

Part 3 of Form ADV: Relationship Summary

July 9, 2024

INTRODUCTION

Capital Planning, LLC ("CPC", "our", "we" or "us") is registered with the Securities Exchange Commission ("SEC") as a registered investment advisor. Investment advisory services and compensation structures differ from that of a registered broker-dealer, and it is important that you understand the differences. Free and simple tools are available to research firms and financial professionals at [Investor.gov/CRS](https://www.investor.gov/crs). The site also provides educational materials about broker-dealers, investment advisors and investing.

What investment services and advice can you provide me?

We provide investment advisory services to individuals, families and their related entities, trusts and estates, and businesses (our "retail investors"). A retail investor is defined as a natural person, or the legal representative of such natural person, who seeks to receive or receives services primarily for personal, family or household purposes. Our services include discretionary Investment Management, Financial Planning and Consulting or a combination of the two called Wealth Management. When a retail investor engages us to provide discretionary investment management services we monitor, on a continuous basis, the investments in the accounts over which we have discretionary authority as part of our investment management service. Discretionary authority allows us, without prior consultation with you (unless you impose restrictions on our discretionary authority), to buy, sell, trade, and allocate the investments within your account(s) consistent with your investment objectives. Our discretionary authority over your account(s) continues until our engagement is terminated. To the extent requested by the retail investor, financial planning may be included as part of the investment management engagement as outlined in the scope of engagement. Information for financial planning is provided by the retail investor and we do not verify or monitor any such information while providing this service. Our financial planning and consulting services are completed upon the communication of our recommendations to the retail investor. We do not limit the scope of our investment advisory services to a limited group or type of investment; however, we may invest your assets in various CPC investment models. Our minimum portfolio size is \$1 million but may be negotiable. We may aggregate related accounts for the purpose of achieving our minimum. We do not impose a minimum annual fee for investment management services. CPC, in its sole discretion, may charge a lesser investment advisory fee, and/or charge a flat fee based upon certain criteria. We also provide variable annuity sub-account management. Variable annuities are subject to other product level expenses, including surrender charges for early withdrawals.

Additional Information: For more detailed information about our *Advisory Business* and the *Types of Clients* we generally serve, please See ITEMS 4 and 7, respectively in our ADV Part 2A.

Conversation Starters: *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?

We provide our investment advisory services on a fee-only basis. When engaged to provide discretionary investment management services, we charge a fee calculated as a percentage of your assets under our management (our "AUM fee"). Fees range from 0.575% to 1.33%, depending upon the type of service selected, amount of AUM, and whether CPC or third-party manager models are used. We deduct your advisory fee from your custodial account on a quarterly basis, in advance, based upon the market value of the assets under management on the last day of the previous quarter, or in arrears, based on the average daily balance of the AUM for the previous quarter. When we provide variable annuity management, fees are prorated and billed quarterly in arrears based on the average daily balance of the AUM for the previous quarter. Because our AUM fee is calculated as a percentage of your assets under management, the more assets you have in your advisory account, the more you will pay us for our discretionary investment management services. Therefore, we have an incentive to encourage you to increase the assets maintained in the accounts we manage. We may recommend the use of certain third-party managers (Independent Managers) who will charge an additional management fee. We may also charge fees for certain reporting only services. We offer our Financial Planning

A copy of our ADV Part 2A is available at:

https://files.adviserinfo.sec.gov/IAPD/Content/Common/crd_iapd_Brochure.aspx?BRCHR_VRSN_ID=918822

services for a fixed fee ranging from \$1,000 to \$25,000 or on an hourly rate basis, at a rate of up to \$700 per hour. Fees are based on the scope and complexity of the work to be performed.

Other Fees and Costs: Your investment assets will be held with a qualified custodian. Custodians charge brokerage commissions, transactions, and /or other fees for effecting certain types of securities transactions. Our fees are also separate and distinct from the fees and expenses charged by mutual funds and ETFs to their shareholders. In the case of mutual funds, these fees and expenses are described in each fund's prospectus. These fees generally include management fees, other fund expenses, and possibly distribution fees. Managed programs or models (Independent Managers on a third party platform) may designate the execution of large block trades through a broker dealer, other than the client's custodian, in accordance with their Best Execution policy and its "Mega Block" trading process. If these trades are not directed through the custodian's electronic trading process, they may be processed through the custodian's back office and be charged a per-trade transaction fee. These fees/charges are in addition to CPC's investment advisory fee.

Additional Information: 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. For more detailed information about our fees and costs related to our management of your account, please See ITEM 5 in our ADV Part 2A.

Conversation Starters: *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 advisor? How does your firm make money and what conflicts of interest do you have?

When we act as your investment advisor, we have a fiduciary duty 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 that we provide to you. As an example, to help you understand what this means, we may recommend a specific custodian that provides us with support services and/or other products that we believe will help us monitor and service your account more effectively.

Additional Information: For detailed information about our conflicts of interest, please review our ADV Part 2A.

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

How do your financial professionals make money?

Our advisors are compensated on a salary basis, except for David L. Dunn, and do not receive additional compensation based upon the amount of assets they are responsible for managing nor do they receive high compensation when working with complex portfolios. David L. Dunn is compensated based upon the amount of assets he is responsible for managing. Some of our advisors hold insurance licenses but are not registered agents, with the exception of Michael D. Miller who is a licensed insurance agent, and on a request by a client, can purchase life insurance products on a commission basis.

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

No. We encourage you to visit www.investor.gov/CRS to research our firm and our financial professionals.

Conversation Starters: *As a financial professional, do you have any disciplinary history? If so, for what type of conduct?*

Additional Information

Additional information about our firm is available on the SEC's website at www.adviserinfo.sec.gov. You may contact our Chief Compliance Officer, Michael D. Miller, at any time to request a current copy of our ADV Part 2A. Our Chief Compliance Officer can be reached by phone at (425) 643-1800.

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

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https://files.adviserinfo.sec.gov/IAPD/Content/Common/crd_iapd_Brochure.aspx?BRCHR_VRSN_ID=918822

Material Changes

Since our initial filing on March 28, 2023, the following amendments have been made:

- We updated the URL address to reflect our most recent 2024 ADV Part 2A filing.

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