

Laurelhurst Asset Management, LLC

This Form ADV Part 2 (“Brochure”) provides information about Laurelhurst Asset Management, LLC’s (“Laurelhurst”) qualifications and business practices. If you have any questions about the contents of this Brochure, please contact us at 503.206.8773 or by email at johnliu@laurelhurstasset.com.

Additional information about Laurelhurst Asset Management, LLC is also available at the SEC’s website www.adviserinfo.sec.gov (select “investment advisor firm” and type in our firm name). Results will provide you both Part 1 and 2 of our Form ADV.

We are a state registered investment advisory firm. Our registration does not imply any level of skill or training. The oral and written communications we provide to you, including this Brochure, are for you to evaluate us. Please use this information as factors in your decision to hire us or to continue our business relationship.

Item 1 – Cover Page ADV Part 2 A

February 8, 2023

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Item 2 – Material Changes

This Brochure, dated February 8, 2023, has been prepared by Laurelhurst Asset Management, LLC. This section of the Brochure will address only those “material changes” that have been incorporated since our last delivery or posting of this document on the public disclosure website (IAPD) www.adviserinfo.sec.gov.

It has changed materially since our last annual offering in the following ways:

- Item 4e: Assets under management have been updated.

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Item 4 – Advisory Business

4a: Firm Description

Laurelhurst Asset Management LLC is a registered investment advisor licensed in the State of Oregon and Washington. Laurelhurst Asset Management was founded and became a registered investment advisory firm in 2019. The owner and principal officer of Laurelhurst Asset Management advisory firm. is John Liu, CFA.

4a1: Principal Members

- John Liu, CFA, Managing Partner.

4b: Types of Advisory Services

Investment Management

Laurelhurst Asset Management provides investment management services on a discretionary basis for private clients such as individuals, families, trusts and small businesses. The Advisor will execute investment recommendations without the client's prior approval of each securities trade or transaction. Clients select one or more advisory service considering the asset nature, underlying exposures, concentration risks, diversification goals, liquidity requirements, downside exposure, and other client objectives.

Laurelhurst Asset Management provides the following Discretionary Investment Advisory Services:

- Custom Portfolio Services
- Separate Managed Account Service

The Advisor collects and documents the following suitability information which forms a basis of and supports all recommendations:

The advisor will make reasonable efforts to document and annually update client suitability information has been added.

Custom Portfolio Services

We offer a solution that tailors an investment strategy to meet the needs of each client. We first meet with new clients to define their financial objectives, risk tolerance and time horizon. We review existing investment assets and discuss client financial requirements and goals. Clients share with us any investment restrictions they choose to place on the account, including any specific securities or types of securities. The end result is an investment guideline developed collaboratively with the client from which we build and then manage a custom portfolio.

The custom portfolio approach provides flexibility to service a range of client needs using investment guidelines unique to the individual account. We will also work with small businesses in a similar manner to serve a range of investment advisory needs.

Separate Managed Account Services

We offer a solution that allows clients to own individual underlying securities and not part of a larger fund. These accounts typically follow part or all of our US Equity Investment Strategy.

Types of Investments

Our services may include investing and holding individual equity and fixed income securities, exchange traded funds, mutual funds, option contracts, and cash or money market instruments deemed appropriate for a client based on a review of that client's investment requirements, risk tolerances, and objectives. Our custom portfolio services may include investments in securities across a wide range of asset classes.

4c: Client Tailored Relationships and Restrictions

As a fiduciary, Laurelhurst Asset Management, LLC always acts solely in your best interests. Your portfolio is customized based on your investment objectives. You may make requests or make suggestions regarding the investments made in your portfolio. Restrictions on trading which, in our opinion, are not in your best interest cannot be honored and if forced may result in the termination of our agreement.

Similarly, you are under no obligation to act upon Laurelhurst Asset Management, LLC's or associated person's recommendations. If you elect to act on any of the recommendations, you are under no obligation to effect the transaction through Laurelhurst or its associated person when the person is an agent with a licensed broker-dealer or through any associate or affiliate of such person.

The Advisor does not work with third party investment advisors to which the Client goes directly. The Advisor owes the client a fiduciary duty to put the client's interest first which includes, but is not limited to, a duty of care, loyalty, obedience, and utmost good faith.

4d: Wrap Fee Program

Laurelhurst Asset Management, LLC does not sponsor nor provide portfolio management services to a wrap fee program.

