



COMSTOCK®

PAUL COMSTOCK PARTNERS

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Wealth Advisory Services SEC Form ADV Part 2A – Firm Brochure ITEM 1: COVER PAGE

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This brochure provides information about the qualifications and business practices of Paul Comstock Partners. If you have any questions about the contents of this brochure, please contact us using one of the methods provided above. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (SEC) or by any state securities authority.

Additional information about Paul Comstock Partners is also available on the SEC's website at www.adviserinfo.sec.gov.



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ITEM 2: MATERIAL CHANGES

Our last update to this Firm brochure was filed in March 2023. Paul Comstock Partners (“Comstock”) has the following material changes to report. Material changes relate to Comstock’s policies, practices or conflicts of interests.

- Comstock added language disclosing certain economic benefits that it receives from brokers/custodian it recommends. (Item 14)



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ITEM 1: COVER PAGE	1
ITEM 2: MATERIAL CHANGES	2
ITEM 4: ADVISORY BUSINESS	4
ITEM 5: FEES AND COMPENSATION.....	8
ITEM 6: PERFORMANCE-BASED FEES & SIDE-BY-SIDE MANAGEMENT	10
ITEM 7: TYPES OF CLIENTS	10
ITEM 8: METHODS OF ANALYSIS, INVESTMENT STRATEGIES & RISK OF LOSS..	10
ITEM 9: DISCIPLINARY INFORMATION.....	12
ITEM 10: OTHER FINANCIAL INDUSTRY ACTIVITIES & AFFILIATIONS.....	12
ITEM 11: CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS & PERSONAL TRADING	12
ITEM 12: BROKERAGE PRACTICES	13
ITEM 13: REVIEW OF ACCOUNTS	13
ITEM 14: CLIENT REFERRALS AND OTHER COMPENSATION	14
ITEM 15: CUSTODY	16
ITEM 16: INVESTMENT DISCRETION	16
ITEM 17: VOTING CLIENT SECURITIES	16
ITEM 18: FINANCIAL INFORMATION.....	17



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ITEM 4: ADVISORY BUSINESS

Established in 1983, Paul Comstock Partners (“Comstock”) is a fee only, investment, wealth, and fiduciary advisory firm. The firm is employee owned, with Alison Comstock Moss the principal owner and Paul Comstock, its founder, a minority owner. The firm retains some senior executives through participation in a phantom stock program. Comstock provides high net worth individuals, families, fiduciaries, and charitable organizations with independent, research driven, strategic and tactical advice designed to maximize and affect the economic and non-economic benefits of their financial capital. Comstock’s services are often provided under a structure similar to that of a Chief Investment Officer and his/her support staff (“CIO Service”).

- Comstock incorporates each client’s unique issues and opportunities into all recommendations.
- Comstock utilizes the full range of traditional & alternative asset classes to work towards client cash flow and growth objectives while minimizing risks.
- Comstock’s recommendations target absolute performance rather than minimizing dispersion to indices.
- Comstock strives to establish client expectations that have a high probability of being met.
- Comstock provides a multi-generation focus to its family clients.

OBJECTIVE ADVICE

One of the foundations of the investment, wealth and fiduciary advisory process is Comstock’s diligent attention to guarding objectivity. Comstock is privately owned and is not under the control of any parent organization or shareholders interested in selling investment products. Consulting revenue is Comstock’s only source of revenue. We work on fee-only engagements. Comstock does not originate investments, which mitigates some of the conflicts of interest that are prevalent with many investment advisors. Comstock clients have the comfort of knowing that recommendations are based exclusively on what is believed to be in their best interest.

ADVISORY PROCESS

Individuals, ultra-high net worth families and fiduciaries often face significant challenges associated with making and maintaining investments. Such challenges may include the impact of non-financial assets and organizational circumstances. Comstock’s team of investment professionals is skilled in implementing its strategic decision-making process designed to bring order, discipline, efficiency, clarity of direction and organizational control to the investment process.

Comstock’s process, applied to all areas of client engagement, seeks to obtain results by;

- identifying the client’s most Critical Issues,
- determining the Desired Outcomes for each critical issue,
- recognizing the Barriers in place that may prevent those outcomes,



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- developing the Action Items necessary to eliminate the identified barriers,
- assigning Leadership to be responsible for completion of the action items within an agreed upon time frame.

