

**Investment Adviser
Form ADV Part 2A**

One Capital Partners LLC

CRD#32839

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This brochure provides information about the qualifications and business practices of One Capital Partners LLC. If you have any questions about the contents of this brochure, please contact us at (805) 409-8150 or compliance@onecapital.com.

The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or any state securities authority.

Additional information about One Capital Partners LLC also is available on the SEC's website at www.adviserinfo.sec.gov.

The use of the term registered investment adviser does not imply a certain level of skill or training.

October 20, 2023

Item 2 – Material Changes

There were no material changes to this brochure since the last annual update. This is the first version of the brochure.

This Brochure will be amended anytime there is a material change.

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Item 4 – Advisory Business

One Capital Partners LLC (“the Adviser”) has been in business since October 2023. The Adviser became registered as an investment adviser in [year]. Donald McDonald is the principal owner.

Wealth Management Investment Services

The Adviser provides investment management services to its clients on a discretionary and non-discretionary basis. When the Adviser manages client assets on a discretionary basis, the Adviser executes securities transactions for clients without having to obtain specific client consent prior to each transaction. Discretionary authority is limited to investments within a client’s managed accounts. However, clients may impose restrictions on investing in certain securities or types of securities.

When the Adviser manages client assets on a non-discretionary basis, the Adviser notifies the client and obtains permission prior to the sale or purchase of each security within the managed account. Clients may decide not to invest in certain securities or types of securities and may refuse to approve securities transactions.

The Adviser provides investment management services that include, among other things, advice regarding asset allocation and the selection of investments, portfolio design, investment plan implementation and ongoing investment monitoring. The Adviser relies on the stated objectives of the client and considers the client’s risk profile and financial status prior to making any recommendations. The Adviser doesn’t participate in wrap fee programs by providing portfolio management or any other services.

Assets Under Management

As of October 20, 2023 the Adviser manages \$0 in client assets.

Conflicts of Interest

All material conflicts of interest under CCR Section 260.238 are disclosed regarding the investment adviser, its representatives or any of its employees, which could be reasonably expected to impair the rendering of unbiased and objective advice, are disclosed within this brochure.

Item 5 – Fees and Compensation

Wealth Management Investment Fees

The Adviser is compensated for investment management services based on a client’s assets under management. Fees are paid quarterly in advance. Fees are negotiable based on the scope of the relationship. Fees are due on the first day of the calendar quarter, and are based on the account’s asset value as of the last business day of the prior calendar quarter. Fees are prorated for accounts opened during the quarter based

upon the number of days the account was open during the billing period. The Adviser deducts fees directly from client accounts.

Annualized Fees

		Per Year
First	\$1,000,000	1.95%
Next	\$1,000,000	1.65%
Next	\$3,000,000	1.35%
Next	\$5,000,000	1.15%
Over \$10,000,000		1.00%

The account custodian may charge fees, which are in addition to and separate from advisory fees. Accounts may incur transaction costs, retirement plan administration fees, mutual fund annual expenses and other fees. Clients should note that fees for comparable services vary and lower or higher fees may be charged by different providers for similar services.

Clients will have a period of five (5) business days from the date of signing an advisory agreement to unconditionally rescind the agreement without penalty and receive a full refund of all fees. Thereafter, either party may terminate the advisory agreement with 30 days written notice or by telephone. Upon termination, fees will be prorated to the date of termination and the unearned portion will be refunded.

Receipt of Additional Compensation

Neither the Adviser nor any supervised person is associated with any broker dealer or accepts compensation for the sale of securities or other investment products, including asset-based sales charges or service fees from the sale of mutual funds.

Item 6 – Performance-Based Fees and Side-By-Side Management

The Adviser does not charge or receive, directly or indirectly, any performance-based fees.

