

**FORM ADV****Uniform Application for Investment Adviser Registration****Part II - Page 1****OMB APPROVAL**

OMB Number: 3235-0049  
Expires: February 28, 2011  
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Hours per response.....4.07

Name of Investment Adviser: LTG Capital LLC						
Address:	(Number and Street)	(City)	(State)	(Zip Code)	Area Code:	Telephone Number:
	275 Grove Street, 2-400	Newton	MA	02466		888-445-0111

**This part of FORM ADV gives information about the investment adviser and its business for the use of clients.  
The information has not been approved or verified by any government authority.**

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(Schedule A, B, C, D, and E are included with Part I of this Form, for the use of regulatory bodies, and are not distributed to clients.)

Potential persons who are to respond to the collection of information contained in this form  
are not required to respond unless the form displays a currently valid OMB control number.

Applicant: **LTG Capital LLC**

SEC File Number:

801- 62306

Date:

12/15/10

**1. A. Advisory Services and Fees.** (check the applicable boxes)

For each type of service provided, state the approximate % of total advisory billings from that service. (See instruction below.)

**Applicant:**

- |   |  |    |   |
|---|--|----|---|
| <input checked="" type="checkbox"/> (1) | Provides investment supervisory services .....   | 25 | % |
| <input type="checkbox"/> (2)            | Manages investment advisory accounts not involving investment supervisory services.....  |    | % |
| <input checked="" type="checkbox"/> (3) | Furnishes investment advice through consultations not included in either service described above...  | 60 | % |
| <input type="checkbox"/> (4)            | Issues periodicals about securities by subscription .....  |    | % |
| <input type="checkbox"/> (5)            | Issues special reports about securities not included in any service described above.....   |    | % |
| <input type="checkbox"/> (6)            | Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities..... |    | % |
| <input checked="" type="checkbox"/> (7) | On more than an occasional basis, furnishes advice to clients on matters not involving securities...   | 15 | % |
| <input type="checkbox"/> (8)            | Provides a timing service .....  |    | % |
| <input type="checkbox"/> (9)            | Furnishes advice about securities in any manner not described above.....   |    | % |

(Percentages should be based on applicant's last fiscal year. If applicant has not completed its first fiscal year, provide estimates of advisory billings for that year and state that the percentages are estimates.)

- B. Does applicant call any of the services it checked above financial planning or some similar term? . . . . .
- |                                     |                          |
|-------------------------------------|--------------------------|
| Yes                                 | No                       |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> |

C. Applicant offers investment advisory services for: (check all that apply)

- |  |  |
|--|--|
| <input checked="" type="checkbox"/> (1) A percentage of assets under management      | <input type="checkbox"/> (4) Subscription fees |
| <input checked="" type="checkbox"/> (2) Hourly charges                               | <input type="checkbox"/> (5) Commissions       |
| <input checked="" type="checkbox"/> (3) Fixed fees (not including subscription fees) | <input type="checkbox"/> (6) Other             |

D. For each checked box in A above, describe on Schedule F:

- the services provided, including the name of any publication or report issued by the adviser on a subscription basis or for a fee
- applicant's basic fee schedule, how fees are charged and whether its fees are negotiable
- when compensation is payable, and if compensation is payable before service is provided, how a client may get a refund or may terminate an investment advisory contract before its expiration date

**2. Types of clients** - Applicant generally provides investment advice to: (check those that apply)

- |   |   |
|---|---|
| <input checked="" type="checkbox"/> A. Individuals                      | <input checked="" type="checkbox"/> E. Trusts, estates, or charitable organizations         |
| <input type="checkbox"/> B. Banks or thrift institutions                | <input type="checkbox"/> F. Corporations or business entities other than those listed above |
| <input type="checkbox"/> C. Investment companies                        | <input type="checkbox"/> G. Other (describe on Schedule F)                                  |
| <input checked="" type="checkbox"/> D. Pension and profit sharing plans |   |

**Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1)**

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**3. Types of Investments.** Applicant offers advice on the following: (check those that apply)

