

WEST BRANCH CAPITAL LLC

Form ADV Part 2A – Disclosure Brochure

Effective: July 3, 2013

This Disclosure Brochure provides information about the qualifications and business practices of West Branch Capital LLC (“West Branch Capital”). If you have any questions about the contents of this Disclosure Brochure, please contact us at (413) 256-1225 or by [email at terry@singerpotito.com](mailto:terry@singerpotito.com).

West Branch Capital is a Registered Investment Advisor with the U.S. Securities and Exchange Commission (SEC). The information in this Disclosure Brochure has not been approved or verified by the U.S. Securities and Exchange Commission (“SEC”) or by any state securities authority. Registration of an investment advisor does not imply any specific level of skill or training. This Disclosure Brochure provides information about West Branch Capital to assist you in determining whether to retain the Advisor.

Additional information about West Branch Capital and its advisory persons are available on the SEC’s website at www.adviserinfo.sec.gov.

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www.westbranchcapital.com

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Item 2 - Material Changes

This Form ADV Part 2A & 2B provides information about West Branch Capital LLC and Singer Potito Associates, a division of West Branch Capital LLC. Throughout this document, this relationship will be referred to as “West Branch Capital” or “the Advisor”.

Form ADV 2 is divided into two parts: *Part 2A and Part 2B*. *Part 2A* (the “Disclosure Brochure”) provides information about a variety of topics relating to an Advisor’s business practices and conflicts of interest. *Part 2B* (the “Brochure Supplement”) provides information about advisory personnel of West Branch Capital.

West Branch Capital believes that communication and transparency are the foundation of our relationship and continually strive to provide our Clients with the complete and accurate information at all times. We encourage all current and prospective Clients to read this Disclosure Brochure and discuss any questions you may have with us. And of course, we always welcome your feedback.

Material Changes

There are no material changes to this Disclosure Brochure since the last distribution to Clients.

Future Changes

From time to time, we may amend this Disclosure Brochure to reflect changes in our business practices, changes in regulations and routine annual updates as required by the securities regulators. This complete Disclosure Brochure or a Summary of Material Changes shall be provided to each Client annually and if a material change occurs in the business practices of West Branch Capital.

At any time, you may view the current Disclosure Brochure on-line at the SEC’s Investment Adviser Public Disclosure website at <http://adviserinfo.sec.gov>.

To review the firm information for West Branch Capital:

- Click **Investment Advisor Search** in the left navigation menu.
- Select the option for **Investment Advisor Firm** and enter **133813** (our firm’s CRD number) in the field labeled “Firm IARD/CRD Number”.
- This will provide access to Form ADV Part 1 and Part 2.
- Item 11 of the ADV Part 1 lists legal and disciplinary questions regarding the Advisor.
- In the left navigation menu, Form ADV Part 2 is located near the bottom.

You may also request a copy of this Disclosure Brochure at any time, by contacting us at (413) 256-1225 or by email at terry@singerpotito.com.

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Item 4 - Advisory Services

A. Firm Information

West Branch Capital LLC ("West Branch Capital" or the "Advisor") is a Registered Investment Advisor with the Securities and Exchange Commission (SEC), which is organized as a Limited Liability Company ("LLC") under the laws of Massachusetts. West Branch Capital was founded by Ayaz Mahmud in 2004. This Disclosure Brochure provides information regarding the qualifications, business practices, and the advisory services provided by West Branch Capital.

B. Advisory Services Offered

West Branch Capital offers investment advisory services to individuals, high net worth individuals, trusts, estates, corporations and other businesses in the United States (each referred to as a "Client").

Portfolio Management

West Branch Capital provides investment advisory solutions through continuous personal Client contact and interaction while providing discretionary investment management services. West Branch Capital works with each Client to identify their investment goals and objectives as well as risk tolerance and financial situation in order to create a portfolio allocation. West Branch Capital may construct a portfolio consisting of individual equity and fixed income securities, mutual funds, United States government securities, options and other investments to achieve the Client's investment goals.

West Branch Capital's investment strategy is primarily long-term focused, but the Advisor may buy, sell or re-allocate positions frequently. Some positions may be held for less than 30 days.

The Advisor will construct, implement and monitor the portfolio to assist the clients in meeting their goals, objectives, circumstances, and risk tolerance agreed to by the Client. The Advisor may recommend specific positions to increase sector or asset class weightings both US and non-US securities or exposure to hard assets such as commodities. The Advisor may recommend employing cash positions as a possible hedge against adverse market movements. Further, West Branch Capital may use leverage and other hedging strategies, if appropriate for certain Clients.

Prior to rendering investment advisory services, the Advisor will ascertain, in conjunction with the Client, the Client's financial situation, risk tolerance, and investment objective[s].

West Branch Capital will provide investment advisory services and portfolio management services but will not provide securities custodial services. At no time will West Branch Capital accept or maintain custody of a Client's funds or securities. All Client assets will be managed within their designated brokerage account or pension account, pursuant to the Client Investment Advisory Agreement.

Financial Planning

West Branch Capital will provide financial planning services to individuals and families, generally pursuant to a written Financial Planning Agreement. Services are offered in several areas of a Client's financial situation, depending on their goals, objectives and financial situation. Generally, such financial planning services will involve preparing a financial plan or rendering a financial consultation for Clients based on the Client's financial goals and objectives. This planning or consulting may encompass one or more areas of need, including, but not limited to investment planning, retirement planning, personal savings, education savings and other areas of a Client's financial situation.

