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Form ADV Part 2A: Disclosure Brochure

Kramer Investment Advisors, Inc.

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This brochure provides information about the qualifications and business practices of Kramer Investment Advisors, Inc. If you have any questions about the contents of this brochure, please contact us at 310-455-9300. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about Kramer Investment Advisors, Inc. is available on the SEC's website at www.adviserinfo.sec.gov. The Firm's IARD number is 160840.

Kramer Investment Advisors, Inc. is a registered investment adviser.

Item 2 Summary of Material Changes

Form ADV Part 2 requires registered investment advisers to amend their brochure when information becomes materially inaccurate. If there are any material changes to an adviser's disclosure brochure, the adviser is required to notify you and provide you with a description of the material changes.

Since our last annual updating amendment dated August 5, 2019 we have no material changes to report.

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Item 4 Advisory Business

Description of Services and Fees

Kramer Investment Advisors, Inc. is a registered investment adviser based in Topanga, California. We are organized as a corporation under the laws of the State of California. We have been providing investment advisory services since 2012. Ronald A. Kramer is our principal owner. The advisory services we provide consist of using the services of a third party money manager ("TPMM") such as Equis Capital Management & City National Rochdale to manage all, or a portion, of your investment portfolio.

The following paragraphs describe our services and fees. Please refer to the description of each investment advisory service listed below for information on how we tailor our advisory services to your individual needs. As used in this brochure, we use the terms "we" and "our" throughout this disclosure brochure to refer to Kramer Investment Advisors, Inc. The use of these terms is not intended to imply that there is more than one individual associated with this firm.

Selection of Other Advisors

As noted above, we use the services of a TPMM to manage all, or a portion, of your investment portfolio. Factors that we take into consideration when referring you to a TPMM include, but are not limited to, the following: the TPMM's performance, methods of analysis, fees, your financial needs, investment goals, risk tolerance, and investment objectives. Our services include: Determining your suitability for the TPMM's program based on information you provide regarding your financial situation and investment objectives; Providing the TPMM's disclosure and marketing materials to you; (iii) Explaining the operation and structure of the TPMM's program to you; (iv) Assisting you in establishing an account with the TPMM; (v) Assisting you, as necessary and appropriate, in completing the various agreements associated with participation in the TPMM's program; and (vi) Gathering information about your financial situation and investment objectives and communicating that information to the TPMM. Additionally, we will inform the TPMM of any changes to your financial profile information; act as the liaison between you and the TPMM with regard to the delivery of certain information; and meet with you on a regular or periodic basis to confirm that your financial profile information on file with the TPMM remains accurate.

As an additional service we offer financial planning to our clients at no additional charge. Financial planning typically involves providing a variety of advisory services to clients regarding the management of their financial resources based upon an analysis of their individual needs. These services can range from broad financial planning to consultative or single subject planning. In connection with our financial planning services, we will meet with you to gather information about your financial circumstances and objectives. Once we review and analyze the information you provide to our firm, we may deliver a written plan to you, designed to help you achieve your stated financial goals and objectives.

Financial plans are based on your financial situation at the time we present the plan to you, and on the financial information you provide to us. You must promptly notify our firm if your financial situation, goals, objectives, or needs change.

A conflict of interest exists because persons providing a financial plan have an incentive to recommend securities transactions to be implemented through a TPMM for the purpose of generating fees rather than solely based on your needs. You are under no obligation to act on our financial planning recommendations and may act on our recommendations by placing securities transactions with any brokerage firm, since we provide this service only to clients who have already engaged us for portfolio management, it is anticipated that you would implement the financial plan through the TPMM we recommend.

All material conflicts of interest under California Code of Regulations, CCR Section 260.238(k) are disclosed regarding the investment adviser, its representatives or any of its employees, which could be reasonably expected to impair the rendering of unbiased and objective advice.

Types of Investments

We provide advice regarding all types of securities and we do not necessarily recommend one particular type of security over another since each client has different needs and different tolerance for risk. Additionally, we may advise you on any type of investment that we deem appropriate based on your stated goals and objectives. We may also provide advice on any type of investment held in your portfolio at the inception of our advisory relationship.

The TPMM that we refer you to may allow you to impose certain limited restrictions. These restrictions must be provided to the TPMM in writing.

Assets Under Management

As of September 18, 2020 we provide continuous management services for \$5,000,000 in client assets on a non-discretionary basis.

Item 5 Fees and Compensation

For portfolio management services we will share in the advisory fee you pay directly to the TPMM, which is based on a percentage of your assets under management. Our share of the fee will not exceed 1.0% of your assets under management on an annualized basis. Fees paid by the client to the TPMM are established and payable in accordance with the Form ADV Part 2 or other equivalent disclosure document provided by each TPMM to whom you are referred and these fees are not negotiable. Such compensation may differ depending upon the individual agreement the Adviser has with each TPMM. Clients should review the selected TPMM's Form ADV Part 2 to determine the total amount of fees owed. The total portfolio management fee that you pay, including our fee, will not exceed 2.0% of your assets under management.