- |  |  |
|--|--|
| <input checked="" type="checkbox"/> A. Equity securities                                       | <input checked="" type="checkbox"/> H. United States government securities |
| <input checked="" type="checkbox"/> (1) exchange-listed securities                             | <input type="checkbox"/> I. Options contracts on:                          |
| <input checked="" type="checkbox"/> (2) securities traded over-the-counter                     | <input type="checkbox"/> (1) securities                                    |
| <input checked="" type="checkbox"/> (3) Foreign issuers  | <input type="checkbox"/> (2) commodities                                   |
| <input checked="" type="checkbox"/> B. Warrants  | <input type="checkbox"/> J. Futures contracts on:                          |
| <input checked="" type="checkbox"/> C. Corporate debt securities (other than commercial paper) | <input type="checkbox"/> (1) tangibles                                     |
| <input checked="" type="checkbox"/> D. Commercial paper  | <input type="checkbox"/> (2) intangibles                                   |
| <input checked="" type="checkbox"/> E. Certificates of deposit                                 | <input type="checkbox"/> K. Interests in partnerships investing in:        |
| <input checked="" type="checkbox"/> F. Municipal securities                                    | <input checked="" type="checkbox"/> (1) real estate                        |
| <input type="checkbox"/> G. Investment company securities:                                     | <input checked="" type="checkbox"/> (2) oil and gas interests              |
| <input checked="" type="checkbox"/> (1) variable life insurance                                | <input type="checkbox"/> (3) other (explain on Schedule F)                 |
| <input checked="" type="checkbox"/> (2) variable annuities                                     | <input type="checkbox"/> L. Other (explain on Schedule F)                  |
| <input checked="" type="checkbox"/> (3) mutual fund shares                                     |  |

**4. Methods of Analysis, Sources of Information, and Investment Strategies.**

A. Applicant's security analysis methods include: (check those that apply)

- |   |   |
|---|---|
| (1) <input checked="" type="checkbox"/> Charting    | (4) <input checked="" type="checkbox"/> Cyclical                      |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input checked="" type="checkbox"/> Other (explain on Schedule F) |
| (3) <input checked="" type="checkbox"/> Technical   |   |

B. The main sources of information applicant uses include: (check those that apply)

- |   |  |
|---|--|
| (1) <input checked="" type="checkbox"/> Financial newspapers and magazines    | (5) <input type="checkbox"/> Timing services   |
| (2) <input type="checkbox"/> Inspections of corporate activities              | (6) <input checked="" type="checkbox"/> Annual reports, prospectuses, filings with the |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | Securities and Exchange Commission   |
| (4) <input checked="" type="checkbox"/> Corporate rating services             | (7) <input type="checkbox"/> Company press releases                                    |
|   | (8) <input type="checkbox"/> Other (explain on Schedule F)                             |

C. The investment strategies used to implement any investment advice given to clients include: (check those that apply)

- |  |  |
|--|--|
| (1) <input checked="" type="checkbox"/> Long term purchases<br>(securities held at least a year) | (5) <input checked="" type="checkbox"/> Margin transactions  |
| (2) <input checked="" type="checkbox"/> Short term purchases<br>(securities sold within a year)  | (6) <input type="checkbox"/> Option writing, including covered options,<br>uncovered options or spreading strategies |
| (3) <input checked="" type="checkbox"/> Trading (securities sold within 30 days)                 | (7) <input type="checkbox"/> Other (explain on Schedule F)   |
| (4) <input type="checkbox"/> Short sales   |  |

**Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1)**

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**5. Education and Business Standards.**

Are there any general standards of education or business experience that applicant requires of those involved in determining or giving investment advice to clients? ..... Yes No  
☒ ☐

(If yes, please describe these standards on Schedule F)

**6. Education and Business Background.**

For:

- each member of the investment committee or group that determines general investment advice to be given to clients, or
- if the applicant has no investment committee or group, each individual who determines general investment advice clients (if more than five, respond only for their supervisors)
- each principal executive officer of applicant or each person with similar status or performing similar functions.

