KLINGENSTEIN FIELDS
ADVISORS

# Form ADV Part 2A

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**July 28, 2026**

This Brochure provides information about the qualifications and business practices of **Klingenstein, Fields & Co., L.P., together with its affiliate, KF Group, LP, doing business as KLINGENSTEIN FIELDS ADVISORS** ("KF Advisors," "ADVISER," "we," "us" or "our"). For purpose of this ADV Part 2A, references to KF Advisors refers to Klingenstein, Fields & Co., L.P., unless otherwise specified. If you have any questions about the contents of this Brochure, please contact Maria Chambers at 212-492-6169 or maria.chambers@klingenstein.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.

We are a registered investment adviser. Registration of an investment adviser does not imply a certain level of skill or training. The oral and written communications of an adviser, including this Brochure, provide you with information to help you determine to hire or retain an adviser.

Additional information about us is available on the SEC's website at www.adviserinfo.sec.gov.

## Item 2 – Material Changes

This Brochure dated July 29, 2026, serves as an update to the Brochure dated March 30, 2026. While there have been no material changes to the Brochure, we amended the Brochure to reflect our new office suite number.

We recommend that you read this document in its entirety.

When there are material changes to our qualifications and business practices, we offer or deliver this full Brochure or a summary of any material changes to all of our clients each year, or as required, pursuant to SEC Rules, within 120 days of the close of our business' fiscal year, each December 31st. We further provide other ongoing disclosure information about material changes, as necessary.

We will provide our clients with a new full Brochure, as necessary, based on changes or new information, in accordance with applicable law.

Our current Brochure can be requested by contacting Maria Chambers, Chief Compliance Officer at 212-492-6169 or maria.chambers@klingenstein.com. The Brochure is also available on our website at www.klingenstein.com. The Brochure is available at no charge.

The current Brochure and additional information about KF Advisors is available via the SEC's web site at www.adviserinfo.sec.gov. The SEC's web site also provides information about any persons affiliated with KF Advisors who are registered as investment adviser representatives of KF Advisors.

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## Item 4 – Advisory Business

Klingenstein, Fields & Co., L.P. formed and initially registered with the SEC as an adviser in 1988. From 1998 through July 2020, the adviser operated as Klingenstein, Fields & Co., L.L.C. In August 2020, the adviser reverted to limited partnership form as Klingenstein, Fields & Co., L.P.

The principal owner of 25% or more of the ADVISER is a trust for the benefit of the Klingenstein family. Additional owners include active partners of management of KF Advisors. Please see our Brochure Supplement on Form ADV Part 2B for more information about our investment advisory personnel.

KF Advisors provides investment advice to selected clients primarily on a discretionary basis and, to a lesser extent, on a nondiscretionary basis, based upon the individual investment objectives, risk tolerance and constraints, time horizon and liquidity needs of our clients. Individual accounts will have differing asset allocation, different securities or different amounts of specific securities to reflect their individual objectives, risk tolerance and constraints, time horizon and liquidity needs. Clients can impose reasonable restrictions on our investment discretion with respect to investing in certain securities or types of securities or can indicate that a particular held security is not to be sold; however, this could affect their investment results.

Services include ongoing advice and supervision over client accounts principally regarding both equity and fixed income securities**,** and to a lesser extent other asset classes, which exposures could be achieved through investments in mutual funds and/or exchange traded funds ("ETFs"). As part of its closed architecture strategy, KF Advisors has developed a model portfolio that represents the implementation of the firm's core equity strategy and that can be applied consistently across applicable new and existing accounts, as deemed appropriate (as described in **Item 8**). These activities are primarily based upon fundamental research and an analysis of general economic, business and market conditions.

KF Advisors, directly or through a sub-advisory agreement with our advisory affiliate KF Group, LP ("KF Group"), also provides an open architecture approach to investing through implementation of a full asset allocation framework that utilizes investments across a range of asset classes, including investments with external managers on whom we have conducted due diligence and hold a high level of conviction, as well as, when we deem appropriate and/or in the clients best interests, investments in our core equity strategy. A full description of the open architecture approach and related risks, policy summaries and conflicts disclosures are included in KF Group's ADV Part 2A, which should be read in its entirety, in conjunction with this ADV Part 2A, for a comprehensive description of our

expanded strategy and conflicts of interest and is provided to all our clients prior to entering into an advisory relationship. KF Group is an SEC registered investment adviser with whom we are under common control, share the same principal place of business, personnel and other resource as well as conduct and operate a fully integrated advisory business.

For a subset of accounts seeking to invest in municipal and/or taxable fixed income products, KF Advisors may allocate a percentage of a client's account to a sub-advisor or to other third-party managers.

We do not regularly issue any publication or report to our clients other than quarterly valuation of their individual accounts, a monthly investment outlook and periodic market commentaries. KF Advisors produces and distributes a variety of communications on topics relevant to our clients, which vary in frequency and format, including emails, white papers, newsletters, webinars, videos, etc., and are distributed live, electronically, in print or posted on our website or social media accounts.

We serve as the investment adviser to several pooled investment vehicles that we refer to in this Brochure as "Funds." Additional information regarding the Funds can be found in **Item 8**, below and in the Fund's offering documents, available upon request.

We occasionally provide investment advice to clients with respect to pooled investment vehicles such as partnerships or other private entities engaging in investment strategies including, but not limited to, private equity and venture capital. Where appropriate, we provide advice with respect to, and solicit certain clients to participate in, such entities, some of which are affiliated with us.

As discussed in **Item 10**, KF Advisors is affiliated with various private investment funds. KF Advisors, on a non-discretionary basis, will recommend that qualified clients consider allocating a portion of their investment assets to the *affiliated private funds,* where appropriate. The terms and conditions for participation in the *affiliated private funds,* including management and incentive fees, where applicable, are set forth in the fund's offering documents. KF Advisors' clients are under absolutely no obligation to consider or make an investment in a private investment fund(s). In addition, as further described in **Item 11** and in **Item 12**, in the paragraph headed ***Trade Aggregation and Allocation***, KF Advisors' officers, Partners and other employees ("Employees"), and their immediate family members and certain other persons and entities associated with those Employees ("Related Persons") are permitted to invest alongside these funds, provided that such investments are consistent with KF Advisors' Code of Ethics and Insider Trading Policy and Trade Allocation Policies and Procedures, which, in relevant part, among other things, require (i) the pre-clearance of private investments by Employees and certain Related

Persons, (ii) the participating private funds to receive a right of first refusal, and (iii) that KF Advisors' clients' interests are placed ahead of KF Advisors Employees and certain Related Persons.

