March 31, 2022

BASELINE WEALTH MANAGEMENT LTD

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I. Cover Page

This brochure provides information about the qualifications and business practices of Baseline Wealth Management Ltd. ("Baseline" or "the firm"). This information includes the type of services that are offered, fees, types of clients served, types of investments generally recommended, methods of analysis, strategies employed, information sources consulted, educational and business backgrounds of management employees, participation in connection with client transactions, conditions for managing accounts, the nature of discretionary authority, billing, custody, potential conflicts of interest, the process for reviewing accounts, brokers used, and the allocation of brokerage commissions.

If you have any questions about the contents of this brochure, please contact us by telephone at + 41 58 105 76 20 or by e-mail at info@baselinewealth.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. Additional information about Baseline is also available on the SEC's website at www.adviserinfo.sec.gov. The information contained in this brochure relates only to specific questions to which the relevant agencies request answers. The document is not, and is not intended to be, a marketing brochure, nor is it to provide detailed information about all aspects of Baseline's business.

Baseline is a Registered Investment Advisor ("RIA") with the SEC. There is no specific level of skill or training required to become "registered". However, Baseline requires its employees to have a high level of experience and education as described in more detail below.

II. Material Changes

Starting from January 2022, Ms. Nathalie A. Caldelari has been appointed as the new Chief Compliance Officer of Baseline.

No other material changes have been made at Baseline since the last filing of this brochure which took place on July 2021.

You may request a new brochure at any time without charge by sending an e-mail to info@baselinewealth.com or by calling Baseline at +41 58 105 76 20.

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IV. Advisory Business

Baseline commenced investment advisory operations in January 2011.

Baseline's principal business consists of furnishing state of the art investment supervisory services to international high net worth clientele. This activity includes the provision of continuous advice concerning investment of assets consistent with the circumstances, preferences and objective of each client. The investment management process includes an assessment of each client's investment objectives and needs in terms of expected returns, risk tolerance, future liquidity requirements and potential tax and legal restrictions. The structure for each client's investment program is developed in the context of these considerations.

Baseline may occasionally manage client accounts on a fully discretionary basis without detailed knowledge of the circumstances, preferences and objectives of the specific client. In these instances, Baseline formulates and implements an investment program that is considered prudent, appropriate, and suitable to the nature of the account and Baseline's understanding of the client's general characteristics.

Baseline provides services on both a discretionary basis and a purely non-discretionary (i.e. advisory) basis.

Discretionary Management	Non-discretionary (i.e. Advisory) Management
Under a discretionary management mandate, Baseline has the authority to supervise and direct the investments of and for each client's account without prior consultation with the client. Baseline determines which securities are bought and sold for the account and the total amount of the purchases and sales. Baseline's authority may be subject to conditions imposed by individual clients. For example, a client may restrict or prohibit transactions in certain types of securities. Baseline does not select the broker or dealer for effectuating securities transactions and does not negotiate the commission rates paid to effectuate transactions. Baseline works with the broker determined by the custodian bank selected by the client, which may or may not be a broker registered with the SEC.	Under a non-discretionary, or advisory, management mandate, Baseline makes investment recommendations to a client, and the client makes all investment decisions about the investments held in the account. In order to implement the client's decisions, the client may authorize Baseline to route orders for the execution of securities transactions for the client's account. In such cases, Baseline does not select the broker or dealer used for effectuating such securities transactions and does not negotiate the commission rates paid. Baseline will place orders with the custodian bank or broker directed by the client.

Baseline manages approximately USD 514,320,123 on a discretionary basis and approximately USD 158,269,656 on a non-discretionary basis as of December 31, 2021. Investment advice in not provided on any other basis than those described above.

Baseline does not issue periodic publications relating to securities on a subscription basis, nor does prepare or distribute special reports or analysis relating to securities other than an "investment letter" provided to Baseline's clients on a quarterly basis which provides Baseline's views of various securities markets and assets classes as well as document the recent events and their impact on the world's securities markets.