A financial plan developed for or financial consultation rendered to the Client will usually include general recommendations for a course of activity or specific actions to be taken by the Client. For example, recommendations may be made that the Client start or revise their investment programs, commence or alter

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retirement savings, establish education savings and/or charitable giving programs. The Advisor may also refer Clients to an accountant, attorney or other specialist, as appropriate for their unique situation. For certain financial planning engagements, the Advisor will provide a written summary of Client's financial situation, observations, and recommendations. For consulting or ad-hoc engagements, the Advisor may not provide a written summary. Plans or consultations are typically completed within six months of contract date, assuming all information and documents requested are provided promptly.

Financial planning and consulting recommendations may pose a potential conflict between the interests of the Advisor and the interests of the Client. Clients are not obligated to implement any recommendations made by the Advisor or maintain an ongoing relationship with the Advisor. If the Client elects to act on any of the recommendations made by the Advisor, the Client is under no obligation to effect the transaction through the Advisor.

C. Client Account Management

Prior to engaging West Branch Capital to provide investment advisory services, each Client is required to enter into an Investment Advisory Agreement with the Advisor that defines the terms, conditions, authority and responsibilities of the Advisor and the Client. These services may include:

- Establishing an Investment Objective – West Branch Capital, in conjunction with the Client, will assist the Client in determining their investment goals and objectives along with the broad strategy[ies] to be employed to meet those objectives.
- Asset Allocation – West Branch Capital may develop a strategic or dynamic asset allocation that is targeted to meet the investment objectives, time horizon, financial situation and tolerance for risk for each Client.
- Portfolio Construction – West Branch Capital will develop a portfolio for the Client that is intended to meet the stated goals and objectives of the Client. West Branch Capital primarily invests in individual securities, whereas Singer Potito Associates invests primarily in no-load mutual funds and ETFs.
- Investment Management and Supervision – West Branch Capital will provide investment management and ongoing oversight of the Client's portfolio and overall account.

D. Wrap Fee Programs

West Branch Capital does not manage or place Client assets into a wrap fee program. Investment management services are provided directly by West Branch Capital.

E. Assets Under Management

As of June 30, 2013, the most recent date for which such calculations are provided pursuant to securities regulations, West Branch Capital manages the following assets as of:

| Assets Under Management | Assets |
|--------------------------|----------------------|
| Discretionary Assets | \$214,859,876 |
| Non-Discretionary Assets | \$3,107,007 |
| Total | \$217,966,883 |

Clients may request more current information at any time by contacting the Advisor.

Item 5 - Fees and Compensation

The following paragraphs detail the fee structure and compensation methodology for investment management. Each Client shall sign an Investment Advisory Agreement that details the responsibilities of West Branch Capital and the Client.

A. Fees for Advisory Services

Portfolio Management

For services provided by West Branch Capital, Investment Advisory Fees are paid quarterly in advance pursuant to the terms of the Investment Advisory Agreement. For services provided by Singer Potito Associates, a division of West Branch Capital, Advisory Fees are paid quarterly in arrears pursuant to the terms of the Investment Advisory Agreement. Investment Advisory Fees are based on the market value of assets under management at the end of each calendar quarter. Investment Advisory Fees schedules are as follows:

Singer Potito Associates Fee Schedule

| | |
|-------|---------------------------------|
| 1.00% | First \$500,000 |
| 0.90% | Next \$500,000 to \$1,000,000 |
| 0.65% | Next \$1,000,000 to \$2,000,000 |
| 0.50% | Next \$2,000,000 to \$3,000,000 |
| 0.25% | All amounts over \$3,000,000 |

West Branch Capital Fee Schedule

| | |
|-------|---------------------------------|
| 1.50% | First \$500,000 |
| 1.25% | Next \$500,000 to \$1,000,000 |
| 1.00% | Next \$1,000,000 to \$3,000,000 |
| 0.75% | Next \$3,000,000 to \$5,000,000 |
| 0.65% | All amounts over \$5,000,000 |

Both fee schedules above apply to existing clients prior to the merger and will not change for those clients. New clients and the Advisor are free to negotiate different fees based on the investment strategy chosen. If the primary focus of the investment strategy is on mutual funds and ETFs, that client will fall under the Singer Potito Associates Fee Schedule. If the primary focus of the investment strategy is on individual equities and bonds, that client will fall under the West Branch Capital Fee Schedule.

Fees from existing clients under West Branch Capital are paid in advance and are based on the value of the account on the last business day of the preceding quarter. Fees from existing clients under Singer Potito Associates are paid in arrears and are based on the value of the account on the last business day of the quarter. Fees from new clients will be charged in arrears.

Investment Advisory Fees in the first quarter of service are prorated to the inception date of the account to the end of the first quarter. Fees are also prorated when deposits and withdrawals are made. The Client's fees will take into consideration the aggregate assets under management with the Advisor.

Financial Planning Services

West Branch Capital, through its division of Singer Potito Associates, provides financial planning services, the fees for which may range between \$1,500 - \$5,000, depending on the complexity of the Client's financial situation. For certain Client's the fees may be higher.

The Advisor's fee is exclusive of, and in addition to brokerage commissions, transaction fees, and other related costs and expenses, which may be incurred by the Client. However, the Advisor shall not receive any portion of these commissions, fees, and costs. The hourly fees are determined after considering many factors, such as the level and scope of the services.

