

## Item 1: Introduction

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Downshift Financial, LLC is an investment adviser registered with the Securities and Exchange Commission. Brokerage and investment advisory services and fees differ, and it is important for you to understand the differences.

Free and simple tools are available to research firms and financial professionals at [www.investor.gov/crs](http://www.investor.gov/crs), which also provides educational materials about broker-dealers, investment advisers, and investing.

## Item 2: Relationships and Services

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### What investment services and advice can you provide me?

*Description of Services:* We provide investment advisory services to retail investors, which includes Investment Management and Comprehensive Wealth Management Services. Our services are tailored to meet your unique financial needs, investment objectives, and goals.

With our Investment Management Services, we provide ongoing management of your investment portfolio, which includes your brokerage accounts maintained by a qualified custodian. We collaborate with you to develop and manage a personalized investment strategy based on your specific financial circumstances and designed to achieve your financial goals.

With our Comprehensive Wealth Management Services, we provide Investment Management Services in addition to financial planning, which involves an evaluation of your current financial circumstances and projections for the future. We analyze cash flows, asset values, and withdrawal plans to create a personalized financial plan. You will receive a detailed written or electronic report with actionable recommendations and insights tailored to your goals.

*Monitoring:* As a part of our services, we regularly monitor investment accounts under our management. We will review accounts on at least a quarterly basis to ensure the applied investment strategy remains appropriate. As applicable, we will review financial plans at least annually and will update the plan, as needed, to reflect your current financial situation, desired goals, and anticipated future needs.

*Investment Authority:* For investment accounts under our management, we will request discretionary authority to buy and sell investments in your accounts. With this authority, we can transact securities without obtaining approval prior to effecting the transaction. You can request to place reasonable restrictions on investing in certain securities, types of securities, or industry sectors.

Any financial planning recommendations are provided on a non-discretionary basis, and you have the option to implement any of the recommendations we make.

*Limited Investment Offerings:* Our investment advice is not limited to a particular type of security. We typically provide advice on stocks, bonds, mutual funds, exchange-traded funds, government and municipal securities, and cash and cash equivalents. We may also provide advice regarding other investments held in your portfolio at the inception of our advisory relationship or at your request.

*Account Minimums and Other Requirements:* We do not require a minimum account size or amount of investable assets to receive our services.

*Additional Information:* This is a brief summary of our services. Additional information is available in Item 4 of our Form ADV Part 2A ("Firm Brochure"). See [Item 5](#) below for instructions on how to obtain a copy of our Firm Brochure.

### Ask Your Investment Adviser:

- 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: Fees, Costs, Conflicts, and Standard of Conduct

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### What fees will I pay?

*Principal Fees and Costs:* For each of our services, we charge an ongoing annual flat fee of \$8,000, payable quarterly in advance at a rate of \$2,000. When we charge a flat fee, we earn the same amount regardless

of the services or time required, which creates a conflict of interest. However, as a fiduciary, we are required to act in your best interest, and we strive to provide our services without preferential treatment.

*Wrap Fee Programs:* We do not offer a wrap fee program.

*Other Fees and Costs:* In addition to our advisory fees, you may incur other fees and costs, such as custodian fees, account maintenance fees, fees related to mutual funds or exchange-traded funds, or other administrative fees. Such fees and costs are exclusive of and in addition to our fee, and we do not receive any portion of these fees and costs. Please refer to Item 5 of our Firm Brochure for details on additional fees.

*Additional Information:* 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. Additional information about our fees is available in Item 5 of our Firm Brochure. See [Item 5](#) below for instructions on how to obtain a copy of our Firm Brochure.

#### **Ask Your Investment Adviser:**

- 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 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.

*Conflicts of Interest:* When we charge a flat fee, we earn the same amount regardless of the services or time required, which may create an incentive to provide fewer services or to favor clients whose accounts require less work. Additionally, we may receive support and services from custodians we recommend, such as access to their custodial program, research, technology, or

other benefits. These benefits create a conflict because they provide an incentive for us to recommend a particular custodian. However, as a fiduciary, we are required to act in your best interest and we seek to avoid conflicts of interest.

We do not offer proprietary products, participate in any revenue sharing or client referral arrangements, or have any other sources of revenue.

#### **Ask Your Investment Adviser:**

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

#### **How do your financial professionals make money?**

We charge ongoing flat fees for our services, and the only compensation we receive is from our clients for our advisory services. When we charge a flat fee, we earn the same amount regardless of the services or time required, which may create an incentive to provide fewer services or to favor clients whose accounts require less work. However, our fiduciary duty to you means we are legally required to act in your best interest.

#### **Item 4: Disciplinary History**

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

No, neither our firm nor our financial professionals have any legal or disciplinary history to disclose. Visit [www.investor.gov/crs](http://www.investor.gov/crs) for a free and simple tool to research our firm and our financial professionals.

#### **As Your Investment Adviser:**

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

#### **Item 5: Additional Information**

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Additional information is available in our Firm Brochure. An up-to-date copy of our Firm Brochure, as well as our current Form CRS, is available on our website at [www.downshiftfinancial.com](http://www.downshiftfinancial.com). You may also call us at (720) 515-0564 to obtain copies of these documents any time.

#### **Ask Your Investment Adviser:**

- 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?