Generally, Baseline does not issue any charts, graphs, formulas or other devices for use by clients in evaluating securities, nor does it furnish advice to clients on any matters not involving securities on other than an incidental basis. Incidental to its primary function as an asset manager, Baseline may offer clients: (i) certain broad guidance commonly considered financial planning, or (ii) advice on commodities as such term is defined in the Commodities Exchange Act.

Baseline will not advise or act on behalf of clients in any legal proceeding, including bankruptcies or securities shareholder class action litigation involving securities held or previously held in client accounts.

Accordingly, Baseline is not responsible for responding to or forwarding to clients any class action settlement offers relating to securities currently or previously held in client accounts.

V. Fees and Compensation

Baseline charges investment advisory fees for its services consisting of a percentage of the market value of assets being subject to the fee.

Table 1 presents the fee schedule for Baseline Discretionary Management Services. **Table 2** presents the fee schedule for Baseline Non-discretionary Advisory Services.

Table 1: Discretionary Management

Assets Under Management	Asset Management Fee
CHF 0 – 2’000’000	0.80% - 1.5% p.a.
CHF 2’000’001 – 5’000’000	0.70% - 1.4% p.a.
CHF 5’000’001 – 10’000’000	0.60% - 1.3% p.a.
CHF 10’000’001 – 20’000’000	0.50% - 1.2% p.a.
> CHF 20’000’000	Upon request

Table 2: Non-discretionary Advisory Service

Assets Under Advisory Services	Advisory Fee
CHF 0 – 2’000’000	0.60% - 1.3% p.a.
CHF 2’000’001 – 5’000’000	0.50% - 1.2% p.a.
CHF 5’000’001 – 10’000’000	0.40% - 1.1% p.a.
CHF 10’000’001 – 20’000’000	0.30% - 1% p.a.
>CHF 20’000’000	Upon request

There is a minimum quarterly fee of CHF 1’000 for both mandates.

The fees charged by Baseline do not include custodian fees (which includes any margin charged by the custodian for exchanging foreign currencies or physical gold), fees for trade settlement, brokerage commissions, or any other fee imposed by the custodian bank or the broker. It also does not include other costs and expenses such as the Swiss stamp duty that may be charged by the bank in relation to the Account.

Baseline does not require clients to prepay advisory fees. However, a client may request to prepay fees, and if agreed to by Baseline, and the advisory agreement is subsequently terminated, the prepaid fees would be pro-rated to the date of the termination and any excess reimbursed to the client.

Negotiability of Fees

To ensure the equal treatment of all clients, Baseline generally does not negotiate fees, though the right to negotiate fees is reserved by Baseline.

Billing Process

Unless otherwise agreed, Baseline will instruct the custodian bank to debit the account and credit the asset management or advisory fee for the preceding period. The fee is charged quarterly in arrears and is calculated on the basis of the average assets under management determined by the basis of the average of the account balance on (i) the last business day of each of the first two months within the respective calendar quarter, and (ii) the 15th day (mid-month) of the last month of each respective quarter. The percentage may be prorated for any period less than a quarter. The fee is calculated and charged in the reference currency of each account.

For accounts added to Baseline's book of business on any day other than the first of the month, billing for that month is pro-rated by the number of trading days remaining in the quarter that began in that month divided by the quarter's total trading days, with the result being a pro-rated fee applied to the initial value of the account on the first day of Baseline management.

Baseline believe the fees described above are reasonable considering industry standards, the firm's experience and expertise, and the services it provides.

Fee-Only Advisory Services

Baseline is a fee-only investment adviser, it may however receive remuneration from third parties in connection with its investment advisory services. Discounts, consulting fees, finder's fees or any other remuneration received by Baseline from third parties, which represents an actual or apparent conflict of interest, will be disclosed to the client upfront prior to Baseline accepting such fees.

