

Item 1 - Cover Page

Gouws Capital LLC

Gouws Capital, LLC
CRD# 153812

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February 22, 2013 Brochure

This brochure provides information about the qualifications and business practices of Gouws Capital, LLC ("Gouws Capital"). If you have any questions about the contents of this brochure, please contact us at (704) 650-9701 or Fanie@Gouwscapital.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state authority.

Additional information about Gouws Capital also is available on the SEC's website at **www.AdviserInfo.sec.gov**.

Item 2 - Material Changes

This Brochure is prepared in the revised format required by the SEC beginning in 2011. Registered Investment Advisers are required to use this format in order to inform clients of the nature of advisory services provided, types of clients served, fees charged, potential conflicts of interest and other information. The new Brochure requirements include providing a Summary of Material Changes (the "Summary") reflecting any change to our policies, practices, or conflicts of interest made since our last annual update. This Summary is provided to all clients within 120 days of our fiscal year-end. Our last annual update was filed on February 14, 2012. Of course the complete Brochure is available to clients at any time upon request.

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Item 4 - Advisory Business

General Information

Gouws Capital, LLC was formed in 2010, and provides portfolio management and general consulting services to its clients. At the outset of each client relationship, Gouws Capital spends time with the client, asking questions, discussing the client's investment experience and financial circumstances, and reviewing options for the client. Based on its reviews, Gouws Capital generally develops with each client:

- a financial outline for the client based on the client's financial circumstances and goals, and the client's risk tolerance level (the "Financial Profile"); and
- the client's investment objectives and guidelines (the "Investment Policy Statement ("IPS")" or "Investment Plan").

The Financial Profile is a reflection of the client's current financial picture and a look to the future goals of the client. The Investment Plan outlines the types of investments Gouws Capital will make on behalf of the client in order to meet those goals. The Profile and the Plan are discussed regularly with each client, but are not necessarily written documents.

Where Gouws Capital provides general consulting services, Gouws Capital will work with the client to prepare an appropriate summary of the specific project(s) to the extent necessary or advisable under the circumstances.

Portfolio Management

As described above, at the beginning of a client relationship, Gouws Capital meets with the client, gathers information and performs research and analysis as necessary to develop the client's IPS. The IPS will be updated from time to time when requested by the client, or when determined to be necessary or advisable by Gouws Capital based on updates to the client's financial or other circumstances.

To implement the client's Investment Plan, Gouws Capital will manage the client's investment portfolio on a discretionary basis. As a discretionary investment adviser, Gouws Capital will have the authority to supervise and direct the portfolio without prior consultation with the client.

Notwithstanding the foregoing, clients may impose certain written restrictions on Gouws Capital in the management of their investment portfolios, such as prohibiting the inclusion of certain types of investments (e.g., "sin stocks") in an investment portfolio or prohibiting the sale of certain investments held in the account at the commencement of the relationship. Each client should note, however, that restrictions imposed by a client may adversely affect the composition and performance of the client's investment portfolio. Each client should also note that his or her investment portfolio is treated individually by giving consideration to each purchase or sale for the client's account. For these and other reasons, performance of client investment portfolios within the same investment objectives, goals and/or risk tolerance may differ and clients should not expect that the composition or performance of their investment portfolios would necessarily be consistent with similar clients of Gouws Capital.

Options Strategy

When consistent with the Investment Plan for a client, Gouws Capital may utilize options strategies, with the goals of delivering increased total return, creating additional income, and hedging long

positions in investments. We conduct in-depth research to identify investment opportunities in this area while monitoring portfolios on an ongoing basis.

General Consulting

In addition to the foregoing services, Gouws Capital may provide general consulting services to individual clients or to other investment advisers. These services may be provided on a project basis, and may include, without limitation, minimal cash flow planning for certain events such as education expenses or retirement, estate planning analysis, income tax planning analysis and review of a client's insurance portfolio, as well as other matters specific to the client as and when requested by the client and agreed to by Gouws Capital. Such services may also be provided on a more continuous and regular basis. The scope and fees for consulting services will be negotiated with each client at the time of engagement for the applicable project.