4e: Assets under Management

Laurelhurst Asset Management, LLC, as of December 31, 2022 was \$90,920,672 in discretionary reportable assets under management.

Item 5 – Fees and Compensation

5a, b & d: Fee Schedules

Fee Schedule

Assets Under Management	Annual Fee (%)
First \$2,000,000	1.00%
Next \$3,000,000	0.80%
On assets in excess of \$5,000,000	0.60%

Cash and equivalents are included in the fee calculation. Unmanaged assets are not included in the Advisor's management fee calculation. Where new accounts are opened subsequent to execution of the original investment advisory contract, the Advisor will document/identify the accounts to be

aggregated by amending the investment advisory contract. The Advisor does not manage assets not listed on a public exchange.

For purposes of determining value, securities and other instruments traded on a market for which actual transaction prices are publicly reported are valued at the last reported sale price on the principal market in which they are traded. In certain circumstances, we may negotiate fees at a lower rate. The client may dispute any valuations at any time by communicating their concerns to the Advisor.

These fees include the time and activities necessary to work with your attorney and/or accountant in reaching agreement on solutions, as well as assisting them in implementation of all appropriate documents. We are not responsible for attorney or account fees charged to you as a result of the above activities.

Compensation for our services will be calculated in accordance with what is set in the client agreement. We may modify the terms of any agreement by written changes submitted to the client for signature. All investment advisors are required to disclose to their clients that lower fees for comparable services may be available from other sources.

Laurelhurst Asset Management, LLC fees are paid from your account by the custodian when we submit an invoice to them. If there is insufficient cash in your account to pay your fees, an equal balance of securities in your portfolio may be sold to pay our fee. In addition to our fees, there may be custodial, mutual fund or similar third party management fees and charges.

Laurelhurst Asset Management, LLC fees are paid monthly in arrears, with payment due within 30 days from the date of the invoice. Our fee is determined by taking the percentage rate we charge for the period times the market value of the account at month's end. The market value is the sum of the values of all assets in the account, not adjusted by any margin debt. For purposes of determining value, securities and other instruments traded on a market for which actual transaction prices are publicly reported are valued at the last reported sale price on the principal market in which they are traded. All other assets are valued at fair value by Advisor. All valuations will be consistent with Advisor's fiduciary duty. Fees for partial months at the commencement or termination of our agreement will be billed or refunded on a pro-rated basis contingent on the number of days the account was open during the month.

Termination

Either Laurelhurst Asset Management, LLC or our clients can terminate our agreement at any time with or without cause. Unearned advance payments will be refunded to client by check payment. The investment advisory agreement will inure to the benefit of Laurelhurst and its successors, irrespective of any change in the personnel thereof, and shall bind client, client's estate and any heirs, beneficiaries or successors in interest.

You will be responsible for paying all fees including full monthly custodial administrative fees, account closure fees, mutual fund fees and all trading costs due to the termination. Custodian may assess additional fees for transfer of illiquid investments. If there is insufficient cash in the account, the liquidation of some securities may be used to pay custodial fees. Prior to termination of an agreement, we can provide a good-faith estimate of these fees.

If Advisor's Form ADV Part 2 is not delivered at least 48 hours prior to you entering into our investment advisory contract you have the right to terminate the contract without penalty within five business days after entering into the contract.

5c: Third Party Fees

You are responsible for the payment of all third party fees (i.e. custodian fees, mutual fund fees, 12b-1 fees, transaction fees, etc.). Those fees are separate and distinct from the fees we charge.

All brokerage commissions, stock transfer fees, and other similar charges incurred in connection with transactions for the account will be paid out of the assets in the account and are in addition to the investment management fees paid to us. While we take measures to ensure the fees charged are accurate, it is your responsibility to ensure the amount of fee charged is correct. In addition to statements sent by us, you will receive statements directly from these brokers, custodians or mutual funds or other investments you hold. We strongly urge you to compare these statements for accuracy.

5d: Other Investment Compensation

Laurelhurst Asset Management, LLC does not accept commission for the sale of securities or other investment products, including asset-based sales charges or service fees from the sale of mutual funds.

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

Laurelhurst Asset Management, LLC does not charge advisory fees on the performance of funds or securities in your account.

Item 7 – Types of Clients

We generally provide advisory services to the following types of clients:

- High-net worth individuals and families
- Small Businesses
- Trusts

Typically, the Advisor requires a minimum aggregated household account size \$1 million to open an account. However, exceptions may be considered.

