

ROCKEFELLER CAPITAL MANAGEMENT
Form CRS Relationship Summary*
Rockefeller Financial LLC and Rockefeller & Co. LLC
Effective as of: June 30, 2020

Rockefeller Capital Management LP is the holding company of various operating subsidiaries, including Rockefeller Financial LLC (“Rockefeller Financial”) and Rockefeller & Co. LLC (“Rockefeller & Co.”). Rockefeller Financial is dually registered with the U.S. Securities and Exchange Commission (“SEC”) as an investment adviser and broker-dealer and is a member of the Financial Industry Regulatory Authority (“FINRA”) and Securities Investor Protection Corporation (“SIPC”). Rockefeller & Co. is registered with the SEC as an investment adviser. Rockefeller Financial and Rockefeller & Co. conduct business under the name Rockefeller Capital Management and the Global Family Office. The two firms were established to serve the needs of ultra-high net worth and high net worth individuals, their families, family offices and related entities like trusts, estates, endowments and foundations, as well as pension and profit sharing plans, charitable organizations, corporations and other business entities.

Brokerage and investment advisory services and fees differ. It is important for you to understand these differences and the terms and conditions of the relationship you have established with us. Free and simple tools are available to research firms and financial professionals at Investor.gov/CRS, which also provides educational materials about broker-dealers, investment advisers, and investing.

What investment services and advice can you provide me?

Rockefeller Financial offers both investment advisory and brokerage services. Clients of Rockefeller Financial receive personalized investment advisory and brokerage services from their Private Wealth Advisor (“PWA”). Clients of Rockefeller & Co. receive only investment advisory services, namely private wealth investment advisory and family office services through its Family Office division (“Family Office”), and investment management services through its Rockefeller Asset Management division. Rockefeller Asset Management provides a broad range of investment strategies on a discretionary, non-discretionary and model delivery basis for institutional clients, intermediaries, and high net-worth individuals and families. Both Rockefeller Financial and the Family Office conduct business under the name of the Global Family Office. Clients of the Family Office receive personalized investment advice and guidance from their client advisor (“Client Advisor”), who is supported by other professionals within the Family Office and its affiliates.

	<u>Brokerage Services</u>	<u>Investment Advisory Services</u>
Overview	Rockefeller Financial’s primary brokerage service is buying and selling securities at your direction. Rockefeller Financial may also provide you with investment recommendations, financial tools, financial planning services, and investor education.	We offer discretionary and non-discretionary investment advisory services across a broad range of asset classes and investments to ultra-high net worth and high net worth individuals, family offices, trusts, estates, endowments, foundations, and other entities.
Monitoring	Rockefeller Financial does not agree to monitor investments in your brokerage account as part of its brokerage services.	We monitor your advisory account and investments from time to time as appropriate as part of our standard services.
Investment Authority	When you receive a brokerage recommendation, you make the ultimate decision whether to buy, sell, or hold the security.	When you grant us investment discretion, we have the authority to make investments in your account without obtaining your specific consent, subject to investment objectives and reasonable restrictions

* Statements in this summary (including our obligation when making a securities recommendation as a broker to act in your best interest) (i) are required by SEC Form CRS, summary in nature and limited in substance and size by SEC Form CRS; (ii) relate only to our obligations under SEC Regulation Best Interest when we act as a broker or the Investment Advisers Act when we act as an investment adviser, (iii) do not create or modify any agreement, relationship or obligation between you and us or our financial professionals; and (iv) are subject to the more complete terms and conditions of our brokerage or investment advisory agreements and disclosures (including Form ADV Part 2 or the Wrap Fee Brochure when we act as investment adviser or the Client Relationship Brochure when we act as a broker-dealer).

to which we both agree. When you receive non-discretionary investment advisory services, you make the ultimate decision whether to implement that advice.