Principal Owners

Fanie Gouws is the sole principal owner of Gouws Capital. Please see the **Brochure Supplements**, Appendix A, for more information on Mr. Gouws.

Type and Value of Assets Currently Managed

As of December 31, 2012, Gouws Capital managed \$96,129,743 on a discretionary basis, and no assets on a non-discretionary basis.

Item 5 - Fees and Compensation

General Fee Information

Fees paid to Gouws Capital are exclusive of all custodial and transaction costs paid to the client's custodian, brokers or other third party consultants. Please see **Item 12 - Brokerage Practices** for additional information. Fees paid to Gouws Capital are also separate and distinct from the fees and expenses charged by mutual funds, ETFs (exchange traded funds) or other investment pools to their shareholders (generally including a management fee and fund expenses, as described in each fund's prospectus or offering materials). The client should review all fees charged by funds, brokers, Gouws Capital and others to fully understand the total amount of fees paid by the client for investment and financial-related services.

Portfolio Management Fees

The annual fee schedule, based on a percentage of assets under management, is 1.00%.

The minimum portfolio value is generally set at \$1,000,000. Minimum annual fees may apply. Gouws Capital may, at its discretion, make exceptions to the foregoing or negotiate special fee arrangements where Gouws Capital deems it appropriate under the circumstances.

Portfolio management fees are generally payable quarterly, in advance. If management begins after the start of a quarter, fees will be prorated accordingly. Fees are normally debited directly from client account(s), unless other arrangements are made.

Either Gouws Capital or the client may terminate their Investment Management Agreement at any time, subject to any written notice requirements in the agreement. In the event of termination, any paid but unearned fees will be promptly refunded to the client based on the number of days that the account was managed, and any fees due to Gouws Capital from the client will be invoiced or deducted from the client's account prior to termination.

General Consulting Fees

When Gouws Capital provides general consulting services to individual clients or to other investment advisers, these services are generally separate from Gouws Capital's portfolio management services. Fees for general consulting are negotiated at the time of the engagement for such services, and are normally based on a fixed fee basis.

Item 6 - Performance-Based Fees and Side-By-Side Management

Gouws Capital does not have any performance-based fee arrangements. "Side by Side Management" refers to a situation in which the same firm manages accounts that are billed based on a percentage of assets under management and at the same time manages other accounts for which fees are assessed on a performance fee basis. Because Gouws Capital has no performance-based fee accounts, it has no side-by-side management.

Item 7 - Types of Clients

Gouws Capital serves individuals, pension and profit-sharing plans, trusts, estates and charitable organizations. With some exceptions, the minimum portfolio value eligible for conventional investment advisory services is \$1,000,000. Minimum annual fees may apply. Under certain circumstances and in its sole discretion, Gouws Capital may negotiate such minimums.

Item 8 - Methods of Analysis, Investment Strategies and Risk of Loss

Methods of Analysis and Investment Strategies

In accordance with the Investment Plan, Gouws Capital will primarily invest in individual stocks, but will also utilize commodities-based ETFs, ETN's (Exchange Traded Notes), and Grantor Trusts. Fixed income investments, including cash positions, will generally be used sparingly. In both equity and fixed income categories, a few legacy positions in mutual funds and other instruments may be held, but will be phased out over time.

In selecting individual stocks for an account, Gouws Capital generally applies traditional fundamental analysis including, without limitation, the following factors;

- Financial strength ratios
- Price-to-earnings ratios
- Dividend yields, and
- Growth rate-to-price earnings ratios

Gouws Capital will also incorporate other methods of analysis, such as:

Cyclical Analysis – is a type of technical analysis that involves evaluating recurring price patterns and trends.

ETFs and mutual funds are generally evaluated and selected based on a variety of factors, including, without limitation, past performance, fee structure, portfolio manager, fund sponsor, overall ratings for safety and returns, and other factors.

Fixed income investments may be used as a strategic investment, as an instrument to fulfill liquidity or income needs in a portfolio, or to add a component of capital preservation. Gouws Capital may evaluate and select individual bonds or bond funds based on a number of factors including, without limitation, rating, yield and duration.

