

Edgar Filing: Silvercrest Asset Management Group Inc. - Form FWP

Silvercrest Asset Management Group Inc.  
Form FWP  
April 19, 2013

**Issuer Free Writing Prospectus  
Filed Pursuant to Rule 433  
Registration No. 333-188005**

**G. MOFFETT COCHRAN**

CHIEF EXECUTIVE OFFICER

April 19, 2013

To: Our Clients and Investors

Subject: Silvercrest IPO

I am pleased to advise you that today Silvercrest Asset Management Group Inc. ( SAMG ) filed a registration statement with the Securities and Exchange Commission for our initial public offering of shares of Class A common stock (the IPO ). We expect to complete the IPO before the end of 2013. The registration statement for the IPO is available for your review at <http://www.sec.gov/Archives/edgar/data/1549966/000119312513161221/d513839ds1.htm> .

We believe that becoming a public company will be beneficial both to our clients and to our firm. We also understand that some clients may have concerns regarding a change of this nature. We hope that all of our clients will give us the opportunity to prove that we are dedicated to maintaining the superior attributes of our firm and that the anticipated benefits from our becoming a public company are real.

As you may recall, we notified you in September 2012 that our IPO could be deemed to cause an assignment of the investment advisory agreement(s) for the Silvercrest-managed fund(s) in which you are an investor, because of the sale by Vulcan of its interest in Silvercrest. We received your consent to those potential assignments. We will presume that that consent remains effective unless you advise us to the contrary within 45 days of the date of this letter. Because you have a unilateral right to redeem your interest in the fund(s) at any time consistent with the notification and other liquidity provisions of the governing fund documents, we are able to retain your business only as long as you are pleased with our service and performance. This fact gives us every motivation to continue to manage your business and the firm as we have in the past.

The IPO will not change the founding principles of our firm or our approach to the business of serving our clients. We remain committed to giving our clients a high level of performance coupled with a high level of personal service. We are enthusiastic about our future and we thank you in advance for your support. Please do not hesitate to contact us if you have any questions about this memorandum or about the IPO generally.

**SAMG has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents SAMG has filed with the SEC for more complete information about SAMG and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, SAMG, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling toll-free (866) 805-4128.**

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