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This brochure provides information about the qualifications and business practices of R. M. Davis, Inc. If you have any questions about the contents of this brochure, please contact Scot Draeger at 207-774-0022 and/or sdraeger@rmdavis.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about R. M. Davis, Inc. is also available on the SEC's website at www.adviserinfo.sec.gov.

R. M. Davis, Inc. is a registered investment adviser. Registration of an investment adviser does not imply any level of skill or training.

Brochure
SEC Rule 204-3

March 23, 2018

Material Changes

The material changes that have been made to this brochure since the date of the last annual update (March 15, 2017) are as follows:

1) As of December 31, 2017, the Company managed $4,008,378,236 of client assets, ($3,998,321,775 on a discretionary basis and $10,056,461 on a non-discretionary basis) (see below, "Advisory Business").

2) We have amended the "Custody" section of the Company's brochure to clearly disclose that the Company has expanded the scope of assets over which it has custody in order to accommodate a client service that enables the Company to, at the direction of a client, make payments from a client's account to a third party. There are instances where a client has executed a standing letter of authorization ("SLOA"), directing the Company to make payments from the client's account to third parties. While the client always specifies the payee, it is sometimes the case that the specific amount and/or specific timing of the payment is purposefully (and at the client's direction) left "open-ended" (for instance, to allow the Company the administrative flexibility to pay a routine bill in an amount that may vary from payment period to payment period). Retaining this operational capability means that the Company technically has "custody" of assets that are subject to SLOAs with "open-ended" terms, implicating the need for additional internal controls and appropriate safeguards. Many investment advisory firms seek to avoid "custody" altogether due to an interest in avoiding the costs and resources necessary to maintain appropriate controls and safeguards. R.M. Davis takes an approach of offering the services clients need, even if the offering requires the Company to spend additional resources on related controls and safeguards. This is similar to the approach the Company takes in its decision to offer trustee services and personal affairs management services, both of which also implicate "custody" of client assets. Please see the "Custody" section of this brochure for further detail.

Currently, our brochure may be requested by contacting Scot E. Draeger, General Counsel and Chief Compliance Officer, at 207-774-0022 or sdraeger@rmdavis.com.

Additional information about R. M. Davis, Inc. is also available via the SEC's website www.adviserinfo.sec.gov. The SEC's website also provides information about any persons affiliated with R. M. Davis, Inc. who are registered, or are required to be registered, as investment adviser representatives of R. M. Davis, Inc.

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Advisory Business

R. M. Davis, Inc. (the *Company*) provides investment management and other wealth management services to its clients. The Company has been in business since 1978; Robert M. Davis is the largest shareholder. Currently, six of its other officers are also shareholders. As of December 31, 2017, the Company managed $4,008,378,236 of client assets ($3,998,321,775 on a discretionary basis and $10,056,461 on a non-discretionary basis). It engages in no business or profession other than investment and wealth management.

The Company offers the following services to its clients:

- investment management services
- portfolio consulting services
- wealth management and financial planning services
- trustee services
- personal affairs management services

The last three of these services are only available to investment management clients of the Company.

The Company's investment management services are either *Full Service* or *Special Service*. *Full Service* accounts are either *Standard Management Service* or *Fixed Income Service* accounts.

The Company's *Standard Management Service* generally diversifies assets in a client's account among individual common stocks and bonds, mutual and exchange traded funds, and cash; the *Fixed Income Service* invests a client's account assets in individual bonds and cash.

Special Service management services are typically for: (1) accounts related to a client's *Full Service* account that are less than the Company's minimum account size (see below, *Types of Clients*), and (2) other special circumstances (such as a *Full Service* account declining in value below such minimum account size). *Special Service* accounts may also be independent (and not related to) a *Full Service* account in circumstances where the company has agreed to take on a small account that is likely to grow through assets added in the future. *Special Service* accounts are typically invested in diversified mutual or exchange traded funds and cash, selected by the Company and/or the client, but flexibility is reserved to also invest in equities (low cost basis or otherwise), bonds and other assets.

The Company also occasionally provides portfolio services to clients on a *one time* or *consulting* basis. The Company and the client agree on the details of the engagement orally or in a brief letter of understanding.

The Company directs its investment management services to the individual needs and objectives of each of its clients, after consultation with the client regarding that client's goals and objectives, time horizon and risk tolerance.

Clients may impose restrictions on investing in certain securities or types of securities (see below, *Investment Discretion*). For example, occasionally, a *Full Service* client will request that we invest an account exclusively in equity securities of companies within a specific market capitalization range, or within certain market sectors. We maintain flexibility to tailor account management consistent with client interest and direction, while maintaining overall *Investment Discretion*.

The Company offers *Full Service Clients* wealth management and financial planning services and advice over a wide variety of subjects, including estate and gift planning, education funding, financial forecasting, insurance issues, retirement and Medicare related planning, and tax-related matters. The Company's personal affairs management service assists clients in organizing and dealing with their personal household financial affairs, such as balancing checkbooks, reconciling bank statements, paying bills (or preparing checks to pay bills), organizing tax return materials and resolving issues with governmental and corporate entities.

Company officers also serve, in appropriate circumstances, as trustee (or co-trustee) of a client's trusts, including but not limited to revocable living trusts, testamentary trusts, charitable remainder trusts and irrevocable life insurance trusts.

Fees and Compensation

A. <u>Investment Management Services.</u>

For virtually all investment management services (see above, *Advisory Business*), the Company's fees are based on a percentage of a client's assets under management (including funds in money market securities), at annual rates as follows:

1. *Full Service* accounts:

    a. *Standard Management Service*:

    - 1.8% of the first $200,000 of assets under management;
    - 0.8% of the next $800,000 of assets under management;
    - 0.50% of the next $4 million of assets under management; and
    - 0.25% of assets under management in excess of $5 million.

    b. *Fixed Income Service*:

    - 0.4% of the first $500,000 of assets under management; and
    - 0.2% of assets under management in excess of $500,000.

    c. If the Company manages two or more *Standard Management Service* accounts for members of the same family or organization as a single composited account, it treats those accounts as one account for fee billing purposes. If the Company cannot manage all such related accounts as a single composited account, each such related account (or subgroup of composited accounts) will typically be charged a first tier fee (above) of 1.5% (rather than 1.8%). Depending on the specific circumstances of each client family, the Company reserves flexibility to treat a group of family accounts as one account for fee billing purposes.

d. For accounts in excess of $5 million, the Company reserves flexibility to negotiate deviations from the standard fee schedule. Such deviations can vary from client to client.

Special Service accounts:

a. The fee is at an annual rate of 0.5% of assets under management.

b. The annual fee is $100 for certain special situation accounts.

Charitable organizations or certain approved non-profit organizations, at the discretion of the Company, are sometimes offered a 20% discount of the Standard Management and Fixed Income Service fees. No fee is charged to qualifying Special Service charitable organization clients.

The Company has the right to change the above fee schedules upon at least 10 days prior written notice to clients.

Unless the Company and the client agree otherwise to reflect special billing situations, the Company calculates and bills its investment management fees for *Full Service* accounts semi-annually, in advance (for a six month period), based on March 31 and September 30 account values, at one-half the annual rate; invoices are issued early in April and October, respectively. The Company will direct the invoice to the custodian of the client's account, to be paid from the account, unless the client has elected to be billed directly, for payment outside the account. All fees are due within 15 days from the date of the invoice.