B. Fee Billing

Portfolio Management

Investment Advisory Fees can be paid by check or automatically deducted from the Client Account by the Custodian. The Advisor shall send an invoice to the Custodian indicating the amount of the fees to be deducted from the Client Account for the respective quarter end date. The amount due is calculated by applying the

quarterly rate (annual rate divided by 4) to the total assets under management with West Branch Capital at the end of the prior quarter. Clients will be provided with a monthly statement from the Custodian reflecting amount of deduction of the Investment Advisory Fee. In addition, the Advisor will provide the Client a report itemizing the fee, including the calculation period covered by the fee, the account value and the methodology used to calculate the fee. It is the responsibility of the Client to verify the accuracy of these fees as listed on the Custodian's brokerage statement as the Custodian does not assume this responsibility. Clients will provide written authorization permitting West Branch Capital to be paid directly from their accounts held by the Custodian as part of the Investment Advisory Agreement.

Financial Planning

As noted above, financial planning fees are invoiced by the Advisor and are due upon receipt.

C. Other Fees and Expenses

Clients may incur certain commissions or charges imposed by third parties, other than West Branch Capital, in connection with investments made on behalf of the Client's account(s). The Client is responsible for all custodial and security commissions and charges, if any, charged by the custodian or executing broker/dealer. The Investment Advisory Fee charged by West Branch Capital is separate and distinct from these Custodian and execution fees.

In addition, all fees paid to West Branch Capital for investment advisory services are separate and distinct from the expenses charged by mutual funds and exchange-traded funds to their shareholders, if applicable. These fees and expenses are described in each fund's prospectus. These fees and expenses will generally be used to pay management fees for the funds, other fund expenses, account administration (e.g., custody, brokerage and account reporting), and a possible distribution fee. A Client could invest in these products directly, without the services of West Branch Capital, but would not receive the services provided by West Branch Capital which are designed, among other things, to assist the Client in determining which products or services are most appropriate to each Client's financial condition and objectives. Accordingly, the Client should review both the fees charged by the fund[s] and the fees charged by West Branch Capital to fully understand the total fees to be paid.

D. Termination

Portfolio Management

Clients may request to terminate their Investment Advisory Agreement with West Branch Capital, by providing advance written notice. The Client shall be responsible for Investment Advisory Fees up to and including the effective date of termination. Upon termination, the Advisor will refund any unearned, prepaid Investment Advisory Fees from the effective date of termination to the end of the quarter or if the Client is paying Advisory Fees in arrears, the Client shall be responsible for fees not yet paid to the date of termination. The Client's Investment Advisory Agreement with the Advisor is not assignable without Client's written approval.

Financial Planning

In the event that a Client should wish to cancel the financial planning agreement under which any plan is being created, the Client shall be billed for actual hours logged on the planning project times the agreed upon hourly rate. In the event that the Client terminates the financial planning agreement, the balance of unearned fees, if any, will be refunded to the Client.

Either party may terminate a planning agreement at any time by providing written notice to the other party within five (5) days of signing the Advisor's financial planning or consulting agreement.

E. Compensation for Sales of Securities

West Branch Capital does not receive any compensation for securities transactions in any Client account, other than the Investment Advisory Fees noted above.

Item 6 - Performance-Based Fees

West Branch Capital may charge a Performance Fee to “Qualified Clients”. Generally Qualified Clients have at least \$1,000,000 under management with the Advisor, or have a net worth of \$2,000,000 (excluding Client’s primary residence). For Qualified Clients, West Branch Capital’s compensation is 20% of the amount of the applicable year’s realized or unrealized capital gains or capital appreciation, as of the last business day of the calendar year. The immediate past year’s year end balance is referred to as the “high water mark”. The Advisor will only receive additional Performance Fees the following year if the account has appreciated above the high water mark. If the Performance Fee is triggered based on the previous year’s high water mark, and the Performance Fee exceeds the Investment Advisory Fee, Clients will only pay the net Performance Fee. The net Performance Fee is the Performance Fee less any Investment Advisory Fees paid during the year. In addition, the Client’s account must be profitable from inception (net of fees) for the net Performance Fee to be payable to the Advisor.

Who is a “Qualified Client”?

The Investment Advisers Act of 1940 (the “Advisers Act”), Rule 205-3(d)(1) defines a “Qualified Client” who is financially sophisticated and meets one or more of the following conditions:

- i. Client is a natural person who or a company that immediately after entering into the contract has at least \$1,000,000 under the management of the Advisor;
- ii. Client is a natural person who or a company that immediately prior to entering into the contract, has a net worth (together, in the case of a natural person, with assets held jointly with a spouse and excluding any primary residence) of more than \$2,000,000 at the time the contract is entered into.

Item 7 - Types of Clients

West Branch Capital provides investment advisory services to individuals, high net worth individuals, trusts, estates, corporations and other businesses. The relative percentage of each type of Client is available on West Branch Capital’s Form ADV Part 1. These percentages will change over time.

West Branch Capital generally requires a minimum account size of \$1,000,000 to effectively implement its investment management process. For accounts invested with Singer Potito Associates, a division of West Branch Capital, the account minimum is \$500,000. The minimum account value may be waived at the discretion of the Advisor.

Item 8 - Methods of Analysis, Investment Strategies and Risk of Loss

A. Methods of Analysis

West Branch Capital primarily employs fundamental and technical analysis in developing investment strategies for its Clients. West Branch Capital’s research and analysis is derived from numerous sources, including financial media companies, third-party research materials, Internet sources, and review of company activities, including annual reports, prospectuses, press releases and research prepared by others.