**Please Note:** As further described in **Item** 8, private investment funds generally involve various risk factors, including, but not limited to, potential for complete loss of principal, liquidity constraints and lack of transparency. Unlike liquid investments that a client may maintain, private investment funds do not provide daily liquidity or pricing. Each prospective client investor will be required to complete a Subscription Agreement. **Please Also Note: Conflict Of Interest**: Because KF Advisors can earn compensation from the *affiliated private funds* that in certain instances exceeds the fee that KF Advisors would earn under its standard asset based fee schedule referenced in **Item 5** below, the recommendation that a client become an *affiliated private fund* investor presents a **conflict of interest**.

**Miscellaneous**

**Financial Planning and Non-Investment Consulting/Implementation Services**. To the extent specifically requested by the client or when we think appropriate, KF Advisors provides **financial planning** services and assists in the development of detailed financial plans and strategies, including non-investment related matters, such as estate planning, insurance, etc. Neither KF Advisors, nor any of its representatives, serves as an attorney, accountant, or insurance agent, and no portion of KF Advisors' services should be construed as such. To the extent requested by a client or when we think appropriate, KF Advisors recommends the services of unaffiliated professionals for certain non-investment implementation purposes (i.e. attorneys, accountants, insurance, etc.). KF Advisors does not receive any direct or indirect compensation from clients' use of any recommended professionals. The client is under no obligation to engage the services of any such recommended professional. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any recommendation from KF Advisors. **Please Note:** If the client engages any unaffiliated recommended professional, and a dispute arises thereafter relative to such engagement, the client agrees to seek recourse exclusively from and against the engaged professional. **Please Also Note:** It remains the client's responsibility to promptly notify KF Advisors if there is ever any change in his/her/its financial situation or investment objectives for the purpose of reviewing/evaluating/revising KF Advisors' previous recommendations and/or services.

**PLEASE NOTE: RETIREMENT ROLLOVERS-No Obligation/Conflict of Interest**: A client leaving an employer typically has four options (and could engage in a combination of these options): i) leave the money in his former employer's plan, if permitted, ii) roll over the

assets to his new employer's plan, if one is available and rollovers are permitted, iii) rollover to an IRA, or iv) cash out the account value (which could, depending upon the client's age, result in adverse tax consequences). KF Advisors can recommend an investor roll over plan assets or an Individual Retirement Account (IRA) to an IRA managed by KF Advisors. As a result, KF Advisors and its representatives will earn an asset-based fee (see **Please Note** below). In contrast, a recommendation that a client or prospective client leave his or her plan assets with his or her old employer or roll the assets to a plan sponsored by a new employer, or alternatively to leave his or her IRA with its current adviser or roll the IRA to another adviser, will generally result in no compensation to KF Advisors (unless the client engages KF Advisors to monitor and/or manage the account while maintained in an employer plan). KF Advisors has an economic incentive to encourage an investor to roll plan assets or IRA assets into an IRA that KF Advisors will manage or to engage KF Advisors to monitor and/or manage plan assets while maintained at your employer.

When we provide investment advice to you regarding your retirement plan account or IRA, we are fiduciaries within the meaning of Title I of the Employee Retirement Income Security Act and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. The way we make money, as set forth above, creates some conflicts with your interests, so we operate under a special rule that requires us to act in your best interest and not put our interest ahead of yours.

Under this special rule's provisions, we must:

- Meet a professional standard of care when making investment recommendations (give prudent advice);
- Never put our financial interests ahead of yours when making recommendations (give loyal advice);
- Avoid misleading statements about conflicts of interest, fees, and investments;
- Follow policies and procedures designed to ensure that we give advice that is in *your* best interest;
- Charge no more than is reasonable for our services; and
- Give you basic information about conflicts of interest.

There are various factors that KF Advisors will consider before recommending a rollover, including but not limited to: i) the investment options available in the plan or IRA versus the contemplated investment options available in an IRA managed by KF Advisors, ii) fees and expenses in the plan or IRA versus the fees and expenses in the proposed IRA; which analysis may include consideration of factors such as the long-term impact of any increased costs; and why the rollover is appropriate notwithstanding any additional costs; iii) whether the employer pays for some or all of the plan's administrative expenses; iv) the different levels of services and investments; including, among others, the need for help

with investments or financial planning; the relationship with financial adviser; and the investment flexibility available under the plan and the IRA; v) pre-retirement distribution; vi) potential tax issues; and vii) other issues, including, among others, the desire to consolidate investment assets and bankruptcy protection. With respect to the plan, KF Advisors will consider all of the investments in the plan's line-up, and not solely the client's current investments. KF Advisors' determination of a recommendation of a rollover of plan assets can be limited by the availability of information about the client's employer plan alternatives. No client is under any obligation to rollover plan or IRA assets to an IRA managed by KF Advisors or to engage KF Advisors to monitor and/or manage the plan assets while maintained at your employer.

**Client Obligations**. In performing its services, KF Advisors shall not be required to verify any information received from the client or from the client's other professionals, and is expressly authorized to rely thereon. Moreover, each client is advised that it remains his/her/its responsibility to promptly notify KF Advisors if there is ever any change in his/her/its financial situation or investment objectives for the purpose of reviewing/evaluating/ revising KF Advisors' previous recommendations and/or services.

**Please Note: Investment Risk. Different types of investments involve varying degrees of risk, and it should not be assumed that future performance of any specific investment or investment strategy (including the investments and/or investment strategies that are recommended or undertaken by KF Advisors) will be profitable or equal any specific performance level(s).**

We provide investment advice to clients with respect to other types of investments or other financial matters.

Our investment advisory clients can terminate their investment advisory agreement with us immediately by providing written notice to us requesting termination; or at such time as is otherwise mutually agreed upon in writing by the client and us. KF Advisors can resign as adviser to an account with notice, after five business days.

### Assets Under Management

As of December 31, 2025, we managed Regulatory Assets Under Management calculated in accordance with the guidelines of Form ADV Part 1:

- 1309 Discretionary and Non-Discretionary accounts, valued at $4.7 Billion ($4,698,833,301), including:
    - 1,287 Discretionary accounts, valued at $4.0 Billion ($3,967,042,588); and
    - 22 Non-Discretionary accounts, valued at $731.8 Million ($731,790,713).

## Item 5 – Fees and Compensation

### Investment Advisory Fees

As compensation for standard investment advisory services provided to clients, KF Advisors charges an investment advisory fee based upon the total market value of all managed assets in a client's account at an annual rate that ranges up to 1.00% percent annually, with reduced fees over assets that reach specific breakpoints, that are described in detail in each client's investment advisory agreement.

Fees are generally not negotiable. Fees can vary to reflect circumstances that apply to a specific client or account, including, but not limited to: the nature of the assets in the account, account size, certain historical arrangements, and the client's investment requirements. Fees for accounts within a family group are generally calculated for the combined market value of all accounts in the group, to the extent allowable, and paid by the individual accounts in proportion to their market values.