In the initial billing period after commencement of investment management services, the Company pro-rates the fee from the beginning of the calendar month closest to the service commencement date through the end of such semi-annual billing period. Asset additions or withdrawals in excess of $50,000 made during a semi-annual billing period will incur a fee or a rebate consistent with the above formulas, which will be charged or credited at the next semi-annual billing occasion.

If either the Company or the client terminates a *Full Service* account, any management fee collected for a billing period is pro-rated from the beginning of the calendar month closest to the date of termination to the end of such billing period, and rebated to the client.

Unless the Company and the client agree otherwise to reflect special billing situations, the Company calculates and bills its investment management fees for *Special Service* accounts annually in July, for the full calendar year, based on June 30 account values. The Company will direct the invoice to the custodian of the client's account, to be paid from the account, unless the client has elected to be billed directly, for payment outside the account. All fees are due within 15 days from the date of the invoice.

If a *Special Service* account is opened on July 1 or earlier in the year, the Company pro-rates the fee for that calendar year, from the beginning of the calendar month closest to the service commencement date through the end of such calendar year; if the account is opened after July 1, no fee is charged for that initial calendar year.

If either the Company or a client terminates a *Special Service* account, any management fee collected for the calendar year is pro-rated from the beginning of the calendar month closest to the date of termination to the end of the calendar year, and rebated to the client.

The Company may negotiate deviations from its regular investment management fee schedules (above) to reflect unusual portfolio conditions or client circumstances. Examples would include the conversion of a *Full Service* account to a *Special Service* account or a *Special Service* account to a *Full Service* account where investment management services are continuous. In either case, a client would be charged part of a calendar year at one rate and the other part of the year at the other rate based on the month of the change in status, even if the change occurred after July 1 in a calendar year. Depending on the specific circumstances of each client family, the Company reserves flexibility to treat a group of family accounts as one account for fee billing purposes. In addition, for accounts in excess of $5 million, the Company reserves flexibility to negotiate deviations from the standard fee schedule. Such deviations can vary from client to client.

In investment management accounts, clients will pay fees and expenses to other service providers, such as custodians, and commissions and other transaction costs to broker-dealers for executing trades in client accounts (see below, *Brokerage Practices*). For clients' investments in money market funds, other mutual funds, or exchange traded funds (ETFs), such funds charge their own costs and expenses (including separate investment management fees and a share of operating expenses of the fund), in addition to the investment management fees charged by the Company.

Neither the Company nor any of its employees accept compensation for the sale of securities or other investment products, including asset based sales charges, 12b-1 fees, or service fees or commissions of any kind from the sale of mutual funds.

B. <u>Portfolio Consulting Services.</u>

The Company's fees for portfolio consulting services are negotiated and are dependent on the nature and magnitude of the consultations, but are not normally less than $150.00 per hour.

C. <u>Trustee Services.</u>

If a Company officer serves as a trustee of a client's irrevocable trust, the Company charges a trustee's fee, in addition to the investment management fee. The annual fee is either: (1) at the rate of 0.2% of the value of the managed trust assets (in the case of a *Full Service* or a *Special Service* trust); or (2) a flat $250 (in the case of an irrevocable life insurance trust or similar trust). Calculation, billing and rebates of *Full Service* amount and *Special Service* amount trust fees are similar to those for *Full Service* accounts (above); calculation, billing and rebates of the $250 flat fee are similar to those for *Special Service* accounts (above). Trustees' fees are generally non-negotiable. The Company does not charge a trustee's fee for revocable trusts.

D. Personal Affairs Management Services.

For its personal affairs management service (see above, *Advisory Business*) to clients residing within 90 miles of the Company's Portland, Maine office, the Company charges an annual fee of $5,000. For clients residing more than 90 miles from the Company's office, or for other non-standard circumstances relating to the client or the services provided to the client, the annual fee is subject to negotiation. All fees are billed semi-annually at one half the annual rate, at the same time as the investment management fee for the client's *Full Service* account. If the service is terminated by the Company or the client, any semi-annual fee collected is pro-rated from the beginning of the calendar month closest to the date of termination to the end of the billing period, and rebated to the client.

E. Financial Planning and Advice Services.

The Company does not charge clients a separate fee for any financial planning or financial advice services, except as follows: for its comprehensive personal financial planning service, the Company charges a one-time, non-negotiable flat fee of $3,000, one-third of which is invoiced at the outset of the planning process, and the remainder upon completion of the planning process. Financial Planning is offered only to *Full Service Clients* and is not offered as a stand-alone service.

F. Services To Certain Former Officers and Spouses

The Company may provide, at no charge, non-comprehensive financial planning services to former officers and their spouses. Such former officers and spouses may also receive a 50% fee discount for investment management and other fee-based services.

Performance-Based Fees and Side-By-Side Management

Neither the Company nor any of its employees accepts performance-based fees (that is, fees based on a share of capital gains on or capital appreciation of the assets of a client's account).

Types of Clients

The Company generally provides investment advice to the following types of clients:

- individuals
- pension and profit sharing plans
- trusts, estates and charitable organizations
- corporations and other business entities
- municipalities and other governmental entities

The Company's minimum account size for a *Full Service* account is $300,000; however, the Company will waive this requirement, where appropriate, such as situations where the account is likely to reach $300,000 or more within a reasonable period of time due to anticipated account additions.

Methods of Analysis, Investment Strategies and Risk of Loss

For Full Service accounts, the Company primarily invests in individual equities (including American Depository Receipts for non-United States companies), individual fixed income securities (bonds and certificates of deposit) and international equity mutual and exchange traded funds, primarily traded on United States stock exchanges.

At the outset of a client relationship, the Company discusses and establishes an asset allocation objective with the client. The Company then manages the client's account to that objective and any other specific investment objectives established with the client. Periodically, all such objectives are discussed with the client and adjusted, as needed. As a temporary defensive measure, such as in the event of unusual market conditions (for example, extraordinarily high or low interest rate environments), the Company retains discretionary flexibility to vary from specifically stated allocations between equity securities, fixed income securities, and cash. This may be done when the Company believes it is in the best interest of the client and consistent with the Company's duty of care.

For individual equities in a *Full Service* account, the Company generally uses a *blended style* approach, investing in companies of various market capitalizations, but typically with an emphasis on large capitalization companies. The Company employs a screening process that helps it identify companies possessing superior long term growth characteristics and strong financial ratios. Special attention is devoted to fundamental metrics as well as consistency of financial performance. In addition, the process seeks to identify companies undergoing changes in growth and profitability.

Equity holdings are typically diversified across several broad sectors of the economy with no single company position having a disproportionate percentage of the total. The Company's equity analysis and decision-making process uses databases and institutional research subscription services, U.S. Government and Federal Reserve studies, company financial reports, and other sources. The process incorporates traditional fundamental analysis and qualitative judgments regarding business strategy, competitive position, regulation and management capability. Generally, the Company does not utilize social or political networking sites, expert networks, or channel checks in its research process. Once identified, each company is subjected to a system of valuation and technical analyses that are used to define buying or selling opportunities.

