

Spreng Capital Management, Inc. (“SCM”) (sprengcapital.com) is registered with the [U.S. Securities and Exchange Commission \(“SEC”\)\(sec.gov\)](https://www.sec.gov) as an Investment Adviser. Brokerage and investment advisory services and fees differ. It is important for a retail investor to understand the differences. There are free and simple tools available for investors to research firms and financial professionals at [Investor.gov/CRS](https://www.investor.gov/CRS). This site also provides educational materials about broker-dealers, investment advisers, and investing.

WHAT INVESTMENT SERVICES AND ADVICE CAN YOU PROVIDE ME?

SCM offers investment advisory services to retail investors. These services include asset management and personalized financial counseling. Products that we manage include mutual funds, exchange-traded funds (“ETFs”), equities, and fixed income securities. Our service includes ongoing monitoring of your investment portfolio when you have an Assets Under Management Agreement. Our Financial Counseling and Hourly services do not include ongoing monitoring. These services include periodic reviews at the client’s request. SCM manages your accounts with discretionary authority. This means that we will be authorized by you to make investment recommendations for your account(s) and will buy and sell the securities we have recommended to you for your account(s). SCM does not limit recommendations and does not have a minimum account requirement for our services. For more detailed information about our services, refer to our [Form ADV 2A brochure](https://adviserinfo.sec.gov/firm/summary/119902). (<https://adviserinfo.sec.gov/firm/summary/119902>)

QUESTIONS TO ASK YOUR FINANCIAL PROFESSIONAL

- *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?

Description of Principal Fees and Costs: SCM is compensated for Asset Management Services based on a fee which is calculated based on the value of their client’s assets at the end of each calendar quarter. Clients are billed in arrears on a quarterly basis and fees can be pro-rated. Clients will be charged at the rate set forth in their management agreement. Assets Under Management (AUM) fees range from .25 to 1.00 annually. When you are charged an asset-based fee, the more assets there are in your account, the more you will pay in fees, and SCM may therefore have an incentive to encourage you to increase the assets in your account.

Additionally, SCM is compensated for Financial Counseling Services by negotiated hourly charges. The services and fees are specified in an agreement between you and SCM. SCM negotiates terms of advisory agreements with clients on a case by case basis. Fees are determined based on the nature of the services being provided and the complexity of each client’s circumstances. Fees are paid in arrears as indicated by the advisory contract and are due quarterly.

Description of Other Fees and Costs: All fees paid to SCM are separate and distinct from the fees and expenses that may be charged by other advisors (including separate account managers, mutual funds and/or ETFs), custodians, banks and brokers. Other fees charged to you that are related to your account are fees paid to the custodian and broker, fees related to mutual funds, ETFs, and transaction fees.

Additional Information: *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.*

The fees for investment advisory services are described in further detail in our firm’s ADV, in particular, [Part 2A brochure, Items 5.A., B., C., and D.](https://adviserinfo.sec.gov/firm/summary/119902) (<https://adviserinfo.sec.gov/firm/summary/119902>)

QUESTIONS TO ASK YOUR FINANCIAL PROFESSIONAL

- *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 conflicts with your interests. You should understand and ask us about these conflicts because they can affect the investment advice, we provide you. Here are some examples to help you understand what this means.

When you are charged an asset-based fee, the more assets there are in your account, the more you will pay in fees. It will benefit SCM to recommend that clients increase the assets in your account, and make IRA rollovers from 401(k) plans to accounts managed by SCM. Additionally, certain SCM employees are Certified Public Accountants. This creates a potential conflict when recommending these services to clients in order to generate additional compensation.

For more detailed information regarding conflicts of interest, please see our [Form ADV, Part 2A brochure](https://adviserinfo.sec.gov/firm/summary/119902). (<https://adviserinfo.sec.gov/firm/summary/119902>)

QUESTIONS TO ASK YOUR FINANCIAL PROFESSIONAL

- *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 other non-cash compensation in the form of an employee benefits package. Our employees can earn an annual bonus based on the financial profitability of the firm. Factors that contribute to our profitability include, but are not limited to exceptional client service, retaining client relationships and developing new client relationships.

DO YOU OR YOUR FINANCIAL PROFESSIONALS HAVE LEGAL OR DISCIPLINARY HISTORY?

Yes, an Investment Advisor Representative at SCM does have legal or disciplinary history to report. Please see Investor.gov/CRS for a free search tool to research SCM and our financial professionals.

QUESTIONS TO ASK YOUR FINANCIAL PROFESSIONAL

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

ADDITIONAL INFORMATION

You may also find additional information about SCM and your Financial Professional on the SEC's Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov. Please call us at (419) 563-0084 for up-to-date information about our services or to request a copy of our relationship summary.

QUESTIONS TO ASK YOUR FINANCIAL PROFESSIONAL

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