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

8a: Analysis

Laurelhurst Asset Management primarily uses quantitative and fundamental methods of security analysis. We source the information used in our analysis from market and financial data vendors; SEC filings; company annual reports, press releases, webcasts, meetings, and other investor presentations; reports and materials prepared by others; and our proprietary financial models. Macro-economic analysis and technical analysis are secondary methods used.

Philosophy

Laurelhurst Asset Management seeks to invest in higher quality companies with attractive growth, return and cash flow characteristics, competing in sectors and industries with attractive growth prospects, with reasonable valuations, sound capital structure, and positive prospects for future growth.

We also seek to invest in companies where we anticipate positive catalysts through anticipated developments such as product cycles, leadership or strategy changes, and technology innovation. These companies may have weak current operating results but offer an opportunity for improvement in fundamentals leading to price appreciation.

Laurelhurst Asset Management does not focus on momentum, dividend yield, deep value, turnarounds, distressed assets, or event-driven philosophies, although we may consider these factors.

We typically seek to purchase securities to be held for at least a year and do not typically emphasize very short-term trading. We seek to consider tax efficiency when managing taxable accounts.

Laurelhurst Asset Management is primarily a long-only investor in equities (stocks), fixed income (bonds and preferred stock), mutual funds and exchange-traded funds. We do not seek to generate returns through derivatives or short-selling, although we may on occasion use those investment techniques to reduce risk in accounts.

We primarily invest in exchange-traded securities or quoted securities with readily observable market prices, and in funds that invest in such assets. As a general rule, we do not invest in private equity, private debt, private contracts, illiquid assets, assets without observable market prices, real estate, or commodities in physical form.

Investment Process

Laurelhurst Asset Management considers a universe of assets based on company characteristics, stock qualities, economic sectors and industries, investment themes, and our professional experience. Not all sectors or asset classes are equally represented.

We quantitatively screen the universe of listed companies to find prospects that offer an attractive combination of quality, growth, value, and positive earnings trends. We consider sector and industry attractiveness, investment themes, and market expectations, macro-economic and technical factors. We interact with other investment professionals and managements to gain insight and ideas. We draw on prior professional experience.

These prospects are reviewed through fundamental industry and company analysis to identify investment candidates. The companies that become investment candidates typically offer attributes such as good management, positive cash flow, sound balance sheets, attractive returns on assets and capital, extended runways for growth, markets that are growing, a strategic core asset, and innovative technology. The underlying securities for these companies are added to our watch list and may be added to model portfolio and/or purchased in accounts.

Portfolio Construction

Account holdings are typically sourced from the watch list after further analysis. We monitor portfolio characteristics including number of holdings and concentration of top holdings, sector exposure, aggregate quality and volatility, exposure to specific risk factors, to help limit unintended exposure and avoid excessive risk or concentration.

US Equity Growth Strategy

Laurelhurst Asset Management manages a proprietary model portfolio, the US Equity Growth Strategy. This in-house portfolio makes long-only equity investments in US-listed companies and securities with attractive quality, valuation, growth, and earnings estimate revision characteristics as identified through a quantitative analysis, and with a favorable fundamental investment thesis, as identified through traditional fundamental security analysis. This model generates a diversified portfolio designed to offer exposure to the US equity market, with a bias toward higher quality growth companies.

The US Equity Growth Strategy model portfolio will typically have these characteristics: between 50 and 100 individual holdings, with the largest holdings under 5% of portfolio weight, sector exposure

between -10% and +10% relative to the S&P 500 index, aggregate portfolio beta below 1.5 relative to the S&P 500 index, and the majority of portfolio weight in stocks classified as large cap or mid cap. During periods of market dislocation, the model portfolio may deviate from one or more of these characteristics.

Laurelhurst Asset Management may develop additional proprietary model portfolios using similar processes but different characteristics.

8b: Investment Strategies

Custom Portfolios reflect the investment guidelines of individual clients and are unique to each account. In general, custom portfolios are managed with the goal of multi-year capital appreciation and income growth. Custom portfolios will typically incorporate all or part of the US Equity Growth Strategy. Laurelhurst Asset Management may use some or all of the following strategies to manage our client's capital.

Long Term Purchases (securities held at least on year);

Short Term Purchases (securities sold within one year);

Short Sales, primarily of index ETFs, to hedge market risk;

Option Writing, primarily covered calls to enhance the underlying portfolio return and protective puts to hedge market risk.

