

Check Capital Management Inc.
FIRM BROCHURE
(Part 2A of Form ADV)

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Part 2A of Form ADV (the "Brochure") provides information about the qualifications and business practices of Check Capital Management Inc. If you have any questions about the contents of this brochure, please contact us at (714) 641-3579. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission ("SEC") or by any state securities authority.

Check Capital Management, Inc. is a registered investment adviser with the SEC; however, such registration does not imply a certain level of skill or training and no inference to the contrary should be made.

Additional information about Check Capital Management Inc. and its advisory personnel is also available on the SEC's website at adviserinfo.sec.gov.

ITEM 1: COVER PAGE

Please refer to previous page.

ITEM 2: MATERIAL CHANGES

Check Capital Management Inc. (“CCM”) updated its Form ADV on March 28, 2018. Since that time, the firm has made additional material changes to its Brochure in accordance with the following:

- Item 4 was updated to state our assets under management as of October 1, 2018. Since December 31, 2017, our assets under management have increased from \$1,524,563,712 to \$1,551,086,708.
- Item 12 Brokerage Practices – CCM has added additional disclosures related to the use of Soft Dollars and directing brokerage.
- Item 15 has been updated to reflect the fact that CCM may be deemed to have custody due to accepting certain Standing Letters of Authorization (SLOAs) that are on file with the clients custodians which give CCM discretion over the timing, frequency and the amount of the disbursements to designated third parties.
- CCM is no longer receiving client referrals from a referral program operated by Fidelity Investments.

Any questions: CCM’s Chief Compliance Officer, Robert Hill, remains available to address any questions regarding this Part 2A Brochure.

To receive a copy of our complete brochure, or for additional information about the firm and its advisory services and related fees, please contact us at (714) 641-3579, email us at info@checkcapital.com or visit our website at checkcapital.com.

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ITEM 4: ADVISORY BUSINESS

A. Description of Firm

CCM is an SEC-registered investment adviser with its principal place of business located in Costa Mesa, California. CCM began conducting business in 1987. The firm was founded by Steven Check and is owned by the Check Family Trust.

B. Type of Advisory Services Offered

Separately Managed Accounts: CCM's primary business is asset management of accounts for individuals, high-net-worth clients, retirement plans and corporate clients, among others ("Clients"). Investments are predominantly in stocks, corporate/municipal bonds, and stock options.

CCM asks the Client for specific information, such as investment objectives, investment time-horizon, tax considerations, and any reasonable restrictions on the management of the Client's assets. We will invest the Client's account assets based on those guidelines and in accordance with the CCM investment program selected by the Client. In performing its services, CCM will not be required to verify any information received from the Client or from the Client's other professionals, and is expressly authorized to rely on the information in its possession.

Clients are responsible for notifying CCM if there is ever any change in their financial situation or investment objectives so that CCM can review, and if necessary, revise its previous recommendations or services.

General Asset Allocation Advice & Retirement Cash Flow Plans: CCM provides asset-allocation advice (stocks, bonds, cash weighting) and complimentary retirement income-planning services where retirement cash flow plans may be generated.

Mutual Fund: CCM is the investment adviser to the Blue Chip Investor Fund, an investment company registered under the Investment Company Act of 1940. The fund Prospectus and Statement of Additional Information are available online at bluechipinvestorfund.com. Prospective investors should review these documents carefully before making an investment in the Blue Chip Investor Fund. For CCM clients, CCM can and will use its discretionary authority to place client assets in the Fund. Assets invested in the Fund are excluded from CCM's management fee disclosed in Item 5 below. CCM's only compensation relating to an investment in the fund is the management fee it receives directly from the fund. CCM's management fee for its services provided to the fund is usually less than the asset-based management fee that CCM discloses below for separately managed account clients. However, the expense ratio of the fund (not including any interest expenses) is usually the same as the asset-based management fee.

Publication of Periodicals: CCM publishes a monthly newsletter, *The Blue Chip Investor*, providing general information on equity investing, asset allocation, market valuations, etc. The

information provided does not purport to meet the objectives or needs of any individual investor. The annual subscription rate is \$249. The newsletter is provided free of charge to Clients.

Non-Asset-Management Services: CCM generally does not provide estate, tax, and insurance planning. We do not serve as an attorney, accountant, or insurance agency, and no portion of our services should be construed as legal or accounting services. Accordingly, we do not prepare estate planning documents, tax returns or sell insurance products. To the extent requested by a client, we may recommend the services of other professionals (e.g. attorneys, accountants, insurance agents). Clients are under no obligation to engage the services of any recommended professional. The client retains absolute discretion over all implementation decisions and is free to accept or reject any recommendation that we make. If the client engages any unaffiliated recommended professional, and a dispute arises thereafter, the client agrees to seek recourse exclusively from the engaged professional.

Performance-Based Fees: As disclosed more fully below in Items 5 and 6, clients may be able to engage CCM on a performance-based fee arrangement.

C. Assets Under Management

As of October 1, assets under management were \$1,551,086,708 This was comprised of \$1,477,640,632 of discretionary assets and \$73,446,076 of non-discretionary assets.

D. Participation in Wrap Programs

CCM provides advisory services indirectly to clients through the UBS Managed Account Consultants Wrap Fee Program (UBS MAC Program), sponsored by UBS Financial Services, Inc. (UBS). These accounts were introduced to CCM through the sponsor (UBS) and are managed according the Quality Growth Program composite strategy. These accounts are managed side-by-side with all other separate accounts that participated in the Quality Growth Program composite strategy. CCM receives a portion of the Wrap Fee charged by the sponsor as disclosed in Item 5 below. CCM no longer accepts clients under this program and does not participate in any other wrap program.

ITEM 5: FEES AND COMPENSATION

As discussed below, CCM offers Clients two fee-schedule choices for its asset-management services. One choice is an asset-based management fee and the other is a profit-based management fee. Clients are advised that profit-based fees involve a sharing of any portfolio gains between the client and the adviser. Such profit-based fees create conflicts of interest, which are described in greater detail below in Item 6.

Management Fee Choice #1:

Asset-Based Management Fee: 1% of the Account Assets annually. A quarterly fee of 0.25% (1% annualized) will be assessed and charged in advance based on the value of the Client's Account as of the last day of each calendar quarter. Fees will be pro-rated for the first partial

quarter under management and based on the starting value of the Client's Account, plus any deposits and minus any withdrawals during the partial quarter. If the managed account relationship is terminated by either the Client or CCM, there will be a pro-rated refund of any fees collected in the final quarter.