We compute investment advisory fees in arrears for each quarter as of the close of trading on the last business day of March, June, September and December. Fees for each quarter are charged within 15 days after the beginning of the following quarter. Fees could be prorated for substantial capital contributions or withdrawals made during the applicable calendar quarter. Accounts initiated or terminated during a calendar quarter will be charged a prorated fee. Upon termination of any account, any earned, but unpaid, fees will be due and payable.

Fees for KF Advisors private funds are described in the respective private fund organizational documents. Fees for KF Advisors private funds are generally computed annually, in arrears, following completion of the funds' financial audits, except for three funds, for which we compute and collect fees quarterly, in arrears.

Clients generally authorize us to collect fees by instructing custodians to debit the client's account in the appropriate amount computed as described above. This authorization is in the general form of investment advisory agreement entered into between KF Advisors and our clients. In that case, we send fee notices to each client and the custodian for each client's account at the same time, indicating the amount of the fee to be debited from the account, how it was calculated and the value of assets on which the determination of the fee was based. In addition, KF Advisors requests that the custodian for each client's account notify the client, at least quarterly, of the amount of the fee debited from the client's account.

Clients can elect to pay investment advisory fees directly and, in that case, we send invoices similar to the notices described above to such clients.

**Performance Fees**

As set forth in Item 6 below, for three KF Advisors private funds, the General Partner will charge a performance or incentive fee constituting a percentage of profits or gains, if the relevant threshold is exceeded, in addition to the management fees paid to KF Advisors, as mentioned above. Please refer to the private fund documents for specific details of these arrangements.

**Expenses**

In addition to investment advisory fees paid to us, our clients pay brokerage commissions, transaction fees, and other related costs and expenses of securities transactions executed for their account. Clients can incur certain charges imposed by custodians, brokers, trustees and other third parties such as custodial fees, trustees fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund transfer fees, account maintenance fees and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and ETFs also charge internal management fees, which are disclosed in a fund's Prospectus. Under our open architecture approach to investing, clients can also incur manager fees and other charges as described above. Such charges, fees and commissions are in addition to KF Advisors' fee, and we do not receive any portion of these costs paid by clients. Item 12 further describes the factors that we consider in selecting or recommending broker-dealers for client transactions and determining the reasonableness of their compensation (e.g., commissions).

Expenses borne by the private funds managed by KF Advisors are set forth in the respective fund's offering documents, and generally include payment (or reimbursement to KF Advisors or the General Partner, where applicable) for costs and

expenses as follows: (i) organizational and offering costs and expenses; and (ii) operating costs and expenses, *including, but not limited* to the sourcing, acquiring, administering, holding of investments or proposed investments. Please refer to the respective private fund offering documents, available upon request, for more information about a private fund's expenses.

For considerations relating to our open architecture approach, please refer to **Item 5 – Fees and Compensation** of KF Group's ADV Part 2A, which should be read in conjunction with this Part 2A, and is provided to all prospective clients in advance of entering into an investment advisory relationship.

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

We do not charge our clients any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client) for any separately managed accounts. As a result, we avoid managing accounts paying a fee based on a percentage of assets side-by-side with accounts that pay us performance-based fees. Since we do not have any such financial incentive, we avoid this potential conflict among our separately managed account clients.

The terms of three of KF Advisors' private funds include performance-based incentive payments to the General Partner once investors have received a return of their contributed capital. These Funds engage in distinct investment strategies that minimize the potential for conflicts with other managed accounts.

The simultaneous management of clients that pay performance-based fees and clients that pay only management fees creates a potential conflict of interest as the portfolio manager could have an incentive to favor clients with the potential to generate greater fees. Performance-based compensation arrangements reward KF Advisors for positive performance, and thus create an incentive for KF Advisors to recommend investments that are riskier or more speculative than those that would be recommended under a different compensation arrangement. Such performance-based compensation arrangements also create an incentive to favor accounts that pay higher fees over other accounts in the allocation of investment opportunities. For instance, a portfolio manager will face a potential conflict of interest when allocating scarce investment opportunities, which creates an incentive to allocate opportunities to client accounts that pay performance-based fees as opposed to client accounts that pay no performance-based fees. The above conflicts of interest are mitigated by KF Advisors' allocation and best execution policies and procedures, which are designed to ensure KF Advisors acts in the best interests of its clients in accordance with its fiduciary duties.

For considerations relating to our open architecture approach, please refer to **Item 6 – Performance-Based Fees and Side-by-Side Management** of KF Group's ADV Part 2A, which should be read in conjunction with this Part 2A, and is provided to all prospective clients in advance of entering into an investment advisory relationship.

## Item 7 – Types of Clients

KF Advisors provides portfolio management and investment advisory services to individuals, high net worth individuals and families, trusts, estates, IRAs, charitable institutions, foundations, endowments, personal and, to a lesser extent corporate, pension, defined benefit and profit-sharing plans, and pooled investment vehicles including private investment funds.

The minimum account size necessary to open and maintain an account with us varies by client and type of client. We typically set a minimum investment of at least $3,000,000 for a new relationship. We do, however, consider the fitness or appropriateness of our investment style or methods with the client's investment needs, among other factors, in determining whether to take on new clients, some of whom will invest less than that minimum amount.

Investors in our private funds must generally be "accredited investors" as defined in Rule 501(a) of Regulation D of the Securities Act of 1933, as amended; "and may also need to be "qualified purchasers" within the meaning of the Investment Company Act. In addition, investors may also need to be "qualified clients" as defined in Rule 205-3 of the Investment Advisers Act of 1940.

For considerations relating to our open architecture approach, please refer to **Item 7 – Types of Clients** of KF Group's ADV Part 2A, which should be read in conjunction with this Part 2A and is provided to all prospective clients in advance of entering into an investment advisory relationship.

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

KF Advisors provides ongoing advice and supervision over client accounts principally regarding both equity and fixed income securities and to a lesser extent other asset classes, which exposures can be achieved through investments in individual securities, mutual funds and/or ETFs or through its open architecture approach to investing in external manager solutions, such as equity and fixed income strategies, hedge funds and other private funds. For its closed architecture strategy, KF Advisors has developed a model portfolio that represents an implementation of the firm's core equity strategy and that can be applied consistently across applicable new and existing accounts, when deemed

appropriate (as described in Item 4). These activities are primarily based upon fundamental research and an analysis of general economic, business and market conditions. We have access to a wide range of information and analyses from both large and small investment research providers, some of whom are affiliated with broker dealers or other financial institutions. KF Advisors also maintains access to primary and secondary sources of information, monitors investments in companies through attendance at management conferences or conference calls and, on occasion, may visit and review the facilities of certain issuers of securities in which it invests client assets. KF Advisors' portfolio managers and research team monitor and assess current holdings and a range of prospective investments on an ongoing basis. For the majority of our clients, we follow a long-term investment approach that strives to preserve and grow clients' assets, after taxes and the impact of inflation. While investing inherently comes with significant risks (potential risks are outlined in more detail below), KF Advisors attempts to select securities and construct portfolios that allow for growth while mitigating clients' exposure to excessive risks.