Generally, the Company does not employ a strategy that weights environmental, socially responsible, or other altruistic considerations (so called "ESG" or "SRI" considerations) in the selection of securities. On occasion, based upon client-imposed restrictions on investing in certain securities or types/categories of securities, or based on other client-specific circumstances, an account will be less-diversified or non-diversified based on security type, market capitalization, sector, industry, geography and/or other factors. The Company maintains flexibility to tailor account management consistent with client interest and direction, while maintaining overall *Investment Discretion*.

For individual fixed income securities in a *Full Service* account, the Company typically uses a *laddered* maturity structure, generally up to 15 years, using U.S. Treasury, Federal agency, and/or corporate and/or municipal instruments, along with short-term certificates of deposit, which are rated as *investment grade* at time of purchase by leading bond rating agencies. The maturity structure for a fixed income portfolio can vary in length, depending on market conditions, available supply, and client directives. The Company typically expects to hold individual fixed income securities in a client's account to maturity date (or earlier call), unless client needs or Company concerns about a fixed income issuer cause the Company to sell a holding.

In *Special Service* accounts, the Company primarily invests in a diversified portfolio of domestic and international mutual and exchange traded funds; however, individual securities may also be held in these accounts.

The Company's officers/portfolio managers do not manage to a single "model." Portfolio managers make independent consideration of internal research department advice and weightings; however, portfolio managers are each individually and specifically responsible for implementing the Company's investment process in the management of client portfolios. Due to the type of securities the Company generally employs to effectuate its investment strategy (highly liquid and accessible securities), it would be very unusual for there to be any trade allocation considerations or concerns. However, because each portfolio manager retains significant latitude and autonomy on how much weight to give each internal research recommendation, there can be significant dispersion in the performance of client accounts from one portfolio manager to the next.

Investing in securities (such as the securities referred to above) involves risk of loss that clients should be prepared to bear, such as:

- investment risk: the risk that any individual security may decline in value because of events relating to the issuer of that security;

- liquidity risk: the risk that any individual security may not be marketable at a favorable price at a particular point in time;

- market risk: the risk that any individual security (or all securities) may decline in value because of factors relating to the entire market, economy, or economic sector and not just relating to that particular issuer;

- default risk: the risk that a fixed income instrument issuer may not make required interest or principal payments, or the risk that an equity security issuer may become insolvent;

- interest rate risk: the risk that increases in overall market interest rates may decrease the value of a fixed income instrument; and

- currency risk: the risk that securities of an issuer with international operations may decline in value because of changes in prices of one currency against another.

- cyber risk: the risk that securities exchanges could experience extreme disruption and volatility as a result of some form of cyberattack or technology failure.

Disciplinary Information

The Company is required to disclose all material facts regarding any legal or disciplinary events that are material to a client's evaluation of the Company's advisory business or the integrity of its management. The Company has no such legal or disciplinary events to disclose.

Other Financial Industry Activities and Affiliations

Neither the Company nor any of its management personnel:

- are registered, or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer;

- are registered, or have an application pending to register, as a futures commissions merchant, commodity pool operator, commodity trading advisor, or an associated person of any such entity; or

- have any relationship or arrangement material to the Company's business or its clients with any of the following:

    - broker-dealer, municipal securities dealer, or governmental securities dealer or broker;
    - investment company or other pooled investment vehicle;
    - other investment advisor or financial planner;
    - futures commissions merchant, commodity pool operator, or commodity trading advisor;
    - banking or thrift institution;
    - accountant or accounting firm;
    - lawyer or law firm;
    - insurance company or agency;
    - pension consultant;
    - real estate broker or dealer; or
    - sponsor or syndicator of limited partnerships.

The Company does not receive any compensation, direct or indirect, from, or have a business relationship with, any other investment advisor the Company may recommend or select for clients.

Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

The Company has adopted a Code of Ethics (the *Code*) that governs all its employees. It includes requirements that all employees:

- comply with all laws, regulations and fiduciary responsibilities to clients
- provide written reports to the Company's Chief Compliance Officer, as to:
    (1) annually, their personal securities accounts and holdings (including those they have or acquire direct or indirect beneficial ownership of);

    (2) quarterly, their transactions in securities (including those they have or acquire direct or indirect beneficial ownership of) and all gifts (over $500 for officers and $100 for staff employees) to or from clients, prospective clients and/or others doing (or seeking to do) business with the Company; and

    (3) ongoing and quarterly, certain political contributions, as required by SEC regulations
- receive pre-approval from the Company's Executive Committee for:
    (1) any investment in an initial public offering or limited offering by any securities issuer; and

    (2) service as a director or officer of any public company or mutual fund
- refrain from engaging in *insider trading* (that is, trading based on material non-public information) for themselves or others, or receiving preferential brokerage commission rates, or engaging in direct securities transactions with clients
- report any violations of the Code to senior Company management

Violations of the Code will result in appropriate disciplinary action, up to and including termination of employment.

The Company will provide a complete copy of the Code to any client or prospective client upon request.

Neither the Company nor any employee recommends to clients, or buys or sells for client accounts, securities in which the Company or any employee has a material financial interest.

The Company (through its profit-sharing plan) and its employees are permitted to buy and sell the same securities (and at or about the same time) that the Company and its employees recommend to clients, or buy and sell for client accounts. This practice could present a potential conflict of interest with client interests. However, the Code prohibits any employee securities transaction that would be inconsistent with the Company’s obligation to its clients under the Code and under applicable federal securities laws and regulations. The Company's Chief Compliance Officer and/or its Senior Compliance Administrator reviews quarterly reports of Company and employee securities transactions to determine that no violations of law, fiduciary duties to clients or the Code have occurred.

Brokerage Practices

The Company will recommend or select a custodian for a client's account, unless the client directs, in the investment management agreement with the Company, that a specific custodian be used. Likewise, the Company will use its discretion in placing client account securities transactions with brokers, unless the client specifies otherwise in the investment management agreement.

Customarily, the Company will select a brokerage firm as custodian, unless specific needs (such as trust principal and income accounting) favor using a bank custodian. If a brokerage firm is the custodian, the Company customarily places client account transactions through that firm, because it is normally most efficient and cost effective to do so, based on the Company's trading practices for client accounts. If a bank is the custodian, the Company normally places client account transactions with a select number of brokerage firms who can provide high quality trade executions.

In determining the reasonableness of broker-dealer compensation, Company considers, among other things, such factors as quality of execution capability, financial strength and responsibility, reliability, superior client servicing, responsiveness to Company, the commission rate or spread involved, accurate reporting, and the value and range of research products and services provided or paid for by a broker-dealer. Such research products may include, for example, research reports on companies, industries and securities, economic and financial data, financial publications, and services. The Company maintains a list of preferred custodians (bank and brokerage) for such purposes, based on Company's experience.

Certain preferred custodial brokerage firms (such as Charles Schwab & Co., Inc. (Schwab) and Fidelity Brokerage Services LLC (Fidelity)) provide to the Company third party research services and products (including but not limited to economic data, credit ratings and information, stock valuation, equity and credit research, mutual fund information, and corporate governance information) from such service providers as Bloomberg, Applied Finance Group, Gimme Credit Research, William Blair & Company LLC, Yardeni Research, Inc., and Factset Research.

