

**Item 1 - Cover Page**

# Buckhead Capital Management, LLC

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March 30, 2026

This Brochure provides information about the qualifications and business practices of Buckhead Capital Management, LLC (“Buckhead Capital Management,” “Buckhead Capital,” the “Firm,” or the “Company”). If you have any questions about the contents of this Brochure, please contact John Swanson, Chief Compliance Officer, at 404 720-8800.

Buckhead Capital Management is a registered investment adviser. Registration of an investment adviser does not imply any level of skill or training. The oral and written communications of an investment adviser provide you with information to enable you to determine whether to hire or retain an investment adviser.

Additional information about Buckhead Capital Management also is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). You can search this site by a unique identifying number, known as a CRD number. The CRD number for Buckhead Capital Management is 110707.

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.

## Item 2 – Material Changes

The Material Changes section of this Brochure will be updated annually or when material changes occur.

### **Material Changes**

The date of our last annual updating amendment was March 30, 2026.

The date of our last other-than-annual updating amendment was November 15, 2022.

Buckhead Capital Management has designated John Swanson as Chief Compliance Officer. The CCO position was assumed by Mr. Swanson in August of 2023. The position was previously held by Tara Hart who left the Firm for another opportunity.

Buckhead Capital Management has added new service providers, technology and a branch office. These include:

- Digital Agent replaced Network One for cybersecurity
- Orion Advisor Solutions was added for portfolio management and compliance program administration
- A branch office was opened in October 2024 in Reno, Nevada at 50 West Liberty Street, Suite 100 Reno, Nevada 89501.
- A branch office was opened in January 2026 in Sandy Springs, Georgia at 1117 Perimeter Center West, Suite E111, Sandy Springs, GA 30338.

Please contact John Swanson, Chief Compliance Officer, at 404-720-8800 to obtain a free copy of our Brochure.

Additional information about Buckhead Capital Management is also available via the SEC's web site [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

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## Item 4 – Advisory Business

Tracing its beginnings to 1994, Buckhead Capital Management is an investment management firm focused on investing in publicly traded equity and fixed income securities. On October 1, 2000, Buckhead Capital Management Corporation merged with Lenox Capital Corporation to form Buckhead Capital Management, LLC.

Buckhead Capital Management is located in Atlanta, Georgia, and is a privately owned LLC. Messrs. Walter DuPre and John Swanson collectively own 100% of the Firm.

Buckhead Capital Management offers investment advisory services to individuals, trusts, estates, charitable organizations and endowments, professional and religious organizations, corporations and other commercial entities, pension and profit-sharing plans, state or municipal government entities, insurance companies, and registered investment advisors through a variety of equity, fixed income and balanced account strategies.

Advisory services are generally offered on a discretionary basis in one of the following manners:

- Traditional Asset Management Services
- Wrap Fee Programs
- Model Portfolio Programs

### Separately Managed Accounts

The Advisor provides portfolio management services that include ongoing investment decisions based on the client's individual financial goals, objectives, and risk tolerance. These services are typically provided on a discretionary basis, meaning the Advisor has the authority to make decisions regarding the purchase, sale, or retention of investments without needing prior approval from the client. These services are always tailored to the specific needs of the client and the clients do have the ability to impose certain restrictions on their accounts regarding specific securities and sectors.

### Wrap Fee Programs

Wrap fee program sponsors select investment advisers to provide their clients with investment advisory services. In addition, wrap fee sponsors provide additional services to their clients including, but not limited to, assistance with the selection of one or more investment advisers, asset allocation advice, execution of portfolio transactions (free of commissions), custodial services, trade confirmation and periodic reporting, continuing evaluation of investment performance, and consultation on the clients' investment objective and suitability.

Clients in wrap fee programs rely on their wrap fee sponsor to select investment advisers for the sponsor's program. This selection process is administered by the wrap sponsor. Buckhead Capital relies on the wrap fee sponsor to determine the suitability of Buckhead Capital's investment services for the client in the wrap fee program.

When Buckhead Capital serves as a wrap adviser, it contracts with the wrap sponsor for its services rather than with the clients of the wrap sponsor. The wrap sponsor is responsible to provide additional services to the client as mentioned above. The management fees payable to Buckhead Capital are typically lower than those paid by non-wrap fee clients to Buckhead Capital because some of the services that Buckhead Capital would otherwise provide are provided instead by the wrap fee program sponsor.

### Model Fee Programs

Buckhead Capital provides model portfolios for clients and receives a fee from those clients based on the amount of assets invested in the model portfolio. Generally, these clients are third-party investment advisers ("TPIA") that may utilize the model portfolios in connection with the advisory services that the TPIA provides to their respective clients. These TPIAs make their own independent decisions whether and when to effect transactions for their clients with respect to the Company's model portfolio recommendations. Buckhead Capital does not have any relationship with or knowledge of the TPIAs' clients.

### Pledged Assets and Securities Based Lending

Buckhead Capital may aid clients who wish to pledge their managed assets as collateral for a loan through a third-party custodian or lender. We do not act as the lender. Our services are limited to facilitating the setup of the credit line and continuing to manage the pledged assets in accordance with the client's investment objectives. Clients should be aware that pledging assets involves significant risks, including the potential for a maintenance call where the lender may require the liquidation of securities at unfavorable prices if the account value declines.

Buckhead Capital also offers financial advice and planning services to individuals and families. As of December 31, 2025, Buckhead Capital managed on a discretionary and non-discretionary basis approximately **\$ 5,758,236,630 and \$0**, respectively.

In addition, Buckhead Capital provides investment advisory services to participants in wrap fee and model portfolio programs sponsored by other firms. See Item 5 for important information with respect to wrap fee and model portfolio programs.

## Item 5 – Fees and Compensation

### Management Fee

Buckhead Capital generally receives a management fee (“Management Fee”) as described below. The Management Fee is paid in arrears and is based on the market value of cash and securities in a client’s account(s) at the end of each quarter. Buckhead Capital may provide financial planning services at no additional fee to investment advisory clients. For individuals or families who desire financial planning services without investment advisory services, Buckhead Capital will provide such services for a mutually agreeable fee. The amount of such fee will depend upon the scope and expected complexity of the engagement and will be agreed upon in writing before the delivery of any services.

The specific manner in which fees are charged by and paid to Buckhead Capital is established in the client’s written agreement with the Firm.

### Separately Managed Accounts

#### *Fixed Income Accounts*

##### Intermediate & Core Fixed Income

.45% of market value on the first \$10 million, .30% of the market value on the next \$40 million, .18% of market value on the next \$50 million, and .14% of the market value of the remaining portfolio.

The minimum account size is \$5,000,000.

##### Short Duration Fixed Income

.25% of market value on the first \$10 million, .20% of the market value on the next \$40 million, .15% of market value on the next \$50 million, and .10% on the market value of the remaining portfolio.

The minimum account size is \$5,000,000.

#### *Value Equity, Diversified Value, and Balanced Accounts*

1.00% of market value on the first \$2.5 million, .75% of market value on the next \$2.5 million, .65% of market value on the next \$5 million, and .50% of the market value on the remaining assets.

The minimum account size is \$1,000,000.

Separately managed account clients may elect to be billed directly for fees or to authorize the

Firm to debit fees from client accounts. If separately managed account clients elect to authorize the Firm to debit fees from their accounts, clients should review the billing invoice to verify the fee calculation and the corresponding debit as reflected in the account statement provided by their custodian.

Unless otherwise provided in an investment advisory contract, Buckhead Capital is usually responsible for calculating the fees owed by a client. Buckhead Capital will calculate the billable assets for which Buckhead Capital has investment discretion according to its internal accounting system.

Buckhead Capital factors in portfolio transactions that have been executed but not settled when calculating an account's value. Due to these portfolio activities, a client account's value calculated by Buckhead Capital's accounting system might not match the account's value reported by the client's custodian. When the time between a transaction's execution and its settlement at the custodian spans the end of a quarter, and Buckhead Capital is responsible for calculating the account value, Buckhead Capital will calculate fees based on the value reflected in its accounting systems.

Management fees and minimum account size are negotiable. Accounts of immediate family members and accounts controlled by the same client are normally combined for the purpose of computing the fee and the resulting fee is pro-rated across the accounts.

### **Wrap Fee Programs**

Wrap fee program sponsors select investment advisers to provide their clients with investment advisory services. In addition, wrap fee sponsors provide additional services to their clients including, but not limited to, assistance with the selection of one or more investment advisers, asset allocation advice, execution of portfolio transactions (free of commissions), custodial services, trade confirmation and periodic reporting, continuing evaluation of investment performance, and consultation on the clients' investment objectives and suitability.

Clients in wrap fee programs rely on their wrap fee sponsor to select investment advisers for the sponsor's program. This selection process is administered by the wrap sponsor. Buckhead Capital relies on the wrap fee sponsor to determine the suitability of Buckhead Capital's investment services for the client in the wrap fee program.

When Buckhead Capital serves as a wrap adviser, it contracts with the wrap sponsor for its services rather than with the clients of the wrap sponsor. The wrap sponsor is responsible to provide additional services to the client as mentioned above. The management fees payable to Buckhead Capital are typically lower than those paid by non-wrap fee clients to Buckhead Capital because some of the services that Buckhead Capital would otherwise provide are provided instead by the wrap fee program sponsor.