Comstock provides leadership to the regular monitoring and reporting of results of this process by serving as an outsourced Chief Investment Officer (CIO).

INVESTMENT ADVISORY SERVICES

The essence of Comstock's approach to investment advisory service is creating a sound working relationship with each client as its CIO wherein investment objectives are realistic and well defined. This includes analyzing cash flow requirements, expectations from current and recommended portfolio holdings, risks they will be subjected to, and how to measure results when making future decisions. In the process of advising investment clients, Comstock's duty and loyalty is to its clients, as the firm officially serves in a fiduciary capacity. Comstock's capacity as a statutory fiduciary assures each client that the advice Comstock gives matches the client's own specific needs rather than those of a financial institution offering products.

Included in the role of CIO with a duty and loyalty only to its clients, Comstock has a strong sensitivity to costs. Portfolio expenses are not only those for the engagement of Comstock but include those additional costs within mutual funds, custodian fees, transaction commissions, or money managers engaged on a discretionary basis. Where applicable, Comstock will negotiate fees for third party investment managers, custodians and brokers on behalf of its clients.

Comstock advises clients on an overall asset allocation strategy and selection of individual third-party investment managers. If appropriate, the Firm will also recommend buying or selling individual securities, precious metals and other commodities, limited and general partnership interests, real estate, mineral interests and insurance and annuity contracts.

WEALTH ADVISORY SERVICES

In addition to the need for CIO Services, ultra-high net worth families often face significant challenges associated with wealth that extend beyond their investment portfolio performance. Comstock's team of professionals is skilled in implementing its strategic decision-making process designed to assist family members in bringing order, discipline, efficiency, clarity of direction and responsible control to not only their portfolio assets but also to the organization and transfer planning for their total wealth. Included in this effort are the specific objectives of determining the non-financial goals of the family such as developing a multi-generation succession plan, establishing entity ownership transfer strategies and developing rising generation wealth responsibility training opportunities.

To ensure the success of a planning effort involving such a complex and multi-dimensional circumstance, Comstock's engagement for its Wealth Advisory Services typically includes the organization of an Advisory Council for each family. The Advisory Council consists of legal, tax and other specialists who have earned the clients' confidence.



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Working together, under the direction of the family, the Advisory Council reaches consensus on appropriate recommendations providing clients with strategic thinking in a focused, understandable, and actionable format.

Comstock provides leadership to the regular monitoring and reporting of the results of the efforts of the Advisory Council as well as the investment activity within the various family investment entities.

FIDUCIARY ADVISORY SERVICES

In addition to the CIO Services as described above, Comstock focuses on the development and documentation of a sound investment process that is consistent with meeting the provisions of trusts, foundations, endowments and other entities covered under either the Uniform Prudent Management of Institutional Funds Act (UPMIFA) or the Uniform Prudent Investor Act (UPIA). Comstock considers entity specific requirements and applies its processes with the highest level of best practice and ethical standards for the unique circumstances faced by each fiduciary.

INVESTMENT, WEALTH, and FIDUCIARY ADVISORY PROCESS

Acting as an independent CIO with the necessary support staff and systems for analysis, Comstock approaches each engagement by applying the following process:

The initial work will be the development of a Present Position Analysis (“PPA”). Comstock will organize the client's financial and non-financial data in a manner that provides easy review by the client. Under a Wealth Advisory engagement members of the Advisory Council may also assist in this effort.

The analysis includes scenario planning to determine what the client might expect from current assets and the review of governing documentation such as wills, trusts or restricted funds on an ongoing basis. The PPA explores the impact of the client's current income and asset distribution objectives. For Wealth Advisory clients, it will ascertain and summarize attitudes about money held by the client and beneficiaries and will consider the multi-generational issues that need to be addressed. For Fiduciary Advisory clients, a full analysis of compliance with the terms of the trust and the statutory provisions under which the management of the trust or the nonprofit organization will be provided.

Recommendations are developed and presented based on the desired outcomes expressed by the client. For Wealth Advisory clients, the recommendations will typically be the culmination of a group effort involving all members of the Advisory Council. The recommendations will outline and lead the client through the decisions that need to be made before commencing the third phase of implementation.

