



REGENT WEALTH
MANAGEMENT, INC.

**ADV Part 2A
2013
Item 1 – Cover Page**

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This Brochure provides information about the qualifications and business Practices of Regent Wealth Management, Inc. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

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Item 2- Material Change

On January 1, 2013 Regent adopted a new Fee Schedule which will apply to all new Clients.

New Fee Schedule

\$ 0 - \$ 300,000	1.75%
\$ 300,001 - \$1,000,000	1.25%
\$1,000,001 - \$2,500,000	1.00%
\$2,500,001 - \$5,000,000	.80%
\$5,000,001 - +	.65%

Old Fee Schedule

\$ 0 - \$ 300,000	1.25%
\$ 300,001 - \$1,000,000	1.00%
\$1,000,001 - \$2,500,000	.80%
\$2,500,001 - +	.65%

Advisory consulting Fees based on an hourly charge will increase from \$150 per hour to \$225 per hour.

Currently, our Brochure may be requested by contacting Toni Johnson, Office Manager, at (918) 922-1466 or toni@regentwealthmanagement.com.

Addition information about Regent Wealth Management, Inc. is also available via the SEC's web site <http://www.advisorinfo.sec.gov>.

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Item 4 – Advisory Business

The management team of Regent Wealth Management, Inc. (“Regent”) has been providing investment advisory services since January 2000. In 2005 we became Regent Wealth Management, Inc. Prior to 2005 we initially operated under the name Zaxis, LLC and later, as the result of a business combination, we became The Legacy Financial Group, Inc.

As of December 31, 2010 the assets under management for Regent were approximately \$90 Million.

Investment Management Services

Regent provides advisory services for the following; individuals, qualified retirement plans, trusts, charitable organizations, corporations and small businesses. A client’s portfolio will be determined based the each client’s needs, restrictions, if any, financial goals, time horizons, liquidity requirements and risk tolerance.

Employee Benefit Plan Services

Regent also provides advisory services to employee and employer directed benefit plans. Regent will review the plans objectives and recommend investment options to achieve the plan’s objectives and monitor the performance of the plans investment vehicles.

Financial Planning Services

Regent also provides advice in the form of Financial Planning, such as Retirement Income Planning, Tax & Estate Planning and Employee Stock Option Planning. Regent gathers information through personal interviews and documents provided by the client. Information gathered and reviewed includes a client’s current financial status, future goals, and attitudes towards risk and current investment documents.

Item 5 – Fees and Compensation

Regent provides investment management, investment advice and investment supervisory services. These services are typically provided for a fee charged in arrears on a percentage of assets under management in the client's account each quarter. The specific fee is established in the Advisory Agreement signed by the client. Regent will send the client a statement each quarter stating the amount of assets under management and the fee due for that quarter. Clients may elect to be billed directly for fees or to authorize Regent to directly debit fees from client accounts. Management fees shall be prorated for each material capital contribution and withdrawal made during the applicable quarter. Accounts initiated or terminated during a calendar quarter will be charged a prorated fee. Upon termination of any account any earned but unpaid fees will be due and payable. Certain clients with assets under management with a predecessor of Regent may be billed in advance.

Regent's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, third party investment and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in a fund's prospectus. Such charges, fees and commissions are exclusive of and in addition to Regent's fee, and Regent shall not receive any portion of these commissions, fees, and costs.

Regent considers several factors in selecting or recommending broker-dealers for client transactions and determining the reasonableness of their compensation (e.g., commissions).

Advisory Fees

Our fee schedule is as follows;

Assets	Fee
\$ 0 - \$300,000	1.75%
\$ 300,001 - \$1,000,000	1.25%
\$1,000,001 - \$2,500,000	1.00%
\$2,500,001 - \$5,000,000	.80%
\$5,000,001 - +	.65%

Percentages listed are shown as an annual rate.

Clients also have the option of paying by the hour. The hourly rate is \$150.00 per hour and time will be billed in 6 minute increments.