Buckhead Capital's fee for being an investment adviser in a sponsor's wrap fee program is

included in the wrap fee that the client pays the sponsor. The fees paid to Buckhead Capital generally range from 0.25% to 0.75% per annum of the market value of the client's account.

Please refer to the Company's Form ADV Part 1 for a list of wrap fee programs in which Buckhead Capital participates. Buckhead Capital does not sponsor any wrap fee programs.

### **Model Portfolio Programs**

Buckhead Capital provides model portfolios for clients and receives a fee from those clients based on the amount of assets invested in the model portfolio. Generally, these clients are third-party investment advisers ("TPIA") that may utilize the model portfolios in connection with the advisory services that the TPIA provides to their respective clients. These TPIAs make their own independent decision whether and when to effect transactions for their clients with respect to the Company's model portfolio recommendations. Buckhead Capital does not have any relationship with or knowledge of the TPIAs' clients.

Model portfolio program fees generally range from 0.20% to 0.75% per annum of the market value of the TPIAs' clients' account.

### **Private Fund**

Buckhead Capital Management does not currently advise any private funds.

### **Incentive Fees**

See Item 6 below for information with respect to incentive fees.

### **Fees Charged to Employees**

Due to the special relationship with its employees, Buckhead Capital may charge a reduced or no fee for providing investment management services to them or their immediate family members.

### **Termination**

Investment management services provided by Buckhead Capital may be terminated by either party upon prior written notice as specified in the Investment Management Agreement. In the case of any termination, the management fee will be determined on a pro rata basis through the date of termination.

Wrap fee and model portfolio program clients should refer to the respective program's

sponsors' agreement for termination charges. If a wrap fee sponsor pays management fees in advance, upon termination a refund of the pro rata basis of fees will be made.

### **Other Fees and Expenses**

Buckhead Capital's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the respective client. Clients may incur certain charges imposed by custodians, brokers, and other third-parties such as fees charged by managers of ETFs or mutual funds, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions.

Item 12 further describes the factors that Buckhead Capital considers in selecting or recommending broker-dealers for clients' transactions and determining the reasonableness of their compensation (e.g., commission rates and mark-ups and mark-downs).

Buckhead Capital utilizes the services of Broadridge to file claims for its clients in the case of a class action lawsuit related to a security currently or previously held in a client or former client's account. The cost of such services is a specified percentage of the proceeds due a client and will be deducted from the amount that would otherwise be deposited in the client's account or paid to the former client.

## **Item 6 – Performance-Based Fees**

Buckhead Capital Management may charge performance-based fees (typically a lower base fee coupled with an additional fee if specified return targets are achieved) if the client requests such a fee structure. The determination of the performance-based fee will be based on a calculation which the client and Buckhead Capital have mutually agreed upon in writing.

This agreement will cover the degree of the performance required and the period over which it must be achieved in order to earn the performance-based fee or portion of the fee. Buckhead Capital's investment decisions and trade allocations will not vary based on the type of fee paid by an account.

## **Item 7 – Types of Clients**

Buckhead Capital's clients generally include individuals, trusts, estates, charitable organizations and endowments, professional and religious organizations, corporations and other commercial entities, pension and profit-sharing plans, state or municipal government entities, insurance companies, and registered investment advisors.

The Firm requires a minimum account size of \$1 million, subject to negotiation.

## Item 8 – Methods, Strategies and Risks

Buckhead Capital Management invests principally in traditional equity securities (common and preferred stocks and equivalents) and fixed income securities. Buckhead Capital's principal equity portfolio strategies focus on mid cap equities and large cap equities. Buckhead Capital's principal fixed income strategy focuses on high quality government, agency, corporate, mortgage, asset-backed and municipal debt securities.

Buckhead Capital offers both taxable and tax-free fixed income strategies.

In addition, the Company also may invest in mutual funds, exchange traded funds, and publicly traded master limited partnerships, and in limited circumstances options on clients' equity holdings.

### Investment Methodology and Strategy

#### *Research Process*

With respect to equity strategies, Buckhead Capital performs bottom-up, fundamentally focused analysis which seeks to identify securities that trade at attractive valuation multiples relative to their expected long-term growth and have solid underlying business fundamentals. Buckhead Capital attempts to identify key business drivers through an assessment of the company's business strategy and industry competitiveness. In assessing a company, Buckhead Capital reviews both company-provided information and available third-party research publications.

With respect to fixed income strategies, Buckhead Capital utilizes both a bottom-up and a top-down approach to investing. Our research process begins by setting our macro-economic outlook for the direction of the interest rates, changes in the shape of the yield curve, and sector performance through an analysis of both the level and trend of the economic activity both domestically and globally, inflation expectations, technical market factors, and outlook for central bank policy changes. We then screen securities in targeted sectors to identify securities which have strong and improving credit fundamentals and offer attractive relative value. Before making a final purchase decision on any security, we perform a thorough analysis to confirm the credit fundamentals, relative value, cash flow characteristics, liquidity, and technical market factors related to the security meet the portfolio's objectives.

#### *Portfolio Construction*

With r e s p e c t to equity strategies, portfolio construction is bottom-up, with certain

minimum and maximum sector constraints relative to the portfolio's benchmark. Within a particular investment strategy, Buckhead Capital invests across various industry sectors and issuer capitalizations. Portfolio managers conduct regular reviews of portfolios to ensure allocation of capital to the most attractive investments. Generally, an investment is sold when the investment thesis is proven wrong, when the security is considered to be over-valued, or when a more attractive investment is identified.

Our fixed income portfolio construction focuses on the four key components of fixed income portfolio construction: duration management, yield curve positioning, sector rotation, and security selection. We seek to add value and control risk in each component of the portfolio construction process to deliver superior risk-adjusted returns through all phases of the economic and interest rate cycles. Duration positioning is driven by the current inflation-adjusted yields compared to historical levels, viewed in the context of current market conditions and our expectations for the direction of rates moving forward. We position maturities across the yield curve to benefit from changes in term structure. We implement a ladder, bullet, or barbell structure based on our expectations for changes in shape of yield curve. Sector allocation decisions are based on current valuations relative to the perceived risk/return profile going forward, which is determined by the relative valuations, industry and market trends, and our fundamental outlook. Sector allocations are managed within internal risk controls and client directed limitations. In security selection, we seek to find undervalued securities in the market, based on their level of risk and liquidity, with cash flow characteristics that meet the portfolio's objectives.

With respect to balanced accounts, Buckhead Capital generally establishes an asset allocation range for equity and fixed income assets. Within those established guidelines, BCM may tactically allocate assets between equity and fixed income securities based on the relative valuation of those asset classes.

## *Risk Management*

Portfolio managers regularly review client portfolios to ensure that the portfolio composition is appropriate to the investment strategy and clients' objectives.

### Risks of Investments and Strategies Utilized

**Investing in securities involves risk of loss that Clients should be prepared to bear. Buckhead Capital's investment approach constantly keeps the risk of loss in mind. Investors may face the following investment risks:**

**General Investment and Trading Risks.** Clients may invest in securities and other financial instruments using strategies and investment techniques with significant risk characteristics. The investment program utilizes such investment techniques as option transactions, margin transactions, short sales, leverage, and derivatives trading, the use of which can, in certain circumstances, maximize the adverse impact to which a Client may be subject.

**Interest-rate Risk.** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.

**Inflation Risk.** When any type of inflation is present, a dollar today will buy more than a dollar next year, because purchasing power is eroding at the rate of inflation.

**Currency Risk.** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.

**Reinvestment Risk.** This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.

**Liquidity Risk.** Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.

**Management Risk.** The advisor's investment approach may fail to produce the intended results. If the advisor's assumptions regarding the performance of a specific asset class or fund are not realized in the expected time frame, the overall performance of the Client's portfolio may suffer.

**Cybersecurity Risk.** Buckhead Capital and its service providers may be subject to operational

and information security risks resulting from cyberattacks. Cyberattacks include, among other behaviors, stealing or corrupting data maintained online or digitally, denial of service attacks on websites, the unauthorized release of confidential information or various other forms of cybersecurity breaches.

Cybersecurity attacks affecting Buckhead Capital and its service providers may adversely impact Clients. For instance, cyberattacks may interfere with the processing of transactions, cause the release of private information about Clients, impede trading, subject Buckhead Capital to regulatory fines or financial losses, and cause reputational damage. Similar types of cybersecurity risks are also present for issuers of securities in which Clients may invest in, qualified custodians, governmental and other regulatory authorities, exchange and other financial market operators, or other financial institutions.

Cybersecurity incidents could ultimately cause clients to incur losses, including: financial losses, cost and reputational damages, and loss from damage or interruption of systems. Although Buckhead Capital has established its systems to reduce the risk of these incidents from coming to fruition, there is no guarantee that these efforts will always be successful, especially considering that Buckhead Capital does not directly control the cybersecurity measures and policies employed by third party service providers.

**Options Trading.** The risks involved with trading options are that they are very time sensitive investments. An options contract is generally for a few months. The buyer of an option could lose his or her entire investment even with a correct prediction about the direction and magnitude of a particular price change if the price change does not occur in the relevant time period (i.e., before the option expires). Additionally, options are less tangible than some other investments. An option is a “book-entry” only investment without a paper certificate of ownership.