On Schedule F, give the:

- name
- year of birth
- formal education after high school
- business background for the preceding five years

**7. Other Business Activities.** (check those that apply)

- ☐ A. Applicant is actively engaged in a business other than giving investment advice.
- ☐ B. Applicant sells products or services other than investment advice to clients.
- ☐ C. The principal business of applicant or its principal executive officers involves something other than providing investment advice.

(For each checked box describe the other activities, including the time spent on them, on Schedule F.)

**8. Other Financial Industry Activities or Affiliations.** (check those that apply)

- ☐ A. Applicant is registered (or has an application pending) as a securities broker-dealer.
- ☐ B. Applicant is registered (or has an application pending) as a futures commission merchant, commodity pool operator or commodity trading adviser.
- ☐ C. Applicant has arrangements that are material to its advisory business or its clients with a related person who is a:
- |  |  |
|--|--|
| <input type="checkbox"/> (1) broker-dealer   | <input type="checkbox"/> (7) accounting firm                                       |
| <input type="checkbox"/> (2) investment company  | <input type="checkbox"/> (8) law firm  |
| <input type="checkbox"/> (3) other investment adviser  | <input type="checkbox"/> (9) insurance company or agency                           |
| <input type="checkbox"/> (4) financial planning firm   | <input type="checkbox"/> (10) pension consultant                                   |
| <input type="checkbox"/> (5) commodity pool operator, commodity trading adviser or futures commission merchant | <input type="checkbox"/> (11) real estate broker or dealer                         |
| <input type="checkbox"/> (6) banking or thrift institution   | <input type="checkbox"/> (12) entity that creates or packages limited partnerships |

(For each checked box in C, on Schedule F identify the related person and describe the relationship and the arrangements.)

- D. Is applicant or a related person a general partner in any partnership in which clients are solicited to invest?.. Yes No  
☐ ☒

(If yes, describe on Schedule F the partnerships and what they invest in.)

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**9. Participation or Interest in Client Transactions.**

Applicant or a related person: (check those that apply)

- ☐ A. As principal, buys securities for itself from or sells securities it owns to any client.
- ☐ B. As broker or agent effects securities transactions for compensation for any client.
- ☐ C. As broker or agent for any person other than a client effects transactions in which client securities are sold to or bought from a brokerage customer.
- ☐ D. Recommends to clients that they buy or sell securities or investment products in which the applicant or a related person has some financial interest.
- ☒ E. Buys or sell for itself securities it also recommended to clients.

(For each box checked, describe on Schedule F when the applicant or a related person engages in these transactions and what restrictions, internal procedures, or disclosures are used for conflicts of interest in those transactions.)

Describe, on Schedule F, your code of ethics, and state that you will provide a copy of your code of ethics to any client or prospective client upon request.

- 10. Conditions for Managing Accounts.** Does the applicant provide investment advisory services, manage investment advisory accounts or hold itself out as providing financial planning or some similarly termed services *and* impose a minimum dollar value of assets or other condition for starting or maintaining an account?

Yes No  
☒ ☐

(If yes, describe on Schedule F)

- 11. Review of Accounts.** If applicant provides investment supervisory services, manages investment advisory account, or holds itself out as providing financial planning or some similarly termed services:

- A. Describe below the reviews and reviewers of the accounts. **For reviews**, include their frequency, different levels, and triggering factors. **For reviewers**, include the number of reviewers, their titles and functions, instructions they receive from applicant on performing reviews, and number of accounts assigned each.

For clients receiving investment supervisory services, account reviews are conducted on an ongoing basis by Advisers Principal and Associated Persons. All investment supervisory and financial planning clients are encouraged to discuss with the Adviser their investment objectives, needs and goals and to keep the Adviser informed of any changes regarding same, and to meet, or speak, at least annually, with the Adviser to review investment objectives and account performance.

- B. Describe below the nature and frequency of regular reports to clients on their accounts.

Clients are provided with transaction confirmation notices and regular summary of account statements directly from the broker-dealer/custodian for the client accounts. Those clients to whom Adviser provides investment supervisory services will also receive at least three reports each year from the Adviser summarizing account activity and performance.

