



CLIENT RELATIONSHIP SUMMARY (FORM CRS) Form ADV Part 3 – February 2024

Warren Capital Management Inc. doing business as Warren Capital Group (“WCG” or “We”) is registered with the U.S. Securities and Exchange Commission as an investment adviser.

Brokerage and investment advisory services differ, and it is important for the retail investor to understand the differences. Free and simple tools are available for you to research our firm and our Financial Advisors 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?

WCG offers financial planning and investment advisory services to individuals, families, non-profits, retirement plans, and businesses. A full description of our services can be found in our disclosure brochure, which is prepared in accordance with SEC Form ADV, Part 2A (the “Brochure”). The Brochure is also available on our website at <https://warcap.com>

WCG’s investment management services are typically made available as part of a Wrap Fee Program. Under its Wrap Fee Program, the Firm manages client accounts for a single, all-inclusive fee that compensates WCG for investment advisory services and includes custody services and transaction and commission costs. For more information regarding the Firm’s Wrap Fee Program, please see the Firm’s Wrap Fee Program brochure, which is a supplement to the Brochure and is prepared in accordance with Appendix 1 of SEC Form ADV, Part 2A (the “Wrap Fee Program Brochure”). Not all clients participate in the Wrap Fee Program.

We typically have discretionary authority with regard to our investment management services. This means that we are granted authority to make trades in your accounts without obtaining your consent prior to trading. There are no limitations on the types of investments that can be made on your behalf. Our investment management services include the selection of securities for client investment portfolios and the ongoing monitoring and management of client accounts.

WCG’s financial planning and consulting services include recommendations regarding securities and other investments. The financial plans prepared by WCG are individualized for clients and can include one or more of the following activities: investment analysis and planning, insurance analysis, retirement planning, business and personal financial planning, and distribution strategy and analysis.

Conversation Starters: Questions you may want to discuss with 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?

WCG assesses an investment advisory fee on your accounts on a quarterly basis, in advance. The maximum to be assessed to any client’s account will not exceed 2.50% per year. The fee is calculated by taking the market value of the assets held in your accounts as of the previous quarter end and multiplying it by one-quarter of the advisory fee which is reflected in your Investment Advisory Agreement. Please note that if participating in our Wrap Fee Program, your advisory fees are inclusive of the transaction costs and fees charged by your custodian. Fees paid to WCG are separate and distinct from the fees and expenses charged by mutual funds and exchange-traded funds to their shareholders. There is no minimum investment amount required to engage WCG for investment management services.

The annual performance fee for separately managed accounts (“SMAs”) is collected annually. A performance fee is a payment made to an investment adviser for generating positive returns. The performance fee is generally calculated as a percentage of investment profits, both realized and unrealized. For those clients who meet the definition of a “Qualified Client”, the adviser will charge a performance fee in addition to the management fee. Please note that Warren Capital does not require all SMA clients to pay a performance fee. Performance fees are negotiable and based on several factors, including size, complexity, and composition of the services to be provided. While fees are negotiable based upon these factors, Warren Capital’s performance fee will not exceed 20% per annum for SMAs.

Financial planning and consulting services are made available at no additional charge to clients who have engaged WCG to provide ongoing investment management services. You are responsible for costs and fees whether you make or lose money on

your investments. Fees and costs reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying. Fees and costs related to our investment advisory services are more particularly described in our Brochure.

Conversation Starters: Questions you may want to discuss with 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 advice we provide to you. Here are some examples to help you understand what this means:

Services Provided to Us by the Custodian of Your Assets. Certain services are provided to us by the custodian that we use to maintain custody of your account assets. The availability of these services benefits us because we do not have to produce or purchase them. The threshold required to receive these services may give us an incentive to require you to maintain your account with this custodian. We believe, however, that our selection of this custodian is in the best interests of our clients.

Asset Based Fees. The more assets that are in your managed advisory account, the more you will pay in fees. WCG may therefore have an incentive to encourage you to increase the assets in your account. As a registered investment adviser, and as a fiduciary to our clients, WCG has a duty of loyalty and a duty to always act in utmost good faith, place our clients' interests first and foremost, and to make full and fair disclosure of all material facts pertaining to potential or actual conflicts of interest.

Performance Fees. We may have an incentive to invest your assets in riskier investments that will potentially yield higher returns which would lead to a greater performance fee for the firm. This could lead to a higher risk of loss for the client.

How do your financial professionals make money?

Our Financial Advisors are paid a salary as well as a percentage of revenue generated by the total amount of assets under their management. This structure is a conflict of interest in that the compensation is based on the amount of assets overseen by each financial professional.

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

Neither WCG nor its Financial Advisors have legal or disciplinary history requiring us to provide disclosure in this section.

Conversation Starters: Questions you may want to discuss with your financial professional –

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

Additional information

Additional information about us can be obtained by contacting us by telephone at (202) 550-0120. You may also visit Investor.gov/CRS, which provides a free and simple search tool to research WCG and its financial advisers.

Conversation Starters: Questions you may want to discuss with your financial professional –

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