Implementation of accepted recommendations then commences. The orderly establishment or restructuring of existing accounts, ownership entities and governing documents necessary to implement the desired management of the client's financial



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assets are provided. New financial organization entities are created and funded when necessary to meet the client's stated objectives.

Comstock assists the client with completing and submitting documentation for all approved recommendations. Such implementation is conducted with brokers or agents selected by the client. Comstock recommends brokers and/or custodians when requested by the client as well as assisting in engagement negotiations. It is the objective of Comstock to implement recommendations for the lowest prudent fees and commissions. Neither Comstock nor any of its employees serve as a commissioned intermediary on such transactions. Comstock also monitors execution costs of client trades made by outside investment advisors.

Comstock continues to monitor the implementation and performance of the client's assets, all service providers and, for Wealth Advisory clients, serves as coordinator of the Advisory Council. Quarterly reports are provided to each client. In circumstances agreed upon between the client and Comstock, report meetings are held. For Wealth Advisory clients, meetings to discuss strategic issues generally include members of the Advisory Council. For Fiduciaries, such reports include compliance with adopted investment policies. In addition, Fiduciary and Wealth Advisory engagements may include report meetings with beneficiaries.

ADDITIONAL PUBLIC AND PRIVATE NONPROFIT ORGANIZATION SERVICES

Comstock also advises individual donors of public nonprofit organizations on specific gift recommendations and provides assistance to the donor's advisors. In addition, Comstock also assists public nonprofits who serve as trustees of charitable trusts or offer gift annuities in managing the investment responsibilities for each of those entities.

Comstock also provides strategic planning services for private foundations. These services include assisting in the strategies that concern its design, its funding, and the investment of its assets. These services also involve annual assistance with the administration of the foundation concerning record keeping, investment monitoring, and general advice.

TAX AND LEGAL ADVICE NOT PROVIDED

It is important to note that under any of the Comstock advisory engagements, neither Comstock, nor any of its employees, serves in the capacity of providing legal or tax advice. To provide such input, Comstock seeks the collaboration of the client's legal and tax advisor prior to implementing any portfolio recommendations.

CURRENT ASSETS UNDER ADVISEMENT

As of 12/31/23 Comstock's assets under advisement in non-discretionary accounts were \$3,133,941,480. Comstock also advised on \$3,346,343 in one discretionary account.



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ITEM 5: FEES AND COMPENSATION

INVESTMENT ADVISORY SERVICES

Fees charged for ongoing investment advisory services vary from client to client and are agreed upon prior to engagement. Some investment advisory client fees are charged an annual flat fee when combined with additional planning services. Other clients are charged a fee as a percentage of assets. Annual fees range from 0.70% to 0.20% per year based on the value of the managed portfolio and scope of services Comstock provides. The minimum annual fee for a client relationship is \$25,000. Exceptions to the fee minimum are made at the sole discretion of Comstock. Fees applying to new clients could be greater than to existing clients having the same portfolio complexity and value. The fixed annual flat fee is typically greater on a percentage of assets basis than its standard portfolio management fee rate, due to the additional services provided.

Typically, Comstock charges a fee for the initial review of portfolio allocation, financial and estate planning, succession issues and other factors that often impact a client's financial goals. This review is called a Present Position Analysis (PPA) and fees will typically range between \$25,000 and \$150,000 and will be agreed upon prior to engagement. This analysis is available either as a standalone engagement or as part of an ongoing engagement.

Comstock also advises individual donors of public nonprofit organizations on specific gift recommendations and provides assistance to the donor's advisors. Such services are provided on a pre-agreed upon fee prior to services being rendered. When appropriate, fees are charged based on a project fee or monthly retainer and are determined based on the specific needs of the client.

GENERAL PROVISIONS

The fee quoted under any of the above advisory services is based on the complexity of the circumstances presented by the client. All fees are agreed to in advance and are only subject to change if agreed upon by the client in writing.

Comstock does not price any securities and relies instead on recognized and independent pricing services and/or qualified custodians for timely valuation information for advisory client securities and portfolios. For securities in which valuation information is not readily available from independent sources, e.g., hedge funds, private placements, illiquid securities, etc., Comstock relies on the issuer to provide valuation information to both the clients and the custodians that hold such securities.

Comstock's fees and the method of payment of the fees are clearly described in each client's investment consulting agreement.