A conflict of interest exists where we have an incentive to recommend a particular TPMM based on our compensation arrangements with that TPMM. Other advisory programs offered by TPMMs with whom we have no relationship may have other compensation arrangements that may be more or less favorable to you.

The annual portfolio management fee is billed and payable monthly in arrears or advanced based on the value of your account on the last day of the month. The TPMM will deduct the total fee directly from your account in accordance with its procedures as disclosed in the TPMM's Brochure. If the portfolio management agreement is executed at any time other than the first day of a calendar month, our fees will apply on a pro rata basis, which means that the advisory fee is payable in proportion to the number of days in the month for which you are a client.

You will be required to sign an agreement directly with the recommended TPMM(s). You may terminate your advisory relationship with the TPMM according to the terms of your agreement with the TPMM. You should review each TPMM's brochure for specific information on how you may terminate your advisory relationship with the TPMM and how you may receive a refund, if applicable. You should contact the TPMM directly for questions regarding your advisory agreement with the TPMM.

Additional Fees and Expenses

The TPMM may recommend that you invest in mutual funds and exchange traded funds. The fees that you pay to our firm and the TPMM for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds or exchange traded funds (described in each fund's prospectus) to their shareholders. These fees will generally include a management fee and other fund expenses. Absent any agreement to the contrary, you will also incur transaction charges and/or brokerage fees when purchasing or selling securities through a brokerage firm. These charges and fees are typically imposed by the broker-dealer or custodian through whom your account transactions are executed. We do not share in any portion of the brokerage fees/transaction charges imposed by the broker-dealer or custodian. To fully understand the total cost you will incur, you should review all the fees charged by mutual funds, exchange traded funds, our firm, and others. For information on our brokerage practices, please refer to the *Brokerage Practices* section of this brochure.

Compensation for the Sale of Securities or Other Investment Products

Ronald Kramer is licensed as independent insurance agent. Mr. Kramer will earn commission-based compensation for selling insurance products, including insurance products he sells to you. Insurance commissions earned by Mr. Kramer are separate and in addition to our advisory fees. This practice presents a conflict of interest because as an insurance agent, Mr. Kramer has an incentive to recommend insurance products to you for the purpose of generating commissions rather than solely based on your needs. You are under no obligation, contractually or otherwise, to purchase insurance products through Mr. Kramer.

Pursuant to California Code of Regulations, CCR Section 260.238(j) we advise you that lower fees for comparable services may be available from other sources.

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

We do not accept performance-based fees or participate in side-by-side management. Performance-based fees are fees that are based on a share of capital gains or capital appreciation of a client's account. Side-by-side management refers to the practice of managing accounts that are charged performance-based fees while at the same time managing accounts that are not charged performance-based fees. Our fees are calculated as described in the *Advisory Business* section above, and are not charged on the basis of a share of capital gains upon, or capital appreciation of, the funds in your advisory account.

Item 7 Types of Clients

We offer investment advisory services to individuals, trusts and estates, pension and profit sharing plans, charitable institutions, corporations, and other business entities.

While we do not require a minimum account size, the TPMM that we recommend may impose minimum account conditions. For more information, please review the TPMM's disclosure brochure.

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

Our investment advice may vary depending upon each client's specific financial situation. As such, we determine investments and allocations based upon your predefined objectives, risk tolerance, time horizon, financial horizon, financial information, liquidity needs, and other various suitability factors. Your restrictions and guidelines may affect the composition of your portfolio.

We will not perform quantitative or qualitative analysis of individual securities. Instead, the TPMM we refer you to will advise you on how to allocate your assets among various classes of securities relying primarily on investment model portfolios and strategies they developed.

Tax Considerations

Our recommendations may have unique and significant tax implications. However, unless we specifically agree otherwise, and in writing, tax efficiency is not our primary consideration in the advice we provide. Regardless of your account size or any other factors, we strongly recommend that you consult with a tax professional regarding the investing of your assets.

Moreover, as a result of revised IRS regulations, custodians and broker-dealers will begin reporting the cost basis of equities acquired in client accounts on or after January 1, 2011. Your custodian will default to the FIFO (First-In First-Out) accounting method for calculating the cost basis of your investments. You are responsible for contacting your tax advisor to determine if this accounting method is the right choice for you. If your tax advisor believes another accounting method is more advantageous, please provide written notice to our firm immediately and we will alert your account custodian of your individually selected accounting method. Please note that decisions about cost basis accounting methods will need to be made before trades settle, as the cost basis method cannot be changed after settlement.

