



FIRM BROCHURE (PART 2A OF FORM ADV)

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March 15, 2025

This brochure provides information about the qualifications and business practices of Bennett Selby Investments. If you have any questions about the contents of this brochure, please contact us at: matthewbennett@bennett selby.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 with the SEC or a state securities authority does not imply a certain level of skill or training.

Additional information about Bennett Selby Investments also is available on the SEC's website at www.adviserinfo.sec.gov

ITEM 2: MATERIAL CHANGES

Material Changes since the Last Annual Update

This summary only includes the material changes made since our last brochure and not a list of all the changes we have made. The date of the last annual update of the brochure was March 6, 2024.

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ITEM 4: ADVISORY BUSINESS

Firm Description

Bennett Selby Investments (“Bennett Selby”) provides investment supervisory services, which includes the management of separate accounts where the client gives discretion to us to make investment decisions on the client's behalf.

The firm was founded in 2006 by Matthew G. Bennett and Mark T. Selby. Matthew Bennett is the principal and sole owner. The firm has been in business for 19 years. Bennett Selby is a Registered Investment Adviser (“RIA”) registered with the Securities and Exchange Commission (“SEC”) since October 22, 2020.

Principal Owners

Matthew G. Bennett, Managing Partner, was born on June 7, 1971, and handles all investment decisions for advisor clients. He completed his B.A. in Political Science from the University of Western Ontario in 1994, and his H.B.A. in Business Administration from the Ivey Business School in 1996. He has over nineteen years of investment experience with Bennett Selby Investments, over sixteen years of strategic business experience with Oliver Wyman, and evaluated private equity investment opportunities as part of Mercer Securities, Inc.

Types of Advisory Services

Investment Supervisory Services

Bennett Selby provides investment supervisory services, which includes the management of separate accounts where the client gives us discretion to make investment decisions.

We seek to generate attractive after-tax returns by patiently holding investments in select businesses whose prospects we feel we understand, which have exceptional economics and strong management, and in which we believe can be purchased at discounted prices. We typically invest in individual equities of public traded businesses and may also invest in ETFs or Mutual Funds. We are patient investors and take a long-term time horizon when we invest. We do not attempt to predict short-term market movements or the next hot sector, and we do not invest in new issues. We seek to buy businesses with a proven track record of producing exceptional returns on investors' capital.

While stock prices may reflect the true worth or intrinsic value of the underlying business over the long-run, discrepancies between price and value occur frequently in the short-term. We seek opportunities to invest in businesses where we are confident that the selling price in the market is below our estimate of intrinsic value. We realize that the price at which we invest is a primary factor in the returns we realize for clients.

While we aim to be fully invested, we will patiently hold substantial quantities of cash if we believe there are no investment opportunities that meet our strict criteria at a given time. We will selectively use option strategies to raise income on cash when we believe it positions us well to purchase stock at an attractive price. We believe that being slow to invest new cash in accounts is always preferred over investing in lesser opportunities. Our investment portfolios tend to be highly concentrated.

Qualified Retirement Plan Consulting Services

Bennett Selby will offer pension consulting services to Qualified Plans and ERISA Section 3(38) discretionary fiduciary services for assets held at Qualified Plans. The Advisor's pension consulting services and discretionary fiduciary services will be based on information obtained from the Plan about goals and investment objectives, time horizon, risk tolerance and the Plan's financial situation. Bennett Selby will utilize an Investment Policy Statement (IPS) when providing standardized asset allocation recommendations for the investment of assets within Qualified Plans. Bennett Selby provides ERISA Section 3(38) fiduciary investment services and is responsible for the implementation of recommendations for the Qualified Plans. Bennett Selby does not offer ERISA Section 3(21) non-discretionary fiduciary investment services.