Where banks (and certain brokerage firms) are custodians for clients' accounts, the brokerage firms selected by the Company for placing client account transactions may provide to the Company proprietary research products and services (such as economic data, equity and credit research and mutual fund information) from such brokerage firms as, Bank of America Merrill Lynch, Strategas, J.P. Morgan, Stifel Nicolaus, and Goldman Sachs.

In all these situations, the Company receives a benefit because it does not have to produce or pay for such research products and services, although Company clients receive a benefit from them. Thus, the Company has an incentive to select such brokerage firms based on its interest in receiving such research products and services, rather than in its clients' interest in receiving most favorable execution cost for client account transactions. The commission rates negotiated by the Company with such brokerage firms may be higher than those charged by other brokerage firms for similar transactions. In addition, the commission rates negotiated by the Company with such brokerage firms may be higher than commission rates generally available from those specific brokerage firms and/or may be higher than commission rates charged by those specific brokerage firms to other clients of those specific brokerage firms.

The Company uses such research products and services for the general benefit of all client accounts; the Company does not use such research products and services only for the specific benefit of those client accounts that generated the commissions to the brokerage firms that provided or paid for such research products and services. The Company does not seek to allocate such research products and services to client accounts proportionately to the credits such account commissions generate.

In the case of brokerage firms providing proprietary research products and services, the Company has no specific requirement as to the amount of commissions which must be paid to such firms in return for such products and services. Each such brokerage firm provides to the Company the level of research products and services it deems appropriate, based on the amount of commissions generated by the Company. The Company regularly monitors the level of commissions paid to each such brokerage firm to influence continued receipt of the desired research products and services from such firm.

In the case of brokerage firms providing for third party research products and services, the Company and such firms negotiate annually the dollar amount (or formula) that each such firm will use to pay for such research products and services, which takes into account the level of commissions paid (and anticipated to be paid) to such firm. Although there is no formal requirement that the Company meet any specific commitment, from time to time, with respect to Schwab and Fidelity, the Company may run a short-term deficit in the level of commissions relative to the estimated value of the research products and services received. This creates a conflict of interest by creating an incentive for the Company to execute trades through the broker-dealer where such deficit exists. Such deficits occur only on a short-term basis and only in amounts that are immaterial to the Company's balance sheet and financial condition.

The Company realizes that lower commission costs are often available from both the preferred custodial brokerage firms as well as other brokerage firms or trading venues (such as ECN's) which specialize in execution services, but believes the total services received from the brokerage firms the Company uses for the benefit of its clients justify the commissions which are paid.

Certain custodians, such as Schwab and Fidelity, may make available to the Company (and the Company often uses) other products and services that benefit the Company and may only indirectly benefit clients' accounts. These include software and other technology that provide access to client account data (such as trade confirmations and account statements), facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts), provide pricing information and other market data, facilitate payment of the Company's fees from its clients' accounts, and assist with back-office functions, recordkeeping and client reporting. The Company may use many of these services for the benefit of all or a substantial number of clients' accounts, including accounts not maintained at such custodians. Such custodians also make available to the Company (either directly or through independent third parties) other services intended to help the Company manage and further develop its business enterprise, such as consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance, and marketing. Such custodians can discount or waive fees they would otherwise charge for some of these services or reimburse the Company for certain Company expenses relating to such services (such as travel expenses to, or conference fees for, custodian-sponsored conferences, trainings and seminars, and custodian office visits). Thus, the Company has an incentive to recommend that clients maintain their account assets at such custodians, based in part on the benefit to the Company and not solely on the nature, cost or quality of custody and brokerage services by such custodians.

The term “soft dollars” is not defined under the federal securities laws. It generally refers to practices in which broker-dealers provide products and services (such as investment research) to advisers or other persons in exchange for the adviser executing client brokerage transactions through the broker-dealer. The term is also used to refer to the calculation of the dollar amount of credits, based on the volume of brokerage commissions on transactions executed through a broker, that an adviser can use to purchase brokerage and research services.

Section 28(e) of the Securities Exchange Act of 1934 provides that a person who exercises investment discretion with respect to an account shall not be deemed to have acted unlawfully or to have breached a fiduciary duty solely by reason of having caused the account to pay more than the lowest available commission if such person determines in good faith that the amount of the commission is reasonable in relation to the value of the brokerage and research services provided. The research product or service obtained with soft dollars must provide lawful and appropriate assistance to the adviser in the performance of its investment decision-making responsibilities.

Since there is a conflict of interest when an adviser receives research products or services as a result of allocating brokerage on behalf of clients, advisers are required to disclose soft dollar arrangements to clients. When the Company uses client brokerage commissions (or markups or markdowns) to obtain research or other products or services, the Company receives a benefit because it does not have to produce or pay for the research, products or services. In such instances, the Company may have an incentive to select or recommend a broker dealer based on its interest in receiving research or other products or services, rather than on the clients’ interest in receiving most favorable execution cost.

The Company’s use of soft dollars is limited to research products or services that directly assist the Company in its investment decision-making responsibilities. This includes proprietary research created by a broker-dealer and research created or developed by a third party and paid for by the broker-dealer.

Broker-dealers who supply the Company with research products or services typically charge higher commissions than those obtainable from other broker-dealers who do not do so. In addition, broker-dealers who supply the Company with research products or services typically charge higher commissions than those same broker-dealers charge to accounts not utilizing soft dollars.

The Company has internal control procedures to monitor and review its soft dollar practices and to evaluate the reasonableness of brokerage commissions in relation to the value of the brokerage and research services provided with respect to accounts as to which the Company exercises investment discretion.

Research furnished by broker-dealers may be used in servicing the accounts of any or all of the Company's clients, including accounts other than those that pay commissions to the broker-dealers that supplied Company with research services.

The Company uses its standardized commission rate schedule for client account transactions at brokerage firms selected by the Company; such brokerage firms have agreed to such commission rates. The Company's standardized commission rate schedule may not be as low as brokerage firms make available to certain or all of their clients, or to clients of other investment advisory firms. Because the Company does not customarily combine one client's trades with those of other clients, its ability to negotiate lower commission rates (based on a larger average transaction size) with brokerage firms is lessened.

Until October 27, 2011, the Company participated, at no charge to the Company, in the Fidelity Wealth Advisor Solutions Service. Under this program, the Company received referrals from Fidelity personnel of current and potential Fidelity customers who wished to explore the hiring of a registered investment advisor. Fidelity indicated that the Company's ongoing participation in this program was dependent on the level of overall Company client assets custodied at Fidelity. Thus, the Company had a financial incentive to place custody of client assets at Fidelity and to use Fidelity as the broker for transactions in client accounts custodied at Fidelity. However, the Company believed that Fidelity's services were in the best interests of those referral clients for whom it (or they) selected Fidelity as the custodian/broker.