Management Fee Choice #2:

Profit-Based Management Fee: 10% of Account profits with an asset-based fee in the first year. This option is available only for Clients who meet the definition of "qualified client" as described below.

The Profit-Based Management Fee has two components:

i. Asset-Based Fee (only for the first year)

1% of the Account Assets in the first year. A quarterly fee of 0.25% (1% annualized) of the Client Account Assets for each quarter under management in the first year. Fees for the quarter will be based on Client's account value at the beginning of each calendar quarter. Fees will be pro-rated for the first partial quarter under management and based on the starting value of the Client's Account, plus any deposits and minus any withdrawals during the partial quarter. Also, the quarterly fee will be pro-rated for the partial quarter prior to the Account's one-year anniversary.

Important Notes: 1) the Asset-Based Fee will last for only one year and is a payment for CCM's costs and services; 2) the Asset-Based Fee will accrue, but will not be charged, unless the managed account relationship is terminated by the Client within three years; and 3) after the managed account relationship is maintained for three years, the accrued Asset-Based Fee will be waived and never charged to the Client.

ii. Annual 10%-of-Profits Fee (applies to all years)

As of each Annual Fee Assessment Date (defined below) a prospective fee (the "10%-of-Profits Fee") will be charged to the Client's Account for the Billing Period. The fee is 10% of the amount that the Client's Account value exceeds the Account's "High-Water Mark" (defined below).

The initial "High-Water Mark" for the Client's Account is the initial Account value. If there are contributions to the Client's Account, the High-Water Mark will be increased by the amount of the contributions. If there are withdrawals from the Client's account, a percentage reduction will be made to the High-Water Mark that is equal to the percentage of the Account value withdrawn. As of any Annual Fee Assessment Date, if the Client's Account value exceeds the High-Water Mark, the High-Water Mark will be increased to the then-current Account value.

"Annual Fee Assessment Date" is initially the end of the first four complete calendar quarters plus the remainder of the partial calendar quarter that includes the Account's

inception date. After the initial Annual Fee Assessment Date, the Annual Fee Assessment Date shall be each calendar year anniversary thereof.

“Billing Period” shall be the period of time beginning on the date of the last 10%-of-Profits Fee (or the Account’s inception if there is no such date) and ending on Annual Fee Assessment Date or the termination of this Agreement, if applicable.

Qualified Client: As of the date of this Brochure, the term “qualified client” generally includes: (i) A natural person who, or a company that, immediately after entering into an advisory contract has at least \$1,000,000 under the management by CCM; or (ii) A natural person who, or a company that, CCM reasonably believes prior to entering into the contract, either has a net worth of more than \$2,100,000, excluding the client’s primary residence, or is a qualified purchaser as defined in section 2(a)(51)(A) of the Investment Company Act of 1940 at the time the contract is entered into.

Management Fee Payment: We will send Clients an invoice for the payment of our management fees, or we will deduct our fee directly from Client accounts through the custodian holding the funds and securities. We will deduct our management fee only when given written authorization by the Client permitting the fees to be paid directly from their account. Further, the custodian will deliver an account statement to the client at least quarterly. These account statements will show all the disbursements from the account. Clients should review all statements for accuracy. More information regarding directly debiting advisory fees from Client accounts can be found in Item 15.

Termination of the Advisory Relationship: Either party may terminate the Investment Advisory Agreement at any time by giving written notice to the other. Upon termination, any prepaid, unearned fees will be refunded. Clients in Management Fee Choice #2 above, that terminate within three years of the initial three years of engagement, will be obligated to compensate CCM the Asset-Based Fee described under the fee choice.

Blue Chip Investor Fund: The mutual fund pays an asset-based management fee to CCM. Assets invested in the fund are excluded from CCM’s management fee disclosed above. CCM’s only compensation relating to an investment in the fund is the management fee it receives directly from the fund.

Limited Prepayment of Fees: Under no circumstances does CCM require or solicit payment of fees more than six months in advance of services rendered.

UBS MAC Program Wrap-Fee: In a wrap-fee arrangement, clients pay a single fee for advisory, brokerage and custodial services. That means that Client portfolio transactions are executed without commission charges pursuant to a written wrap-fee agreement. For Clients participating in the UBS MAC Program, UBS charges a single fee of which CCM receives 1% on an annualized basis. CCM does not charge any additional fees on top of the Sponsor’s fees.

Advisory Fees in General: The fees outlined represent the fees CCM generally charges for portfolio management services. However, CCM fees may be negotiable and arrangements with

any particular Client may differ from those described above. Also, Clients should note that similar advisory services may be available from other investment advisers for lower fees.

Retirement Rollovers: A Client or prospective Client leaving an employer typically has four options regarding an existing retirement plan (and may engage in a combination of these options): i) leave the money in the former employer's plan, if permitted, ii) roll over the assets to the new employer's plan, if one is available and rollovers are permitted, iii) rollover to an Individual Retirement Account ("IRA"), or iv) cash out the account value (which could, depending upon the client's age, result in adverse tax consequences). If CCM recommends that a client roll over their retirement plan assets into an account to be managed by CCM, such a recommendation creates a conflict of interest if CCM will earn an advisory fee on the rolled over assets. No client is under any obligation to rollover retirement plan assets to an account managed by CCM.

Additional Fees and Expenses: In addition to those fees charged by CCM, there are certain transactional charges applicable when purchasing and selling securities in Client accounts. The additional fees are charged by the broker/custodians and are separate and in addition to those fees charged by CCM. A written confirmation of each transaction, including all transaction charges, will be sent by the broker/custodians to the Client following execution of each transaction. Please refer to Item 12 for detailed information on these brokerage services.

All fees paid to CCM for the various services it provides to Clients are separate and distinct from the fees and expenses charged by third parties (including broker/custodians). These separate fees and expenses include, but are not limited to, custodial fees, execution costs, and mutual fund and exchange traded fund fees and expenses. Client assets also may be subject to transaction fees, brokerage fees and commissions, retirement plan administration fees (if applicable), trustee fees, deferred sales charges on mutual funds initially deposited in the account, rule 12b-1 fees, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. For mutual funds and exchange traded funds, a Client will be subject to its prorate payment of internal management fees, distribution fees, redemption fees and other expenses, which all shareholders in these funds are required to pay, which are fully described in the applicable fund's prospectus.