VI. Performance Based Fees and Side by Side Management

Performance Based Fee Scheme

On an exceptional basis, Baseline may accept performance-based fees – that is fees based on a share of capital gains on, or capital appreciation of, the assets under management in a client's account (e.g., clients who wish to tailor their investments by making so-called "impact investments" which are investments into funds or organizations which have the intent or investment objective of making a positive impact on social and environmental causes such as investments focused on climate change or sustainable agricultural products). Prior to charging any performance based fee to clients, Baseline will take the following actions: (i) clearly disclose the performance fee to such clients; (ii) ensure that clients understand and agree to the inherent conflict of interest which is a part of such performance based fees (including that Baseline may be incentivized to unduly speculate or take unnecessary risks on the client's investments in hopes of generating a greater performance based fee); and (iii) ensure that each client who agrees to be charged a performance based fee meets the definition of a "qualified client" as defined under Rule 205-3 of the Investment Advisers Act of 1940 (the "Advisers Act"). Finally, to mitigate any conflicts of interest associated with the performance based fee, Baseline will only enter into a performance fee agreements upon the request of a client or in the case of specific investment objectives such as impact investments as described above.

Side-by-Side Management

Baseline manages many client accounts and as a result of differences in the fees charged on various accounts, Baseline has conflicts related to such side-by-side management of different accounts. For example, Baseline generally manages more than one account according to the same or a substantially similar investment strategy and yet have a different fee schedule applicable to such accounts as a result of the respective clients' AUM with Baseline or a client's election to compensate Baseline on a performance basis.

Side-by-side management of different types of accounts may raise conflicts of interest when two or more accounts invest in the same securities or pursue a similar although not identical strategy. These potential conflicts include the favorable or preferential treatment of an account or a group of accounts, conflicts related to the allocation of investment opportunities, particularly with respect to securities that have limited availability, such as an initial public offering, and transactions in one account that closely follow related transactions in a different account. In addition, the results of the investment activities for one account may differ significantly from the results achieved for other accounts, particularly if Baseline individually tailors clients' accounts.

Baseline has policies and procedures in place aimed to ensure that all client accounts are treated fairly and equitably. Baseline strives to equitably allocate investment opportunities among relevant accounts over time. In addition, investment decisions for each Account are made with specific reference to the individual needs and objectives of the Account. Accordingly, Baseline may give advice or exercise investment responsibility or take other actions for some clients (including related persons) that may differ from the advice given, or the timing and nature of actions taken, for other clients. Investment results for different Accounts, including Accounts that are generally managed in a similar style, also may differ as a result of these considerations. Some clients may not participate at all in some investments in which other clients participate or may participate to a different degree or at a different time.

VII. Types of Clients

Baseline offers investment supervisory services to individuals, trusts, estates and certain holding entities. Generally, Baseline prefers clients have a minimum of $500,000 of assets under management. Baseline retains the right to accept accounts below the minimum requirement, or to retain accounts that have dropped below the minimum requirement due to market fluctuation or investment activity. Accounts that have a family, corporate or other relationship may aggregate accounts for purposes of establishing the minimum account size.

VIII. Methods of Analysis, Investment Strategies and Risk of Loss

Methods of Analysis and Research

Baseline uses a disciplined investment process supported by fundamental research for its proprietary strategies. Baseline employs disciplined, research based, security selection process utilizing fundamental internal research with a macroeconomic overlay and supplemented by trusted third-party research providers.

Investment Strategies

Baseline offers its clients discretionary and non-discretionary mandates.

Baseline's discretionary management services are provided through various proprietary investment objectives. Under the discretionary mandate, Baseline is authorized to manage the assets on a fully discretionary basis, according to the client's investment needs, objectives and restrictions. After discussion and analysis with each client, an investment objective is selected by the client from one of the following six strategies: (i) Fixed Income; (ii) Conservative; (iii) Balanced; (iv) Growth; (v) Equity; and (vi) Special. Each of these six discretionary strategies are described in greater detail, including the asset allocations which make up each strategy, in Baseline's discretionary mandate.