**Equity Strategies**

We aim to be long-term investors, and generally are not short-term traders. We assess investments with care and try to select most with the intention of holding for years. Long holding periods and low turnover can boost overall returns by reducing transaction costs and delaying taxation of gains. In connection with our propriety equity investment strategy, our attention is focused primarily on equity portfolios comprised of listed, marketable securities because we believe that, over time, equities offer greater potential for appreciation within reasonable levels of risk than many other types of securities.

We concentrate on companies that, in our judgment, reflect better relative value and risk characteristics than comparable investments. Generally, these are large U.S.-based companies, but can include non-U.S. or smaller companies, often in rapidly growing industries.

Using a team approach to the research and portfolio management processes, and including qualitative and quantitative analyses, we seek to identify well-managed companies in industries that, in general, are likely to expand faster than the economy or their peers as a whole. Our methods include what is known as a "top down approach," (monitoring global trends and identifying sectors likely to have strong secular growth), and a "bottom up approach," (seeking individual companies whose shares are attractively priced by the market relative to our estimates of inherent value, absolute levels of demonstrable earnings and future earnings growth).

For relatively small portions of some client portfolios, we can also invest for "opportunistic" reasons such as in companies where there is a change in management, capital structure or control, or another catalyst that can help hidden value to be realized.

**International**

We believe that economic opportunities and financial markets throughout the world are increasingly inter-related and inter-dependent. Some areas outside the U.S. have greater growth potential in the domestic US economy. These expectations lead us to focus on investing a significant proportion of clients' assets in securities that can benefit from these long-term trends.

We invest client assets for international exposure through U.S. companies with business abroad, mutual funds and ETFs that focus on a particular region, country or sector and direct investments in foreign-based issuers through American Depository Receipts (ADRs), or ordinary shares traded in local markets. Mutual funds and ETFs charge internal management fees, which are disclosed in a Fund's Prospectus.

**Fixed Income Strategies**

We utilize a variety of fixed income securities to help protect clients' cash reserves and, for some clients, to generate income. Our focus is on high quality, investment grade US treasury, corporate and municipal bonds. Where appropriate, we build laddered portfolios that can enhance income, reduce risk and transaction costs, and provide needed liquidity, or invest selectively in securities that are not investment grade. We can invest client assets in mutual funds and ETFs that invest in income generating securities. These funds charge internal management fees, which are disclosed in a Fund's Prospectus. KF Advisors does not rely solely on third party credit ratings to select fixed income securities for client portfolios. Certain fixed income accounts are delegated to third-party managers for specific strategies. Please note that fixed income securities have significant risks and uncertainties, as outlined below.

**Risks of Investing in Securities**

Investing in securities involves risk of loss that clients should be prepared to bear. Securities fluctuate in value, depending on many factors that are unpredictable and outside of our control. There is no guaranty that the investment strategies we recommended will turn out to meet a client's investment needs.

***General Risks*.** All investments are subject to many inherent risks. Investments in accounts managed by KF Advisors are no exception. Accordingly, you can lose money by investing in the manner that we recommend. When you sell an investment, it can be worth less than

you paid because the value of the investments will fluctuate, reflecting day-to-day changes in market conditions, interest rates and numerous other factors.

***Asset Allocation Risk.*** If clients rely on us to determine the allocation of investments among various asset classes for their account, the primary choices in our closed architecture strategy are equities, fixed-income securities and short-term cash equivalents. These asset classes can increase or decrease in value at different times or can all move together. While a goal of this diversification is to reduce risk, that result is not assured. The asset allocation of your account can have a significant effect on account performance.

***Interest Rate Risk.*** Many investments are subject to interest rate risk, which is the risk that the value of a security will decline because of a change in general interest rates. Investments subject to interest rate risk will usually decrease in value when interest rates rise and rise in value when interest rates decline. In addition, securities with longer maturities typically experience a more pronounced change in value when interest rates change. Interest rate risk most directly affects the value of fixed income securities, but many equity securities can also change in value due to changes in interest rates. As a result, client accounts can be more exposed to interest rate risk than it appears.

***Credit Risk.*** Fixed income investments are subject to credit risk. An issuer's credit quality depends on its ability to pay interest on and repay its debt and other obligations. Defaulted securities (or those expected to default) are subject to additional risks in that the securities can become subject to a plan of reorganization that can diminish or eliminate their value. The credit risk of a security can also depend on the credit quality of any bank or financial institution that provides credit enhancement for the security.

***Inflation Risk.*** This is the risk that the value of assets or income from investments will be less in the future as inflation decreases the value of money. As inflation increases, the real value of client assets can decline, and income earned can have less value. Government policies and economic trends in the US and abroad in recent years have created conditions that have accelerated inflation, which, if not reversed, will continue to lead to greater inflation in the US economy in the future than we have experienced in recent years.

***Market Risk.*** Markets can trade in random or cyclical price patterns, and prices can fall over sustained periods of time. The value of the investments in client accounts will change as markets fluctuate and could decline over short- or long-term periods. KF Advisors does not attempt to track or replicate the performance of any specific index. As a result, it is likely that the performance of client accounts will differ from standard published indices.

***Focused Portfolio and Non-Diversification Risks.*** Most accounts we manage pursuant to our core equity strategy own a far smaller number of securities than make up the S&P 500

or other broad market indices. Accordingly, client accounts can have more volatility and are considered to have more risk than an index fund or a managed account that invests in a greater number of securities. Changes in the value of a single security can have a more significant effect, either negative or positive, on a particular account. To the extent that a client account invests in fewer securities, the account is subject to greater risk of loss if any of those securities become permanently impaired. Client accounts can also have a greater percentage of assets invested in particular industries than a more diversified account, exposing such a client account to the risk of unanticipated industry conditions as well as the risks of a single company or the securities of a single company. Lack of broad diversification also can cause a client account to be more susceptible to economic, political, regulatory, liquidity or other events than a more diversified account.

