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**Form ADV 2A Disclosure Brochure**  
**May 2, 2024**

This brochure provides information concerning the qualifications and business practices of Quint Capital Corporation d/b/a Quint Capital Management LLC (“QCM” or the “Firm”). If you have any questions about the contents of this brochure, please contact us at [compliance@quintcapital.com](mailto:compliance@quintcapital.com). The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”), or by any state securities authority.

Registration as an Investment Advisor does not imply a certain level of skill or training. Please use many factors and sources in determining a suitable Advisor. Additional information about Quint Capital Management is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

**Each registered adviser must provide advisory clients with a brochure and brochure supplements with clearly written, meaningful, current disclosure in a standard format. Please consider the oral and written communications we provide to you, including this brochure, as you decide to hire us or manage your ongoing relationship with us.**

#### **ITEM 1. MATERIAL CHANGES**

The Material Changes section of this brochure will be updated annually, or when material changes occur since the previous release of the Firm Brochure. This brochure, dated May 2, 2024, updates and replaces the amendment filed October 11, 2023. The following material changes were made since our last annual amendment in March 2023:

- Alexander Quint was temporarily suspended from his Supervisory Authority from April 20, 2023, through August 19, 2023. At the end of his suspension his Series 24 was reinstated and Mr. Quint resumed his supervisory and compliance responsibilities relating to both the broker dealer and the Registered Investment Advisor.
- Effective June 1, 2023, Kathy J. Kuria joined the Firm as Chief Compliance Officer.
- Effective October 2, 2023, Quint Capital Management became an SEC Registered Investment Advisor.
- As of April 12, 2024, David E. Achzet assumed the role of Chief Compliance Officer of Quint Capital Management.
- Based on an internal review of Advisory assets, certain assets have been reclassified as investment advisory in nature thereby increasing the Firm’s Assets Under Management (AUM).

**ADV 2B – Brochure Supplement**

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### **ITEM 3. FIRM DESCRIPTION: ADVISORY**

#### **GENERAL**

Quint Capital Corporation (“QCAP”) is dually registered; as a registered investment adviser and broker dealer. QCAP d/b/a Quint Capital Management (“QCM”), is a SEC registered investment advisor. QCM accounts are custodied at The Royal Bank of Canada (RBC), the custody and clearing firm for QCAP, the broker dealer.

QCM also utilizes the name Legacy Trust Advisors, founded in 1989, and acquired by QCAP Holdings, LLC in 2015. QCAP Holdings LLC, is the parent company of QCM and is owned exclusively by Alexander N. Quint (CRD 1012135). The name Quint Capital Management LLC has also since been utilized. Therefore, throughout this document the names Quint Capital Management LLC, QCM, Legacy Trust Advisors and Legacy may appear in various sections and will each refer to the same entity interchangeably.

#### **TYPES OF ADVISORY SERVICES**

QCM provides both discretionary and non-discretionary investment advice, asset allocation and related asset management services to separate account clients and institutional investors. Services include Portfolio Management, Pension Consulting services, and Selection of other advisers (including private fund managers).

QCM provides clients with specific investment recommendations to achieve a suitable investment plan designed to meet short and long-term objectives. In addition, QCM manages, or oversees the management of, clients' investment portfolios based on each client's individual needs. Discretionary investment management services are guided by the stated objectives of a client (e.g., principal preservation, maximizing capital appreciation, current income, long-term growth or growth and income). The investment strategy for each client is sometimes summarized in an "Investment Policy Statement" (IPS) agreed to with the client and updated as needed.

Investment management services are offered on a discretionary or, occasionally, on a partially discretionary or non-discretionary basis. QCM does not act as a custodian of client assets. Client assets are held in the client's name by independent custodians including RBC Capital Markets and others.

QCM trades for clients under a ltd. power of attorney. The client always maintains asset control.

#### **ASSETS UNDER MANAGEMENT**

As of December 2022, QCM manages approximately \$70 million in assets for approximately 100 clients. Currently, all funds are managed on a discretionary basis.

#### **TAILORED RELATIONSHIPS**

QCM assesses each client's needs (e.g., tax situation, diversification needs, other assets held, liquidity needs, etc.) to determine the appropriate asset allocation among accounts. Clients communicate financial objectives by completing Client Profile and through periodic reviews, advisory meetings, and other correspondence. Objectives are tracked via written meeting agendas with each client.