Item 7 – Types of Clients

The Adviser provides advisory services to:

- Individuals – Trusts, estates, 401(k) plans and IRAs of a household count as one individual.
- High net worth individuals – Individuals who are “qualified clients” under rule 205-3 of the Advisers Act of 1940 or are “qualified purchasers”.

Account Minimums

The Adviser requires a minimum of \$500,000 to establish a new advisory account; however, the minimum may be waived at the sole discretion of the Adviser. In addition, the Adviser may continue to service existing accounts that have values that are below the minimum.

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

Method of Analysis

With an initial macroeconomic assessment and forecast we select securities using a fundamental research approach that includes current and forecasted developments of revenues, earnings, expenses, etc. all in order to do a valuation, whether to invest or not. We use public and independent sources for assembling data as we do our analysis. Technical tools and research are used for reference and support in our fundamental method of analysis.

Investment Strategies

Beginning with a belief that portfolio structure is the single most important element to creating a successful investment portfolio and experience on an after-tax basis, we build customized globally balanced portfolios. Our philosophy is that in order to achieve our clients' objectives, capital must be deployed around the globe to reach assets with high real return.

We blend active management of global large cap equities with exchange traded funds (ETF's) and fixed income to construct our multi-asset class portfolios. We utilize ETF's as a means to access capital markets and asset classes from which we do not select individual securities.

The equity allocation is structured to maximize returns while controlling risk. We do this by diversifying the portfolio with assets that have low correlations to one another. The majority of equity assets are allocated in large company stocks and this is enhanced with exchange traded funds to access stocks of smaller companies (including micro-cap companies) and an allocation to non-U.S. developed markets' stocks, emerging markets stocks and REITS.

Our fixed-income strategy is also well-diversified among sectors and issuers. We invest in a combination of U.S. treasury, agency, municipal, corporate and securitized bonds from government, state, and corporate issuers. We carefully manage the interest rate risk of the overall fixed-income portfolio, as well as positioning along the yield curve. ETFs are used to access certain sectors of the fixed-income market including high yield and emerging market bonds.

The asset classes included in most of our Global Balanced mandate include, but are not limited to the following:

Cash & Cash Equivalents	Canada Small Cap Equity
Canada Government Bonds	U.S. Small Cap Equity
Canada Provincial Bonds	Canada Small Cap Equity
U.S. Government Bonds	U.S. Micro Cap Equity
Global Investment Grade Bonds	Non-North American Large Cap Equity
High Yield Bonds	Non-North American Mid Cap Equity
Emerging Market Bonds	Non-North American Small Cap Equity
Preferred Stocks	Emerging Market Equity
Canada Large Cap Equity	Canada Real Estate Investment Trusts (REITs)
U.S. Large Cap Equity	U.S. REITs
Canada Mid Cap Equity	Europe and Asia REITs (Developed Markets)
U.S. Mid Cap Equity	Alternative Investments

From time to time, at our discretion, asset classes can or will be added or removed from this universe.

Risk of Loss

Clients are advised that investing in securities involves the risk of loss of the entire principal amount invested including any gains. Clients should not invest unless they are able to bear this risk. Any of the above investment strategies may lead to a loss on investments.

Even hedging strategies may fail if markets move against the hedged investments. In addition, investing carries with it opportunity risk it is impossible to accurately predict the sectors of the market or asset classes that will have more favorable returns for a given period.

Item 8.A – Frequent Trading of Securities

The Adviser is not involved in the frequent trading of securities.

Item 8.B – Material Risks of Particular Securities

The Adviser doesn't recommend a type of security that involves significant or unusual risks.

We can recommend specific types of investments as appropriate for you since each client has different needs and different tolerance for risk. Each type of security has its own unique set of risks associated with it and it would not be possible to list here all of the specific risks of every type of investment. Even within the same type of investment, risks can vary widely. However, in very general terms, the higher the anticipated return of an investment, the higher the risk of loss associated with it.

Item 9 – Disciplinary Information

The Adviser does not have any disciplinary information to disclose.