***Foreign Securities Risk.*** We can invest a portion of our client accounts in foreign securities, and, from time to time, a material percentage of a client account may be composed of foreign investments. Such investments involve greater risk in comparison to domestic investments for the following reasons: some foreign companies are not subject to the same degree of regulation as U.S. companies, and there can be less publicly available information about foreign issuers than U.S. issuers; some foreign companies are not subject to uniform accounting, auditing and financial reporting standards; dividends and interest on some foreign securities will be subject to foreign withholding taxes, and such taxes reduce the net return to shareholders; and foreign securities are often denominated in a currency other than the U.S. dollar (see Currency Risk, outlined below). Although KF Advisors will seek only to invest in foreign issuers that are domiciled in nations considered to have stable and friendly governments, these conditions can change rapidly and there is the possibility of expropriation, confiscation, taxation, currency blockage, or political or social instability, any of which could negatively affect the value of a client account.

***Currency Risk.*** Client accounts are subject to currency risk because fluctuations in the exchange rates between the U.S. dollar and foreign currencies will affect the value of investments in foreign securities or funds that invest in assets denominated in foreign currencies. Some issuers or funds can hedge currency exposure. Hedging activity may not be effective or beneficial to a client account.

***Risk Associated with Catastrophic Events, War or Civil Disturbances, Health Crises, Natural Disasters, Terrorist Attacks, and Acts of God.*** These events can impact not only market conditions but also exchanges, trading, our vendors' services, the performance of the companies in which we invest and their competitors, and our ability to carry out our investment advisory business, as well as among other things making our employees, vendors and market participants more susceptible to cyberattacks. We and our clients are subject to the risk that war, terrorism, global health crises or similar pandemics, and other

related geopolitical events may lead to increased short-term market volatility and have adverse long-term effects on world economies and markets generally, as well as adverse effects on issuers of securities and the value of our investments. War, terrorism, and related geopolitical events, as well as global health crises and similar pandemics have led, and in the future may lead, to increased short-term market volatility and may have adverse long-term effects on world economies and markets generally. Those events as well as other changes in world economic, political and health conditions also could adversely affect individual issuers or related groups of issuers, securities markets, interest rates, credit ratings, inflation, investor sentiment and other factors affecting the value of our investments. At such times, our clients' exposure to a number of other risks described elsewhere in this section can increase.

***Operational and Technological Risks.*** There are inherent operational and technological risks in managing portfolios, such as the risk of cyber-attacks, disruptions or failures that affect the firm, service providers, counterparties, market participants, or issuers of securities, which can adversely affect our investments.

***Risks Related to Artificial Intelligence ("AI").*** We utilize certain AI-assisted tools for limited purposes such as for research and due diligence, data analysis and content generation, as well as models and analytics that inform the investment and planning processes, automating routine processes, always subject to human supervision, review and validation. Our AI initiatives are currently in development and are subject to change. AI Use Cases outcomes and benefits are based on our current expectations and are not a guarantee of any particular results or outcome. Using these technologies carries risks, including potential inaccuracies, biases, unexpected behaviors, such as hallucinations, and possible infringement issues stemming from flawed models, poor data, or insufficient oversight. AI tools may produce inaccurate, misleading or incomplete information or responses that could lead to errors in our or our employees' decision making, portfolio management, or other business activities. Furthermore, conflicts of interest, increased regulatory scrutiny, and potential reputational or financial harm are also potential concerns associated with employing machine learning and predictive data analytics. We may be exposed to additional risks where third-party service providers, vendors or counterparties use AI Technologies in their business activities, whether or not such use is visible to or controllable by us, and we cannot control how AI Technologies are used in third party products or services. Our personnel remain responsible for verifying the accuracy and appropriateness of any AI generated outputs incorporated into their work. AI Technologies are dependent on the quality and objectivity of underlying data and models, and errors, deficiencies or biases may adversely affect outcomes despite review. AI Technologies continue to evolve rapidly, and it is not possible to predict all future risks associated with their use. Any of the foregoing could have a material adverse effect on us and our clients.

Additionally, we may be exposed to risks from AI tools used by bad actors to commit fraud, misappropriate funds and to facilitate cyberattacks.

***For More Information About Risks***

Current and prospective clients are encouraged to ask their designated KF Advisors investment manager any questions they have about the risks described above and other risks associated with investing with us.

For full disclosures of our open architecture approach and associated risks, please refer to **Item 8** - **Methods of Analysis, Investment Strategies and Risk of Loss** of KF Group's ADV Part 2A, which should be read in its entirety in conjunction with this ADV Part 2A and is provided to all prospective clients prior to entering into an investment advisory relationship.

## 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 KF Advisors or the integrity of the ADVISER's management.

To the best of our knowledge, we have no legal or disciplinary events to report.

## Item 10 – Other Financial Industry Activities and Affiliations

KF Advisors operates as a registered investment adviser and does not have any other material business. We are not a broker-dealer, insurance broker, futures commission merchant, swap dealer, commodity pool operator or commodity trading advisor and we are not affiliated with any such organizations.

A number of advisory clients of KF Advisors have engaged Brandywine Trust Company, LLC ("Brandywine"), a Delaware-chartered non-deposit trust company, to serve as a corporate trustee. Brandywine has engaged KF Advisors to provide investment advisory services for a number of its trust clients, some of whom are affiliated with us or our related persons. Our related persons serve as directors of Brandywine, and as trustees of a trust (for the benefit of one such person's family), which has a minority ownership interest in Brandywine. We do not consider Brandywine to be our related person or affiliate but disclose this information to describe and explain the potential conflict of interest.

Affiliates of KF Advisors are General Partner or Managing Member of a number of pooled investment vehicles (i.e. private funds) that invest primarily in other private funds and private placements, including venture capital. Participation in these entities, with the

exception of three such funds, has been historically limited to qualified affiliates of the ADVISER and only these three funds have accepted investments from both affiliated and unaffiliated, qualified clients.

For additional disclosures on **Item 10** - Other Financial Industry Activities and Affiliations, please refer to KF Group's ADV Part 2A, which should be read in its entirety and in conjunction with this Part 2A and is provided to all prospective clients in advance of entering into an investment advisory relationship.

## Item 11 – Code of Ethics

KF Advisors has adopted a Code of Ethics (the "Code") for all supervised persons of the firm describing its high standard of business conduct, and fiduciary duty to our clients. The Code includes provisions relating to the confidentiality of client information, a prohibition on insider trading, restrictions on excessive gifts and entertainment and the reporting of certain gifts and business entertainment items, personal securities trading limitations and procedures, and guidance for handling complex situations, among other things. All supervised persons at KF Advisors must acknowledge the terms of the Code.

The ADVISER's officers, Partners and other employees ("Employees"), and their immediate family members and certain other persons and entities associated with those Employees ("Related Persons"), are permitted to engage in personal trades, only provided they comply with KF Advisors' Code. Because Employees and certain of their Related Persons can engage in personal trades, the ADVISER will at times effect transactions on behalf of our clients in the same security or Instrument (as defined in the Code) on the same day as the Employee or Related Persons.

