

STONEBRIDGE CAPITAL MANAGEMENT, INC.
DISCLOSURE DOCUMENT RELATING TO
INVESTMENT ADVISORY SERVICES AND COMPENSATION

PREPARED FOR ERISA PLANS
IN CREDIT SUISSE SECURITIES (USA) LLC PREFERRED ADVISORS PROGRAM

June 21, 2012¹

Introduction

This Disclosure Document provides an overview of the investment advisory services provided by Stonebridge Capital Management, Inc. (“Stonebridge”), and the fees and other compensation charged for or otherwise related to such services, attributable to your Plan’s assets managed by Stonebridge. Stonebridge is hereby providing to the responsible plan fiduciary or the plan for which it acts the following disclosures relating to Section 408(b)(2) of the Employee Retirement Income Security Act of 1974, as amended (“ERISA”), and Section 4975(d)(2) of the Internal Revenue Code of 1986, as amended, and the regulations thereunder (the “Services Exemption”).

This Disclosure Document is intended to be read in conjunction with Stonebridge’s current Form ADV Part 2A Disclosure, and the Credit Suisse Securities (USA) LLC (“Credit Suisse”) Client Services Agreement between your Plan, Credit Suisse and Stonebridge, which provide detailed information regarding our investment advisory services, our fees, our personnel, our other business activities and potential conflicts between our interests and your interests.

Under ERISA, a plan’s sponsor or other responsible fiduciary has a fiduciary responsibility to prudently select and monitor those hired to provide services to the plan², and their related fees and compensation, to ensure, among other things, that the compensation received by the service provider is reasonable in light of the

¹ The above information is being provided as required by Section 408(b)(2) under the Employee Retirement Security Act of 1974 as amended.

² The disclosures provided herein describe fees and charges relating to the services that Stonebridge provides to your Plan. The services referenced herein may not be suitable for all clients or plans, and may be subject to threshold investor requirements or restrictions. The disclosures contained herein are based on the guidance and interpretations of the Services Exemption as of the date of this document. Certain services or transactions referenced or discussed herein or otherwise provided with respect to your account with Stonebridge may not require an exemption or may be covered by an exemption other than the Services Exemption. Stonebridge reserves the right to modify this Disclosure Document at any time, including conforming the disclosures herein to any subsequent related guidance or interpretation of the applicable regulations.

services provided.

Your Plan may also receive services from Credit Suisse (or its affiliate) or another service provider, such as a third-party administrator or recordkeeper, which are outside the scope of this Disclosure Document. For information on those services and related fees and expenses, please reference the disclosure documents specifically relating to those services or contact that service provider.

If you have any questions concerning this Disclosure Document or the information provided to you concerning our services and compensation, or otherwise require any of the documents referenced in this Disclosure Document, please contact Stonebridge at (310) 277-1450.

Guide to Investment Advisory Services and Compensation

Required Information	Location(s)
Description of the services that Stonebridge will provide to your Plan	Stonebridge directs the investment and reinvestment of the assets in your Plan that you have requested that Stonebridge manage in accordance with the investment style you have selected. Stonebridge will purchase and sell securities for your Plan on a discretionary basis without prior approval by a representative of your Plan. Please also see Stonebridge Brochure (Form ADV, Part 2), Sec. 4, and the Client Services Agreement between your Plan, Credit Suisse Securities (USA) LLC (“Credit Suisse”) and Stonebridge, Sec. 1 and 3.
A statement concerning the services that Stonebridge will provide as a registered investment adviser to your Plan	Stonebridge directs the investment and reinvestment of the assets in your Plan that you have requested that Stonebridge manage in accordance with the investment style you have selected. Stonebridge will purchase and sell securities for your Plan on a discretionary basis without prior approval by a representative of your Plan. Please also see Stonebridge Brochure (Form ADV, Part 2), Sec. 4, and the Client Services Agreement between your Plan, Credit Suisse and Stonebridge, Sec. 1 and 3.

Required Information	Location(s)
Compensation Stonebridge will receive from your Plan (“direct compensation”)	Your Plan pays Credit Suisse a single all-inclusive fee that includes the fee that Stonebridge receives for managing your Plan’s assets.
Compensation Stonebridge will receive from other parties that are not related to Stonebridge (“indirect compensation”)	The annual fee Stonebridge receives for managing your Plan’s assets ranges between .40% and .50% of your Plan’s total assets under management by Stonebridge. The amount of the fee Stonebridge receives depends upon the amount of total Credit Suisse client assets that Stonebridge manages.
Compensation that will be paid among Stonebridge and related parties	None
Compensation Stonebridge will receive if you terminate this service agreement	None
The cost to your Plan of recordkeeping services	Stonebridge does not provide record-keeping services to your Plan
Fees and Expenses relating to your Plan’s investment options	Your Plan pays a fee to Credit Suisse that includes transaction costs if trades are placed through Pershing LLC (“Pershing”). Stonebridge anticipates it will be able to place all trades for your Plan through Pershing or its successor. However, if Stonebridge is unable to do so and has to place trades with another brokerage firm, your Plan will have to pay the transaction costs associated with such trades. Please see your Client Services Agreement with Credit Suisse for information on the amount of the fee you pay to Credit Suisse.