

Grimes & Company, Inc.

SEC File Number: 801 – 57193

Brochure
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance
Officer

110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

www.grimesco.com

This brochure provides information about the qualifications and business practices of Grimes & Company, Inc. (“Grimes”). If you have any questions about the contents of this brochure, please contact us at (508) 366-3883 or mdavide@grimesco.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 Grimes & Company, Inc. is also available on the SEC’s website at www.adviserinfo.sec.gov.

References herein to Grimes & Company, Inc. as a “registered investment adviser” or any reference to being “registered” does not imply a certain level of skill or training.

Item 2 Material Changes

Since the most recent Annual Amendment filing, dated March 5, 2021, Grimes & Company, Inc. (“Grimes”) has amended this disclosure statement as follows:

- At Item 4 to revise disclosure language related to cash positions
- At Item 8 to incorporate disclosure language regarding use of margin and similar collateralized loan products

Item 3 Table of Contents

Item 1	Cover Page.....	1
Item 2	Material Changes.....	2
Item 3	Table of Contents.....	2
Item 4	Advisory Business.....	2
Item 5	Fees and Compensation.....	6
Item 6	Performance-Based Fees and Side-by-Side Management.....	8
Item 7	Types of Clients.....	8
Item 8	Methods of Analysis, Investment Strategies and Risk of Loss.....	8
Item 9	Disciplinary Information.....	10
Item 10	Other Financial Industry Activities and Affiliations.....	10
Item 11	Code of Ethics, Participation or Interest in Client Transactions and Personal Trading.....	11
Item 12	Brokerage Practices.....	12
Item 13	Review of Accounts.....	15
Item 14	Client Referrals and Other Compensation.....	16
Item 15	Custody.....	17
Item 16	Investment Discretion.....	18
Item 17	Voting Client Securities.....	18
Item 18	Financial Information.....	19

Item 4 Advisory Business

- A. Grimes & Company, Inc. (“Grimes”) is a corporation formed on October 20, 1999, in the Commonwealth of Massachusetts. Grimes became registered as an Investment Adviser Firm in January 2000. Grimes is principally owned by Kevin T. Grimes, Timothy J. Grimes, and the Timothy J. Grimes Dynasty Trust. Timothy J. Grimes and Kevin T. Grimes are Grimes’ Principals.
- B. As discussed below, Grimes offers to its clients (individuals, business entities, trusts, pension and profit-sharing plans, estates and charitable organizations, and state or municipal government entities.) investment advisory services. Although Grimes does not hold itself out as providing financial planning and related consulting services, it may provide limited planning and related consulting services ancillary to the investment management process to the extent specifically requested by the client (See discussion below).

INVESTMENT ADVISORY SERVICES

Grimes works with each client to develop a customized investment strategy in an effort to satisfy the unique needs of each individual, family, or institution that they serve. Proprietary research and portfolio management systems are deployed to develop investment policy, implement portfolios and manage allocations and exposures.

MISCELLANEOUS

Limited Consulting/Implementation Services. To the extent specifically requested, Grimes may provide financial planning and related consulting services to its investment management clients on matters such as estate planning, tax planning, insurance, etc. Grimes shall not receive any separate or additional fee for any such consultation services. Neither Grimes, nor any of its representatives, serves as an attorney, or accountant and no portion of Grimes' services should be construed as same. Accordingly, Grimes does not prepare estate planning or any other type of legal documents or tax returns. To the extent requested by a client, Grimes may recommend the services of other professionals for certain non-investment implementation purposes (i.e., attorneys, accountants, insurance agents, etc.), including representatives of Grimes in their separate registered/licensed capacities as discussed below at Items 5 and 10. The client is under no obligation to engage the services of any such recommended professional. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any recommendation from Grimes.

Grimes, unless otherwise agreed, does not provide on-going monitoring of its financial planning services. Therefore, it remains the client's responsibility to promptly notify Grimes if there is ever any change in his/her/its financial situation or investment objectives for the purpose of reviewing/evaluating/revising Grimes' previous recommendations and/or services.

Private Investment Funds. Grimes continues to provide investment advice regarding unaffiliated private investment funds previously purchased by its clients. Grimes does not recommend private investment funds to its clients. The amount of assets invested in the fund(s) shall be included as part of "assets under management" for purposes of Grimes calculating its investment advisory fee.

Risk: Private investment funds generally involve various risk factors, including, but not limited to, potential for complete loss of principal, liquidity constraints and lack of transparency, a complete discussion of which is set forth in each fund's offering documents, which will be provided to each client for review and consideration. Unlike liquid investments that a client may maintain, private investment funds do not provide daily liquidity or pricing. Each prospective client investor will be required to complete a Subscription Agreement, pursuant to which the client shall establish that he/she is qualified for investment in the fund, and acknowledges and accepts the various risk factors that are associated with such an investment.

Valuation: In the event that Grimes references private investment funds owned by the client on any supplemental account reports prepared by Grimes, the value(s) for all private investment funds owned by the client shall reflect the most recent valuation provided by the fund sponsor. If no subsequent valuation post-purchase is provided by the Fund Sponsor, then the valuation shall reflect the initial purchase price (and/or a value as of a previous date), or the current value(s) (either the initial purchase price and/or the most recent valuation provided by the fund sponsor). If the valuation reflects the initial purchase price (and/or a

value as of a previous date), the current value(s) (to the extent ascertainable) could be significantly more or less than the original purchase price. The client's advisory fee shall be based upon reflected fund value(s).

Use of Mutual and Exchange Traded Funds: Grimes utilizes mutual funds and exchange traded funds for its client portfolios. In addition to Grimes' investment advisory fee described below, and transaction and/or custodial fees discussed below, clients will also incur, relative to all mutual fund and exchange traded fund purchases, charges imposed at the fund level (e.g. management fees and other fund expenses).

Retirement Rollovers-Potential for Conflict of Interest: A client or prospective client leaving an employer typically has four options regarding an existing retirement plan (and may engage in a combination of these options): (i) leave the money in the former employer's plan, if permitted, (ii) roll over the assets to the new employer's plan, if one is available and rollovers are permitted, (iii) roll over to an Individual Retirement Account ("IRA"), or (iv) cash out the account value (which could, depending upon the client's age, result in adverse tax consequences). If Grimes recommends that a client roll over their retirement plan assets into an account to be managed by Grimes, such a recommendation creates a conflict of interest if Grimes will earn new (or increase its current) compensation as a result of the rollover. If Grimes provides a recommendation as to whether a client should engage in a rollover or not, Grimes is acting as a fiduciary 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. No client is under any obligation to roll over retirement plan assets to an account managed by Grimes.

ERISA PLAN and 401(k) INDIVIDUAL ENGAGEMENTS:

- **Trustee Directed Plans.** Grimes may be engaged to provide investment advisory services to ERISA retirement plans, whereby Grimes shall manage Plan assets consistent with the investment objective designated by the Plan trustees. In such engagements, Grimes will serve as an investment fiduciary as that term is defined under The Employee Retirement Income Security Act of 1974 ("ERISA"). Grimes will generally provide services on an "assets under management" fee basis per the terms and conditions of an *Investment Advisory Agreement* between the Plan and Grimes.
- **Participant Directed Retirement Plans.** Grimes may also provide investment advisory and consulting services to participant directed retirement plans per the terms and conditions of a *Retirement Plan Services Agreement* between Grimes and the Plan. For such engagements, Grimes shall assist the Plan sponsor with the selection of an investment platform from which Plan participants shall make their respective investment choices (which may include investment strategies devised and managed by Grimes), and, to the extent engaged to do so, may also provide corresponding education to assist the participants with their decision making process.
- **Client Retirement Plan Assets.** If requested to do so, Grimes shall provide investment advisory services relative to the client's 401(k) plan assets. In such event, Grimes shall recommend that the client allocate the retirement account assets among the investment options available on the 401(k) platform. Grimes shall be limited to making recommendations regarding the allocation of the assets among the investment alternatives available through the plan. Grimes will not receive any communications from the plan sponsor or custodian, and it shall remain the client's exclusive obligation to notify Grimes

of any changes in investment alternatives, restrictions, etc. pertaining to the retirement account.

OTHER:

Portfolio Activity. Grimes has a fiduciary duty to provide services consistent with the client's best interest. Grimes will review client portfolios on an ongoing basis to determine if any changes are necessary based upon various factors, including, but not limited to, investment performance, market conditions, fund manager tenure, style drift, account additions/withdrawals, and/or a change in the client's investment objective. Based upon these factors, there may be extended periods of time when Grimes determines that changes to a client's portfolio are neither necessary, nor prudent. Clients remain subject to the fees described in Item 5 below during periods of account inactivity.

Sub-Advisory Engagements. Grimes may also serve as a sub-adviser to unaffiliated registered investment advisers per the terms and conditions of a written Sub-Advisory Agreement. With respect to its sub-advisory services, the unaffiliated investment advisers that engage Grimes' sub-advisory services maintain both the initial and ongoing day-to-day relationship with the underlying client, including initial and ongoing determination of client suitability for Grimes' designated investment strategies. If the custodian/broker-dealer is determined by the unaffiliated investment adviser, Grimes will be unable to negotiate commissions and/or transaction costs, and/or seek better execution. As a result, client may pay higher commissions or other transaction costs or greater spreads, or receive less favorable net prices, on transactions for the account than would otherwise be the case through alternative clearing arrangements recommended by Grimes. Higher transaction costs adversely impact account performance.

Independent Managers. Grimes may allocate (and/or recommend that the client allocate) a portion of a client's investment assets among unaffiliated independent investment managers in accordance with the client's designated investment objective(s). In such situations, the *Independent Manager[s]* shall have day-to-day responsibility for the active discretionary management of the allocated assets. Grimes shall continue to render investment advisory services to the client relative to the ongoing monitoring and review of account performance, asset allocation and client investment objectives. Factors which Grimes shall consider in recommending *Independent Manager[s]* include the client's designated investment objective(s), management style, performance, reputation, financial strength, reporting, pricing, and research.

The investment management fee charged by the *Independent Manager[s]* is separate from, and in addition to, Grimes' advisory fee as set forth in the fee schedule at Item 5 below.

Cash Positions. Grimes continues to treat cash as an asset class. As such, unless determined to the contrary by Grimes, all cash positions (money markets, etc.) shall continue to be included as part of assets under management for purposes of calculating Grimes' advisory fee. At any specific point in time, depending upon perceived or anticipated market conditions/events (there being no guarantee that such anticipated market conditions/events will occur), Grimes may maintain cash positions for defensive purposes. In addition, while assets are maintained in cash, such amounts could miss market advances. Depending upon current yields, at any point in time, Grimes' advisory fee could exceed the interest paid by the client's money market fund.

Client Obligations. In performing its services, Grimes shall not be required to verify any information received from the client or from the client's other professionals, and is expressly authorized to rely thereon. Moreover, each client is advised that it remains his/her/its responsibility to promptly notify Grimes if there is ever any change in his/her/its financial situation or investment objectives for the purpose of reviewing/evaluating/revising Grimes' previous recommendations and/or services.

Disclosure Statement. A copy of Grimes' written Brochure and Client Relationship Summary, as set forth on Part 2A of Form ADV and Form CRS respectively, shall be provided to each client prior to, or contemporaneously with, the execution of the *Investment Advisory Agreement*.

- C. Grimes shall provide investment advisory services specific to the needs of each client. Prior to providing investment advisory services, an investment adviser representative will ascertain each client's investment objective(s). Thereafter, Grimes shall allocate and/or recommend that the client allocate investment assets consistent with the designated investment objective(s). The client may, at any time, impose reasonable restrictions, in writing, on Grimes' services.
- D. Grimes does not participate in a wrap fee program.
- E. As of December 31, 2021, Grimes had \$4,325,144,983 in regulatory assets under management on a discretionary basis and \$99,456,479 on a non-discretionary basis for a combined \$4,424,601,462 in regulatory assets under management.

Item 5 Fees and Compensation

A.

INVESTMENT ADVISORY SERVICES

The client can determine to engage Grimes to provide discretionary investment advisory services on a negotiable fee basis. Annual management fees are calculated as a percentage (%) of the market valuation of assets under management, generally in accordance with the following published schedule of fees. Note that multiple client accounts are aggregated for fee calculation purposes.

<u>Market Value of Portfolio</u>	<u>% of Assets</u>
Under \$500,000	1.25%
\$500,000.01- \$2,000,000	1.00%
\$2,000,000.01- \$7,000,000	0.75%
\$7,000,000.01- \$10,000,000	0.65%
Over \$10,000,000.01	0.50%

The published fee schedule is tiered in nature. Accordingly, the fee is 1.25% for the first \$500,000, 1.00% on the next \$1,500,000, 0.75% for the following \$5,000,000, etc. This annual fee shall be prorated and paid quarterly in arrears based on the market value of the assets on the last day of the previous quarter. In certain situations, the specific fee paid may differ from the above published schedule if agreed to in advance.

- B. Clients shall have Grimes' advisory fees deducted from their custodial account. Both Grimes' *Investment Advisory Agreement* and the custodial/clearing agreement may

authorize the custodian to debit the account for the amount of Grimes' investment advisory fee and to directly remit that management fee to Grimes in compliance with regulatory procedures. In the limited event that Grimes bills the client directly, payment is due upon receipt of Grimes' invoice. Grimes shall deduct fees and/or bill clients quarterly in arrears, based upon the market value of the assets, as well as any accrued interest, as of the last business day of the previous quarter.

