

Percy E. Bolton Associates, Inc.

1122 East Green Street

Pasadena, CA 91106

626-356-9660

www.percybolton.com

Part 2A of Form ADV

Brochure

May 30, 2023

This brochure provides information about the qualifications and business practices of Percy E. Bolton Associates, Inc. If you have any questions about the contents of this brochure, please contact us at 626-356-9660. The information in this brochure has not been approved or verified by the United Securities and Exchange Commission or by any state securities authority.

Percy E. Bolton Associates, Inc. is a Registered Investment Adviser. Registration with the United States and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

Statement of Qualifications

Additional information about Percy E. Bolton Associates, Inc. is also available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 Table of Contents ADV Part 2A

Item 1 Cover Page	1
Item 2 Table of Contents	2
Item 3 Material Changes	3
Item 4 Advisory Business	4
Item 5 Fees and Compensation	6
Item 6 Performance-Based Fees and Side-By-Side Management	10
Item 7 Types of Clients and Minimum Account Size	10
Item 8 Methods of Analysis, Investment Strategies and Loss of Risk	10
Item 9 Disciplinary Information	11
Item 10 Other Financial Industry Activities and Affiliations	11
Item 11 Code of Ethics, Participation or Interest in Client Transactions & Personal Trading	12
Item 12 Brokerage Practices	13
Item 13 Review of Accounts	13
Item 14 Client Referrals and Other Compensation	14
Item 15 Custody	14
Item 16 Investment Discretion	14
Item 17 Voting Client Securities	14
Item 18 Financial Information	14
Item 19 Requirements for State Registered Advisers	15
Privacy Policy	19

Material Changes Since Last Update

The last update to our brochure was on March 31, 2021.

The following is a summary of material changes made to our brochure since the last annual update:

Item 5 has an updated pricing model as of November 15, 2021.

We will ensure that clients receive a summary of any material changes to this and subsequent brochures within 120 days of the close of our business' fiscal year. We may provide other ongoing disclosure information about material changes as necessary. We will further provide clients with a new brochure as necessary based on changes or new information, at any time, without charge.

Currently, our brochure may be requested by contacting Percy E. Bolton, CFP®, at 626-356-9660 or pebolton@percybolton.com. Our brochure is also available free of charge on our web site at www.percybolton.com.

Additional information about Percy E. Bolton Associates, Inc. is available via the SEC's web site www.adviserinfo.sec.gov. The SEC's web site also provides information about any persons affiliated with PEBA who are registered, or are required to be registered, as investment adviser representatives of PEBA. You may find additional information regarding PEBA's registration with the state of California by visiting <https://brokercheck.finra.org/>.

Item 4 Advisory Business

Firm Description and Principal Owners

Percy E. Bolton Associates, Inc. was incorporated in the state of California in 1986. It has been providing comprehensive financial planning and investment consulting services to individuals and businesses since its inception. It is a registered advisor in the state of California. Its founder, Percy E. Bolton, is 100% owner of the corporation and the sole financial planner in the firm.

Type of Advisory Services

Percy E. Bolton Associates, Inc. provides fee-only holistic financial planning services and investment consulting services to individuals and non-profits. These services may be general in nature or focused on a need or area, depending upon the Client's unique circumstances. A primary function of Percy E. Bolton Associates is providing financial planning and investment advice to individuals and families. Advice is rendered in the areas of cash flow, balance sheet, budgeting, income taxes, investment policy, retirement policy, retirement income management, estate planning, caretaking, longevity and special needs planning, goals and objective setting.

Percy E. Bolton Associates first conducts an initial interview and gathers data to assist Client in determining specific needs, goals, and objectives. Percy E. Bolton Associates then prepares an analysis of the current situation and possible future scenarios; when appropriate. Next, Percy E. Bolton Associates presents the analysis and written summary of the significant observations, assumptions and suggestions within each area that Percy E. Bolton Associates was engaged to provide advice.

Adviser and Client will enter into an agreement which details the scope of the relationship and the responsibilities of both Adviser and Client. Advice and services provided under the agreement are tailored to the stated objectives of the Client(s).

Percy E. Bolton Associates, Inc. provides the following types of services:

Financial Planning Services

At Percy E. Bolton Associates, Inc. a unique, procedurally prudent process guides our approach. We employ a seven-step process to develop, supervise and manage financial plans that will put our clients on their way to having the life they desire.

Step: One: Understanding the Client's Personal and Financial Circumstances.