ITEM 6: PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

As noted in Item 5 above, CCM charges certain Clients a performance-based fee (*i.e.*, a fee calculated based on a share of capital gains upon or capital appreciation of the assets or any portion of the assets of an advisory Client) as part of our Profit-Based Management Fee for separately managed accounts. Performance-based compensation payable to CCM may be larger than otherwise would be the case if the fee was calculated as a percentage of assets under management because the amount of the fee will be based on account performance. Performance-based fee arrangements create the following conflicts of interest: (i) performance-fee arrangements create an incentive for us to make investments that are riskier or more speculative in Profit-Based Management Fee accounts than would be the case in the absence of a performance fee; (ii) we stand to receive compensation with regard to unrealized (not sold) appreciation as well as realized (sold) gains in Profit-Based Management Fee client accounts;

(iii) we have an incentive to offer investments that we believe will be more profitable than others to Profit-Based Management Fee accounts in order to earn more compensation; and (iv) the fees charged by us in Profit-Based Management Fee arrangements may be higher or lower than fees charged by other advisers for comparable services.

Side-by-side management refers to the fact the CCM manages accounts for Clients and the Blue Chip Investor Fund. This creates a conflict of interest if the same security is purchased in the fund and in client accounts at different times. To mitigate this conflict of interest, CCM had developed a trade rotation policy which is described in Item 12 below. In addition, it is CCM's policy to not show a preference to the fund or any Client, regardless of their custodian or management-fee arrangement.

ITEM 7: TYPES OF CLIENTS

CCM manages accounts for individuals, corporations, partnerships, etc., in almost any type of account (individual, joint, trust, IRA, profit-share, etc.) that can be opened at a brokerage firm. In addition, CCM serves as manager to the Blue Chip Investor Fund.

Additionally, CCM manages ERISA accounts, including employee benefit, pension and profit sharing plans, and is deemed to be a "fiduciary" to such Clients pursuant to the Employee Retirement Income and Securities Act ("ERISA") and regulations under the Internal Revenue Code of 1986 (the "Code"), respectively.

Minimum Account Requirements: CCM imposes a minimum investment of \$500,000 per new Client. This requirement may be waived, at CCM's sole discretion. The Blue Chip Investor Fund maintains minimum initial and subsequent investment amounts described in its Prospectus.

There may be times when certain restrictions are placed by a Client, which prevents CCM from accepting or continuing to manage the portfolio management account. CCM reserves the right to not accept or terminate management of a Client's account for any reason.

ITEM 8: METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

A. Methods of Analysis

CCM's investment philosophy is based on a "Warren Buffett style" approach which stems from Ben Graham's classic observation that "investing is most intelligent when it is most business-like." That means that CCM does not just view stocks as financial instruments that trade up or down; instead, we view them as ownership stakes in the underlying businesses.

For its portfolio holdings, CCM generally seeks a "margin of safety" in terms of price paid relative to business value received. We believe that buying at a discount to intrinsic business value not only offers a magnified prospective return, but more importantly, provides a buffer against the things that can go wrong. CCM's commitment is to focus on the long term.

CCM does its own fundamental research. We read company annual reports, listen to conference calls, and review company presentations. We compare companies to their peers. We try to envision what the company will be earning three (3) to five (5) years from now. We often write our own proprietary research reports on companies whose stocks we own for Clients.

CCM also utilizes research such as Morningstar, Value Line, Bloomberg and other commercial software, to assist in its overall evaluation of securities.

B. Investment Strategies

Depending on Clients' investment objectives, risk tolerance and time horizons, Clients choose (with our guidance) a CCM investment program or fund. The portfolios usually consist of stocks, bonds and stock options. Our investment programs are known as 1) Quality Growth Program; 2) Equity-Income Program; 3) Balanced Program; 4) Private Program, and 5) flexFOLIO Program. Each program is briefly described below.

Quality Growth Program portfolios emphasize capital appreciation and preservation through investments in stocks of high quality companies. Accounts usually hold 15-25 stocks when fully invested. For taxable accounts, tax considerations are usually taken into account.

Equity-Income Program accounts emphasize income generation through investments in individual stocks and covered-call option positions. Individual stock investments are usually in large-cap stocks that pay dividend income.

Balanced Program accounts are similar to the Equity-Income Program accounts except in-the-money covered call option positions are employed. High-quality bonds or bond funds may also be purchased.

Private Program accounts use leverage. While money is not borrowed, leverage is employed by buying stock options instead of stocks. The investments are often hedged. Call options are owned at a lower strike price and shorted at a higher strike price. The investments are very focused and extreme volatility should be expected. Only clients seeking high returns with high risk should invest in the Private Program. The Private Program is limited to only Qualified Clients that agree to the Profit-Based Management Fee.

flexFOLIO Program accounts are non-discretionary. This program is for client accounts where CCM's other investment programs are not deemed appropriate, but the client and CCM agree to have CCM manage the account with restrictions. Our "Bucket #1" accounts are managed under the flexFOLIO Program. Bucket #1 accounts are for short-term client money; this is most often money needed in the next three-to-five years. These assets are usually invested in money-market funds and short-term investment-grade bonds.

Clients can learn more about the above programs by discussing them with CCM personnel. The performance of discretionary CCM programs is verified by ACA Performance Services, the largest group of GIPS professionals in the world solely dedicated to GIPS verification and related services, and the verification report is available upon request.

Blue Chip Investor Fund may be owned in Client accounts (UTMA, IRA, etc.). The mutual fund's assets are maintained at US Bank. The fund maintains an independent administrator and an independent Board of Trustees (no person associated with CCM sits on the Board). The fund is a non-diversified fund, which makes it more susceptible to financial, market and economic events affecting the particular issuers and industry sectors in which they invest and therefore may be more volatile or risky than less concentrated investments. A complete description of the fund's investment objective, investment strategy and risks are described in its Prospectus. To the extent that any Client or prospective Client has questions regarding a conflict of interest pertaining to an investment in the Blue Chip Investor Fund. CCM's Chief Compliance Officer, Robert Hill, is available to address questions.

C. Risk of Loss

For its stock investments, CCM employs a fundamentals-based investment methodology. Our securities analysis makes use of publicly available sources of information. There is always a risk that our analysis may be compromised by undetected inaccuracies. In addition, our conclusions may prove to be wrong and investments for Clients may consequently result in losses.

Notably, investing in securities involves risk of loss that Clients should be prepared to bear. CCM's investment recommendations are subject to various markets, currency, economic, political and business risks, and such investment decisions may not always be profitable. Clients should be aware that there may be a loss or depreciation to the value of their account and there can be no assurance that a Client's investment objectives will be obtained and no inference to the contrary is being made.