The Advisor's roles and actions in fulfilling all responsibilities pertaining to these services shall not include those of the Plan's trustee and will be performed solely at the direction of the Plan Sponsor, its authorized officers, employees, and/or agents. At no time will the Advisor accept, maintain possession of, or have custodial responsibility for the Plan's assets. The Advisor will not advise, in any manner, any participant, person or entity related to the Plan other than the Plan Sponsor, except where the participant is an advisory client of Bennett Selby under a separate advisory agreement. Communicational and educational activities in which the Advisor engages related to participants in the Plan shall be solely at the direction of the Plan Sponsor, and shall not be represented by the Advisor or Plan Sponsor as investment, tax, or legal advice. The Advisor is not licensed to provide, shall not provide, nor be construed to provide, the services of an attorney or accountant.

Tailored Relationships

Bennett Selby maintains a constant investment strategy across clients. However, we will tailor our investments by imposing restrictions on certain activities (e.g. utilizing options) or securities (e.g. restricting sectors or companies) if requested by clients.

Wrap Fee Programs

We do not participate in wrap fee programs.

Assets Under Discretionary and Non-Discretionary Management

As of December 31, 2024, Bennett Selby had assets under discretionary management of \$279,600,000 and no assets under non-discretionary management.

ITEM 5: FEES AND COMPENSATION

Description

For our services we charge a fee based on a percentage of assets under management at the rate of 1.0% of assets per year. This fee is charged quarterly in arrears at the end of March, June, September, and December based on end of period account values. A pro-rated fee will be charged on amounts contributed to or withdrawn from the account during the quarter. The fee is negotiable.

Fee Billing

Our fees are deducted directly from client and Qualified Plan accounts. This is the only option we provide for customer billing. The client will give written authorization permitting Bennett Selby to be paid directly from the account held by the custodian.

Clients will receive account statements from Charles Schwab & Co., Inc. on at least a quarterly basis, indicating all fees related to Bennett Selby's services.

The advisor may charge fees lower than those stated in the contract and can waive fees completely. In these situations, there will be no formal communication. Clients receiving fee

reductions will not incur future liabilities associated with such discounts.

Other Fees or Expenses

Clients will directly contract with and pay Charles Schwab & Co., Inc. for any commissions for their accounts. Our firm may also recommend mutual funds and ETFs that have associated management expense ratios. The client will grant our firm the authority to trade the account. Bennett Selby does not negotiate brokerage commission rates on behalf of its clients. Fees for investment advisory services are separate and distinct from custodial and execution fees charged by Charles Schwab & Co., Inc. and the expenses charged by mutual funds and ETFs to the shareholders.

Participation or Interest in Client Transaction

Neither Bennett Selby nor any related persons engage in the purchase or sale of securities to or from customer accounts (principal transactions), nor do they act as agent or broker for any other person in transactions in which customer securities are bought or sold. At no time will Bennett Selby accept or maintain custody of a client's funds or securities except for authorized fee deduction.

ITEM 6: PERFORMANCE-BASED FEES

Bennett Selby does not charge clients performance-based fees.

ITEM 7: TYPES OF CLIENTS

We generally provide our services to individual clients and pension plans. Our policy is that investment accounts handled for one client should aggregate to at least \$1,000,000 in U.S. dollars. We have the discretion to impose higher or lower minimums on a case-by-case basis.

ITEM 8: INVESTMENT STRATEGIES AND RISK OF LOSS

Investment Strategies

We seek to generate attractive after-tax returns by patiently holding investments in select businesses whose prospects we feel we understand and which we believe have exceptional economics and strong management, and which we believe can be purchased at discounted prices. We are patient investors and take a long-term time horizon when we invest. We do not attempt to predict short-term market movements or the next hot sector, and we do not invest in new issues. We seek to buy businesses with a proven track record of producing exceptional returns on investors' capital.

We will patiently hold substantial quantities of cash if we believe there are no investment opportunities that meet our criteria at a given time. We will selectively use option strategies to raise income on cash when we believe it positions us well to purchase stock at an attractive price. We believe that being slow to invest new cash in accounts can be a sensible and responsible strategy.

Risk of Loss

All investments involve risk including the loss of principal. It should not be assumed that any of the securities or holdings that we manage will prove to be profitable or that the investment recommendations or decisions we make in the future will be profitable or will equal the investment performance of the securities we have managed in the past. Clients need to be aware that investing in securities involves the risk of loss that clients need to be prepared to bear.