- C. As discussed below, unless the client directs otherwise or an individual client's circumstances require, Grimes shall generally recommend that Fidelity Investments ("*Fidelity*"), TD Ameritrade Inc. ("TD Ameritrade") or Charles Schwab and Co., Inc. ("*Schwab*"), serve as the broker-dealer/custodian for client investment management assets. Broker-dealers such as *Fidelity*, *TD Ameritrade*, or *Schwab* charge brokerage commissions and/or transaction fees for effecting certain securities transactions.

For example, transaction fees may be charged for certain mutual funds and commissions may be charged for individual equity and fixed income securities transactions. These fees will be assessed in accordance with the transaction fee and commission schedule of the client's broker/dealer Custodian. In addition to Grimes' investment management fee, brokerage commissions and/or transaction fees, clients will also incur, relative to all mutual fund and exchange traded fund purchases, charges imposed at the fund level (e.g. management fees and other fund expenses).

- D. Grimes' annual investment advisory fee shall be prorated and paid quarterly, in arrears, based upon the market value of the assets on the last business day of the previous quarter. Grimes generally requires a minimum asset level of \$500,000 for investment advisory services. Grimes, in its sole discretion, may charge a lesser investment management fee and/or waive or reduce its minimum asset requirement based upon certain criteria (i.e. anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, competition, negotiations with client, etc.).

As result of the above, similarly situated clients could pay different fees. In addition, similar advisory services may be available from other investment advisers for similar or lower fees.

The *Investment Advisory Agreement* between Grimes and the client will continue in effect until terminated by either party by written notice in accordance with the terms of the *Investment Advisory Agreement*. Upon termination, a pro-rated portion of the earned but unpaid advisory fee shall be due.

- E. **Securities Commission Transactions.** In the event that the client desires, the client can engage certain Grimes' representatives, in their individual capacities, as registered representatives of *NewEdge Securities Inc.* ("*NewEdge*"), an SEC registered and FINRA member broker-dealer, to implement investment recommendations on a commission basis. In the event the client chooses to purchase investment products through *NewEdge*, *NewEdge* will charge brokerage commissions to effect securities transactions, a portion of which commissions *NewEdge* shall pay to Grimes' representatives, as applicable. The brokerage commissions charged by *NewEdge* may be higher or lower than those charged by other broker-dealers.

1. **Conflict of Interest:** The recommendation that a client purchase a commission product from *NewEdge* presents a conflict of interest, as the receipt of commissions

may provide an incentive to recommend investment products based on commissions to be received, rather than on a particular client's need. No client is under any obligation to purchase any commission products from Grimes' representatives.

2. Clients may purchase investment products recommended by Grimes through other, non-affiliated broker dealers or agents.
3. Grimes does not receive more than 50% of its revenue from advisory clients as a result of commissions or other compensation for the sale of investment products Grimes recommends to its clients.
4. When Grimes' representatives sell an investment product on a commission basis, Grimes does not charge an advisory fee in addition to the commissions paid by the client for such product. When providing services on an advisory fee basis, Grimes' representatives do not also receive commission compensation for such advisory services. However, a client may engage Grimes to provide investment management services on an advisory fee basis and separate from such advisory services purchase an investment product from Grimes' representatives on a separate commission basis.

Item 6 Performance-Based Fees and Side-by-Side Management

Neither Grimes nor any supervised person of Grimes charge performance-based fees on client accounts.

Item 7 Types of Clients

Grimes' clients shall generally include individuals, business entities, trusts, estates and charitable organizations, pension and profit-sharing plans, and state or municipal government entities.

Item 8 Methods of Analysis, Investment Strategies and Risk of Loss

- A. Grimes may utilize the following methods of security analysis:
- Fundamental - (analysis performed on historical and present data, with the goal of making financial forecasts)
 - Technical – (analysis of price trends and volatility)

Grimes may utilize the following investment strategies when implementing investment advice given to clients:

- Long Term Purchases (securities held at least a year)
- Short Term Purchases (securities sold within a year)
- Options (contract for the purchase or sale of a security at a predetermined price during a specific period of time)

Investment Risk. Different types of investments involve varying degrees of risk, and it should not be assumed that future performance of any specific investment or investment strategy (including the investments and/or investment strategies recommended or

undertaken by Grimes) will be profitable or equal any specific performance level(s).

- B. Grimes' methods of analysis and investment strategies do not present any significant or unusual risks.

However, every method of analysis has its own inherent risks. To perform an accurate market analysis Grimes must have access to current/new market information. Grimes has no control over the dissemination rate of market information; therefore, unbeknownst to Grimes, certain analyses may be compiled with outdated market information, severely limiting the value of Grimes' analysis. Furthermore, an accurate market analysis can only produce a forecast of the direction of market values. There can be no assurances that a forecasted change in market value will materialize into actionable and/or profitable investment opportunities.

Grimes' primary investment strategies - Long Term Purchases and Short Term Purchases - are fundamental investment strategies. However, every investment strategy has its own inherent risks and limitations. For example, longer term investment strategies require a longer investment time period to allow for the strategy to potentially develop. Shorter term investment strategies require a shorter investment time period to potentially develop but, as a result of more frequent trading, may incur higher transactional costs when compared to a longer term investment strategy.

In addition to the fundamental investment strategies discussed above, Grimes may also implement and/or recommend options transactions. This strategy has a high level of inherent risk. (*See discussion below*).

The use of options transactions as an investment strategy involves a high level of inherent risk. Option transactions establish a contract between two parties concerning the buying or selling of an asset at a predetermined price during a specific period of time. During the term of the option contract, the buyer of the option gains the right to demand fulfillment by the seller. Fulfillment may take the form of either selling or purchasing a security depending upon the nature of the option contract. Generally, the purchase or the recommendation to purchase an option contract by Grimes shall be with the intent of offsetting/"hedging" a potential market risk in a client's portfolio.

Although the intent of the options-related transactions that may be implemented by Grimes is to hedge against principal risk, certain of the options-related strategies (i.e. straddles, short positions, etc.), may, in and of themselves, produce principal volatility and/or risk. Therefore, a client must be willing to accept these enhanced volatility and principal risks associated with such strategies. In light of these enhanced risks, client may direct Grimes, in writing, not to employ any or all such strategies for his/her/their/its accounts.

Use of Margin and Collateralized Loans. Grimes does not generally recommend the use of margin loans, collateralized loans, securities based loans, and/or pledged asset lines (collectively, "Loans") as an investment strategy, in which the client would leverage borrowed assets as collateral for the purchase of additional securities. However, Grimes may recommend the use of Loans for other purposes, such as personal cash flow management, or may otherwise assist a client in establishing a Loan account with the client's broker-dealer/custodian or their affiliated banks, as directed by the client. The terms and conditions of each Loan are contained in a separate agreement between the client and the Loan lender selected by the client, which terms and conditions may vary from client to client.

Borrowing funds on Loan is not suitable for all clients and is subject to certain risks, including but not limited to those summarized below:

- Increased Portfolio Risk: Borrowing money on Loan to pay bills or other expenses increases a client's level of exposure to market risk and volatility. This is especially true in the event of a significant downturn in the value of the assets used to collateralize the Loan. In some circumstances, clients may lose more money than they originally invested and borrowed.
- Maintenance Calls: A Loan typically requires a certain minimum value of collateral to continue service of the Loan. If the value of the Loan collateral declines to an amount where it is no longer sufficient to support the borrower's line of credit or loan, the lender will issue a "Maintenance Call" (also referred to as a "margin call"). In that event, the client would be required to post additional collateral or repay the loan within a specified period of time. Maintenance Call requirements vary by lender and are subject to change without prior notice to the client or Grimes.
- Liquidation Risk: The lender commonly reserves the right to render the borrower's repayment immediately due, and/or terminate the Loan at any time without cause, at which point, the outstanding loan balance would become immediately due and payable. However, if the borrower is unable to repay the loan with readily available cash, the lender can typically liquidate the borrower's securities and keep the cash to satisfy the Maintenance Call.
- Liquidity Risk: Loans also have a significant effect on the liquidity of a client's portfolio. Namely, a security (whether an equity, mutual fund or ETF) that is used as collateral for a Loan loses its liquidity as long as the Loan is outstanding.

Clients considering the use of Loans should carefully consider the appropriateness of a Loan for your individual circumstances, and should take time to review and understand the features, benefits, and risks associated with establishing a Loan prior to engaging in such a transaction.

To the extent that a client authorizes the use of Loans, and the proceeds of any Loan are maintained in the investment accounts and/or are used to purchase securities that are managed by Grimes in the client's investment account, the market value of the client's account and corresponding fee payable by the client to Grimes may be increased. When calculating a client's asset-based fee, Grimes does not reduce the client's asset base by the amount owed pursuant to any Loan. As a result, in addition to understanding and assuming the risks associated with the Loans, clients authorizing the use of Loans are advised of the conflict of interest whereby the client's decision to employ the Loans may correspondingly increase the management fee payable to Grimes. Accordingly, as stated above, Grimes does not use Loans for investment purposes, and the decision as to whether to employ Loans is left totally to the discretion of client.

- C. Currently, Grimes primarily allocates client investment assets among various no-load and/or load-waived mutual fund classes and/or individual debt and equity securities, and, on a limited basis, independent managers, on a discretionary basis in accordance with the client's designated investment objective(s). (See Independent Managers in Item 4.B above).

Liquidity Constraints. Grimes may utilize mutual funds and/or exchange traded funds

that provide for limited liquidity, generally on a quarterly basis. Therefore, if we determined that the fund was no longer performing or if you ever determined to transfer your account, the fund could not be sold or transferred immediately. Rather, sale or transfer would need to await the quarterly permitted sale date. Moreover, the eventual net asset value for the fund could be substantially different (positive or negative) than the fund value on the date that the sale was requested. There can be no assurance that any such strategy will prove profitable or successful. In light of these enhanced risks/rewards, a client may direct Grimes, in writing, not to employ any or all such strategies for the client's account.

Inverse/Enhanced Market Strategies. Grimes may utilize long and short mutual funds and/or exchange traded funds that are designed to perform in either an: (1) inverse relationship to certain market indices (at a rate of 1 or more times the inverse [opposite] result of the corresponding index) as an investment strategy and/or for the purpose of hedging against downside market risk; and (2) enhanced relationship to certain market indices (at a rate of 1 or more times the actual result of the corresponding index) as an investment strategy and/or for the purpose of increasing gains in an advancing market. There can be no assurance that any such strategy will prove profitable or successful. In light of these enhanced risks/rewards, a client may direct Grimes, in writing, not to employ any or all such strategies for the client's account.

Borrowing Against Assets/Risks. A client who has a need to borrow money could determine to do so by using:

- **Margin**-The account custodian or broker-dealer lends money to the client. The custodian charges the client interest for the right to borrow money, and uses the assets in the client's brokerage account as collateral; and,
- **Pledged Assets Loan**- In consideration for a lender (i.e., a bank, etc.) to make a loan to the client, the client pledges its investment assets held at the account custodian as collateral;

These above-described collateralized loans are generally utilized because they typically provide more favorable interest rates than standard commercial loans. These types of collateralized loans can assist with a pending home purchase, permit the retirement of more expensive debt, or enable borrowing in lieu of liquidating existing account positions and incurring capital gains taxes. However, such loans are not without potential material risk to the client's investment assets. The lender (i.e. custodian, bank, etc.) will have recourse against the client's investment assets in the event of loan default or if the assets fall below a certain level. For this reason, Grimes does not recommend such borrowing unless it is for specific short-term purposes (i.e. a bridge loan to purchase a new residence). Grimes in the market). Regardless, if the client was to determine to utilize margin or a pledged assets loan, the following economic benefits would inure to Grimes:

- by taking the loan rather than liquidating assets in the client's account, Grimes continues to earn a fee on such Account assets; and,
- if the client invests any portion of the loan proceeds in an account to be managed by Grimes, Grimes will receive an advisory fee on the invested amount; and,
- if Grimes' advisory fee is based upon the higher margined account value, Grimes will earn a correspondingly higher advisory fee. This could

provide Grimes with a disincentive to encourage the client to discontinue the use of margin.

The Client must accept the above risks and potential corresponding consequences associated with the use of margin or a pledged assets loans.

Item 9 Disciplinary Information

Grimes has not been the subject of any disciplinary actions.

Item 10 Other Financial Industry Activities and Affiliations

- A. **Registered Representative of NewEdge.** As disclosed above in Item 5.E, certain of Grimes' representatives are also registered representatives of *NewEdge Securities Inc.* ("*NewEdge*"), a FINRA member broker-dealer.
- B. Neither Grimes, nor its representatives, are registered or have an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading advisor, or a representative of the foregoing.
- C. **Broker Dealer.** As disclosed above in Item 5.E, certain of Grimes' representatives, are registered representatives of *NewEdge*, a FINRA member broker-dealer. Clients can choose to engage certain of Grimes' representatives, in their individual capacities, to effect securities brokerage transactions on a commission basis.