In addition, generally, the market value of securities will fluctuate with market conditions. The market value of bonds will generally fluctuate inversely with interest rates and other market conditions prior to maturity and will equal par value (face value) at maturity. Investing involves risk including the possible loss of principle. In addition, there is no assurance that any of our clients will achieve their investment objective. Mutual fund and ETF investments also may result in unexpected tax liabilities which cannot be controlled by CCM or the Client.

Importantly, past performance of investments is no guarantee of future results. Some additional investment risks a Client should be aware of include, but are not limited, to the following:

- **Management Risk.** There is the risk that the investment techniques and risk analyses applied by CCM may not produce the desired results and that legislative, regulatory, or tax developments, may affect the investment techniques available to CCM. There is no guarantee that a Client's investment objectives will be achieved.
- **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.
- **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.

CCM investment opportunities may also employ option strategies. The following risks are associated with these types of transactions:

- **Call Option Buying.** This is an options strategy where investors buy call options with the hope that the price of the underlying stock will move far enough to cover the premium paid for the option. Call options may expire worthless and a 100% loss could be incurred.
- **Call Option Writing.** Investors can sell options in order to obtain additional income from premiums paid by the option buyer. Call option writing is associated with the investment strategy known as covered-call writing. Covered calls dampen the downside, but also limit the upside, of a stock holding.
- **Call Spreading Strategies.** An option spread involves combining two different call-option strikes as part of a strategy. Similar with Call Option Buying, the options could expire worthless and a 100% loss incurred.

Prior to entering into an agreement with CCM, the Client should consider only committing to CCM's stock and option management services those assets that the Client believes can be invested for a minimum of three to five years.

ITEM 9: DISCIPLINARY INFORMATION

CCM is required to disclose all legal and disciplinary events that are material to a Client's or prospective Client's evaluation of our advisory business or the integrity of our management. CCM and its management personnel have no reportable disciplinary events to disclose.

ITEM 10: OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

Neither CCM nor any of its management persons are registered, or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer, futures commission merchant, commodity pool operator, a commodity trading adviser, or an associated person of the foregoing entities. As discussed earlier, CCM is the manager the Blue Chip Investor Fund.

ITEM 11: CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

A. Code of Ethics Summary

The Investment Advisers Act of 1940 imposes a fiduciary duty on all investment advisers to act in the best interest of its clients. CCM's Clients therefore entrust us to use the highest standards of integrity when dealing with their assets and making investments that impact their financial future. Our fiduciary duty compels all employees to act with integrity in all of our dealings. Because CCM's investment professionals may transact in the same securities for their personal accounts as they may buy or sell for Client accounts, it is important to mitigate potential conflicts of interest. To that end, CCM has adopted personal securities transaction policies in the form of a Code of Ethics ("Code"), which all CCM associated persons must follow.

CCM's Code of ethics sets forth high ethical standards of business conduct which we require of our employees. CCM and its personnel owe a duty of loyalty, fairness and good faith toward all Clients and have an obligation to adhere not only to the specific provisions of the Code of Ethics but to the general principles that guide the Code.

The CCM Code of Ethics sets forth policies and procedures for the review of quarterly securities transactions reports, as well as initial and annual securities holdings reports that must be submitted by the firm's access persons. Among other things, our Code of Ethics also requires the prior approval of any acquisition of securities in a limited offering (*e.g.*, private placement) or an initial public offering. Moreover, our Code includes oversight, enforcement and recordkeeping provisions.

The CCM Code of Ethics further includes our policy prohibiting the use of material non-public information for insider trading.

All CCM associated persons receive a copy of the Code of Ethics no less than annually, at which time they acknowledge their receipt and understanding. CCM will provide a copy of the Code to any Client or prospective Client upon written request by emailing info@checkcapital.com or by calling us at (714) 641-3579.

B. Participation or Interest in Client Transactions

CCM's Code permits associated persons of the firm to invest in the same securities as Clients. To mitigate any conflict, CCM's Code is designed to ensure that the personal securities transactions, activities and interests of our employees will not interfere with making decisions in the best interest of advisory Clients.

Employees are prevented from benefiting from transactions placed on behalf of advisory accounts. To that end, Employee trading is monitored under the Code, with an eye to reasonably prevent conflicts of interest between CCM and its Clients.

Side-by-side management refers to the fact that CCM manages accounts for individuals and a mutual fund. CCM has policies in place to ensure that all Clients of the firm and the mutual fund, are treated similarly regarding trade order and allocation. See additional information in Items 6 and 12.

CCM does not affect any principal or agency cross securities transactions for client accounts, nor does it affect cross-trades between client accounts. Principal transactions are generally 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. 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. Should CCM ever decide to affect principal trades or

cross-trades in client accounts, it will comply with the provisions of Rule 206(3) of the Advisers Act.

ITEM 12: BROKERAGE PRACTICES

CCM generally recommends that Clients use the brokerage and custody services of Fidelity, Charles Schwab, or TD Ameritrade (collectively hereinafter “Broker/Custodians” or “Recommended Broker/Custodians”) in connection with CCM’s management of a Client account. While CCM may recommend using one or more of the Broker/Custodians, Clients ultimately decide whether to do so when they open an account with a Broker/Custodian. Clients will enter into a brokerage and custody agreement their broker or qualified custodian. CCM is independently owned and operated and not affiliated with any broker/custodians.

Factors Considered in Broker Recommendations

Factors considered by CCM in recommending Client’s utilize the services of a Broker/Custodian include, but are not limited to, the reasonableness of their commissions, their financial strength, product availability, research and other services available to both the Client and CCM.

CCM periodically evaluates the commissions charged and the services provided by the Recommended Broker/Custodians and compare those with other broker-dealers to evaluate whether overall best qualitative execution could be achieved by using alternative custodians.

CCM seeks to recommend Broker/Custodians who will hold Client assets and execute transactions on terms that are overall most advantageous when compared to other available providers and their services. CCM considers a wide range of factors, including, among others, the following:

- combination of transaction execution services along with asset custody services (generally without a separate fee for custody);
- capability to execute, clear and settle trades (buy and sell securities for your account);
- capabilities to facilitate transfers and payments to and from accounts (wire transfers, check requests, bill payment, etc.);
- breadth of investment products made available (stocks, bonds, mutual funds, ETFs, etc.);
- availability of investment research and tools that assist us in making investment decisions;
- quality of services;
- competitiveness of the price of those services (commission rates, margin interest rates, other fees, etc.) and willingness to negotiate them;
- reputation, financial strength and stability of the provider;
- the custodian/broker’s prior service to us and our other Clients; and
- availability of other products and services that benefit us, as discussed below (see "Products and Services Available to Us").