Item 9.A – Criminal or Civil Actions

Neither the Adviser nor any management person has been found guilty of or has any criminal or civil actions pending in a domestic, foreign or military court.

Item 9.B – Administrative Proceedings

Neither the Adviser nor any management person has any administrative proceedings pending before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority.

Item 9.C – Self-Regulatory Organization (“SRO”) Proceedings

Neither the Adviser nor any management person have been found by any SRO to have caused an investment-related business to lose its authorization to do business, or to have been involved in violating the SRO’s rules, or were barred or suspended from membership or from associating with other members, or were expelled from membership, otherwise significantly limited from investment-related activities, or fined.

Item 10 – Other Financial Industry Activities and Affiliations

Item 10.A – Broker-Dealer Registration

Neither the Adviser nor its management persons is or owns a securities broker-dealer or has an application for registration pending. No associated person of the Adviser is a registered representative of a broker-dealer.

Item 10.B – Futures Commission Merchant/Commodities

Neither the Adviser nor any management person is a commodity broker/futures commission merchant, a commodity pool operator, commodity trading advisor or an associated person for the foregoing entities; nor do they have any registration applications pending.

Item 10.C – Relationships with Related Persons

Insurance

Related persons are licensed insurance agents through OCM Insurance Services, LLC, an affiliated company. In such a capacity, they can offer insurance products and receive normal and customary commissions as a result of such a purchase. This presents a conflict of interest to the extent that they can or will recommend the purchase of an insurance product to certain clients, which can result in a commission being paid to one or more of them as licensed insurance agents.

In order to mitigate this potential conflict of interest, it is our policy to disclose to clients when the sale of particular insurance products will result in commissions being paid to related persons. Clients are under no obligation to transact insurance business through OCM Insurance Services, LLC.

Item 10.D – Relationships with Other Advisers

Associated persons provide services that involve investment management or supervision through One Capital Management, LLC, "OCM" a registered investment adviser. These relationships present a conflict of interest since associated persons will receive compensation through One Capital Management, LLC for the services that they perform. Prior to recommending other third-party investment advisers, the Adviser will ensure that they are properly licensed or reported.

One Capital Management, LLC is currently registered a Portfolio Manager with the Canadian Securities Commission in the following Canadian Provinces: Alberta, British Columbia, Manitoba, Nova Scotia, Ontario, Quebec and Saskatchewan.

The Adviser informs clients that they are under no obligation to act upon any recommendations or execute any transactions through associated persons if they decide to follow the recommendations and may elect to do business with other advisers or broker-dealers at any time.

Conflicts of Interest

In these capacities associated persons of the Adviser may recommend insurance, advisory, or other products and receive commissions and other compensation if products are purchased through any firms with which any associated person is affiliated. A conflict of interest is created whenever associated persons of the Adviser recommend products or services to a client for which, the associated person receives compensation.

Item 11 – Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Item 11.A – Code of Ethics

The Adviser has adopted a Code of Ethics that sets forth standards of conduct expected of advisory personnel and to address conflicts that arise from personal trading by advisory personnel. Advisory personnel are obligated to adhere to the Code of Ethics, and applicable securities and other laws.

The Code 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, review and enforcement processes, amendments to Form ADV and supervisory procedures. The Adviser will provide a copy of the Code to any client or prospective client upon request.

Item 11.B – Participation or Interest in Client Transactions

Principal Trading

Neither the Adviser nor any affiliated broker-dealer affects securities transactions as principal with the Adviser's clients. Neither the Adviser nor any associated person acting as a principal, buys securities from (or sells securities to) clients, acts as general partner in a partnership in which Adviser solicits client investments, or acts as an investment adviser to an investment company that the Adviser recommends to clients.

Agency-Cross Action Transactions

Neither the Adviser nor any associated person recommends that clients buy from or sell securities to other clients.

