

Form CRS – Client Relationship Summary

Introduction

Holcombe Financial, Inc. is registered with the US Securities and Exchange Commission as an Investment Adviser. You have a choice among different types of financial services professionals to assist you with your financial needs. Brokerage and investment advisory services and fees differ, and it is important for you to understand these differences. Free and simple tools are available to research firms and financial professionals at www.investor.gov/CRS, which also provides educational materials about broker-dealers, investment advisers, and investing.

What investment services and advice can you provide me?

We provide investment advisory services to retail investors. We specialize in personalized ongoing financial planning and portfolio management services, which are usually combined under one all-inclusive fee. We also provide financial planning and consulting services on a standalone basis. The firm also serves as the investment manager and managing member of private pooled investment funds (the “Affiliated Funds”). We do not limit our investment advice to our proprietary products (i.e., the Affiliated Funds) or choose from a limited menu of products or investment types when selecting investments for your portfolio.

Financial Planning: A significant portion of our efforts are related to “non-securities advice,” such as identification of financial goals and objectives, budgeting and cash flow management, education funding, retirement planning, charitable and estate planning, among others.

Portfolio Management: We work with you to gain an understanding of your investment goals, risk tolerance and financial situation. We then develop an investment plan designed to meet your investment objectives and provide ongoing management of your assets. As part of our standard services, we continuously monitor your investments and review your portfolio on a quarterly basis. We will contact you at least annually to discuss your portfolio and update your investment plan, but interim updates may also need to be made. We typically require a minimum portfolio value of \$2 million.

We will manage your investment portfolio on a discretionary basis. When you choose a discretionary arrangement, we will have the authority to buy and sell securities in your account(s) without asking you in advance. You will sign an advisory agreement giving us this authority until either you or we terminate that agreement. Notwithstanding our discretionary authority, we will not engage in transactions in private funds without your prior authorization.

More detailed information on our services is available in our [Form ADV Part 2A](#) (our “Brochure”) in Items 4, 7, 8, 13, and 16. We are here to help you and encourage you to ask us questions. For example, you might want to ask us:

- *Given my financial situation, should I choose an investment advisory service? Why or why not?*
- *How will you choose investments to recommend to me?*
- *What is your relevant experience, including your licenses, education and other qualifications? What do these qualifications mean?*

What fees will I pay?

The initial financial plan and standalone financial planning services are provided on a fixed fee basis. Consulting fees are hourly or fixed amounts.

Fees for our combined ongoing financial planning and portfolio management services are calculated as a percentage of the assets we manage for you and are billed quarterly in advance. We believe this fee structure aligns our interests with yours, since we earn more fees as the value of your portfolio increases. Nonetheless, this type of fee arrangement could also incentivize us to encourage you to deposit more assets in your account, which would increase our fees. Our minimum annual fee is \$1,500.

In addition to the fees that we charge, your investment portfolio will incur other expenses. The most common examples are brokerage transaction fees (such as the fee that the broker charges to buy or sell a security in your account), custodian fees, and the internal fees and expenses imposed by mutual funds and exchange traded funds. Certain mutual funds also impose short-term redemption fees. If you invest in an unaffiliated private fund (i.e., we do not serve as the private fund’s investment adviser or General Partner), the fees and other expenses assessed by the Private Fund will be separate from and in addition to our fee. If you invest in one of our Affiliated Funds, you will be assessed the fund’s

fees and expenses, which may include a performance-based fee on the fund's profits. However, we will not charge an advisory fee on your assets invested in our Affiliated Funds.

You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying.

More information is available in our [Form ADV Part 2A](#) (our "Brochure") in Items 5 and 12. We are happy to address fee arrangements in more detail with you. For example, you might want to ask:

- *Help me understand how these fees and costs might affect my investments. If I give you \$10,000 to invest, how much will go to fees and costs, and how much will be invested for me?*

What are your legal obligations to me when acting as my investment adviser? How else does your firm make money and what conflicts of interest do you have?

When we act as your investment adviser, we have to act in your best interest and not put our interest ahead of yours. At the same time, the way we make money creates some conflicts with your interests. You should understand and ask us about these conflicts because they can affect the investment advice we provide to you. Here are some examples to help you understand what this means.

- If you invest in one or more of our proprietary Affiliated Funds, you will be assessed a management fee by the fund that is a percentage of your assets invested in the fund. Depending on the specific fund, you may also pay a performance fee based on net profits. We receive these fees by virtue of service as the investment adviser and/or Managing Member of the Affiliated Funds. The receipt of these fees, which may be higher than our typical management fees, could influence us to recommend that you invest in the Affiliated Funds.

As a registered investment adviser, we are held to what is known as a fiduciary standard, which covers our entire investment advisory relationship with you. The standard requires our constant commitment to our duty of loyalty and care to you, our client. As a fiduciary, we must eliminate any conflicts of interest or tell you about them in a way you can understand, so that you can decide whether to agree to them.

More information is available in our [Form ADV Part 2A](#) (our "Brochure") in Items 10, 11 and 12. Please ask us:

- *How might your conflicts of interest affect me, and how will you address them?*

How do your financial professionals make money?

Our financial professionals are paid a salary and may receive a share of client revenue and/or a bonus based on profitability of the firm. Financial professionals who are owners of the firm receive their share of corporate distributions based on firm profits. The receipt of compensation based on revenue or profits could influence us to recommend that you increase the assets that we manage. Our financial professionals are also eligible to earn commissions or other payments for the sale of real estate.

Do you or your financial professionals have a legal or disciplinary history?

No. We encourage you to visit www.Investor.gov/CRS for a free and simple search tool to research us and our financial professionals. You might want to ask us:

- *As a financial professional, do you have any disciplinary history? For what type of conduct?*

Additional information

Please refer to our Brochure for more details on our investment advisory services and other topics. Please call us at (800) 298-9904 or email info@holcombfinancial.com to request up-to-date information and a copy of the Client Relationship Summary and/or Brochure. We encourage you to ask:

- *Who is my primary contact person? Is he or she a representative of an investment adviser or broker dealer? Who can I talk to if I have concerns about how this person is treating me?*

**FORM CRS
SUMMARY OF CHANGES EXHIBIT**

Set forth below is a summary of the changes made to Holcombe Financial, Inc. Form CRS on April 3, 2022:

Section Updated:

What are your legal obligations to me when acting as my investment adviser? How else does your firm make money and what conflicts of interest do you have?

- POI Management, LLC (an affiliate of Holcombe Financial, Inc.) no longer serves as general partner of any of our Affiliated Funds. This information was removed.
- We clarified that Holcombe Financial, Inc. is the managing member and adviser of the Affiliated Funds.