Risk of Loss

Investing in securities involves risk of loss that you should be prepared to bear. We do not represent or guarantee that our services or methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections or declines. We cannot offer any guarantees or promises that your financial goals and objectives will be met. Past performance is in no way an indication of future performance.

Recommendation of Particular Types of Securities

As disclosed under the *Advisory Business* section in this brochure, we provide advice regarding all types of securities and we do not necessarily recommend one particular type of security over another since each client has different needs and different tolerance for risk. Each type of security has its own unique set of risks associated with it and it would not be possible to list here all of the specific risks of every type of investment. Even within the same type of investment, risks can vary widely. However, in very general terms, the higher the anticipated return of an investment, the higher the risk of loss associated with it.

Item 9 Disciplinary Information

Kramer Investment Advisors, Inc. has been registered and providing investment advisory services since 2012 and Mr. Kramer has been licensed and providing investment advice since 2003. Neither our firm nor Mr. Kramer has any reportable disciplinary information.

Item 10 Other Financial Industry Activities and Affiliations

We are affiliated with Kramer Accountancy Corporation through common control and ownership. If you require accounting tax or business management services, we will recommend that you use Kramer Accountancy Corporation. Our advisory services are separate and distinct from the compensation paid to Kramer Accountancy Corporation for their services.

We are also affiliated with both Kramer Insurance Services Inc. through common control and ownership. Kramer Insurance Services Inc. is licensed as an insurance agency and Ronald A. Kramer is licensed as an insurance agent. Kramer Insurance Services Inc. and Mr. Kramer will earn commission-based compensation for selling insurance products, including insurance products he sells to you. Insurance commissions earned by Kramer Insurance Services Inc. are separate from the advisory fees that you pay our firm and/or the TPMM. Please see the *Fees and Compensation* section in this brochure for more information on the compensation received by Kramer Insurance Services Inc. and Mr. Kramer as an insurance agent.

Recommendation of Other Advisers

We will recommend that you use third party money managers, such as Eqis Capital Management & City National Rochdale, based on your needs and suitability. You are not obligated, contractually or otherwise, to use the services of the TPMM that we recommend. Prior to referring clients to a TPMM, we make sure that they are licensed, or notice filed, with the appropriate state agency, such as the California Department of Corporations.

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

Description of Our Code of Ethics

We strive to comply with applicable laws and regulations governing our practices. Therefore, our Code of Ethics includes guidelines for professional standards of conduct for persons associated with our firm. Our goal is to protect your interests at all times and to demonstrate our commitment to our fiduciary duties of honesty, good faith, and fair dealing with you. All persons associated with our firm are expected to adhere strictly to these guidelines. Persons associated with our firm are also required to report any violations of our Code of Ethics. Additionally, we maintain and enforce written policies reasonably designed to prevent the misuse or dissemination of material, non-public information about you or your account holdings by persons associated with our firm.

Clients or prospective clients may obtain a copy of our Code of Ethics by contacting us at the telephone number on the cover page of this brochure.

Participation or Interest in Client Transactions

Neither our firm nor any persons associated with our firm has any material financial interest in client transactions beyond the provision of investment advisory services as disclosed in this brochure. However, persons associated with our firm may utilize the same TPMM as our clients and may have the same purchases and sales depending on the account type / portfolio which may hold the same or similar securities.

Personal Trading Practices

We do not execute trades on behalf of our clients and therefore this section is not applicable.

Item 12 Brokerage Practices

Since we do not implement transactions for clients, we do not maintain relationships with any particular broker-dealer or custodian. You are free to choose any broker-dealer or other service provider. In some circumstances, where a client has not previously made custodial arrangements and asks us for a recommendation, we may suggest any of the larger nationally known brokerage firms that we believe would provide quality execution services at competitive prices for example, TD Ameritrade, Schwab or Fidelity.

Research and Other Soft Dollar Benefits

We do not receive any soft dollar benefits from any broker-dealer.

Brokerage for Client Referrals

We do not receive client referrals from broker-dealers in exchange for cash or other compensation, such as brokerage services or research.

Directed Brokerage

We do not execute trades for our clients and therefore this section does not apply.

Block Trades

We do not execute trades for our clients and therefore this section does not apply.

Item 13 Review of Accounts

Ronald Kramer, President of Kramer Investment Advisors, Inc. will monitor your accounts on a periodic basis and will conduct account reviews at least annually to ensure that the advisory services provided to you are consistent with your stated investment needs and objectives. Additional reviews may be conducted based on various circumstances, including, but not limited to:

- contributions and withdrawals,
- year-end tax planning,
- market moving events,
- security specific events, and/or,
- changes in your risk/return objectives.

We will not provide you with additional or regular written reports in conjunction with account reviews. You will receive trade confirmations and monthly or quarterly statements from your account custodian(s).