Item 11.C – Personal Trading by Associated Persons

The Adviser recommends that clients invest in various types of assets. The Adviser and its associated persons may invest in the same types of assets. Permitted investments for associated persons are all asset classes.

See Item 11.D for information concerning conflicts of interest

Item 11.D – Conflicts of Interest with Personal Trading by Associated Persons

Associated persons may own an interest in or buy or sell for their own accounts the same securities, which may be recommended to advisory clients. Associated persons seek to ensure that they do not personally benefit from the short-term market effects of their recommendations to clients and their personal transactions are regularly monitored.

Associated persons are aware of the rules regarding material non-public information and insider trading. Associated persons may also buy or sell a specific security for their own account based on personal investment considerations, which the Adviser does not deem appropriate to buy or sell for clients.

Neither the Adviser nor related persons of the Adviser trade ahead of clients.

Item 12 – Brokerage Practices

Item 12.A – Factors in Selecting or Recommending Broker-Dealers

We do not maintain custody of your assets that we manage. Nevertheless, we can be deemed to have custody of client assets because you give us authority to withdraw assets from your account (see Item 15 Custody, below).

Client assets must be maintained in an account at a “qualified custodian,” generally a broker-dealer or bank. We maintain relationships with several U.S. and Canadian broker-dealers and banks. While you are free to choose any qualified custodian or other service provider, we recommend that you establish an account with a brokerage firm or bank with which we have an existing relationship. Such relationships can include benefits provided to our firm, including but not limited to market information and administrative services that help our firm manage your account(s).

We believe that recommended broker-dealers provide quality execution services for our clients at competitive prices. Price is not the sole factor we consider in evaluating best execution. We also consider the quality of the brokerage services provided by recommended broker-dealers, including the value of the firm’s reputation, execution capabilities, commission rates, and responsiveness to our clients and our firm. In recognition of the value of the services recommended broker-dealers provide, you can pay higher commissions and/or trading costs than those that can be available elsewhere.

We recommend that a client in need of brokerage and custodial services utilize Charles Schwab & Co., Inc. (“Schwab”), member FINRA/SIPC, Fidelity Brokerage Services, LLC (“Fidelity”), member FINRA/NYSE/SIPC or Pershing Advisor Solutions, LLC, division of Pershing LLC (“Pershing”), member FINRA/NYSE/SIPC.

Schwab, Fidelity and Pershing are independent and unaffiliated SEC-registered broker-dealers. Schwab, Fidelity and Pershing offer services to independent investment advisers which include custody of securities, trade execution, clearance and settlement of transactions. It can be the case that the recommended broker charges a higher fee than another broker charges for a particular type of service, such as commission rates. You can utilize the broker-dealer of your choice.

You have no obligation to purchase or sell securities through a broker we recommend. Custodians will hold our clients’ assets in a brokerage account and buy and sell securities when we instructs them to. We recommend that you use Schwab, Fidelity or Pershing as custodian/broker, clients will decide whether to do so when they open an account with a custodian/broker by entering into an account agreement directly with one or all of them.

We do not open the custodial account for you. Upon a client’s agreement with a brokerage service provider, we will then routinely direct transactions through that brokerage service provider. As such, we can or will be unable to achieve the most favorable execution of your transactions and you can pay higher brokerage commissions than you might otherwise pay through another broker-dealer that offers the same types of services. Not all advisers require their clients to direct brokerage.

In limited circumstances, and at our discretion, some clients can instruct our firm to use one or more particular brokers for the transactions in their accounts. If you choose to direct our firm to use a particular broker, you should understand that this might prevent our firm from aggregating trades with other client accounts.

This practice can also prevent our firm from obtaining favorable net price and execution. Thus, when directing brokerage business, you should consider whether the commission expenses, execution, clearance, and settlement capabilities that you will obtain through your broker are adequately favorable in comparison to those that we would otherwise obtain for you.