Item 6 – Performance-Based Fees

Regent does not charge any performance-based fees (fees based on a share of capital gains or capital appreciation of the assets of a client).

Item 7 – Types of Clients

Regent provides its services to individuals, pension and profit sharing plans, trust, estates, charitable organizations, corporations and business entities.

Minimum Account Sizes

Regent's initial account value is \$300,000. The minimum account size may be negotiable under certain circumstance

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Item 8 – Methods of Analysis, Investment strategies and Risk of Loss

Methods of Analysis and investment strategies

Regent's analyzes securities with information gathered from financial newspapers and magazines, research prepared by others, corporate rating services, annual reports, prospectuses, filings with the SEC and company releases.

Regent offers advice on the following: exchange-listed securities, securities traded over the counter, foreign issuers, warrants, corporate debt securities, commercial paper, certificates of deposit, municipal securities, variable life insurance, variable annuities, mutual fund shares, US government securities, options on securities, interests in partnerships in real estate, oil and gas interest.

Regent offers several different investment strategies to its clients. Included in the investment strategies are: long term purchases which include securities intended to be held for a year or more; short term purchases which include securities intended to be held for less than one year; and active trading which is buying and selling within 30 days. Regent also handles short sells, margin transaction and option writing, including covered and uncovered options or spreading strategies.

Risk of Loss

All investments present the risk of loss of principal - the risk that the value of securities (mutual funds, ETFs and individual bonds), when sold or otherwise disposed of, may be less than the price paid for the securities. Even when the value of the securities sold is greater than the price paid, there is the risk that the appreciation will be less than inflation. In other words, the purchasing power of the proceeds may be less than the purchasing power of the original investment.

Clients are advised and are expected to understand that Regent's past performance is not a guarantee of future results and that certain market and economic risks may adversely affect an account's performance. Investing in securities involves risk of loss that clients should be prepared to bear.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Regent or the integrity of Regent's management. Regent has no information applicable to this Item.

Item 10 – Other Financial Industry Activities and Affiliations

Individually Licensed Insurance Agents

One of the Managing Members of Regent is an agent for an insurance company. As such this individual will be able to receive separate, yet customary commission compensation resulting from implementing product transactions on behalf of the advisory client. Clients, however, are not under any obligation to engage this individual when considering implementation of recommendations.

One of the Managing Members also has a limited relationship with a predecessor of Regent. This relationship presents no material conflict of interest.

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Item 11 – Code of Ethics, Participation in Client Transactions and Personal Trading

Regent has a Code of Ethics in place that sets the standard of conduct expected of its employees and the fiduciary duty to its clients. The Code of Ethics addresses confidentiality of client information, personnel trading, restrictions and reporting requirements for the acceptance of gifts and the giving of gifts and entertainment, the prohibition against the use of inside information and other situations where there is a possibility for a conflict of interest. It is designed to protect Regent clients by deterring misconduct by educating Regent personnel regarding the firm's expectations and laws governing their conduct. A copy of Regent's Code of Ethics is available upon request.

Regent does not have a material financial interest in any security. Regent does not, as a principal, buy securities for itself or sell securities it owns to any client or as broker or agent effect securities transactions for compensation for any client.

Regent allows its employees to invest for their own accounts and employees can engage in transactions that are the same as or different than transactions recommended to or made for clients' accounts. Regent recognizes the fiduciary responsibility to place its clients' interests first and has established policies in this regard to avoid any potential conflicts of interest. Reports of personal transactions in securities by Regent's employees are reviewed quarterly or more frequently if required.

Item 12 – Brokerage Practices

Regent participates in the institutional advisor program (the "Program") offered by TD Ameritrade Institutional. TD Ameritrade Institutional is a division of TD Ameritrade Inc., member FINRA/SIPC/NFA ("TD Ameritrade"), an unaffiliated SEC-registered broker-dealer and FINRA member. TD Ameritrade offers to independent investment advisors services which include custody of securities, trade execution, clearance and settlement of transactions. Advisor receives some benefits from TD Ameritrade through its participation in the Program. (Please see the disclosure under Item 14. below.)