A client may direct (with the Company's consent) in the investment management agreement that the client's account be custodied at, and/or all account transactions be placed with, a specific brokerage firm (including a brokerage firm that has referred the client to the Company). In such cases, a client should be aware that:

- the Company will have no duty to negotiate custody and/or brokerage commission rates on the client's behalf with the designated brokerage firm; the client is solely responsible for negotiating such rates;
- lower brokerage commission rates may be available to the client, either through the Company's then current standardized commission rate schedule, or through alternative commission rates at the client's designated brokerage firm or elsewhere;
- the Company may be unable to achieve most favorable execution quality for client account transactions (so-called *best execution*) through use of such designated brokerage firm;

- the client can at any time choose a different brokerage firm, including those *preferred* by the Company; and
- if the designated brokerage firm has referred the client to the Company, a conflict of interest may exist for the Company in achieving best execution for the client's account trades and its interest in receiving future client referrals from that brokerage firm.

The Company does not regularly aggregate the purchase or sale of equity securities for client accounts; customarily, all equity trades are executed on an individual client/individual security basis. However, when one or more portfolio managers buys or sells an entire position in an equity security for a group of clients, the trades may be aggregated through each custodian. The Company generally does aggregate pending client trades, through each custodian, for fixed income instruments having similar characteristics, except where the executing broker must enter each client trade individually. Generally when trades are aggregated, all clients at the same custodian participating in the aggregated order will receive an average share or bond price with all other transaction costs (other than prime broker fees for certain bond trades) shared on a pro-rata basis. The Company's prevailing practice of not aggregating clients' trades may result in higher overall trading costs to clients than if the Company's prevailing practice were to aggregate such trades.

During the normal process of placing trades for clients' accounts, occasionally an error occurs, such as using an incorrect ticker symbol for a purchase or sale of stock, or buying or selling an incorrect share amount. When the Company discovers that such an error has been made, it promptly corrects the error through the custodian of the account, and implements procedures to ensure that the client is not adversely affected by the error.

Some custodians provide a so-called omnibus *error account* for the Company's group of clients. Within that account, any erroneous trades that were made are reversed and corrected, so that the client ultimately is put in the same position as he or she would have been had the trade been done correctly in the first instance. With other custodians, and also for ERISA accounts of clients (regardless of custodian), if correction of the error negatively impacts a client's account, the Company directly reimburses that account for the amount of the error.

Review of Accounts

The Company's officer/portfolio managers conduct client account reviews in light of the client's stated objectives and the Company's overall investment outlook and strategy. Management of the client investment portfolios is an ongoing process. While there are no specific requirements for frequency of client account reviews, customarily *Full Service* and *Special Service* accounts are reviewed at least annually. Account reviews are also occasioned by a variety of circumstances, such as follow-up to a client meeting, changes in client needs, revisions to the Company's investment strategy or its assessment of particular securities, market trends and changes in the Company's economic outlook.

If the Company has prepared a comprehensive personal financial plan (see above, *Fees and Compensation*) for a client, the Company offers to review the plan annually with the client.

The Company provides clients with *Full Service* accounts a written quarterly account statement, which presents details of their investment portfolios, including a listing of all securities and cash balances, market values, tax costs, and estimated income return. In addition, the Company provides such clients with a written quarterly outlook and strategy report and also may provide, from time to time, periodic letters explaining transactions in the clients' accounts.

The Company provides clients with *Special Service* accounts a written quarterly statement of their accounts (unless clients elect not to receive them, or to receive only certain of them).

Client Referrals and Other Compensation

See *Brokerage Practices* (above) for a discussion of this item, as it relates to the (now terminated) Fidelity Wealth Advisor Solutions Service. Otherwise: (a) no non-client provides any economic benefit to the Company for providing investment advice or other advisory services to the Company's clients, and (b) neither the Company (nor any affiliate) directly or indirectly compensates non-employees of the Company for client referrals.

Custody

All clients receive quarterly, or more frequent, statements from the broker-dealer, bank or other qualified custodian that holds and maintains clients' investment assets. The Company urges all its clients to review carefully such custodian statements and compare them with the account statements that the Company provides to its clients. The Company's statements may vary from the custodian's statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

There are circumstances where one of the officers of the Company serves as trustee for a client trust account with the traditional authorities that come with such a role. In those circumstances, the Company has custody of such trust assets. In addition, in circumstances where clients utilize the Company's personal affairs management services (which often include bill paying services), the Company has custody of client assets. Because of the implications of custody in such circumstances, and consistent with the Investment Advisers Act and the rules thereunder, the Company retains an independent accounting firm to perform an annual surprise examination of the Company's internal custody controls.

There are instances where a client has executed a standing letter of authorization (SLOA), directing the Company to make payments from the client's account to third parties (for example, to pay certain monthly or annual bills of the client with funds from the client's investment account). While the client always specifies the payee, it is sometimes the case that the specific amount and/or specific timing of the payment is purposefully (and at the client's direction) left open-ended (for instance, to allow the Company the administrative flexibility to pay a routine bill in an amount that may vary from payment period to payment period).

Consistent with the industry-wide guidance of the SEC Staff in the Division of Investment Management (hereinafter the "Staff"), issued in February 2017, the Company technically has "custody" (as that term is defined under the Investment Advisers Act) of assets that are subject to SLOAs with "open-ended" terms. The Company's response to Item 9 of Form ADV Part I includes these assets. Consistent with the no-action letter issued by the Staff to the Investment Advisers Association on February 21, 2017 (hereinafter the "IAA Letter") and related FAQs issued by the Staff; however, the Company is not subject to a surprise examination of the assets subject only to the SLOAs because the Company meets the requirements of the Letter: (1) the client provides a written, signed instruction to the qualified custodian (typically the broker-dealer) that includes the third-party's name and address or account number at the custodian; (2) the client authorizes the Company in writing to direct transfers to the third party; (3) the client's qualified custodian verifies the client's authorization and provides a transfer of funds notice to the client promptly after each transfer; (4) the client can terminate or change the instructions; (5) the Company has no authority or ability to designate or change the identity of the third party; (6) the adviser maintains records showing that the third party is not a related party of the Company or located at the same address as the Company; and (7) the client's qualified custodian sends the client, in writing, an initial notice confirming the instruction and an annual notice reconfirming the instruction.

Investment Discretion

The Company manages most of its clients' portfolios on a fully discretionary basis, with full authority to determine and direct execution of client account transactions within the client's specified investment objectives and plan without consultation with the client on specific transactions. Clients grant this authority to the Company in the investment management agreement between the client and the Company and in the documents entered into by the client and the custodian of the client's accounts. However, some clients do place limits on this discretionary authority (with respect to investing in certain securities or types of securities), on a case-by-case basis, by written instructions to the Company.

Some clients retain the Company on a non-discretionary basis, requiring that client account transactions be discussed with, and approved by, the client in advance.

Voting Client Securities

If agreed to by the Company and the client in the investment management agreement, the Company will assume responsibility for proxy voting of securities in the client's custodial account (including securities not managed by the Company). In all cases where the Company votes proxies for clients, including situations where the Company has an actual and material conflict of interest, the Company will vote in accordance with the recommendations of Institutional Shareholder Services, Inc., an independent investment research company ("ISS"). A client may instruct the Company as to how to vote a proxy (or class of proxy votes); if so, the Company will vote in accordance with the client's instructions. Clients may obtain a copy of the Company's proxy voting policies and procedures, or information as to how the Company voted the client's proxies, upon written request to the Company and/or sdraeger@rmdavis.com.

