

Verdence Capital Advisors, LLC
Client Relationship Summary (FORM CRS)
March 31, 2022

Verdence Capital Advisors, LLC (“Verdence”, “we”, “us”) is an independent, private wealth advisory and multi-family office firm. We are registered as an investment adviser with the U.S. Securities and Exchange Commission (“SEC”). Services and fees offered by investment advisory firms like Verdence differ from those offered by brokerage firms and it is important for you to understand the differences. Free and simple tools are available to research firms and financial professionals at [Investor.gov/CRS](https://investor.gov/CRS), which also provides educational materials about broker-dealers, investment advisers, and investing.

What investment services and advice can you provide me?

Scope of Services: We offer investment advisory services to retail investors. Our advisory services include investment management, financial planning, consulting, family office services, and wrap fee program sponsorship. Verdence advises clients in the daily activities and significant events that advance their financial lives. We begin by spending time learning your financial needs and life goals so that we can create an appropriate financial path. You may engage us to provide any or all of the following services: (a) investment management; (b) asset aggregation; (c) retirement and estate planning; (d) business exit and transition planning; (e) outsourced Chief Investment Officer; (f) advisory and financial team coordination; (g) family governance; and (h) philanthropic strategies. While we help clients with tax minimization strategies, we do not provide tax or legal advice.

Monitoring: As part of our standard investment advisory services, we monitor your account holdings on an ongoing basis. We review client accounts on a periodic basis, at least annually. We further conduct account reviews on an event driven basis, in response to changes in your investment objectives and/or financial situation, market corrections and upon request. We urge you to advise us of any changes in your objectives and financial situation.

Discretionary Authority: We accept discretionary authority to manage securities accounts on your behalf. This means we (or third-party managers we select for you) buy and sell securities determined to be in your best interest in an amount and in the timeframe that is deemed to be appropriate. You may impose reasonable restrictions on our discretionary authority. Nearly all account transactions are executed with your custodian, although we are authorized to trade away from your custodian if we believe it is in your best interest to do so.

Account Opening Requirements: You are required to sign a written Investment Advisory Agreement which authorizes us to manage your investments. You may cancel the Agreement at any time. We generally require a minimum annual fee of \$10,000, although in our sole discretion, we may reduce or waive the minimum fee.

Please see our Form ADV Part 2A and related Appendix 1 for more information about our advisory services available at <https://verdence.com/adv-part-2a/>.

CONVERSATION STARTERS: 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?

Fees are calculated as a percentage of assets under management including cash. Non-wrap fees are subject to a tiered schedule which begins at 1% and decreases step-by-step to as low as 0.3% for incremental assets we manage for you. Historically, wrap fees were negotiable up to 1.5% annually, however we are no longer accepting new wrap clients. Fees are billed quarterly in advance based on the value of account assets calculated on the last day of the prior quarter. Stand-alone financial planning and consulting service fees are negotiable, ranging from fixed fees of \$15,000 to \$25,000 to hourly fees of \$250 to \$500.

All fees paid to Verdence are separate and distinct from the fees and expenses charged by mutual funds and exchange-traded funds (“ETFs”). In our non-wrap fee program, you are subject to fees and expenses charged by independent investment managers and limited partnerships. You are also responsible for all transaction, brokerage and custodial fees incurred as part of your portfolio management program. In our wrap fee program, all such fees are bundled wherein the asset-based fee includes most transaction costs and fees paid to the custodian and independent managers and therefore are higher than a typical asset-based advisory fee. The more assets we manage for you, the greater our fee and so we are incentivized to urge you to increase account assets with us.

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. Please see our Form ADV Part 2A and related Appendix 1 for more information about fees and expenses: <https://verdence.com/adv-part-2a/>.

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

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

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

Conflicts of Interest	Description of Conflict of Interest
Employee Personal Trading	Our employees buy or sell certain securities that are also recommended to clients. At times, they may buy or sell these securities at or around the same time as such securities are recommended to clients. This practice creates a situation where employees are positioned to benefit from the sale or purchase of those securities, which may present a conflict of interest.
Affiliate’s Private Funds	We may recommend, on a non-discretionary basis, that certain qualified clients consider allocating a portion of their investment assets to one or more private funds sponsored by our affiliate. Although the affiliate waives fees for such investments, Verdence advisory fees still apply to client assets placed with our affiliate’s private funds. This may present a conflict of interest.

CONVERSATION STARTER: How might your conflicts of interest affect me, and how will you address them?

How do your financial professionals make money?

Our financial professionals share in the fee revenue generated by clients. The degree of sharing varies based on seniority, firm profitability, new business development, and client retention. The more assets we manage for you, the greater our fee and our professionals’ share in such fees, thus we have an incentive to urge you to increase account assets. Please see our Form ADV Part 2A and related Appendix 1 for more information about potential conflicts and how we address them: <https://verdence.com/adv-part-2a/>.

CONVERSATION STARTERS: As a financial professional, do you have any disciplinary history? For what type of conduct?

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

Yes. Please visit Investor.gov/CRS for a free and simple search tool to research Verdence and our financial professionals.

CONVERSATION STARTERS: Who is my primary contact person? Is he/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?

To request up-to-date information or a copy of Form CRS, contact Kevin Cuff (410-472-5384 / kcuff@verdence.com.)

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MATERIAL CHANGES
March 31, 2022

Since our previous filing of Form CRS on November 18, 2021, Verdence Capital Advisors, LLC makes the following material changes to previously reported information:

- ◆ We no longer accepting new clients in our Wrap Fee Program.
- ◆ We have adopted a new fee schedule:
 - For new clients onboarded beginning April 1, 2022, we are implementing a new fee schedule. Under the previous schedule, client fees were negotiable up to 1.3% of assets under management. The new tiered schedule is shown below. The rates shown below are applied to the market value of all assets under management, including cash balances that are available for investment. These rates represent annual fees, which are invoiced quarterly in advance.

Annual Fee Schedule:
First \$5,000,000: 1 percent
Next \$5,000,000: 0.75 percent
Next \$15,000,000: 0.65 percent
Next \$25,000,000: 0.55 percent
Next \$50,000,000: 0.45 percent
Balance: 0.30 percent
 - There are exceptions to the fee schedule shown above, which are disclosed in Form ADV Part 2A, Item 5, available at <https://verdence.com/adv-part-2a/>.

On November 18, 2021 we reported that since our initial filing of Form CRS on June 24, 2020, Verdence Capital Advisors, LLC made the following material changes to previously reported information:

- ◆ We have changed our response to the question: “Do you or your financial professionals have legal or disciplinary history?” from “No” to “Yes”.
- ◆ For more information, please contact Kevin Cuff, Chief Compliance Officer at 410-472-5384 or kcuff@verdence.com.