The first step in the financial planning process is to have a broad discussion about a client's personal and financial circumstances. This information may include the client's health and life expectancy, their life goals and risk tolerance, their earnings potential, their assets and liabilities, or any other bit of information that may impact a financial plan.

Step Two: Identifying and Selecting Goals

After understanding a client's personal and financial circumstances, the next step is to identify potential goals with the client. This begins with an open conversation about our assessment of the client's circumstances. From there, we can get into the details about short-term and long-term goals, as well as a general discussion of how they could be funded.

Three: Analyzing the Client's Current Course of Action and Potential Alternative Course(s) of Action

Step three establishes the connection between good information and successful goal setting, which is the heart of comprehensive financial planning. This is where we explore if and how clients should proceed to achieve their goals. It's important to closely evaluate the material advantages and disadvantages of a client's current course of action to illustrate why certain changes may be necessary. We must also evaluate any alternative courses of action that will maximize the client's chances of achieving their most important personal and financial goals. All the information collected and analyzed in the first three steps will serve as the basis of our financial plan.

Step Four: Developing the Financial Planning Recommendation(s)

From all the potential courses of action identified, now we must select a recommendation or multiple recommendations that will best serve our clients in achieving their most important goals. Financial planning recommendations should scale to clients' needs and address their deepest concerns. Our recommendations may require clients to re-prioritize or sacrifice certain aspects of their current lifestyle. It's important that recommendations balance the real with the ideal. We should formulate recommendations that balance the client's preferred outcomes with his or her ability and willingness to achieve them.

Step Five: Presenting the Financial Planning Recommendation(s)

Presenting planning information in a meaningful way can help steer clients to the decisions that strike the optimal balance between their goals and constraints. When presenting plans, we demonstrate our transparency, especially for items the CFP Board deems as necessary considerations when developing a financial plan, including:

- The assumptions and estimates used to formulate recommendations
- The basis of the recommendation and how it is designed to help our clients achieve their most important goals
- The timing and priority of the recommendation
- Whether or not the recommendation is independent or must be implemented with other recommendations.

Step Six: Implementing the Financial Planning Recommendation(s)

Once we've agreed on a realistic path forward, implementation will depend on the nature of our recommendations. This could involve guidance in the form of referrals to other professionals (e.g. legal, tax, or insurance) or action (e.g. configuring direct transfers or investment management). Either way, there will likely be follow through required by both PEBA and the client.

We orchestrate everyone's efforts, including:

- Addressing implementation responsibilities
- Identifying, analyzing, and selecting actions, products, or services
- Recommending actions, products, or services for implementation
- Selecting and implementing actions, products, or services

Step Seven: Monitoring Progress and Updating

The seventh and final step of the financial planning process is ongoing, spanning the length of the engagement with the client. PEBA have a duty to assign monitoring and updating responsibilities, as well as monitoring client progress towards goals, keeping both qualitative and quantitative information up to date, and updating the client's goals, recommendations, and implementation decisions.

As clients' financial lives evolve, we'll need to discuss any changes to their goals and their ability to achieve them, gather and assess information, and make recommendations on how best to move forward.

2. Investment Consulting

Investment Consulting include the development of client's investment program. This development consists of the following activities: 1) Analyze current investment position 2) Development of investment program 3) Assist with establishing goals and objectives, 4) Develop the asset allocation framework, 5) Design optimal portfolio 6) Prepare a written Investment Policy Statement, 7) Implement policy, 8) Serves as the primary contact for service and advice, 9) Monitor the investment plan against the stated goals, and 10) Conduct an annual review meeting.

Item 5 Fee and Compensation

The specific manner in which fees are charged by Percy E. Bolton Associates, Inc. (PEBA) is established in a Client's written agreement with "PEBA".

A summary of how the fees are calculated for this service option as follows:

Financial Planning

Monthly Retainer Fees:

1. Financial Planning: Analysis of cash flow, income taxes, asset allocation, portfolio analysis, retirement analysis (projections and options), insurance and estate planning, goal and objective setting and special needs. The engagement includes implementation of suggestions, telephone support, advice and meetings as required.

Fees are determined based on the complexity of the client's circumstances and the degree of consulting required. Our monthly fee for this service typically ranges between \$500 to \$2,500.

Percy E. Bolton Associate, Inc. is paid monthly in arrears and is considered to earn its fees on a monthly basis. Upon termination, no further payment or refund is due.

Payment Methods

The Client can pay via credit/debit card, or ACH.