Item 13 Review of Accounts

The day to day supervision of the accounts is the responsibility of the Advisor Representative. Each investment account is reviewed at least quarterly by an employee of Regent for compliance with policy and suitability of investments based upon the customer's investment objectives.

Clients will receive a confirmation statement of each transaction from the broker. Clients also receive monthly statements from the broker. The statement contains the cash balance, type, name and amount of each security and the market value as a percent of the total current market value of the portfolio.

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Item 14 – Client Referrals and Other Compensation

As disclosed under Item 12 above, Regent participates in TD Ameritrade's institutional customer program and Regent may recommend TD Ameritrade to Clients for custody and brokerage services. There is no direct link between Regent's participation in the program and the investment advice it gives to its Clients, although Regent receives economic benefits through its participation in the program that are typically not available to TD Ameritrade retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate Client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving Regent 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, research, technology, and practice management products or services provided to Regent by third party vendors. TD Ameritrade may also have paid for business consulting and professional services received by Regent's related persons. Some of the products and services made available by TD Ameritrade through the program may benefit Regent but may not benefit its Client accounts. These products or services may assist Regent in managing and administering Client accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help Regent manage and further develop its business enterprise. The benefits received by Regent or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. As part of its fiduciary duties to clients, Regent endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by Regent or its related persons in and of itself creates a potential conflict of interest and may indirectly influence the Regent's choice of TD Ameritrade for custody and brokerage services.

In the past Regent may have received client referrals from TD Ameritrade through its participation in TD Ameritrade AdvisorDirect. In addition to meeting the minimum eligibility criteria for participation in AdvisorDirect, Regent may have been selected to participate in AdvisorDirect based on the amount and profitability to TD Ameritrade of the assets in, and trades placed for, client accounts maintained with TD Ameritrade. TD Ameritrade is a discount broker-dealer independent of and unaffiliated with Regent and there is no employee or agency relationship between them. TD Ameritrade has established AdvisorDirect as a means of referring its brokerage customers and other investors seeking fee-based personal investment management services or financial planning services to independent investment advisors.

TD Ameritrade does not supervise Regent and has no responsibility for Regent's management of client portfolios or Regent's other advice or services. Regent pays TD Ameritrade an on-going fee for each successful client referral. This fee is usually a percentage (not to exceed 25%) of the advisory fee that the client pays to Regent ("Solicitation Fee"). Regent will also pay TD Ameritrade the Solicitation Fee on any advisory fees received by Regent from any of a referred client's family members, including a spouse, child or any other immediate family member who resides with the referred client and hired Regent on the recommendation of such referred client. Regent will not charge clients referred through AdvisorDirect any fees or costs higher than its standard fee schedule offered to its clients or otherwise pass Solicitation Fees paid to TD Ameritrade to its clients. For information regarding additional or other fees paid directly or indirectly to TD Ameritrade, please refer to the TD Ameritrade AdvisorDirect Disclosure and Acknowledgement Form.

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Item 15 – Custody

Client's funds are held by a variety of custodians. TD Ameritrade is the primary custodian for Regent. Clients should receive quarterly statements from the custodian that hold and maintains client's investment assets. Regent urges you to carefully review such statements and compare such official custodial records to the account statement they we may provide you.

Item 16 – Investment Discretion

After determining a client's objectives and guidelines our services are then provided on a non-discretionary or discretionary basis. Some clients may have multiple accounts and may allow investment discretion on certain accounts or assets groups. In all cases, discretion is to be exercised in a manner consistent with the investment objectives for the particular client account.

Item 17 – Voting Client Securities

Regent will not vote proxies on behalf of its clients. All Proxies and or solicitations will be sent to the client from TD Ameritrade or the mutual fund / security in which they are invested.

Item 18 – Financial Information

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about Regent's financial condition. Regent has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.