Advisor Panels. Kevin T. Grimes serves on the TD Ameritrade Institutional Advisor ("Panel"). The Panel consists of a number of independent investment advisors that inform and provide feedback to TD Ameritrade Institutional ("TDAI") on issues relevant to the independent advisor community. Mr. Grimes has been appointed to serve on the Panel for a three-year term by TDAI. TD Ameritrade, Inc. ("TD Ameritrade") does not compensate Mr. Grimes or Grimes & Company for serving on the Panel but TDAI pays or reimburses Grimes & Company for the travel, lodging and meal expenses incurred for attending in person Panel meetings. The potential benefits received by Grimes & Company or its personnel by serving on the Panel do not depend on the amount of brokerage transactions directed to TDAI.

Kevin T. Grimes, serves on the Schwab Advisor Services Advisory Board ("the Advisory Board"). As described under Item 12 of this Form ADV, Grimes may recommend that clients establish brokerage accounts with Schwab and/or its affiliates (e.g. TD Ameritrade Institutional) to maintain custody of the clients' assets and effect trades for their accounts. The Advisory Board consists of representatives of independent investment advisory firms who have been invited by Schwab management to participate in meetings and discussions of Schwab Advisor Services' services for independent investment advisory firms and their clients. Advisory Board members enter into nondisclosure agreements with Schwab under which they agree not to disclose confidential information shared with them. This information generally does not include material nonpublic information about Charles Schwab Corporation, whose common stock is listed for trading on the New York Stock Exchange (symbol SCHW). The Advisory Board meets in person or virtually approximately twice per year and has periodic conference calls scheduled as needed. Advisory Board members are not compensated by Schwab for their service, but Schwab does pay for or reimburse

Advisory Board members' travel, lodging, meals, and other incidental expenses incurred in attending Advisory Board meetings.

Licensed Insurance Agents. Certain of Grimes' representatives, in their individual capacities, are licensed insurance agents, and may recommend the purchase of certain insurance-related products on a commission basis. As referenced in Item 4.B above, clients can engage certain of Grimes' representatives to purchase insurance products on a commission basis. Grimes' representatives may offer insurance products in conjunction with unaffiliated licensed insurance professionals.

Conflict of Interest: The recommendation by certain of Grimes' representatives, that a client purchase a securities or insurance commission product presents a conflict of interest, as the receipt of commissions may provide an incentive to recommend investment products based on commissions received, rather than on a particular client's need. No client is under any obligation to purchase any commission products from Grimes. Clients are reminded that they may purchase securities and/or insurance products recommended by Grimes from other broker-dealers or insurance agents. **Grimes' Chief Compliance Officer, Michael J. Davide, remains available to address any questions that a client or prospective client may have regarding the above conflicts of interest.**

- D. Grimes does not receive, directly or indirectly, compensation from investment advisors that it recommends or selects for its clients.

Item 11 Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

- A. Grimes maintains an investment policy relative to personal securities transactions. This investment policy is part of Grimes' overall Code of Ethics, which serves to establish a standard of business conduct for all of Grimes' Representatives that is based upon fundamental principles of openness, integrity, honesty and trust, a copy of which is available upon request.

In accordance with Section 204A of the Investment Advisers Act of 1940, Grimes also maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by Grimes or any person associated with Grimes.
- B. Neither Grimes nor any related person of Grimes recommends, buys, or sells for client accounts, securities in which Grimes or any related person of Grimes has a material financial interest.
- C. Grimes and/or representatives of Grimes may buy or sell securities that are also recommended to clients. This practice may create a situation where Grimes and/or representatives of Grimes are in a position to materially benefit from the sale or purchase of those securities. Therefore, this situation creates a potential conflict of interest. Practices such as "scalping" (i.e., a practice whereby the owner of shares of a security recommends that security for investment and then immediately sells it at a profit upon the rise in the market price which follows the recommendation) could take place if Grimes did not have adequate policies in place to detect such activities. In addition, this requirement can help detect insider trading, "front-running" (i.e., personal trades executed prior to those of Grimes' clients) and other potentially abusive practices.

Grimes has a personal securities transaction policy in place to monitor the personal

securities transactions and securities holdings of each of Grimes' "Access Persons". Grimes' securities transaction policy requires that an Access Person of Grimes must provide the Chief Compliance Officer or his/her designee with a written report of their current securities holdings within ten (10) days after becoming an Access Person. Additionally, each Access Person must provide the Chief Compliance Officer or his/her designee with a written report of the Access Person's current securities holdings at least once each twelve (12) month period thereafter on a date Grimes selects; provided, however that at any time that Grimes has only one Access Person, he or she shall not be required to submit any securities report described above.

- D. Grimes and/or representatives of Grimes *may* buy or sell securities, at or around the same time as those securities are recommended to clients. This practice creates a situation where Grimes and/or representatives of Grimes are in a position to materially benefit from the sale or purchase of those securities. Therefore, this situation creates a potential conflict of interest. As indicated above in Item 11.C, Grimes has a personal securities transaction policy in place to monitor the personal securities transaction and securities holdings of each of Grimes' Access Persons.

Item 12 Brokerage Practices

- A. In the event that the client requests that Grimes recommend a broker-dealer/custodian for execution and/or custodial services (exclusive of those clients that may direct Grimes to use a specific broker-dealer/custodian), Grimes generally recommends that investment management accounts be maintained at *Fidelity, TD Ameritrade, and/or Schwab*. Prior to engaging Grimes to provide investment management services, the client will be required to enter into a formal *Investment Advisory Agreement* with Grimes setting forth the terms and conditions under which Grimes shall manage the client's assets, and a separate custodial/clearing agreement with each designated broker-dealer/custodian.

Factors that Grimes considers in recommending *Fidelity, TD Ameritrade, and/or Schwab* (or any other broker-dealer/custodian to clients) include historical relationship with Grimes, financial strength, reputation, execution capabilities, pricing, research, and service. Although the commissions and/or transaction fees paid by Grimes' clients shall comply with Grimes' duty to seek best execution, a client may pay a commission that is higher than another qualified broker-dealer might charge to effect the same transaction where Grimes determines, in good faith, that the commission/transaction fee is reasonable. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer's services, including the value of research provided, execution capability, commission rates, and responsiveness. Accordingly, although Grimes will seek competitive rates, it may not necessarily obtain the lowest possible commission rates for client account transactions. The brokerage commissions or transaction fees charged by the designated broker-dealer/custodian are exclusive of, and in addition to, Grimes' investment management fee. Grimes' best execution responsibility is qualified if securities that it purchases for client accounts are mutual funds that trade at net asset value as determined at the daily market close.

- 1. Non-Soft Dollar Research and Additional Benefits

Although not a material consideration when determining whether to recommend that a client utilize the services of a particular broker-dealer/custodian, Grimes can receive from *Fidelity, TD Ameritrade, and/or Schwab* (or another broker-dealer/custodian, or investment platform, vendor, or product sponsor) without cost (and/or at a discount)

support services and/or products, certain of which assist Grimes to better monitor and service client accounts maintained at such institutions. Included within the support services that can be obtained by Grimes may be investment-related research, pricing information and market data, software and other technology that provide access to client account data, compliance and/or practice management-related publications, discounted or gratis consulting services, discounted and/or gratis attendance at conferences, meetings, and other educational and/or social events, marketing support, computer hardware and/or software and/or other products used by Grimes in furtherance of its investment advisory business operations.

As indicated above, certain of the support services and/or products that can be received may assist Grimes in managing and administering client accounts. Others do not directly provide such assistance, but rather assist Grimes to manage and further develop its business enterprise.

There is no corresponding commitment made by Grimes to *Fidelity*, *TD Ameritrade*, and/or *Schwab* or any other entity to invest any specific amount or percentage of client assets in any specific mutual funds, securities or other investment products as a result of the above arrangement.

TD Ameritrade Institutional Program. Grimes participates in the TD Ameritrade Institutional program (the “Program”) offered by TD Ameritrade Institutional. TD Ameritrade Institutional is a division of TD Ameritrade member FINRA/SIPC, an unaffiliated SEC registered broker-dealer and FINRA member. TD Ameritrade offers, to independent investment advisors, services which include custody of securities, trade execution, clearance, and settlement of transactions. Grimes receives some benefits from TD Ameritrade through its participation in the Program. (Please see the disclosure under Item 14 below.)

Grimes’ Chief Compliance Officer, Michael J. Davide, remains available to address any questions that a client or prospective client may have regarding any of the above arrangements and any corresponding conflicts of interest.

2. Referral Programs:

Fidelity Referral Program. As discussed at Item 14 below, Grimes participates in the Fidelity Wealth Advisor Solutions Program® (the “WAS” Program). Grimes’ participation in the referral program may raise potential conflicts of interest, since Fidelity will most likely refer clients to investment advisors that encourage their clients to custody their assets at Fidelity.

TD Ameritrade AdvisorDirect Program. As discussed at Item 14 below, Grimes may receive client referrals from TD Ameritrade through its participation in TD Ameritrade AdvisorDirect referral program. Grimes’ participation in the referral program may raise potential conflicts of interest, since TD Ameritrade will most likely refer clients to investment advisors that encourage their clients to custody their assets at TD Ameritrade.

Participation in Schwab Advisor Network®. As discussed at Item 14 below, Grimes may receive client referrals from its participation in the Schwab Advisor Network®. Grimes’ participation in the program may raise conflicts of interest, since Schwab would

likely refer clients to investment advisors that encourage their clients to custody their assets at Schwab.

Grimes' Chief Compliance Officer, Michael J. Davide, remains available to address any questions that a client or prospective client may have regarding the above arrangement and any corresponding conflict of interest such arrangement may create.

Directed Brokerage. Grimes recommends that its clients utilize the brokerage and custodial services provided by *Fidelity, TD Ameritrade, and/or Schwab*. Grimes generally does not accept directed brokerage arrangements (when a client requires that account transactions be effected through a specific broker-dealer). In such client directed arrangements, the client will negotiate terms and arrangements for their account with that broker-dealer, and Grimes will not seek better execution services or prices from other broker-dealers or be able to "batch" the client's transactions for execution through other broker-dealers with orders for other accounts managed by Grimes. As a result, a client may pay higher commissions or other transaction costs or greater spreads, or receive less favorable net prices, on transactions for the account than would otherwise be the case.

In the event that the client directs Grimes to effect securities transactions for the client's accounts through a specific broker-dealer, the client correspondingly acknowledges that such direction may cause the accounts to incur higher commissions or transaction costs than the accounts would otherwise incur had the client determined to effect account transactions through alternative clearing arrangements that may be available through Grimes. Higher transaction costs adversely impact account performance.

Transactions for directed accounts will generally be executed following the execution of portfolio transactions for non-directed accounts.

- B. Transactions for each client account generally will be effected independently, unless Grimes decides to purchase or sell the same securities for several clients at approximately the same time. Grimes may (but is not obligated to) combine or "bunch" such orders to seek best execution, to negotiate more favorable commission rates or to allocate equitably among Grimes' clients differences in prices and commissions or other transaction costs that might have been obtained had such orders been placed independently. Under this procedure, transactions will be averaged as to price and will be allocated among clients in proportion to the purchase and sale orders placed for each client account on any given day. Grimes shall not receive any additional compensation or remuneration as a result of such aggregation.

Item 13 Review of Accounts

- A. For those clients to whom Grimes provides investment supervisory services, account reviews are conducted on an ongoing basis by Grimes' Principals and/or representatives. All investment supervisory clients are advised that it remains their responsibility to advise Grimes of any changes in their investment objectives and/or financial situation. All clients (in person or via telephone) are encouraged to review financial planning issues (to the extent applicable), investment objectives and account performance with Grimes on an annual basis.

- B. Grimes may conduct account reviews on an other than periodic basis upon the occurrence of a triggering event, such as a change in client investment objectives and/or financial situation, market corrections and client request.
- C. Clients are provided, at least quarterly, with written transaction confirmation notices and regular written summary account statements directly from the broker-dealer/custodian and/or program sponsor for the client accounts. Grimes may also provide a written periodic report summarizing account activity and performance.

Item 14 Client Referrals and Other Compensation

- A. As referenced in Item 12.A.1 above, Grimes may receive economic benefit from *Fidelity, TD Ameritrade, and/or Schwab*. Grimes, without cost (and/or at a discount), may receive support services and/or products from *Fidelity, TD Ameritrade, and/or Schwab*.

There is no corresponding commitment made by Grimes to *Fidelity, TD Ameritrade, and/or Schwab* or any other entity to invest any specific amount or percentage of client assets in any specific mutual funds, securities or other investment products as a result of the above arrangement.

Grimes' Chief Compliance Officer, Michael J. Davide, remains available to address any questions that a client or prospective client may have regarding any of the above arrangements and any corresponding conflicts of interest.