Bennett Selby's investment style seeks to invest in select securities for the long-term. This approach inherently lowers turnover and results in infrequent trading when compared with other investment strategies.

Listed below are additional or further explanations of material risks involved in connection with our investment strategy:

Stock Portfolios. Client accounts will be subject to the risks associated with any equity investment strategy. Sharp downward (or upward) market moves will adversely impact the client accounts' positions and result in losses. Losses may also be incurred on individual positions because of issuer-specific matters such as unexpectedly disappointing earnings, lawsuits, patent issues, analyst action or other matters. Equity returns are volatile and may fluctuate substantially over time.

Investing in Fixed Income Securities. Issuers of fixed income securities have a contractual obligation to pay interest at a specified rate (coupon rate) on specified dates and to repay principal (face value or par value) on a specified maturity date. Certain bonds (usually intermediate- and long-term bonds) have provisions that allow the issuer to redeem or "call" a bond before its maturity. Issuers are most likely to call such bonds during periods of falling interest rates. As a result, client accounts may be required to invest the unanticipated proceeds of the called security at lower interest rates, which may cause such client accounts' income to decline.

Hedging. Bennett Selby may attempt to structure its investments, and/or use various investment strategies and instruments, in a manner intended to hedge client accounts' exposure to market movements or other risks or limit losses. No assurance can be given that any hedging strategies or techniques employed by Bennett Selby will be successful or will operate as intended. The use of hedging instruments or strategies may reduce the profit realized by client accounts in some cases and may cause client accounts to incur additional expenses. Bennett Selby is not obligated to adopt or maintain any hedging or risk management procedures.

Small Cap Issuers. At any given time, Bennett Selby may invest client accounts in smaller-to-medium sized companies of a less seasoned nature. Securities of such issuers often involve significantly greater risks than the securities of larger companies.

Portfolio Concentration. Bennett Selby manages highly concentrated investment portfolios that may prove to be more volatile than the general market.

Information Sources and Analysis. Bennett Selby selects investments based in part on

information and data that the issuers of securities file with various government agencies or that it obtains from other sources. Bennett Selby is not able to confirm the completeness, genuineness, or accuracy of such information, and in some cases, complete and accurate information may not be available.

Bennett Selby is not able to obtain all relevant information regarding a company or security. Further, Bennett Selby may misinterpret or incorrectly analyze the information that it has about a particular fund, company, or security. These and other factors may cause Bennett Selby to (a) invest in securities at times that will lead to losses in client accounts and may cause a client to lose a significant portion of its investment or

(b) refrain from investing securities at times that would have resulted in gains in the client's portfolio if Bennett Selby would have caused the client's account to invest.

Options. Bennett Selby may engage in options trading where clients have given us the authority to do so. Our primary strategies are selling covered call options to generate client income and selling put options to generate income and position our clients to purchase the underlying at a more attractive price. Stock or index options that may be purchased or sold by Bennett Selby include options not traded on a securities exchange. Options not traded on an exchange are not issued by the Options Clearing Corporation; therefore, the risk of nonperformance by the obligor on such an option may be greater and the ease with which Bennett Selby can dispose of such an option may be less than in the case of an exchange-traded option issued by the Options Clearing Corporation. *The trading of options is highly speculative and may entail risks that are greater than those present when investing in other securities.* Prices of options are generally more volatile than prices of other securities. To the extent that Bennett Selby purchases options for client accounts that it does not sell or exercise, such client accounts will suffer the loss of the premium paid in such purchase. To the extent that Bennett Selby sells options for clients' accounts and must deliver the underlying securities at the option price, such client accounts have a theoretically unlimited risk of loss if the price of such underlying securities increases. To the extent that Bennett Selby must buy the underlying securities, it risks the loss of the difference between the market price of the underlying securities and the option price. Any gain or loss derived from the sale or exercise of an option will be reduced or increased, respectively, by the amount of the premium paid. The expenses of option investing include commissions payable on the purchase and on the exercise or sale of an option. Special risks are associated with the use of options. A decision as to whether, when and how to use options involves the exercise of skill and judgment which are different from those needed to select securities, and even a well-conceived transaction may be unsuccessful to some degree because of market behavior, currency fluctuations or interest rate trends. The potential loss incurred by clients of Bennett Selby in writing uncovered options is unlimited. When options are used as a hedging technique, there can be no guaranty of a correlation between price movements in the option and in the portfolio, securities being hedged. A lack of correlation could result in a loss on both the hedged securities and the hedging vehicle, so that the client accounts' return might have been better had hedging not been attempted.

