment Counselors ("Clifford Swan") is a registered investment adviser with the Securities and Exchange Commission. Our investment advisory services and fees differ from those offered by a broker-dealer. It is important for you to understand the difference. This document gives you a summary of the types of services we provide and how you pay. Free and simple tools are available to research firms and financial professionals at 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 supervisory services and manage investment advisory accounts on your behalf within the greater context of your wealth management needs.
- We serve retail investors, including individuals, high net worth individuals, families, trusts, estates, charitable institutions, foundations, endowments, private corporate pension and profit-sharing plans, and other corporations and businesses.
- We offer our clients a variety of financial planning services, which include assistance with reviewing retirement cash flow, intergenerational wealth transfer, insurance needs, tax planning, funding college education, and philanthropy.
- We will offer you investment advice on a regular basis. We will discuss your investment goals, design with you a strategy to achieve those goals, and continuously monitor your account. We will contact you by phone and email or meet with you in person to discuss your portfolio.
- You can select whether we are allowed to buy and sell investments in your account without asking you in advance ("discretion") or buy and sell investments in your account only after receiving your permission ("non-discretion"). If you select non-discretion, you make the ultimate decision regarding the purchase or sale of investments. If you have granted us discretionary authority, we will discuss changes to our investment strategy and asset allocation with you.
- You may also add reasonable restrictions to your account. Accounts with special instructions may not be aggregated with other trades, which could result in trades being completed at a higher or lower price than other accounts.
- While we do not offer proprietary investment products, we use proprietary research of individual securities to select and monitor your investments.
- Our investment counseling minimum fee is \$10,000 per annum (which could be modified under extenuating circumstances). The fee structure implies a minimum client relationship size of \$1 million in liquid, actively managed assets.
- For additional information, please see Items 4, 7, 8 and 13 of our ADV Part 2A brochure.

Questions to ask your Investment Counselor

- ✓ *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?

- Upon establishing an advisory relationship, you will pay an ongoing asset-based fee at the beginning of each quarter for our services. The tiered fee is calculated based on the value of the cash and investments in your advisory account. All agreements are cancellable at any time. Existing clients' fee and billing schedules may vary from those for new clients.
- We may also charge fees for special projects at an hourly rate, or a fixed project fee based upon the scope of our work.
- Our fees are not transaction based; you pay the asset-based fee even if we do not buy or sell securities during the billing period.
- The amount paid to our firm can vary based upon the type of investments in your account.
- The greater the value of your advisory account, including cash, the more you will pay us. We have an incentive to increase the value of the assets in your account to increase our fees.
- Depending upon where you choose to hold (custody) your assets, that custodian, bank, or broker may charge you brokerage, custody, and other transactions costs, which are not paid to Clifford Swan.
- For additional information, please see Item 5 in our ADV Part 2A brochure.

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.

Questions to ask your Investment Counselor

- ✓ *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/s 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 are some examples to help you understand what this means.

- Our employees are permitted to and do own the same securities we recommend to clients. Employees must adhere to our Personal Trading Policy and Code of Ethics.
- We do not take possession of client funds or securities. Our firm is deemed to have custody of some client assets through the direct debiting of management fees, the existence of third-party standing letters of instruction, or service by an employee as a trustee for client accounts.
- For additional information, please see Items 10, 11, 12 and 15 of our ADV Part 2A brochure.

Questions to ask your Investment Counselor

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

How do your financial professionals make money?

- Our financial professionals are either unitholders or employees of Clifford Swan.
- Employees are paid a cash salary and may receive an individual performance bonus.
- Unitholders receive ownership distributions by virtue of having invested in the company as a unit holder. S/he may also be eligible for incentive-based programs established to improve performance towards specific business goals.

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

- No. Visit investor.gov/CRS for a free and simple search tool to research Clifford Swan and our financial professionals.

Questions to ask your Investment Counselor

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

For additional information about our investment advisory services or to request a copy of our Form CRS call (626) 792-2228 or visit our website www.cliffordswan.com.

Questions to ask your Investment Counselor

- ✓ *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?*