**Trading on Margin.** In a cash account, the risk is limited to the amount of money that has been invested. In a margin account, risk includes the amount of money invested plus the amount that has been loaned. As market conditions fluctuate, the value of marginable securities will also fluctuate, causing a change in the overall account balance and debt ratio. As a result, if the value of the securities held in a margin account depreciates, the Client will be required to deposit additional cash or make full payment of the margin loan to bring the account back up to maintenance levels. Clients who cannot comply with such a margin call may be sold out or bought in by the brokerage firm.

**Pledged Assets and Securities Based Lending.** Pledging managed assets as collateral for a loan involves significant risks including, but not limited to, market volatility and maintenance calls, forced liquidation, tax consequences, and magnified loss. While Buckhead Capital continues to

manage the portfolio, the lender has a superior interest in the assets. If the market value of the pledged securities declines below a certain level, the lender may issue a maintenance call. This requires the client to immediately deposit additional cash or securities. If a maintenance call is not met, the lender has the right to sell securities in the account, without notice to the client, to cover the debt. This may result in selling at a loss or at an inopportune time, potentially disrupting the long-term investment strategy established. Any forced liquidation to satisfy a loan requirement may trigger unexpected capital gains taxes for the client. Although different from traditional margin used for purchasing new securities, the leverage created by Securities Based Lending increases the client's overall financial risk. A decline in the value of the pledged portfolio can result in a total loss of equity if the debt exceeds the remaining asset value

**Exchange-Traded Funds.** ETFs are a type of fund bought and sold on a securities exchange. The risks of owning an ETF generally reflect the risks of owning the underlying securities they are designed to track, although lack of liquidity in an ETF could result in it being more volatile and ETFs have management fees that increase their costs. ETFs are also subject to other risks, including: (i) the risk that their prices may not correlate perfectly with changes in the underlying reference units; and (ii) the risk of possible trading halts due to market conditions or other reasons that, in the view of the exchange upon which an ETF trades, would make trading in the ETF inadvisable.

**Mutual Fund Risks.** An investment in mutual funds could lose money over short or even long periods. A mutual fund's share price and total return are expected to fluctuate within a wide range, like the fluctuations of the overall stock market.

**Common Stocks and Equity-Related Securities.** Prices of common stock react to the economic condition of the company that issued the security, industry and market conditions, and other factors which may fluctuate widely. Investments related to the value of stocks may rise and fall based on an issuer's actual and anticipated earnings, changes in management, the potential for takeovers and acquisitions, and other economic factors. Similarly, the value of other equity-related securities, including preferred stock, warrants, and options may also vary widely.

**Small- and Mid-Cap Risks.** Securities of small-cap issuers may present greater risks than those of large-cap issuers. For example, some small- and mid-cap issuers often have limited product lines, markets, or financial resources. They may be subject to high volatility in revenues, expenses, and earnings. Their securities may be thinly traded, may be followed by fewer investment research analysts, and may be subject to wider price swings and thus may create a greater chance of loss than when investing in securities of larger-cap issuers. The market prices of securities of small- and mid-cap issuers generally are more sensitive to changes in earnings expectations, to

corporate developments, and to market rumors than are the market prices of large-cap issuers.

**Futures, Commodities, and Derivative Investments.** The prices of commodities contracts and derivative instruments, including futures and options, are highly volatile. Payments made pursuant to swap agreements may also be highly volatile. Price movements of commodities, futures and options contracts, and payments pursuant to swap agreements are influenced by, among other things, interest rates, changing supply and demand relationships, trade, fiscal, monetary and exchange control programs and policies of governments, and national and international political and economic events and policies. The value of futures, options, and swap agreements also depends upon the price of the commodities underlying them. In addition, Client assets are subject to the risk of the failure of any of the exchanges on which its positions trade or of its clearinghouses or counterparties.

**Highly Volatile Markets.** The prices of financial instruments can be highly volatile. Price movements of forward and other derivative contracts are influenced by, among other things, interest rates, changing supply and demand relationships, trade, fiscal, monetary and exchange control programs and policies of governments, and national and international political and economic events and policies. Clients are also subject to the risk of failure of any of the exchanges on which their positions trade or of its clearinghouses.

**Non-U.S. Securities.** Investments in securities of non-U.S. issuers pose a range of potential risks which could include expropriation, confiscatory taxation, imposition of withholding or other taxes on dividends, interest, capital gains or other income, political or social instability, illiquidity, price volatility, and market manipulation. In addition, less information may be available regarding securities of non-U.S. issuers, and non-U.S. issuers may not be subject to accounting, auditing and financial reporting standards, and requirements comparable to or as uniform as those of U.S. issuers.

**Emerging Markets.** In addition to the risks associated with investments outside of the United States, investments in emerging markets (i.e., the developing countries) may involve additional risks. Emerging markets generally are not as efficient as those in developed countries. In some cases, a market for the security may not exist locally, and transactions will need to be made on a neighboring exchange. Volume and liquidity levels in emerging markets are lower than in developed countries. When seeking to sell emerging market securities, little or no market may exist for the securities. In addition, issuers based in emerging markets are not generally subject to uniform accounting and financial reporting standards, practices, and requirements comparable to those applicable to issuers based in developed countries, thereby potentially increasing the risk of fraud or other deceptive practices.

**Capitalization Risks.** Investing in Companies within the same market capitalization category carries the risk that the category may be out of favor due to current market conditions or investor sentiment.

**Market Risks.** Turbulence in the financial markets and reduced liquidity may negatively affect the Companies, which could have an adverse effect on each of them. If the securities of the Companies experience poor liquidity, investors may be unable to transact at advantageous times or prices, which may decrease the Company's returns. In addition, there is a risk that policy changes by central governments and governmental agencies, including the Federal Reserve or the European Central Bank, which could include increasing interest rates, could cause increased volatility in financial markets, which could have a negative impact on the Companies. Furthermore, local, regional, or global events such as war, acts of terrorism, the spread of infectious illness or other public health issues, recessions, or other events could have a significant impact on the Companies. For example, the rapid and global spread of COVID-19, resulted in extreme volatility in the financial markets and severe losses; reduced liquidity of many Companies' securities; restrictions on international and, in some cases, local travel; significant disruptions to business operations (including business closures); strained healthcare systems; disruptions to supply chains, consumer demand and employee availability; and widespread uncertainty regarding the duration and long-term effects of this pandemic. Some sectors of the economy and individual issuers experienced particularly large losses. In addition, the COVID-19 pandemic resulted in increased volatility and/or decreased liquidity in the securities markets. The Companies' values could decline over short periods due to short-term market movements and over longer periods during market downturns.

**Alternative Investments.** When appropriate for a Client's objective, risk tolerance and qualifications, Buckhead Capital recommends the client participate in private issues, such as single purpose vehicles, funds of funds, private equity, and hedge funds. These are usually structured as limited partnerships with differing minimum investments, liquidity, fees and carries.

**The foregoing list of risk factors does not purport to be a complete enumeration or explanation of the risks involved in an investment with Buckhead Capital.**

## **Item 9 – Disciplinary Information**

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Buckhead Capital Management or the integrity of the Firm's management.

Buckhead Capital does not have any disciplinary information applicable to this Item to disclose.

## Item 10 – Other Financial Industry Activities and Affiliations

### *Charles Schwab*

Buckhead Capital may recommend that separately managed account clients establish brokerage accounts with the Schwab Institutional division of Charles Schwab & Co., Inc. (“Schwab”), a registered broker-dealer, to maintain custody of clients’ assets and to effect trades for their accounts. Schwab provides Buckhead Capital Management with access to its institutional trading and custody services, which are typically not available to Schwab retail investors. These services generally are available to independent investment advisers at no charge to them so long as a total of at least \$10 million of the adviser’s clients’ assets are maintained in accounts at Schwab Institutional, and are not otherwise contingent upon advisor committing to Schwab any specific amount of business (assets in custody or trading). Schwab’s services include brokerage, custody, research, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

Schwab makes available to Buckhead Capital Management products and services that benefit Buckhead Capital Management but may not benefit its clients’ accounts. Some of these products and services assist Buckhead Capital Management in managing and administering clients’ accounts. These products and services include, but are not limited to: software and other technology that provide access to client account data (such as trade confirmations and account statements); trade execution (and allocation of aggregated trade orders for multiple client accounts); pricing information and other market data; payment of Buckhead Capital Management’s fees from its clients’ accounts custodied at Schwab; and assistance with back-office functions, recordkeeping and client reporting. Many of these services may be used to service all or a substantial number of Buckhead Capital Management’s accounts, including accounts not maintained at Schwab Institutional, a subsidiary of Schwab.

Schwab Institutional also makes available to Buckhead Capital other services intended to help the Company manage and further develop its business enterprise. These services may include consulting, publications, and conferences on practice management, information technology, business succession, regulatory compliance, and marketing. In addition, Schwab may make available, arrange and/or pay for these types of services rendered to the Company by independent third parties. Schwab Institutional may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third- party providing these services to Buckhead Capital.

Buckhead Capital Management's recommendation that clients maintain their assets in accounts at Schwab may be based in part on the benefit to Buckhead Capital Management of the availability of some of the foregoing products and services and not solely on the nature, cost, or quality of custody and brokerage services provided by Schwab, which may create a conflict of interest.

