

**Nicola Wealth Management Ltd - Form CRS
Customer Relationship Summary – July 2024**

INTRODUCTION

Nicola Wealth Management Ltd. (“Nicola”, “Nicola Wealth”, “we”, “us”, or “our”) is registered with the Securities and Exchange Commission (“SEC”) as an investment adviser and we provide advisory services rather than brokerage services. 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 Investor.gov/CRS, which also provides educational materials about broker-dealers, investment advisers, and investing.

WHAT INVESTMENT SERVICES AND ADVICE CAN YOU PROVIDE ME?

We offer investment advisory services to our clients, including: **Financial Planning Services; Portfolio Management Services; and Economic, Market and Asset Class Performance Reporting**. Detailed information regarding our services, fees and other disclosures can be found in our [Form ADV Part 2A brochure](#) (Items 4, 7, 8 of Part 2A and Items 4 and 5 of Part 2A Appendix 1).

Advisory Services: We offer discretionary investment management advice and advisory products and services for different client demographics. We will buy and sell investments in your account without your prior consent. We offer investment advisory services through traditional managed accounts. We routinely monitor your managed portfolios and will implement changes in alignment with your chosen portfolios. You must meet certain minimums to invest in a managed portfolio and these may be waived at our discretion. You can find current account minimums and additional information about our advisory services in Form ADV Part 2A.

Investment Authority: We manage investment accounts on a *discretionary* basis whereby **we will decide** which investments to buy or sell for your account. You may limit our discretionary authority (e.g. limiting the types of securities for investment) by providing our firm with your restrictions and guidelines in writing. Non-discretionary services are not available to clients resident in the U.S.

Account Monitoring: If you open an investment account with our firm, as part of our standard service, we will monitor your investments on a regular basis.

Investment Offerings: We offer advice on a limited menu of products, which include select mutual funds and Exchange Traded Funds (ETFs).

CONVERSATION STARTER - Key Questions to 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?

The following summarizes the principal fees and costs associated with engaging our firm for investment advisory services. For detailed information, refer to our [Form ADV Part 2A, Items 5 and 6](#).

- **Asset-based fees** - Payable monthly in arrears. Since the fees we receive are asset-based (i.e. based on the value of your account), we have an incentive to increase your account value to increase our fees, which creates a conflict especially for those accounts holding illiquid or hard-to-value assets.
- **Fixed Fees** - Payable as invoiced.
- **Additional fees** - Clients will also pay additional fees and/or expenses, including: internal costs charged by private funds; wire-transfer fees; custodian and account maintenance fees; fees related to mutual funds and ETFs; transaction charges when purchasing or selling securities; and other product-level fees associated with your investments.

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.

CONVERSATION STARTER – Key Questions to 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 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.

- **Proprietary Products:** We serve as the general partner and manager of a number of proprietary pooled funds. These funds are not offered to U.S. resident clients in accounts with U.S. custodians.
- **Material Relationships with Related Persons:** We will earn higher fees, compensation, and other benefits when you invest in a product that we advise, or manage, such as a mutual fund. We have an incentive to recommend and invest your assets in those products and services over third-party products and services.
- **Participation or Interest in Client Transactions:** We manage a number of proprietary pooled funds across a number of different investment strategies, none of which are currently offered, or open, to new investors that are resident in the United States. We do, however, have some legacy U.S. clients, who were previously resident in Canada, that are invested in those Funds. Members of our management, and other knowledgeable employees may acquire, directly or indirectly, investment interests in our funds or have other financial interests (e.g. General Partner, Officers, Board Members, etc.) in the funds. This presents a conflict of interest because we have investments and/or are compensated by the pooled funds.
- **Personal Trading Practices:** Our firm or persons associated with our firm may buy or sell the same securities that we recommend to you or securities in which you are already invested. This causes a conflict of interest because we could trade ahead of you and potentially receive more favorable prices than you will receive. It is our policy that neither our firm nor persons associated with our firm shall have priority over your account in the purchase or sale of securities.

Refer to our [Form ADV Part 2A](#) to help you understand what conflicts exist.

CONVERSATION STARTER: Key Question to Ask Your Financial Professional

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

HOW DO YOUR FINANCIAL PROFESSIONALS MAKE MONEY?

Our registered advisory personnel have a compensation structure that is based on the gross revenue they generate for our firm. The payout rate is progressive, increasing in accordance with the firm's gross revenue. Our Advisors are paid account fees. This presents a potential conflict of interest as they may incentivize advisors to onboard as many clients as possible to increase their revenue. Registered personnel may also be incentivized to recommend higher revenue generating products so that they receive more compensation.

DO YOU OR YOUR FINANCIAL PROFESSIONALS HAVE A LEGAL OR DISCIPLINARY HISTORY?

Yes, our firm has a legal or disciplinary history to disclose. This event was so disclosed in our Form ADV which can be found at adviserinfo.sec.gov/firm/brochure/173201. Visit investor.gov/CRS for a free and simple search tool to research firms and financial professionals.

CONVERSATION STARTER - Key Question to Ask Your Financial Professional

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

ADDITIONAL INFORMATION

Find additional information about our firm's investment services at adviserinfo.sec.gov/firm/brochure/173201. You can also contact our firm at (604) 739-6450 and speak with an investment professional or support staff.

CONVERSATION STARTER - Key Questions to 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?

Nicola Wealth Management Ltd.

Exhibit to Form CRS

This Exhibit summarizes the following material changes to the firm's Form CRS:

Under the section about Investment Authority, we revised the statement about non-discretionary services to state that these services are not available to U.S. clients

We removed the paragraph on Performance-Based fees from the summary of principal fees and costs.

We added the following under the Conflicts of Interest section:

- **Material Relationships with Related Persons:** We will earn higher fees, compensation, and other benefits when you invest in a product that we advise, or manage, such as a mutual fund. We have an incentive to recommend and invest your assets in those products and services over third-party products and services.
- **Participation or Interest in Client Transactions:** We manage a number of proprietary pooled funds across a number of different investment strategies, none of which are currently offered, or open, to new investors that are resident in the United States. We do, however, have some legacy U.S. clients, who were previously resident in Canada, that are invested in those Funds. Members of our management, and other knowledgeable employees may acquire, directly or indirectly, investment interests in our funds or have other financial interests (e.g. General Partner, Officers, Board Members, etc.) in the funds. This presents a conflict of interest because we have investments and/or are compensated by the pooled funds.
- **Personal Trading Practices:** Our firm or persons associated with our firm may buy or sell the same securities that we recommend to you or securities in which you are already invested. This causes a conflict of interest because we could trade ahead of you and potentially receive more favorable prices than you will receive. It is our policy that neither our firm nor persons associated with our firm shall have priority over your account in the purchase or sale of securities.

We revised the description of how our financial professionals make money to now state that:

Our registered advisory personnel have a compensation structure that is based on the gross revenue they generate for our firm. The payout rate is progressive, increasing in accordance with the firm's gross revenue. Our Advisors are paid account fees. This presents a potential conflict of interest as they may incentivize advisors to onboard as many clients as possible to increase their revenue. Registered personnel may also be incentivized to recommend higher revenue generating products so that they receive more compensation.