Options Strategy

As described in **Item 4 - Advisory Business**, from time to time and when appropriate for individual clients Gouws Capital may write covered calls and purchase put options to hedge long positions in the portfolio and to generate cash flow.

A covered call is a combination of owning shares of a stock and selling (or writing) call options against those shares. The seller of the call option (you) receives an upfront cash premium while the buyer of the call option receives the right, but not the obligation, to purchase a fixed number of shares of the stock at the predetermined price. While the sale of a covered call generates positive cash flow, it does not eliminate the downside risk of stock ownership. Investing in stock options is generally considered to carry higher risk than just owning the shares of stock. However, at Gouws Capital we believe the benefits to be gained by this strategy outweigh the additional risk of a covered call strategy.

Purchasing put options is the opposite of writing covered calls. It gives the owner of the put option the right, but not the obligation, to sell a specified amount of an underlying security at a specific price with a certain time period. This strategy provides downside protection in the portfolio.

In unique circumstances, Gouws Capital may use long call options as a substitute for an investment in the underlying security, and may also write calls as an offset to the cost of a long call position. Gouws Capital may similarly purchase long puts as a hedge and offset the cost of the puts, at least partially, by selling puts against the long put position.

Risk of Loss

While Gouws Capital seeks to diversify clients' investment portfolios across various asset classes consistent with their Investment Plans in an effort to reduce risk of loss, all investment portfolios are subject to risks. Accordingly, there can be no assurance that client investment portfolios will be able to fully meet their investment objectives and goals, or that investments will not lose money.

Below is a description of several of the principal risks that client investment portfolios face.

Management Risks. While Gouws Capital manages client investment portfolios based on Gouws Capital's experience, research and proprietary methods, the value of client investment portfolios will change daily based on the performance of the underlying securities in which they are invested. Accordingly, client investment portfolios are subject to the risk that Gouws Capital allocates assets to asset classes that are adversely affected by unanticipated market movements, and the risk that Gouws Capital's specific investment choices could underperform their relevant indexes.

Risks of Investments in Mutual Funds, ETFs, ETNs, Grantor Trusts and Other Investment Pools. As described above, Gouws Capital may invest client portfolios in mutual funds, ETFs, ETNs and other investment pools ("pooled investment funds"). Investments in pooled investment funds are generally less risky than investing in individual securities because of their diversified portfolios; however, these investments are still subject to risks associated with the markets in which they invest. In addition, pooled investment funds' success will be related to the skills of their particular managers and their performance in managing their funds. Pooled investment funds are also subject to risks due to regulatory restrictions applicable to registered investment companies under the Investment Company Act of 1940.

Equity Market Risks. Gouws Capital will invest portions of client assets directly into equity investments, primarily stocks, or into pooled investment funds that invest in the stock market. As noted above, while pooled investments have diversified portfolios that may make them less risky than investments in individual securities, funds that invest in stocks and other equity securities are nevertheless subject to the risks of the stock market. These risks include, without limitation, the risks that stock values will decline due to daily fluctuations in the markets, and that stock values will decline over longer periods (e.g., bear markets) due to general market declines in the stock prices for all companies, regardless of any individual security's prospects.

Fixed Income Risks. Gouws Capital may invest portions of client assets directly into fixed income instruments, such as bonds and notes, or may invest in pooled investment funds that invest in bonds and notes. While investing in fixed income instruments, either directly or through pooled investment funds, is generally less volatile than investing in stock (equity) markets, fixed income investments nevertheless are subject to risks. These risks include, without limitation, interest rate risks (risks that changes in interest rates will devalue the investments), credit risks (risks of default by borrowers), or maturity risk (risks that bonds or notes will change value from the time of issuance to maturity).

Foreign Securities Risks. Gouws Capital may invest portions of client assets into foreign securities or pooled investment funds that invest internationally. While foreign investments are important to the diversification of client investment portfolios, they carry risks that may be different from U.S. investments. For example, foreign investments may not be subject to uniform audit, financial reporting or disclosure standards, practices or requirements comparable to those found in the U.S. Foreign investments are also subject to foreign withholding taxes and the risk of adverse changes in investment or exchange control regulations. Finally, foreign investments may involve currency risk, which is the risk that the value of the foreign security will decrease due to changes in the relative value of the U.S. dollar and the security's underlying foreign currency.