As noted above, West Branch Capital generally employs a long-term investment strategy for its Clients, as consistent with their financial goals. West Branch Capital will typically hold all or a portion of a security for more than a year, but may hold for shorter periods for the purpose of rebalancing a portfolio or meeting the cash needs of Clients. At times, West Branch Capital may also buy and sell positions that are short-term in nature, depending on the goals of the Client and/or the fundamentals of the security, sector or asset class, or if dictated by market conditions.

B. Risk of Loss

Investing in securities involves certain investment risks. Securities may fluctuate in value or lose value. Clients should be prepared to bear the potential risk of loss. West Branch Capital will assist Clients in determining an appropriate strategy based on their tolerance for risk and other factors noted above. However, there is no guarantee that a Client will meet their investment goals.

Each Client engagement will entail a review of the Client's investment goals, financial situation, time horizon, tolerance for risk and other factors to develop an appropriate strategy for managing a Client's account. Client participation in this process, including full and accurate disclosure of requested information is essential for the analysis of a Client's portfolio and other investments. The Advisor shall rely on the financial and other information provided by the Client or their designees without the duty or obligation to validate the accuracy of the information provided. It is the responsibility of the Client to inform the Advisor of any changes in financial condition, goals or other factors that may affect this analysis.

West Branch Capital may employ investment strategies that at times may involve significant or unusual risk including domestic and international market risks. The Advisor will work with each Client to determine their tolerance for risk as part of the portfolio construction process.

West Branch Capital may use margin in Client accounts to manage the timing of purchases and sales, as appropriate. The use of margin will require specific authorization and proper documentation by the client. West Branch Capital may employ options strategies to hedge or gain additional exposure to a particular asset class or sector. West Branch Capital's investment strategy encompasses active trading in concentrated portfolios. Following are some of the risks associated with Options, Margin and Short-Sale transactions:

Options Contracts

Investments in options contracts have the risk of losing value in a relatively short period of time. Option contracts are leveraged instruments that allow the holder of a single contract to control many shares of an underlying stock. This leverage can compound gains or losses.

Margin

The use of margin may result in certain additional risks to a Client. For example, if securities pledged to brokers to secure a Client's margin accounts decline in value, the Client could be subject to a "margin call", pursuant to which the Client must either deposit additional funds with the broker or be the subject of mandatory liquidation of the pledged securities to compensate for the decline in value.

Frequent Trading

Frequent trading in securities can result in higher transaction costs in the Client's account[s]. For taxable accounts, frequent trading can also result in taxable transactions each year that would not be present in a buy-and-hold strategy. There are no guarantees that a frequent trading strategy will be profitable.

Past performance is not a guarantee of future returns. Investing in securities and other investments involve a risk of loss that each Client should understand and be willing to bear. Clients are reminded to discuss these risks with the Advisor. For more information on our investment management services, please contact us at 413-256-1225 or via email at terry@singerpotito.com

Item 9 - Disciplinary Information

There are no legal, regulatory or disciplinary events involving West Branch Capital or any of its employees. West Branch Capital and its advisory personnel value the trust you place in us. As we advise all Clients, we encourage you to perform the requisite due diligence on any advisor or service provider with whom you partner. Our backgrounds are on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov.

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To review the firm information contained in ADV Part 1, select the option for Investment Adviser Firm and enter **133813** in the field labeled "Firm IARD/CRD Number". This will provide access to Form ADV Parts 1 and 2. Item 11 of the ADV Part 1 lists legal and disciplinary questions. You may also research the background of Ayaz Mahmud by selecting the Investment Adviser Representative and entering Mr. Mahmud's Individual CRD# **1094095** in the field labeled "Individual CRD Number".

In addition, you may also obtain information relating to the disciplinary history of any investment advisor representative conducting business in Massachusetts by contacting the Commonwealth of Massachusetts Securities Division at (617) 727-3548.

Item 10 - Other Financial Activities and Affiliations

Mr. Mahmud is also the Founding Member of Innovate-America, LLC. Innovate-America, LLC is an investment vehicle that provides support to Research and Development at the Massachusetts Institute of Technology. If start-up companies are formed, Innovate-America, LLC will receive shares of those companies. Clients are not solicited to invest in these start-up companies.

Item 11 - Code of Ethics, Participation in Client Transactions and Personal Trading

A. Code of Ethics

West Branch Capital has implemented a Code of Ethics that defines our fiduciary commitment to each Client. This Code of Ethics applies to all persons associated with West Branch Capital. The Code of Ethics was developed to provide general ethical guidelines and specific instructions regarding our duties to you, our Client. West Branch Capital and its personnel owe a duty of loyalty, fairness and good faith towards each Client. It is the obligation of West Branch Capital personnel to adhere not only to the specific provisions of the Code, but also to the general principles that guide the Code. The Code of Ethics covers a range of topics that may include; general ethical principles, reporting personal securities trading, exceptions to reporting securities trading, reportable securities, initial public offerings and private placements, reporting ethical violations, distribution of the Code of Ethics, review and enforcement processes, amendments to Form ADV and supervisory procedures. West Branch Capital has a written Code of Ethics. To request a copy of our Code of Ethics, please contact us at 413-256-1225 or via email at terry@singerpotito.com.