Schwab generally does not charge separately for Buckhead Capital's clients' accounts maintained at Schwab but is compensated by earnings on cash balances, securities lending, or other transaction-related fees for securities trades that are executed through Schwab or that settle into Schwab accounts.

From time-to-time, Buckhead Capital may make an error in submitting a trade order on a client's behalf with Schwab. When this occurs, a correcting trade may be placed with Schwab as custodian of the client account. If a trade error occurs, it will be corrected and no loss will occur to the client account. If the loss is less than \$100, Schwab will absorb the loss. If the loss is over \$100, Buckhead Capital absorbs the loss. If the trade error results in a gain, Schwab will keep the gain and, if it exceeds \$100, will donate the gain to charity.

#### *Broadridge Financial Solutions*

Buckhead Capital has engaged a third party provider, Broadridge Financial Solutions, to monitor and file class action securities claims on our clients' behalf. Clients have the option to decline this service and file class action settlement claims on their own. If a client opts out of this service, Buckhead Capital does not have an obligation to advise or take any action on behalf of a client with regard to class action litigation involving investments held in or formerly held in a client's account. Buckhead Capital and Broadridge Financial Solutions are non-affiliated companies.

Buckhead Capital believes that Broadridge's complete record-date file for proxy, regulatory, and corporate actions, along with its infrastructure and technology, enable it to maximize recoveries from class action litigation claims for clients by reducing the risk of missed settlement or investor notifications. In the event a recovery is made, Broadridge will receive a fee equal to 15% of the amount that it collects for participating clients. The balance of the class action recoveries shall be deposited directly by Broadridge into the account that holds or held the shares subject to the class action. Buckhead Capital Management does not receive any portion of the 15% contingency fee charged by Broadridge.

## Item 11 – Code of Ethics

Buckhead Capital has adopted a Code of Ethics (“Code”) which is designed to detect and address potential conflicts of interest and prevent acts prohibited by law. The Code states that clients’ interests should always be placed ahead of any personal interest. In addition, Buckhead Capital’s Insider Trading Policy forbids any supervised person of Buckhead Capital from trading, either personally or on behalf of others, on material non-public information. It also forbids communicating material non-public information to others in violation of the law (i.e., insider trading) or in violation of a fiduciary duty.

The Firm’s employees are permitted to buy and sell securities for their own account. From time to time, the securities purchased or sold by those individuals may include securities that Buckhead Capital has bought or sold for its clients. The Firm has instituted the following procedures, among others, to minimize the risk of conflicts of interest.

Among others, the Code requires supervised persons to:

- Submit to the Chief Compliance Officer (“CCO”) or his designee an initial and an annual report listing their securities holdings;
- Pre-clear personal securities transactions, other than those exempted by the Code, by the CCO or his designee, or by other appropriate Officers of the Company;
- Provide duplicate copies of account statements to the CCO or his designee for review (unless a specific exemption applies);
- Not invest in IPOs without the prior approval from the CCO or his designee;
- Obtain approval from the CCO or his designee prior to investing in Private Placements (limited offerings);
- Not effect short sales of securities that are held in client accounts;
- Comply with the federal securities laws, certify that they have read and understand the Code, and report any violations of the Code to the CCO;
- Not trade either in their personal accounts, or on behalf of Clients, on the basis of material non-public information; and
- Not use their position for inappropriate personal benefit.

Employees who violate the Code and the Company’s Compliance Manual are subject to disciplinary action including, but not limited to, written warnings, fines, and termination of

employment.

The Company will provide a copy of its Code of Ethics to any client or prospective client, upon request made to John Swanson, Chief Compliance Officer.

From time-to-time, various potential and actual conflicts of interest may arise from the investment advisory activities of the Company, its employees and affiliates. The Company, its employees, and affiliates may give advice to, or take action for, clients that may differ from, conflict with, or be adverse to advice given or action taken for other clients. These activities may adversely affect the prices and availability of other securities held by or potentially considered for one or more clients.

See Item 12 for information with respect to Principal and Agency Cross Transactions.

## Item 12 – Brokerage Practices

Generally, Buckhead Capital selects broker-dealers through which to effect transactions on the basis of best execution. “Best execution” does not mean effecting transactions at the lowest possible commission rate, transaction costs, and price, but includes a number of factors mentioned herein.

Buckhead Capital seeks to effect transactions at a price, commission and transaction cost (e.g., mark-up or mark-down) that provides the most favorable total cost or proceeds reasonably attainable under the circumstances. The Company may also consider various other factors when selecting broker-dealers including, but not limited to, the nature of the portfolio transaction, the size of the transaction, broker’s trading expertise, reliability, responsiveness, reputation, execution, clearance, settlement and error correction capabilities, willingness to commit capital, access to a particular trading market, security conditions (e.g., liquidity, volatility), and the value of research it provides.

Buckhead Capital has discretion to determine without obtaining prior consent from any client the:

- broker or dealer to execute transactions; and
- commission rates or commission equivalents charged for effecting transactions.

### *Broker Selection*

In selecting broker-dealers (including electronic communications networks) to effect clients’ transactions, Buckhead Capital seeks to obtain best execution under the circumstances, taking into consideration, among others, the broker-dealers’:

- ability to effect prompt and reliable executions at favorable prices;
- operational efficiency with which transactions are effected taking into account the size of order and difficulty of execution;
- financial strength;
- integrity and stability;
- quality, comprehensiveness and frequency of available research services considered to be of value; and
- Competitiveness of commission rates and dealer spreads in comparison with other broker-dealers.

Clients' transactions may involve specialized services on the part of a broker-dealer, which may justify higher commissions (and mark-ups or mark-downs) than would be the case for more routine services.

### *Cross-Trades*

From time-to-time, the Company may effect a purchase of a security for one or more clients at the same time as a sale of the same security for another client. Such transactions may be effected to rebalance the positions held in clients' portfolios in order to achieve uniform results among clients, to take into account clients' cash flows or to comply with investment guidelines and restrictions. Such transactions, at the Company's discretion, will be effected at the volume-weighted-average-price ("VWAP"), the closing price for the security or some other fair and reasonable basis. Buckhead Capital does not commonly cross trades.

By "crossing" transactions internally between two client accounts, Buckhead Capital may save the accounts brokerage commissions or mark-up/mark-downs that are charged in transactions effected on the open market. In addition, the accounts usually save on market impact costs (adverse movements in market prices which directly results from the accounts' transactions and which are borne by the accounts). Other related costs such as custody expenses and transfer taxes may also be saved. Accordingly, Buckhead Capital may cross trade client accounts if it believes such transactions are in the best interests of clients on both sides of the transactions and if the Firm believes it will achieve best execution.

Notwithstanding the foregoing, since cross trades involving employee benefit plan assets may be prohibited transactions under the Employee Retirement Income Securities Act ("ERISA"), Buckhead Capital does not engage in cross trades for client accounts subject to ERISA. As a result, the Company may not be able to achieve executions of the price, cost, nature, quality, or speed for ERISA accounts (whose trades must be effected on the open market) that it might, on occasion, be able to achieve for non-ERISA clients that participate in cross trades. Similarly, ERISA accounts may be impacted more by price changes caused by orders effected on the open market than non-ERISA accounts. Accordingly, transactions for ERISA accounts may result in less favorable net prices on the purchase and sale of securities than might be the case for non-ERISA accounts for whom Buckhead Capital engages in cross trades.

### *Research and Brokerage Services*

Buckhead Capital obtains proprietary and third-party research services or products with clients' commissions ("Soft Dollars").

As is customary in the industry, broker-dealers may provide their own proprietary research

to investment advisers, including Buckhead Capital. Generally, commissions paid to these broker-dealers to execute transactions include the cost to receive their proprietary research and other brokerage services.

While the Company uses proprietary and third-party research to benefit all clients in its investment decision-making process, clients whose Soft Dollars are used to pay for proprietary and third-party research and brokerage services may not necessarily receive the direct benefit of this research or brokerage services while clients who do not pay for these services may receive the benefit. Buckhead Capital believes that receipt of proprietary and third-party research and brokerage services assists the Company in its investment decision-making. This benefits all clients without regard to whether the client who provides the Soft Dollars receives the direct benefit (as that client may receive the benefit when another client's Soft Dollars are used to pay for these services). Buckhead Capital is not required to weigh any of these factors equally. Research services received are in addition to and not in lieu of services required to be performed by Buckhead Capital and the Company's management fees are not reduced as a consequence of the receipt of such supplemental research information.

Buckhead Capital may from-time-to-time but not always, effect transactions through brokers with an "execution only" commission rate. When effecting transactions that are not "execution only," commission rates may be higher than otherwise available as clients may be deemed to be paying for research services provided by the broker.

Research services obtained with Soft Dollars may include written information and analyses concerning specific securities, companies or sectors, market, financial and economic studies and forecasts, statistics and pricing or appraisal services, and access to research analysts and company executives, along with hardware, software, data bases and other technical and telecommunication services, lines, and equipment utilized in the investment management process.

Buckhead Capital reviews and approves, among others, broker-dealers through whom transactions are executed, the research products and services these broker-dealers may provide to the Company, and the quality of the trading activity transacted by these brokers.