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 a client's evaluation of Gouws Capital or the integrity of Gouws Capital's management. Gouws Capital has no disciplinary events to report.

Item 10 - Other Financial Industry Activities and Affiliations

Neither Gouws Capital nor its Management Persons have any other financial industry activities or affiliations to report.

Item 11 - Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Code of Ethics and Personal Trading

Gouws Capital has adopted a Code of Ethics ("the Code"), the full text of which is available to you upon request. Gouws Capital's Code has several goals. First, the Code is designed to assist Gouws Capital in complying with applicable laws and regulations governing its investment advisory business. Under the Investment Advisers Act of 1940, Gouws Capital owes fiduciary duties to its clients. Pursuant to these fiduciary duties, the Code requires Gouws Capital associated persons to act with honesty, good faith and fair dealing in working with clients. In addition, the Code prohibits associated persons from trading or otherwise acting on insider information.

Next, the Code sets forth guidelines for professional standards for Gouws Capital's associated persons (managers, officers and employees). Under the Code's Professional Standards, Gouws Capital expects its associated persons to put the interests of its clients first, ahead of personal interests. In this regard, Gouws Capital associated persons are not to take inappropriate advantage of their positions in relation to Gouws Capital clients.

Third, the Code sets forth policies and procedures to monitor and review the personal trading activities of associated persons. From time to time Gouws Capital's associated persons may invest in the same securities recommended to clients. Under its Code, Gouws Capital has adopted procedures designed to reduce or eliminate conflicts of interest that this could potentially cause. The Code's personal trading policies include procedures for limitations on personal securities transactions of associated persons, reporting and review of such trading and pre-clearance of certain types of personal trading activities. These policies are designed to discourage and prohibit personal trading that would disadvantage clients. The Code also provides for disciplinary action as appropriate for violations.

Participation or Interest in Client Transactions

Because associated persons may invest in the same securities as those purchased in client accounts, Gouws Capital has established a policy requiring its associated persons to pre-clear transactions in these securities with the Chief Compliance Officer. The goal of this policy is to avoid any conflict of interest that may present itself in these situations. Certain securities, such as CD's, treasury obligations and open-end mutual funds are exempt from this pre-clearance requirement. However, in the event of other identified potential trading conflicts of interest, Gouws Capital's goal is to place client interests first.

Consistent with the foregoing, Gouws Capital maintains policies regarding participation in initial public offerings (IPOs) and private placements in order to comply with applicable laws and avoid conflicts with client transactions. If a Gouws Capital associated person wishes to participate in an IPO or invest in a private placement, he or she must submit a pre-clearance request and obtain the approval of the Chief Compliance Officer. If associated persons trade with client accounts (e.g., in a bundled or aggregated trade), and the trade is not filled in its entirety, the associated person's shares will be removed from the block, and the balance of shares will be allocated among client accounts in accordance with Gouws Capital's written policy.

Item 12 - Brokerage Practices

Best Execution and Benefits of Brokerage Selection

When given discretion to select the brokerage firm that will execute orders in client accounts, Gouws Capital seeks "best execution" for client trades, which is a combination of a number of factors, including, without limitation, quality of execution, services provided and commission rates. Therefore, Gouws Capital may use or recommend the use of brokers who do not charge the lowest available commission in the recognition of research and securities transaction services, or quality of execution. Research services received with transactions may include proprietary or third party research (or any combination), and may be used in servicing any or all of Gouws Capital's clients. Therefore, research services received may not be used for the account for which the particular transaction was effected.

Gouws Capital may recommend that clients establish brokerage accounts with the Schwab Advisor Services division of Charles Schwab & Co., Inc. (Schwab), a FINRA registered broker-dealer, member SIPC, to maintain custody of clients' assets. Gouws Capital may also effect trades for client

accounts at Schwab, or may in some instances, consistent with Gouws Capital's duty of best execution and specific agreement with each client, elect to execute trades elsewhere. Although Gouws Capital may recommend that clients establish accounts at Schwab, it is ultimately the client's decision to custody assets with Schwab. Gouws Capital is independently owned and operated and is not affiliated with Schwab.