B. Personal Trading and Conflicts of Interest

West Branch Capital allows its employees to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Owning the same securities we recommend (purchase or sell) to you presents a potential conflict of interest that, as fiduciaries, we must disclose to you and mitigate through policies and procedures. As noted above, we have adopted, consistent with Section 204A of the Investment Advisers Act of 1940, a Code of Ethics, which addresses insider trading (material non-public information controls) and personal securities reporting procedures. We have also adopted written policies and procedures to detect the misuse of material, non-public information. We may have an interest or position in certain securities, which may also be recommended to you. At no time, will West Branch Capital or any associated person of West Branch Capital, transact in any security to the detriment of any Client.

Item 12 - Brokerage Practices

A. Recommendation of Custodian[s]

West Branch Capital typically does not have discretionary authority to select the broker-dealer/Custodian for custodial services or the administrator for defined contribution accounts. The Client will select the broker-dealer or Custodian (herein the "Custodian") to maintain custody of Client assets and authorize West Branch Capital to direct trades to this Custodian as agreed in the Investment Advisory Agreement. Further, West Branch Capital

does not have the discretionary authority to negotiate commissions on behalf of our Clients on a trade-by-trade basis. At times, Clients may authorize West Branch Capital to trade away from the designated Custodian for trade execution. In such instances, the Client will authorize West Branch Capital through the designated Custodian's required forms. West Branch Capital will have brokerage discretion in this limited circumstance.

Where West Branch Capital does not exercise discretion over the selection of the Custodian, it may recommend the Custodian[s] to Clients for execution and/or custodial services. Clients are not obligated to use the recommended Custodian and will not incur any extra fee associated with using a broker not recommended by West Branch Capital.

West Branch Capital typically recommends to Clients that they establish their brokerage account[s] at Charles Schwab & Co., ("Schwab") or Fidelity Institutional Wealth Services ("Recommended Custodians"). The Recommended Custodians are independent and unaffiliated SEC-registered broker-dealers and FINRA members. The Recommended Custodians offer independent investment Advisors services, which include custody of securities, trade execution, clearance and settlement of transactions. West Branch Capital receives some benefits from the Recommended Custodians through its participation in the program. West Branch Capital considers a number of factors in selecting and/or recommending brokers and Custodians for its Clients' accounts, including, but not limited to, execution capability, experience and financial stability, reputation and the quality of services provided. However, there may be other custodians and/or broker/dealers that provide similar services at lower costs and may be able to provide better execution. West Branch Capital is not affiliated with, or related to, any Recommended Custodians.

In selecting the Custodian, West Branch Capital will not be obligated to select competitive bids on securities transactions and does not have an obligation to seek the lowest available transaction costs. Transaction costs are determined by the Custodian/broker-dealer.

Following are additional details regarding the brokerage practices of the Advisor:

- 1. Soft Dollars** - Soft dollars are revenue programs offered by broker-dealers whereby an advisor enters into an agreement to place security trades with the broker in exchange for research and other services. West Branch Capital does not participate in soft dollar programs sponsored or offered by any broker-dealer.
- 2. Brokerage Referrals** - West Branch Capital does not receive any compensation from any third party in connection with the recommendation for establishing a brokerage account.
- 3. Directed Brokerage** - All Clients are serviced on a "directed brokerage basis", where West Branch Capital will place trades within the established account[s] at the Custodian designated by the Client, unless trade-away authorization is provided (See Item 12.A. above). The Advisor will not engage in any principal transactions (i.e., trade of any security from or to the Advisor's own account) or cross transactions with other Client accounts (i.e., purchase of a security into one Client account from another Client's account[s]).

B. Aggregating and Allocating Trades

The primary objective in placing orders for the purchase and sale of securities for Client accounts is to obtain the most favorable net results taking into account such factors as 1) price, 2) size of order, 3) difficulty of execution, 4) confidentiality 5) responsiveness of the broker and 6) skill required of the broker. West Branch Capital will execute its transactions through an unaffiliated broker-dealer selected by the Client or, if authorized, as prime broker trades, based on Advisor's judgment. West Branch Capital may aggregate orders in a block trade or trades when securities are purchased or sold through the same broker-dealer for multiple (discretionary) accounts. If a block trade cannot be executed in full at the same price or time, the securities actually purchased or sold by the close of each business day must be allocated in a manner that does not consistently advantage or disadvantage a particular Client.

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Item 13 - Review of Accounts

A. Frequency of Reviews

Accounts are monitored on a regular and continuous basis. Formal reviews are generally conducted quarterly or more or less frequently depending on the needs of the Client.

B. Causes for Reviews

In addition to the investment monitoring noted in Item 13.A., each Client account shall be reviewed at least annually. Reviews may be conducted more or less frequently at the Client's request. Accounts may be reviewed as a result of major changes in economic conditions, known changes in the Client's financial situation, and/or large deposits or withdrawals in the Client's account. The Client is encouraged to notify West Branch Capital if changes occur in his/her personal financial situation that might adversely affect his/her investment plan. Additional reviews may be triggered by material market, economic or political events.

C. Review Reports

The Client will receive brokerage statements, at least quarterly, from the trustee or Custodian. These brokerage statements are sent directly from the Custodian to the Client. The Client may also establish electronic access to the Custodian's website so that the Client may view these reports and their account activity. Client brokerage statements will include all positions, transactions and fees relating to the Client's account[s]. The Advisor provides Clients with periodic reports regarding their holdings, allocations, and performance, including the billing statement.