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**12. Investment or Brokerage Discretion.**

A. Does applicant or any related person have authority to determine, without obtaining specific client consent, the:

- |  |                                     |                          |
|--|-------------------------------------|--------------------------|
|  | Yes                                 | No                       |
| (1) securities to be bought or sold? .....           | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (2) amount of securities to be bought or sold? ..... | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (3) broker or dealer to be used? .....               | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (4) commission rates paid? .....                     | <input checked="" type="checkbox"/> | <input type="checkbox"/> |

B. Does applicant or a related person suggest brokers to clients? ..... ☒ Yes ☐ No

For each yes answer to A describe on Schedule F any limitations on the authority. For each yes to A(3), A(4) or B, describe on Schedule F the factors considered in selecting brokers and determining the reasonableness of their commissions. If the value of products, research and services given to the applicant or a related person is a factor, describe:

- the products, research and services
- whether clients may pay commissions higher than those obtainable from other brokers in return for those products and services
- whether research is used to service all of applicant's accounts or just those accounts paying for it; and
- any procedures the applicant used during the last fiscal year to direct client transactions to a particular broker in return for product and research services received.

**13. Additional Compensation.**

Does the applicant or a related person have any arrangements, oral or in writing, where it:

- |   |                                     |                                     |
|---|-------------------------------------|-------------------------------------|
| A. is paid cash by or receives some economic benefit (including commissions, equipment or non-research services) from a non-client in connection with giving advice to clients? ..... | Yes                                 | No                                  |
|   | <input checked="" type="checkbox"/> | <input type="checkbox"/>            |
| B. directly or indirectly compensates any person for client referrals? .....  | Yes                                 | No                                  |
|   | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |

(For each yes, describe the arrangements on Schedule F.)

**14. Balance Sheet.** Applicant must provide a balance sheet for the most recent fiscal year on Schedule G if applicant:

- has custody of client funds or securities (unless applicant is registered or registering only with the Securities and Exchange Commission); or
- requires prepayment of more than \$500 in fees per client and 6 or more months in advance

Has applicant provided a Schedule G balance sheet?..... ☐ Yes ☒ No

**Schedule F of  
FORM ADV  
Continuation Sheet for Form ADV Part II**

Applicant:  
LTG Capital LLC

SEC File Number:  
801- 62306

Date:  
12/15/10

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>LTG Capital LLC</b>		IRS Empl. Ident. No.:
Item of Form (identify)	Answer	
1.A.1., 3., 7., 1.D.	<p>LTG Capital LLC ("Adviser") provides investment advisory services, such as portfolio management, financial, business, insurance, college fund, retirement and pension planning to individuals and entities.</p> <p>Compensation for the above services will vary and is negotiable, but typically ranges on an annual basis between 0.25% to 1.50% of assets under management. Fees are calculated and assessed at the end of each quarter and may be payable in advance or in arrears. Typical charges are as follows: accounts of up to \$2 million will be charged an annual fee of 1.25% of assets under management, while accounts in excess of \$2 million will be charged an annual fee of 1.0% of assets under management.</p> <p>In connection with Adviser's pension planning services, including the design of new plans, redesign of existing plans, preparation of adoption agreements, IRS filings and other issues relating to plan compliance, Adviser may refer its pension plan clients to third party administrators. The administrators may refer pension plan clients to the Adviser. At all times, any referrals will be fully disclosed to the client, however no commissions or other fees are paid or charged with respect to these referrals.</p> <p>To the extent a client invests in mutual funds, clients will also incur mutual fund fees and expenses. From time to time, clients may be advised to invest in shares of mutual funds. Mutual funds incur fees and expenses which are paid to the fund's investment adviser and to other fund service providers. Such fees and expenses are described in each mutual fund's prospectus, which clients are encouraged to review. Clients of Adviser who invest in mutual funds will incur the mutual fund fees and expenses in addition to the investment advisory fees charged by Adviser.</p> <p>Clients or Adviser may terminate the advisory relationship at any point in time. In the event fees are paid in advance, Adviser will refund the unearned fees on a pro rata basis. Clients will receive a full refund of any fees paid if the contract is terminated within five business days of signing the contract.</p>	
4.A(5)	<p>When selecting private portfolio managers, Adviser evaluates the private portfolio managers based upon their past performance and investment strategy, their</p>	