In addition, KF Advisors manages a substantial amount of assets on behalf of Employees' extended families and entities that they control but that are not Related Persons ("Extended Families"). We treat accounts of Extended Families as client accounts not subject to the trading restrictions of the KF Advisors Code. As used in this **Item 11**, "client" means anyone whose assets are managed by the ADVISER, other than Employees and Related Persons.

We seek, when reasonably possible, to aggregate transactions in the same security or Instrument on the same day on behalf of multiple clients, as well as Employees and Related Persons. All participants in a respective aggregated transaction block receive the same average price. Thus, while KF Advisors strives to serve the best interests of each client, permitting Employees, their Related Persons and their Extended Families to participate in an aggregated transaction could result in clients (other than Extended Families) receiving less favorable prices or smaller allocations than might otherwise be the case.

In these situations, there is a potential conflict of interest between KF Advisors' desire to treat all clients equitably and fairly and the desire to serve the best interests of its Employees, Related Persons and Extended Families.

From time to time, a KF Advisors Employee could serve as an officer or director of a public company and receive compensation therefore. As a result, such Employees might acquire material non-public information (commonly called "inside information") about the company. Since client accounts could be invested in securities of the company, and since we would be prohibited from trading while in the possession of material, non-public information, we would be unable to trade the company's securities for the benefit of clients and might be forced to hold the securities when selling would otherwise be indicated. As of this date, no KF Advisors Employees currently have any officer or director roles with any public company.

**Personal Trading**

The Code's rules, restrictions and reporting requirements for personal securities transactions by Employees and their Related Persons are designed to prevent Employees and their Related Persons from taking advantage of client transactions or disadvantaging client transactions, and to prevent such activity from interfering with our making decisions in the best interest of clients. The ADVISER's Chief Compliance Officer or designee monitors these personal transactions to ensure compliance.

Nonetheless, because the Code permits Employees to invest in the same securities or Instruments as clients, there is a possibility that Employees might benefit from market activity by a client in a security or Instrument held by an Employee.

Transactions by Extended Families and transactions in certain types of securities (enumerated in SEC rules) are not subject to the restrictions of the Code.

Upon request, KF Advisors will furnish a copy of the Code to any client, prospective client, or any Employee or Related Person with accounts managed by the ADVISER.

**Cross Trades**

KF Advisors prohibits cross trades.

## Item 12 – Brokerage Practices

In connection with its core equity strategy or other individual securities, KF Advisors utilizes the services of many broker-dealers to execute clients' securities transactions. In addition, we utilize the services of any broker or dealer without obligation to shop for

lower commissions from others and, in compliance with Section 28(e) of the Securities Exchange Act of 1934, will pay a commission on transactions higher than another broker or dealer would have charged in exchange for investment research. Lower commission rates are available elsewhere. We may negotiate commission rates for specific transactions, or as a standard rate. The broker-dealer industry is highly competitive and execution costs are one element of this competition, with some executing brokers trading for zero commission costs.

KF Advisors maintains executing brokerage relationships with many different broker-dealers. KF Advisors receives investment research and related products and services from many of the broker-dealers that execute transactions for clients. These products and services include written reports and recommendations about companies and industries, economic trends and analysis, access to online reports and databases, the right to attend meetings with analysts and/or public company managements and access to large conferences and one-on one-meetings. These services are generally provided only to institutional investors that do business with the broker-dealer. We do not use client commissions to pay for services from third parties, except as described in this paragraph.

**How We Select Brokers**

We seek to select brokers who will execute transactions on terms that are, overall, most advantageous when compared to other available providers and their services. We consider a wide range of factors, including, among others:

• Effectiveness and quality of transaction execution services;

• Capability to execute, clear, and settle trades (buy and sell securities for client accounts);

• Breadth of or specialization in available investment products (stocks, bonds, mutual funds, ETFs, etc.);

• Availability of investment research and tools that assist us in making investment decisions;

• Competitiveness of commission rates;

• Reputation, financial strength, and stability;

• Prior service to us and our other clients; and

• Availability of other products and services that benefit us, as discussed in this **Item 12**.

We have a duty to seek "best execution" in connection with all client trades. Best execution means the most favorable terms for a transaction based on all relevant factors, including those listed above.

Clients can direct KF Advisors to execute some or all of their securities transactions through one or more broker-dealers. However, this can limit our ability to achieve best execution, limit the ability to participate in aggregated transactions and result in differences in timing from the transactions executed for other clients' accounts. **Please Note**: In the event that a client directs KF Advisors to effect securities transactions for the client's accounts through a specific broker-dealer, the client can pay higher commissions or transaction costs, or greater spreads, or receive less favorable net prices on transactions for the account. Higher transaction costs adversely impact account performance.

Subject to the exception stated in the previous paragraph and below under Research and Additional Benefits, we will select brokers on the basis of where we believe our clients could get the best execution of the securities transaction on an individual trade. Among brokers deemed equally capable of providing best execution, we also consider the value of products, research or services we get. These products, research or services help us to service all of our advisory clients and no client directly pays any additional amount for them. We do not allocate specific benefits based on the amount of clients' commission expenditures.

KF Advisors benefits from commissions paid to brokers that provide research services because it does not generally have to produce or pay for these services directly. The availability of investment research conditioned upon brokerage activity gives us an incentive to choose a broker-dealer based on the need for the services rather than our clients' interests in receiving most favorable execution.

**Research and Additional Benefits**

Although not a material consideration when determining whether to recommend that a client utilize the services of a particular broker-dealer/custodian, KF Advisors receives from Charles Schwab & Co., Inc. ("Schwab") (or another broker-dealer/custodian or platform) sometimes without cost (and/or at a discount) support services and/or products, certain of which assist KF Advisors to better monitor and service client accounts maintained at such institutions. Included within the support services obtained by KF Advisors is investment-related research, pricing information and market data, software and other technology that provide access to client account data, compliance and/or practice management-related publications, discounted or gratis consulting services, discounted and/or gratis attendance at conferences, meetings, and other educational and/or social events, marketing support, computer hardware and/or software and/or

other products used by KF Advisors in furtherance of its investment advisory business operations.

As indicated above, certain of the support services and/or products that *are* received assist KF Advisors in managing and administering client accounts. Others do not directly provide such assistance, but rather assist KF Advisors to manage and further develop its business enterprise.

KF Advisors' clients do not pay more for investment transactions effected and/or assets maintained at Schwab as a result of this arrangement, except for the tradeaway/prime broker fees and other fees described below. There is no corresponding commitment made by KF Advisors to Schwab or any other any entity to invest any specific amount or percentage of client assets in any specific mutual funds, securities or other investment products as result of the above arrangement.