Client goals often include determination of financial objectives, identification of financial

problems, cash flow management, tax planning, insurance review, investment management, education funding, retirement planning, and estate planning. QCM aims to help you achieve your goals by assisting with the investment aspects of these goals in a professional and workmanlike manner.

Clients may designate in an Investment Policy Statement, securities in the account that cannot be sold, and/or specify restrictions on investing in certain securities or types of securities. Assets that may not be sold will be held in a non-discretionary, fee account.

#### **ITEM 4. FEES AND COMPENSATION**

##### **DESCRIPTION**

QCM generally manages assets for advisory clients on a discretionary basis. However, clients may also have assets that are managed on a non-discretionary basis that are also subject to a management fee. Quarterly fees for portfolio management are based on a percentage of the value of the investments under management or a fixed annual fee, payable quarterly in arrears.

The standard fee is up to 50 basis points per quarter or two percent (2%) per year, including all sub-advisory fees. Total fees will not exceed three percent (3%) of assets.

Exceptions to the established fee schedule can be negotiated, on an individual basis, based on certain criteria including relationship history, type of assets, potential account size, expected activities, volume of transactions, or a requirement for services.

To encourage interaction with our clients, there is no limit placed on the amount of professional time made available for portfolio-related or general financial discussions.

Fee estimates and billing methods are provided in advance of services being rendered. Please note that lower fees are available from other sources. Fees should be part of, but not solely, a basis for your investment decision.

##### **FEE BILLING**

Investment management fees are usually billed quarterly in arrears, based on the value of a client's accounts under management at the end of the preceding quarter. In consideration of very specific circumstances, the firm has the ability to bill fees in advance. As this special arrangement requires more operational oversight, it will be accommodated on a limited basis.

Fees are deducted from the account(s) managed by QCM. The client must consent in advance to direct debiting of their investment account as per the Engagement Letter for Investment Advisory Services. QCM sends the qualified custodian written notice of the amount of the fee to be deducted from the client's account, which itemizes the fee, including any formula used to calculate the fee, time period for the fee, and the amount of asset under management on which the fee is based.

The advance fee for new accounts (when substantial deposits are received in several installments during the initial quarter), or for existing accounts when unusually large deposits or withdrawals occur during a quarter, will be adjusted on a pro-rata basis. Normally, a pro-rata adjustment is made on the next quarterly invoice, to increase the fee for the period during which the substantial

deposit was under QCM's management or supervision during the previous quarter, or to decrease the fee for the period of time during which a substantial withdrawal occurred.

Upon receipt from the client of a written notice terminating QCM's services, any fees paid more than 60 days in advance for the then-current quarter are refundable, on a pro rata basis. The client has the option to opt out of the QCM agreement if Form ADV 2A has not been provided within 48 hours prior to execution of the advisory agreement.

#### OTHER FEES

Clients are responsible for certain other fees and expenses such as custodial fees, brokerage commissions, and similar charges associated with maintained accounts at a qualified custodian. If client assets are invested in pooled investment vehicles such as a mutual fund, ETF or private fund, the client will also bear the additional fees and expenses assessed by such funds with respect to the client's investment. Underlying fund fees and expenses compensate the fund manager and other service providers of the fund and/or arise in connection with the operation and investment activities of the fund. These costs are separate from, and in addition to, the fees paid to QCM for selecting and monitoring the investments. QCM's fees will not be reduced, credited, or deferred as a result of the underlying fund fees and expenses assessed by a mutual fund, ETF, or private fund. Underlying fund fees and expenses are fully disclosed in each fund prospectus or PPM received by each investor in the pooled vehicle.

QCM does not control or receive any portion of these transaction fees. Supervised persons cannot accept compensation for the sale of securities and other investment products. QCAP, the affiliated broker-dealer, does receive a portion of some of the fees and therefore a conflict of interest does exist when QCM accounts are opened through QCAP an introducing broker-dealer and held at a qualifying custodian.