Products and Services Available through Recommended Brokers

Each of the Recommended Broker/Custodians employs certain platforms that serve independent investment advisory firms like CCM. These platforms provide CCM and our Clients with access to their institutional brokerage – trading, custody, reporting and related services – which are not typically available to retail customers. These Broker/Custodians also make available various support services. Some of those services help us manage or administer our Clients' accounts while others help us manage and grow our business. The Broker/Custodians' support services generally are available on an unsolicited basis (i.e., CCM does not have to request them) and at no charge to us. Below is a detailed description of available support, products and services:

Services that Benefit You. Institutional brokerage services include access to a broad range of investment products, execution of securities transactions and custody of Client assets. The investment products available through the broker/custodians include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our Clients. CCM believes that these services generally benefit all Client accounts that utilize the services of the Referred Broker/Custodians.

Services that May Not Directly Benefit You. The Broker/Custodians also make available to us other products and services that benefit us, but may not directly benefit you or your account. These products and services assist CCM in managing and administering our Clients' accounts. Products and services may include investment research of both the broker/custodian and of third parties. CCM may use this research to service all, some or a substantial number of our Clients' accounts.

In addition to investment research, we also may receive access to software and other technology that:

- provide access to Client account data (such as duplicate trade confirmations and account statements);
- facilitate trade execution and allocate aggregated trade orders for multiple Client accounts;
- provide pricing and other market data;
- facilitate payment of our fees from our Clients' accounts; and
- assist with back-office functions, recordkeeping and Client reporting.

Services that Generally Benefit Only Us. The broker/custodians also offer other services intended to help us manage and further develop our business enterprise. These services include:

- educational conferences and events;
- technology, compliance, legal, and business consulting;
- publications and conferences on practice management and business succession; and
- access to employee benefits providers, human capital consultants and insurance providers.

The broker/custodians may provide some of these services themselves. In other cases, they may arrange for third-party vendors to provide the services to us. Other potential benefits to CCM may include occasional business entertainment of personnel of CCM by representatives of

Recommended Brokers/Custodians, including meals and forms of entertainment, some of which may accompany educational opportunities. We also receive software and other technology support from the Recommended Broker/Custodians.

Fidelity “Soft Dollar” Arrangement

Specifically in recommending Fidelity, CCM may take into consideration the receipt of research and brokerage services as permitted by Section 28(e) of the Securities Exchange Act of 1934, as amended (“Section 28(e)”). CCM has entered into a Client Commission Agreement (CCA) with Fidelity Brokerage Services LLC. CCM directs Fidelity clients through the CCA program to obtain research and execution services from Fidelity or third-parties. These services are of the type described in Section 28(e) of the Securities Exchange Act of 1934 and are designed to augment our own internal research and investment strategy capabilities. This may be done only for Client accounts held with Fidelity without prior agreement or understanding by the client. Research services obtained through the use of soft dollars may be developed by brokers to whom brokerage is directed or by third-parties which are compensated by the broker. CCM does not attempt to put a specific dollar value on the services rendered or to allocate the relative costs or benefits of those services among clients, believing that the research CCM receives will help us to fulfill our overall duty fiduciary. CCM may not use each particular research service, however, to service each client. As a result, a client may pay brokerage commissions that are used, in part, to purchase research services that are not used to benefit that specific client.

Certain items obtainable with soft dollars may not be used exclusively for either execution or research services. The cost of such "mixed-use" products or services will be fairly allocated and CCM makes a good faith effort to determine the percentage of such products or services which may be considered as investment research. The portions of the costs attributable to non-research usage of such products or services are paid by our firm to the broker-dealer in accordance with the provisions of Section 28(e) of the Securities Exchange Act of 1934.

When CCM uses client brokerage commissions to obtain research or brokerage services, we receive a benefit to the extent that CCM does not have to produce such products internally or compensate third-parties with our own money for the delivery of such services. Therefore, such use of client brokerage commissions results in a conflict of interest, because we have an incentive to direct client brokerage to those brokers who provide research and services we utilize, even if these brokers do not offer the best price or commission rates for our clients.

Within our last fiscal year, we have obtained the following products and services on a soft-dollar basis:

Bloomberg Terminal and Bloomberg Media Services - The terminal is tied into real time information on a vast array of financial securities, indexes and news feeds. CCM uses the terminal to enter trades and access information on a large number of securities held by our clients. Bloomberg’s media services which provide CCM with real-time and archived financial and market data, pricing, trading, news and communication tools in a single integrated package. The cost of one Bloomberg Terminal is paid directly by Fidelity to Bloomberg through the CCA program, thereby resulting in an economic benefit to CCM.

CCM's Beneficial Interest in the Broker/Custodian's Services

The availability and use of the collective services referenced above from the Broker/Custodians benefits CCM in that the firm does not have to pay for such services out of pocket. CCM does not have to pay for such services so long as certain conditions are met. Such conditions give CCM an incentive to recommend that you maintain your account with these broker/custodians based on our interest in receiving those services that benefit our business rather than based on your interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a conflict of interest.

While as a fiduciary CCM endeavors to act in its Clients' best interests, CCM's recommendation that Clients maintain their assets in accounts at these broker/custodians may be based in part on the benefit to CCM of the availability of some of the foregoing products and services and other arrangements, and not solely on the nature, cost or quality of custody and brokerage services provided by the broker/custodians, which creates a conflict of interest.

CCM believes, however, that our selection of the broker/custodians is in the best interests of our Clients. It is primarily supported by the scope, quality and price of their services as discussed above and not the services that benefit only us.

Chief Compliance Officer, Robert Hill, remains available to address any questions that a client or prospective client may have regarding the conflicts of interest presented by these arrangements.

Brokerage for Client Referrals

Broker/Custodians that CCM recommends do not refer clients to our firm.

Directed Brokerage

CCM does not have the discretionary authority to determine the broker-dealer to be used or the commission rates to be paid, clients must direct CCM as to the broker-dealer to be used. CCM requires that clients direct us to place trades through a broker-dealer selected by the client. As disclosed above CCM may recommend that Clients use the brokerage and custody services of Fidelity, Charles Schwab, or TD Ameritrade but does not require it. However, CCM reserves the right to decline acceptance of any client account for which the client directs the use of a broker other than the recommended Brokers or Custodians above if we believe that this choice would hinder our fiduciary duty to the client and/or our ability to service the account.

