

Item 1 – Introduction

Pinafore Wealth Counsel Inc. is registered with the Securities and Exchange Commission as an investment adviser. We believe it is important for you to understand how advisory and brokerage services and fees differ in order to determine the type of relationship that is right for you. There are free and simple tools available to research firms and financial professionals at [Investor.gov/CRS](https://www.investor.gov/crs), which also provides educational materials about broker-dealers, investment advisers, and investing.

Item 2 – Relationship Services

What investment services and advice can you provide me?

We offer investment advisory services to individual investors. Our principal services include Investment Management Services and Financial Planning & Consulting Services. As part of our investment management service, we provide continuous and regular supervisory and management services with respect to your account(s). If you open an investment account with our firm, as part of our standard service we will monitor your investments on an ongoing basis and will review your account at least annually. We primarily manage investment accounts on a *discretionary* basis where we *will decide* which investments to buy or sell for your account. In our sole discretion, we may accept instructions from you that limit our discretionary authority (for example, limiting the types of securities that can be purchased or sold for your account). In limited circumstances, we offer non-discretionary management services where we will provide advice, but you will ultimately decide which investments to buy and sell for your account. You may decline to implement any advice provided by our firm on a non-discretionary basis. We may advise you on any type of investment that we deem appropriate based on your stated goals and objectives. We may also provide advice on any type of investment held in your portfolio at the inception of our advisory relationship. Our investment strategies and advice are based on each client's specific financial situation. Pinafore Wealth Counsel requires a minimum of \$2 million in managed assets for new advisory client relationships. At the sole discretion of Pinafore Wealth Counsel, account minimums may be waived. For additional information, see Items 4, 7, 13 and 16 of Pinafore Wealth Counsel's [Form ADV Part 2A](#) Brochure.

Key questions to ask:

- *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?*

Item 3 – Fees, Costs, Conflicts, and Standard of Conduct

Our fees vary depending on the services you receive. Fees for investment management services are typically based on a percentage of your assets under our management on the last calendar day of the prior quarter, payable quarterly in advance. For financial planning and consulting services, we charge a negotiated fixed fee or a fee based on our hourly rate.

All fees paid to Pinafore Wealth Counsel Inc. for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds to their shareholders, described in each fund's prospectus. All fees paid to Pinafore Wealth Counsel Inc. for investment advisory services are separate and distinct from transaction fees charged by broker dealers and service charges or account maintenance fees that may be charged by custodians. 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 investments over time. Please make sure you understand what fees and costs you are paying. For additional information, please see Item 5 of Pinafore Wealth Counsel Inc.'s [Form ADV Part 2A](#).

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? 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 are required to act in your best interest. 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:

- All investment advisers face conflicts of interest which are inherent in the business. Our primary source of compensation is through asset-based fees. Therefore, we are incentivized to acquire new clients and to increase assets under management. Nevertheless, we always act in a fiduciary capacity, meaning that our recommendations are made with your best interests as our primary responsibility.
- Our firm's financial professionals may be licensed insurance agents and will receive commission-based compensation in connection with the purchase of insurance products. These insurance-related activities present a conflict of interest because these individuals have a financial incentive to recommend certain insurance products to you. Although there are conflicts associated with commission-based compensation, we believe that these outside capabilities enable us to offer additional services and products that may benefit you. Please refer to our [Form ADV Part 2A](#) Brochure to help you understand what conflicts exist.

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

Please refer to our Form ADV Part 2A for further information on our conflicts of interest and how we address them at the following link: [Form ADV Part 2A](#).

How do your financial professionals make money?

Pinafore Wealth Counsel Inc. employees are compensated primarily through fees paid by advisory and consulting clients. Certain financial professionals receive commission-based compensation from insurance products sold in their separate capacities as licensed insurance agents. Such compensation represents less than 1% of the Firm's total revenue.

Item 4 – Disciplinary History

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

No. Neither Pinafore Wealth Counsel nor our financial professionals have been part of any legal or disciplinary events since inception of the firm. A free and simple search tool to research us and our financial professionals is available at [Investor.gov/CRS](https://investor.gov/CRS).

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

Item 5 – Additional Information

For additional information about our advisory services, please refer to our Form ADV Part 2A brochure available at [Form ADV Part 2A](#) [the full link is: <https://adviserinfo.sec.gov/firm/brochure/170540>] and the individual Form ADV Part 2B brochure supplement(s) provided. If you have any questions, need up-to-date information and/or need a copy of this Client Relationship Summary, please call us at (919) 213-0458.

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