Quint Capital Management (QCAP) participates in a program whereby excess cash in clients' advisory accounts is swept to an omnibus account maintained by The Royal Bank of Canada (RBC), QCAP's primary custodian. An amount equivalent to the aggregate amount of such cash swept each day is then transferred to omnibus money market accounts at RBC and other banks unaffiliated with QCAP. Pursuant to its overall custodial agreement with RBC, QCAP receives a percentage of fees received from omnibus money market accounts at RBC and also from RBC in connection with applicable cash swept to money market accounts at unaffiliated banks under the program. Such fees are paid to RBC directly by the money market company, are not deducted from client accounts and do not represent 12b-1 fees earned by QCAP. QCAP does not believe this arrangement creates a conflict of interest with its clients, since QCAP's main objective is to enhance client's account values by investing client funds within the stock and bond capital markets, not the money market. Any client participation in a money market account constitutes a very small portion of client assets and is used on a temporary basis in between more important investments within the stock and bond capital markets.

Clients must consent to any principal trades in writing prior to the trades being executed. For principal trades clients will pay a commission/mark-up or mark/down. These assets are NOT included in the assets under management for fee calculation purposes.

## EXPENSE RATIOS

Mutual funds, exchange traded funds (ETFs) and separate account managers (SAMs) generally charge management fees for their services as investment managers. The management fee is called an expense ratio. For example, an expense ratio of 0.50 means that the mutual fund company charges 0.50% per year for its services. As noted in the previous section, these fees are in addition to the fees paid by you to QCM.

Some mutual funds have various share "classes" with different expense ratios for each class. QCM does not control any portion of these fees. Preference is given to mutual funds that do not have a sales charge or 12b-1 fees. Any mutual funds that have a sales charge will not be included in the calculation of assets under management. A complete explanation of the fees charged by mutual funds and ETFs is contained in the prospectus for each fund. Fees for investment management services provided by other investment managers will be disclosed in such managers' separate account agreement. Performance figures quoted by mutual fund companies in various publications are generally after their fees have been deducted.

QCM does not receive any portion of fund management or 12b-1 fees.

## PAST DUE ACCOUNTS AND TERMINATION OF AGREEMENT

QCM reserves the right to stop work on any account that is more than 60 days overdue. The Firm will take this action only after it has made attempts to reach the client and written notification has been provided.

## ITEM 5. PERFORMANCE-BASED FEES

No portion of QCM's fee is computed based on the capital gains on, or capital appreciation of, the or any portion of the funds managed for a client. QCM does not use a performance-based fee structure because of the potential conflict of interest. Performance-based compensation can create an incentive for the adviser to recommend an investment that carries a higher degree of risk to the client.

## ITEM 6. TYPES OF CLIENTS

### DESCRIPTION

QCM generally provides investment advice and investment management services to individuals, high net worth individuals, pensions and profit-sharing plans, corporations and others such as trust accounts. Client relationships vary in scope and length of service.

### ACCOUNT MINIMUMS

The minimum account size is \$10,000 in assets under management. Clients with assets below the minimum account size can pay a higher percentage rate on their annual fees than the fees paid by clients with greater assets under management.

QCM has the discretion to waive or reduce the account minimum and fee. Accounts of less than \$10,000 can be set up when the client and the advisor anticipate the client expects to add additional funds to the accounts bringing the total to \$10,000 within a reasonable time. Other exceptions will apply to employees of QCM and their relatives, or relatives of existing clients, or other circumstances by QCM on a case-by-case basis.

## **ITEM 7. METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS**

### **METHODS OF ANALYSIS**

The main sources of securities information used by QCM include in-house analysis, third party analysts and other third-party research materials, fund prospectuses and annual reports, financial websites, newspapers and magazines, inspections of corporate activities, corporate and bond rating services, filings with the Securities and Exchange Commission, and company press releases.

Security analysis methods used by QCM, or by the funds or portfolio managers used by QCM, include charting, quantum analysis, fundamental analysis, technical analysis, and cyclical analysis.

### **INVESTMENT STRATEGIES**

The primary investment strategy used on client accounts is strategic asset allocation. For most clients, QCM uses a combination of mutual funds, ETFs and individual stocks. Both active managers and passive index strategies are considered. Portfolios are often globally diversified among U.S. equities, foreign equities and high-quality fixed income investments in an effort to control risk and depending upon the client's goals and appetite for risk.

QCM does analyze, evaluate, and recommend the initial and continued use of independent individuals, firms and institutions that provide investment management services for certain of QCM's clients. Often referred to as "Separate Account Managers" (SAMs). These organizations can serve as sub-advisors for certain clients' accounts. QCM will provide overall direction and supervision on such SAM accounts as well as monitor performance and continued adherence to the targeted investment style.