How We Select Custodians/Brokers

We seek to select and recommend a custodian/broker who will hold your assets and execute transactions on terms that are overall most advantageous when compared to other available providers and their services. We consider a wide range of factors, including, among others, these:

- combination of transaction execution services along with asset custody services (generally without a separate fee for custody);
- capability to execute, clear and settle trades (buy and sell securities for your account);
- capabilities to facilitate transfers and payments to and from accounts (wire transfers, check requests, bill payment, etc.);
- breadth of investment products made available (stocks, bonds, mutual funds, ETFs, etc.);
- availability of investment research and tools that assist us in making investment decisions.
- quality of services;
- competitiveness of the price of those services (commission rates, margin interest rates, other fees, etc.) and willingness to negotiate them;
- reputation, financial strength and stability of the provider;
- the custodian/broker's prior service to us and our other clients

Item 12.A1 – Research and Other Soft Dollar Benefits

The Adviser does not receive soft dollars generated by clients' securities transactions. The term "soft dollars" refers to funds which are generated by client trades being used by the Adviser to purchase products or services (such as research and enhanced brokerage services) from or through the broker-dealers whom the Adviser engages to execute securities transactions.

Item 12.A2 – Brokerage for Client Referrals

The Adviser does not refer clients to particular broker-dealers in exchange for client referrals from those broker-dealers.

Item 12.A3 – Directed Brokerage

Directing brokerage may be more costly for clients because clients may not be able to obtain the best available execution of their securities transactions. Clients may also pay higher commissions, transaction and brokerage fees than may be available from other

broker-dealers creating a conflict of interest for the Adviser or associated persons of the Adviser.

The Adviser does not recommend or require that clients direct their brokerage business to any particular broker-dealer.

Item 12.B – Trade Aggregation

Block Trading

In placing orders to purchase or sell securities in accounts, the Adviser may elect to aggregate orders. In so doing, the Adviser will not aggregate transactions unless aggregation is consistent with its duty to seek best execution and the terms of the Adviser's investment advisory agreement with each client for which trades are being aggregated. No advisory client will be favored over any other client; each client that participates in an aggregated order will participate at the average share price for all of the Adviser's transactions in that security on a given business day, with transaction costs shared pro-rata based on each client's participation in the transaction; adviser will prepare, before entering an aggregated order, a written statement specifying the participating client accounts and how it intends to allocate the securities purchased among those clients.

If the aggregated order is filled in its entirety, it will be allocated among clients in accordance with the written statement. If the order is partially filled, it will be allocated pro-rata based on the written statement.

Notwithstanding the foregoing, the order may be allocated on a basis different from that specified in the written statement if all client accounts receive fair and equitable treatment and the reason for different allocation is explained in writing and approved in writing by the Adviser's compliance officer no later than one hour after the opening of the markets on the trading day following the day the order was executed.

The Adviser's books and records will separately reflect, for each client account, the orders which are aggregated, the securities held by, and bought and sold for that account.

Funds and securities of clients whose orders are aggregated will be deposited with one or more banks or broker-dealers, and neither the client's cash nor their securities will be held collectively any longer than is necessary to settle the purchase or sale in question on a delivery versus payment basis.

Cash or securities held collectively for clients will be delivered to the custodian bank or broker-dealer as soon as practicable following the settlement. The Adviser will receive no additional compensation of any kind as a result of the proposed aggregation and individual investment advice and treatment will be accorded to each client.

Item 13 – Review of Accounts

Donald McDonald performs reviews of all investment advisory accounts no less than quarterly. Associates review accounts for consistency with the investment strategy and performance chosen by clients (among other things). Reviews may be triggered by changes in an account holder's personal, tax or financial status. Macroeconomic and company specific events may also trigger reviews. There is currently no limit on the number of accounts that can be reviewed by an associate.

In addition, brokerage statements are generated no less than quarterly and the account custodian sends copies directly to clients. These reports list the account positions, activity in the account over the covered period and other related information. The custodian also sends confirmations following each brokerage account transaction unless confirmations have been waived.