#### *Aggregation and Allocation*

Buckhead Capital, at its discretion, may aggregate orders in the same security for clients transacting in that security and will generally allocate the securities or proceeds arising as a result of the transactions (and the related transaction expenses) on an average price basis among the clients in the order.

The Company believes that by aggregating orders, commission rates and transaction costs

may be reduced as a result of such aggregation. However, in certain instances, average pricing may result in higher or lower total net execution price than otherwise obtainable by effecting client transactions separately. The Company believes that aggregating orders contributes to seeking best execution.

Buckhead Capital Management's objective in allocating block order trades is to ensure that, based on the needs and financial objectives of its various clients (including any restrictions or limitations applicable to particular clients), it is distributing investment opportunities among client accounts in a manner that is fair and equitable to all.

#### *Wrap Fee Programs*

Buckhead Capital Management is a manager in "wrap fee" programs as well as providing investment advice to separately managed accounts. As a manager in wrap fee programs, the Company usually effects client transactions through the clients' sponsoring firm. Accordingly such wrap fee program industry practices may create trade execution issues for clients in wrap fee programs because these transactions are effected through the clients' sponsor.

As customary in the industry, transactions in wrap fee accounts are generally effected without commission, because the wrap fee covers the wrap fee sponsor, investment advisers, and brokerage services. Because Buckhead Capital Management may be required to execute transactions only with the broker-dealer selected by the client or by the wrap sponsor, the Firm may not be able to place transactions with other broker-dealers that may be able to execute transactions at more favorable prices and may not be able to obtain discounted commissions for the client by combining his or his transactions with those of other clients trading as a block; therefore, these clients may not necessarily obtain commission rates as favorable as those obtained by other Buckhead Capital Management clients. Therefore, performance of accounts in wrap programs may differ from that of the non-wrap sponsored accounts.

Clients should conduct their own due diligence to assure themselves that the broker-dealer offering the wrap program is able to provide competitive execution and commission rates on transactions compared to that which Buckhead Capital may have obtained otherwise. Clients should also consider that, depending upon the level of the fee charged by the wrap sponsor or the broker-dealer, the amount of portfolio activity in the clients' account, the value of custodial and other services which are provided under the arrangement, and other factors, the wrap fee that they pay may exceed the aggregate cost of such services if they were to be provided separately.

Conflicts of interest may exist between Buckhead Capital's duty to obtain best execution and

its receipt of future accounts from the client's broker-dealer or wrap-fee sponsor, by virtue of Buckhead Capital Management's participation in the wrap program.

#### *Payment for Client Referrals*

From time-to-time, broker-dealers and their employees may refer potential clients to Buckhead Capital. It is the Company's policy not to direct transactions and commissions to these broker-dealers as compensation for such referrals. However, Buckhead Capital, at its discretion, may effect transactions through these broker-dealers provided they are able to provide best execution.

See Item 14 below for additional information with respect to payment for client referrals.

#### *Directed Brokerage*

Buckhead Capital Management, at its discretion, may accept a client's direction to utilize a specific broker or dealer to execute transactions in the client's account in recognition of custodial or other services provided to the client by the broker or dealer. A client who chooses to designate use of a particular broker or dealer should consider whether such designation may result in certain costs or disadvantages to the client, because the client may pay higher commissions on some transactions than might otherwise be attainable by the Company.

Buckhead Capital generally will utilize "step-outs" for clients that direct brokerage in order for them to receive the same execution as clients that do not direct brokerage. In a step-out trade, an investment advisor directs trades to a broker-dealer that executes the transaction, while a second broker-dealer (i.e., the directed broker) clears and settles the transaction at the client's negotiated commission structure.

By directing Buckhead Capital Management to use a specific broker or dealer, clients who are subject to ERISA confirm and agree in their contracts with the Company that they have the authority to make such direction; that there are no provisions in any client or plan document which are inconsistent with the direction; that the brokerage and other goods and services provided by the broker or dealer through the brokerage transactions are provided solely to and for the benefit of the client's plan, plan participants, and their beneficiaries; that the amount paid for the brokerage and other services have been determined by the client and the plan to be reasonable; that any expenses paid by the broker on behalf of the plan are expenses that the plan would otherwise be obligated to pay; and that the specific broker or dealer is not a party in interest of the client or the plan as defined under applicable ERISA regulations.

#### *Rotation Methodology*

The participation of Buckhead Capital Management in wrap fee programs and the willingness

to accept brokerage direction from a client mean that it is possible that the firm's orders to buy and sell a particular security could be competing in the market as the same trade is executed across undirected, directed and wrap accounts. In order to address these trade execution issues, Buckhead Capital uses a rotational approach to avoid client accounts competing in the marketplace. Transactions are effected as follows:

- The opportunity to trade first will rotate between separately managed accounts as a group and wrap fee accounts as a group.
- Within the separately managed accounts, non-directed separately managed accounts and directed separately managed accounts will rotate as a group.
- Within the wrap fee accounts, each sponsoring wrap fee sponsor with the same investment strategy will rotate.

Buckhead Capital believes that such rotation methodology is fair and equitable to clients.

#### *Trade Errors*

From time-to-time, Buckhead Capital may cause a trade error to occur. For example, trade errors may happen as a result of buying or selling the incorrect amount of securities (e.g., 10,000 shares were purchased when the intention was to purchase 1,000 shares), executing transactions in the wrong client account, executing the wrong type of transaction (the order was to buy shares but shares were sold), and for other reasons. When trade errors occur, the Company's policy is to correct the error promptly. In the event that the Company caused the error, the Company will make the client whole for any loss. If the client caused the error (e.g., the client advised the Company that a certain amount of funds would be wired to the account on a certain day but a substantially smaller amount was wired or the funds were not wired and the Company acted upon the client's advice), the client will bear the error. If a third-party caused the error (e.g., the Company properly gave trade instructions to a broker-dealer but the broker-dealer executed the order incorrectly), Buckhead Capital will take steps to collect from the third-party the amount of the error; however, there is no guarantee that the Company will be successful recuperating such funds in which case the client will bear the loss.

#### *Principal and Agency Cross-Transactions*

"Principal transactions" are defined as transactions where an adviser, acting as principal for its own account or the account of an affiliated broker-dealer, buys from or sells any security to any advisory client. A principal transaction may also be deemed to have occurred if a security is crossed between an affiliated fund and another client account.

An “agency cross transaction” is defined as a transaction where a person acts as an investment adviser in relation to a transaction in which the investment adviser, or any person controlled by or under common control with the investment adviser, acts as broker for both the advisory client and for another person on the other side of the transaction. Agency cross transactions may arise where an adviser is dually registered as a broker-dealer or has an affiliated broker-dealer.

Buckhead Capital is neither registered as, nor is affiliated with, a broker-dealer.

## Item 13 – Review of Accounts

### *Account Reviews*

Portfolio managers regularly review clients' portfolios based on, among other factors, the account's investment objectives, guidelines, market conditions, and changes to the clients' financial condition (as communicated by the client). Portfolio managers are available to discuss portfolios with clients upon request. In addition, portfolio managers may periodically meet with clients to discuss their portfolios.

### *Client Reports*

Buckhead Capital provides clients with monthly or quarterly account reports that include portfolio holdings and a list of purchases and sales.

Clients should review the account balances in their client report and compare them with the statements that they receive directly from the custodian. The custodial statement is the official record of security and cash holdings and transactions. Many custodial banks use settlement date basis and post fixed income interest payments and principal maturities on the following business days when they occur on a weekend. BCM reports are based on the trade date in accordance with GIPS performance standards, which may result in the need to reconcile our accounting system results with the custodian's value due to a timing issue. **Clients should notify us promptly if they do not receive statements from their custodian at least quarterly.**

See Item 15 for additional information with respect to custody of assets.

## **Item 14 – Client Referrals and Other Compensation**

### *Client Referrals*

From time-to-time, Buckhead Capital may enter into arrangements with unaffiliated third-parties (“solicitors”) whereby they are compensated for referring clients. Generally, payments to such solicitors will be based on a percentage of the management fee earned by the Company with respect to such client.

### *Conflicts of Interest*

Referred clients should be aware of inherent conflicts of interest between Buckhead Capital and them with respect to the solicitation arrangement described above. Solicitors refer potential clients to the Company because they will be paid a fee and not necessarily because Buckhead Capital provides appropriate and suitable investment strategies for the client.

If a prospective client is referred to Buckhead Capital through a solicitation arrangement, the solicitor will provide the prospective client with a written disclosure of our agreement with the solicitor including a description of the compensation the solicitor will receive for the referral.

In addition, referred clients may contact John Swanson, Chief Compliance Officer, to obtain information with respect to the arrangement with the solicitor, including the fee payment schedule.

### *Other Compensation*

Buckhead Capital may compensate its employees directly for any clients referred to us. Therefore, the employee may have a financial interest in the client’s selection of Buckhead Capital for its investment management services.

### *Pledged Assets*

When a client requires liquidity, Buckhead Capital may have a financial incentive to recommend a Securities Based Loan rather than the liquidation of securities. If a client sells securities to raise cash, the assets under management decrease, which reduces the management fee paid to the Firm. Conversely, if a client pledges assets as collateral for a loan, those assets remain in the managed account, and Buckhead Capital continues to charge its standard management fee on the full market value of the pledged assets. This creates a conflict of interest as the Firm earns higher compensation if the client maintains the debt rather than selling the assets. We address this conflict by adhering to our fiduciary duty to provide advice that is in the client’s best interest regardless of the impact on our fees.