QCM will only engage in margin transactions with the client's consent. However, margin account balances that occur in an account due to a withdrawal of cash by a client must be covered by the sale of securities in the account. On occasion the margin balance can be carried for some period, generally no longer than one month, if postponing a sale to cover the margin balance is deemed to be in the best interest of the client.

The investment strategy for a specific client is based upon the objectives stated by the client during consultations. Each client executes an Investment Policy Statement (IPS) that documents their objectives and their desired investment strategy. The client can change these objectives at any time by modifying their investment objectives on their Client Profile or IPS (if any).

### **RISK OF LOSS**

All investment programs have certain risks that are borne by the investor. Investing in securities involves risk of loss that you should be prepared to bear. We do not represent or guarantee that our services or methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections or declines. We cannot offer any guarantees or promises that your financial goals and objectives will be met. Past performance is in no way an indication of future performance.

Our investment approach constantly keeps the risk of loss in mind. Investors face the following investment risks:



- **Interest-Rate Risk:** Fluctuations in interest rates can cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- **Market Risk:** The price of any security, including bonds, ETFs or mutual funds can drop in reaction to tangible and intangible events and conditions independent of the security itself. For example, political, economic and social conditions can trigger market events.
- **Inflation Risk:** When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power will erode at the rate of inflation.
- **Currency Risk:** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country.
- **Reinvestment Risk:** This is the risk that future proceeds from investments have to be reinvested at a potentially lower rate of return (i.e., interest rate). This primarily relates to fixed income securities.
- **Business Risk:** These risks are associated with a particular industry or a particular company within an industry. For example, an oil company's profits depend on finding oil and then refining it, a lengthy process.
- **Liquidity Risk:** Liquidity is the ability to readily convert an investment into cash without creating a significant reduction in the price. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- **Financial Risk:** Excessive borrowing to finance a business' operations generates risk, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations can result in bankruptcy and/or a declining market value.
- **Complex Product Risk:** Complex products include more than one risk, from any embedded features of any such as structured products, equity-indexed annuities, leveraged and inverse exchange-traded funds (ETFs), principal protected notes, reverse convertibles and commodity future-linked securities. These products are not suitable for all clients or all investment strategies. This risk of loss is potentially higher with complex products.

## **ITEM 8. DISCIPLINARY INFORMATION**

QCM has not been involved in any material legal or disciplinary events related to past or present investments or clients. Some of the Investment Advisor Representatives (“IAR”) do have material legal or disciplinary events related to past or present investments or clients that are detailed in the IAR’s ADV Part 2B Brochure Supplement.

## ITEM 9. OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

### FINANCIAL INDUSTRY ACTIVITIES

Quint Capital Management LLC is the Registered Investment Advisor owned by QCAP Holdings LLC. QCAP Holdings also owns Quint Capital Corporation, a securities Broker-Dealer, member of FINRA, MSRB and SIPC. Most QCM accounts are held at The Royal Bank of Canada (RBC), the custody and clearing firm for Quint Capital Corp.

To summarize, the firms that Quint Capital Management LLC is affiliated with are:

- **QCAP Holdings LLC** - Holding Company for:
  - Quint Capital Management (RIA)
  - Quint Capital Corporation (BD)
  - Quint Cap (Insurance Agency)
- **Quint Capital Corporation**      Securities Broker-Dealer (BD)
- **Quint Cap**                              Insurance Agency (not a DBA for Quint Capital Corporation)

QCM can recommend other professionals (e.g., lawyers, accountants, insurance agents, etc.). QCM can receive compensation, either monetary or in-kind, for such referrals. However, the firms listed above have one or more owners and/or employees in common with QCM. In the unlikely event other conflicts of interest arise, they are fully disclosed to clients. QCM has management persons who are registered as representatives of the broker-dealer. Before selecting other Advisors, QCM ensures the other Advisors are properly licensed.

### AFFILIATIONS

QCM does not have arrangements that are material to its advisory business or its clients with a related person who is an investment company, commodity pool operator, commodity trading adviser or futures commission merchant, banking or thrift institution, accounting firm, law firm, pension consultant, or insurance company – except for Quint’s own insurance group, Quint CAP. QCM is affiliated with Quint Capital, an introducing broker-dealer to other qualified custodians.