**Tradeaway/Prime Broker Fees**. As more fully described above in this **Item 12**, relative to its discretionary investment management services, individual equity and/or fixed income securities, a portion of transactions are effected through broker-dealers other than the account custodian, in which event, the client generally will incur both the fee (commission, mark-up/mark-down) charged by the executing broker-dealer and a separate "tradeaway" and/or prime broker fee charged by the account custodian.

**Other Fees.** Clients will incur transaction charges for certain mutual funds and foreign ordinary shares, as well as incur commissions on transactions executed by Schwab for accounts custodied away from Schwab.

We do not consider client referrals in selecting broker-dealers.

**Trade Errors**

KF Advisors' trade error policy is designed to ensure that its clients are treated fairly in the event of a trading error. We expect our portfolio managers and traders to communicate clearly with clients, counterparties and each other, and to be thorough and exercise the utmost care in the development and execution of transactions, with the goal of minimizing errors in all transaction-related activities. KF Advisors understands that, on occasion, errors will occur in effecting trade orders. In the event KF Advisors is responsible for a trade error, we will take all reasonable measures to place the client in the same position as if the error had not occurred. KF Advisors has established a segregated trading error account to offset trade errors. When it is not possible to correct an error through the error account, due to timing, venue or other circumstances, KF Advisors will make adjustments directly with the client. KF Advisors is not responsible for errors caused by third parties.

## Trade Aggregation and Allocation

KF Advisors is a fiduciary to its clients. As such, KF Advisors owes each client a duty of loyalty. No client is owed a greater or lesser degree of fiduciary loyalty and, therefore, no client or group of clients will be given preferential treatment in connection with investment opportunities. KF Advisors' duty of loyalty and equitable treatment of client accounts is the basic principle underlying its allocation and aggregation procedures.

Investment decisions for each client are made based on their individual investment objectives, and in each client's best interest. We do, however, purchase or sell the same securities or Instruments on the same day for a number of client accounts, including those of or related to Employees or Related Persons, as further described in **Item 11**. When circumstances allow, and we determine that it would be in clients' best interest, contemporaneous orders placed on behalf of eligible clients in the same security or Instrument, and on the same terms (e.g., orders at market), will be aggregated in a single or multiple block order(s), at an average price within each respective trading block. In addition, Clients will share, where applicable, in the commissions and other transactional costs on a pro rata basis based on the Clients respective trading blocks.

We aggregate orders to facilitate best execution, reduce brokerage commissions or other transaction costs or to allocate price and quantities equitably among our clients. This procedure helps to mitigate the potential conflicts of interest described in **Item 11**. Aggregating orders can create other conflicts, costs or other inefficiencies. Clients can pay higher commissions or transaction costs, or greater spreads, or receive less favorable net prices as compared to other trading blocks. Higher transaction costs adversely impact account performance. However, we strive to apply this tool to maximize the benefit to our clients over time. We do not receive any compensation or remuneration as a result of such aggregation.

In general, the quantities purchased or sold in such block orders are sufficient to fill all of the individual orders. Infrequently, when transacting in a security that is thinly traded or is subject to a significant movement in price, we are not be able to buy or sell the full quantity required in a single trading day. In that case, we allocate the available quantities in a manner designed to place clients' best interests ahead of any Employee's or Related Person's account. We do this by one of the following methods: a sequential or pro rata allocation, or filling orders based on factors including the size of the account, family groupings, whether it is a client account rather than an Employee/Related Person account, the relative cost of the transaction for the account, the size of the existing position in the account and the account's standard position size.

In situations where clients direct brokerage for their accounts, because the clients have placed limitations on the selection of brokers to execute trades, their trades will generally be excluded from aggregated block orders.

For considerations relating to our open architecture approach, please refer to **Item 13 – Brokerage Practices** of KF Group's ADV Part 2A, which should be read in conjunction with this Part 2A and is provided to all prospective clients in advance of entering into an investment advisory relationship.

## Item 13 – Review of Accounts

A supervisor reviews transactions for all investment advisory accounts daily. Each client account manager reviews each client's account at least quarterly with respect to performance during the previous quarter. KF Advisors utilizes various analytic processes to support supervisor oversight of the account review function. The account managers and supervisors performing these reviews are listed in the Brochure Supplement on Forms ADV Parts 2B for KF&Co. and KF Group which are provided to all prospective clients prior to entering into an investment advisory relationship.

Account managers and supervisors are available to meet with clients on request.

We send quarterly statements to clients showing a summary of the investments in their account, including cost, current market value, yield, income, and other relevant information. As noted in **Item 15** (below), clients should compare the statements we provide with statements for the same account from the client's custodian.

## Item 14 – Client Referrals and Other Compensation

Our clients pay us fees to manage their financial assets and provide financial advice, as described in **Item 5**. We are not paid in cash or prizes or with any other economic benefits by anyone else to manage client accounts.

Client account managers can benefit directly or indirectly by adding new clients or more client assets. In addition, certain advisory personnel are compensated for obtaining clients for the firm. KF Advisors, from time to time, engages one or more individuals or entities to solicit investment advisory clients in accordance with SEC rules. The general form of arrangement and compensation would entail a share of such fee revenues paid to the solicitor. As of this writing, the number of accounts and amount of assets subject to these arrangements is not material to KF Advisors. As noted in **Item 15**, Schwab is the custodian for the majority of KF Advisors clients. We receive an economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment advisors whose clients maintain their accounts at Schwab. These products and

services, how they benefit us, and the related conflicts of interest are described above (see **Item 12**).

The availability to us of Schwab's products and services is not based on us giving particular investment advice, such as buying particular securities for our clients. We do not require clients to maintain custody of their assets at Schwab. The availability of these products and services would not change materially, even if a substantial number of our clients moved custody of their assets away from Schwab, because the amount of assets our clients have in custody at Schwab is many times larger than their threshold for providing such products and services. Accordingly, we do not believe that this relationship creates a material conflict of interest.

We believe that the availability of these products and services and the high level of coordination between Schwab and KF Advisors provides a material benefit to our clients who choose to use Schwab as their custodian.

## Item 15 – Custody

KF Advisors is not a Qualified Custodian, so we will not hold funds and securities for client accounts. Under government regulations, however, we are ***deemed to have custody*** of client assets due to the following circumstances:

- we are authorized to instruct a custodian to deduct our advisory fees directly from an account;
- we are authorized to move client funds or assets to another account of client or to another person's account;
- we (or one of our employees) serve as trustee or executors for a client;
- a client invests in a pooled investment vehicle that we control; or
- contractual provisions in the agreement between client and custodian can lead to inadvertent custody.

Each of these arrangements gives KF Advisors or its related persons access to client assets. This means we must have procedures in place to ensure that we use those broad powers only for the benefit of our clients. In addition, where required (i.e. where regulatory relief is not available), KF Advisors is subject to an annual surprise CPA examination to verify the assets for which we are deemed to have custody. KF Advisors-affiliated private investment funds satisfy Custody Rule requirements by having their annual financial statements

audited by a PCAOB registered and inspected audit firm and distributing these audit reports to participants within specified dates.