TD Ameritrade Adviser Institutional Program. As disclosed under Item 12 above, Grimes participates in TD Ameritrade's Institutional customer program and Grimes may require clients to maintain accounts with TD Ameritrade / recommend TD Ameritrade to clients for custody and brokerage services. There is no direct link between Grimes' participation in the program and the investment advice it gives to its clients, although Grimes receives economic benefits through its participation in the program that are typically not available to TD Ameritrade retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving Grimes participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to client accounts); the ability to have advisory fees deducted directly from client accounts; access to an electronic communications network for client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and compliance, marketing, research, technology, and practice management products or services provided to Grimes by third party vendors. TD Ameritrade may also have paid for business consulting and professional services received by Grimes' related persons. Some of the products and services made available by TD Ameritrade through the program may benefit Grimes but may not benefit its client accounts. These products or services may assist Grimes in managing and administering client accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help Grimes manage and further develop its business enterprise. The benefits received by Grimes or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. As part of its fiduciary duties to clients, Grimes endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by Grimes or

its related persons in and of itself creates a potential conflict of interest and may indirectly influence Grimes' choice of TD Ameritrade for custody and brokerage services

Grimes' Chief Compliance Officer, Michael J. Davide, remains available to address any questions that a client or prospective client may have regarding the above arrangement and any corresponding conflict of interest any such arrangement may create.

- B. If a client is introduced to Grimes by either an unaffiliated or an affiliated solicitor, Grimes *may* pay that solicitor a referral fee in accordance with the requirements of Rule 206(4)-3 of the Investment Advisers Act of 1940, and any corresponding state securities law requirements. Any such referral fee shall be paid solely from Grimes' investment management fee, and shall not result in any additional charge to the client. If the client is introduced to Grimes by an unaffiliated solicitor, the solicitor, at the time of the solicitation, shall disclose the nature of his/her/its solicitor relationship, and shall provide each prospective client with a copy of Grimes' written Brochure with a copy of the written disclosure statement from the solicitor to the client disclosing the terms of the solicitation arrangement between Grimes and the solicitor, including the compensation to be received by the solicitor from Grimes.

Participation in the TD Ameritrade AdvisorDirect Program. Grimes may receive client referrals from TD Ameritrade through its participation in TD Ameritrade AdvisorDirect Program. In addition to meeting the minimum eligibility criteria for participation in AdvisorDirect, Grimes may have been selected to participate in AdvisorDirect based on the amount and profitability to TD Ameritrade of the assets in, and trades placed for, client accounts maintained with TD Ameritrade. TD Ameritrade is a discount broker-dealer independent of and unaffiliated with Grimes and there is no employee or agency relationship between them. TD Ameritrade has established AdvisorDirect as a means of referring its brokerage customers and other investors seeking fee-based personal investment management services or financial planning services to independent investment advisors. TD Ameritrade does not supervise Grimes and has no responsibility for Grimes' management of client portfolios or Grimes' other advice or services. Grimes pays TD Ameritrade an on-going fee for each successful client referral as follows:

<u>Referred Client Assets</u>	<u>Referral Fee on Assets</u>
Assets up to \$2 million	.25%
Assets over \$2 million up to \$10 million	.10%
Assets over \$10 million	.05%

Referred client account(s) are combined, and referral fees are calculated on the referred client's average business day balance.

Grimes will also pay TD Ameritrade the Solicitation Fee on any assets received by Grimes from any of a referred client's family members, including a spouse, child or any other immediate family member who resides with the referred client and hired Grimes on the recommendation of such referred client. Grimes will not charge clients referred through AdvisorDirect any fees or costs higher than its standard fee schedule offered to its clients or otherwise pass Solicitation Fees paid to TD Ameritrade to its clients. For information regarding additional or other fees paid directly or indirectly to TD Ameritrade, please refer to the TD Ameritrade AdvisorDirect Disclosure and Acknowledgement Form.

Grimes' participation in AdvisorDirect raises potential conflicts of interest. TD Ameritrade will most likely refer clients through AdvisorDirect to investment advisors that encourage their clients to custody their assets at TD Ameritrade and whose client accounts are profitable to TD Ameritrade. Consequently, in order to obtain client referrals from TD Ameritrade, Grimes may have an incentive to recommend to clients that the assets under management by Grimes be held in custody with TD Ameritrade and to place transactions for client accounts with TD Ameritrade. In addition, Grimes has agreed not to solicit clients referred to it through AdvisorDirect to transfer their accounts from TD Ameritrade or to establish brokerage or custody accounts at other custodians, except when its fiduciary duties require doing so. Grimes' participation in AdvisorDirect does not diminish its duty to seek best execution of trades for client accounts. **Grimes' Chief Compliance Officer, Michael J. Davide, remains available to address any questions that a client or prospective client may have regarding the above arrangement and any corresponding conflict of interest such arrangement may create.**

Participation in Fidelity Wealth Advisor Solutions®. Grimes participates in the Fidelity Wealth Advisor Solutions Program® (the "WAS" Program), through which Grimes receives referrals from Fidelity Personal and Workplace Advisors LLC ("FPWA"), a registered investment adviser and Fidelity Investments company. Grimes is independent and not affiliated with FPWA or any Fidelity company. FPWA does not supervise or control Grimes, and FPWA has no responsibility or oversight for Grimes' provision of investment management or other advisory services.

Under the WAS Program, FPWA acts as a solicitor for Grimes, and Grimes pays referral fees to FPWA for each referral received based on Grimes' assets under management attributable to each client referred by FPWA or members of each client's household. The WAS Program is designed to help investors find an independent investment advisor, and any referral from FPWA to Grimes does not constitute a recommendation or endorsement by FPWA of Grimes' particular investment management services or strategies. More specifically, Grimes pays the following amounts to FPWA for referrals: the sum of (i) an annual percentage of 0.10% of any and all assets in client accounts where such assets are identified as "fixed income" assets by FPWA, and (ii) an annual percentage of 0.25% of all other assets held in client accounts. For referrals made prior to April 1, 2017, these fees are payable for a maximum of seven years. Fees with respect to referrals made after that date are not subject to the seven year limitation. In addition, Grimes, has agreed to pay FPWA an annual program fee of \$50,000 to participate in the WAS Program. These referral fees are paid by Grimes and not the client.

Although Grimes will allocate client assets consistent with the client's designated investment objective, the fact that Grimes pays lesser referral compensation (and, as a result, retains a greater portion of its advisory fee) when it allocates assets to FPWA identified as fixed income assets, Grimes has a conflict of interest since it is presented with an economic incentive to allocate more dollars to those types of assets which will permit it to retain a greater portion of its advisory fee.

To receive referrals from the WAS Program, Grimes must meet certain minimum participation criteria, but Grimes may have been selected for participation in the WAS Program as a result of its other business relationships with FPWA and its affiliates, including Fidelity Brokerage Services, LLC ("FBS"). As a result of its participation in the WAS Program, Grimes may have a potential conflict of interest with respect to its decision to use

certain affiliates of FPWA, including FBS, for execution, custody and clearing for certain client accounts, and Grimes may have a potential incentive to suggest the use of FBS and its affiliates to its advisory clients, whether or not those clients were referred to Grimes as part of the WAS Program. Under an agreement with FPWA, Grimes has agreed that Grimes will not charge clients more than the standard range of advisory fees disclosed in this Form ADV Part 2A Brochure to cover solicitation fees paid to FPWA as part of the WAS Program. Pursuant to these arrangements, Grimes has agreed not to solicit clients to transfer their brokerage accounts from affiliates of FPWA or establish brokerage accounts at other custodians for referred clients other than when Grimes' fiduciary duties would so require, and Grimes has agreed to pay FPWA a one-time fee equal to 0.75% of the assets in a client account that is transferred from FPWA's affiliates to another custodian; therefore, Grimes may have an incentive to suggest that referred clients and their household members maintain custody of their accounts with affiliates of FPWA. However, participation in the WAS Program does not limit Grimes' duty to select brokers on the basis of best execution.

Grimes' Chief Compliance Officer, Michael J. Davide, remains available to address any questions that a client or prospective client may have regarding the above arrangement and any corresponding conflict of interest such arrangement may create.

Participation in Schwab Advisor Network®. Grimes participates in and receives client referrals from Charles Schwab & Co., Inc. ("Schwab") through Grimes' participation in Schwab Advisor Network® ("the Service"). The Service is designed to help investors find an independent investment advisor. Schwab is a broker-dealer independent of an unaffiliated with Grimes. Schwab does not supervise Grimes and has no responsibility for Grimes' management of clients' portfolios or Grimes' other advice or services. Grimes pays Schwab fees to receive client referrals through the Service. Grimes' participation in the Service raises potential conflicts of interest described below.

Grimes pays Schwab a Participation Fee on all referred clients' accounts that are maintained in custody at Schwab and a separate one-time Transfer Fee on all accounts that are transferred to another custodian. The Transfer Fee creates a conflict of interest that encourages Grimes to recommend that client accounts be held in custody at Schwab. The Participation Fee paid by Grimes is a percentage of the value of the assets in the client's account. Grimes pays Schwab the Participation Fee for so long as the referred client's account remains in custody at Schwab. The Participation Fee and any Transfer fee is paid by Grimes and not by the client. Grimes has agreed not to charge clients referred through the Service fees or costs greater than the fees or costs Grimes charges clients with similar portfolios who were not referred through the Service.

The Participation and Transfer Fees are based on assets in accounts of Grimes' clients who were referred by Schwab and those referred clients' family members living in the same household. Therefore, Grimes will have incentives to recommend that client accounts and household members of clients referred through the Service maintain custody of their accounts at Schwab.

Item 15 Custody

Grimes shall have the ability to deduct its advisory fee from the client's custodial account. Clients are provided with written transaction confirmation notices, and a written summary account statement directly from the custodian (i.e., Fidelity, TD Ameritrade, Schwab, etc.) at least quarterly.

Clients are urged to compare statements received from Grimes to statement provided by the custodian.

The account custodian does not verify the accuracy of Grimes' advisory fee calculation.

In addition, certain clients have established asset transfer authorizations that permit the qualified custodian to rely upon instructions from Grimes to transfer client funds or securities to third parties. These arrangements are disclosed at Item 9 of Part 1 of Form ADV. However, in accordance with the guidance provided in the SEC's February 21, 2017 *Investment Adviser Association* No-Action Letter, the affected accounts are not subject to an annual surprise CPA examination.

Item 16 Investment Discretion

The client can determine to engage Grimes to provide investment advisory services on a discretionary basis. Prior to Grimes assuming discretionary authority over a client's account, the client shall be required to execute an *Investment Advisory Agreement*, naming Grimes as the client's attorney and agent in fact, granting Grimes full authority to buy, sell, or otherwise effect investment transactions involving the assets in the client's name found in the discretionary account.

Clients who engage Grimes on a discretionary basis may, at any time, impose restrictions, in writing, on Grimes' discretionary authority (i.e. limit the types/amounts of particular securities purchased for their account, exclude the ability to purchase securities with an inverse relationship to the market, limit or proscribe Grimes' use of margin, etc.).

Item 17 Voting Client Securities

- A. Unless a client directs otherwise in writing, in conjunction with the proxy voting and due diligence services provided by Broadridge Financial Solutions, Inc. ("Broadridge"), or its successors or assignees, Grimes shall be responsible for directing the manner in which proxies solicited by issuers of securities beneficially owned by the client shall be voted. Grimes and/or the client shall correspondingly instruct each custodian of the client's assets to forward to Grimes copies of all proxies and shareholder communications relating to such assets. In addition, in conjunction with the services provided by Broadridge, Grimes shall monitor corporate actions of individual issuers and investment companies consistent with Grimes' fiduciary duty to vote proxies in the best interests of its clients. With respect to individual issuers, Grimes may be solicited to vote on matters including corporate governance, adoption or amendments to compensation plans (including stock options), and matters involving social issues and corporate responsibility. With respect to investment companies (e.g., mutual funds), Grimes may be solicited to vote on matters including the approval of advisory contracts, distribution plans, and mergers.

With respect to class action lawsuits, Grimes will provide trade data to Broadridge, which will research global class action cases and complete and calculate the applicable proof of claim. Broadridge will then file the applicable proof of claim with the Claims Administrator, verify payment received from the Claims Administrator and distribute the payment to the client, minus Broadridge's twenty percent (20%) contingency fee of securities class action settlements collected. Grimes shall maintain records pertaining to proxy voting as required pursuant to Rule 204-2(c)(2) under the Investment Advisers Act of 1940. Copies of Rules

206(4)-6 and 204- 2(c)(2) are available upon written request. In addition, information pertaining to how Grimes voted on any specific proxy issue is also available upon written request. Grimes' Chief Compliance Officer, Michael J. Davide, remains available to address any questions that a client or prospective client may have regarding the above arrangement.

- B. As set forth in Item 17.A, Grimes votes client proxies.

Item 18 Financial Information

- A. Grimes does not solicit fees of more than \$1,200, per client, six months or more in advance.
- B. Grimes is unaware of any financial condition that is reasonably likely to impair its ability to meet its contractual commitments relating to its discretionary authority over certain client accounts.
- C. Grimes has not been the subject of a bankruptcy petition.

Grimes' Chief Compliance Officer, Michael J. Davide remains available to address any questions that a client or prospective client may have regarding the above disclosures and arrangements.

James J. Barrett V, CFP® , AIF®

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about James J. Barrett V that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about James J. Barrett V is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

James J. Barrett V was born in 1989. Mr. Barrett received his Graduate Certificate in Financial Planning from Wake Forest University in 2014. Mr. Barrett graduated from Bentley University in 2013 with a Masters of Business Administration in Economics and Financial Markets and from Assumption College in 2011 with a Bachelor of Arts in Economics. He has been a Financial Advisor with Grimes since August 2015.