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Applicant:  
LTG Capital LLC

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801- 62306

Date:  
12/15/10

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: <b>LTG Capital LLC</b>		IRS Empl. Ident. No.:
Item of Form (identify)	Answer	
4.A. (5) (Cont.)	disclosure documents and any third-party reports assessing their performance.	
5.	Adviser requires a Series 65 Securities license where required by state law. Each person involved in determining or giving investment advice to clients is required to have a college degree or its business equivalent, as determined by Adviser.	
6.	<p>Individuals' information regarding education and business background:</p> <p>Ariel Felipe Acuña, AIF(r)1 CIMA 11/5/62 University of Maine 1986, BA Economics University of California, 1988, MA Economics Amos Tuck School, Dartmouth College 1994, MBA Center for Fiduciary Studies, University of Pittsburgh 2004, Accredited Investment Fiduciary Wharton School, University of Pennsylvania 2004, Certified Investment Management Analyst Principal - Shepherd, Kaplan &amp; Acuna, LLC 1/98 to 7/03 Partner - LTG Capital LLC 8/2003 to present</p> <p>Kevin Michael Pizzotti, 1/29/86 Boston College 2008, BA Finance LTG Capital LLC 2008-present</p> <p>Kathleen Cox, 11/24/62 University of Maine 1994, BA Journalism LTG Capital LLC 2008-present J.H. Kim TaeKwonDo, 2006-2008 Pan-Massachusetts Challenge, 2003-2010</p> <p>Anna Chichinova, 3/24/72 A.N. Kosygin Moscow State University, Russia, 1992, BA Economics A.N. Kosygin Moscow State University, Russia, 1994, MA Economics LTG Capital LLC 2009-present Boston University, Certified Financial Planning Program, 2007-2009 Univ. of Massachusetts Medical Center, 2003-2006</p>	

(Complete amended pages in full, circle amended items and file with execution page (page 1).)



**Schedule F of  
FORM ADV  
Continuation Sheet for Form ADV Part II**

Applicant:  
LTG Capital LLC

SEC File Number:  
801- 62306

Date:  
12/15/10

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: LTG Capital LLC		IRS Empl. Ident. No.:
Item of Form (identify)	Answer	
9.E.	<p>Adviser permits its personnel to engage in personal securities transactions. At times, personnel of Adviser may buy or sell securities or other instruments that Adviser has recommended to clients and may engage in transactions for their own accounts in a manner that is inconsistent with Adviser's recommendations to a client. Personal securities transactions by personnel of Adviser may raise potential conflicts of interest when such persons trade in a security that is owned by, or considered for purchase or sale for, a client. Adviser maintains personal transaction records in order to monitor such trading activities. Adviser effects transactions for clients in a manner that is consistent with its fiduciary duty to its clients and in accordance with applicable law. Personnel of Adviser who wish to purchase or sell securities of the types purchased for clients may do so only in a manner consistent with Adviser's fiduciary duty. In addition, Adviser will not permit insider trading, and has adopted a policy (the "Insider Trading Policy") to prevent the misuse of nonpublic information. All applicable securities laws are strictly enforced.</p> <p>LTG Capital LLC, as a matter of policy and practice, and consistent with industry best practices and SEC requirements (SEC Rule 204A-1 under the Advisers Act and Rule 17j-1 under the Investment Company Act, which is applicable if the firm acts as investment adviser to a registered investment company), has adopted a written Code of Ethics covering all supervised persons. LTG Capital LLC's firm's Code of Ethics requires high standards of business conduct, compliance with federal securities laws, reporting and recordkeeping of personal securities transactions and holdings, reviews and sanctions.</p> <p><b>Code of Ethics</b><sup>(1)(2)</sup> LTG's Code of Ethics is offered upon request and as follows:</p> <p>As situations may represent a conflict of interest, LTG Capital LLC, has ensured the following restrictions in order to ensure its fiduciary responsibilities:</p> <p>1. The Adviser emphasizes the unrestricted right of the client to specify investment objectives, guidelines, and/or conditions on the overall management of their account.</p>	