Frequent trading can affect investment performance, particularly through increased brokerage and other transaction costs and taxes.

Separate Managed Accounts will be based on and track the US Equity Growth Strategy model portfolio or other model portfolios. An account may diverge from the underlying model due to tax efficiency, account size, and other factors.

8c: Risk of Loss

All investments include a risk of loss. Investing in securities involves risk of loss that clients should be prepared to bear. In addition, as recent global and domestic economic events have indicated, performance of any investment is not guaranteed. As a result, there is a risk of loss of the assets we manage that may be out of our control. We use our best efforts and expertise to manage your assets. However, we cannot guarantee any level of performance or that you will not experience financial loss.

Laurelhurst Asset Management, LLC will use our best judgment and good faith efforts in rendering services to you. We cannot warrant or guarantee any particular level of account performance, or that the account will be profitable over time. Not every investment decision or recommendation made by us will be profitable. You assume all market risk involved in the investment of account assets under the Investment Advisory Agreement and understand that investment decisions made for this account are subject to various market, currency, economic, political and business risks. Except as may otherwise be provided by law, we will not be liable to you for (a) any loss that you may suffer by reason of any investment decision made or other action taken or omitted in good faith by Laurelhurst with that degree of care, skill, prudence and diligence under the circumstances that a prudent person acting in a fiduciary capacity would use; (b) any loss arising from our adherence to your instructions; or (c) any unauthorized act or failure to act by a custodian of your account. Nothing in this document shall relieve us from any responsibility or liability we may have under state or federal statutes.

Specific risk related to the following asset classes:

Equity investing generally refers to buying shares of stocks in return for receiving a future payment of dividends and/or capital gains if the value of the stock increases. The value of equity securities may fluctuate in response to specific situations at each company, industry conditions and the general economic environment.

Fixed Income investing generally refers to buying a security that pays a return on a fixed schedule, though the amount of the payments can vary. This type of investment can include corporate and government debt securities, high yield, and investment grade debt. The value of fixed income securities may fluctuate in response to a change in interest rate expectations, a change in credit risk, or a change in liquidity among other risks.

Mutual Fund investing carries the risk of capital loss, you may lose money investing in mutual funds. All funds have costs that lower investment returns. Mutual funds typically are a collection of either fixed income securities or equity securities and thus can be expected to hold similar risk factors to the underlying securities.

Exchange Traded Funds (ETFs) are investment funds that are traded on stock exchanges similar to stocks. Investing in ETFs carries the risk of capital loss. ETFs are generally an emerging asset class that is growing very rapidly. As such investing in ETFs may hold greater risk of regulatory compliance, liquidity, and lack of transparency. ETFs typically own equity or fixed income securities and thus can be expected to hold similar risk factors as the underlying securities.

Additional risks that Clients may face because of Advisor's methods of analysis:

Incorrect Financial Statements: Financial statements may not accurately reflect a company's financial situation, including earnings which may be the basis for a company's stock value.

Interest-rate Risk: Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.

Market Risk: The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.

Inflation Risk: When any type of inflation is present, a dollar next year will not buy as much as a dollar today, because purchasing power is eroding at the rate of inflation.

Currency Risk: Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.

Reinvestment Risk: This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.

Business Risk: These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric

company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.

Pandemic Risk: Large-scale outbreaks of infectious disease can greatly increase morbidity and mortality over a wide geographic area, crossing international boundaries, and causing significant economic, social, and political disruption.

Cybersecurity Risk: A breach in cyber security refers to both intentional and unintentional events that may cause an account to lose proprietary information, suffer data corruption, or lose operational capacity. This in turn could cause an account to incur regulatory penalties, reputational damage, and additional compliance costs associated with corrective measures, and/or financial loss.

Liquidity risk: if the market for a security becomes less liquid the price for the security may be pressured. In extreme cases of market dislocation some securities can become difficult or impossible to sell.

Item 9 – Disciplinary Information

9a: Civil or Criminal Actions

Laurelhurst Asset Management, LLC and its managers have never been found guilty, convicted or pled no contest to a criminal or civil action in a domestic, foreign or military court.

9b: Administrative Enforcement Proceedings

Laurelhurst Asset Management, LLC and its managers have never been found by the SEC, any other state or federal agency or any foreign regulatory agency to have caused loss of the ability of an investment-related business to do business or been sanctioned, barred or limited in investment-related activities.