In directing the use of a broker, it should be understood that CCM will not necessarily have the authority to negotiate commissions or to obtain volume discounts, and best execution may not be achieved. In addition, a disparity in commission charges may exist between the commissions charged to the client and those charged to other clients who may direct the use of another broker. Clients should note, while CCM has a reasonable belief that the Referred Broker/Custodians are able to obtain best execution and competitive prices, our firm will not be independently seeking

best execution price capability through other brokers. Not all advisers require clients to direct it to use a particular broker-dealer.

Aggregation of Client Trades

CCM will order block trades where possible and when advantageous to clients. This blocking of trades permits the trading of aggregate blocks of securities composed of assets from multiple client accounts. Block trading may allow us to execute equity trades in a timelier, more equitable manner, at an average share price.

CCM will typically aggregate trades among clients whose accounts can be traded at a given broker and will generally rotate or vary the order of brokers through which it places trades for clients on any particular day. When this happens, these circumstances may, in turn, give rise to conflicts of interest among the accounts for whom the security purchase or sale is appropriate, and among the subset of those accounts actually participating in a block trade, especially if the block trade order results in a partial fill. In order to address these conflicts, CCM has adopted certain policies and procedures that it follows when aggregating trades in an effort to provide an objective and equitable method of trade allocation so that all clients are treated fairly. The basic objectives of these policies and procedures are as follows:

- (a) CCM will only aggregate trades when it believes that aggregation is consistent with its duty to seek best execution for its clients;
- (b) CCM will strive to ensure that no client account is favored over any other client account;
- (c) Transactions will generally be averaged as to price for each account that participates in an aggregated transaction; and
- (d) Partial fills are allocated using a rotational allocation method whereby each account will receive a full allocation in their order of priority until the entire order has been allocated. On sells, the accounts with the lowest percentage of cash will be allocated the shares first; for buys, the accounts with the largest percentage of cash will be allocated the shares first.

Trade Rotation

From time to time, CCM may determine that the purchase or sale of a particular security is appropriate for multiple client accounts, including the Blue Chip Investor Fund, based on a variety of reasons. When this occurs, the following trade rotation policy is implemented. CCM's policy is to provide a fair and equitable method of trade rotation in placing trades for Clients' accounts, including the Blue Chip Investor Fund. For more information, please contact us at the telephone number or e-mail address listed on the cover page to this Brochure.

Trade Errors

CCM has trade-error policies that neither advantage nor disadvantage clients; errors are simply corrected. When there is an error, CCM will correct the error as soon as possible and make the client whole.

Trading Away - Prime Broker Trades

CCM doesn't affect any transactions in Client accounts other than through broker-dealers serving as the custodian for the account. For the Blue Chip Investor Fund, whose assets are custodied at U.S. Bank, trades are done with one of the brokerage firms used for Client accounts.

Additional Information about Brokerage Practices

Chief Compliance Officer, Robert Hill, remains available to address any questions that a client or prospective client may have regarding the Brokerage Practices of CCM and any corresponding conflict of interest.

ITEM 13: REVIEW OF ACCOUNTS

Underlying securities within managed accounts are continuously monitored. Client portfolios are reviewed on a regular basis. Additional reviews are also available at the Client's request. Triggering factors for an additional review include, but are not to, changes in a Client's financial situation, investment goals, and tax situation.

ITEM 14: CLIENT REFERRALS AND OTHER COMPENSATION

A. Compensation for Client Referrals

CCM may pay referral fees to independent persons or firms ("solicitors") for introducing Clients to CCM.

CCM enters into a written agreement with the solicitor and complies with the requirements of Rule 206(4)-3 of the Advisers Act. Compensation to the solicitor will be based upon CCM's engagement of new Clients and the retention of those Clients. Any such fee shall be paid solely from CCM's fees, and shall not result in any additional charge to the Client.

Each prospective Client who is referred to CCM under such an arrangement will receive a copy of CCM's Form ADV Part 2 and a separate written disclosure document disclosing the nature of the relationship between the third party solicitor and CCM and the amount of compensation that will be paid by CCM to the third party. The solicitor is required to obtain the Client's signature acknowledging receipt of CCM's Form ADV Part 2 and the solicitor's written disclosure statement.

Client Referral Program: CCM allows clients to participate in our Client Referral Program through which CCM receives new client referrals from current clients.

Under the Client Referral Program, clients who act as an introducing agent will be deemed a solicitor for CCM. CCM pays a referral fee to the introducing agent and also compensates new referred clients. The introducing agent making the referral shall receive up to \$1,000, which is usually paid through a rebate or reduction of management fees. New referred clients will also receive the same compensation amount through a reduction of future management fees.

Whenever CCM pays a referral fee, we require the Solicitor to provide the prospective client with a copy of this document (our Firm Brochure) and a separate disclosure statement that includes the following information:

- the Solicitor's name and relationship with our firm;
- the fact that the Solicitor is being paid a referral fee;
- the amount of the fee; and

As a matter of firm practice, the advisory fees paid to us by clients referred by solicitors are not increased as a result of any referral.

Prior Participation in Referral Programs: In the past, CCM has participated in client referral programs operated by Charles Schwab and Fidelity Investments. CCM is no longer accepting referrals from these programs. However, CCM is still paying referral fees for past referrals from these firms. At Charles Schwab, the referral fee is 15% of the management fees that CCM receives from referred client accounts. At Fidelity Investments, the referral fee generally is a quarterly fee equal to 0.05% of a client's managed account assets and the fee lasts for the first seven years of the client relationship.

B. Other Compensation

It is CCM's policy not to accept (or allow our related persons to accept) any form of compensation—including cash, sales awards or other prizes—from a non-client in conjunction with the advisory services we provide to our Clients.

ITEM 15: CUSTODY

CCM does not have physical custody of Client accounts. Nevertheless, pursuant to Rule 206(4)-2 of the Advisers Act, CCM is deemed to have custody because the firm has the authority and ability to instruct Schwab, Fidelity, TD Ameritrade and other broker/custodians to deduct our advisory fees directly from Client accounts. CCM is also deemed to have custody due to certain client accounts that provide CCM with Standing Letters of Authorization (SLOA's) that are on file with the custodians which give CCM discretion over the timing, frequency and the amount of the disbursements to designated third parties. The Broker/Custodian maintains actual custody of Client assets. Clients will receive account statements directly from the Broker/Custodian at least quarterly. The statements will be sent to the email or postal mailing address the Client provided to the broker/custodian. Clients should carefully review these statements when received. CCM

also urges Clients to compare the broker/custodian's account statements to any portfolio reports that are sent by us. Please contact CCM with any questions.