Item 14 – Client Referrals and Other Compensation

The Adviser does not have an arrangement under which it or its associated persons compensate others for client referrals.

The Adviser doesn't receive any economic benefit for providing advisory services to clients from a person who is not a client. This includes sales awards or prizes.

Item 15 – Custody

All clients must place their assets with a qualified custodian. For accounts where OCM has custody of client assets, an annual surprise exam is required by regulation. For this examination, an independent accounting firm is retained in accordance with Rule 206(4)-2 of the Advisers Act. Pursuant to a written agreement between OCM and the accountant, the surprise audit is conducted at a time to be determined by the accountant without prior notice or announcement and that is irregular from year to year. The independent public accountant must be registered with and subject to regular inspection, with the Public Company Accounting Oversight Board ("PCAOB").

Additionally, OCM is deemed to have custody over client accounts where the firm has authorization to directly debit its advisory fees or maintains third party standing letters of authorization. For such accounts, OCM is not required to have a surprise audit from an independent public accounting firm.

Clients receive at least quarterly statements from the custodian that holds their investment assets. OCM urges clients to promptly and carefully review these statements. OCM statements can differ from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities." Pursuant to the Investment Advisers Act of 1940, OCM is deemed to have "constructive custody" of client funds because we have the authority and ability to debit its fees directly from the accounts of those clients receiving OCM's Investment Advisory Services.

Additionally, certain clients have, and can in the future, sign a Standing Letter of Authorization (SLOA) that gives OCM the authority to transfer funds to a third-party as directed by the client in the SLOA. This is also deemed to give OCM custody. Custody is defined as any legal or actual ability by a firm to withdraw client funds or securities. Firms with deemed custody must take the following steps:

1. Ensure clients' managed assets are maintained by a qualified custodian;
2. Have a reasonable belief, after due inquiry, that the qualified custodian will deliver an account statement directly to the client at least quarterly;
3. Confirm that account statements from the custodian contain all transactions that took place in the client's account during the period covered and reflect the deduction of advisory fees; and
4. Obtain a surprise audit by an independent accountant on the clients' accounts for which the advisory firm is deemed to have custody.

However, the rules governing the direct debit of client fees and SLOAs exempts OCM from the surprise audit rules if certain conditions (in addition to steps 1 through 4 above) are met. Those conditions are as follows:

1. When debiting fees from client accounts, OCM must receive written authorization from clients permitting advisory fees to be deducted from the client's account.
2. In the case of SLOAs, OCM must: (i) confirm that the name and address of the third party is included in the SLOA, (ii) document that the third-party receiving the transfer is not related to the Firm, and (iii) ensure that certain requirements are being performed by the qualified custodian.

If client funds or securities are inadvertently received by our firm, they will be returned to the sender immediately, or as soon as practical.

Item 16 – Investment Discretion

Before we can buy or sell securities on your behalf, you must first sign our discretionary investment advisory agreement, and the appropriate trading authorization forms.

You can grant our firm discretion over the selection and amount of securities to be purchased or sold for your account(s) without obtaining your consent or approval prior to each transaction. You can specify investment objectives, guidelines, and/or impose certain conditions or investment parameters for your account(s). For example, you can specify that the investment in any particular stock or industry should not exceed specified percentages of the value of the portfolio and/or restrictions or prohibitions of transactions in the securities of a specific industry or security. All such restrictions must be in writing as part of your Investment Policy Statement or a written Addendum to the IPS. Please refer to the Advisory Business section in this brochure for more information on our discretionary management services.

If you enter into non-discretionary agreements with our firm, we will obtain your approval prior to the execution of any transactions for your account(s). You have an unrestricted right to decline to implement any advice provided by our firm on a non-discretionary basis.