See Item 10 with respect to Buckhead Capital’s relationship with Charles Schwab & Co.

## Item 15 – Custody

Clients' assets are held by a custodian of their own selection.

Clients should receive at least quarterly statements from the broker-dealer, bank or other qualified custodian that holds and maintains client's investment assets. Buckhead Capital Management urges clients to carefully review such statements and compare such official custodial records to the account statements that we may provide. Our statements may vary from custodial statements based on accounting procedures, reporting dates, or pricing services used for certain securities.

The custodian is responsible for, among other things, opening and maintaining a custody account or accounts in the name of the client and holding and administering all assets of the client as shall be deposited by the client from time to time with and accepted by the custodian. Pursuant to custodial agreements, each custodian will clear the respective clients' securities transactions that are effected through other brokerage firms.

Additionally, Buckhead Capital is deemed to have "custody" of client assets in a variety of other circumstances as well, and in each case, we will comply with the custody requirements under the Advisers Act. We have custody of client assets any time that we have authority or ability to obtain possession of client assets. We also will be deemed to have "custody" over our client accounts from which we are authorized to deduct fees or other expenses. Where we are deemed to have custody over advisory client accounts, clients will receive quarterly account statements from the qualified custodian for such accounts. Clients should carefully review the account statements received from the qualified custodian and compare them to statements received from us.

## **Item 16 – Investment Discretion**

### *Discretionary Investment Services*

At the outset of an advisory relationship, Buckhead Capital generally receives discretionary authority from the client to select the identity and amount of securities to be bought or sold as well as the broker-dealer to be used and the commission rates to be paid. Subject to the Company's consent, clients may provide specific investment restrictions and guidelines (e.g., limitations on security exposures). Such investment guidelines and restrictions must be provided to the Company in writing. In all cases, however, Buckhead Capital exercises its investment discretion in a manner consistent with the stated investment objectives for the particular client account.

### *Non-Discretionary Investment Services*

For clients who do not grant investment discretion, Buckhead Capital makes investment recommendations that may be accepted or rejected. If the non-discretionary clients decide to accept the Company's recommendations, they will instruct Buckhead Capital to execute the order.

### *Conflicting Transactions*

Buckhead Capital may effect a purchase of securities for one client account at the same time as a sale of the same securities for another client account. In many instances such transactions will be effected to rebalance the positions held in client accounts with a view towards achieving uniform results among clients in the same strategy, or otherwise in consideration of differing cash flows, or to comply with clients' investment guidelines or restrictions. On these occasions, portfolio managers and traders will consult to ensure that the transactions are consistent with the investment objectives, policies, and restrictions of each client account and are appropriate for each client. Buckhead Capital will strive to execute these transactions at prices that are fair and equitable to the clients whose securities are being purchased or sold.

## Item 17 – Voting Client Securities

Buckhead Capital has implemented policies and procedures regarding the voting of proxies as required under Rule 206(4)-6 of the Investment Advisers Act.

This Rule generally requires the Company to (i) adopt policies and procedures reasonably designed to ensure that proxies, with respect to securities in the clients' accounts where we exercise voting discretion, are voted in the best interest of our clients; (ii) to disclose how information may be obtained on how we vote proxies; and (iii) to maintain records relating to our proxy voting.

Buckhead Capital has adopted Proxy Voting Policies and Procedures (the "Proxy Policy") that are designed to ensure that it votes proxies with respect to clients' portfolio securities in the best interests of clients. Buckhead Capital utilizes the services of an independent third-party provider, to provide the Company with due diligence and administrative services with respect to voting client proxies.

In general, Buckhead Capital will vote against any actions that would reduce the rights or options of shareholders, reduce shareholder influence over the board of directors and management, reduce the alignment of interests between management and shareholders, or reduce the value of the shareholders' investments.

In addition, the following shall be strictly adhered to unless prior written approval of Buckhead Capital's Chief Compliance Officer is obtained:

- Buckhead Capital Management shall not engage in conduct that involves an attempt to change or influence the control of a public company;
- Buckhead Capital Management will not announce its voting intentions and the reasons therefore; and
- Buckhead Capital Management shall not participate in a proxy solicitation or otherwise seek proxy-voting authority from any other public company shareholder.

All communications with portfolio companies or fellow shareholders shall be for the sole purpose of expressing and discussing Buckhead Capital's concerns for its advisory clients' interests (plan participants and beneficiaries in the case of ERISA accounts) and not for an attempt to influence the control of management.

It is Buckhead Capital's policy to fully comply with ERISA's requirements regarding proxy voting. Therefore, with respect to ERISA accounts for which Buckhead Capital is an investment manager, the Company will act prudently and solely in the interest of the

participants and beneficiaries of each such account. Buckhead Capital's policies and procedures regarding proxy voting may be amended from time to time to reflect developments in applicable law.

Some ERISA accounts for which Buckhead Capital Management is investment manager may wish to retain responsibility for proxy voting or to assign that responsibility to a different investment manager. Such accounts must either provide Buckhead Capital with a plan document that expressly precludes investment managers from voting proxies or execute an investment management agreement with Buckhead Capital Management that expressly precludes the Company from voting proxies. In the absence of such documentation, Buckhead Capital Management has the legal responsibility and the obligation to vote proxies for its ERISA accounts.

Non-ERISA clients may elect to vote their own proxies as reflected in the clients' investment management agreement.

The Proxy Policy also requires that the Company identify and address proxy voting conflicts of interest between Buckhead Capital and clients. In the event a material conflict of interest exists, Buckhead Capital will determine whether voting in accordance with the guidelines set forth in the Proxy Policy are in the best interests of clients. To address a material conflict, Buckhead Capital may refer such proxy to a third-party, including the client, and will follow the voting decision of such third-party.

Upon request, Buckhead Capital will provide, at no cost, a copy of its proxy voting policies and will provide clients with information regarding how proxies were voted. Clients who would like such information should contact John Swanson, Chief Compliance Officer.

## **Item 18 – Financial Information**

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about Buckhead Capital Management’s financial condition.

Buckhead Capital Management does not have any financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients. In addition, the Company has not been the subject of a bankruptcy proceeding.

## Item 1- Cover Page

### **BROCHURE SUPPLEMENT**

Walter E. DuPre, CFA

Buckhead Capital Management, LLC

900 Circle 75 Pkwy SE

Suite 900

404-720-8800

March 30, 2026

**This Brochure Supplement provides information about Walter DuPre that supplements Buckhead Capital Management, LLC's ("Buckhead Capital") Brochure. You should have received a copy of that Brochure. Please contact John Swanson, Chief Compliance Officer, 404-720-8800, if you did not receive Buckhead Capital's Brochure or if you have any questions about the contents of this Brochure Supplement.**

## Item 2- Educational Background and Business Experience

*Born:* 1954.

*Education:* Brown University, B.A.

Columbia University, M.B.A., Finance and Accounting

CFA Institute, Chartered Financial Analyst\*

*Business Experience:* Buckhead Capital Management, LLC, Partner, 2000 –present.

\*The Chartered Financial Analyst (CFA) designation is an international professional designation offered through CFA Institute. The minimum requirements to earn a CFA designation are a Bachelor's degree or four years of professional work experience (or combination), passing the Level I, II, and III Exams, having four years of professional work experience in the investment decision-making process, joining the CFA Institute as a member and committing to abide by and annually reaffirming their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct. [www.cfainstitute.org](http://www.cfainstitute.org)

[www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)

## Item 3- Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice.

No information is applicable to this Item.

#### **Item 4- Other Business Activities**

No information is applicable to this Item.

#### **Item 5- Additional Compensation**

No information is applicable to this Item.

#### **Item 6 - Supervision**

Supervisor: John Swanson, 404-720-8800.

As Managing Partners, Messrs. DuPre and Swanson are responsible for monitoring the advice that supervised persons of Buckhead Capital provides to clients. In addition, clients' accounts are reviewed by the relevant portfolio managers to ensure consistency with Buckhead Capital's investment processes and conformity with client objectives and guidelines and credit analysts frequently monitor the risk profile of client accounts in view of market developments.

Inquiries with respect to Mr. DuPre may be addressed to Mess. Swanson.

## Item 1- Cover Page

### **BROCHURE SUPPLEMENT**

John D. Swanson

Buckhead Capital Management, LLC

900 Circle 75 Pkwy SE

Suite 900

404-720-8800

March 30, 2026

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## Item 2- Educational Background and Business Experience

*Born:* 1965.

*Education:* Auburn University, B.S., Finance

*Business Experience:* Buckhead Capital Management, LLC, Partner, 2000 –present.

[www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)

## Item 3- Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice.

No information is applicable to this Item.

## Item 4- Other Business Activities

No information is applicable to this Item.

### **Item 5- Additional Compensation**

No information is applicable to this Item.

### **Item 6 - Supervision**

Supervisor: Walter DuPre, 404-720-8800.