Schwab provides Gouws Capital with access to its institutional trading and custody services, which are typically not available to Schwab retail investors. These services generally are available to independent investment advisors on an unsolicited basis, at no charge to them so long as Gouws Capital maintains a pre-established minimum amount of client assets in accounts at Schwab Advisor Services. These services are not soft dollar arrangements, but are part of the institutional platform offered by Schwab. Schwab's brokerage services include the execution of securities transactions, custody, research, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

For Gouws Capital client accounts maintained in its custody, Schwab generally does not charge separately for custody services but is compensated by account holders through commissions and other transaction-related or asset-based fees for securities trades that are executed through Schwab or that settle into Schwab accounts. Schwab Advisor Services also makes available to Gouws Capital other products and services that benefit Gouws Capital but may not directly benefit its clients' accounts. Many of these products and services may be used to service all or some substantial number of Gouws Capital accounts, including accounts not maintained at Schwab.

Schwab's products and services that assist Gouws Capital in managing and administering clients' accounts include software and other technology that (i) provide access to client account data (such as trade confirmations and account statements); (ii) facilitate trade execution and allocate aggregated trade orders for multiple client accounts; (iii) provide research, pricing and other market data; (iv) facilitate payment of Gouws Capital's fees from its clients' accounts; and (v) assist with back-office functions, recordkeeping and client reporting.

Schwab Advisor Services also offers other services intended to help Gouws Capital manage and further develop its business enterprise. These services may include: (i) compliance, legal and business consulting; (ii) publications and conferences on practice management and business succession; and (iii) access to employee benefits providers, human capital consultants and insurance providers. Schwab may make available, arrange and/or pay third-party vendors for the types of services rendered to Gouws Capital. Schwab Advisor Services may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to Gouws Capital. Schwab Advisor Services may also provide other benefits such as educational events or occasional business entertainment of Gouws Capital personnel. In evaluating whether to recommend that clients custody their assets at Schwab, Gouws Capital may take into account the availability of some of the foregoing products and services and other arrangements as part of the total mix of factors it considers and not solely on the nature, cost or quality of custody and brokerage services provided by Schwab, which may create a potential conflict of interest.

Directed Brokerage

Clients may direct Gouws Capital to use a particular broker for custodial or transaction services on behalf of the client's portfolio. In directed brokerage arrangements, the client is responsible for negotiating the commission rates and other fees to be paid to the broker. Accordingly, a client who

directs brokerage should consider whether such designation may result in certain costs or disadvantages to the client, either because the client may pay higher commissions or obtain less favorable execution, or the designation limits the investment options available to the client.

The arrangement that Gouws Capital has with Schwab is designed to maximize efficiency and to be cost effective. By directing brokerage arrangements, the client acknowledges that these economies of scale and levels of efficiency are generally compromised when alternative brokers are used. While every effort is made to treat clients fairly over time, the fact that a client chooses to use the brokerage and/or custodial services of these alternative service providers may in fact result in a certain degree of delay in executing trades for their account(s) and otherwise adversely affect management of their account(s).

By directing Gouws Capital to use a specific broker or dealer, clients who are subject to ERISA confirm and agree with Gouws Capital that they have the authority to make the direction, that there are no provisions in any client or plan document which are inconsistent with the direction, that the brokerage and other goods and services provided by the broker or dealer through the brokerage transactions are provided solely to and for the benefit of the client's plan, plan participants and their beneficiaries, that the amount paid for the brokerage and other services have been determined by the client and the plan to be reasonable, that any expenses paid by the broker on behalf of the plan are expenses that the plan would otherwise be obligated to pay, and that the specific broker or dealer is not a party in interest of the client or the plan as defined under applicable ERISA regulations.