9c: Self-Regulatory Organization Enforcement Proceedings

Laurelhurst Asset Management, LLC and its managers have never been found by a self-regulatory agency to have caused loss of the ability of an investment-related business to do business. Additionally, Laurelhurst and its managers have never been found in violation of self-regulatory agencies rules such that they were barred, suspended, limited in advisory functions or fined.

Item 10 – Other Financial Industry Activities and Affiliations

10a: Broker Dealers and Registered Representatives

Laurelhurst Asset Management, LLC is not registered as a broker-dealer and our employees are not registered representatives of any broker-dealer.

10b: Registration as a Futures Commission Merchant, Pool Operator, or a Commodity Trading Advisor

Neither Laurelhurst Asset Management, LLC nor our employees hold any of the above registrations.

10c: Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests

Laurelhurst Asset Management, LLC will disclose any material conflict of interest relating to Laurelhurst, our representatives, or any of our employees which could reasonably be expected to impair the rendering of unbiased and objective advice.

10d: Selection of Other Advisors and How this Advisor is Compensated for those Selections

Laurelhurst Asset Management, LLC does not select other advisors.

Item 11 – Code of Ethics, Interest in Client Transactions and Personal Trading

11a: Code of Ethics Description

Laurelhurst Asset Management, LLC has adopted a Code of Ethics that governs a number of potential conflicts of interest we have when providing our advisory services to you. This Code of Ethics is designed to ensure we meet our fiduciary obligation to you and to stress the importance of a culture of compliance within our firm.

An additional benefit of our Code of Ethics is to detect and prevent violations of securities laws, including our obligations we owe to you.

Laurelhurst Asset Management, LLC's Code of Ethics is comprehensive, is distributed to each employee at the time of hire, and annually thereafter (if there are changes). We also supplement the Code of Ethics with annual training and on-going monitoring of employee activity. A complete copy of our Code of Ethics will be supplied to you, free of charge, if you request it.

Laurelhurst Asset Management, LLC's Code of Ethics includes the following:

- Requirements related to the confidentiality of your personal, business and financial information
- Prohibitions on insider trading (if we are in possession of material, non-public information)
- Reporting of gifts and business entertainment
- Reporting (on an on-going and quarterly basis) all personal securities transactions (what we call "reportable securities" as mandated by regulation)
- On an annual basis, we require all employees to re-certify to our Code of Ethics, identify members of their household and any account to which they have a beneficial ownership (they "own" the account or have "authority" over the account), securities held in certificate form and all securities they own at that time

11b, c & d: Participation or Interest in Client Transactions

Neither the Advisor nor any or a related person recommends to clients, or buys or sells for client accounts, securities in which the Advisor or a related person has a material financial interest. Laurelhurst Asset Management, LLC, or its employees, may buy and sell some of the same securities for our own accounts that we buy and sell for our clients. We will always buy or sell from our clients' accounts before we buy or sell from our accounts. In some cases Laurelhurst Asset Management, LLC, or its employees, may buy or sell securities for our own accounts and not for clients' accounts, as it may not meet the objectives or plans for the client.

Laurelhurst Asset Management, LLC will always maintain full disclosure with our clients so that you can make informed decisions. We will always evaluate our activity from the view of our clients to ensure

that any and all required disclosures are made. For example, we will disclose anything that would cause you to be unfairly influenced to make any decision regarding actions or inactions in your account.

Personal Trading in the Same Securities as Clients

Laurelhurst Asset Management allows its principal and employees to purchase or sell on their own behalf the same securities that may be purchased or sold on behalf of clients. Buying, selling, or holding the same securities that we buy, sell, or hold in client accounts presents a potential conflict of interest that, as fiduciaries, we must disclose to you and mitigate through policies and procedures. Our Code of Ethics addresses insider trading and includes a policy to govern personal securities reporting procedures.

When trading for personal accounts, the principal and employees of Laurelhurst Asset Management may have a conflict of interest if trading in the same securities. The fiduciary duty to act in the best interest of clients can potentially be violated if personal trades are executed with more advantageous terms than client trades, or by trading based on material non-public information. This risk is mitigated by Laurelhurst Asset Management's requirement to representatives and employees to report personal securities trades for review by the Chief Compliance Officer. The Advisor owes the client a fiduciary duty to put the client's interest first which includes, but is not limited to, a duty of care, loyalty, obedience, and utmost good faith.

Personal Trading at the Same Time as Clients

If Laurelhurst Asset Management's principal or employees trade material volumes of the same securities traded on behalf of clients on the same day, the principal and employees' trades are placed only after client trades are placed. Laurelhurst Asset Management's principal and employees will not transact in any security to the detriment of any client.