## ITEM 10. CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

### CODE OF ETHICS

This Code establishes rules of conduct for all employees of QCM. The Code is based upon the principle that QCM and its employees owe a fiduciary duty to QCM's clients to conduct their affairs, including their personal securities transactions, in such a manner as to avoid (i) serving their own personal interests ahead of clients, (ii) taking inappropriate advantage of their position

with the Firm and (iii) any actual or potential conflicts of interest or any abuse of their position of trust and responsibility. Conflicts are processed through the CCO, and clients will be notified if any financial harm needs to be remediated. Any recommendation to Client regarding an investment for which QCM or an employee has a vested interest is disclosed prior to the completion of a transaction.

QCM's Code of Ethics is available for review by clients and prospective clients upon request.

## TRANSACTIONS

It is the expressed policy of QCM that no principal or IAR shall purchase or sell any security (other than mutual fund shares) immediately prior to a transaction(s) being implemented for an advisory account, thus preventing such person from trading ahead of the client.

No principal or IAR shall prefer his or her interest to that of an advisory client. If in the same day the same security is transacted for both a member of the firm and for a client, the client will always receive the more favorable price. Principals and IARs can either receive fees or commissions/transactional fees on an account they cannot receive both.

## PERSONAL TRADING

Personal trading is reviewed on a quarterly basis. Personal trading reviews are intended to ensure that the personal trading of employees does not affect the markets, and that employees of QCM do not receive preferential treatment relative to clients. Since most employee trades are small mutual fund trades or exchange-traded fund trades, the trades are not of significant enough value to affect the securities markets.

## ITEM 11. BROKERAGE PRACTICES

### SELECTING BROKERAGE FIRMS

Specific custodian recommendations are made to clients based on their need for such services. QCM recommends custodians based on the proven integrity and financial responsibility of the recommended firm and the best execution of orders at reasonable commission rates. QCM is under common ownership and control with Quint Capital Corporation, an introducing broker-dealer. QCM requires all clients to designate a broker or dealer to be used for all transactions. QCM recommends that clients use RBC Capital Markets as custodian, in most cases. However, Quint Capital Corporation may benefit from QCM accounts, which causes a conflict of interest, so clients are free to choose other custodians.

QCM personnel cannot receive fees or commissions from any of these arrangements. Any costs charged to the client in addition to the management fees will be disclosed to the client in writing prior to the transaction being executed. QCM does not receive any portion of the fees or costs charged by RBC. Quint Capital Corporation (QCAP), the affiliated broker dealer, does receive payments from RBC for things such as credit interest and margin interest as well as commission on trades done on the broker dealer side of the business.

QCM can accept client instructions for directing the client's brokerage transactions to a particular broker- dealer. For some clients, QCM advises on assets in clients' employers' Qualified Retirement Plans, where the clients' firm designates the custodial arrangement.

In those cases where a client designates a specific broker-dealer, QCM does not always have authority to negotiate commissions, best execution in some cases cannot be achieved, and there can be a disparity in commission charges between clients.

#### BEST EXECUTION

QCM, as a matter of policy and practice, seeks to obtain best execution for client transactions, i.e., seeking to obtain not necessarily the lowest commission but the best overall qualitative execution in the particular circumstances.

QCM invests primarily in open-end mutual funds (Class I "Institutional" shares where available), closed-end funds, exchange traded funds, stocks, bonds and CDs. Clients' accounts are generally held at RBC Capital Markets unless a client has another preference. There are many financial and non-financial reasons to select one custodial broker over another. Trading costs are a primary consideration, however commission or transaction charges on equity and mutual fund trades are within a reasonably close range at most discount brokers.

QCM does not receive any portion of the trading fees, but its affiliate QCAP does receive payments from RBC from various credit products, i.e., margin balances.

QCM conducts periodic reviews of RBC Capital Markets brokerage and best execution practices, evaluates services and documents these reviews.

#### SOFT DOLLARS

QCM, as a matter of policy and practice, does not have any formal or informal arrangements or commitments to utilize research, research-related products and other services obtained from broker-dealers, or third parties, on a soft dollar commission basis.

#### ORDER AGGREGATION

QCM does not typically use order aggregation as most equity trades are in custom portfolios that do not lend themselves to aggregation. Also due to diversification of most portfolios and the large market capitalization of the equities in question, there is little chance that any particular trade for one client will move the market.