If the client has not granted the Company the authority to vote proxies, the client will receive proxies or other solicitations directly from the client's account custodian; in such event, the client is totally responsible for voting the proxies.

Financial Information

The Company has no financial condition that is reasonably likely to impair the Company's ability to meet its contractual commitment to clients. The Company has never been the subject of a bankruptcy proceeding at any time.

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PORTLAND, MAINE 04101-4069

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AND

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PORTSMOUTH, NEW HAMPSHIRE 03801-3841

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Brochure Supplement

for

Robert M. Davis, Brian H. Noyes,
Richard A. Carriuolo, Mark A. Fernandez, Wendy A. Laidlaw,
Geoffrey K. Alexander, Scot E. Draeger, Hugh C. Judge,
Karen L. Milliken, Dana R. Mitiguy, John D. Doughty,
Peter F. Richardson, Vincent F. Damasco, Kevin M. Hunt,
Matthew A. McFarland, Michael P. Wood, George C. Carr, Reid V. Smith,
Robert M. Davis

This brochure supplement provides information about the individuals listed above that supplements the R. M. Davis, Inc. brochure. You should have received a copy of that brochure. Please contact Scot E. Draeger, General Counsel and Chief Compliance Officer, if you did not receive R. M. Davis, Inc.'s brochure or if you have any questions about the contents of this supplement.

Additional information about the individuals listed above is available on the SEC's website at www.adviserinfo.sec.gov.

March 23, 2018

Robert M. Davis

Educational Background and Business Experience

Name: Robert M. Davis
Year of Birth: 1940
Formal Education after High School:

B.A., Hobart College (1962)
M.B.A., Cornell University (1964)

Business Background:

R. M. Davis, Inc. (1978 –present) – Current Position(s): CEO/Treasurer/Portfolio Manager. Prior Position(s): President

Disciplinary Information

There are no disciplinary or legal events that are material to a client's or prospective client's evaluation of Mr. Davis.

Other Business Activities

Mr. Davis is neither actively engaged in any other investment-related business or occupation nor actively engaged in any other business or occupation for compensation that provides a substantial source of income or involves a substantial amount of time.

Additional Compensation

Mr. Davis is entitled to receive compensation from R. M. Davis, Inc. in addition to salary for generating new accounts.

Supervision

The advice that Mr. Davis provides to clients is subject to periodic review by the Company's compliance personnel under the supervision of Scot E. Draeger, Chief Compliance Officer, 207-774-0022.

Brian H. Noyes

Educational Background and Business Experience

Name: Brian H. Noyes
Year of Birth: 1958
Formal Education after High School:

B.S., University of New Hampshire (1980)

Business Background:

R. M. Davis, Inc. (1989 - present): Vice President/Portfolio Manager.

Disciplinary Information

There are no disciplinary or legal events that are material to a client's or prospective client's evaluation of Mr. Noyes.

Other Business Activities

Mr. Noyes is neither actively engaged in any other investment-related business or occupation nor actively engaged in any other business or occupation for compensation that provides a substantial source of income or involves a substantial amount of time.

Additional Compensation

Mr. Noyes is entitled to receive compensation from R. M. Davis, Inc. in addition to salary for generating new accounts.

Supervision

The advice that Mr. Noyes provides to clients is subject to periodic review by the Company's compliance personnel under the supervision of Scot E. Draeger, Chief Compliance Officer, 207-774-0022.

Richard A. Carriuolo

Educational Background and Business Experience

Name: Richard A. Carriuolo
Year of Birth: 1948
Formal Education after High School:

> A.B., Holy Cross College (1969)
> J.D., Harvard Law School (1974)

Business Background:

> R. M. Davis, Inc. (1994 - present) – Current Position(s): Vice President/Wealth Management Services/Portfolio Manager. Prior Position(s): Chief Legal Officer and Director of Wealth Management.

Disciplinary Information

There are no disciplinary or legal events that are material to a client's or prospective client's evaluation of Mr. Carriuolo.

Other Business Activities

Mr. Carriuolo is neither actively engaged in any other investment-related business or occupation nor actively engaged in any other business or occupation for compensation that provides a substantial source of income or involves a substantial amount of time.

Additional Compensation

Mr. Carriuolo is entitled to receive compensation from R. M. Davis, Inc. in addition to salary for generating new accounts.

Supervision

The advice that Mr. Carriuolo provides to clients is subject to periodic review by the Company's compliance personnel under the supervision of Scot E. Draeger, Chief Compliance Officer, 207-774-0022.

Mark A. Fernandez

Educational Background and Business Experience

Name: Mark A. Fernandez
Year of Birth: 1952
Formal Education after High School:

> B.S., Syracuse University (1974)
> M.B.A., Northeastern University (1979)

Business Background:

> R. M. Davis, Inc. (1994 - present) – Current Position(s): Vice President/Portfolio Manager. Prior Position(s): Director of Research.

Disciplinary Information

There are no disciplinary or legal events that are material to a client's or prospective client's evaluation of Mr. Fernandez.

Other Business Activities

Mr. Fernandez is neither actively engaged in any other investment-related business or occupation nor actively engaged in any other business or occupation for compensation that provides a substantial source of income or involves a substantial amount of time.

Additional Compensation

Mr. Fernandez is entitled to receive compensation from R. M. Davis, Inc. in addition to salary for generating new accounts.

Supervision

The advice that Mr. Fernandez provides to clients is subject to periodic review by the Company's compliance personnel under the supervision of Scot E. Draeger, Chief Compliance Officer, 207-774-0022.

Wendy A. Laidlaw

Educational Background and Business Experience

Name: Wendy A. Laidlaw
Year of Birth: 1961
Formal Education after High School:

> B.S., George Mason University (1987)
> M.B.A., Meredith College (1990)

Business Background:

> R. M. Davis, Inc. (1995 - present) - Current Position(s): Vice President/Chief Operating Officer/Chief Financial Officer/Portfolio Manager. Prior Position(s): Chief Compliance Officer.

Disciplinary Information

There are no disciplinary or legal events that are material to a client's or prospective client's evaluation of Ms. Laidlaw.

Other Business Activities

Ms. Laidlaw is neither actively engaged in any other investment-related business or occupation nor actively engaged in any other business or occupation for compensation that provides a substantial source of income or involves a substantial amount of time.

Additional Compensation

Ms. Laidlaw is entitled to receive compensation from R. M. Davis, Inc. in addition to salary for generating new accounts.

Supervision

The advice that Ms. Laidlaw provides to clients is subject to periodic review by the Company's compliance personnel under the supervision of Scot E. Draeger, Chief Compliance Officer, 207-774-0022.

Geoffrey K. Alexander

Educational Background and Business Experience

Name: Geoffrey K. Alexander
Year of Birth: 1963
Formal Education after High School:

B.A., Colby College (1986)
M.B.A., Boston University (1991)

Business Background:

R. M. Davis, Inc. (1997 - present): President/Vice President/Portfolio Manager.

Disciplinary Information

There are no disciplinary or legal events that are material to a client's or prospective client's evaluation of Mr. Alexander.