Compensation of the Adviser

PEBA is a fee-only financial advisory firm and does not sell investment or insurance products. Unless specifically requested by Client (with such request accepted by Adviser), Adviser does not execute recommendations on behalf of Clients. Clients are responsible, but under no obligation, to implement any recommendations made by Adviser.

Third-Party Fees

In addition to Adviser's fee, Clients may incur certain other fees and charges to implement Adviser's recommendations. Additional charges and fees will be imposed by custodians, brokers, third party investment and other third parties, such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes. Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in a fund's prospectus. Such charges, fees and commissions are exclusive of and in addition to the Adviser's fee.

Negotiation of Fees

Fees may be negotiated, as determined by the Adviser, based upon individual Client needs and circumstances. It is the exception, not the rule, that fees are negotiated.

Termination of Agreement and Remaining Fees due Client or Adviser

For Financial planning services, either party may terminate the Agreement at any time with written notice to the other. The Client may terminate the Agreement without penalty by

providing written notice within ten days of signing the Agreement. If the Client terminates after the ten-day cancellation period, but within the first month, all fees paid to that point are non-refundable. If the Adviser terminates after the ten-day cancellation period, but within the first month, all fees paid to that point will be refunded.

Investment Consulting.

For the Investment Consulting service, an annual retainer is charged. Fees are determined based on the complexity of the client's circumstances and the degree of consulting required. Our annual fee for this service typically ranges between \$6,000 to \$15,000.

Payment Methods

The Client can pay via credit/debit card, or ACH. Alternatively, the client may choose to have their quarterly payments deducted from their brokerage accounts.

Fee Billing

The fee is billed quarterly. For this investment consulting service, a quarterly fee is charged in arrears.

Compensation of the Adviser

PEBA is a fee-only financial advisory firm and does not sell investment or insurance products. Unless specifically requested by Client (with such request accepted by Adviser), Adviser does not execute recommendations on behalf of Clients. Clients are responsible, but under no obligation, to implement any recommendations made by Adviser.

Third-Party Fees

In addition to Adviser's fee, Clients may incur certain other fees and charges to implement Adviser's recommendations. Additional charges and fees will be imposed by custodians, brokers, third party investment and other third parties, such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes. Mutual funds and exchange traded funds also charge internal management fees. Such charges, fees and commissions are exclusive of and in addition to the Adviser's fee.

Negotiation of Fees

Fees may be negotiated, as determined by the Adviser, based upon individual Client needs and circumstances. It is the exception, not the rule, that fees are negotiated.

Termination of Agreement and Remaining Fees due Client or Adviser.

Investment Management Consulting Agreements. Investment Management Consulting Agreements shall automatically renew on a quarterly basis, on the date specified in the Agreement. Either party may terminate the Investment Consulting Agreement by giving thirty (30) days' prior written notice to the other at any time during the term of this Agreement. There is no refund due upon termination.

All services provided, and the anticipated fees are detailed in the written agreements.

Tailored Relationships

Each account has Client imposed restriction. Each portfolio selected is based on the tailored and unique need of the client. Percy E. Bolton Associates has no discretion over the total amount of securities bought or sold. All accounts are non-discretionary, which require prior approval for all transactions. Through the development of an investment policy statement, the client places restriction on portfolio makeup regarding debt/equity mix, diversification of funds, and the quality rating of the funds.

No Participation in Wrap Fee Programs

Percy E. Bolton Associate, Inc. does not participate in any wrap fee program.

Management of Client Assets

Percy E. Bolton Associates, Inc. operates strictly on a non-discretionary basis. The number of assets Percy E. Bolton Associates manage on a non-discretionary basis as of December 31, 2022 is \$27,349,135.

The agreement the client signs with PEBA provides non-discretionary authority and it is our policy to require prior approval from the client for all transactions within the account.

Other Fees

Custodians or brokerage firms may charge annual fees or transactions for the purchase or sale of certain mutual funds. Mutual Funds charge management fees for their advisory services and may charge 12(b)-1 fees. Clients pay these fees in addition to the fees paid to Percy E. Bolton Associates, Inc. PEBA receives no portion of these fees.

Prepayment of Fees

All fees and their payment schedules are outlined in the Letter of Agreement.

The Financial Planning Service is paid by the client to PEBA monthly in arrears. The Client may terminate the Financial Planning Agreement without penalty by providing written notice within

10 days of signing the Agreement. If the Client terminates after the 10 days cancellation period, no further payment or refund is due.

The Investment Consulting Service is paid quarterly in arrears. Either party may terminate the Investment Consulting Agreement by giving thirty (30) days' prior written notice to the other at any time during the term of this Agreement. There is no refund due upon termination.