All mandates can have a certain allocation towards precious metals to seek diversification and stability. From time to time, derivatives instruments are used in a limited way to hedge a security/currency risk or to enhance yield.

Baseline has a dedicated Investment Committee that meets regularly to: (i) determine asset allocations within each discretionary strategy; (ii) review the security and commodity markets on a regional and global basis; and (iii) evaluate the views of other third-party market professionals on various asset classes and current market outlooks. Baseline has a dedicated portfolio management team that receives the final asset allocations from the Investment Committee and, thereafter, conducts market research and decides upon individual security and commodity positions on a regular basis for its clients in order to be in line with the asset allocations previously determined by the Investment Committee.

Although Baseline makes every reasonable effort to keep the allocation of the client's assets in line with the client's selected investment strategy, investments made on behalf of a specific client may deviate from the general investment strategy of the portfolio investment objectives chosen for the client where (i) there are unforeseen or drastic and rapid movements in the markets, or (ii) when Baseline decides it is in the best interest of the client to do so.

Baseline's non-discretionary mandates offer clients advice and recommendations on a trade-by-trade basis as requested by the client. Although Baseline offers its advice and recommendations to the clients, the client alone makes the final investment decision. Baseline's non-discretionary advice extends to equity and debt securities, precious metals, ETFs, mutual funds, commodities, derivatives and other alternative investment vehicles.

Risk of Loss

Investing in financial instruments involves a risk of loss that clients should be prepared to bear.

Risks related to investing in securities, commodities and other financial instruments include:

(i) Market Risk, which means prices of securities can go up or down, sometimes rapidly or unpredictably, and can lead clients to lose up to their whole investment; (ii) Liquidity risk, which means some securities may become impossible to trade making it impossible to sell the investment for an acceptable price; (iii) Counterparty Risk , which means that the issuer fixed income security may default on its obligation to pay interest or principal which could lead the investor to realize a complete loss on the investment; (iv) Emerging Markets Risk, which means that foreign securities may involve the risk of loss due to political, economic and currency fluctuations. Investing in emerging markets is generally intended only for clients who are able to bear and assume the increased risk that they represent; and (v) Currency Risk which is a risk that comes from the change in price of one currency against another. Currency risks may not be always hedged and can result in significant losses to a client's portfolio.

Baseline make every effort to reduce the above risks as much as reasonably possible by proactively evaluating the global markets, economic conditions, regulatory environment, and industry concerns, along with analyzing changes to interest and currency rates, as well as adverse investor sentiment in general.

Nevertheless, clients and prospects are advised to consider the above risks prior to investing in financial instruments.

Types of Securities

Baseline provides investment supervisory services related to the following types of securities and transactions: exchange-listed, over-the-counter, foreign issuers, corporate debt securities, municipal securities, mutual fund shares, United States government securities, futures contracts on intangibles, commodities and foreign exchange transactions.

Unregistered and Unregulated Investments

For appropriate client portfolios, the services offered by Baseline include the evaluation, selection and monitoring of investments, including investments in private investment funds that are not registered with or regulated by the SEC.

Structured Products & Derivatives

In certain cases, Baseline may buy structured products or derivatives in the context of its discretionary management services mandate. In addition to the risks that apply to all investments in financial instruments, investing in structured products and derivative instruments may involve different types and levels of risks. These risks include, but are not limited to the following:

- *Possible Leverage*. A derivative instrument or transaction may have the effect of disproportionately increasing an account's exposure to the market for the securities or other assets underlying the derivative position and the sensitivity of an account's portfolio to changes in market prices for those assets. Leverage will tend to magnify both the positive impact of successful investment decisions and the negative impact of unsuccessful investment decisions by Baseline on an account's performance.