Other Business Activities

Mr. Alexander is neither actively engaged in any other investment-related business or occupation nor actively engaged in any other business or occupation for compensation that provides a substantial source of income or involves a substantial amount of time.

Additional Compensation

Mr. Alexander is entitled to receive compensation from R. M. Davis, Inc. in addition to salary for generating new accounts.

Supervision

The advice that Mr. Alexander provides to clients is subject to periodic review by the Company's compliance personnel under the supervision of Scot E. Draeger, Chief Compliance Officer, 207-774-0022.

Scot E. Draeger

Educational Background and Business Experience

Name: Scot E. Draeger
Year of Birth: 1974
Formal Education after High School:

B.S., University of Cincinnati (1996)
J.D., University of Maine School of Law (1999)

Business Background:

R. M. Davis, Inc. (2017 - present): Vice President/General Counsel/Chief Compliance Officer/Director of Wealth Management

Bernstein Shur (2008 - 2017): Board of Directors; Shareholder/Partner; Chairman, Financial Service, Asset Management, and Securities Practice Groups

Citigroup Corporate and Investment Bank (2005 - 2008): Office of the General Counsel, Director and Senior Vice President; General Counsel – Citi Fund Services

U.S. Securities and Exchange Commission (2000 - 2005): Senior Legal Counsel, Office of the General Counsel; Senior Legal Counsel to SEC Commissioner Roel C. Campos

George Mason University School of Law (2004-2005): Adjunct Professor of Securities Law and Regulation

Disciplinary Information

There are no disciplinary or legal events that are material to a client's or prospective client's evaluation of Mr. Draeger.

Other Business Activities

Mr. Draeger is neither actively engaged in any other investment-related business or occupation nor actively engaged in any other business or occupation for compensation that provides a substantial source of income or involves a substantial amount of time.

Additional Compensation

Mr. Draeger is entitled to receive compensation from R. M. Davis, Inc. in addition to salary for generating new accounts.

Supervision

Mr. Draeger provides wealth management advice, but not investment advice. The advice that Mr. Draeger provides to clients is subject to periodic review by the Company's compliance personnel as well as the Company's Chief Operating Officer, Wendy Laidlaw, 207-774-0022.

Hugh C. Judge

Educational Background and Business Experience

Name: Hugh C. Judge
Year of Birth: 1959
Formal Education after High School:

B.A., Wesleyan University (1981)

Business Background:

R. M. Davis, Inc. (1997 - present): Vice President/Portfolio Manager

Disciplinary Information

There are no disciplinary or legal events that are material to a client's or prospective client's evaluation of Mr. Judge.

Other Business Activities

Mr. Judge is neither actively engaged in any other investment-related business or occupation nor actively engaged in any other business or occupation for compensation that provides a substantial source of income or involves a substantial amount of time.

Additional Compensation

Mr. Judge is entitled to receive compensation from R. M. Davis, Inc. in addition to salary for generating new accounts.

Supervision

The advice that Mr. Judge provides to clients is subject to periodic review by the Company's compliance personnel under the supervision of Scot E. Draeger, Chief Compliance Officer, 207-774-0022.

Karen L. Milliken

Educational Background and Business Experience

Name: Karen L. Milliken
Year of Birth: 1958
Formal Education after High School:

B.A., Holy Cross College (1980)
M.B.A., University of Southern Maine (1988)

Business Background:

R. M. Davis, Inc. (1997 - present): Vice President/Research Analyst/Portfolio Manager

Disciplinary Information

There are no disciplinary or legal events that are material to a client's or prospective client's evaluation of Ms. Milliken.

Other Business Activities

Ms. Milliken is neither actively engaged in any other investment-related business or occupation nor actively engaged in any other business or occupation for compensation that provides a substantial source of income or involves a substantial amount of time.

Additional Compensation

Ms. Milliken is entitled to receive compensation from R. M. Davis, Inc. in addition to salary for generating new accounts.

Supervision

The advice that Ms. Milliken provides to clients is subject to periodic review by the Company's compliance personnel under the supervision of Scot E. Draeger, Chief Compliance Officer, 207-774-0022.

Dana R. Mitiguy

Educational Background and Business Experience

Name: Dana R. Mitiguy
Year of Birth: 1961
Formal Education after High School:

B.A., Middlebury College (1983)

Business Background:

R. M. Davis, Inc. (2000 - present): Vice President/Portfolio Manager

Disciplinary Information

There are no disciplinary or legal events that are material to a client's or prospective client's evaluation of Mr. Mitiguy.

Other Business Activities

Mr. Mitiguy is neither actively engaged in any other investment-related business or occupation nor actively engaged in any other business or occupation for compensation that provides a substantial source of income or involves a substantial amount of time.

Additional Compensation

Mr. Mitiguy is entitled to receive compensation from R. M. Davis, Inc. in addition to salary for generating new accounts.

Supervision

The advice that Mr. Mitiguy provides to clients is subject to periodic review by the Company's compliance personnel under the supervision of Scot E. Draeger, Chief Compliance Officer, 207-774-0022.

John D. Doughty

Educational Background and Business Experience

Name: John D. Doughty
Year of Birth: 1965
Formal Education after High School:

> B.A., Bowdoin College (1988)
> M.B.A., University of Chicago (1993)

Business Background:

> R. M. Davis, Inc. (2002 - present) - Current Position(s): Vice President/Director of Research. Prior Position(s): Research Analyst/Associate Director of Research/Portfolio Manager/Director of Research.

Disciplinary Information

There are no disciplinary or legal events that are material to a client's or prospective client's evaluation of Mr. Doughty.

Other Business Activities

Mr. Doughty is neither actively engaged in any other investment-related business or occupation nor actively engaged in any other business or occupation for compensation that provides a substantial source of income or involves a substantial amount of time.

Additional Compensation

Mr. Doughty is entitled to receive compensation from R. M. Davis, Inc. in addition to salary for generating new accounts.

Supervision

The advice that Mr. Doughty provides to clients is subject to periodic review by the Company's compliance personnel under the supervision of Scot E. Draeger, Chief Compliance Officer, 207-774-0022.

Peter F. Richardson

Educational Background and Business Experience

Name: Peter F. Richardson
Year of Birth: 1957
Formal Education after High School:

B.A., Bowdoin College (1979)

Business Background:

R. M. Davis, Inc. (2006 - present): Vice President/Portfolio Manager

Disciplinary Information

There are no disciplinary or legal events that are material to a client's or prospective client's evaluation of Mr. Richardson.

Other Business Activities

Mr. Richardson is neither actively engaged in any other investment-related business or occupation nor actively engaged in any other business or occupation for compensation that provides a substantial source of income or involves a substantial amount of time.

Additional Compensation

Mr. Richardson is entitled to receive compensation from R. M. Davis, Inc. in addition to salary for generating new accounts.

Supervision

The advice that Mr. Richardson provides to clients is subject to periodic review by the Company's compliance personnel under the supervision of Scot E. Draeger, Chief Compliance Officer, 207-774-0022.