Item 14 - Client Referrals and Other Compensation

A. Compensation Received by West Branch Capital

Participation in Institutional Advisor Platform

West Branch Capital has established an institutional relationship with Recommended Custodians to assist the Advisor in managing Client account[s]. Access to the Recommended Custodians Institutional platform is provided at no charge to the Advisor. The Advisor receives access to software and related support without cost because the Advisor renders investment management services to Clients that maintain assets at Recommended Custodians. The software and related systems support may benefit the Advisor, but not its Clients directly. In fulfilling its duties to its Clients, the Advisor endeavors at all times to put the interests of its Clients first. Clients should be aware, however, that the receipt of economic benefits from a Custodian creates a potential conflict of interest since these benefits may influence the Advisor's recommendation of this Custodian over one that does not furnish similar software, systems support, or services. The Client may designate a Custodian other than the Recommended Custodian, subject to the approval of West Branch Capital.

Additionally, the Advisor may receive the following benefits from Recommended Custodians: receipt of duplicate Client confirmations and bundled duplicate statements; access to a trading desk that exclusively services its institutional participants; access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to Client accounts; and access to an electronic communication network for Client order entry and account information.

B. Client Referrals from Solicitors

West Branch Capital does not engage paid solicitors for Client referrals.

Item 15 - Custody

West Branch Capital does not accept or maintain custody of any Client accounts. All Clients must place their assets with a qualified Custodian. For more information about Custodians and brokerage practices, see Item 12 - Brokerage Practices.

Item 16 - Investment Discretion

West Branch Capital generally has discretion over the selection and amount of securities to be bought or sold in Client accounts without obtaining prior consent or approval from the Client. However, these purchases or sales may be subject to specified investment objectives, guidelines, or limitations previously set forth by the Client and agreed to by West Branch Capital. The granting of such authority will be evidenced by the Client's execution of an Investment Advisory Agreement in writing containing applicable limitations, if any, to such authority. All discretionary trades made by West Branch Capital will be in accordance with each Client's investment objectives and goals. If Client's Investment objectives change, the Client must provide such changes in writing to the Advisor.

Item 17 - Voting Client Securities

West Branch Capital does not accept proxy-voting responsibility for any Client.

Item 18 - Financial Information

Neither West Branch Capital, nor its management has any adverse financial situations that would reasonably impair the ability of West Branch Capital to meet all obligations to its Clients. Neither West Branch Capital, nor any of its advisory persons, has been subject to a bankruptcy or financial compromise. West Branch Capital is not required to deliver a balance sheet along with this Brochure, as the firm does not collect advance fees for services to be performed six months or more in advance.

WEST BRANCH CAPITAL LLC

Form ADV Part 2B – Brochure Supplement

for

**Ayaz Mahmud
Founder, CEO**

Effective: July 3, 2013

This Brochure Supplement provides information about the background and qualifications of Ayaz Mahmud. (CRD# **1094095**) in addition to the information contained in the West Branch Capital LLC ("West Branch Capital" or the "Advisor" - CRD #133813) Disclosure Brochure. If you have not received a copy of the Disclosure Brochure or if you any questions about the contents of the West Branch Capital Disclosure Brochure or this Brochure Supplement, please do not hesitate to contact us by phone at (413) 256-1225 or by email at terry@singerpotito.com.

Additional information about Ayaz Mahmud is available on the SEC's Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov.

Item 2 – Educational Background and Business Experience

The Founder and CEO of West Branch Capital is Ayaz Mahmud. Mr. Mahmud is a dedicated Portfolio Manager for Client accounts of West Branch Capital. Mr. Mahmud earned a Bachelor's from Syracuse University in 1976. Mr. Mahmud earned a Master of Business Administration and a Master of Arts from Syracuse University in 1982. Additional information regarding Mr. Mahmud's employment history is included below.

Employment History:

| | |
|---|--------------------|
| Founder, Managing Member, West Branch Capital LLC | 12/2004 to Present |
| Innovate America, LLC | 06/2012 to Present |
| Senior Vice President, Lehman Brothers | 1999 to 2004 |
| Senior Vice President, Financial Consultant, Smith Barney | 1994 to 1999 |
| Vice President, Investments, Kidder Peabody | 1982 to 1994 |

Item 3 – Disciplinary Information

There are no legal, civil or disciplinary events to disclose regarding Ayaz Mahmud. Mr. Mahmud has never been involved in any regulatory, civil or criminal action. There have been no Client complaints, lawsuits, arbitration claims or administrative proceedings against Mr. Mahmud. Securities laws require an advisor to disclose any instances where the advisor or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. We do encourage you to independently view the background of Ayaz Mahmud on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov. Select Investment Adviser Search from the left navigation menu. Then select the option for Investment Adviser Representative and enter **1094095** in the field labeled "Individual CRD Number".

Item 4 – Other Business Activities

Mr. Mahmud is also the Founding Member of Innovate-America, LLC. Innovate-America, LLC is an investment vehicle that provides support to Research and Development at the Massachusetts Institute of Technology. If start-up companies are formed, Innovate-America, LLC will receive shares of those companies. Clients are not solicited to invest in these start-up companies.

Item 5 – Additional Compensation

Mr. Mahmud has additional business activities where compensation is received. These business activities are detailed in Item 4- Other Business Activities above.

Item 6 – Supervision

A. Terry Singer serves as Chief Compliance Officer of West Branch Capital. Ms. Singer can be reached at 413-256-1225. West Branch Capital has implemented a Code of Ethics and internal compliance that guide each employee in meeting their fiduciary obligations to Clients of West Branch Capital. Further, West Branch Capital is subject to regulatory oversight by various agencies. These agencies require registration by West Branch Capital and its employees. As a registered entity, West Branch Capital is subject to examinations by regulators, which may be announced or unannounced. West Branch Capital is required to periodically update the information provided to these agencies and to provide various reports regarding firm business and assets.