Mr. Barrett has held the designation of Certified Financial Planner (CFP®) since 2015. The CFP® designation identifies individuals who have completed the mandatory examination, education, experience, and ethics requirements mandated by the CFP Board. Candidates must have at least three years of qualifying work experience that relates to financial planning. Candidates are required to hold a bachelor’s degree from an accredited university. CFP® candidates must pass an examination that covers over 100 financial planning topics,

which broadly include: general principles of financial planning, insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning. Finally, candidates have ongoing ethics requirements and oversight by the CFP Board.

Mr. Barrett has held the Accredited Investment Fiduciary Designation (AIF®) since 2015. The AIF Designation certifies that the recipient has specialized knowledge of fiduciary standards of care and their application to the investment management process. To receive the AIF Designation, the individual must meet prerequisite criteria based on a combination of education, relevant industry experience, and/or ongoing professional development, complete a training program, successfully pass a comprehensive, closed-book final examination under the supervision of a proctor and agree to abide by the Code of Ethics and Conduct Standards. In order to maintain the AIF Designation, the individual must annually attest to the Code of Ethics and Conduct Standards, and accrue and report a minimum of six hours of continuing education. The Designation is administered by the Center for Fiduciary Studies, the standards-setting body of fi360.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

None.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("Act"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the Act, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Joseph J. Benoit, CFA

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Joseph J. Benoit that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Joseph J. Benoit is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Joseph J. Benoit was born in 1984. Mr. Benoit graduated from Roger Williams University in 2006 with a Bachelor of Science degree in Financial Services. He has been a Portfolio Manager with Grimes since November 2013. Prior to that he was an Analyst with Grimes from July 2006 to October 2013. He was formerly a registered representative of NewEdge Securities Inc. from September 2009 through September 2017.

Mr. Benoit has held the designation of Chartered Financial Analyst (CFA) since 2012. The CFA charter is a globally respected, graduate-level investment credential established in 1962 and awarded by CFA Institute — the largest global association of investment professionals.

To earn the CFA charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join CFA

Institute as members; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

High Ethical Standards

The CFA Institute Code of Ethics and Standards of Professional Conduct, enforced through an active professional conduct program, require CFA charterholders to:

- Place their clients' interests ahead of their own
- Maintain independence and objectivity
- Act with integrity
- Maintain and improve their professional competence
- Disclose conflicts of interest and legal matters

Global Recognition

Passing the three CFA exams is a difficult feat that requires extensive study (successful candidates report spending an average of 300 hours of study per level). Earning the CFA charter demonstrates mastery of many of the advanced skills needed for investment analysis and decision making in today's quickly evolving global financial industry. As a result, employers and clients are increasingly seeking CFA charterholders—often making the charter a prerequisite for employment.

Additionally, regulatory bodies in 22 countries and territories recognize the CFA charter as a proxy for meeting certain licensing requirements, and more than 125 colleges and universities around the world have incorporated a majority of the CFA Program curriculum into their own finance courses.

Comprehensive and Current Knowledge

The CFA Program curriculum provides a comprehensive framework of knowledge for investment decision making and is firmly grounded in the knowledge and skills used every day in the investment profession. The three levels of the CFA Program test a proficiency with a wide range of fundamental and advanced investment topics, including ethical and professional standards, fixed-income and equity analysis, alternative and derivative investments, economics, financial reporting standards, portfolio management, and wealth planning.

The CFA Program curriculum is updated every year by experts from around the world to ensure that candidates learn the most relevant and practical new tools, ideas, and investment and wealth management skills to reflect the dynamic and complex nature of the profession.

To learn more about the CFA charter, visit www.cfainstitute.org.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

None.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Item 1 Cover Page

Brian G. Carlson

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2020

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Brian G. Carlson that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Brian G. Carlson is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Brian G. Carlson was born in 1987. Mr. Carlson graduated from Gordon College in 2009 with a Bachelor of Arts in Finance and Business Administration. He has been a Financial Advisor with Grimes since March 2016. Prior to that, he was employed by Natixis Global Asset Management from June 2010 to June 2015.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

None.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("Act"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the Act, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Item 1 Cover Page

Thomas Adam Clark

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Thomas Adam Clark that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Thomas Adam Clark is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Thomas Adam Clark was born in 1989. Mr. Clark has not completed any formal post high school education. He has been a Financial Advisor with Grimes since June 2018. Prior to that, he was employed by JP Morgan Chase Bank from December 2017 to June 2018 and TD Ameritrade, Inc. from February 2015 to November 2017.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

None.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("Act"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the Act, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Gerald S. Connolly, CFP®

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Gerald S. Connolly that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Gerald S. Connolly is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Gerald S. Connolly was born in 1950. Mr. Connolly graduated from Northeastern University in 1973, with a Bachelor of Science degree in Business Administration. He has been a Vice President of Grimes since November 1999. He served as the Chief Compliance Officer from November 1999 through June 2016. He has also been a registered representative of NewEdge Securities Inc. since September 2009.

Mr. Connolly has held the designation of Certified Financial Planner (CFP®) since 1989. The CFP® designation identifies individuals who have completed the mandatory examination, education, experience, and ethics requirements mandated by the CFP Board. Candidates must have at least three years of qualifying work experience that relates to financial planning. Candidates are required to hold a bachelor’s degree from an accredited university. CFP® candidates must pass an examination that covers over 100 financial planning topics, which broadly include: general principles of financial planning, insurance

planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning. Finally, candidates have ongoing ethics requirements and oversight by the CFP Board.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

Mr. Connolly is a registered representative of NewEdge Securities Inc. (“*NewEdge*”), an SEC Registered and FINRA member broker-dealer. Upon a client request, clients may choose to engage Mr. Connolly in his individual capacity as a registered representative of *NewEdge*, to implement investment recommendations on a commission basis, which could present a conflict of interest, as the receipt of commissions may provide an incentive to recommend investment products based on commissions to be received, rather than on a particular client’s need.

In the event the client chooses to purchase investment products through *NewEdge*, brokerage commissions will be charged by *NewEdge* to effect securities transactions, a portion of which commissions shall be paid by *NewEdge* to Mr. Connolly. The brokerage commissions charged by *NewEdge* may be higher or lower than those charged by other broker-dealers. In addition, *NewEdge*, as well as Mr. Connolly, relative to commission mutual fund purchases, may also receive additional ongoing 12b-1 trailing commission compensation directly from the mutual fund company during the period that the client maintains the mutual fund investment. The securities commission business conducted by Mr. Connolly is separate and apart from Grimes’ investment management services discussed in Grimes’ *Brochure*.

Licensed Insurance Agent. Mr. Connolly, in his individual capacity, is a licensed insurance agent. Upon a client request, clients can engage Mr. Connolly to purchase insurance products on a commission basis. The recommendation by Mr. Connolly that a client purchase an insurance commission product could present a conflict of interest, as the receipt of commissions may provide an incentive to recommend insurance products based on commissions to be received, rather than on a particular client’s need.

Because of the extremely limited nature of Mr. Connolly’s commission services as set forth above, Mr. Connolly’s commission services are not material to Grimes’ advisory operations. Grimes’ Chief Compliance Officer, Michael J. Davide, remains available to address any questions that a client or prospective client may have regarding the above.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Item 1 Cover Page

Janelle L. Coulman, CFP®

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Janelle L. Coulman that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Janelle L. Coulman is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Janelle L. Coulman was born in 1982. Ms. Coulman graduated from Bentley University in 2004, with a Bachelor of Science degree in Finance. She has been a Financial Advisor with Grimes since April 2014. She has also been a registered representative of NewEdge Securities Inc. since April 2014.

Ms. Coulman has held the designation of Certified Financial Planner (CFP®) since 2010. The CFP® designation identifies individuals who have completed the mandatory examination, education, experience, and ethics requirements mandated by the CFP Board. Candidates must have at least three years of qualifying work experience that relates to financial planning. Candidates are required to hold a bachelor’s degree from an accredited university. CFP® candidates must pass an examination that covers over 100 financial planning topics, which broadly include: general principles of financial planning, insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning. Finally, candidates have ongoing ethics requirements and oversight by the CFP Board.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

Ms. Coulman is a registered representative of NewEdge Securities Inc. (“*NewEdge*”), an SEC Registered and FINRA member broker-dealer. Upon a client request, clients may choose to engage Ms. Coulman in her individual capacity as a registered representative of *NewEdge*, to implement investment recommendations on a commission basis, which could present a conflict of interest, as the receipt of commissions may provide an incentive to recommend investment products based on commissions to be received, rather than on a particular client’s need.

In the event the client chooses to purchase investment products through *NewEdge*, brokerage commissions will be charged by *NewEdge* to effect securities transactions, a portion of which commissions shall be paid by *NewEdge* to Ms. Coulman. The brokerage commissions charged by *NewEdge* may be higher or lower than those charged by other broker-dealers. In addition, *NewEdge*, as well as Ms. Coulman, relative to commission mutual fund purchases, may also receive additional ongoing 12b-1 trailing commission compensation directly from the mutual fund company during the period that the client maintains the mutual fund investment. The securities commission business conducted by Ms. Coulman is separate and apart from Grimes’ investment management services discussed in Grimes’ *Brochure*.

Licensed Insurance Agent. Ms. Coulman, in her individual capacity, is a licensed insurance agent. Upon a client request, clients can engage Ms. Coulman to purchase insurance products on a commission basis. The recommendation by Ms. Coulman that a client purchase an insurance commission product could present a conflict of interest, as the receipt of commissions may provide an incentive to recommend insurance products based on commissions to be received, rather than on a particular client’s need.

Because of the extremely limited nature of Ms. Coulman’s commission services as set forth above, Ms. Coulman’s commission services are not material to Grimes’ advisory operations. Grimes’ Chief Compliance Officer, Michael J. Davide, remains available to address any questions that a client or prospective client may have regarding the above.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes’ policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes’ policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the

Investment Advisor's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Justin C. Davis, CFP®

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Justin C. Davis that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Justin C. Davis is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Justin C. Davis was born in 1984. Mr. Davis graduated from Texas A&M – Commerce in 2020 with a bachelor’s degree in Organizational Leadership. He has been a Financial Advisor with Grimes since April 2019. Prior to that, he was employed by JP Morgan Securities LLC from December 2017 to April 2019 and TD Ameritrade, Inc. from October 2009 to December 2017.

Mr. Davis has held the designation of Certified Financial Planner (CFP®) since 2021. The CFP® designation identifies individuals who have completed the mandatory examination, education, experience, and ethics requirements mandated by the CFP Board. Candidates must have at least three years of qualifying work experience that relates to financial planning. Candidates are required to hold a bachelor’s degree from an accredited university. CFP® candidates must pass an examination that covers over 100 financial planning topics, which broadly include: general principles of financial planning, insurance planning and risk

management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning. Finally, candidates have ongoing ethics requirements and oversight by the CFP Board.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

None.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("Act"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the Act, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Item 1 Cover Page

Christopher S. Deeley, CFA

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Christopher S. Deeley that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Christopher S. Deeley is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Christopher S. Deeley was born in 1973. Mr. Deeley graduated from Boston College in 1995 with a Bachelor of Science in Accounting and from Babson College in 2004 with a Master of Business Administration. He has been a Financial Advisor with Grimes since December 2017. Prior to that he was employed by Braver Wealth Management, LLC and Adviser Investments from February 2816 through December 2017, and LMCG Investments, LLC from May 2006 through January 2016.

Mr. Deeley has held the designation of Chartered Financial Analyst (CFA) since 2002. The CFA charter is a globally respected, graduate-level investment credential established in 1962 and awarded by CFA Institute — the largest global association of investment professionals.

To earn the CFA charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join CFA Institute as members; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

High Ethical Standards

The CFA Institute Code of Ethics and Standards of Professional Conduct, enforced through an active professional conduct program, require CFA charterholders to:

- Place their clients' interests ahead of their own
- Maintain independence and objectivity
- Act with integrity
- Maintain and improve their professional competence
- Disclose conflicts of interest and legal matters

Global Recognition

Passing the three CFA exams is a difficult feat that requires extensive study (successful candidates report spending an average of 300 hours of study per level). Earning the CFA charter demonstrates mastery of many of the advanced skills needed for investment analysis and decision making in today's quickly evolving global financial industry. As a result, employers and clients are increasingly seeking CFA charterholders—often making the charter a prerequisite for employment.

Additionally, regulatory bodies in 22 countries and territories recognize the CFA charter as a proxy for meeting certain licensing requirements, and more than 125 colleges and universities around the world have incorporated a majority of the CFA Program curriculum into their own finance courses.

Comprehensive and Current Knowledge

The CFA Program curriculum provides a comprehensive framework of knowledge for investment decision making and is firmly grounded in the knowledge and skills used every day in the investment profession. The three levels of the CFA Program test a proficiency with a wide range of fundamental and advanced investment topics, including ethical and professional standards, fixed-income and equity analysis, alternative and derivative investments, economics, financial reporting standards, portfolio management, and wealth planning.

The CFA Program curriculum is updated every year by experts from around the world to ensure that candidates learn the most relevant and practical new tools, ideas, and investment and wealth management skills to reflect the dynamic and complex nature of the profession.