Aggregated Trade Policy

Gouws Capital may enter trades as a block where possible and when advantageous to clients whose accounts have a need to buy or sell shares of the same security. This blocking of trades permits the trading of aggregate blocks of securities composed of assets from multiple client accounts, so long as transaction costs are shared equally and on a pro-rata basis between all accounts included in any such block. Block trading allows Gouws Capital to execute equity trades in a timelier, equitable manner, and may reduce overall costs to clients.

Gouws Capital will only aggregate transactions when it believes that aggregation is consistent with its duty to seek best execution (which includes the duty to seek best price) for its clients, and is consistent with the terms of Gouws Capital's Investment Advisory Agreement with each client for which trades are being aggregated. No advisory client will be favored over any other client; each client that participates in an aggregated order will participate at the average share price for all Gouws Capital's transactions in a given security on a given business day, with transaction costs generally shared pro-rata based on each client's participation in the transaction. On occasion, owing to the size of a particular account's pro rata share of an order or other factors, the commission or transaction fee charged could be above or below a breakpoint in a pre-determined commission or fee schedule set by the executing broker, and therefore transaction charges may vary slightly among accounts. Accounts may be excluded from a block due to tax considerations, client direction or other factors making the account's participation ineligible or impractical.

Gouws Capital will prepare, before entering an aggregated order, a written statement ("Allocation Statement") specifying the participating client accounts and how it intends to allocate the order among those clients. If the aggregated order is filled in its entirety, it will be allocated among clients in accordance with the Allocation Statement. If the order is partially filled, it will generally be allocated pro-rata, based on the Allocation Statement, or randomly in certain circumstances. Notwithstanding the foregoing, the order may be allocated on a basis different from that specified

in the Allocation Statement if all client accounts receive fair and equitable treatment, and the reason for different allocation is explained in writing and is approved by an appropriate individual/officer of Gouws Capital. Gouws Capital's books and records will separately reflect, for each client account included in a block trade, the securities held by and bought and sold for that account. Funds and securities of clients whose orders are aggregated will be deposited with one or more banks or broker-dealers, and neither the clients' cash nor their securities will be held collectively any longer than is necessary to settle the transaction on a delivery versus payment basis; cash or securities held collectively for clients will be delivered out to the custodian bank or broker-dealer as soon as practicable following the settlement, and Gouws Capital will receive no additional compensation or remuneration of any kind as a result of the proposed aggregation.

Item 13 - Review of Accounts

Managed portfolios are reviewed at least quarterly, but may be reviewed more often if requested by the client, upon receipt of information material to the management of the portfolio, or at any time such review is deemed necessary or advisable by Gouws Capital. These factors may include but are not limited to, the following: change in general client circumstances (marriage, divorce, retirement); or economic, political or market conditions. Fanie Gouws, Gouws Capital's Managing Member, reviews all accounts.

Account custodians are responsible for providing monthly or quarterly account statements which reflect the positions (and current pricing) in each account as well as transactions in each account, including fees paid from an account. Account custodians also provide prompt confirmation of all trading activity, and year-end tax statements, such as 1099 forms. In addition, Gouws Capital provides at least an annual report for each managed portfolio. This written report normally includes a summary of portfolio holdings and performance results. Additional reports are available at the request of the client.

Item 14 - Client Referrals and Other Compensation

As noted above, Gouws Capital may receive some benefits from Schwab based on the amount of client assets held at Schwab. Please see ***Item 12 - Brokerage Practices*** for more information. However, neither Schwab nor any other party is paid to refer clients to Gouws Capital.

Item 15 - Custody

Schwab is the custodian of nearly all client accounts at Gouws Capital. From time to time however, clients may select an alternate broker to hold accounts in custody. In any case, it is the custodian's responsibility to provide clients with confirmations of trading activity, tax forms and at least quarterly account statements. Clients are advised to review this information carefully, and to notify Gouws Capital of any questions or concerns. Clients are also asked to promptly notify Gouws Capital if the custodian fails to provide statements on each account held.

From time to time and in accordance with Gouws Capital's agreement with clients, Gouws Capital will provide additional reports. The account balances reflected on these reports should be compared to the balances shown on the brokerage statements to ensure accuracy. At times there may be small differences due to the timing of dividend reporting, pending trades and other similar issues.