Item 7 – Requirements for State Registered Advisors

Mr. Mahmud does not have any additional information to disclose.

West Branch Capital LLC

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Amherst, MA 01004
Phone: 413-256-1225 * Fax: 413-253-5838

99 Derby Street, Suite 200
Hingham, MA 02043
Phone: 781-556-1035 * Fax: 781-740-0177

WEST BRANCH CAPITAL LLC

Form ADV Part 2B – Brochure Supplement

For

**Howard Singer
Certified Financial Planner**

Effective: June 23, 2013

This Brochure Supplement provides information about the background and qualifications of Howard Singer. (CRD# 1094095) in addition to the information contained in the West Branch Capital LLC ("West Branch Capital" or the "Advisor" - CRD #133813) Disclosure Brochure. If you have not received a copy of the Disclosure Brochure or if you any questions about the contents of the West Branch Capital Disclosure Brochure or this Brochure Supplement, please do not hesitate to contact us by phone at (413) 256-1225 or by email at terry@singerpotito.com.

Additional information about Howard E. Singer is available on the SEC's Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov.

Item 2 – Educational Background and Business Experience

Howard Singer is a Portfolio Manager for Client accounts of West Branch Capital. Mr. Singer earned a Bachelor of Arts in English from University of Colorado in 1969 and a Master of Fine Arts in Directing from Columbia University in 1973. He also earned a CFP (Certified Financial Planner) from the College of Financial Planning in 1993.

Employment History:

Mr. Singer was Vice President and co-owner of Singer Potito Associates, Inc., since its inception in 1990 and a member of NAPFA (National Association of Personal Financial Advisors). He has been involved in the financial services industry since 1980 and devotes a substantial amount of time to investments, portfolio design, macroeconomic research, estate and retirement planning as well as retirement living options.

Item 3 – Disciplinary Information

There are no legal, civil or disciplinary events to disclose regarding Howard Singer. Mr. Singer has never been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against Mr. Singer. Securities laws require an advisor to disclose any instances where the advisor or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. We do encourage you to independently view the background of Howard Singer on the Investment Advisor Public Disclosure website at www.adviserinfo.sec.gov. Select Investment Advisor Search from the left navigation menu. Then select the option for Investment Adviser Representative and enter 109217 in the field labeled "Individual CRD Number".

Item 4 – Other Business Activities

Mr. Singer is not involved in any other business activities.

Item 5 – Additional Compensation

Mr. Singer has no additional compensation from other business activities.

Item 6 – Supervision

A. Terry Singer is the Chief Compliance Officer of West Branch Capital and she can be reached at 413-256-1225.

West Branch Capital has implemented a Code of Ethics and internal compliance that guide each employee in meeting their fiduciary obligations to Clients of West Branch Capital. Further, West Branch Capital is subject to regulatory oversight by various agencies. These agencies require registration by West Branch Capital and its employees. As a registered entity, West Branch Capital is required to periodically update the information provided to these agencies and to provide various reports regarding firm business and assets.

Item 7 – Requirements for State Registered Advisors

Mr. Singer does not have any additional information to disclose.

WEST BRANCH CAPITAL LLC

Form ADV Part 2B – Brochure Supplement

For

A. Terry Singer, CFP
Director of Operations, Chief Compliance Officer

Effective: June 23, 2013

This Brochure Supplement provides information about the background and qualifications of A. Terry Singer. (CRD# 1094095) in addition to the information contained in the West Branch Capital LLC ("West Branch Capital" or the "Advisor" - CRD #133813) Disclosure Brochure. If you have not received a copy of the Disclosure Brochure or if you any questions about the contents of the West Branch Capital Disclosure Brochure or this Brochure Supplement please do not hesitate to contact us by phone at (413) 256-1225 or by email at terry@singerpotito.com.

Additional information about A. Terry Singer is available on the SEC's Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov.

Item 2 – Educational Background and Business Experience

A. Terry Singer is the Director of Operations and Chief Compliance Officer of West Branch Capital. Ms. Singer earned a Bachelor of Arts degree in Design from the University of Massachusetts in 1978. She also earned a CFP designation (Certified Financial Planner) from the College of Financial Planning in 1997.

Employment History:

Ms. Singer was Operations Manager for Singer Potito Associates, Inc., since its inception in 1990. Prior to that, she worked as an architectural designer for 5 years in Amherst, MA and raised a family before joining Singer Potito Associates, Inc.

Item 3 – Disciplinary Information

There are no legal, civil or disciplinary events to disclose regarding A. Terry Singer. Ms. Singer has never been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against Ms. Singer. Securities laws require an advisor to disclose any instances where the advisor or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. We do encourage you to independently view the background of A. Terry Singer on the Investment Advisor Public Disclosure website at www.adviserinfo.sec.gov. Select Investment Advisor Search from the left navigation menu. Then select the option for Investment Adviser Representative and enter 109217 in the field labeled "Individual CRD Number".

Item 4 – Other Business Activities

Ms. Singer is not involved in any other business activities.

Item 5 – Additional Compensation

Ms. Singer has no additional compensation from other business activities.