Limited Investment Offerings

Rockefeller Financial offers a variety of investment products, including domestic and international equities, options, fixed income securities, mutual funds, exchange traded funds (“ETFs”), structured notes, variable annuities, tax shelters, private funds, and other alternative investments. Rockefeller Financial offers both proprietary and third-party investment products.

Advisory clients may receive advice regarding equity securities, fixed income securities, mutual funds, ETFs, and alternative investments, and access affiliated and third-party investment managers (“Investment Managers”) that manage your account on a discretionary basis using mutual funds, ETFs, and other securities.

Account Minimums and Other Requirements

Rockefeller Financial does not have a minimum account size for brokerage customers.

Rockefeller Financial does not have a minimum account size for advisory clients. Rockefeller & Co.’s usual target dollar value of assets for starting a client relationship is in excess of \$5 million.

Certain Investment Managers have minimum account size requirements of up to \$1 million or more.

Rockefeller Capital Management Insurance Services LLC, a licensed insurance affiliate, offers a variety of insurance products including fixed and intermediate annuities and life insurance contracts.

For additional information about brokerage services, please see Rockefeller Financial’s Client Relationship Brochure.

For additional information about advisory services, please see:

- Rockefeller Financial’s Form ADV Part 2A (“Advisory Brochure”) and Appendix 1 (“Wrap Fee Brochure”), available at <https://adviserinfo.sec.gov/firm/brochure/291361>, and
- Rockefeller & Co.’s Advisory Brochures for Family Office and Rockefeller Asset Management, available at <https://adviserinfo.sec.gov/firm/brochure/294197>.

Conversation Starters. Ask your financial professional—

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

What fees will I pay?

The fees you pay depend on whether you choose brokerage services, advisory services, or both.

Brokerage Fees and Costs	Advisory Fees and Costs
<p>For brokerage services, you will pay transaction-based charges when you buy or sell securities for your account, including commissions, commission equivalents, markups, markdowns, initial and ongoing sales charges, and other transaction fees.</p>	<p>For advisory services, you will pay an “asset-based” fee that is generally payable quarterly in advance and based on a percentage of the assets under management in your account as of the close of business on the last business day of the prior calendar quarter.</p>
<p>Rockefeller Financial receives compensation based on transactions in your account, which creates an incentive to encourage you to trade more frequently and in greater</p>	<p>The more assets you invest in your account, the more you will pay in fees. This creates an incentive to encourage you to increase your advisory account assets. Some programs</p>

amounts, and to purchase certain products for Rockefeller Financial for which the Firm receives greater compensation. In addition to transaction-based charges, you will also pay fees for custodial, administrative, and other services provided for your brokerage account, as well as internal management, operating, and distribution fees and expenses that are included in the expense ratios for certain investments, such as mutual funds, ETFs, variable annuities, structured notes, private funds, and other alternative investments

charge an “unbundled” fee, in which case the client may pay a separate fee for Rockefeller Asset Management services, brokerage services, and investment advice.

Rockefeller Financial also offers a wrap fee platform where you are charged a “wrap fee,” which covers the cost of our investment advisory services, most execution charges through the custodian, custodian fees, platform administration, reporting services, investment manager fees, and other services. You may be able to obtain some or all of the services offered through the wrap fee platform separately from Rockefeller Financial, Rockefeller & Co. or other firms, and the costs of obtaining the services separately may be more or less than the wrap fee Rockefeller Financial charges.

You may also pay other fees and expenses, such as execution charges imposed by third-party broker-dealers; markups, markdowns, and dealer spreads on principal trades; processing fees; and charges imposed by third parties. You will also pay the internal management, operating and distribution fees and expenses that are included in the expense ratios of certain investments, such as mutual funds, ETFs and alternative investments. Certain clients and investment products may be subject to a performance-based fee in addition to, or in lieu of, an asset-based fee.

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.

For additional information about brokerage fees and costs, see Rockefeller Financial’s Brokerage Relationship Brochure.