- *Counterparty Credit Risk*. An account's ability to profit from a derivative contract depends on the ability and willingness of the other party to the contract (a "counterparty") to perform its obligations under the contract. Although exchange-traded futures and options contracts are generally backed by a guarantee from a clearing corporation, an account could lose the benefit of a contract in the unlikely event that the clearing corporation becomes insolvent. A counterparty's obligations under a forward contract, over-the-counter option, swap or other over-the-counter derivative contract are not so guaranteed. If the counterparty to an over-the-counter contract fails to perform its obligations, an account may lose the benefit of the contract and may have difficulty reclaiming any collateral that an account may have deposited with the counterparty.

- *Lack of Correlation*. The market value of a derivative position may correlate imperfectly with the market price of the asset underlying the derivative position. To the extent that a derivative position is being used to hedge against changes in the value of assets in an account, a lack of price correlation between the derivative position and the hedged asset may result in an account's assets being in completely hedged or not completely offsetting price changes in the derivative position.

- *Illiquidity*. Over-the-counter derivative contracts are usually subject to restrictions on transfer, and there is generally no liquid market for these contracts. Although it is often possible to negotiate the termination of an over-the-counter contract or enter into an offsetting contract, a counterparty may be unable or unwilling to terminate a contract with an account, especially during times of market instability or disruption. The markets for many exchange traded futures, options and other instruments are quite liquid during normal market conditions, but this liquidity may disappear during times of market instability or disruption.

- *Less Accurate Valuation*. The absence of a liquid market for over-the-counter derivatives increases the likelihood that Baseline will not be able to correctly value these interests.

Baseline will rely on the accuracy of a client's representations in making corresponding representations on behalf of the client's account in connection with certain derivative and other transactions. Baseline also requires notification by the client if the client's representations become inaccurate.

IX. Disciplinary Information

For purposes of evaluating Baseline's advisory business and the integrity of its management, neither Baseline, nor any of its management, employees or affiliates, have been involved in any legal or disciplinary events to date.

X. Other Financial Industry Activities and Affiliations

Baseline management personnel are neither registered, nor have an application pending to register as, broker-dealers, registered representatives of a broker-dealer, future commissions merchants, commodity pool operators, commodity trading advisors, or associated persons of the foregoing entities.

Since August 21st, 2020, Baseline relies on the International Adviser Exemption in section 8.26 of Regulation 31-103 in Québec.

Baseline provides the investment advisory services provided throughout this Brochure to both U.S. and non-U.S. clients. Baseline has no affiliation with any other entity, including no affiliation with any other investment advisory firm, brokerage firm or financial institution.

Baseline works with specific banks, each of which have been selected by Baseline's clientele to serve as the client's custodian, that are responsible for best execution and have accepted reduced fees for Baseline clients.

XI. Code of Ethics, Participant or Interest in Client Transaction and Personal Trading

Baseline believes that its fee-only advisory business model significantly reduces its potential for conflicts of interest between Baseline and its clients. Baseline seeks to minimize such conflicts of interest and resolve those conflicts of interests in favor of the client to the extent it determines reasonable and necessary in accordance with its Code of Ethics.

Code of Ethics

Baseline has adopted a Code of Ethics (the "Code") and attendant policies and procedures governing personal securities transactions by Baseline and its personnel. The Code also provides guidance and instruction to Baseline and its personnel on their ethical obligations in fulfilling its duties of loyalty, fairness and good faith towards the clients. The overriding principle of Baseline's Code of Ethics is that all employees of Baseline owe a fiduciary duty to clients for whom Baseline acts as investment adviser or sub-adviser. Accordingly, employees of Baseline are responsible for conducting personal trading activities in a manner that does not interfere with a client's portfolio transactions or take improper advantage of a relationship with any client.

The Code contains provisions designed to try to: (i) prevent, among other things, improper trading by Baseline's employees; (ii) identify conflicts of interest; and (iii) provide a means to resolve any actual or potential conflicts of interest in favor of the clients. The Code attempts to accomplish these objectives by, among other things, (i) implementing blackout periods where employees are prohibited from trading in certain securities; (ii) restricting trading in certain securities that may cause a conflict of interest, as well as (iii) periodic reporting regarding transactions and holdings of employees.