Ongoing client fees are invoiced on a monthly or quarterly basis according to the client's preference. Fees are billed in advance, and when charged on a percent of assets under management, Comstock uses the valuation provided by each account's custodian. All



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invoices are due and payable within 30 days of receipt. In some cases, Comstock may allow fee arrangements in which fees are paid in arrears. The specific terms of all fee arrangements will be dictated by the terms outlined in the client's investment consulting agreement.

If fees are to be deducted from a client's custodial account, the client must give permission in writing before a deduction occurs. Ordinarily the client grants this authority in the custody agreement and application provided by the delegated custodian. When such is the case, Comstock sends an invoice to the client, detailing the value of the account at the time the fee calculation was made, the exact basis on which the fees were calculated (i.e., the percentage applied to the assets under advisement), and the dollar amount of fees to be deducted. Otherwise, clients pay by check or wire.

Fees under any of the advisory engagements may be canceled within the first 5 business days after the initial engagement without penalty. If a client terminates the engagement after 5 business days, but within 30 days, and prior to the work being completed, a 50% refund of the initial fee paid will be made. If work has been in progress for more than 30 days but less than a year, a refund of 25% of the prepaid fee will be made. Notice of termination must be in writing and will be effective upon receipt by Comstock.

Fees charged by funds, custodians, banks and or managers are in addition to any fees paid to Comstock.

Fees for all advisory services are likely to vary from client to client with similar sized portfolios and are determined upon the specific circumstances of each engagement. Therefore, some clients will be paying more than others.

FEES FOR STAND ALONE PROJECTS

Many of Comstock's engagements are project specific, including the Present Position Analysis, and are charged on a one-time basis. When such is the case, ½ of the agreed upon fee is due upon engagement. The balance is due upon the client's agreement that the work has been completed, which is usually within 6 months

Comstock serves as an expert witness in investment dispute circumstances under a pre-agreed upon project fee.

Comstock also provides additional planning services on a stand-alone project basis, as needed. Fees for such services are mutually agreed upon prior to engagement. In some instances, the above fees are adjusted, either higher or lower, based on individual circumstances. When such is the case, the client and Comstock will mutually agree to such a change prior to the services being rendered

Comstock may, upon request of the client, review limited partnership offerings or other direct business opportunities to determine suitability for the client. These offerings may include various investment options, such as direct investing in an operating business,



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hedge funds or private debt. Comstock will generally act in such a capacity upon the specific request of the client and such review will not be to determine the legal or tax validity of the offering. If such reviews are requested by existing clients there may or may not be an additional fee for doing so. Such reviews, if applicable, are conducted at a pre-agreed upon project fee.

ITEM 6: PERFORMANCE-BASED FEES & SIDE-BY-SIDE MANAGEMENT

Comstock does not participate in performance-based fees by sharing in gains or profits from investments recommended to its clients.

ITEM 7: TYPES OF CLIENTS

Individuals & Foundations with investment assets of \$10 million or greater, desiring investment advisory service.

Ultra-High Net Worth Families with investment assets of \$20 million or greater faced with complex wealth management, transfer and administrative issues including multifaceted organizations, partnerships, and private companies involving family and internal professional staff.

Public or Private Tax-Exempt Organizations with investment assets of \$20 million or greater.

ITEM 8: METHODS OF ANALYSIS, INVESTMENT STRATEGIES & RISK OF LOSS

Comstock employs a single long-term investment strategy based upon owning a diversified portfolio of high quality assets. The strategy makes a few fundamental assumptions, namely that an open economic system will remain in place, property rights will be protected and owning a diversified portfolio of equity securities, real estate and other assets will enable one to directly participate in their respective underlying cash flows over a long period of time. An environment where these assumptions do not hold will likely mean that no asset is safe. Comstock assumes that government policies may not always be ideal for economic growth, that there will be major geopolitical disruptions and that economic cycles may impair underlying cash flows and valuations for significant periods of time. Because of these uncertainties, a sufficient reserve of liquid, safe assets (several years of cash flow requirements in high quality, liquid fixed income instruments) is necessary to optimize the chances of financial survival. A diversified portfolio that matches liquidity needs remains the only serious investment strategy, even though valuation declines will be incurred periodically due to market fluctuations.



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Within diversified portfolios, Comstock recommends investment managers who purchase a range of securities with differing risk characteristics. Comstock's role is to analyze both the quality of the management and understand the risk characteristics of the underlying investments.