As Managing Partners, Messrs. DuPre and Swanson are responsible for monitoring the advice that supervised persons of Buckhead Capital provides to clients. In addition, clients' accounts are reviewed by the relevant portfolio managers to ensure consistency with Buckhead Capital's investment processes and conformity with client objectives and guidelines and credit analysts frequently monitor the risk profile of client accounts in view of market developments.

Inquiries with respect to Mr. Swanson may be addressed to Mess. DuPre.

## Item 1- Cover Page

### **BROCHURE SUPPLEMENT**

Chad K. Stephens

Buckhead Capital Management, LLC

900 Circle 75 Pkwy SE

Suite 900

404-720-8800

March 30, 2026

**This Brochure Supplement provides information about Walter DuPre that supplements Buckhead Capital Management, LLC's ("Buckhead Capital") Brochure. You should have received a copy of that Brochure. Please contact John Swanson, Chief Compliance Officer, 404-720-8800, if you did not receive Buckhead Capital's Brochure or if you have any questions about the contents of this Brochure Supplement.**

## Item 2- Educational Background and Business Experience

*Born:* 1966.

*Education:* College of Charleston, BS

*Business Experience:* Buckhead Capital Management, LLC, Portfolio Manager, 2016-present.  
StableRiver Capital Management LLC, Portfolio Manager, 2000-2016.

[www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)

## Item 3- Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice.

No information is applicable to this Item.

## Item 4- Other Business Activities

No information is applicable to this Item.

#### **Item 5- Additional Compensation**

No information is applicable to this Item.

#### **Item 6 - Supervision**

Supervisor: Walter DuPre and John Swanson, 404-720-8800.

As Managing Partners, Messrs. DuPre and Swanson are responsible for monitoring the advice that supervised persons of Buckhead Capital provides to clients. In addition, clients' accounts are reviewed by the relevant portfolio managers to ensure consistency with Buckhead Capital's investment processes and conformity with client objectives and guidelines and credit analysts frequently monitor the risk profile of client accounts in view of market developments.

Inquiries with respect to Mr. Stephens may be addressed to Messrs. DuPre or Swanson.

## Item 1- Cover Page

### **BROCHURE SUPPLEMENT**

Cynthia L. Prince

Buckhead Capital Management, LLC

900 Circle 75 Pkwy SE

Suite 900

404-720-8800

March 30, 2026

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## Item 2- Educational Background and Business Experience

*Born:* 1977.

*Education:* North Georgia College, B.S., Finance  
Georgia State University, M.B.A.

*Business Experience:* Buckhead Capital Management, LLC, Portfolio Manager & Administrator, 2000-present.

[www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)

## Item 3- Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice.

No information is applicable to this Item.

## Item 4- Other Business Activities

No information is applicable to this Item.

#### **Item 5- Additional Compensation**

No information is applicable to this Item.

#### **Item 6 - Supervision**

Supervisor: Walter DuPre and John Swanson, 404-720-8800.

As Managing Partners, Messrs. DuPre and Swanson are responsible for monitoring the advice that supervised persons of Buckhead Capital provides to clients. In addition, clients' accounts are reviewed by the relevant portfolio managers to ensure consistency with Buckhead Capital's investment processes and conformity with client objectives and guidelines and credit analysts frequently monitor the risk profile of client accounts in view of market developments.

Inquiries with respect to Ms. Prince may be addressed to Messrs. DuPre or Swanson.

## Item 1- Cover Page

### **BROCHURE SUPPLEMENT**

Harold F. Nelson

Buckhead Capital Management, LLC

900 Circle 75 Pkwy SE

Suite 900

404-720-8800

March 30, 2026

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## Item 2- Educational Background and Business Experience

*Born:* 1958.

*Education:* St. Francis College, BS  
Mercer University, MBA, Finance

*Business Experience:* Buckhead Capital Management, LLC, Portfolio Manager, 2015-present.  
StableRiver Capital Management LLC, Portfolio Manager, 2006-2015.

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## Item 3- Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice.

No information is applicable to this Item.

#### **Item 4- Other Business Activities**

No information is applicable to this Item.

#### **Item 5- Additional Compensation**

No information is applicable to this Item.

#### **Item 6 - Supervision**

Supervisor: Walter DuPre and John Swanson, 404-720-8800.

As Managing Partners, Messrs. DuPre and Swanson are responsible for monitoring the advice that supervised persons of Buckhead Capital provides to clients. In addition, clients' accounts are reviewed by the relevant portfolio managers to ensure consistency with Buckhead Capital's investment processes and conformity with client objectives and guidelines and credit analysts frequently monitor the risk profile of client accounts in view of market developments.

Inquiries with respect to Mr. Nelson may be addressed to Messrs. DuPre or Swanson.

## Item 1- Cover Page

### **BROCHURE SUPPLEMENT**

Kathryn G. Stratton, CFA  
Buckhead Capital Management, LLC  
900 Circle 75 Pkwy SE  
Suite 900  
404-720-8800  
March 30, 2026

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## Item 2- Educational Background and Business Experience

*Born:* 1966.

*Education:* Vanderbilt University, B.S., Psychology  
CFA Institute, Chartered Financial Analyst\*

*Business Experience:* Buckhead Capital Management, LLC, Portfolio Manager, 2007-present.

\*The Chartered Financial Analyst (CFA) designation is an international professional designation offered through CFA Institute. The minimum requirements to earn a CFA designation are a Bachelor's degree or four years of professional work experience (or combination), passing the Level I, II, and III Exams, having four years of professional work experience in the investment decision-making process, joining the CFA Institute as a member and committing to abide by and annually reaffirming their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct. [www.cfainstitute.org](http://www.cfainstitute.org)

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## Item 3- Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice.

No information is applicable to this Item.

#### **Item 4- Other Business Activities**

No information is applicable to this Item.

#### **Item 5- Additional Compensation**

No information is applicable to this Item.

#### **Item 6 - Supervision**

Supervisor: Walter DuPre and John Swanson, 404-720-8800.

As Managing Partners, Messrs. DuPre and Swanson are responsible for monitoring the advice that supervised persons of Buckhead Capital provides to clients. In addition, clients' accounts are reviewed by the relevant portfolio managers to ensure consistency with Buckhead Capital's investment processes and conformity with client objectives and guidelines and credit analysts frequently monitor the risk profile of client accounts in view of market developments.

Inquiries with respect to Ms. Stratton may be addressed to Messrs. DuPre or Swanson.

## Item 1- Cover Page

### **BROCHURE SUPPLEMENT**

Matthew R. Boden, CFA  
Buckhead Capital Management, LLC  
900 Circle 75 Pkwy SE  
Suite 900  
404-720-8800  
March 30, 2026

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## Item 2- Educational Background and Business Experience

*Born:* 1976.

*Education:* Pennsylvania State University, BS  
Georgia State University, MBA, Finance  
CFA Institute, Chartered Financial Analyst\*

*Business Experience:* Buckhead Capital Management, LLC, Portfolio Manager, 2015-present.  
StableRiver Capital Management LLC, Portfolio Manager and Trader, 2004-2014.

\*The Chartered Financial Analyst (CFA) designation is an international professional designation offered through CFA Institute. The minimum requirements to earn a CFA designation are a Bachelor's degree or four years of professional work experience (or combination), passing the Level I, II, and III Exams, having four years of professional work experience in the investment decision-making process, joining the CFA Institute as a member and committing to abide by and annually reaffirming their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct. [www.cfainstitute.org](http://www.cfainstitute.org)

[www.advisorinfo.sec.gov](http://www.advisorinfo.sec.gov)

## Item 3- Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice.

No information is applicable to this Item.

#### **Item 4- Other Business Activities**

No information is applicable to this Item.

#### **Item 5- Additional Compensation**

No information is applicable to this Item.

#### **Item 6 - Supervision**

Supervisor: Walter DuPre and John Swanson, 404-720-8800.

As Managing Partners, Messrs. DuPre and Swanson are responsible for monitoring the advice that supervised persons of Buckhead Capital provides to clients. In addition, clients' accounts are reviewed by the relevant portfolio managers to ensure consistency with Buckhead Capital's investment processes and conformity with client objectives and guidelines and credit analysts frequently monitor the risk profile of client accounts in view of market developments.

Inquiries with respect to Mr. Boden may be addressed to Messrs. DuPre or Swanson.

## Item 1- Cover Page

### **BROCHURE SUPPLEMENT**

Rachel M. Molina

Buckhead Capital Management, LLC

900 Circle 75 Pkwy SE

Suite 900

404-720-8800

March 30, 2026

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## Item 2- Educational Background and Business Experience

*Born:* 1997.

*Education:* Georgia Institute of Technology, BSBA

*Business Experience:* Buckhead Capital Management, LLC, CFO, 2023-present.

Hatton Investments, Conscious Wealth Manager, 2023-2023.

Way Financial Group, Financial Advisor, 2021-2022

Paces Ferry Wealth Advisors, Client Service Associate, 2019-2021

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## Item 3- Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice.

No information is applicable to this Item.

#### **Item 4- Other Business Activities**

No information is applicable to this Item.

#### **Item 5- Additional Compensation**

No information is applicable to this Item.

#### **Item 6 - Supervision**

Supervisor: Walter DuPre and John Swanson, 404-720-8800.

