

Form ADV, Part 3 - Client Relationship Summary

March 29, 2022

Introduction

Sound Shore Management, Inc. is registered with the Securities and Exchange Commission as an Investment Advisor. We are located in Greenwich, Connecticut. Please note that brokerage and investment advisory services and fees differ. It is important as a retail investor to understand the difference. Free and simple tools are available to research firms and financial professionals at [Investor.gov/CRS](https://investor.gov/CRS), which also provides educational materials about broker-dealers, investment advisers, and investing.

What investment services and advice can you provide me?

Sound Shore offers Investment Advisory services to high net worth retail investors or through financial intermediaries, such as wrap programs sponsored by third-parties or dual contract arrangements. Our investment offering is our single strategy, which seeks appreciation of capital through investment in mid-and large-capitalization equities and ADR's. Sound Shore typically receives discretionary authority from the client to select the identity and amount of securities to be bought or sold during an advisory relationship. For discretionary accounts where Sound Shore does the trading, we continuously monitor investment accounts to ensure compliance with your investment guidelines. Our minimum account size is \$10 million, but we may make exceptions to this minimum. Financial intermediaries, such as wrap programs, would typically set their own minimums.

Additional Information:

Please see our Form ADV, Part 2A brochure <https://adviserinfo.sec.gov/firm/summary/112379> or you may always request a free copy from us at no charge.

Conversation Starter – 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?

What fees will I pay?

We generally charge separate accounts a quarterly asset based fee which starts at an annual rate of 0.60%. Larger accounts will pay a lower rate. Details are set forth in our Form ADV, Part 2A brochure. Certain clients pay us a performance fee. Our fees are negotiable in certain circumstances.

If you invest in Sound Shore through a wrap program, you pay a fee to the wrap sponsor and Sound Shore receives a portion of that wrap fee.

You are responsible for all custodial and securities broker execution fees charged by the custodian and executing broker. Our asset-based fee is separate and distinct from the custodian and broker execution fees. Clients who hire our services on a dual-contract basis will pay additional management fees directly to the third-party with whom the client has also contracted. These fees are separate and distinct from our fees.

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

Our sole source of revenue is fees from clients. The more assets there are in your account, the more you will pay in fees, and the firm may therefore have an incentive to encourage you to increase the assets in your account.

Remember, 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 more information on fees, please see Form ADV, Part 2A brochure <https://adviserinfo.sec.gov/firm/summary/112379> or you may always request a free copy from us at no charge.

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 must 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.

In some instances, we offer clients a performance-based fee arrangement. These fee arrangements could create an incentive for Sound Shore to recommend investments which may be riskier or more speculative than those which would be recommended under a different fee arrangement. Such fee arrangements could also create an incentive to favor higher fee paying accounts over other accounts in the allocation of investment opportunities. Sound Shore has procedures designed and implemented to ensure that all clients are treated fairly and equally, and to prevent this conflict from influencing the allocation of investment opportunities among clients.

Conversation Starter – How might your conflicts of interest affect me, and how will you address them?

How do your professionals make money?

Our professionals are paid salaries and receive bonuses based on the profitability of the Firm and performance of their responsibilities. The more assets there are in your account, the more you will pay in fees, and the firm may therefore have an incentive to encourage you to increase the assets in your account.

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

No, we do not have legal or disciplinary events. You can visit Investor.gov/CRS for a free and simple search tool to research us and our financial professionals.

Conversation Starter – Do you have any disciplinary history? For what type of conduct?

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

Additional Information — For additional information about our services, please visit our website at <http://www.soundshore.com>. If you would like additional, up-to-date information or a copy of this disclosure, please call (203) 629-1980 or email_lowell@soundshore.com.