We will review your financial plan only at your request. Otherwise, we do not review or monitor your financial plan. At your request, we may meet with you and/or your third-party money manager(s) to discuss asset allocation, but we will not make recommendations regarding specific investments or provide any regular written reports to you.

Item 14 Client Referrals and Other Compensation

As stated above, we will share in the advisory fee you pay directly to the TPMM to whom we refer you. Please see Item 5 - *Fees and Compensation* above for more information. We do not compensate any individual or firm for client referrals.

Also as disclosed under the *Fees and Compensation* section in this brochure, Kramer Insurance Services Inc. is a licensed insurance agency and Ronald Kramer is a licensed insurance agent. For information on the conflicts of interest this presents, and how we address these conflicts, please refer to the *Fees and Compensation* section.

Item 15 Custody

Ronald A. Kramer, as an officer of Kramer Accountancy Corporation, has the authority to sign checks on behalf of certain clients of the accounting firm. Some of these clients may also be clients of Kramer Investment Advisors, Inc. This authority to sign checks gives Kramer Investment Advisors, Inc. custody over those clients' funds since Kramer Accountancy Corporation is a related person to Kramer Investment Advisors, Inc. by reason of being under common control and ownership. Those funds will be held with a bank, broker-dealer, or other independent, qualified custodian. If Kramer Investment Advisors, Inc., has custody of any of your funds, you will receive account statements from the independent, qualified custodian(s) holding your funds at least quarterly. You should carefully review account statements for accuracy. If you have a question regarding your account statement or if you did not receive a statement from your custodian, please contact us directly at the telephone number on the cover page of this brochure.

Item 16 Investment Discretion

We do not execute trades for our clients and do not accept discretionary authority.

Item 17 Voting Client Securities

We will not vote proxies on behalf of your advisory accounts. At your request, we may offer you advice regarding corporate actions and the exercise of your proxy voting rights. If you own shares of applicable securities, you are responsible for exercising your right to vote as a shareholder.

In most cases, you will receive proxy materials directly from the account custodian. However, in the event we were to receive any written or electronic proxy materials, we would forward them directly to you by mail, unless you have authorized our firm to contact you by electronic mail, in which case, we would forward any electronic solicitation to vote proxies.

Item 18 Financial Information

We are not required to provide a balance sheet or other financial information to our clients because we do not require the prepayment of fees in excess of \$500 and six months or more in advance; we are considered to have custody of client funds or securities, please refer to Item 15 *Custody* in this brochure for additional information. In addition, we do not have a financial condition that is reasonably likely to impair our ability to meet our commitments to you. Moreover, we have never been the subject of a bankruptcy petition.

Item 19 Requirements for State-Registered Advisers

Refer to the Part(s) 2B for background information about management personnel and those giving advice on behalf of our firm.

Our firm is not actively engaged in any business other than giving investment advice.

Neither our firm, nor any persons associated with our firm are compensated for advisory services with performance-based fees. Please refer to the "Performance-Based Fees and Side-By-Side Management" section above for additional information on this topic.

Neither our firm, nor any of our management persons have any reportable arbitration claims, civil, self-regulatory organization proceedings or administrative proceedings.

Neither our firm, nor any of our management persons have a material relationship or arrangement with any issuer of securities.

Item 20 Additional Information

Your Privacy

We view protecting your private information as a top priority. Pursuant to applicable privacy requirements, we have instituted policies and procedures to ensure that we keep your personal information private and secure.

We do not disclose any nonpublic personal information about you to any nonaffiliated third parties, except as permitted by law. In the course of servicing your account, we may share some information with our service providers, such as transfer agents, custodians, broker-dealers, accountants, consultants, and attorneys.

We restrict internal access to nonpublic personal information about you to employees, who need that information in order to provide products or services to you. We maintain physical and procedural safeguards that comply with regulatory standards to guard your nonpublic personal information and to ensure our integrity and confidentiality. We will not sell information about you or your accounts to anyone. We do not share your information unless it is required to process a transaction, at your request, or required by law.

You will receive a copy of our privacy notice prior to or at the time you sign an advisory agreement with our firm. Thereafter, we will deliver a copy of the current privacy policy notice to you on an annual basis. Please contact our main office at the telephone number on the cover page of this brochure if you have any questions regarding this policy.

Trade Errors

We do not execute trades for our clients and do not accept discretionary authority. In the event a trading error occurs in your account, we will work with the custodian (to the extent possible and in accordance with their own policies) to assist them in restoring your account to the position it should have been in had the trading error not occurred. Corrective actions will be determined by the policies and procedures of the custodian.

Class Action Lawsuits

We do not determine if securities held by you are the subject of a class action lawsuit or whether you are eligible to participate in class action settlements or litigation nor do we initiate or participate in litigation to recover damages on your behalf for injuries as a result of actions, misconduct, or negligence by issuers of securities held by you.