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Applicant:  
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: LTG Capital LLC		IRS Empl. Ident. No.:
Item of Form (identify)	Answer	
9.E. (Cont.)	<p>2. Associated persons or their immediate family members shall not buy or sell securities for their personal portfolio(s) where their decision is derived in whole or in part, by reason of the associated person's employment, unless the information is also available to the investing public on reasonable inquiry.</p> <p>3. No associated person or the Adviser shall prefer his or her own interest to that of the advisory client. Investment opportunities must be offered first to clients before the Adviser or associated persons may participate in such transactions.</p> <p>4. The Adviser and its associated persons generally may not purchase and sell securities being considered for, or held by client accounts without pre-clearance from the Compliance Officer.</p> <p>5. The Adviser and its employees generally may not participate in private placements or initial public offerings (IPOs) without pre-clearance from the Adviser's Compliance Officer.</p> <p>6. The Adviser requires that all individuals must act in accordance with all applicable federal and state regulations governing registered investment advisory practices.</p> <p>7. Records will be maintained of all securities bought or sold by the Adviser, associated persons or the Adviser, and related entities. A qualified representative of the Adviser will review these records on a regular basis.</p> <p>8. Any individual not in observance of the above may be subject to termination.</p> <p>Footnotes:</p> <p>(1) This Code of Ethics has been established recognizing that some securities being considered for purchase and/or sale on behalf of the Adviser's clients trade in sufficiently broad markets to permit transactions by clients to be completed without an appreciable impact on the markets of securities. Under certain circumstances, exceptions may be made to the policies stated above. Records of these trades, including the reasons for the exceptions, will be maintained with the Adviser's records in the manner set forth above.</p>	

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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: LTG Capital LLC		IRS Empl. Ident. No.:
Item of Form (identify)	Answer	
9.E. (Cont.)	(2)The foregoing does not apply to certain types of securities, such as obligations of the U.S. Government, and shares in open-end mutual funds. Open-end mutual funds are purchased or redeemed at a fixed net asset value price per share specific to the date of purchase or redemption. As such, transactions in mutual funds by Advisory Representatives are not likely to have an impact on the prices of the fund shares in which clients invest.	
10.	Adviser ordinarily requires a minimum account size of \$2,000,000, however, it may accept smaller accounts where more limited services are required or at the discretion of the Adviser.	
12.A.1.,2., 3., 4.	Adviser uses the services of Charles Schwab & Co., Inc. ("Schwab") and Fidelity Brokerage Services LLC ("Fidelity") both SEC registered broker-dealers and members of the NYSE, SIPC. Schwab and Fidelity offer services to independent investment advisers which include custody of securities, trade execution, clearance and settlement of transactions. Adviser receives some benefits from Schwab and Fidelity through use of said services. (Please see the disclosure under Item 13.A. below.)	
12.B.	If the client chooses to implement the advice through Adviser, Adviser generally uses the affiliated broker-dealer of the Custodians to effectuate securities transactions. Notwithstanding the foregoing, in seeking to obtain best execution of portfolio transactions, the Adviser will seek to obtain best execution, and may consider various factors, including commission rates, reliability, financial responsibility, strength of the broker and ability of the broker to efficiently execute transactions, the broker's facilities, and the broker's provision or payment of the costs of research and other services or property that are expected to enhance the Adviser's general portfolio management capabilities, notwithstanding that a client may not be the direct or exclusive beneficiary of such services. In addition, Adviser may aggregate orders to obtain the efficiencies that may be available on larger transactions when it determines that investment decisions are appropriate for each participating account. In some cases, this policy might adversely affect the price paid or received by an account. Adviser's selection of the broker-dealers used or commission rates paid may be limited on a case-by-case basis by direction from clients to use a specified broker pursuant to arrangements between the client and such broker. Under these	