To learn more about the CFA charter, visit www.cfainstitute.org.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

None.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Maureen Fields, CFA

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Maureen Fields that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Maureen Fields is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Maureen Fields was born in 1990. Ms. Fields graduated from Bentley University in 2012, with a Bachelor of Science degree in Economics–Finance. She has been a Research Associate of Grimes since October 2013.

Ms. Fields has held the designation of Chartered Financial Analyst (CFA) since 2016. The CFA charter is a globally respected, graduate-level investment credential established in 1962 and awarded by CFA Institute — the largest global association of investment professionals.

To earn the CFA charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join CFA Institute as members; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

High Ethical Standards

The CFA Institute Code of Ethics and Standards of Professional Conduct, enforced through an active professional conduct program, require CFA charterholders to:

- Place their clients' interests ahead of their own
- Maintain independence and objectivity
- Act with integrity
- Maintain and improve their professional competence
- Disclose conflicts of interest and legal matters

Global Recognition

Passing the three CFA exams is a difficult feat that requires extensive study (successful candidates report spending an average of 300 hours of study per level). Earning the CFA charter demonstrates mastery of many of the advanced skills needed for investment analysis and decision making in today's quickly evolving global financial industry. As a result, employers and clients are increasingly seeking CFA charterholders—often making the charter a prerequisite for employment.

Additionally, regulatory bodies in 22 countries and territories recognize the CFA charter as a proxy for meeting certain licensing requirements, and more than 125 colleges and universities around the world have incorporated a majority of the CFA Program curriculum into their own finance courses.

Comprehensive and Current Knowledge

The CFA Program curriculum provides a comprehensive framework of knowledge for investment decision making and is firmly grounded in the knowledge and skills used every day in the investment profession. The three levels of the CFA Program test a proficiency with a wide range of fundamental and advanced investment topics, including ethical and professional standards, fixed-income and equity analysis, alternative and derivative investments, economics, financial reporting standards, portfolio management, and wealth planning.

The CFA Program curriculum is updated every year by experts from around the world to ensure that candidates learn the most relevant and practical new tools, ideas, and investment and wealth management skills to reflect the dynamic and complex nature of the profession.

To learn more about the CFA charter, visit www.cfainstitute.org.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

None.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Adviser's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Tom ONeal French, Jr.

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Tom ONeal French, Jr. that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Tom ONeal French, Jr. is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Tom ONeal French, Jr. was born in 1970. Mr. French graduated from University of North Texas in 1999 with a Bachelor of Business in Finance. He has been a Financial Advisor with Grimes since June 2017. Prior to that, he was employed by TD Ameritrade, Inc. from December 2006 through June 2017.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

None.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("Act"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the Act, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

J. Michael Grenon, CIMA®

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about J. Michael Grenon that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about J. Michael Grenon is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

J. Michael Grenon was born in 1970. Mr. Grenon graduated from Villanova University in 1992, with a Bachelor of Arts degree in Economics. He has been a Vice President and Principal with Grimes since March 2006. He has also been a registered representative of NewEdge Securities Inc. since September 2009.

Mr. Grenon has held the designation of Certified Investment Management Analyst (CIMA®) since 2004. The CIMA® certification signifies that an individual has met initial and on-going experience, ethical, education, and examination requirements for investment management consulting, including advanced investment management theory and application. Prerequisites for the CIMA® certification are three years of financial services experience and an acceptable regulatory history. To obtain the CIMA® certification, candidates must pass an online Qualification Examination, successfully complete a one-

week classroom education program provided by a Registered Education Provider at an AACSB accredited university business school and pass an online Certification Examination. CIMA[®] designees are required to adhere to IMCA's Code of Professional Responsibility, Standards of Practice, and Rules and Guidelines for Use of the Marks. CIMA[®] designees must report 40 hours of continuing education credits, including two ethics hours, every two years to maintain the certification. The designation is administered through Investment Management Consultants Association (IMCA[®]).

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

Mr. Grenon is a registered representative of NewEdge Securities Inc. ("NewEdge"), an SEC Registered and FINRA member broker-dealer. Upon a client request, clients may choose to engage Mr. Grenon in his individual capacity as a registered representative of *NewEdge*, to implement investment recommendations on a commission basis, which could present a conflict of interest, as the receipt of commissions may provide an incentive to recommend investment products based on commissions to be received, rather than on a particular client's need.

In the event the client chooses to purchase investment products through *NewEdge*, brokerage commissions will be charged by *NewEdge* to effect securities transactions, a portion of which commissions shall be paid by *NewEdge* to Mr. Grenon. The brokerage commissions charged by *NewEdge* may be higher or lower than those charged by other broker-dealers. In addition, *NewEdge*, as well as Mr. Grenon, relative to commission mutual fund purchases, may also receive additional ongoing 12b-1 trailing commission compensation directly from the mutual fund company during the period that the client maintains the mutual fund investment. The securities commission business conducted by Mr. Grenon is separate and apart from Grimes' investment management services discussed in Grimes' *Brochure*.

Licensed Insurance Agent. Mr. Grenon, in his individual capacity, is a licensed insurance agent. Upon a client request, clients can engage Mr. Grenon to purchase insurance products on a commission basis. The recommendation by Mr. Grenon that a client purchase an insurance commission product could present a conflict of interest, as the receipt of commissions may provide an incentive to recommend insurance products based on commissions to be received, rather than on a particular client's need.

Because of the extremely limited nature of Mr. Grenon's commission services as set forth above, Mr. Grenon's commission services are not material to Grimes' advisory operations. Grimes' Chief Compliance Officer, Michael J. Davide, remains available to address any questions that a client or prospective client may have regarding the above.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Kevin T. Grimes, CFA, CFP®

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Kevin T. Grimes that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Kevin T. Grimes is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Kevin T. Grimes was born in 1975. Mr. Grimes graduated from Babson College in 1997, with a Bachelor of Science degree in Finance. He has been the President and Chief Investment Officer of Grimes & Company, Inc. since July 2015. He served as Managing Partner and Chief Investment Officer of Grimes from October 2013 through June 2015. Prior to that, he was a Portfolio Manager of Grimes from March 2002 through October 2013. He was also a registered representative of NewEdge Securities Inc. from September 2009 to September 2015 and March 2017 to August 2021.

Mr. Grimes has held the designation of Chartered Financial Analyst (CFA) since 2001. The CFA charter is a globally respected, graduate-level investment credential established in 1962 and awarded by CFA Institute — the largest global association of investment professionals.

To earn the CFA charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join CFA Institute as members; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

High Ethical Standards

The CFA Institute Code of Ethics and Standards of Professional Conduct, enforced through an active professional conduct program, require CFA charterholders to:

- Place their clients' interests ahead of their own
- Maintain independence and objectivity
- Act with integrity
- Maintain and improve their professional competence
- Disclose conflicts of interest and legal matters

Global Recognition

Passing the three CFA exams is a difficult feat that requires extensive study (successful candidates report spending an average of 300 hours of study per level). Earning the CFA charter demonstrates mastery of many of the advanced skills needed for investment analysis and decision making in today's quickly evolving global financial industry. As a result, employers and clients are increasingly seeking CFA charterholders—often making the charter a prerequisite for employment.

Additionally, regulatory bodies in 22 countries and territories recognize the CFA charter as a proxy for meeting certain licensing requirements, and more than 125 colleges and universities around the world have incorporated a majority of the CFA Program curriculum into their own finance courses.

Comprehensive and Current Knowledge

The CFA Program curriculum provides a comprehensive framework of knowledge for investment decision making and is firmly grounded in the knowledge and skills used every day in the investment profession. The three levels of the CFA Program test a proficiency with a wide range of fundamental and advanced investment topics, including ethical and professional standards, fixed-income and equity analysis, alternative and derivative investments, economics, financial reporting standards, portfolio management, and wealth planning.

The CFA Program curriculum is updated every year by experts from around the world to ensure that candidates learn the most relevant and practical new tools, ideas, and investment and wealth management skills to reflect the dynamic and complex nature of the profession.

To learn more about the CFA charter, visit www.cfainstitute.org.

Mr. Grimes has also held the designation of Certified Financial Planner (CFP®) since 2003. The CFP® designation identifies individuals who have completed the mandatory

examination, education, experience, and ethics requirements mandated by the CFP Board. Candidates must have at least three years of qualifying work experience that relates to financial planning. Candidates are required to hold a bachelor's degree from an accredited university. CFP® candidates must pass an examination that covers over 100 financial planning topics, which broadly include: general principles of financial planning, insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning. Finally, candidates have ongoing ethics requirements and oversight by the CFP Board.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

None

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Item 1 Cover Page

Molly F. Grimes

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Molly F. Grimes that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Molly F. Grimes is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Molly F. Grimes was born in 1992. Ms. Grimes graduated from Dartmouth College in 2014, with a Bachelor of Arts in Neuroscience. She has been a Financial Planner with Grimes since August 2021. Prior to that, she was employed by athenahealth from July 2016 to June 2021.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

None.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Thomas A. Grimes, CFP®

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Thomas A. Grimes that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Thomas A. Grimes is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Thomas A. Grimes was born in 1958. Mr. Grimes graduated from the University of Massachusetts/Amherst in 1980, with a Bachelor of Arts degree in Business Management. He also graduated from Babson College in 1990 with a Master of Business Administration. He has been a Vice President and Principal with Grimes since November 2003. He has also been a registered representative of NewEdge Securities Inc. since September 2009.

Mr. Grimes has held the designation of Certified Financial Planner (CFP®) since 1993. The CFP® designation identifies individuals who have completed the mandatory examination, education, experience, and ethics requirements mandated by the CFP Board. Candidates must have at least three years of qualifying work experience that relates to financial planning. Candidates are required to hold a bachelor’s degree from an accredited university. CFP® candidates must pass an examination that covers over 100 financial planning topics, which broadly include: general principles of financial planning, insurance planning and risk

management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning. Finally, candidates have ongoing ethics requirements and oversight by the CFP Board.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

Mr. Grimes is a registered representative of NewEdge Securities Inc. (“*NewEdge*”), an SEC Registered and FINRA member broker-dealer. Upon a client request, clients may choose to engage Mr. Grimes in his individual capacity as a registered representative of *NewEdge*, to implement investment recommendations on a commission basis, which could present a conflict of interest, as the receipt of commissions may provide an incentive to recommend investment products based on commissions to be received, rather than on a particular client’s need.

In the event the client chooses to purchase investment products through *NewEdge*, brokerage commissions will be charged by *NewEdge* to effect securities transactions, a portion of which commissions shall be paid by *NewEdge* to Mr. Grimes. The brokerage commissions charged by *NewEdge* may be higher or lower than those charged by other broker-dealers. In addition, *NewEdge*, as well as Mr. Grimes, relative to commission mutual fund purchases, may also receive additional ongoing 12b-1 trailing commission compensation directly from the mutual fund company during the period that the client maintains the mutual fund investment. The securities commission business conducted by Mr. Grimes is separate and apart from Grimes’ investment management services discussed in Grimes’ *Brochure*.

Licensed Insurance Agent. Mr. Grimes, in his individual capacity, is a licensed insurance agent. Upon a client request, clients can engage Mr. Grimes to purchase insurance products on a commission basis. The recommendation by Mr. Grimes that a client purchase an insurance commission product could present a conflict of interest, as the receipt of commissions may provide an incentive to recommend insurance products based on commissions to be received, rather than on a particular client’s need.

Because of the extremely limited nature of Mr. Grimes’ commission services as set forth above, Mr. Grimes’ commission services are not material to Grimes’ advisory operations. Grimes’ Chief Compliance Officer, Michael J. Davide, remains available to address any questions that a client or prospective client may have regarding the above.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Item 1 Cover Page

Timothy J. Grimes

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Timothy J. Grimes that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Timothy J. Grimes is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Timothy J. Grimes was born in 1949. Mr. Grimes graduated from Bryant College in 1971, with a Bachelor of Science degree in Business Administration. He has held the title of Founder and Chairman of Grimes since July 2015. Previously, he served as President of Grimes from November 1999 to June 2015. He has also been a registered representative of NewEdge Securities Inc. since September 2009.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

Mr. Grimes is a registered representative of NewEdge Securities Inc. (“*NewEdge*”), an SEC Registered and FINRA member broker-dealer. Upon a client request, clients may choose to engage Mr. Grimes in his individual capacity as a registered representative of *NewEdge*, to implement investment recommendations on a commission basis, which could present a conflict of interest, as the receipt of commissions may provide an incentive to recommend investment products based on commissions to be received, rather than on a particular client’s need.

In the event the client chooses to purchase investment products through *NewEdge*, brokerage commissions will be charged by *NewEdge* to effect securities transactions, a portion of which commissions shall be paid by *NewEdge* to Mr. Grimes. The brokerage commissions charged by *NewEdge* may be higher or lower than those charged by other broker-dealers. In addition, *NewEdge*, as well as Mr. Grimes, relative to commission mutual fund purchases, may also receive additional ongoing 12b-1 trailing commission compensation directly from the mutual fund company during the period that the client maintains the mutual fund investment. The securities commission business conducted by Mr. Grimes is separate and apart from Grimes’ investment management services discussed in Grimes’ *Brochure*.