Item 17 – Voting Client Securities

Clients are advised that OCM will vote proxies on clients' behalf unless a client expressly requests OCM not to vote the client's proxies. OCM will vote proxies on behalf of the Upgrader Funds. OCM will vote all client securities in the best interest of the client. Any conflicts of interest OCM can have with respect to voting clients' securities will be fully disclosed to clients. We have engaged a third party to vote proxies on its behalf.

The third-party provider will maintain records of the proxies received and note the deadlines for when votes must be cast. We will advise clients that they can request a copy of OCM's proxy voting policies and procedures at any time. Further, clients will be advised that they can request copies of how their securities were voted at any time upon OCM's receipt of client's request.

Proxy Voting Guidelines

We use the following guidelines when voting client securities:

1. Neutral issues such as the retention or appointment of accounting or audit services are typically voted yes. OCM has no relationship with any particular accounting or audit firm used by the companies of whom clients can hold securities.
2. OCM will typically vote with the Board's recommendations unless voting according to the Board's recommendations could adversely affect clients.
3. OCM will vote against any matters that can affect substantially the rights or privileges of the holders of securities to be voted.
4. Issues related to executive compensation, incentive stock options, executive recruiting or any matter giving the company latitude in compensation matters or similar matters that could potentially be used to act in the company's best interest rather than clients' best interest will typically be voted against.
5. On proposals involving environmental, social or corporate governance matters or other ethical issues, OCM shall vote according to its judgment, after having considered the financial impact of such proposals. Such judgment may be counter to the recommendations of the issuer's management.

In the event, you wish to direct our firm on voting a particular proxy, you should contact us directly at the telephone number on the cover page of this brochure with your instruction.

Conflicts of interest between you and our firm, or a principal of our firm, regarding certain proxy issues could arise. If we determine that a material conflict of interest exists, we will take the necessary steps to resolve the conflict before voting the proxies.

For example, we can disclose the existence and nature of the conflict to you, and seek direction from you as to how to vote on a particular issue; we can abstain from voting, particularly if there are conflicting interests for you (for example, where your account(s) hold different securities in a competitive merger situation); or, we will take other necessary steps designed to ensure that a decision to vote is in your best interest and was not the product of the conflict.

Item 18 – Financial Information

Our firm does not have any financial condition or impairment that would prevent us from meeting our contractual commitments to you. Due to the Firm's Cash Management Service, we are deemed by regulations to have custody of client assets as described in Item 15 above however, we do not require the prepayment of more than \$1,200 in fees six or more months in advance nor have we filed a bankruptcy petition at any time in the past ten years. Therefore, we are not required to include a financial statement with this brochure.

Additional Information

Your Privacy

We view protecting your private information as a top priority. Pursuant to applicable privacy requirements, we have instituted policies and procedures to ensure that we keep your personal information private and secure.

We do not disclose any nonpublic personal information about you to any nonaffiliated third parties, except as permitted by law. In the course of servicing your account, we can share some information with our service providers, such as transfer agents, custodians, broker-dealers, accountants, consultants, and attorneys.

We restrict internal access to nonpublic personal information about you to employees, who need that information in order to provide products or services to you. We maintain physical and procedural safeguards that comply with regulatory standards to guard your nonpublic personal information and to ensure our integrity and confidentiality. We will not sell information about you or your accounts to anyone. We do not share your information unless it is required to process a transaction, at your request, or required by law.

You will receive a copy of our privacy notice prior to or at the time you sign an advisory agreement with our firm. Please contact our main office at the telephone number on the cover page of this brochure if you have any questions regarding this policy.

Trade Errors

In the event a trading error occurs in your account, our policy is to restore your account to the position it should have been in had the trading error not occurred. Depending on the circumstances, corrective actions can include canceling the trade, adjusting an allocation, and/or reimbursing the account. If a trade error results in a profit, you will be given the choice to keep the profit or to have the error corrected in the trade error account of the executing broker-dealer where you will not keep the profit.