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Item of Form (identify)	Answer	
12.B. (Cont.)	<p>circumstances, the direction by a client of a particular broker-dealer to execute transactions may result in higher commissions, greater spreads or less favorable net prices than might be the case if Adviser was able to negotiate commission rates or spreads freely, or to select broker-dealers based on best execution.</p>	
13.A.	<p><b><u>Additional Compensation</u></b></p> <p>As described in Item 12.B. above, Adviser uses the services of Charles Schwab &amp; Co., Inc. ("Schwab") and Fidelity Brokerage Services LLC ("Fidelity") for custody and brokerage services provided to clients. There is no direct link between Adviser's participation in their programs and the investment advice it gives to clients, although Adviser receives economic benefits through use of Schwab and Fidelity's services. These benefits include: receipt of duplicate client confirmations; research related products and tools; consulting services; access to a trading desk serving adviser participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to client accounts); the ability to have advisory fees deducted directly from client accounts, access to an electronic communications network for client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, technology, and practice management products or services provided to Adviser by third party vendors. The benefits received by Adviser [or its related persons] do not depend on the amount of brokerage transactions directed to Schwab and Fidelity.</p> <p>As part of its fiduciary duties to clients, Adviser endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by Adviser [or its related persons] in and of itself creates a potential conflict of interest.</p> <p><b><u>Privacy Policies</u></b></p> <p>Protecting client privacy is very important to the Adviser. The Adviser views protecting its customers' private information as a top priority and pursuant to the requirements of the Gramm-Leach Bliley Act, the Adviser has instituted policies and procedures to ensure that the customer information is kept private and secure.</p>	

(Complete amended pages in full, circle amended items and file with execution page (page 1).)

**Schedule F of  
FORM ADV  
Continuation Sheet for Form ADV Part II**

Applicant:  
LTG Capital LLC

SEC File Number:  
801- 62306

Date:  
12/15/10

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: LTG Capital LLC		IRS Empl. Ident. No.:
Item of Form (identify)	Answer	
13.A. (Cont.)	<p>The Adviser does not disclose any non-public information about its customers or former customers to any nonaffiliated third parties, except as permitted by law. In the course of servicing a client's account, the Adviser may share some information with its service providers, such as transfer agents, custodians, broker-dealers, accountants and lawyers.</p> <p>The Adviser restricts internal access to non-public personal information about the client to those employees who need to know that information in order to provide products or services to the client. As emphasized above, it has always been and will always be the Adviser's policy never to sell information about current or former customers or their accounts to anyone. It is also the Adviser's policy not to share information unless required to process a transaction, at the request of a customer, or as required by law.</p> <p>A copy of the Adviser's privacy policy notice will be provided to each client prior to, or contemporaneously with, the execution of the advisory agreement. Thereafter, the Adviser will deliver a copy of the current privacy policy notice to its clients on an annual basis.</p> <p><b>Proxy Voting</b> The Adviser will not be required to take any action or render any advice with respect to voting of proxies solicited by, or with respect to, the issuers of securities in which client's assets may be invested.</p> <p><b>Aggregation of Orders</b> The Adviser will aggregate orders with respect to a security if such aggregation is consistent with seeking to achieve best execution for the various client accounts. When orders are aggregated, each participating account receives the average share price for the transaction and bears a proportionate share of all transaction costs, based upon each account's participation in the transaction, subject to the Adviser's discretion depending on factual or market conditions and the duty to seek to achieve best execution for client accounts. Clients participating in block trading may include proprietary or related accounts. Such accounts are treated as client accounts and are neither given preferential nor inferior treatment versus other client accounts.</p>	

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13.A. (Cont.)	<p>Allocations of orders among client accounts must be made in fair and equitable manner. As a general rule, allocations among accounts with the same or similar investment objective are made pro rata based upon the size of the accounts. There is no allocation to an account or set of accounts based on account performance or the amount or structure or management fees.</p> <p>However, the following factors may justify an allocation that deviates from the general rule:</p> <ol style="list-style-type: none"><li>1. Specific allocations may be chosen based upon an account's existing positions in securities.</li><li>2. Specific allocations may be chosen because of the cash availability of one or more particular accounts.</li><li>3. Specific allocations may be chosen based on partial fill of the block trade.</li><li>4. Specific allocations may be chosen for tax reasons.</li></ol> <p>The Adviser will receive no additional compensation or remuneration of any kind as a result of the aggregation of client trades.</p>

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