Leveraged Exchange Traded Funds (ETFs). We invest in Leveraged ETFs in rare cases where a client requests such an investment. These funds seek a magnified return of an underlying Index (benchmark target) for a single day, as measured from one NAV calculation to the next. Due to the compounding of daily returns, holding periods of greater than one day can result in returns that are significantly different than the target return, and returns over periods other than one day will

likely differ in amount and possibly direction from the target return for the same period. For periods longer than a single day, these funds will lose money if the Index's performance is flat, and it is possible that the fund will lose money even if the level of the Index rises. Longer holding periods, higher Index volatility, and greater leveraged exposure each exacerbate the impact of compounding on an investor's returns. During periods of higher Index volatility, the volatility of the Index may affect the fund's return as much as or more than the return of the Index. These investments present different risks than other types of funds. They use leverage and are riskier than similarly benchmarked funds that do not use leverage. The Fund may not be suitable for all investors and should be used only by knowledgeable investors who understand the consequences of seeking daily leveraged investment results of the Index, including the impact of compounding on Fund performance.

ITEM 9: DISCIPLINARY INFORMATION

Neither Bennett Selby nor any of its affiliates, employees, or partners have any legal or disciplinary events, currently or in the past.

ITEM 10: OTHER FINANCIAL INDUSTRY ACTIVITIES & AFFILIATIONS

Broker-Dealer Registration

Neither Bennett Selby nor any of its management persons are registered, or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer.

Futures, Commodity Pool Operator, Commodity Trading Advisor

Neither Bennett Selby nor any of its management persons are registered, or have a registration or an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing entities.

Related Person Arrangements

Bennett Selby does not currently have any relationships or arrangements that are material to its advisory business or clients with either a broker-dealer, municipal securities dealer, or government securities dealer or broker, investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or "hedge fund" and offshore fund), other investment advisor or financial planner, futures commission merchant, commodity pool operator, or commodity trading advisor, banking or thrift institution, accountant or accounting firm, lawyer or law firm, insurance company or agency, pension consultant, real estate broker or dealer or sponsor of syndicator of limited partnerships.

Arrangements with Other Investment Advisor

Bennett Selby does not recommend or select other investment advisers for our clients, nor does Bennett Selby have other business relationships with those advisers that create a material conflict of interest.

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

Code of Ethics

Bennett Selby has adopted a Code of Ethics (the “Code of Ethics”). The purpose of the Code of Ethics is to set forth certain key guidelines that have been adopted by us as office policy for the guidance of all personnel and to specify the responsibility of all employees of and consultants to Bennett Selby to act in accordance with their fiduciary duty to our clients and to comply with applicable federal and state laws and regulations. The Code of Ethics requires that all employees and consultants conduct themselves in accordance with high ethical standards, which should be premised on the concepts of integrity, honesty and trust, and in full compliance with all applicable federal and state laws and regulations concerning the securities industry. This is available to any client or prospective client upon request.

The following is a summary of certain provisions of the Code of Ethics:

Confidential Information: As an investment adviser, we have a fiduciary duty to our clients not to divulge or misuse information obtained in connection with our services as an adviser. Therefore, all information, whether of a personal or business nature, that an employee or consultant obtains about a client's affairs in the course of employment or in connection with a consulting agreement with us should be treated as confidential and used only to provide services to or otherwise to the benefit of the client. Such information may sometimes include information about non-clients, and that information should likewise be held in confidence. Even the fact that Bennett Selby advises a particular client should ordinarily be treated as confidential.