Vincent F. Damasco

Educational Background and Business Experience

Name: Vincent F. Damasco
Year of Birth: 1975
Formal Education after High School:

B.S., Drexel University (1999)

Business Background:

R. M. Davis, Inc. (2011 - present): Vice President/Securities Analyst/Portfolio Manager
The Colony Group (2007 - 2011): Equity Research Analyst/Portfolio Manager

Disciplinary Information

There are no disciplinary or legal events that are material to a client's or prospective client's evaluation of Mr. Damasco.

Other Business Activities

Mr. Damasco is neither actively engaged in any other investment-related business or occupation nor actively engaged in any other business or occupation for compensation that provides a substantial source of income or involves a substantial amount of time.

Additional Compensation

Mr. Damasco is entitled to receive compensation from R. M. Davis, Inc. in addition to salary for generating new accounts.

Supervision

The advice that Mr. Damasco provides to clients is subject to periodic review by the Company's compliance personnel under the supervision of Scot E. Draeger, Chief Compliance Officer, 207-774-0022.

Kevin M. Hunt

Educational Background and Business Experience

Name: Kevin M. Hunt
Year of Birth: 1967
Formal Education after High School:

A.B., Duke University (1989)
M.B.A., University of Texas (Austin) (1996)

Business Background:

R. M. Davis, Inc. (2012 - present): Vice President/Securities Analyst/Portfolio Manager
Auriga Securities USA (2011 - 2012): Managing Director/Technology Hardware Analyst
Hapoalim Securities (2009 - 2011): Senior Vice President/Senior Technology Analyst

Disciplinary Information

There are no disciplinary or legal events that are material to a client's or prospective client's evaluation of Mr. Hunt.

Other Business Activities

Mr. Hunt is neither actively engaged in any other investment-related business or occupation nor actively engaged in any other business or occupation for compensation that provides a substantial source of income or involves a substantial amount of time.

Additional Compensation

Mr. Hunt is entitled to receive compensation from R. M. Davis, Inc. in addition to salary for generating new accounts.

Supervision

The advice that Mr. Hunt provides to clients is subject to periodic review by the Company's compliance personnel under the supervision of Scot E. Draeger, Chief Compliance Officer, 207-774-0022.

Matthew A. McFarland

Educational Background and Business Experience

Name: Matthew A. McFarland
Year of Birth: 1975
Formal Education after High School:

B.A., Saint Anselm College (1997)

Business Background:

R. M. Davis, Inc. (2013 - present): Vice President/Portfolio Manager
People's United Bank – Wealth Management Division (2005-2013): Vice President/Wealth Management Advisor

Disciplinary Information

There are no disciplinary or legal events that are material to a client's or prospective client's evaluation of Mr. McFarland.

Other Business Activities

Mr. McFarland is neither actively engaged in any other investment-related business or occupation nor actively engaged in any other business or occupation for compensation that provides a substantial source of income or involves a substantial amount of time.

Additional Compensation

Mr. McFarland is entitled to receive compensation from R. M. Davis, Inc. in addition to salary for generating new accounts.

Supervision

The advice that Mr. McFarland provides to clients is subject to periodic review by the Company's compliance personnel under the supervision of Scot E. Draeger, Chief Compliance Officer, 207-774-0022.

Michael P. Wood

Educational Background and Business Experience

Name: Michael P. Wood
Year of Birth: 1964
Formal Education after High School:

B.A., Boston College (1986)
M.B.A., New Hampshire College (1994)

Business Background:

R. M. Davis, Inc. (2013 - present): Vice President/Portfolio Manager
CMH Wealth Management, LLC (2012-2013): Managing Director/Portfolio Manager
Ram Trust Services (1995-2012): Managing Director

Disciplinary Information

There are no disciplinary or legal events that are material to a client's or prospective client's evaluation of Mr. Wood.

Other Business Activities

Mr. Wood is neither actively engaged in any other investment-related business or occupation nor actively engaged in any other business or occupation for compensation that provides a substantial source of income or involves a substantial amount of time.

Additional Compensation

Mr. Wood is entitled to receive compensation from R. M. Davis, Inc. in addition to salary for generating new accounts.

Supervision

The advice that Mr. Wood provides to clients is subject to periodic review by the Company's compliance personnel under the supervision of Scot E. Draeger, Chief Compliance Officer, 207-774-0022.

George C. Carr

Educational Background and Business Experience

Name: George C. Carr
Year of Birth: 1984
Formal Education after High School:

B.A., Bates College (2007)
M.B.A., Boston University (2014)

Business Background:

R. M. Davis, Inc. (2015 - present): Vice President/Portfolio Manager
Federal Street Advisors (2010-2015): Senior Client Advisor/Client Advisor

Disciplinary Information

There are no disciplinary or legal events that are material to a client's or prospective client's evaluation of Mr. Carr.

Other Business Activities

Mr. Carr is neither actively engaged in any other investment-related business or occupation nor actively engaged in any other business or occupation for compensation that provides a substantial source of income or involves a substantial amount of time.

Additional Compensation

Mr. Carr is entitled to receive compensation from R. M. Davis, Inc. in addition to salary for generating new accounts.

Supervision

The advice that Mr. Carr provides to clients is subject to periodic review by the Company's compliance personnel under the supervision of Scot E. Draeger, Chief Compliance Officer, 207-774-0022.

Reid V. Smith

Educational Background and Business Experience

Name: Reid V. Smith
Year of Birth: 1967
Formal Education after High School:

B.A., Middlebury College (1990)

Business Background:

R. M. Davis, Inc. (2016 - present): Vice President/Portfolio Manager
David Wendell Associates, Inc. (2007-2016): Vice President/Portfolio Manager

Disciplinary Information

There are no disciplinary or legal events that are material to a client's or prospective client's evaluation of Mr. Smith.

Other Business Activities

Mr. Smith is neither actively engaged in any other investment-related business or occupation nor actively engaged in any other business or occupation for compensation that provides a substantial source of income or involves a substantial amount of time.

Additional Compensation

Mr. Smith is entitled to receive compensation from R. M. Davis, Inc. in addition to salary for generating new accounts.

Supervision

The advice that Mr. Smith provides to clients is subject to periodic review by the Company's compliance personnel under the supervision of Scot E. Draeger, Chief Compliance Officer, 207-774-0022.

Robert M. Davis

Educational Background and Business Experience

Name: Robert M. Davis
Year of Birth: 1967
Formal Education after High School:

B.S., Elmira College (1989)

Business Background:

R. M. Davis, Inc. (2017 - present): Vice President/Portfolio Manager
HM Payson (2013 - 2017): Relationship/Portfolio Manager & Financial Planner
KeyBank (1998 – 2013): Senior Vice President, Private Bank

Disciplinary Information

There are no disciplinary or legal events that are material to a client's or prospective client's evaluation of Mr. Davis.

Other Business Activities

Mr. Davis is neither actively engaged in any other investment-related business or occupation nor actively engaged in any other business or occupation for compensation that provides a substantial source of income or involves a substantial amount of time.

Additional Compensation

Mr. Davis is entitled to receive compensation from R. M. Davis, Inc. in addition to salary for generating new accounts.

Supervision

The advice that Mr. Davis provides to clients is subject to periodic review by the Company's compliance personnel under the supervision of Scot E. Draeger, Chief Compliance Officer, 207-774-0022.