Item 16 - Investment Discretion

As described above under ***Item 4 - Advisory Business***, Gouws Capital manages portfolios on a discretionary basis. This means that after an Investment Plan is developed for the client's investment portfolio, Gouws Capital will execute that plan without specific consent from the client for each transaction. The account agreement used to establish the account generally includes a Limited Power of Attorney, which confers this trading authority on Gouws Capital. The discretionary relationship is further described in the agreement between Gouws Capital and the client.

Item 17 - Voting Client Securities

As a policy and in accordance with Gouws Capital's agreement, Gouws Capital does not vote proxies related to securities held in client accounts. The custodian of the account will normally provide proxy materials directly to the client. Clients may contact Gouws Capital with questions relating to proxy matters; however, Gouws Capital does not generally perform detailed research regarding proxy voting options.

Item 18 - Financial Information

Gouws Capital does not require nor solicit prepayment of more than \$1,200 in fees per client, six months or more in advance, and therefore has no disclosure required for this item.

Set forth below is the Summary of Material Changes for Gouws Capital, LLC:

Date of Change	Description of Item
March 2012	Daniel Kreutzer joined Gouws Capital, LLC as an Analyst and Portfolio Manager. Please see <i>Brochure Supplements, Appendix A</i> , for additional information.

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February 22, 2013

This brochure supplement provides information about Mr. Gouws, and supplements the Gouws Capital, LLC ("Gouws Capital") brochure. You should have received a copy of that brochure. Please contact Gouws Capital at (704) 650-9701 if you did not receive Gouws Capital's brochure, or if you have any questions about the contents of this supplement.

Additional information about Mr. Gouws is available on the SEC's website at
www.AdviserInfo.sec.gov.

Item 2 - Educational Background and Business Experience

Fanie Gouws (year of birth 1957) is the Founder and Principal of Gouws Capital, LLC. Mr. Gouws has more than 25 years experience in the financial services industry. He began his career at Value Line as an options and convertible bonds analyst. At Kidder, Peabody, Mr. Gouws was a securities analyst specializing in asset allocation, portfolio construction, program trading, options and futures—working primarily with institutional investors. While at Dresdner Kleinwort Benson, he was an equities analyst performing research for International investment institutions.

Mr. Gouws most recently served as head of Tax-Efficient Risk Management and Enhanced Total Return for Brown Brothers Harriman, where he managed concentrated stock portfolios as well as diversified equity portfolios with a call writing overlay. In this capacity, he worked with entrepreneurs, executives receiving stock and option grants, families with inherited wealth, trust portfolios and foundations.

Notable accomplishments

Prior to joining the financial industry, Mr. Gouws worked as a structural engineer designing nuclear plants, and he also raced bicycles full time in Europe.

Mr. Gouws formulated the concept used by NASDAQ to rebalance the NASDAQ-100 Index. The computerized algorithm has been applied by NASDAQ since 1998 and is patented (PATENT 6061663).

A graduate of Rensselaer Polytechnic Institute with a B.S. in Engineering (1979), Mr. Gouws also earned the Chartered Financial Analyst® designation* (1988).

* The Chartered Financial Analyst® (“CFA”) designation is a professional designation given by the CFA Institute that measures the competence and integrity of financial analysts. The CFA® Program is a graduate-level self-study program that combines a broad-based curriculum of investment principles with professional conduct requirements. Candidates are required to pass three levels of examinations covering areas such as accounting, economics, ethics, money management and security analysis. Before a candidate is eligible to become a CFA charterholder, he/she must meet minimum experience requirements in the area of investment/financial practice. To enroll in the program, a candidate must hold a bachelor’s degree.

Item 3 - Disciplinary Information

Advisers are required to disclose any material facts regarding certain legal or disciplinary events that would be material to your evaluation of an adviser; however Mr. Gouws has no such disciplinary information to report.

Item 4 - Other Business Activities

Mr. Gouws is not engaged in any other business activities.

Item 5 - Additional Compensation

Mr. Gouws has no other income or compensation to disclose.

Item 6 - Supervision

As a Managing Member of Gouws Capital, LLC, Mr. Gouws supervises all duties and activities of the firm, and is responsible for all advice provided to clients. His contact information is on the cover page of this disclosure document.