Material Inside Information: All partners, employees and consultants of Bennett Selby (in any capacity) and all persons - friends, relatives, business associates and others - who receive nonpublic material inside information from employees concerning an issuer of securities (whether such issuer is a client or not) are subject to these rules. The Code of Ethics sets forth an extensive list of subject information about which is likely to be material inside information. The Code of Ethics forbids trading on material inside information and also explicitly forbids disclosing material inside information to another person (“tipping”) who subsequently uses that information for his or her profit.

Fiduciary Duty and Conflicts of Interest: Bennett Selby and its employees and partners have a fiduciary duty to its clients to act for the benefit of the clients before taking any action in interest of any employee or the firm. Bennett Selby has disclosed all material conflicts of interest that could reasonably be expected to impair the rendering of unbiased and objective advice.

Business Continuity Plan: Bennett Selby maintains a written plan to meet our fiduciary obligation to clients in the event of an emergency or significant business disruption.

Interest in Client Transactions and Personal Trading

Interest in Client Transactions/Personal Trading: Bennett Selby Investments believes in an approach of “eating our own cooking”, and most of the investment selections made on behalf of

our clients will also be invested in by the Principals of the business. **Our Principals may also trade options in personal accounts on securities held by clients.** Given cash for investment, and the timing of investment opportunities, no two accounts are likely to have the same weighting of investments. However, we believe our Principals must have conviction in the investments made for clients and invest our personal capital in the manner that we would our client's capital.

It is important to note that a conflict of interest can occur between our accounts and that of a customer, and this risk is not necessarily a prohibited activity. There are often times when we will be selling client securities for business/personal reasons (e.g., for redemptions) to implement a certain arrangement but will be holding or adding to our same positions in a security. This can be considered a conflict of interest. This risk is elevated when we invest in smaller capitalization stocks that have limited liquidity. We operate to put our clients first and avoid conflicts of interest where possible, but our clients should be aware that conflicts of interest can occur given the unique client needs. To mitigate risks, the advisor does not perform principal transactions with clients. To further mitigate risk when buying or selling a security for the advisor's accounts and client accounts, we use limit orders to obtain like pricing on securities.

ITEM 12: BROKERAGE PRACTICES

Selecting Brokerage Firms

The custodian and brokers we use: Bennett Selby does not maintain custody of your assets, although we are deemed to have custody of your assets if you give us authority to withdraw assets from your account (see Item 15 – Custody, below). Your assets must be maintained in an account at a “qualified custodian,” generally a broker-dealer or bank. We recommend that our clients use Charles Schwab & Co., Inc. (“Schwab”), a registered broker-dealer, member SIPC, as the qualified custodian. We are independently owned and operated and are not affiliated with Schwab. Schwab will hold your assets in a brokerage account and buy and sell securities when we instruct them to. While we recommend that you use Schwab as custodian/broker, you will decide whether to do so and will open your account with Schwab by entering into an account agreement directly with them. We do not open the account for you, although we may assist you in doing so. Not all advisors require their clients to use a particular broker-dealer or other custodian selected by the advisor. Even though your account is maintained at Schwab, we can still use other brokers to execute trades for your account as described below (see “Your brokerage and custody costs”).

How we select brokers/custodians: We seek to recommend a custodian/broker that will hold your assets and execute transactions on terms that are most advantageous when compared with other available providers and their services. We consider a wide range of factors, including:

- Combination of transaction execution services and asset custody services (generally without a separate fee for custody)
- Capability to execute, clear, and settle trades (buy and sell securities for your account)
- Capability to facilitate transfers and payments to and from accounts (wire transfers, check requests, bill payment, etc.)
- Breadth of available investment products (stocks, bonds, exchange-traded funds, 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 the prices
- Reputation, financial strength, security and stability
- Prior service to us and our clients
- Availability of other products and services that benefit us, as discussed below (see “Products and services available to us from Schwab”)