As Managing Partners, Messrs. DuPre and Swanson are responsible for monitoring the advice that supervised persons of Buckhead Capital provides to clients. In addition, clients' accounts are reviewed by the relevant portfolio managers to ensure consistency with Buckhead Capital's investment processes and conformity with client objectives and guidelines and credit analysts frequently monitor the risk profile of client accounts in view of market developments.

Inquiries with respect to Ms. Molina may be addressed to Messrs. DuPre or Swanson.

## Item 1- Cover Page

### **BROCHURE SUPPLEMENT**

Jonathan Smith

Buckhead Capital Management, LLC

900 Circle 75 Pkwy SE

Suite 900

404-720-8800

March 30, 2026

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## Item 2- Educational Background and Business Experience

*Born:* 1976.

*Education:* Middle Tennessee State University, B.S., Finance  
Georgia State University, M.B.A.

*Business Experience:* Buckhead Capital Management, LLC, Analyst & Trader  
Administrator, 2005-present.  
Invesco, Senior Wrap Trader, 2003-2005.

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## Item 3- Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice.

No information is applicable to this Item.

#### **Item 4- Other Business Activities**

No information is applicable to this Item.

#### **Item 5- Additional Compensation**

No information is applicable to this Item.

#### **Item 6 - Supervision**

Supervisor: Walter DuPre and John Swanson, 404-720-8800.

As Managing Partners, Messrs. DuPre and Swanson are responsible for monitoring the advice that supervised persons of Buckhead Capital provides to clients. In addition, clients' accounts are reviewed by the relevant portfolio managers to ensure consistency with Buckhead Capital's investment processes and conformity with client objectives and guidelines and credit analysts frequently monitor the risk profile of client accounts in view of market developments.

Inquiries with respect to Mr. Smith may be addressed to Messrs. DuPre or Swanson.

## Item 1- Cover Page

### **BROCHURE SUPPLEMENT**

Timothy C. Escott, CFA

Buckhead Capital Management, LLC

900 Circle 75 Pkwy SE

Suite 900

404-720-8800

March 30, 2026

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## Item 2- Educational Background and Business Experience

*Born:* 1963.

*Education:* North Carolina State University, BA

Wake Forest University, MBA

CFA Institute, Chartered Financial Analyst\*

*Business Experience:* Buckhead Capital Management, LLC, Portfolio Manager, 2020-present.

Maple Capital Management, Portfolio Manager, 2005-2020.

\*The Chartered Financial Analyst (CFA) designation is an international professional designation offered through CFA Institute. The minimum requirements to earn a CFA designation are a Bachelor's degree or four years of professional work experience (or combination), passing the Level I, II, and III Exams, having four years of professional work experience in the investment decision-making process, joining the CFA Institute as a member and committing to abide by and annually reaffirming their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct. [www.cfainstitute.org](http://www.cfainstitute.org)

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## Item 3- Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice.

No information is applicable to this Item.

#### **Item 4- Other Business Activities**

No information is applicable to this Item.

#### **Item 5- Additional Compensation**

No information is applicable to this Item.

#### **Item 6 - Supervision**

Supervisor: Walter DuPre and John Swanson, 404-720-8800.

As Managing Partners, Messrs. DuPre and Swanson are responsible for monitoring the advice that supervised persons of Buckhead Capital provides to clients. In addition, clients' accounts are reviewed by the relevant portfolio managers to ensure consistency with Buckhead Capital's investment processes and conformity with client objectives and guidelines and credit analysts frequently monitor the risk profile of client accounts in view of market developments.

Inquiries with respect to Mr. Escott may be addressed to Messrs. DuPre or Swanson.

## Item 1- Cover Page

### **BROCHURE SUPPLEMENT**

Douglas S. McDuffie

Buckhead Capital Management, LLC

900 Circle 75 Pkwy SE

Suite 900

404-720-8800

March 30, 2026

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## Item 2- Educational Background and Business Experience

*Born:* 1963.

*Education:* BSFCS, Consumer Economics, University of Georgia, 1997

MBA, General Business, University of Mississippi, 2001

MBA, Finance, University of Chicago, 2018

Certified Financial Planner®, CFP® Designation, CFP Board of Directors,  
2011 – Present

Certified Private Wealth Advisor®, CPWA® Designation, Investments &  
Wealth Institute, 2012 – Present

*Business Experience:* Buckhead Capital Management, LLC, Financial Advisor, 2024-Present.

Truist Investments & Advisory Services (formerly BB&T), Financial  
Advisor, 2017-2024

FWI Wealth Management, LLC, Financial Advisor, 2013-2017

USAA Wealth Management, Wealth Manager, 2011-2013

Raymond James & Associates, Financial Advisor, 2005-2011

GV Financial Advisors, LLC, Financial Advisor, 2002-2005

\*The Chartered Financial Planner (CFP) designation requires education, examination, experience, and ethical requirements. This includes completing a comprehensive financial planning education program, passing the CFP® exam, and having at least three years of relevant work experience in financial

planning. Additionally, CFP professionals are required to complete 30 credit hours of continuing education every two years, including 2 hours of CFP Board-approved Ethics continuing education.

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### **Item 3- Disciplinary Information**

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice.

No information is applicable to this Item.

### **Item 4- Other Business Activities**

No information is applicable to this Item.

### **Item 5- Additional Compensation**

No information is applicable to this Item.

### **Item 6 - Supervision**

Supervisor: Walter DuPre and John Swanson, 404-720-8800.

As Managing Partners, Messrs. DuPre and Swanson are responsible for monitoring the advice that supervised persons of Buckhead Capital provides to clients. In addition, clients' accounts are reviewed by the relevant portfolio managers to ensure consistency with Buckhead Capital's investment processes and conformity with client objectives and guidelines and credit analysts frequently monitor the risk profile of client accounts in view of market developments.

Inquiries with respect to Mr. McDuffie may be addressed to Messrs. DuPre or Swanson.

# **Buckhead Capital Management**

## **Privacy Policy Notice**

**2026**

Buckhead Capital Management, LLC (“Buckhead Capital”) values the trust you have placed in us. Maintaining your trust and confidence is one of our highest priorities. We respect your right to keep your nonpublic personal information confidential and understand your desire to avoid unwanted solicitations. Federal law requires us (along with banks, brokerage firms, and other financial institutions) to provide this Privacy Policy Notice, which explains the privacy policy of Buckhead Capital. We hope that by taking a few moments to review this notice, you will have a better understanding of what we do with the information you provide and the precautions we take to keep it private and secure. Please call us if you have any questions or if we can be of any further service. This notice supersedes any other Privacy Policy Notice you may have received from Buckhead Capital, and its terms apply to both current and former customers of Buckhead Capital.

We collect personal financial information about you from the following sources:

- Information you provide us in investment advisory agreements, brokerage account applications, and other documents you complete in connection with the opening and maintenance of your accounts with us;
- Information you provide us verbally; and/or
- Information we receive from third parties, such as brokerage firms, about your transactions with us or with others.

This personal information includes such things as your name, Social Security number, address and telephone numbers, net worth, annual income and account numbers.

### **Disclosure of Non-Public Personal Information**

- We do not disclose non-public personal information about our clients or former clients to anyone, except as required or permitted by law. Disclosure may occur:
  - When required to execute transactions for your account or otherwise to provide services you have requested;
  - When you have specifically authorized us to do so in writing.
- We may also provide information to non-affiliated third parties, including financial service providers, non-financial companies, and/or others who provide services or functions for us in conjunction with our services to you, but only if we have a contractual agreement with the other party that prohibits them from disclosing or using the information other than for the purpose for which it was disclosed. (An example of such disclosure would be engaging an Information Technology company to assist in the management of the firm’s technology infrastructure.)

### **How We Protect Personal Non-Public Information**

Except as otherwise disclosed in this notice, we do not allow access to nonpublic personal information about our clients or former clients by anyone other than employees of the firm, and other parties who must use that information to provide services that you have requested. The right of such parties to further disclose and use your personal information is limited by the policies of our firm, applicable law, and, where appropriate, non-disclosure agreements between such parties and Buckhead Capital. We also maintain physical, electronic, and procedural safeguards in compliance with applicable laws and regulations to guard your personal information from unauthorized access, alteration, or premature destruction.

### **Incident Response and Customer Notification**

Buckhead Capital maintains a written incident response program designed to detect, respond to, and recover from unauthorized access to or use of customer information. In the event of a breach of security involving

customer information, Buckhead Capital will provide prompt notification to affected customers and, where required, to applicable regulatory authorities, in accordance with Regulation S-P and other applicable law. Such notification will be provided as soon as reasonably practicable, and no later than 30 days after Buckhead Capital becomes aware that a covered security breach has occurred, unless a law enforcement exception applies.

### **Disposal of Personal Information**

When Buckhead Capital disposes of customer records containing nonpublic personal information, we do so in a manner that protects against unauthorized access to or use of the information. This includes shredding or otherwise destroying paper records, and permanently erasing or destroying electronic records, in each case in accordance with our data retention and disposal policies and applicable law.

### **Annual Privacy Notice Delivery**

Buckhead Capital will provide this Privacy Policy Notice to customers at the time a customer relationship is established and annually thereafter for as long as the relationship continues, in accordance with Regulation S-P. Buckhead Capital's Privacy Policy Notice will be updated as necessary to reflect material changes to our privacy practices, and an updated notice will be delivered to customers promptly following any such material change.