ITEM 16: INVESTMENT DISCRETION AND LIMITATIONS

Clients hire CCM to provide discretionary asset-management services, which means we trade securities in a Client's account without contacting the Client for permission prior to each trade.

Our discretionary authority includes the ability to do the following without contacting the Client:

- determine the security to buy or sell; and/or
- determine the amount of the security to buy or sell.

Clients give CCM discretionary authority when they sign a discretionary agreement with our firm and may limit this authority by giving us written instructions. Clients may also change/amend such limitations by once again providing us with written instructions. For example, investment authority may be subject to specified investment objectives, guidelines, and/or conditions imposed by the Client, such as restricting investment in a particular stock and/or prohibiting transactions in the securities of a specific industry.

ITEM 17: VOTING CLIENT SECURITIES

CCM votes proxies for Client accounts; however, Clients always have the right to vote proxies themselves. Clients can exercise this right by instructing us in writing to not vote proxies related to their account.

We vote proxies in accordance with our established policies and procedures. CCM retains a) all proxy voting records for the requisite period of time and b) copies of written Client requests enquiring how we voted proxies.

Clients may obtain a copy of our complete proxy-voting policies and procedures by contacting us at the telephone number or e-mail address listed on the cover page to this Brochure. Clients may request, in writing, information on how proxies for his/her shares were voted. If any Client requests a copy of CCM's complete proxy policies and procedures or how we voted proxies for his/her account(s), we will promptly provide such information.

We will neither advise nor act on behalf of the Client in legal proceedings involving companies whose securities are held in the Client's account(s). We may, but are not required to, assist Clients in the filing of "Proofs of Claim" in class-action settlements.

ITEM 18: FINANCIAL INFORMATION

Under no circumstances does CCM require or solicit payment of fees in excess of \$1,200 per Client more than six months in advance of services rendered. Therefore, we are not required to include a balance sheet.

As an advisory firm that maintains discretionary authority for Client accounts, we are required to disclose any financial condition that is reasonably likely to impair our ability to meet contractual obligations. No such conditions currently exist.

CCM has not been the subject of a bankruptcy petition at any time during the past ten years.

QUESTIONS

CCM's Chief Compliance Officer, Robert Hill, is available to address any questions regarding this Brochure.

ITEM #1 – COVER PAGE

Check Capital Management Inc.

**PART 2B
-BROCHURE SUPPLEMENT-**

STEVEN CHECK

October 10, 2018

Check Capital Management Inc.

CRD No. 107058
575 Anton Blvd., Suite 500
Costa Mesa, CA 92626
Telephone: (714) 641-3579
Email: info@checkcapital.com
Web Address: checkcapital.com

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Additional information about Check Capital Management Inc. and Steven Check is also available on the SEC’s website at adviserinfo.sec.gov.

ITEM #2 – EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

Steven Check, *President and Chief Investment Officer*

Steven Check, born in 1961

Business Experience

1987 – present: Check Capital Management Inc., President and Chief Investment Officer

Education

- B.S. Electrical Engineering, Iowa State University, 1983
- M.S. Engineering, University of California, Irvine, 1986

ITEM #3 – DISCIPLINARY INFORMATION

None

ITEM #4 – OTHER BUSINESS ACTIVITIES

None

ITEM #5 – ADDITIONAL COMPENSATION

None.

ITEM #6 – SUPERVISION

All employees are supervised by Steven Check, President of Check Capital Management Inc. and Robert Hill, CCM's Chief Compliance Officer, and can be contacted at (714) 641-3579. Employees who advise clients are monitored for the investment advice that they provide. Supervision includes ensuring that the information given to clients is consistent with regulations and our investment views. Discussion and meeting notes, as well as emails, are archived in CCM's computers. Mr. Hill reviews notes and emails periodically.

ITEM #1 – COVER PAGE

Check Capital Management Inc.

**PART 2B
-BROCHURE SUPPLEMENT-**

ROBERT HILL

October 10, 2018

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ITEM #2 – EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

Robert Hill, *Chief Compliance Officer / Trading Manager*

Robert Hill, born in 1977

Business Experience (preceding 5 years)

2008 – present: Check Capital Management Inc., Trading Manager

2014 – present: Check Capital Management Inc., Chief Compliance Officer

Education

- B.S. Business Administration, California State University, Long Beach, 2001.

ITEM #3 – DISCIPLINARY INFORMATION

None

ITEM #4 – OTHER BUSINESS ACTIVITIES

None

ITEM #5 – ADDITIONAL COMPENSATION

None.

ITEM #6 – SUPERVISION

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Check Capital Management Inc.

**PART 2B
-BROCHURE SUPPLEMENT-**

RYAN KINNEY

October 10, 2018

Check Capital Management Inc.

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ITEM #2 – EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

Ryan Kinney, *Research Director*

Ryan Kinney, born in 1986

Business Experience (preceding 5 years)

2013 – present: Check Capital Management Inc., Research Director

Education

- B.S. Business Administration, San Diego State University, 2010.

ITEM #3 – DISCIPLINARY INFORMATION

None

ITEM #4 – OTHER BUSINESS ACTIVITIES

None

ITEM #5 – ADDITIONAL COMPENSATION

None.

ITEM #6 – SUPERVISION

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Check Capital Management Inc.

**PART 2B
-BROCHURE SUPPLEMENT-**

CHRISTOPHER BALLARD

October 10, 2018

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ITEM #2 – EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

Christopher Ballard, CFP®, *Managing Director*

Christopher Ballard, born in 1973

Business Experience (preceding 5 years)

2012 – present: Check Capital Management Inc., Managing Director

Education

- B.A. Environmental Studies, University of California, Santa Barbara, 1995.

Professional Designation Descriptions

The CERTIFIED FINANCIAL PLANNER™ and CFP® (collectively, the “CFP® marks”) are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. (“CFP® Board”). The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. The CFP® is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. CFP® certificate holders are bound by CFP® Board’s Standards of Professional Conduct, a set of documents outlining the ethical and practice standards for CFP® professionals.

To earn the credential, each CFP® candidate must have a bachelor’s degree (or higher) from an accredited college or university and three years of full-time personal financial planning experience. In addition, candidates must take the CFP® Certification examination and complete a CFP® -board registered program or hold an accepted designation, degree or license. Every two years, CFP® certificate holders must complete a minimum of 30 hours of continuing education.