Clients typically designate a Qualified Custodian to hold their funds and securities and open an account. This can be a broker-dealer, a bank or other financial institution. KF Advisors is authorized to give instructions to the custodian with respect to all investment decisions regarding a client account as described in the client's investment advisory agreement with us.

Unless a client directs KF Advisors otherwise in writing as to custody arrangements of their account, the client will be deemed to have designated the Schwab Advisor Services division of Schwab, a registered broker-dealer, member SIPC, as their custodian and we will ask them to open a brokerage and custody account in their name. We do not open the accounts for our clients, although we will assist them in doing so. "Client accounts are organized into Master Accounts on the Schwab Platform for administrative purposes. These Master Accounts are designated to be under the control of the ADVISER or KF Group." The custodian will hold all cash, securities and other property of the client account. KF Advisors is independently owned and operated and is not affiliated with Schwab. A copy of Schwab's current fee schedule is available on request.

Clients will receive statements from the broker dealer, bank or other qualified custodian that holds and maintains the client's investment assets, at least quarterly.

We urge clients to carefully review such statements and compare such official custodial records to the account statements that we provide. Our statements can vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities. Clients are encouraged to notify us immediately of any material differences between these statements.

For considerations relating to our open architecture approach, please refer to **Item 15 – Custody** of KF Group's ADV Part 2A, which should be read in conjunction with this Part 2A, and is provided to all prospective clients in advance of entering into an investment advisory relationship.

## Item 16 – Investment Discretion

Most KF Advisors clients give us discretionary authority at the outset of an advisory relationship to determine the mix of assets and select the identity and amount of securities to be bought or sold for their account. Our authority is stated and described more fully in each client's Investment Advisory Agreement with us.

In all cases, however, we make decisions in a manner consistent with the stated investment objectives for the particular client account.

When selecting securities and determining amounts, KF Advisors' observes, where applicable, the investment policies, limitations and restrictions of the clients it advises. Clients can limit the amounts or proportions of specific types of assets owned, specify securities to purchase, or that should not be purchased in their accounts, or provide other guidelines that they consider appropriate.

Any specific client direction that limits KF Advisors' discretionary authority as to investment objectives, policies, guidelines and restrictions must be provided to KF Advisors in writing and can be changed by the client at any time by further written notice.

By giving us discretion to manage a client account, a client trusts us to do what is in their best interests. U.S. securities laws recognize this special relationship, and require investment advisers to be subject to a fiduciary duty, the law's highest standard of care. That means that we must put our client's interests ahead of ours at all times by providing advice and recommending investments that we believe are the best for our client. We must also explain any conflicts of interest that exist in our business and have policies and procedures to limit and mitigate these conflicts and protect clients from any damage. Certain of these disclosures can be found throughout this brochure.

For considerations relating to our open architecture approach, please refer to **Item 16 – Investment Discretion** of KF Group's ADV Part 2A, which should be read in conjunction with this Part 2A and is provided to all prospective clients in advance of entering into an investment advisory relationship.

## Item 17 – Voting Client Securities

Unless a client directs KF Advisors otherwise in writing, and except with respect to (i) assets allocated pursuant to its asset allocation strategy to independent investment managers, mutual funds and private funds (for which the respective investment manager shall retain proxy voting authority), or (ii) assets otherwise not directly managed by the ADVISER, KF Advisors votes proxies for securities owned by its clients consistent with its proxy voting policy and procedures, which will be amended from time-to-time. Clients can request a copy of our proxy voting policy and procedures (or those of our service provider) and information on how their proxies were voted by calling the telephone number or mailing a request to the address found on the cover page of this Part 2, or by emailing maria.chambers@klingenstein.com. Clients for whom we vote proxies can direct us, in writing, as to how to vote their shares in a particular solicitation.

In light of the volume of proxy votes related to client holdings and in order to mitigate risks involved with any conflicts of interest that might otherwise arise in the voting of client proxies, KF Advisors relies on its proxy voting administrator Broadridge, an unaffiliated third-party service provider, through its ProxyEdge® platform to:

(a) through its integrated Glass Lewis &Co.'s Investment Manager Guidelines (the "Glass Lewis Guidelines"), and to a lesser extent at client's request the Glass Lewis & Co.'s ESG Policy Guidelines, provide research and make voting recommendations for securities held in client portfolios;
(b) vote and submit proxies in a timely and efficient manner;
(c) handle other administrative functions of proxy voting, including reconciliations;
(d) maintain records of proxy statements received in connection with proxy votes and provide copies of such proxy statements promptly upon request; and
(e) maintain records of votes cast.

KF Advisors generally votes in accordance with Glass Lewis' recommendations. In limited circumstances, such as when voting on non-routine matters for securities that represent a significant KF Advisors holding, KF Advisors will periodically review the proxy materials and recommendations, including any relevant research reports provided by Glass Lewis, for any conflicts and any other relevant issues and make a final decision that in KF Advisors' judgment best represents the client's best interests.

KF Advisors will vote client shares inconsistent with Glass Lewis' recommendations if KF Advisors believes it is in the best interests of its clients. KF Advisors retains final authority and fiduciary responsibility for proxy voting. KF Advisors has identified potential instances where there may be a material conflict between the interests of the firm and our client's best interests. Our identified conflicts may arise when an employee or an employee's immediate family is affiliated on a significant level with a public company whose proxies are to be voted. These conflicts do not relate to any activities of KF Advisors, because KF Advisors does not engage in underwriting, investment banking or other similar financial activities. In addressing any potential conflicts, KF Advisors will (i) in cases where Glass Lewis has made a voting recommendation, take no further action, in which case such proxy will be voted in accordance with the Glass Lewis voting recommendations, as applicable or (2) in cases where Glass Lewis has not made a voting recommendation, erect information barriers around the person or persons making the particular voting decision, sufficient to insulate the decision from the conflict.

KF Advisors' voting procedures will be amended from time to time. When an amendment is material, we will promptly send clients a description of the change or a new complete summary of the procedures.

For additional disclosures on **Item 17** – Voting Client Securities, please refer to KF Group's Part 2A which is provided to all prospective clients prior to entering into an advisory relationship.

## Item 18 – Financial Information

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about the adviser's financial condition.

KF Advisors has no financial commitment or condition that impairs its ability to meet contractual and fiduciary commitments to clients. KF Advisors has not been the subject of a bankruptcy proceeding.

Under no circumstances do we require or solicit payment of fees in excess of $1,200 more than six months in advance of services rendered. We do not collect investment advisory fees in advance.

No other disclosures are required.