Licensed Insurance Agent. Mr. Grimes, in his individual capacity, is a licensed insurance agent. Upon a client request, clients can engage Mr. Grimes to purchase insurance products on a commission basis. The recommendation by Mr. Grimes that a client purchase an insurance commission product could present a conflict of interest, as the receipt of commissions may provide an incentive to recommend insurance products based on commissions to be received, rather than on a particular client’s need.

Because of the extremely limited nature of Mr. Grimes’ commission services as set forth above, Mr. Grimes’ commission services are not material to Grimes’ advisory operations. Grimes’ Chief Compliance Officer, Michael J. Davide, remains available to address any questions that a client or prospective client may have regarding the above.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes’ policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes’ policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor’s Act (“*Act*”). Grimes’ Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes’ policies and procedures and overseeing the activities of Grimes’ supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof,

or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Item 1 Cover Page

Adam R. Jacobs, CFA, CFP®

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Adam R. Jacobs that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Adam R. Jacobs is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Adam R. Jacobs was born in 1975. Mr. Jacobs graduated from Babson College in 1997, with a Bachelor of Science degree in Finance. He has been a Vice President with Grimes since February 2810. He was formerly a registered representative of NewEdge Securities Inc. from February 2810 through July 2017. Prior to these he was employed by Jacobs Wealth Management, LLC from January 2007 to December 2009, USA Securities Financial from May 2008 to December 2009, Cambridge Investment Research from July 2007 to May 2008, O.N. Equity Sales from April 2007 to June 2007, and by Park Avenue Securities from January 2006 to March 2007.

Mr. Jacobs has held the designation of Chartered Financial Analyst (CFA) since 2001. The CFA charter is a globally respected, graduate-level investment credential established in 1962 and awarded by CFA Institute — the largest global association of investment professionals.

To earn the CFA charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join CFA Institute as members; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

High Ethical Standards

The CFA Institute Code of Ethics and Standards of Professional Conduct, enforced through an active professional conduct program, require CFA charterholders to:

- Place their clients' interests ahead of their own
- Maintain independence and objectivity
- Act with integrity
- Maintain and improve their professional competence
- Disclose conflicts of interest and legal matters

Global Recognition

Passing the three CFA exams is a difficult feat that requires extensive study (successful candidates report spending an average of 300 hours of study per level). Earning the CFA charter demonstrates mastery of many of the advanced skills needed for investment analysis and decision making in today's quickly evolving global financial industry. As a result, employers and clients are increasingly seeking CFA charterholders—often making the charter a prerequisite for employment.

Additionally, regulatory bodies in 22 countries and territories recognize the CFA charter as a proxy for meeting certain licensing requirements, and more than 125 colleges and universities around the world have incorporated a majority of the CFA Program curriculum into their own finance courses.

Comprehensive and Current Knowledge

The CFA Program curriculum provides a comprehensive framework of knowledge for investment decision making and is firmly grounded in the knowledge and skills used every day in the investment profession. The three levels of the CFA Program test a proficiency with a wide range of fundamental and advanced investment topics, including ethical and professional standards, fixed-income and equity analysis, alternative and derivative investments, economics, financial reporting standards, portfolio management, and wealth planning.

The CFA Program curriculum is updated every year by experts from around the world to ensure that candidates learn the most relevant and practical new tools, ideas, and investment and wealth management skills to reflect the dynamic and complex nature of the profession.

To learn more about the CFA charter, visit www.cfainstitute.org.

Mr. Jacobs has also held the designation of Certified Financial Planner (CFP®) since 2009. The CFP® designation identifies individuals who have completed the mandatory

examination, education, experience, and ethics requirements mandated by the CFP Board. Candidates must have at least three years of qualifying work experience that relates to financial planning. Candidates are required to hold a bachelor's degree from an accredited university. CFP® candidates must pass an examination that covers over 100 financial planning topics, which broadly include: general principles of financial planning, insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning. Finally, candidates have ongoing ethics requirements and oversight by the CFP Board.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

None.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Karen P. Kelly, CFP®

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Karen P. Kelly that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Karen P. Kelly is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Karen P. Kelly was born in 1965. Ms. Kelly graduated from Boston College in 1987, with a Bachelor of Science degree in Business Management with a concentration in Accounting. She has been a Financial Advisor with Grimes since January 2021. Prior to that, she was the Principal at Kelly Consulting LLC from 2003 through 2020.

Ms. Kelly has held the designation of Certified Financial Planner (CFP®) since 2020. The CFP® designation identifies individuals who have completed the mandatory examination, education, experience, and ethics requirements mandated by the CFP Board. Candidates must have at least three years of qualifying work experience that relates to financial planning. Candidates are required to hold a bachelor’s degree from an accredited university. CFP® candidates must pass an examination that covers over 100 financial planning topics, which broadly include: general principles of financial planning, insurance planning and risk

management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning. Finally, candidates have ongoing ethics requirements and oversight by the CFP Board.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

None.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Item 1 Cover Page

Jordan A. Letendre, CFP®

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Jordan A. Letendre that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Jordan A. Letendre is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Jordan A. Letendre was born in 1988. Mr. Letendre graduated from Bryant University in 2010, with a Bachelor of Science degree in Business Administration and a concentration in Financial Services. He has been a Financial Advisor with Grimes since July 2014.

Mr. Letendre has held the designation of Certified Financial Planner (CFP®) since 2013. The CFP® designation identifies individuals who have completed the mandatory examination, education, experience, and ethics requirements mandated by the CFP Board. Candidates must have at least three years of qualifying work experience that relates to financial planning. Candidates are required to hold a bachelor’s degree from an accredited university. CFP® candidates must pass an examination that covers over 100 financial

planning topics, which broadly include: general principles of financial planning, insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning. Finally, candidates have ongoing ethics requirements and oversight by the CFP Board.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

None.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Laurie L. Littlefield, FPQP™

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Laurie L. Littlefield that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Laurie L. Littlefield is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Laurie L. Littlefield was born in 1965. She has been a Senior Client Service Manager of Grimes since April 2005. She was formerly a registered representative of NewEdge Securities Inc. from May 2011 through September 2017.

Ms. Littlefield has held the designation of Financial Paraplanner Qualified Professional™ (FPQP™), formerly referred as Registered Paraplanner (RP®), since 2014. Individuals who hold the FPQP™ designation have completed a course of study encompassing the financial planning process, the five disciplines of financial planning and general financial planning concepts, terminology and product categories. Individuals also complete a three-month long internship. Additionally, individuals must pass an end-of-course examination that tests their ability to synthesize complex concepts and apply theoretical concepts to real-life situations. All designees have agreed to adhere to Standards of Professional Conduct and are subject

to a disciplinary process. Designees renew their designation every two-years by completing 16 hours of continuing education, reaffirming adherence to the Standards of Professional Conduct and complying with self-disclosure requirements.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

None.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Item 1 Cover Page

Jennifer A. Moran, CFP®, AEP®

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Jennifer A. Moran that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Jennifer A. Moran is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Jennifer A. Moran was born in 1983. Ms. Moran graduated from Bentley University in 2012, with a Master of Science in Financial Planning and from Syracuse University in 2005 with Bachelor of Science degrees in Finance and Marketing. She has been a Financial Advisor with Grimes since December 2014.

Ms. Moran has held the designation of Certified Financial Planner (CFP®) since 2011. The CFP® designation identifies individuals who have completed the mandatory examination, education, experience, and ethics requirements mandated by the CFP Board. Candidates must have at least three years of qualifying work experience that relates to financial planning. Candidates are required to hold a bachelor’s degree from an accredited university. CFP® candidates must pass an examination that covers over 100 financial planning topics, which broadly include: general principles of financial planning, insurance planning and risk management, employee benefits planning, investment planning, income tax planning,

retirement planning, and estate planning. Finally, candidates have ongoing ethics requirements and oversight by the CFP Board.

Ms. Moran has held the designations of Accredited Estate Planner (AEP®) since 2014. The AEP® designation is a graduate level specialization in estate planning, obtained in addition to already recognized professional credentials within the various disciplines of estate planning. It is awarded by the National Association of Estate Planners & Councils (NAEPC) to recognize estate planning professionals who meet stringent requirements of experience, knowledge, education, professional reputation, and character. AEP® applicants are required to be members of, and continuously maintain membership in, an affiliated local or regional estate planning council. The applicant must satisfy a minimum of thirty (30) hours of continuing education during the previous twenty-four (24) months, of which at least fifteen (15) hours must have been in estate planning.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

None.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Timothy Rheume, CFA

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Timothy Rheume that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Timothy Rheume is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Timothy Rheume was born in 1986. Mr. Rheume graduated from University of New Hampshire in 2008 with a Bachelor of Science in Business Administration. He has been a Financial Planner with Grimes since January 2022. Prior to that, he was employed by Natixis Investment Managers from February 2815 to December 2021.

Mr. Rheume has held the designation of Chartered Financial Analyst (CFA) since 2012. The CFA charter is a globally respected, graduate-level investment credential established in 1962 and awarded by CFA Institute — the largest global association of investment professionals.

To earn the CFA charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join CFA Institute as members; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

High Ethical Standards

The CFA Institute Code of Ethics and Standards of Professional Conduct, enforced through an active professional conduct program, require CFA charterholders to:

- Place their clients' interests ahead of their own
- Maintain independence and objectivity
- Act with integrity
- Maintain and improve their professional competence
- Disclose conflicts of interest and legal matters

Global Recognition

Passing the three CFA exams is a difficult feat that requires extensive study (successful candidates report spending an average of 300 hours of study per level). Earning the CFA charter demonstrates mastery of many of the advanced skills needed for investment analysis and decision making in today's quickly evolving global financial industry. As a result, employers and clients are increasingly seeking CFA charterholders—often making the charter a prerequisite for employment.

Additionally, regulatory bodies in 22 countries and territories recognize the CFA charter as a proxy for meeting certain licensing requirements, and more than 125 colleges and universities around the world have incorporated a majority of the CFA Program curriculum into their own finance courses.

Comprehensive and Current Knowledge

The CFA Program curriculum provides a comprehensive framework of knowledge for investment decision making and is firmly grounded in the knowledge and skills used every day in the investment profession. The three levels of the CFA Program test a proficiency with a wide range of fundamental and advanced investment topics, including ethical and professional standards, fixed-income and equity analysis, alternative and derivative investments, economics, financial reporting standards, portfolio management, and wealth planning.

The CFA Program curriculum is updated every year by experts from around the world to ensure that candidates learn the most relevant and practical new tools, ideas, and investment and wealth management skills to reflect the dynamic and complex nature of the profession.

To learn more about the CFA charter, visit www.cfainstitute.org.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

None.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Item 1 Cover Page

David R. Roberts, CFP®

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about David R. Roberts that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about David R. Roberts is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

David R. Roberts was born in 1972. Mr. Roberts graduated from Connecticut College in 1995 with a bachelor’s degree of Economics. He has been a Financial Advisor with Grimes since April 2021. Prior to that, he was employed by TD Ameritrade, Inc. from December 1999 to January 2021.

Mr. Roberts has held the designation of Certified Financial Planner (CFP®) since 2021. The CFP® designation identifies individuals who have completed the mandatory examination, education, experience, and ethics requirements mandated by the CFP Board. Candidates must have at least three years of qualifying work experience that relates to financial planning. Candidates are required to hold a bachelor’s degree from an accredited university. CFP® candidates must pass an examination that covers over 100 financial planning topics, which broadly include: general principles of financial planning, insurance planning and risk

management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning. Finally, candidates have ongoing ethics requirements and oversight by the CFP Board.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

None.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("Act"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the Act, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Jae Y. Song, CFA

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Jae Y. Song that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Item 2 Education Background and Business Experience

Jae Y. Song was born in 1973. Mr. Song graduated from Tufts University in 2003 with a Master of Science degree in Electrical Engineering and from Boston University in 1997, with a Bachelor of Science degree in Computer Engineering. He has been a Senior Quantitative Research Manager since January 2018. He was a Senior Quantitative Analyst at Grimes from November 2017 through December 2018. He was a Research Analyst from June 2011 through October 2017.

Mr. Song has held the designation of Chartered Financial Analyst (CFA) since 2016. The CFA charter is a globally respected, graduate-level investment credential established in 1962 and awarded by CFA Institute — the largest global association of investment professionals.

To earn the CFA charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join CFA Institute as members; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

High Ethical Standards

The CFA Institute Code of Ethics and Standards of Professional Conduct, enforced through an active professional conduct program, require CFA charterholders to:

- Place their clients' interests ahead of their own
- Maintain independence and objectivity
- Act with integrity
- Maintain and improve their professional competence
- Disclose conflicts of interest and legal matters

Global Recognition

Passing the three CFA exams is a difficult feat that requires extensive study (successful candidates report spending an average of 300 hours of study per level). Earning the CFA charter demonstrates mastery of many of the advanced skills needed for investment analysis and decision making in today's quickly evolving global financial industry. As a result, employers and clients are increasingly seeking CFA charterholders—often making the charter a prerequisite for employment.

Additionally, regulatory bodies in 22 countries and territories recognize the CFA charter as a proxy for meeting certain licensing requirements, and more than 125 colleges and universities around the world have incorporated a majority of the CFA Program curriculum into their own finance courses.

