

**Woodley Farra Manion Portfolio Management, Inc.
Verification and Dividend Portfolio Composite Performance
Examination Report**

June 30, 2017



Verification and Performance Examination Report

Mr. Donald Woodley, CFA
Woodley Farra Manion Portfolio Management, Inc.

We have verified whether Woodley Farra Manion Portfolio Management, Inc. (the "Firm") (1) has complied with all the composite construction requirements of the Global Investment Performance Standards (GIPS®) on a firm-wide basis for the periods from January 1, 2017 through June 30, 2017, and (2) designed its policies and procedures to calculate and present performance in compliance with the GIPS standards as of June 30, 2017. We have also conducted a performance examination of the Firm's Dividend Portfolio Composite for the periods from January 1, 2017 through June 30, 2017. The Firm's management is responsible for compliance with the GIPS standards, the design of its policies and procedures, and for the Quarterly Performance and Dividend Portfolio Composite's compliant presentations. Our responsibility is to express an opinion based on our verification and performance examination. We conducted this verification and performance examination in accordance with the required verification and performance examination procedures of the GIPS standards. We also conducted such other procedures as we considered necessary in the circumstances.

In our opinion, the Firm has, in all material respects:

- Complied with all the composite construction requirements of the GIPS standards on a firm-wide basis for the periods from January 1, 2017 through June 30, 2017; and
- Designed its policies and procedures to calculate and present performance in compliance with the GIPS standards as of June 30, 2017.

A verification covering the periods from November 1, 1995 through December 31, 2016 was performed by another verification firm, whose report expressed an unqualified opinion thereon.

Also, in our opinion, the Firm has, in all material respects:

- Constructed the Dividend Portfolio Composite and calculated the Dividend Portfolio Composite's performance for the periods from January 1, 2017 through June 30, 2017 in compliance with the GIPS standards; and
- Prepared and presented the Dividend Portfolio Composite's accompanying compliant presentation for the periods from January 1, 2017 through June 30, 2017 in compliance with the GIPS standards.

A performance examination of the Firm's Dividend Portfolio Composite covering the periods from February 1, 2011 through December 31, 2016 was performed by another verification firm, whose report expressed an unqualified opinion thereon.

This report does not relate to or provide assurance on any composite compliant presentation of the Firm other than the Firm's Dividend Portfolio Composite.

ACA Performance Services, LLC

ACA Performance Services, LLC
December 27, 2017

WOODLEY FARRA MANION PORTFOLIO MANAGEMENT, INC.
DIVIDEND PORTFOLIO COMPOSITE
QUARTERLY PERFORMANCE PRESENTATION

Asset-Weighted Performance Gross and Net of Fees

Results have been calculated in U.S. Dollars

Gross performance is presented as pure gross and is provided as supplemental information

		1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Annual
2017	Gross	4.25%	0.44%			
	Net (Actual Fees)	3.95%	0.18%			
	Net (Highest Wrap Fee)	3.61%	(0.18%)			
2016	Gross	6.49%	7.36%	(2.76%)	2.25%	13.67%
	Net (Actual Fees)	6.18%	7.05%	(3.05%)	1.96%	12.37%
	Net (Highest Wrap Fee)	5.84%	6.71%	(3.38%)	1.62%	10.89%
2015	Gross	(0.52%)	(2.97%)	0.84%	6.41%	3.58%
	Net (Actual Fees)	(0.82%)	(3.26%)	0.54%	6.11%	2.36%
	Net (Highest Wrap Fee)	(1.14%)	(3.58%)	0.22%	5.76%	1.02%
2014	Gross	2.70%	4.16%	0.30%	6.48%	14.24%
	Net (Actual Fees)	2.38%	3.84%	(0.01%)	6.16%	12.86%
	Net (Highest Wrap Fee)	2.06%	3.52%	(0.33%)	5.83%	11.45%
2013	Gross	12.26%	1.86%	1.95%	7.94%	25.83%
	Net (Actual Fees)	11.92%	1.55%	1.64%	7.62%	24.32%
	Net (Highest Wrap Fee)	11.58%	1.23%	1.32%	7.29%	22.78%
2012	Gross	1.38%	3.26%	1.26%	(1.14%)	4.80%
	Net (Actual Fees)	1.07%	2.93%	0.95%	(1.46%)	3.49%
	Net (Highest Wrap Fee)	0.75%	2.63%	0.63%	(1.76%)	2.22%
2011	Gross	1.64%*	3.64%	(5.24%)	7.42%	7.23%*
	Net (Actual Fees)	1.64%*	3.32%	(5.56%)	7.17%	6.29%*
	Net (Highest Wrap Fee)	1.22%*	3.00%	(5.84%)	6.77%	4.82%*

* Represents non-annualized partial period performance beginning on February 1, 2011.