### **ITEM 12. REVIEW OF ACCOUNTS**

#### PERIODIC REVIEWS

QCM recommends annual or more frequent account review meetings with each client. Account reviews typically cover a range of topics, including portfolio allocation, holdings, and performance. At each review, the suitability of the investment strategy is confirmed with the client. Account reviews are performed by Rene Ramirez on at least an annual basis.

#### REVIEW TRIGGERS

Meeting frequency and discussion topics vary depending upon the client's circumstances and market conditions. Triggers for additional meetings include factors such as:

- Personal/career changes that could influence the client's investment strategy.
- Planning for any expected additional investments or cash withdrawals.
- Changes in the market environment

## REGULAR REPORTS

QCM's Custodian provides written investment reports to each investment client on a quarterly basis.

Reports show allocation, valuation and performance.

In addition, custodians independently provide monthly or quarterly statements, as well as trade confirmations, directly to clients.

## ITEM 13. CLIENT REFERRALS AND OTHER COMPENSATION

### REFERRALS FROM PROMOTERS (FORMERLY SOLICITORS)

QCM does not currently utilize promoters. In the event that QCM elects to utilize a promoter, including current clients, estate planning attorneys, accountants, personal friends of employees and other similar sources, the firm will ensure that procedures are in place to comply with regulation and disclosure requirements.

### COMPENSATION RECEIVED BY QCM

QCM acts as a promoter for other professionals when a prospect or client is referred to them. This is disclosed to the client at the time the investment management agreement is signed.

### OTHER COMPENSATION

QCM participates in institutional service programs with RBC Capital Markets. While there is no direct link between the investment advice given and participants in the institutional program, economic benefits are received which would not be received if QCM did not give investment advice to clients. These benefits include: receipt of duplicate client confirmations and bundled duplicate statements, access to a trading desk servicing institutional advisors exclusively, ability to have investment advisory fees deducted directly from a client's account, availability of electronic communications software and networks for order entry, account information, quotes, general business and securities information; receipt of compliance and investment publications; and access to mutual funds and ETFs which can waive stated minimum initial investments or which are only be available to customer of institutional clients. QCM has access to certain share classes, typically called Class I shares, which are unavailable to others because QCM will commit to invest a specific dollar amount in the mutual fund(s) offering the Class I Shares. This does not constitute a soft dollar arrangement; this is a traditional clearing relationship.

In addition, broker-dealers, mutual fund sponsors and Separate Account Managers (SAMs) with whom client accounts are maintained or clients' funds are invested, often offer advisors other benefits which are not always available if the advisor were not maintaining client's accounts or placing client's investments with such persons:

- Referral of prospective clients.
- Educational conferences and seminars at no charge or reduced rates. Frequently such conferences and seminars include cocktail receptions, meals, and entertainment. Air and/or ground transportation to and from the conference and lodging are sometimes included at no cost or at reduced rates.

- Arranging for continuing education credits for attendance at conferences and seminars or participation in online or telephonic conferences sponsored and/or organized by the broker/dealer, mutual fund sponsor or SAM. Typically, conferences or seminars are devoted to topics such as investment analysis, income or estate taxes, retirement planning, educational planning, insurance, economics, international investing etc. that helps QCM associates meet educational requirements to maintain designations such as CPA, PFS, or CFA.
- Invitations to affairs such as dinners, charity balls, sporting events and golf tournaments.
- The opportunity to participate in group discounts for investment software, portfolio management and reporting systems, computers, travel, etc. which smaller firms are not in a position to arrange or negotiate independently.

However, similar arrangements are frequently made available by professional organizations such as the American Institute of Certified Public Accountants and the Financial Planners Association.

- Travel, lodging and meals for due diligence meetings that offer the opportunity to meet portfolio managers of mutual fund and exchange traded funds and discuss specific investments in which Quint Capital Management can invest funds on behalf of clients or be evaluating for future investments. These meetings do not obligate QCM or its advisors to use these investments and are not based upon specific sale production for those products.

QCM will ensure any promoter or persons referring clients complies with the requirements of SEC Rule 206 and that clients are notified in writing of this agreement at or prior to the time and Investment management agreement is signed.