Item 6 – Supervision

A. Terry Singer is the Chief Compliance Officer of West Branch Capital and she can be reached at 413-256-1225.

West Branch Capital has implemented a Code of Ethics and internal compliance that guide each employee in meeting their fiduciary obligations to Clients of West Branch Capital. Further, West Branch Capital is subject to regulatory oversight by various agencies. These agencies require registration by West Branch Capital and its employees. As a registered entity, West Branch Capital is required to periodically update the information provided to these agencies and to provide various reports regarding firm business and assets.

Item 7 – Requirements for State Registered Advisors

Ms. Singer does not have any additional information to disclose.

Privacy Policy

Effective: July 3, 2013

Our Commitment to You

West Branch Capital LLC ("West Branch Capital") is committed to safeguarding the use of your personal information that we have as your Investment Advisor.

West Branch Capital (also referred to as "we", "our" and "us" throughout this notice) protects the security and confidentiality of the personal information we have and implements controls to ensure that such information is used for proper business purposes in connection with the management or servicing of our relationship with you. Our relationship with you is our most important asset. We understand that you have entrusted us with your private information, and we do everything that we can to preserve that trust.

West Branch Capital does not sell your non-public personal information to anyone. Nor do we provide such information to others except for appropriate business purpose in connection with the servicing and management of our relationship with you, as discussed below.

Details of our approach to privacy and how your personal non-public information is collected and used are set forth in this Privacy Policy.

Why you need to know?

Registered Investment Advisors ("RIAs") share some of your personal information. Federal and State laws give you the right to limit some of this sharing. Federal and State laws require RIAs to disclose how we collect, share, and protect your personal information.

What information do we collect from you?

| | |
|--|---------------------------------|
| Social security or taxpayer identification number | Assets and liabilities |
| Name, address and phone number(s) | Income and expenses |
| E-mail address(es) | Investment activity |
| Account information (including other institutions) | Investment experience and goals |

What sources do we collect information from in addition to you?

| | |
|---|---|
| Custody, brokerage and advisory agreements | Account applications and forms |
| Other advisory agreements and legal documents | Investment questionnaires and suitability documents |
| Transactional information with us or others | Other information needed to service account |

How do we protect your information?

To safeguard your personal information from unauthorized access and use, we maintain physical, procedural and electronic safeguards. These include computer safeguards such as passwords, as well as secured files and buildings. Our employees are advised about West Branch Capital's need to respect the confidentiality of each Client's non-public personal information. We train our employees on their responsibilities. We require third parties who handle your personal information to sign a confidentiality agreement and/or are required to hold your personal information confidential.

West Branch Capital LLC

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99 Derby Street, Suite 200
Hingham, MA 02043
Phone: 781-556-1035 * Fax: 781-740-0177

How we share your information? RIAs do need to share personal information regarding its Clients to effectively implement the RIA's services. In the section below, we list some reasons we may share your personal information.

| Basis For Sharing | Sharing | Limitations |
|---|--|--|
| Servicing our Clients We may share non-public personal information with non-affiliated third parties (such as brokers, Custodians, regulators, credit agencies, other financial institutions) as necessary for us to provide agreed upon services to you, consistent with applicable law, including but not limited to: processing transactions; general account maintenance; responding to regulators or legal investigations; and credit reporting. | West Branch Capital may share this information. | Clients cannot limit the Advisor's ability to share. |
| Administrators We may disclose your non-public personal information to companies we hire to help administer our business. Companies that we hire to provide services of this nature are not allowed to use your personal information for their own purposes and are contractually obligated to maintain strict confidentiality. We limit their use of your personal information to the performance of the specific service we have requested. | West Branch Capital may share this information. | Clients cannot limit the Advisor's ability to share. |
| Marketing Purposes West Branch Capital does not disclose, and does not intend to disclose, personal information with non-affiliated third parties to offer you services. Certain laws may give us the right to share your personal information with financial institutions where you are a customer and where West Branch Capital or the Client has a formal agreement with the financial institution. We will only share information for purposes of servicing your accounts, not for marketing purposes. | West Branch Capital does not share personal information. | Clients cannot limit the Advisor's ability to share. |
| Authorized Users In addition, your non-public personal information may also be disclosed to you and persons that we believe to be your authorized agent or representative. | West Branch Capital does share personal information. | Clients can limit the Advisor's ability to share. |
| Information About Former Clients West Branch Capital does not disclose, and does not intend to disclose, non-public personal information to non-affiliated third parties with respect to persons who are no longer our Clients. | West Branch Capital does not share personal information regarding former Clients | Clients can limit the Advisor's ability to share. |

State-specific Regulations

| | |
|---------------|---|
| Massachusetts | In response to a Massachusetts law, Clients must "opt-in" to share non-public personal information with non-affiliated third parties before any personal information is disclosed. We may disclose non-public personal information to other financial institutions with whom we have joint business arrangements for appropriate business purpose in connection with the management or servicing of your account. |
|---------------|---|

Changes to our Privacy Policy

We will send you a notice of our Privacy Policy annually for as long as you maintain an ongoing relationship with us.

Periodically we may revise our Privacy Policy, and will provide you with a revised policy if the changes materially alter the previous Privacy Policy. We will not, however, revise our Privacy Policy to permit the sharing of non-public personal information other than as described in this notice unless we first notify you and provide you with an opportunity to prevent the information sharing.

Any Questions? You may ask questions or voice any concerns, as well as obtain a copy of our current Privacy Policy by contacting us at 413-256-1225 or via email at terry@singerpotito.com.