No Asset-Based Fees, Commissions or Service Fees

Percy E. Bolton Associates, Inc. receives fees only from clients. No commission, trailing fees, asset-based fees, service fees, or referral fees are received.

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

Percy E. Bolton Associates, Inc. does not accept nor charge performance-based fees, that is, fees based on a share of capital gains on or capital appreciation of the assets of a client.

Item 7 Types of Clients and Minimum Account Size

We generally provide advice to individuals, couples, families, and non-profits. There is no minimum account requirement. Some of the clients of Percy E. Bolton Associates, Inc. are the sponsors of investment funds. These funds are typically tax-exempt funds such as pensions, thrift, endowment, and foundation funds. The sponsors are private corporations and non-profit organizations.

There is no minimum account size.

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

Methods of Analysis

PEBA use SEI portfolio models and help client select which best fit their needs. The client completes a risk tolerance questionnaire; it is scored and then a proposal is prepared. The client can accept or reject the proposal. If the client rejects the initial proposal, we will continue to prepare proposals until we create one acceptable to the client. When the client finally accepts a suggested proposal, we then prepare an investment policy statement. The investment policy statement will guide our investment process.

Investment Strategies

PEBA use SEI portfolio models and help client select which best fit their needs. If the client decides to select SEI as its investment adviser, the investment policy statement will guide SEI investment process. The client signs a no trade letter of understanding with SEI that prohibits PEBA from trading individual securities in the account. The letter of understanding specifically states that

the Custodian agrees not to act on instructions from the client or PEBA which requests trades in individual securities in the account and agrees to mark the account as restricted.

Risk of Loss

Investing in securities involves a risk of loss that clients should be prepared to bear.

Item 9 Disciplinary information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of the advisor. Percy E. Bolton has had no legal or disciplinary events.

Percy E. Bolton Associates, Inc. has not been convicted, pled guilty or nolo contendere (no contest) to any (a) felony; (b) misdemeanor.

Percy E. Bolton Associates, Inc. has not been the named subject of a pending criminal proceeding.

Percy E. Bolton Associates, Inc. has not been found to have been involved in a violation of an investment related statute or regulation.

Percy E. Bolton associates, Inc. has not been the subject of any order, judgment, and decree permanently or temporarily enjoining our firm from engaging in any investment-related activities.

Percy E. Bolton Associate, Inc. has never been involved in an administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency, or foreign financial regulatory authority in which our firm or a management person:

1. Was found to have caused an investment related business to lose its authorization to do business; or
2. Was found to have been involved in a violation of SRO's rules and (i) barred or suspended from membership or from association with other members, or expelled from membership, (ii) otherwise significantly limited from investment-related activities; or (iii) fined more than \$2,500.

Item 10 Other Financial Industry Activities and Affiliations

Percy E. Bolton Associates, Inc. is not registered as a broker dealer nor has an application pending to register as broker-dealer or registered representative of a broker-dealer.

Percy E. Bolton Associates, Inc. is not registered nor has an application pending to register as a futures commission merchant, commodity pool operator, commodity trader advisor, or an associated person of the foregoing entities.

Percy E. Bolton Associates, Inc. has no other business relationship or arrangement of any type. It provides exclusively financial planning and investment advice.

Percy E. Bolton Associates, Inc. does not recommend or select other investment advisers for its clients, nor does it receive compensation from any advisers.

PEBA has and will continue to develop relationships with professionals who provide, the following types of services: legal, accounting, mortgage brokerage, banking, tax preparation, insurance brokerage, and other personal services. To reduce potential conflicts, we typically offer clients multiple referrals and encourage clients to also consider other sources for referrals. We don't pay or receive referral fees.

Item 11 Code of Ethics, Participation or Other Interest in Client Transaction and Personal Trading

Percy is a CERTIFIED FINANCIAL PLANNER™, and as such, Percy E. Bolton Associates, Inc. has adopted the Code of Ethics set forth by the CFP Board. This can be found at its websites: www.cfpboard.org.

These Code of Ethics include:

- ☐ Providing advice that is always in the client's best interest.
- ☐ Providing professional services with respect, integrity, objectivity, fairness, and diligence.
- ☐ Maintaining the knowledge and skill necessary to provide professional services competently.
- ☐ Disclosing conflicts of interest.
- ☐ Protecting the confidentiality of all client information.

Percy E. Bolton Associates, Inc. does not recommend the purchase or sale of any security or type of security.