Supervision

The Chief Compliance Officer of Laurelhurst Asset Management is John Liu, CFA. He reviews principal and employee trades each quarter. Personal trading reviews ensure that the personal trading does not affect client accounts.

Item 12 – Brokerage Practices

12a: Selecting Brokerage Firms

Advisor may recommend the use of a particular broker-dealer such as Schwab Advisor Services, a division of Charles Schwab & Co, Inc. Member FINRA/SIPC or may utilize a broker-dealer of the client's choosing. Advisor will select appropriate brokers based on a number of factors including but not limited to their relatively low transaction fees and reporting ability. Advisor relies on its broker to provide its execution services at the best prices available. Lower fees for comparable services may be available from other sources. Clients pay for any and all custodial fees in addition to the advisory fee charged by Advisor.

To avoid creating a possible conflict of interest in recommending broker-dealers, we have established the following restrictions in order to ensure its fiduciary responsibilities:

- Laurelhurst adheres to our Code of Ethics as outlined in Item 11 above.
- If Laurelhurst receives separate compensation for transactions, we will fully disclose them.
- Laurelhurst emphasizes the unrestricted right of you to select and choose your own broker or dealer.

- Laurelhurst will always act in accordance with all applicable federal and state regulations governing registered investment advisory practices.

No recommended broker-dealers/custodians refer clients to the Advisor.

Directed Brokerage

The Advisor does not allow directed brokerage arrangements.

Soft Dollars

The Securities and Exchange Commission defines soft dollar practices as arrangement under which products or services other than execution services are obtained by Advisor from or through a broker-dealer in exchange for directing client transactions to the broker-dealer. As permitted by Section 28(e) of the Securities Exchange Act of 1934, Advisor receives economic benefits as a result of commissions generated from securities transactions by the broker-dealer from the accounts of Advisor. These benefits include both proprietary research from the broker and other research written by third parties.

A conflict of interest exists when Advisor receives soft dollars. This conflict is mitigated by the fact that Advisor has a fiduciary responsibility to act in the best interest of its clients and the services received are beneficial to all clients. Adviser owes the client a fiduciary duty to put the client's interest first which includes, but is not limited to, a duty of care, loyalty, obedience, and utmost good faith

12.b: Sales Aggregation

Laurelhurst Asset Management, LLC does not aggregate trades. Due to the nature of Advisor's individualized trading approach, no opportunities to aggregate in the best interests of the client exist.

Item 13 – Review of Accounts

13a: Periodic Reviews

All Client accounts are reviewed quarterly to check for consistency with the investment strategy and performance. Reviews are conducted by John Liu, CFA.

13b: Review Triggers

Client accounts may be reviewed more frequently should market conditions warrant. Review triggers include a change in market conditions, a change in client situation or guidelines, tax considerations, large deposits or withdrawals, loss in confidence in corporate management objectives or other new investment information.

13c: Regular Reports

Clients receive transaction confirmation notices and regular quarterly account statements directly from the qualified custodian. In all instances, the Adviser will send the client a written invoice, including the fee, the formula used to calculate the fee, the fee calculation itself, the time period covered by the fee, the amount of assets under management on which the fee was based, and the name of the custodian(s). The Adviser will send these to the client concurrent with the request for payment or payment of the Adviser's advisory fees. Additionally, Laurelhurst Asset Management will send periodic communications on at least an annual basis to clients.

Item 14 – Client Referrals and Other Compensation

14a: Economic Benefits Provided by Third Parties for Advice Rendered to Clients

Laurelhurst Asset Management, LLC does not receive economic benefits from third parties for the advice we render to our clients.

14b: Compensation to Non-Advisory Personnel for Client Referrals

Laurelhurst Asset Management, LLC does not directly or indirectly compensate any person for client referrals. Similarly, we do not accept referral fees or any form of remuneration from other professionals when a prospect or client is referred to them. The Advisor receives no compensation for referring clients to third party investment advisors compensation. We do not have any other compensation to report.