Comprehensive and Current Knowledge

The CFA Program curriculum provides a comprehensive framework of knowledge for investment decision making and is firmly grounded in the knowledge and skills used every day in the investment profession. The three levels of the CFA Program test a proficiency with a wide range of fundamental and advanced investment topics, including ethical and professional standards, fixed-income and equity analysis, alternative and derivative investments, economics, financial reporting standards, portfolio management, and wealth planning.

The CFA Program curriculum is updated every year by experts from around the world to ensure that candidates learn the most relevant and practical new tools, ideas, and investment and wealth management skills to reflect the dynamic and complex nature of the profession.

To learn more about the CFA charter, visit www.cfainstitute.org.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

None.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Item 1 Cover Page

Emily M. Sricharoenchaikit, CFP® , CRPS® , AIF®

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Emily Sricharoenchaikit that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Emily M. Sricharoenchaikit is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Emily M. Sricharoenchaikit was born in 1988. Ms. Sricharoenchaikit graduated from Macalester College in 2010, with a Bachelor of Arts degree in International Studies and Anthropology. She has been a Financial Advisor with Grimes since April 2013. She has also been a registered representative of NewEdge Securities Inc. since May 2013.

Ms. Sricharoenchaikit has also held the designation of Certified Financial Planner (CFP®) since 2015. The CFP® designation identifies individuals who have completed the mandatory examination, education, experience, and ethics requirements mandated by the CFP Board. Candidates must have at least three years of qualifying work experience that relates to financial planning. Candidates are required to hold a bachelor’s degree from an accredited university. CFP® candidates must pass an examination that covers over 100 financial planning topics, which broadly include: general principles of financial planning, insurance planning and risk management, employee benefits planning, investment planning,

income tax planning, retirement planning, and estate planning. Finally, candidates have ongoing ethics requirements and oversight by the CFP Board.

Ms. Sricharoenchaikit has held the designation of Chartered Retirement Plans Specialist (CRPS®) since 2014. The College of Financial Planning awards the CRPS designation to applicants who complete the CRPS professional education program, pass a final examination, commit to a code of ethics and agree to pursue continuing education. Continued use of the CRPS designation is subject to ongoing renewal requirements. Every two (2) years the designee must renew their right to continue using the CRPS designation by completing 16 hours of continuing education and reaffirming to abide by the Standards of Professional Conduct.

Ms. Sricharoenchaikit has held the Accredited Investment Fiduciary Designation (AIF®) since 2014. The AIF Designation certifies that the recipient has specialized knowledge of fiduciary standards of care and their application to the investment management process. To receive the AIF Designation, the individual must meet prerequisite criteria based on a combination of education, relevant industry experience, and/or ongoing professional development, complete a training program, successfully pass a comprehensive, closed-book final examination under the supervision of a proctor and agree to abide by the Code of Ethics and Conduct Standards. In order to maintain the AIF Designation, the individual must annually attest to the Code of Ethics and Conduct Standards, and accrue and report a minimum of six hours of continuing education. The Designation is administered by the Center for Fiduciary Studies, the standards-setting body of fi360.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

Ms. Sricharoenchaikit is a registered representative of NewEdge Securities Inc. (“*NewEdge*”), an SEC Registered and FINRA member broker-dealer. Upon a client request, clients may choose to engage Ms. Sricharoenchaikit in her individual capacity as a registered representative of *NewEdge*, to implement investment recommendations on a commission basis, which could present a conflict of interest, as the receipt of commissions may provide an incentive to recommend investment products based on commissions to be received, rather than on a particular client’s need.

In the event the client chooses to purchase investment products through *NewEdge*, brokerage commissions will be charged by *NewEdge* to effect securities transactions, a portion of which commissions shall be paid by *NewEdge* to Ms. Sricharoenchaikit. The brokerage commissions charged by *NewEdge* may be higher or lower than those charged by other broker-dealers. In addition, *NewEdge*, as well as Ms. Sricharoenchaikit, relative to commission mutual fund purchases, may also receive additional ongoing 12b-1 trailing commission compensation

directly from the mutual fund company during the period that the client maintains the mutual fund investment. The securities commission business conducted by Ms. Sricharoenchaikit is separate and apart from Grimes' investment management services discussed in Grimes' *Brochure*.

Licensed Insurance Agent. Ms. Sricharoenchaikit, in her individual capacity, is a licensed insurance agent. Upon a client request, clients can engage Ms. Sricharoenchaikit to purchase insurance products on a commission basis. The recommendation by Ms. Sricharoenchaikit that a client purchase an insurance commission product could present a conflict of interest, as the receipt of commissions may provide an incentive to recommend insurance products based on commissions to be received, rather than on a particular client's need.

Because of the extremely limited nature of Ms. Sricharoenchaikit's commission services as set forth above, Ms. Sricharoenchaikit's commission services are not material to Grimes' advisory operations. Grimes' Chief Compliance Officer, Michael J. Davide, remains available to address any questions that a client or prospective client may have regarding the above.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Item 1 Cover Page

Gordon J. Thomas, CFP®

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Gordon J. Thomas that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Gordon J. Thomas is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Gordon J. Thomas was born in 1990. Mr. Thomas graduated from Wheaton College in 2014, with a Bachelor of Arts in Economics. He has been a Financial Advisor with Grimes since June 2021. Prior to that, he was employed by Baystate Financial from June 2019 to June 2021 and Fidelity Investments from March 2016 to June 2019.

Mr. Thomas has held the designation of Certified Financial Planner (CFP®) since 2019. The CFP® designation identifies individuals who have completed the mandatory examination, education, experience, and ethics requirements mandated by the CFP Board. Candidates must have at least three years of qualifying work experience that relates to financial planning. Candidates are required to hold a bachelor’s degree from an accredited university. CFP® candidates must pass an examination that covers over 100 financial planning topics, which broadly include: general principles of financial planning, insurance planning and risk management, employee benefits planning, investment planning, income tax planning,

retirement planning, and estate planning. Finally, candidates have ongoing ethics requirements and oversight by the CFP Board.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

Licensed Insurance Agent. Mr. Thomas, in his individual capacity, is a licensed insurance agent. Upon a client request, clients can engage Mr. Thomas to purchase insurance products on a commission basis. The recommendation by Mr. Thomas that a client purchase an insurance commission product could present a conflict of interest, as the receipt of commissions may provide an incentive to recommend insurance products based on commissions to be received, rather than on a particular client's need.

Because of the extremely limited nature of Mr. Thomas' commission services as set forth above, Mr. Thomas' commission services are not material to Grimes' advisory operations. Grimes' Chief Compliance Officer, Michael J. Davide, remains available to address any questions that a client or prospective client may have regarding the above.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Benjamin B. Wallace, CFA

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Benjamin B. Wallace that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Benjamin B. Wallace is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Benjamin B. Wallace was born in 1977. Mr. Wallace graduated from Franklin & Marshall College in 1999, with a Bachelor of Arts degree in Economics. He has been a Portfolio Manager with Grimes since November 2013. Prior to that he was a Securities Analyst of Grimes from January 2001 through October 2013. He was formerly a registered representative of NewEdge Securities Inc. from May 2011 through September 2015.

Mr. Wallace has held the designation of Chartered Financial Analyst (CFA) since 2002. The CFA charter is a globally respected, graduate-level investment credential established in 1962 and awarded by CFA Institute — the largest global association of investment professionals.

To earn the CFA charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join CFA Institute as members; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

High Ethical Standards

The CFA Institute Code of Ethics and Standards of Professional Conduct, enforced through an active professional conduct program, require CFA charterholders to:

- Place their clients' interests ahead of their own
- Maintain independence and objectivity
- Act with integrity
- Maintain and improve their professional competence
- Disclose conflicts of interest and legal matters

Global Recognition

Passing the three CFA exams is a difficult feat that requires extensive study (successful candidates report spending an average of 300 hours of study per level). Earning the CFA charter demonstrates mastery of many of the advanced skills needed for investment analysis and decision making in today's quickly evolving global financial industry. As a result, employers and clients are increasingly seeking CFA charterholders—often making the charter a prerequisite for employment.

Additionally, regulatory bodies in 22 countries and territories recognize the CFA charter as a proxy for meeting certain licensing requirements, and more than 125 colleges and universities around the world have incorporated a majority of the CFA Program curriculum into their own finance courses.

Comprehensive and Current Knowledge

The CFA Program curriculum provides a comprehensive framework of knowledge for investment decision making and is firmly grounded in the knowledge and skills used every day in the investment profession. The three levels of the CFA Program test a proficiency with a wide range of fundamental and advanced investment topics, including ethical and professional standards, fixed-income and equity analysis, alternative and derivative investments, economics, financial reporting standards, portfolio management, and wealth planning.

The CFA Program curriculum is updated every year by experts from around the world to ensure that candidates learn the most relevant and practical new tools, ideas, and investment and wealth management skills to reflect the dynamic and complex nature of the profession.

To learn more about the CFA charter, visit www.cfainstitute.org.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

None.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.

Item 1 Cover Page

Emily G. Wood, CFP® , CRPS®

Grimes & Company, Inc.

Brochure Supplement
Dated February 28, 2022

Contact: Michael J. Davide, Chief Compliance Officer
110 Turnpike Road, Suite 100
Westborough, Massachusetts 01581

This Brochure Supplement provides information about Emily G. Wood that supplements the Grimes & Company, Inc. (“Grimes”) Brochure. You should have received a copy of that Brochure. Please contact Michael J. Davide, Chief Compliance Officer, if you did *not* receive Grimes’ Brochure or if you have any questions about the contents of this supplement.

Additional information about Emily G. Wood is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

Emily G. Wood was born in 1977. Emily graduated from Villanova University in 1999 with a Bachelor of Science degree in Business Management and a minor in English. She has been a Vice President at Grimes since 2002. She has also been a registered representative of NewEdge Securities Inc. since September 2002.

Emily has held the designation of Certified Financial Planner (CFP®) since 2004. The CFP® designation identifies individuals who have completed the mandatory examination, education, experience, and ethics requirements mandated by the CFP Board. Candidates must have at least three years of qualifying work experience that relates to financial planning. Candidates are required to hold a bachelor’s degree from an accredited university. CFP® candidates must pass an examination that covers over 100 financial planning topics, which broadly include: general principles of financial planning, insurance planning and risk management, employee benefits planning, investment planning, income tax planning,

retirement planning, and estate planning. Finally, candidates have ongoing ethics requirements and oversight by the CFP Board.

Emily has held the designation of Chartered Retirement Plans Specialist (CRPS®) since 2009. The College of Financial Planning awards the CRPS designation to applicants who complete the CRPS professional education program, pass a final examination, commit to a code of ethics and agree to pursue continuing education. Continued use of the CRPS designation is subject to ongoing renewal requirements. Every two (2) years the designee must renew their right to continue using the CRPS designation by completing 16 hours of continuing education and reaffirming to abide by the Standards of Professional Conduct.

Item 3 Disciplinary Information

None.

Item 4 Other Business Activities

Emily is a registered representative of NewEdge Securities Inc. (“*NewEdge*”), an SEC Registered and FINRA member broker-dealer. Upon a client request, clients may choose to engage Emily, in her individual capacity as a registered representative of *NewEdge*, to implement investment recommendations on a commission basis, which could present a conflict of interest, as the receipt of commissions may provide an incentive to recommend investment products based on commissions to be received, rather than on a particular client’s need.

In the event the client chooses to purchase investment products through *NewEdge*, brokerage commissions will be charged by *NewEdge* to effect securities transactions, a portion of which commissions shall be paid by *NewEdge* to Emily. The brokerage commissions charged by *NewEdge* may be higher or lower than those charged by other broker-dealers. In addition, *NewEdge* as well as Emily, relative to commission mutual fund purchases, may also receive additional ongoing 12b-1 trailing commission compensation directly from the mutual fund company during the period that the client maintains the mutual fund investment. The securities commission business conducted by Emily is separate and apart from Grimes’ investment management services discussed in Grimes’ *Brochure*.

Licensed Insurance Agent. Emily, in her individual capacity, is a licensed insurance agent. Upon a client request, clients can engage Emily to purchase insurance products on a commission basis. The recommendation by Emily that a client purchase an insurance commission product could present a conflict of interest, as the receipt of commissions may provide an incentive to recommend insurance products based on commissions to be received, rather than on a particular client’s need.

Because of the extremely limited nature of Emily’s commission services as set forth above, Ms. Woods’ commission services are not material to Grimes’ advisory operations. Grimes’

Chief Compliance Officer, Michael J. Davide, remains available to address any questions that a client or prospective client may have regarding the above.

Item 5 Additional Compensation

None.

Item 6 Supervision

Grimes provides investment advisory and supervisory services in accordance with Grimes' policies and procedures manual. The primary purpose of Rule 206(4)-7 in Grimes' policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Investment Advisor's Act ("*Act*"). Grimes' Chief Compliance Officer, Michael J. Davide, is primarily responsible for the implementation of Grimes' policies and procedures and overseeing the activities of Grimes' supervised persons. Should an employee, independent contractor, investment adviser representative, or solicitor of Grimes have any questions regarding the applicability/relevance of the *Act*, the Rules thereunder, any section thereof, or any section of the policies and procedures, he/she should address those questions with the Chief Compliance Officer, Mr. Davide at (508) 366-3883.