A diversified portfolio of stocks provides exposure to the overall productive activity of the economy and a long term, if imperfect, hedge against inflation. The primary risks are that the earnings of the underlying companies underperform current expectations. Over longer term periods, stocks can be expected to pass through moderate levels of inflation. Some companies can do this more easily than others but in aggregate this concept generally holds true. A volatile monetary environment with periods of very high inflation or severe deflation would translate into market disruptions and poor earnings performance, but this macroeconomic risk is typically assumed to be part of the overall risk which investors are compensated for when investing in equities.

As a complement to a diversified stock portfolio, when appropriate, Comstock will recommend alternative strategies. These would include mutual funds employing relative value arbitrage or trend-following strategies, hedge funds, and private equity and real estate funds. Comstock's research group identifies attractive opportunities and places them on a list of approved client investments. Comstock's due diligence on alternatives follows best practices utilized by institutional investors. Investment in alternatives remains at client discretion and many clients choose to remain only in traditional stock and bond portfolios.

With a diversified bond portfolio of high credit quality, future levels of inflation pose the primary risk factor. Provided the time period is sufficiently in excess of maturities, bonds will pass through inflation as well. Bonds in a portfolio will mature and be replaced with higher yielding issues that reflect increased current or expected inflation levels. While the short term impact of higher than expected inflation will be losses, given a typical average duration for investors of 3-6 years, the reinvestment at higher bond yields is expected to benefit the portfolio within a relatively short time period.

Cybersecurity Risk: Comstock and its service providers may be subject to operational and information security risks resulting from cyberattacks. Cybersecurity attacks affecting Comstock and its service providers may adversely impact Clients. Cybersecurity risks are also present for issuers of securities in which Clients accounts may invest in, qualified custodians, governmental and other regulatory authorities, exchange and other financial market operators, or other financial institutions. Although Comstock has established its systems to reduce the risk of these incidents occurring, there is no guarantee that these efforts will always be successful, especially considering that Comstock does not directly control the cybersecurity measures and policies employed by third-party service providers or those of its clients.



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ITEM 9: DISCIPLINARY INFORMATION

Neither Comstock nor its employees have had any legal or disciplinary events to report. This includes criminal or civil actions in a domestic, foreign or military court of competent jurisdiction, an administrative proceeding before the Securities and Exchange Commission or any other federal regulatory agency, any state regulatory agency or any foreign financial regulatory authority or a self-regulatory organization.

ITEM 10: OTHER FINANCIAL INDUSTRY ACTIVITIES & AFFILIATIONS

All individuals who provide investment advice for the firm are registered as investment adviser representatives prior to providing any advice to clients. Employees of Comstock do not hold active licenses to sell product.

Comstock will not serve as broker or agent to effect securities transactions for compensation for any client. This means that neither Comstock nor any of its employees will serve as a commissioned intermediary on such transactions. Comstock has no affiliated brokerage relationships.

Comstock has legacy Trust Protector relationships that were previously individually served by Mr. Paul Comstock. The flat fee for this service is dependent on the level of engagement required to fulfill the role.

ITEM 11: CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS & PERSONAL TRADING

Comstock has adopted a Code of Ethics which is adhered to by all its employees. The code is designed to: protect clients by deterring misconduct; educate employees regarding Comstock's expectations and the laws governing their conduct; remind employees that they are in a position of trust and must act with complete propriety at all times (Fiduciary Responsibility); protect the reputation of Comstock; and guard against violation of the securities laws. A copy of Comstock's Code of Ethics will be provided upon request.

As principal, Comstock will not buy securities for itself from, or sell securities it owns to, any client. In addition, Comstock will not affect any agency cross transaction for a client, meaning that it will not, acting as broker for a person other than such client, knowingly affect any sale or purchase of any security for the account of the client. Any exceptions to such guidelines shall be undertaken only in compliance with Section 206(3) of the Investment Advisors Act of 1940 and any rules promulgated there under, and with due regard to any disclosures required.



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Comstock has adopted restrictions and reporting requirements on personal securities transactions designed to minimize the potential for conflicts of interest to arise with clients and to comply with Federal securities laws. The policies reflect the specialized nature of the advisory services provided by the firm and are reviewed annually. They are revised as required by regulatory changes and industry best practices.