The Code contains sections including, but not limited to, the following key areas: (i) restrictions on personal investing activities; (ii) gifts and business entertainment; and (iii) outside business activities.

The Code also provides for Baseline's execution of supervisory policies and procedures, and the review and enforcement processes of such policies and procedures. Baseline has designated a Chief Compliance Officer responsible for maintaining, reviewing and enforcing the Code of Ethics and corresponding policies and procedures.

The fundamental position of Baseline is that, in effecting personal securities transactions, personnel of Baseline must place at all times the interests of clients ahead of their own pecuniary interests. All personal securities transactions by these persons must be conducted in accordance with the Code of Ethics and in a manner to avoid any actual or potential conflict of interest or any abuse of any person's position of trust and responsibility. Further, these persons should not take inappropriate advantage of their positions with or on behalf of a client.

Baseline will provide a copy of the Code to any client upon request.

Participation or Interest in Client Transactions

From time to time, Baseline officers invest in the same securities as the firm's clients (but never ahead or at the same time), both to align the interest of the firm and personnel and the firm's clients and as an expression of confidence in our portfolio management efforts. In order to ensure that Baseline personnel never trade ahead of their clients, the firm has implemented a blackout period, i.e. all trading in positions for officer and employee account has to come after the analogous trades are executed for client accounts. Firm personnel communicate freely and frequently among themselves in order to ensure the application of these fundamental restrictions.

Recommendations to Proprietary Strategies

When implementing its recommended investment strategies for a client, Baseline may select from a wide range of investment options available including proprietary and nonproprietary strategies and services to construct a suitable portfolio for a client. Baseline may recommend its proprietary strategies over other non-proprietary products in the same asset class. All accounts are formally reviewed on a continual basis to determine if the account's allocations are in line with the investment objectives established for the account and if the account is being managed in accordance with Baseline's strategies and applicable policies and procedures.

XII. Brokerage Practices

Baseline determines which securities are to be purchased or sold and the total amount of securities that are to be purchased or sold. However, Baseline does not select the broker or dealer through which the securities are to be purchased or sold and does not determine the commission rates of third parties, if any, at which transactions are to be affected.

Each of Baseline's clients maintains custody of his assets at one or more custodians (usually Swiss based banks); Baseline does not have custody or possession of client assets. Each of these custodians maintains relationships with designated broker-dealers (including, sometimes and for certain securities, an affiliate of the custodian). Baseline transmits security orders to the custodian or the broker or dealer designated by the custodian bank selected by the client. Baseline does not guarantee best execution or the best commissions because Baseline does not control these factors. Therefore, clients should be aware of the following:

- Baseline does not negotiate commission rates with broker-dealers with whom orders are placed either directly or via the custodian as the broker-dealer is dictated by the custodian. The applicable commissions are agreed upon by the client.

- Commission charges will vary among clients and best execution may not be guaranteed by Baseline.

Because each client selects the custodian and thereby the broker-dealer to be used for securities transactions involving his account, a client may pay an executing broker a higher commission for a securities transaction than might be charged by another broker-dealer for the same transaction or than the commission charged by the broker-dealer executing a similar transaction for another client of Baseline in the same proprietary investment strategy. It also is possible that the broker-dealer used for transactions may not be a registered broker-dealer under the U.S. Securities Exchange Act of 1934, as amended (the "Exchange Act").

In making the decision as to which securities are to be purchased or sold and the amounts thereof, Baseline is guided by the general guidelines of each proprietary investment strategy, in addition to those guidelines set up at the inception of the adviser-client relationship in cooperation with the client and a periodic review of the asset allocation. These general guidelines cover such matters as the relative proportion of debt and equity securities to be held in the portfolio, the degree of risk that the client wishes to assume and the types and amounts of securities to be held in the portfolio. The Adviser's authority may be further limited by specific instructions from the client that may restrict or prohibit transactions in certain securities.