Your brokerage and custody costs: For our clients’ accounts that Schwab maintains, Schwab generally does not charge you separately for custody services but is compensated by charging you commissions or other fees on trades that it executes or that settle into your Schwab account. Certain trades (for example, many mutual funds, ETFs, and online stock and options trades) may not incur Schwab commissions or transaction fees. Schwab is also compensated by earning interest on the uninvested cash in your account in Schwab’s Cash Features Program. For some accounts, Schwab may charge you a percentage of the dollar amount of assets in the account in lieu of commissions. In addition to commissions and asset-based fees, Schwab charges you a flat dollar amount as a “prime broker” or “trade away” fee for each trade that we have executed by a different broker-dealer but where the securities bought or the funds from the securities sold are deposited (settled) into your Schwab account. These fees are in addition to the commissions or other compensation you pay the executing broker/dealer. Because of this, in order to minimize your trading costs, we have Schwab execute most trades for your account. We have determined that having Schwab execute most trades is consistent with our duty to seek “best execution” of your trades. Best execution means the most favorable terms for a transaction based on all relevant factors, including those listed above (see “How we select brokers/custodians”).

Products and services available to us from Schwab: Schwab Advisor Services™ is Schwab’s business serving independent investment advisory firms like us. They provide our clients and us with access to their institutional brokerage services (trading, custody, reporting and related services), many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us manage or administer our clients’ accounts, while others help us manage and grow our business. Schwab’s support services are generally available on an unsolicited basis (we don’t have to request them) and at no charge to us. Following is a more detailed description of Schwab’s support services:

Services that benefit you: Schwab’s institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of client assets. The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients. Schwab’s services described in this paragraph generally benefit you and your account.

Services that may not directly benefit you: Schwab also makes available to us other products and services that benefit us but may not directly benefit you or your account. These products and services assist us in managing and administering our clients’ accounts. They include investment research, both Schwab’s own and that of third parties. We may use this research to service our clients’ accounts. In addition to investment research, Schwab also makes available software and other technology that:

- provide access to client account data (such as duplicate trade confirmations and account statements)

- facilitate trade execution and allocate aggregated trade orders for multiple client accounts
- provide pricing and other market data
- facilitate payment of our fees from our clients' accounts
- assist with back-office functions, recordkeeping, and client reporting

Services that generally benefit only us: Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:

- Educational conferences and events
- Consulting on technology, compliance, legal, and business needs
- Publications and conferences on practice management and business succession
- Access to employee benefits providers, human capital consultants, and insurance providers
- Marketing consulting and support

Schwab may provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. Schwab may also discount or waive its fees for some of these services or pay all or a part of a third party's fees. Schwab may also provide us with other benefits such as occasional business entertainment of our personnel.

Our interest in Schwab's services: The availability of these services from Schwab benefits us because we do not have to produce or purchase them. We don't have to pay for Schwab's services. These services are not contingent upon us committing any specific amount of business to Schwab in trading commissions or assets in custody. This creates an incentive to recommend that you maintain your account with Schwab, based on our interest in receiving Schwab's services that benefit our business and Schwab's payment for services for which we would otherwise have to pay rather than based on your interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a potential conflict of interest. We believe, however, that our selection of Schwab as custodian and broker is in the best interests of our clients. Our selection is primarily supported by the scope, quality, and price of Schwab's services (see "How we select brokers/custodians") and not Schwab's services that benefit only us.

Research and Other Soft Dollar Benefits

Bennett Selby does not engage in the use of soft dollars except as disclosed above. For any such products and services Bennett Selby receives from Schwab or other custodians, it will follow procedures which ensure compliance with Section 28(e) of the Securities Exchange Act of 1934 or applicable state securities rules.

Brokerage for Client Referrals

Bennett Selby does not participate in brokerage for client referral programs.

Directed Brokerage

Bennett Selby does not participate in directed brokerage programs and does not permit clients to direct brokerage.

Aggregation of Client Accounts

Bennett Selby manages separately managed accounts, and all orders are made directly in each client account. Bennett Selby does not aggregate client orders.

