

Marnoa Private Wealth Counsel, LTD.

Client Relationship Summary (Form CRS)

September 16, 2024

Is an Investment Advisory Account Right for You?

There are different ways you can get help with your investments. You should carefully consider which types of accounts and services are right for you.

Item 1. Introduction

Marnoa Private Wealth Counsel, LTD. ("Marnoa", "Firm", "We", "Us", "Our") is an SEC registered investment advisor that provides advisory services for a fee rather than for brokerage commissions. As a retail investor, it is important to understand the differences between services and fees of an investment advisor and a broker-dealer. [Investor.gov/CRS](https://www.investor.gov/crs) offers free and simple tools to research firms and financial professionals. Additionally, it also provides educational materials about broker-dealers, investment advisors, and investing.

Item 2. Relationships and Services

What investment services and advice can you provide me?

We offer the following investment advisory services to you:

Asset Management: We will offer you advice on a regular basis. We will discuss your investment goals, design with you a strategy to achieve your investment goals, and regularly monitor your account. We will manage your account on a discretionary basis (which means that we can buy and sell investments in your account without asking you in advance) and a non-discretionary basis (which means that we will obtain approval from you prior to executing any transactions so you make the ultimate decision regarding the purchase or sale of investments).

We generally do not limit clients to proprietary products or a limited menu of products and types of investments. This service will continue until terminated pursuant to the terms of your executed Advisory Agreement. We have a minimum of \$100,000 to open an account. However, Marnoa retains the discretion to lower or waive said minimum.

Additional Information

For more information about our services, we recommend reading our ADV Part 2A Items 4, 7,

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?"

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

What fees will I pay?

We are paid for our services as follows:

Asset Management: The amount paid to our firm and your financial professional generally does not vary based on the type of investments selected on your behalf. The asset-based fee reduces the value of your account and will be generally deducted from your account. Some investments (such as mutual funds and variable annuities) impose additional fees that will reduce the value of your investment over time. Also, with certain investments such as variable annuities, you may have to pay fees such as "surrender charges" to sell the investment. Fees are billed monthly in arrears. Our fees vary and are negotiable. Generally, the more assets you have in the advisory account, the more you will pay in total fees. We therefore have an incentive to increase the assets in your account in order to increase our fees. You may also pay a transaction fee to a broker-dealer when we buy or sell an investment for you. You will also pay fees to a broker-dealer or bank that will hold your assets (called "custody"). You pay our advisory fee even if there were no transactions within the account.

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 information regarding our fees and costs, review ADV Part 2A Item 5.

You may also pay fees and costs applicable to common categories such as custodian fees, account maintenance fees, fees related to mutual funds and variable annuities, and other transactional fees and product-level fees.

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 adviser? How else does your firm make money and what conflicts of interest do you have?

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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 are some examples to help you understand what this means.

Investment Accounts: Generally, we get paid based on the assets in your account. We may recommend that you add assets or funds into that account. Even though that advice may be in your best interest, that advice is conflicted because the more money in your account, the more we would collect in fees from you.

Conversation Starters

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

Additional Information

For more information about our conflicts of interest, we recommend reading our ADV Part 2A, Items 4 and 10.

How do your financial professionals make money?

Our financial services professionals are compensated based on a percentage of assets they manage.

This is a conflict of interest because our financial professionals have an incentive to encourage you to increase your assets in your accounts, recommend our advisory services to you, and recommend you purchase investments that result in additional compensation to them. For more information about our conflicts of interest, we recommend reading our ADV Part 2A, Items 4 and 10.

Item 4. Disciplinary History

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

No, please visit [Investor.gov/CRS](https://investor.gov/CRS) for a free and simple search tool to research Marnoa and our financial professionals.

Conversation Starters

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

Item 5. Additional Information

To find additional information about Marnoa, such as a full copy of the ADV Part 2, and to request a copy of the *Customer Relationship Summary*, please go to www.marnoa.ca or send us an email at pedro.ribeiro@marnoa.ca. If you would like to request up-to-date information as well as to request a copy of the relationship summary, please contact us via phone at 519-707-0048. You may also find a copy of the most recent ADV Part 2 at <https://adviserinfo.sec.gov/>.

Conversation Starters

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