ITEM #3 – DISCIPLINARY INFORMATION: NONE

ITEM #4 – OTHER BUSINESS ACTIVITIES: NONE

ITEM #5 – ADDITIONAL COMPENSATION: NONE

ITEM #6 – SUPERVISION

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ITEM #1 – COVER PAGE

Check Capital Management Inc.

PART 2B

-BROCHURE SUPPLEMENT-

JONATHAN “JOCK” MEEKS

October 10, 2018

Check Capital Management Inc.

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ITEM #2 – EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

Jonathan “Jock” Meeks, CRPC®, *Client Services Director*

Jock Meeks, born in 1956

Business Experience (preceding 5 years)

2004 – present: Check Capital Management Inc., Client Services Director

Education

- B.A. Psychology, University of Wyoming, 1981.

Professional Designation Descriptions

Individuals who hold the CRPC® designation have completed a course of study encompassing pre-and post-retirement needs, asset management, estate planning and the entire retirement planning process using models and techniques from real client situations. The program is designed for approximately 120-150 hours of self-study. The program is self-paced and must be completed within one year from enrollment.

ITEM #3 – DISCIPLINARY INFORMATION

None

ITEM #4 – OTHER BUSINESS ACTIVITIES

None

ITEM #5 – ADDITIONAL COMPENSATION

None.

ITEM #6 – SUPERVISION

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Check Capital Management Inc.

**PART 2B
-BROCHURE SUPPLEMENT-**

SUSAN NIEDWICK

October 10, 2018

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ITEM #2 – EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

Susan Niedwick, CFP®, *Vice President, Senior Investment Officer*

Susan Niedwick, born in 1974

Business Experience (preceding 5 years)

2015 – present: Check Capital Management Inc., Vice President, Senior Investment Officer

2012 – 2015: Apriem Advisors, Client Services, Financial Planning

Education

- B.S. Finance, University of Utah, 1997.
- B.A. French, University of Utah, 1997.

Professional Designation Descriptions

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To earn the credential, each CFP® candidate must have a bachelor’s degree (or higher) from an accredited college or university and three years of full-time personal financial planning experience. In addition, candidates must take the CFP® Certification examination and complete a CFP® -board registered program or hold an accepted designation, degree or license. Every two years, CFP® certificate holders must complete a minimum of 30 hours of continuing education.

ITEM #3 – DISCIPLINARY INFORMATION: NONE

ITEM #4 – OTHER BUSINESS ACTIVITIES: NONE

ITEM #5 – ADDITIONAL COMPENSATION: NONE

ITEM #6 – SUPERVISION

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ITEM #1 – COVER PAGE

Check Capital Management Inc.

**PART 2B
-BROCHURE SUPPLEMENT-**

JEREMY SALTZBERG

October 10, 2018

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ITEM #2 – EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

Jeremy Saltzberg, *Vice President, Senior Investment Officer*

Jeremy Saltzberg, born in 1988

Business Experience (preceding 5 years)

2016 – present: Check Capital Management Inc., Vice President, Senior Investment Officer

2016 – 2016: Avondale Asset Management, Portfolio Manager and Director of Research

2013 – 2016: Spectrum Asset Management Inc., Research Associate

Education

- B.S. Business Economics, University of California, Santa Barbara, 2010.

ITEM #3 – DISCIPLINARY INFORMATION

None

ITEM #4 – OTHER BUSINESS ACTIVITIES

None

ITEM #5 – ADDITIONAL COMPENSATION

None.

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ITEM #1 – COVER PAGE

Check Capital Management Inc.

**PART 2B
-BROCHURE SUPPLEMENT-**

JOHN THATCHER

October 10, 2018

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Additional information about Check Capital Management Inc. and Steven Check is also available on the SEC’s website at adviserinfo.sec.gov.

ITEM #2 – EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

John Thatcher, AAMS®, *Vice President, Senior Investment Officer*

John Thatcher, born in 1968

Business Experience (preceding 5 years)

2017 – present: Check Capital Management Inc., Vice President, Senior Investment Officer

2004 – 2017: Charles Schwab & Co., Vice President / Financial Consultant

Education

- No formal education after High School

Professional Designation Descriptions

Accredited Asset Management Specialist (AAMS®) A professional designation awarded by the College for Financial Planning to financial professionals who successfully complete a self-study program, pass an exam and agree to comply with a code of ethics. Successful applicants earn the right to use the AAMS designation with their names for two years, which can improve job opportunities, professional reputation and pay. Every two years, AAMS professionals must complete 16 hours of continuing education and pay a fee to continue using the designation. The AAMS program is developed in conjunction with some of the nation's top investment firms. Applicants study case studies based on real-life scenarios designed to prepare them to be effective in the real world and build lasting relationships with clients.

ITEM #3 – DISCIPLINARY INFORMATION

None

ITEM #4 – OTHER BUSINESS ACTIVITIES

None

ITEM #5 – ADDITIONAL COMPENSATION

None.

ITEM #6 – SUPERVISION

All employees are supervised by Steven Check, President of Check Capital Management Inc. and Robert Hill, CCM's Chief Compliance Officer, and can be contacted at (714) 641-3579.

Employees who advise clients are monitored for the investment advice that they provide.

Supervision includes ensuring that the information given to clients is consistent with regulations and our investment views. Discussion and meeting notes, as well as emails, are archived in CCM's computers. Mr. Hill reviews notes and emails periodically.

ITEM #1 – COVER PAGE

Check Capital Management Inc.

**PART 2B
-BROCHURE SUPPLEMENT-**

JAMES WAITE

October 10, 2018

Check Capital Management Inc.

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Web Address: checkcapital.com

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ITEM #2 – EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

Jim Waite, CRPC®, *flexFOLIO Portfolio Manager*

James Waite, born in 1958

Business Experience (preceding 5 years)

2007 – present: Check Capital Management Inc., Vice President, Senior Investment Officer

Education

- B.A. Business Administration – Finance, California State University, Fullerton, 1981.

Professional Designation Descriptions

Individuals who hold the CRPC® designation have completed a course of study encompassing pre-and post-retirement needs, asset management, estate planning and the entire retirement planning process using models and techniques from real client situations. The program is designed for approximately 120-150 hours of self-study. The program is self-paced and must be completed within one year from enrollment.

ITEM #3 – DISCIPLINARY INFORMATION

None

ITEM #4 – OTHER BUSINESS ACTIVITIES

None

ITEM #5 – ADDITIONAL COMPENSATION

None.

ITEM #6 – SUPERVISION

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