ITEM 13: REVIEW OF ACCOUNTS

Periodic Reviews

Periodic account reviews generally happen twice per annum by phone or video conference. These reviews are performed by Matthew Bennett, Managing Partner.

Review Triggers

Clients can request a review of accounts at any time, and we will accommodate a discussion within 10 days of the request. A review could be triggered for any reason and is often because of a financial event such as changing employers.

Regular Reports

In our client discussions, we review overall returns and portfolio holdings. No figures are audited. Clients will receive written statements not less than quarterly from the qualified custodian. In addition, clients will receive other supporting reports from mutual funds, asset managers, trust companies or other custodians, broker-dealers and others who are involved with client accounts. Clients are encouraged to refer to their Schwab Account Statements for end of month balances and holdings. Bennett Selby does not deliver separate client reports.

ITEM 14: CLIENT REFERRALS AND OTHER COMPENSATION

As disclosed under Item 12 above, Bennett Selby participates in Charles Schwab & Co, Inc.'s institutional customer program and Bennett Selby may recommend Schwab to Clients for custody and brokerage services. There is no direct link between Bennett Selby's participation in the program and the investment advice it gives to its clients, although Bennett Selby receives economic benefits through its participation in the program that are typically not available to Schwab's retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate Client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving Bennett Selby participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to Client accounts); the ability to have advisory fees deducted directly from Client accounts; access to an electronic communications network for Client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to Bennett Selby by third party vendors. Schwab may also have paid for business consulting and professional services received by Bennett Selby's related persons. Some of the products and services made available by Schwab through the program may benefit Bennett Selby but may not benefit its client accounts. These products or services may assist Bennett Selby in managing and administering Client accounts, including accounts not maintained at Schwab. Other services made available by Schwab are intended to

help Bennett Selby manage and further develop its business enterprise. The benefits received by Bennett Selby or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to Schwab. As part of its fiduciary duties to clients, Bennett Selby endeavors always to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by Bennett Selby or its related persons in and of itself creates a potential conflict of interest and may indirectly influence Bennett Selby's choice of Schwab for custody and brokerage services.

Incoming Referrals

Bennett Selby does not have any arrangements where it receives an economic benefit from someone who is not a client for investment advisory services.

Referrals Out

Bennett Selby does not enter into written agreements with solicitors who agree to refer business to us in exchange for a predetermined share of the fees to be generated from such a relationship.

Other Compensation

Bennett Selby does not have any other compensation arrangements under which it receives any economic benefit, including sales awards or prizes.

ITEM 15: CUSTODY

Clients have access to monthly statements from our custodian, Charles Schwab & Co., Inc. Clients are encouraged to review all statements to learn more about their positions, fees, and expenses. Fees charged by Bennett Selby will be reflected in these statements.

Bennett Selby does not have custody of client funds or securities, except for the withdrawal of advisory fees directly from client accounts (please see Item 5, which describes the safeguards around direct fee deduction). However, as noted in Item 13 above, clients will receive statements not less than quarterly from the qualified custodian, and we encourage you to review those statements carefully. Any discrepancies should be immediately brought to the firm's attention.

ITEM 16: INVESTMENT DISCRETION

Bennett Selby provides investment supervisory services, which includes the management of separate accounts where the client gives discretion to us to make investment decisions on the client's behalf. Bennett Selby has the discretionary authority to buy and sell the types and amounts of securities in a client's account, unless limited or restricted by the investment management agreement with the client. (e.g., trading a specific security).

ITEM 17: VOTING CLIENT SECURITIES

Proxy Voting

Bennett Selby has adopted a policy of abstaining from all client proxy voting. The Client clearly keeps the authority and responsibility for the voting of proxies.

ITEM 18: FINANCIAL INFORMATION

Bennett Selby does not require or solicit prepayment of any advisory fees and does not have any adverse financial condition that is reasonably likely to impair our ability to continuously meet our contractual commitments to our clients. The firm has never been subject to a bankruptcy petition.