Percy E. Bolton Associates, Inc. has no investment committee or similar group, which determines or approves what investment advice, shall generally be rendered to any client or to which client such investment advice shall be rendered.

PEBA and its owner may buy and sell securities that were also recommended to clients and held by clients. We foresee no material conflict of interest because the purchase or sale is minimal in relation to the total outstanding value and would have negligible effect on the market price.

The Chief Compliance Officer of Percy E. Bolton Associates, Inc. is Percy E. Bolton. He is the owner and there are no employees. He reviews trades in his own accounts. Since these trades are

Privacy Policy

Percy E. Bolton Associates, Inc. is committed to safeguarding the confidential information of its clients. We hold all personal information provided to our firm in the strictest confidence.

With your permission, we discuss limited information to attorneys, accountants, and mortgage lenders with whom you have established a relationship. You may opt out of sharing information with these unaffiliated third parties by notifying us at any time by telephone, email, or in person.

We do not provide your personally identifiable information to mail list vendors or solicitors for any purpose.

We maintain a secure office to ensure that your information is not placed at unreasonable risk. We employ secure data encryption techniques and authentications procedures in our computer environment.

We require strict confidentiality in our agreements with unaffiliated third parties that request access to your personal information, including consultation and auditors. Federal and state securities may review our Company records and your personal records as permitted by law.

We will notify you in advance if our privacy policy is expected to change. We are required by law to deliver this Privacy Statement to you annually, in writing.

and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board’s studies have determined as necessary for the competent and professional delivery of financial planning services and attain a bachelor’s Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board’s financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- Examination – Pass the comprehensive CFP® Certification Examination. The examination, administered in 6 hours over a two-day period, includes case studies and client scenarios designed to test one’s ability to correctly diagnose financial planning issues and apply one’s knowledge of financial planning to real world circumstances;
- Experience – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- Ethics – Agree to be bound by CFP Board’s *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements to maintain the right to continue to use the CFP® marks:

- Continuing Education – Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and
- Ethics – Renew an agreement to be bound by the *Standards of Professional Conduct*. The *Standards* prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board’s enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

Percy E. Bolton, CFP®

Education:

Certified Financial Planner (CFP) 1984

Retirement Management Analyst (RMA) 2016

University of California, Los Angeles (UCLA), BA in History 1972

University of California, Los Angeles (UCLA), MA in History 1975

Experience:

Managing Associate of Percy E. Bolton Associates, Inc. since 1986.

Registered Principal with Southmark Financial Services, 1984-1986

Registered Representative with University Securities Corp. 1981-1984

Members of Percy E. Bolton Associates' professional staff are evaluated based on education and professional work experience, prior to hiring. The firm requires that all full-time employees have a college degree. In addition, any associated persons involved in determining investment strategy or giving investment advice to clients must meet the examination or other licensing requirements of the states in which they provide services. The firm conducts pre-hiring background checks for all employees.

All firm personnel are monitored and supervised by the firm's managing associate, Percy Bolton.

All employees listed herein receive compensation solely for their responsibilities at Percy E. Bolton Associates, Inc. and earn income from no other material source. No employee is actively engaged in any other investment business or occupation. The individual in this report has no reportable disciplinary events to disclose.

CFP®: CERTIFIED FINANCIAL PLANNER™

A CERTIFIED FINANCIAL PLANNER™ is a professional designation issued by the Certified Financial Planner Board of Standards, Inc. Candidates for the CFP® designation are tested on over 100 topics in the following areas: financial planning, insurance, investment planning and retirement and estate planning. A CERTIFIED FINANCIAL PLANNER™ is qualified to give financial advice and make financial decisions for individuals seeking their expertise. A CERTIFIED FINANCIAL PLANNER™ must participate in continuing education, including ethics training, to maintain his or her certification.

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and several other countries for its (1) high standard of professional education; (2) stringent code of conduct

Percy E. Bolton Associates, Inc.

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Pasadena, CA 91106

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Part 2B of Form ADV

Required Brochure Supplement

Professional Background of

Percy E. Bolton, CFP® (Managing Associate)

This brochure supplement provides information about the qualifications of the above-named Percy E. Bolton Associates, Inc. investment advisory professional. This is a supplement to Percy E. Bolton Associates, Inc. brochure (Form ADV, Part 2A). Please contact the firm at 626.356.9660 or via email to pebolton@percycybolton.com, if you have any questions about this supplement.