Past performance is not indicative of future results. The Verification and Performance Examination Report and the compliant presentation are an integral part of this presentation. The periods shown prior to January 1, 2017 were examined by another verification firm.

**WOODLEY FARRA MANION PORTFOLIO MANAGEMENT, INC.
DIVIDEND PORTFOLIO COMPOSITE
ANNUAL DISCLOSURE PRESENTATION**

Year End	Total Firm Assets (millions)	Composite Assets			Annual Performance Results				
		USD (millions)	% Wrap	Number of Accounts	Composite Pure Gross	Composite Net	Composite Wrap Net	S&P 500 Index	Composite Dispersion
2016	868	63	46.49%	143	13.67%	12.37%	10.89%	11.96%	1.35%
2015	716	40	50.06%	103	3.58%	2.36%	1.02%	1.38%	1.92%
2014	653	33	49.04%	84	14.24%	12.86%	11.45%	13.69%	1.15%
2013	607	27	46.92%	66	25.83%	24.32%	22.78%	32.39%	1.65%
2012	463	18	47.96%	53	4.80%	3.49%	2.22%	16.00%	0.74%
2011*	409	7	18.70%	16	7.23%	6.29%	4.82%	(0.25%)	N/A

*The composite returns presented for year-end 2011 are for the eleven month period beginning January 31, 2011 and ending December 31, 2011.

The Dividend Portfolio Composite contains fully discretionary Dividend Portfolio accounts, and for comparison purposes, is measured against the S&P 500 index. Effective May 17, 2016 the S&P High Yield Dividend Aristocrats index was removed from the disclosure retroactively due to having no influence on the investment decision making process. It was determined the S&P 500 Index by itself is a better representation of the strategy. The Dividend Portfolio strategy focuses on owning a portfolio of companies with higher than average dividend yields, and in most cases these stocks will have the capacity to grow their dividends over time. The portfolio also looks to capture capital appreciation as a portion of its return. The minimum account size for this composite is \$150,000.

Woodley Farra Manion Portfolio Management, Inc. claims compliance with the Global Investment Performance Standards (GIPS®) and has prepared and presented this report in compliance with the GIPS® standards. Woodley Farra Manion Portfolio Management, Inc. has been independently verified for the periods November 1, 1995 through December 31, 2016.

Verification assesses whether (1) the firm has complied with all the composite construction requirements of the GIPS® standards on a firm-wide basis and (2) the firm's policies and procedures are designed to calculate and present performance in compliance with the GIPS® standards. The Dividend Portfolio composite has been examined for the periods February 1, 2011 through December 31, 2016. The verification and performance examination reports are available upon request.

Woodley Farra Manion Portfolio Management, Inc. is an independent registered investment adviser. The firm maintains a complete list of descriptions of composites, which is available upon request.

Results are based on fully discretionary accounts under management, including those accounts no longer with the firm. Past performance is not indicative of future results.

The U.S. Dollar is the currency used to express performance. Returns are presented gross and net of fees and include the reinvestment of all income. Composite pure gross returns are shown as supplemental information. Pure gross returns for wrap fee accounts are gross of all fees and transaction costs. Pure gross returns for non-wrap accounts have been reduced by transaction costs incurred. Composite net returns are net of all fees and are calculated using the fees actually incurred. Composite wrap net returns are calculated using the highest total wrap fee charged of 2.50% applied monthly. Wrap fee accounts pay an asset-based fee that includes all charges for included services, such as: trading costs, portfolio management, custody, and other administrative services. The annual composite dispersion presented is an asset-weighted standard deviation calculated for the accounts in the composite the entire year. Policies for valuing portfolios, calculating performance, and preparing compliant presentations are available upon request.

The standard investment management fee schedule for the composite is 1.25% on the first \$500 thousand, 1.00% on the next \$500 thousand, 0.75% on the next \$2 million, and 0.50% on amounts over \$3 million. The standard institutional investment management fee schedule for the composite is 0.90% on the first \$1 million, 0.70% on the next \$2 million, and 0.50% on the next \$2 million. Wrap fee schedules are available from their respective wrap sponsors and range up to 2.50%. Actual investment advisory fees incurred by clients may vary.

The equity segments of balanced portfolios are included in this composite if they meet the composite inclusion criteria and are managed separately with their own cash balances. This is determined based upon the client's investment objectives.

The Dividend Portfolio Composite was created January 31, 2011. The three-year annualized ex-post standard deviations of the Dividend Portfolio Composite and the S&P 500 are as follows.

Year End	Three-year Annualized Ex-post Standard Deviation	
	Composite	S&P 500 Index
2016	8.33%	10.59%
2015	9.02%	10.47%
2014	7.61%	8.97%

The three-year annualized ex-post standard deviations of the composite and benchmark are not presented prior to 2014 because 36 monthly returns are not available.