

SAGE INVESTMENT COUNSEL LLC
Form CRS Client Relationship Summary
March 11, 2025

Item 1 – Introduction: Is an investment advisory account right for you?

Sage Investment Counsel LLC is registered with the Securities and Exchange Commission as an investment adviser. Please be aware that brokerage and investment advisory services and fees differ and that it is important for you to understand the differences. Free and simple tools are available to research firms and financial professionals at Investor.gov/CRS, which also provides educational materials about broker-dealers, investment advisers, and investing.

Item 2 – What investment services and advice can you provide me?

We offer investment advisory services to retail investors. Our principal service is portfolio management. As part of our standard portfolio management service, we provide continuous and regular supervisory and/or management services with respect to your account(s). Our portfolio management services are offered on a *discretionary* or *non-discretionary* basis. *Discretionary* authorization allows us to determine the specific securities, and the amount of securities, to be purchased or sold for your account without your approval prior to each transaction. *Non-discretionary* arrangements require us to obtain your approval prior to executing any transactions on behalf of your account. You may impose restrictions on investing in certain securities or types of securities in some portfolios in which we maintain discretion. We generally prefer that our clients have total Investment accounts with a dollar value of at least \$2,000,000. Account minimums are negotiable and can vary depending on the clients and our willingness at any time to undertake new business. In some cases, we would impose no minimum. We also offer annual financial planning services which typically involve providing a variety of advisory services regarding the management of financial resources based on an analysis of individual needs.

For additional information, please refer to Items 4, 7, & 13 of our Form ADV Part 2A at the following link: <https://adviserinfo.sec.gov/firm/brochure/116907>.

Conversation Starters. Ask your financial professional—

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

Item 3 – What fees will I pay?

We are primarily compensated by a percentage of assets under our management. Our fees vary depending on the services you receive. Our fees are negotiable, and we generally take into account portfolio size, and/or “familial relationships” (where we may combine account totals for family members to negotiate the fee). Portfolio management fees are based upon a percentage of your assets under our management and are payable each quarter in advance or in arrears as agreed upon in the advisory agreement between the client and us. The more assets there are in your advisory account, the more you will pay in fees. Therefore, we have an incentive to encourage you to increase the assets in your account. We charge an annual fixed fee for financial planning services. The fee is negotiable based on the facts and circumstances of the client's financial situation, income, and the complexity of the requested services.

Other Fees and Costs: The fees that you pay to our firm for investment advisory services are separate and distinct from the fees and expenses charged by investment companies (e.g., mutual funds, exchange traded funds, unit investment trusts and variable annuities). These fees are described in each fund's prospectus. These fees will generally include a management fee and other fund expenses. You will also incur transaction charges and/or brokerage fees when purchasing or selling securities. These charges and fees are typically imposed by the broker-dealer or custodian that executes the trade. The broker-dealer or custodian may also charge your account for custodial fees, retirement account fees, trust fees, exchange fees, redemption fees that may be assessed on investment company shares, transfer fees, account termination fees or other special service fees and charges. We do not share in any portion of these fees imposed by the broker-dealer or custodian. To fully understand the total cost you will incur, you should review all the fees charged by investment companies, broker-dealers, our firm, and others.

You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying.

For additional information regarding fees and costs, please refer to Item 5 of Form ADV Part 2A at the following link: <https://adviserinfo.sec.gov/firm/brochure/116907>.

Conversation Starter. Ask your financial professional—

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

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

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

All investment advisers face conflicts of interest which are inherent in the business. Our primary source of compensation is through asset-based fees. Therefore, we are incentivized to acquire new clients and to increase assets under management.

One or more of our financial professionals are licensed insurance brokers/agents and are eligible to earn commission-based compensation for selling insurance products, including insurance products they sell to clients. Insurance commissions are separate and in addition to our advisory services and fees. Receipt of commission-based compensation presents a conflict of interest because persons providing investment advice on behalf of our firm who are licensed insurance agents have an incentive to recommend insurance products to you for the purpose of generating commissions rather than making recommendations solely based on your needs. Clients are under no obligation to purchase insurance products from our financial professionals.

When we provide investment advice to you regarding your retirement plan account or individual retirement account, we are fiduciaries within the meaning of Title I of the Employee Retirement Income Security Act and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. We have to act in your best interest and not put our interests ahead of yours.

Conversation Starter. Ask your financial professional—

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

Please refer to our Form ADV Part 2A for further information on our conflicts of interest and how we address them at the following link: <https://adviserinfo.sec.gov/firm/brochure/116907>.

How do your financial professionals make money?

Our financial professionals receive salary-based compensation and/or a percentage of advisory billings. Therefore, our financial professionals have an incentive to encourage you to increase the assets in your account. Neither our financial professionals nor we accept any compensation for the sale of securities, including asset-based sales charges or service fees from the sale of mutual funds. One or more of our financial professionals are insurance agents. This creates a conflict of interest because of additional commission-based compensation in connection with the purchase and sale of insurance products. Clients are not required to purchase insurance or securities from our financial professionals.

Item 4 – Do you or your financial professionals have legal or disciplinary history?

No. **For a free, simple search tool to research our financial professionals and us, please visit [Investor.gov/CRS](https://investor.gov/CRS).**

Conversation Starter. Ask your financial professional—

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

Item 5 – Additional Information

For additional information about our advisory services, please refer to our Form ADV Part 2A brochure available at <https://adviserinfo.sec.gov/firm/brochure/116907>, and the individual Form ADV Part 2B brochure supplement(s) your representative provides. If you have any questions, need up-to-date information and/or need a copy of this Client Relationship Summary, please contact us at (615) 591-1210.

Conversation Starters. Ask your financial professional—

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

Summary of Material Changes – March 11, 2025

Sage Investment Counsel LLC is required to update its Form CRS when information in the Form CRS becomes materially inaccurate or incomplete. This Exhibit summarizes the following changes to our previous Form CRS, dated March 17, 2023. We added the following information to reflect that we now offer annual financial planning services.

- Item 2 – We also offer annual financial planning services which typically involve providing a variety of advisory services regarding the management of financial resources based on an analysis of individual needs.
- Item 3 - We charge an annual fixed fee for financial planning services. The fee is negotiable based on the facts and circumstances of the client's financial situation, income, and the complexity of the requested services.

If you have any questions about our Form CRS, please contact our Chief Compliance Officer, at (615) 591-1210 or email us at info@SageInv.com.