Item 15 – Custody

Laurelhurst Asset Management, LLC does not maintain custody of client assets. In certain instances, our clients may execute a standing letter of authorization (SLOA) to a qualified custodian which may result in Laurelhurst Asset Management, LLC having custody of client assets. In such instances, Laurelhurst Asset Management, LLC has limited authority to withdraw client assets upon our instruction to the custodian. To ensure clients' interests are protected when SLOAs are used the following conditions must be met:

- i. The client provides an instruction to the qualified custodian, in writing, that includes the client's signature, the third party's name, and either the third party's address or the third party's account number at a custodian to which the transfer should be directed.
- ii. The client authorizes the Advisor, in writing, either on the qualified custodian's form or separately, to direct transfers to the third party either on a specified schedule or from time to time.
- iii. The client's qualified custodian performs appropriate verification of the instruction, such as a signature review or other method to verify the client's authorization, and provides a transfer of funds notice to the client promptly after each transfer.
- iv. The client has the ability to terminate or change the instruction to the client's qualified custodian.
- v. The Advisor has no authority or ability to designate or change the identity of the third party, the address, or any other information about the third party contained in the client's instruction.
- vi. The Advisor maintains records showing that the third party is not a related party of the Advisor or located at the same address as the Advisor.
- vii. The client's qualified custodian sends the client, in writing, an initial notice confirming the instruction and an annual notice reconfirming the instruction.

All clients' assets are held by qualified custodians, which may include Charles Schwab & Co. Inc., Fidelity Brokerage Services LLC, or TD Ameritrade. The custodians provide account statements directly to clients at their address of record at least quarterly. Clients are urged to compare the account statements received directly from their custodians to reports and invoices provided by Laurelhurst Asset Management to determine accuracy.

Laurelhurst shall have no liability to the client for any loss or other harm to any property in the account, including any harm to any property in the account resulting from the insolvency of the custodian or any unauthorized acts of the agents or employees of the custodian and whether or not the full amount or such loss is covered by the Securities Investor Protection Corporation ("SIPC") or any other insurance

which may be carried by the custodian. The client understands that SIPC provides only limited protection for the loss of property held by a broker-dealer. As a fiduciary, Laurelhurst will always act in the client's best interests and in doing so, the above does not limit or modify that duty to our clients.

Nothing in this Brochure may be interpreted to limit or modify the investment advisor's fiduciary duties to its clients and nothing in this Brochure shall be deemed a waiver of any right or remedy that a client may have under federal or state securities laws. Federal and state securities laws impose liabilities under certain circumstances on persons who act in good faith.

Item 16 – Investment Discretion

Discretionary Authority

Laurelhurst Asset Management accepts discretionary authority to manage securities accounts on behalf of clients. In all cases such discretion is to be exercised in a manner consistent with the stated investment guidelines for the particular client account. Clients may place investment restrictions on specific securities in their accounts. Investment restrictions must be provided to Laurelhurst Asset Management in writing and resubmitted annually.

The term “discretionary” means Laurelhurst Asset Management has written authority to make investment decisions on a client's behalf. Using that authority, Laurelhurst Asset Management decides to select, buy, sell, or hold securities including external mutual funds or ETFs and cash and money market funds in client accounts and/or allocate assets to one or more separate account strategies. We monitor these accounts and proactively buy and sell positions when we believe it is appropriate to help achieve a client's investment return objectives and/or to reduce risk.

Non-Discretionary Authority

Non-discretionary authority requires Laurelhurst Asset Management to obtain a client's prior approval of each specific transaction prior to executing investment recommendations. Laurelhurst Asset Management will typically not manage accounts under non-discretionary authority, other than client investment restrictions on specific securities as described above.

Limited Power of Attorney

Clients open retail accounts at brokerage firms. The client signs a limited power of attorney (trading authorization) so that Laurelhurst Asset Management may execute trades on the clients' behalf.

Item 17 – Voting Client Securities

As a matter of firm policy and practice, Laurelhurst Asset Management does not have the authority to and does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. Clients will receive proxies directly from their custodians or a transfer agent. Laurelhurst Asset Management may provide advice to clients regarding the clients' voting of proxies.

Item 18 – Financial Information

18a: Balance Sheet

Laurelhurst Asset Management, LLC does not solicit prepayment of more than \$500 in fees per client six (6) months in advance.

18b: Financial Conditions

Laurelhurst Asset Management, LLC has no financial issues that could impair our ability to carry out our fiduciary duty to our clients.

18c: Bankruptcy Petition

Laurelhurst Asset Management, LLC has never been the subject of a bankruptcy petition.

Item 19 – Requirements for State-Registered Advisors

19a&b. Principal Executive Officer's Education, Background & Other Businesses

Please see Item 2 of Form ADV Part 2B below.