Comstock has established a proprietary corporate pricing account at Schwab for purposes of accessing the pricing of positions held at other custodians for which the valuation are not delivered to Comstock. These positions are not securities recommended by Comstock, but require valuation as part of regular reporting to clients. Comstock does not aggregate these trades with those of its clients in any order. There are no investment considerations involved in the positions or amount invested. This account is specifically an operational account for the purposes of being provided the security valuation in the pricing data from Schwab. This account is subject to the same restrictions and reporting requirements as personal securities transactions designed to minimize the potential for conflicts of interest to arise with clients and to comply with related securities laws.

ITEM 12: BROKERAGE PRACTICES

Comstock does not serve as broker or agent to effect securities transactions for compensation for any client. This means that neither Comstock nor any of its employees will serve as a commissioned intermediary on such transactions. Comstock does not utilize soft dollar benefits from any broker.

Comstock recommends brokers/custodians based on their ability to obtain best execution, responsiveness to the investment objectives outlined to them and the competitiveness of their charges.

Clients may also select a broker with whom they have an existing relationship. Comstock does not require clients to use a specific broker/custodian. Clients realize they may not necessarily obtain commission rates and execution as favorable as those that would be obtained if transactions were placed with other broker dealers. Clients may also forego benefits that a selected Manager may be able to obtain for its other clients through, for example, negotiating volume discounts or block trades. Where possible, Comstock monitors execution costs of client trades made by sub-advisers. When Comstock places trades for clients, trades are placed on an account by account basis in response to client direction, so the firm has no opportunity to place "block trades".

ITEM 13: REVIEW OF ACCOUNTS

Comstock monitors investment managers, at minimum, on a quarterly basis against both their internal guidelines and the client's stated objectives. The research process documents the manager's investment process and characteristics, and Comstock



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monitors ongoing manager activity against these criteria. Performance is monitored not only against benchmarks and broad peer categories, but also against other individual managers with a similar investment style. Comstock analyzes portfolio holdings and trading activity. The goal is to identify potential problems before they appear in performance. For example, a growth manager who maintains strict criteria to purchase only high quality stocks may lag benchmarks during a period when lower quality, more speculative issues are outperforming. By referencing other managers with similar disciplines and analyzing portfolio holdings, the error of terminating what may otherwise be a sound process is avoided. Any changes to firm structure, departures of key personnel or other changes to the management firm are dealt with quickly when a risk to client portfolio performance is perceived.

Unlike many investment advisors, Comstock does not subscribe to the “not invented here” philosophy in reviewing existing delegated management and custodial relationships. Comstock seeks to honor the client’s existing relationships with investment managers and custodians alike and will not recommend relationship changes simply because the manager is not among those with whom Comstock currently works. Consequently, Comstock’s review process includes all relationships in place with a client, not just those within Comstock’s recommended list of service providers.

For fiduciaries operating under an established investment policy, Comstock provides within each quarterly report a review of compliance with that policy.

Clients who want to pursue investment activities inconsistent with the Comstock approach will have a written understanding of what Comstock is and is not responsible for on an ongoing monitoring and recommendation basis.

Comstock calculates performance net of all management, custody and consulting fees using Advent Portfolio Exchange, an industry software platform for portfolio accounting. Comstock has access to a multitude of indices for passive risk/return comparisons representing any investment strategy that clients may choose to participate in. Members of the Comstock Team who review accounts are our relationship managers, analysts and operations personnel.

ITEM 14: CLIENT REFERRALS AND OTHER COMPENSATION

Comstock has established Solicitation Agreements and will pay the solicitor a referral fee in accordance with the requirements of Rule 206(4)-1 of the Advisers Act and the rules set forth by the respective state jurisdictions. When a prospect is referred to us by a compensated third party, it will be disclosed at the time of the referral. We also provide additional information describing the nature of our arrangement with the third party. A third party, if they are paid more than \$1,000 over a 12-month period, must be engaged by written Agreement to be compensated for referring prospects to us. The third parties are



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generally paid a percentage of our collected advisory fee as specified in their Agreements. A referred client pays no additional fee for the referral; to the contrary, the fee we earn is reduced by the amount paid to the third party. Clients may request details regarding a particular third party's referral Agreement by contacting us at the contact information provided on the first page of this document.