Item 18 Financial Information

Because PEBA does not require prepayment of services six months or more in advance, thus this item is not applicable.

Item 19 Requirements for State Registered Advisers

Percy E. Bolton is 100% owner of the corporation and the sole financial planner in the firm. Prior to becoming a registered representative with University Securities Corp, Percy was a life and disability insurance agent. University Securities Corp. was acquired by Southmark Financial Services and serve there in the capacity as a registered principal and branch manager.

In 1984, Percy E. Bolton received his Certified Financial Planner™ designation and soon thereafter, in 1986 the firm was founded. At that time, Mr. Bolton relinquished all licenses, including both his Series 7 and Series 24, in establishing his fee-only firm. In 2016, Percy received his Retirement Management Analyst® designation. He earned both his bachelor's and master's degree from UCLA in economic history.

Upon termination of our engagement, we will not contact the client concerning their investment or our financial recommendations. It is the client's responsibility to continually monitor the components of their plan, including their investments. They should review their investments when there are changes in the underlying investments, their investment objectives or financial circumstances.

Clients receive updated exhibits on an ongoing basis and as needed basis to reflect changes in clients' personal circumstances and financial information. To the extent that there have been changes in the underlying information, clients are provided with an updated exhibit at least annually.

The client will receive monthly statements from the SEI Private Trust Company indicating holdings. A quarterly report, indicating market value, cash flows, gains and losses, asset allocation and performance as it relates to market indices, is also available if the client elects to receive it. Annually, the client will receive a tax report for the account. PEBA recommends that clients review these at least quarterly to make sure all activity is authorized and correct.

Item 14 Client Referral and Other Compensation

Percy E. Bolton Associates, Inc. has no relationship with anyone who is not a client that provides an economic benefit to us for providing investment advice or other advisory services.

Percy E. Bolton Associates, Inc. does not directly or indirectly compensate any person for client referrals.

Item 15 Custody

Percy E. Bolton Associates, Inc. does not have custody of client funds or securities, thus this item is not applicable.

Item 16 Investment Discretion

Percy E. Bolton Associates, Inc. operates strictly on a non-discretionary basis. The agreement the client signs with PEBA provides for non-discretionary authority. It is the policy of Percy E. Bolton Associates, Inc. to require prior approval from the client for all transactions within the account.

Item 17 Voting Client Securities

Percy E. Bolton Associates, Inc. does not have, nor will accept authority to vote client securities. Client receives proxies and other solicitations directly from custodian. All questions regarding solicitations and proxies are directly addressed to the custodian.

minimal in relation to the total outstanding value, personal trading does not affect the market price.

Item 12 Brokerage Practices

Percy E. Bolton Associates, Inc. does not use soft dollar benefits. Nor do we recommend, request, or require that a client execute transactions through a specified broker-dealer. The agreement the Client signs with the PEBA states that PEBA shall not sell or purchase any securities except upon written directions from Client.

Percy E. Bolton Associates, Inc. does not select or recommend broker-dealers for client transaction. Nor does it receive any compensation from any broker-dealer. The Client may appoint an investment advisor to manage a portion of the investments. Such appointment shall be evidenced in a writing signed by Client and investment advisor. Upon receiving such writing, PEBA shall not be responsible for the management of such investments which has been the assigned to the investment advisor. The investment advisor will be responsible for providing such reports and valuations as Client may request, and PEBA shall have no duty to report on the value of such investments.

Percy E. Bolton Associates, Inc. does not receive any client referrals from a broker-dealer or third party.

PEBA suggest clients to use SEI Private Trust Company as their custodian in order for PEBA to safeguard and monitor their accounts. PEBA safeguard clients' assets at SEI Private Trust Company (PTC). Many of the communications the client receive from PEBA will come from SEI Private Trust Company (SPTC), which is a wholly owned subsidiary of SEI. As a trust institution, SPTC segregates clients' assets from its own assets and holds them as custodian. Assets held in accounts at a trust company are not assets of the trust company. Therefore, trust company creditors have no claim to such assets. Clients' investments are held in the client's name at SPTC. The company may not pledge, hypothecate or margin assets that it holds in custody.

Item 13 Review of Accounts

PEBA conduct a review of a client's investments as part of both of our Services. The frequency and level of details of these reviews will vary, depending upon each client's needs and objectives. The reviewer is Percy E. Bolton.

They are conducted at least once annually, and when triggered by a material change in the underlying investments or a change in the client's personal circumstances. We rely on our clients to notify us of changes in their personal circumstances, employer-provided retirement investments, or investments.