Baseline may manage numerous accounts with similar or identical investment objectives or may manage accounts with different objectives that may trade in the same securities. Despite such similarities, portfolio decisions relating to client investments and the performance resulting from such decisions may differ from client to client. Baseline will not necessarily purchase or sell the same securities at the same time or in the same proportionate amounts for all eligible clients, particularly if different clients have materially different amounts of assets under management with Baseline or different amounts of investable cash available or have their assets in custody with different custodians. In certain instances, such as purchases of less liquid publicly traded securities (as some small cap securities frequently are) or oversubscribed public offerings, it may not be possible or feasible to allocate a transaction pro-rata to all eligible clients, especially if clients have materially different sized portfolios and such portfolios are with different custodians. Therefore, not all clients will necessarily participate in the same investment opportunities or participate on the same basis even if they are invested in the same proprietary investment strategy.

Use of Soft Dollars

Baseline does not presently have any soft dollar arrangements. However, to the extent it may in the future, it will enter into such arrangements only in accordance with the conditions of the safe harbor provided by Section 28(e) of the Exchange Act. Section 28(e) is a "safe harbor" that permits an investment manager to use commissions or "soft dollars" to obtain research and brokerage services that provide lawful and appropriate assistance in the investment decision-making process. Baseline will limit the use of "soft dollars" to obtain research and brokerage services which constitute research and brokerage within the meaning of Section 28(e).

XIII. Review of Accounts

All managed accounts are reviewed on a continuous basis in an effort to ensure that they remain aligned with the client's investment plan and are positioned appropriately given current market conditions as part of Baseline's general investment process. The stocks owned by our clients are reviewed whenever earnings or significant news are announced. Significant changes in stock prices will also trigger a review. Various other circumstances also result in review of accounts. When necessary, accounts may be rebalanced based on Baseline's tactical asset allocations, while striving to minimize potential tax implications.

XIV. Client Referrals and Other Compensation

Baseline may receive economic benefits from third parties for providing investment advice or other advisory services to its clients but such benefit will be disclosed upfront to the client and agreed upon prior to Baseline engaging in such third-party agreements.

XV. Custody

Clients are provided with quarterly performance and account statements from the custodian. Generally, these reports include a listing of all asset valuations and a listing of all transactions occurring during the period along with information concerning the allocation of the assets in the client account among various asset classes and the investment performance of the client account during the quarter. The custodian also provides clients with all required year-end tax information.

Baseline may provide performance information to advisory clients about the client's performance, which may also include a reference to a relevant market index or benchmark. Baseline may provide reports analyzing the sources of each account's performance, including customary performance attribution and risk measurement statistics such as standard deviations, Sharpe ratios, deviations from benchmark returns, and investments that had the largest positive and negative impacts on performance.

XVI. Investment Discretion

Baseline accepts discretionary authority to manage client accounts as described above. Clients rarely restrict the authority by which the advisers may act; however, each client has the opportunity to communicate any form of limitation in writing.

Clients that choose a discretionary mandate, open new individual or company accounts at the custody bank selected by the client. Baseline is in no instance a beneficial owner of the assets in the account. Each client signs a limited power of attorney in favor of Baseline authorizing the adviser to look at the account in the system and to place orders for securities. At no time is Baseline authorized to withdraw funds apart from the management fee. For clients with existing accounts at certain banks, Baseline is able to take over the account by a limited power of attorney and the client immediately benefits from the fees negotiated by Baseline.

XVII. Voting Client Securities

Baseline does not have the authority to vote client proxies, as disclosed in its standard Asset Management Agreement. Generally, Baseline's clients will receive their proxies directly from their selected custodian. If the Baseline personnel inadvertently receive any proxy materials on behalf of a client, they will promptly forward such materials to the client.

XVIII. Financial Information

Baseline does not require or solicit prepayment of fees from any client, six months or more in advance. There are no financial conditions that are likely to impair our ability to meet contractual commitments to all of our clients. To that end, Baseline has not been the subject of bankruptcy petition at any time during the past ten years.