For more information about investment advisory fees and costs, see: Rockefeller Financial’s Advisory Brochure and Wrap Fee Brochure, both available at <https://adviserinfo.sec.gov/firm/brochure/291361>; and Rockefeller & Co.’s Advisory Brochures for Family Office and Rockefeller Asset Management, both available at <https://adviserinfo.sec.gov/firm/brochure/294197>.

Conversation Starters. 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 providing recommendations as my broker-dealer or when acting as my investment adviser? How else does your firm make money and what conflicts of interest do you have?

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

- ❖ **Affiliated Products:** We will earn higher fees, compensation, and other benefits when you invest in a product or strategy that we (or one of its affiliates) advise, manage, or sponsor, such as mutual funds, private funds, feeder funds, and separately managed accounts. This creates an incentive for us to recommend (or to invest your assets in) proprietary products or strategies over third-party products or strategies to earn greater compensation.

- ❖ **Third-Party Payments:** We receive payments from third-party product sponsors and managers (or their affiliates) when we recommend or sell certain products. This creates an incentive for us to recommend (or to invest your assets in) products of third parties that pay us over products of third parties that do not pay us, or pay us less.
- ❖ **Revenue Sharing:** Certain managers and sponsors (or their affiliates) share the revenue they earn when you invest in certain of their investment products (primarily mutual funds and variable annuities) with us. This creates an incentive for us to recommend (or to invest your assets in) products of sponsors and managers that share their revenue with us, over other products of sponsors or managers that do not share their revenue, or who share less.

Conversation Starters. Ask your financial professional—

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

For additional information about brokerage conflicts of interest, see Rockefeller Financial’s Client Relationship Brochure. **For additional information about investment advisory conflicts of interest,** see Rockefeller Financial’s Advisory Brochure and Wrap Fee Brochure, available at <https://adviserinfo.sec.gov/firm/brochure/291361>, and Rockefeller & Co.’s Advisory Brochures for Family Office and Rockefeller Asset Management, available at <https://adviserinfo.sec.gov/firm/brochure/294197>.

How do your financial professionals make money?

Rockefeller Financial professionals receive compensation based on a percentage of eligible revenue earned on advisory and brokerage activities attributable to accounts they service. They also may be eligible to receive referral fees and share in revenue generated from the services provided to clients by Rockefeller-affiliated companies. Financial professionals often receive upfront forgivable loans, salary guarantees, continuing service bonuses, and other compensation contingent on meeting certain revenue targets and continued employment with us.

Rockefeller & Co. professionals receive an annual salary, a discretionary bonus and, in certain cases participation in deferred compensation plans, which are designed to attract, retain, motivate and reward individuals. The amount of the discretionary bonus paid to Client Advisors in the Family Office factors in their client’s overall revenue generation. Factors considered in determining discretionary bonus levels for Rockefeller Asset Management professionals include individual (such as contribution to investment performance), team and firm metrics.

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

Yes. For additional information, please visit [Investor.gov/CRS](https://investor.gov/CRS) for a free and simple search tool to research us and our financial professionals.

Conversation Starters. Ask your financial professional—

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

Additional Information

This summary is provided, as required by SEC rules, as part of discussions that may encompass a variety of accounts and account types. Please consider this summary, and the more detailed information you are provided, as part of these discussions. **For additional information about our brokerage services,** see Rockefeller Financial’s Client Relationship Brochure. **For additional information about our investment advisory services,** see Rockefeller Financial’s Advisory Brochure and Wrap Fee Brochure, available at <https://adviserinfo.sec.gov/firm/brochure/291361>, and Rockefeller & Co.’s Advisory Brochures for Family Office and Rockefeller Asset Management, available at <https://adviserinfo.sec.gov/firm/brochure/294197>.

If you would like additional information or a copy of this disclosure, please contact your Advisor or call us at (212) 549-5100.

Conversation Starters. Ask your financial professional—

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