John Liu, CFA– Brochure Supplement

Item 1 Cover Page ADV Part 2 B Brochure

This supplemental information is about John Liu, CFA, (CRD #: 5293182) of Laurelhurst Asset Management, LLC. John is the managing member of Laurelhurst Asset Management, LLC. He is also an Investment Advisor Representative, the Chief Compliance Officer, and the Chief Investment Officer for the company. This Brochure Supplement provides information about John Liu that supplements the Laurelhurst Asset Management LLC Brochure. You should have received a copy of that brochure. Please contact John Liu if you did not receive Laurelhurst Asset Management LLC's Brochure or if you have any questions about the contents of this Brochure Supplement Additional information about Laurelhurst Asset Management, LLC is also available at the SEC's website www.adviserinfo.sec.gov.

Item 2 - Educational Background and Business Experience

John Liu, CFA

Date of Birth: March 26, 1963

Educational Background:

UC Berkeley, BA Mathematics 1980

UCLA School of Law, JD 1983

UC Berkeley, MBA 1999

Business Background:

Ropers Majeski Wagner and Kohn, San Francisco CA - 1983 to 1985

Associate attorney handling general civil litigation.

Pillsbury Madison & Sutro, Los Angeles CA – 1985 to 1997

Partner attorney handling product liability, environmental, insurance coverage litigation in state and Federal courts.

Allianz RCM Global Investors, San Francisco CA – 1999 to 2006

Equity analyst covering consumer discretionary, consumer staples, industrial and transportation, technology sectors and stocks for multiple product strategies including Large Cap Growth, Mid Cap, Small Cap, Technology Fund.

Columbia Management, Portland OR – 2006

Equity analyst covering health care and technology sectors for mid cap, small cap, and mid cap funds.

Montibus Capital Management LLC, Portland OR - 2006 to 2015

Co-founder and co-portfolio manager of registered investment advisory firm focused on managing institutional small and mid-cap growth equity strategies. Overall assets under management reached \$1.3 billion. Responsible for numerous sectors including consumer discretionary, health care, technology, industrials.

US Bank Private Wealth Management, Portland OR – 2016 to 2020

Senior portfolio manager for high-net worth individuals and families, trusts, and small businesses. Managed over \$0.6 billion. Responsible for all aspects of equity and fixed income strategy and security selection.

Laurelhurst Asset Management LLC, Portland OR - 2020 to present.

Professional Designations:

John Liu, CFA has earned the Chartered Financial Analyst (CFA) certification. The CFA charter is a globally respected, graduate-level investment credential established in 1962 and awarded by the CFA Institute, which is the largest global association of investment professionals. There are over 123,000 CFA charter holders in over 145 countries. To earn the CFA charter candidates must first, pass three sequential, six-hour examinations; second, have at least four years of qualified professional investment experience; three, join the CFA Institute as members; and fourth, commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct. To learn more about the CFA charter, please visit www.cfainstitute.org. John Liu received his CFA certification in 2002.

Item 3 - Disciplinary Information

John Liu has had no legal or disciplinary events material to a client's or prospective client's evaluation of the supervised person. All material facts are disclosed.

Item 4 – Other business activities

John Liu, CFA is not actively engaged in any investment-related business or occupation outside of Laurelhurst Asset Management LLC. He has no application pending to register as a broker-dealer, registered representative of a broker-dealer, futures commission merchant (FCM), commodity pool operator (CPO), commodity trading advisor (CTA), or an associated person of an FCM, CPO, or CTA.

Item 5 - Additional Compensation

Laurelhurst Asset Management's owner, principal officer and investment advisor representative does receive any additional compensation.

Item 6 - Supervision

Mr. Liu supervises his own activities. No one else will be supervising him. Laurelhurst Asset Management has implemented a Code of Ethics and internal compliance procedures that reinforce the fiduciary obligations to clients. Laurelhurst Asset Management is subject to regulatory oversight by various agencies. John Liu is the Chief Compliance Officer of Laurelhurst Asset Management. Mr. Liu can be reached by phone at 503.206.8773 or by email at johnliu@laurelhurstasset.com.

Item 7 - Requirements for State-Registered Advisors

State securities authorities require this disclosure and it is provided to you for evaluating this investment advisor representative's suitability.

John Liu has not been found liable in any arbitration, civil suit, self-regulatory organization, or administrative proceeding involving an investment or an investment-related business or activity. John Liu has never been the subject of a bankruptcy petition.