Comstock shall provide the client with a copy of this Form ADV Part 2A and a copy of the disclosure statement containing the information set forth in Rule 206(4)-1 of the Advisers Act at the time the prospect becomes a client.

Comstock recommends various brokers/custodians, including Charles Schwab & Co., Inc. Advisor Services ("Schwab"). Schwab provides Comstock with access to Schwab's institutional trading and custody services, which are typically not available to Schwab retail investors. These services generally are available to independent investment advisers on an unsolicited basis, at no charge to them so long as a total of at least \$10 million of the adviser's clients' assets are maintained in accounts at Schwab. Schwab includes brokerage services that are related to the execution of securities transactions, custody, research, including that in the form of advice, analyses and reports, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment. For Schwab client accounts maintained in its custody, Schwab generally does not charge separately for custody services but is compensated by account holders through commissions or other transaction-related or asset-based fees for securities trades that are executed through Schwab or that settle into Schwab accounts.

Brokers/custodians that we recommend may make available to Comstock products and services that benefit Comstock but may not benefit its clients' accounts. These benefits may include national, regional or Comstock specific educational events organized and/or sponsored by the broker/custodian. Other of these products and services assist Comstock in managing and administering clients' accounts. These include software and other technology (and related technological training) that provide access to client account data (such as trade confirmations and account statements), facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts, if applicable), provide research, pricing information and other market data, facilitate payment of Comstock's fees from its clients' accounts (if applicable), and assist with back-office training and support functions, recordkeeping and client reporting. Many of these services generally may be used to service all or some substantial number of Comstock's accounts. Brokers/custodians may also make available to Comstock other services intended to help Comstock manage and further develop its business enterprise. These services may include professional compliance, legal and business consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance, employee benefits providers, and human capital consultants, insurance and marketing. In addition, brokers/custodians may make available, arrange and/or pay vendors for these types of services rendered to Comstock by independent third parties. Brokers/custodians may discount or waive fees it would otherwise charge for



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some of these services or pay all or a part of the fees of a third-party providing these services to Comstock. Comstock is independently owned and operated and not affiliated with any broker/custodian.

Comstock offers certain key executives of the firm participation in a phantom stock program. The program is a form of compensation offered to upper management that confers the benefits of owning company stock without the actual ownership or transfer of any shares. It represents an amount that the firm promises to pay to its employees in the near future, which is in part, based on the profitability of the firm. Stephen C. Browne, CIO and CCO, participates in the phantom stock program as part of his compensation which may create a conflict of interest for Mr. Browne because it incents him to act in the interest of firm profitability.

ITEM 15: CUSTODY

Custody is defined as having access to a portion of, or all of, a client's assets under the firm's management. Comstock does not maintain physical custody of any client assets. It is Comstock's policy that neither the firm nor its related persons will serve as a discretionary trustee of any client's funds or securities.

Comstock is requested by clients to deduct management fees from clients' accounts. This is a form of custody. When Comstock has this authority, Comstock complies with the SEC Ruling regarding deduction of fees from clients' accounts which requires the client to authorize the fee deduction in writing on the Custodian's application and the Custodian sends quarterly statements to clients which show the deduction of the management fee.

ITEM 16: INVESTMENT DISCRETION

Comstock assists most clients without obtaining investment discretion, which would allow Comstock to place trades in client accounts without prior notice to the client. Comstock will accept discretionary relationships if desired by the client.

ITEM 17: VOTING CLIENT SECURITIES

Comstock will not have authority or discretion to vote proxies pertaining to any client securities. Clients receive proxies directly from their custodian or transfer agent. On occasion when asked, Comstock provides clients with advice about voting proxies, and discloses any conflict Comstock might have before advising a client as to the firm's recommended vote.

On occasion, when asked, Comstock will undertake or assume the responsibility to receive and/or complete litigation claim forms. For a fee, Comstock may provide clients with assistance in completing a claim form, but Comstock will not be held responsible for meeting any deadline date.



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ITEM 18: FINANCIAL INFORMATION

In accordance with SEC guidelines, Comstock does not require or solicit prepayment of more than \$1,200 in fees per client six months or more in advance. Comstock has not been the subject of a bankruptcy petition. Consequently, Comstock is not required to include a balance sheet here.