Because we want to insure continuity of service in the event that Mr. Gouws becomes unavailable to serve clients, whether temporarily or permanently, we have entered into an Agreement with Johann H. Gouws to serve as the interim financial advisor for the Company in the absence of Fanie Gouws due to accident, illness or upon his death. Upon such a triggering event, Johann Gouws will become the interim financial advisor of the Company, supervising all financial advisory services of the Company. Information regarding Johann’s education and background is available upon request.

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of
Brochure Supplement for
Trace Gouws
of
Gouws Capital, LLC

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www.GouwsCapital.com

February 22, 2013

This brochure supplement provides information about Mrs. Gouws, and supplements the Gouws Capital, LLC ("Gouws Capital") brochure. You should have received a copy of that brochure. Please contact Gouws Capital at (704) 650-9701 if you did not receive Gouws Capital's brochure, or if you have any questions about the contents of this supplement.

Item 2 - Educational Background and Business Experience

Trace Gouws (year of birth 1963) is the Chief Technology Officer and Business Manager for Gouws Capital, LLC.

Mrs. Gouws began her career as a computer programmer for IBM. During her tenure at Randall Helms, Mrs. Gouws was chiefly responsible for the creation of advanced computer programs applied to financial analysis, including the management of diversified equity portfolios. Her clientele included both domestic and international investment managers.

Mrs. Gouws served two years in the Israeli Defense Force and was awarded a medal for her service during the 1982 Lebanon War.

Item 3 - Disciplinary Information

Advisers are required to disclose any material facts regarding certain legal or disciplinary events that would be material to your evaluation of an adviser; however Mrs. Gouws has no such disciplinary information to report.

Item 4 - Other Business Activities

Mrs. Gouws is not engaged in any other business activities.

Item 5 - Additional Compensation

Mrs. Gouws has no other income or compensation to disclose.

Item 6 - Supervision

Fanie Gouws, Managing Member of Gouws Capital, is responsible for supervising Trace Gouws. Mr. Gouws can be reached at (704) 650-9701.

Item 1 - Cover Page
of
Brochure Supplement for
Daniel T. Kreutzer

CRD# 6053830

of

Gouws Capital, LLC

Ballantyne One
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Suite 300
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February 22, 2013

This brochure supplement provides information about Mr. Kreutzer, and supplements the Gouws Capital, LLC ("Gouws Capital") brochure. You should have received a copy of that brochure. Please contact Gouws Capital at (704) 650-9701 if you did not receive Gouws Capital's brochure, or if you have any questions about the contents of this supplement.

Additional information about Mr. Kreutzer is available on the SEC's website at
www.AdviserInfo.sec.gov.

Item 2 - Educational Background and Business Experience

Daniel Kreutzer (year of birth 1983) joined Gouws Capital, LLC in March 2012 as an Analyst and Portfolio Manager.

Daniel began his career at Wachovia and gained valuable experience working in a back office role supporting exchange traded derivatives and also managing large databases of stock quotes and economic data. After two years at Wachovia, Daniel joined a Charlotte based full-service investment advisory firm, Matrix Wealth Advisors, where he was responsible for investment research and analysis as well as assisting with portfolio management duties.

Daniel Kreutzer graduated from the University of North Carolina – Chapel Hill with a Bachelor of Science degree in Business Administration with a Finance concentration. Daniel has successfully completed all three levels of the Chartered Financial Analyst™ program and is a member of the CFA North Carolina Society.

Item 3 - Disciplinary Information

Advisers are required to disclose any material facts regarding certain legal or disciplinary events that would be material to your evaluation of an adviser; however Mr. Kreutzer has no such disciplinary information to report.

Item 4 - Other Business Activities

Mr. Kreutzer is not engaged in any other business activities.

Item 5 - Additional Compensation

Mr. Kreutzer has no other income or compensation to disclose.

Item 6 - Supervision

Fanie Gouws, Managing Member of Gouws Capital, is responsible for supervising Daniel Kreutzer. Mr. Gouws can be reached at (704) 650-9701.