#### **ITEM 14. CUSTODY**

QCM does not maintain physical custody of any client assets as all assets are maintained by qualified custodians. The term "custody" is broadly defined by the SEC. QCM performs certain activities, debiting advisory fees and facilitating money movement on behalf of the client, which result in QCM being deemed to have inadvertent custody.

Debiting of fees: The Firm is deemed to have custody of client funds and securities because it is given the authority to debit client accounts for payment of advisory fees. As such, client funds and securities are maintained at one or more qualified custodians. Such custodians will send out statements to clients at least once per calendar quarter that typically detail any transactions in such account for the relevant period.

Wire Transfer and/or Standing Letter of Authorization: In response to Client requests for assistance with third-party wire and other asset-transfer requests, QCM can operate under a standing letter of authorization or instruct Custodians on a Client's instruction to move assets to third parties. In these cases, the Firm is deemed to have "custody" of Client assets within the meaning of Advisers Act Rule 206(4)-2 (the "**Custody Rule**"). However, we do not have to obtain a surprise annual audit, as we otherwise would be required to by reason of having custody, if the following criteria are met:

- You provide a written, signed instruction to the qualified custodian that includes the third party's name and address or account number at a custodian;
- You authorize us in writing to direct transfers to the third party either on a specified schedule or from time to time;
- Your qualified custodian verifies your authorization (e.g., signature review) and provides a transfer of funds notice to you promptly after each transfer;
- You can terminate or change the instruction;
- We have no authority or ability to designate or change the identity of the third party, the address, or any other information about the third party;
- We maintain records showing that the third party is not a related party to us nor located at the same address as us; and
- Your qualified custodian sends you, in writing, an initial notice confirming the instruction and an annual notice reconfirming the instruction. We hereby confirm that we meet the above criteria.

#### ACCOUNT STATEMENTS

The Custodian will send the Client periodic account statements (monthly in the case of account activity, and at least quarterly) indicating the amounts of any funds or securities in the Account as of the end of the statement period and any transactions in the Account during the statement period. A Client should review these statements carefully. Additionally, a Client should contact the Firm immediately if Account statements are not received from the Account Custodian on at least a quarterly basis.

#### PERFORMANCE REPORTS

Clients are provided with quarterly performance reports that are generated by the custodian.

### ITEM 15. INVESTMENT DISCRETION

#### DISCRETIONARY AUTHORITY FOR TRADING

QCM accepts discretionary authority to manage securities accounts on behalf of clients. Discretionary trading authority facilitates placing trades on clients' behalf in order to promptly implement the investment policy that has been approved in writing. Discretionary investment management services are guided by the stated objectives of a client (e.g., principal preservation, maximizing capital appreciation, current income, long-term growth or growth and income). An Investment Advisor Representative of QCM interviews each client (usually in person but, occasionally, by telephone) to determine an appropriate investment strategy based on criteria such as age, investment experience, current financial position, personal goals and objectives, and risk tolerance. The investment strategy for each client is summarized in an "Investment Policy Statement" (IPS) agreed to with each client and updated as needed.

Within the parameters of each client's investment objectives and IPS (if any), QCM has the authority to determine, without obtaining specific client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold. If required by the client in an IPS, for certain securities or types of securities, QCM consults with the client prior to trading those securities to obtain concurrence.



Non-discretionary accounts require prior client approval before QCM transacts on their behalf.

QCM does not have discretionary authority over the following: Movement of client funds, transfer of securities, custody of client funds or securities, solicit prepayment of fees six months in advance.

For non-discretionary accounts, QCM will seek permission from Client prior to effecting any transactions.

#### **LIMITED POWER OF ATTORNEY**

A limited power of attorney is signed by each client authorizing discretionary investment management. The limited power of attorney is included in the qualified custodian's account application for our primary custodians.

#### **ITEM 16. VOTING CLIENT SECURITIES**

QCM does not vote proxies on securities. Clients will receive proxies and other solicitations directly from custodians, fund managers, or transfer agents. Clients are expected to vote their own proxies.

#### **ITEM 17. FINANCIAL INFORMATION**

QCM does not have any financial impairment that will preclude the Firm from meeting contractual commitments to clients. QCM has discretionary authority to invest customer funds in securities transactions and withdraw advisory fees as per the written agreement.

QCM has not been the subject of a bankruptcy petition at any time during the past ten years.