

Item 1 – Cover Page

**G5 Financial Group RIA, LLC
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January 30, 2013

This brochure provides information about the qualifications and business practices of G5 Financial Group RIA, LLC. If you have any questions about the contents of this Brochure, please contact us at (303) 721-0691 and/or madrian@g5financialgroup.com. 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.

Additional information about G5 Financial Group RIA, LLC also is available on the SEC's website at www.adviserinfo.sec.gov. The searchable IARD/CRD number for G5 Financial Group RIA, LLC is 157344.

Any references to G5 Financial Group RIA, LLC as a registered investment adviser or its related persons as registered advisory representatives does not imply a certain level of skill or training.

Item 2 - MATERIAL CHANGES

At least annually, this section will discuss only specific material changes that are made to the Brochure and provide you with a summary of such changes. Additionally, reference to the date of the last annual update to this Brochure will be provided.

January 30, 2013

Item 4 – amended assets under management from \$ to \$117 million as of 12/31/2012.

Item 5 .A. - Corrected the statement indicating fees adjustments will be made on additional deposits and partial withdrawals by inserting the following disclosure:

No fee adjustments will be made for additional assets deposited into the Account after it is opened or partial withdrawals from the account.

February 21, 2012

Updated Item 4.E to indicate \$108,000,000 of discretionary assets under management.

June 17, 2011

Amended Item 4, section D as follows:

Old

D. G5 Financial does not participate in any wrap fee programs.

New

D. G5 Financial offers its management program as a wrap fee program and may also offer asset management services as an unbundled program (i.e. client will pay transaction charges and an advisory fee). There is no difference in the type of management. Whether you select a wrap account option or non-wrap account, the management of your account will be treated the same. The difference lies in the pricing structure.

Add to Item 4 under Asset Management Services

G5 Financial offers its managed program as a wrap or bundled program or as a non-wrap or unbundled program. Regardless the option you select you will receive the same level of management. However, the decision to select a wrap or non-wrap program is based structure of costs. Wrap accounts may be more suitable for the client who wants the cost of management and trading in one single fee without being charged for each transaction. While a non-wrap account will be more suitable for a client who prefers to separate management fees and pay for each transaction. Actively management accounts will generally be better suited for a wrap account. Managed accounts that are infrequently traded or trade in no-transaction fee securities will be better suited for a non-wrap fee structure.

Amended Item 5, under Asset Management Services paragraph C

Old

In addition to the advisory fees above, you will pay transaction fees for securities transactions executed in your account in accordance with the custodian's transaction fee schedule. Additionally, you may pay fees for custodial services, account maintenance fees, transaction fees, and other fees associated with maintaining the Account. Such fees are not charged by G5 Financial and are charged by the product, broker/dealer or account custodian. G5 Financial does not share in any portion of such fees. Additionally, you may pay your proportionate share of the fund's management and administrative fees and sales charges as well as the mutual fund adviser's fee of any mutual fund they purchase. Such advisory fees are not shared with G5 Financial and are compensation to the fund-manager.

New

In addition to the advisory fees above, you may pay fees for custodial services, account maintenance fees, transaction fees, and other fees associated with maintaining the Account. Such fees are not charged by G5 Financial and are charged by the product, broker/dealer or account custodian. G5 Financial does not share in any portion of such fees. Additionally, you may pay your proportionate share of the fund's management and administrative fees and sales charges as well as the mutual fund adviser's fee of any mutual fund they purchase. Such advisory fees are not shared with G5 Financial and are compensation to the fund-manager.

If you have elected to unbundle transaction fees from the advisory fee, you will pay transaction fees for securities transactions executed in your account in accordance with the custodian's transaction fee schedule.

The material changes discussed above are only those changes that have been made to this brochure since the firm's last annual update of the brochure. The date of the last annual update of the brochure was June 17, 2011.

At least annually, this section will discuss only specific material changes that are made to the Brochure and provide you with a summary of such changes. Additionally, reference to the date of the last annual update to this Brochure will be provided.

In the past, we have offered or delivered information about our qualifications and business practices to clients on at least an annual basis. Pursuant to new SEC Rules, we will ensure that you receive a summary of any material changes to this and subsequent brochures within 120 days of the close of our fiscal year, which is December 31st. We may further provide other ongoing disclosure information about material changes as necessary.

Additionally, we will further provide you with a new brochure as necessary based on change or new information, at any time, without charge.

Our brochure may be requested free of charge by contacting Lowell Adrian at (303) 721-0691 and/or ladrian@g5financialgroup.com. Additional information about G5 Financial Group RIA, LLC is also available via the SEC's website www.adviser.sec.gov. The website also provides information about

G5 Financial Group RIA, LLC

any persons affiliated with G5 Financial Group RIA, LLC who are registered, or are required to be registered, as investment adviser representatives of G5 Financial Group RIA, LLC.

Item 3 - TABLE OF CONTENTS

Item 1 – COVER PAGE	Cover Page
Item 2 - MATERIAL CHANGES	2
Item 3 - TABLE OF CONTENTS	5
Item 4 - ADVISORY BUSINESS	6
Asset Management Services – G5 Financial Group Wrap Program.....	7
Financial Planning and Consulting Services.....	8
General Information.....	8
Item 5 - FEES AND COMPENSATION	9
Asset Management Services – G5 Financial Group Wrap Program.....	9
Financial Planning and Consulting Services.....	11
Item 6 - PERFORMANCE-BASED FEES AND SIDE BY SIDE MANAGEMENT.....	11
Item 7 - TYPES OF CLIENTS	11
Item 8 - METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS	12
Item 9 - DISCIPLINARY INFORMATION	13
Item 10 - OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS	13
Item 11 - CODE OF ETHICS, PARTICIPATION OF INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING	14
Item 12 - BROKERAGE PRACTICES	15
Item 13 - REVIEW OF ACCOUNTS.....	17
Item 14 - CLIENT REFERRALS AND OTHER COMPENSATION.....	18
Item 15 - CUSTODY	18
Item 16 - INVESTMENT DISCRETION.....	18
Item 17 - VOTING CLIENT SECURITIES.....	19
Item 18 - FINANCIAL INFORMATION	19
Item 19 - REQUIREMENTS FOR STATE REGISTERED ADVISERS	19
Brochure Supplements	

Item 4 - ADVISORY BUSINESS

G5 Financial Group RIA, LLC (hereinafter referred to as “G5 Financial”) is an investment advisory firm offering a variety of advisory services customized to your individual needs.

Advisory Representatives may offer some or all of the advisory services and programs disclosed in this brochure. The advisory fee charged to you may not exceed the fee schedules disclosed below. Further, the education, experience and skills of the Advisory Representatives vary. The fees charged by the various Advisory Representatives are not directly related to their education, experience or skill. Therefore, you are advised, your Advisory Representative may charge you more or less for services as compared to another Advisory Representative for similar services that may have more training, education and experience in the financial services area.

Furthermore, since the Advisory Representatives each independently have their own businesses the way they conduct the services described in this brochure, their methods of analysis, management strategies, etc. will vary.

- A. G5 Financial was established in April 2011. The members and owners of G5 Financial are Lowell Adrian and Scott Forsyth.
- B. G5 Financial offers the following advisory services. Each of the services is more fully described below.
 - Asset Management – G5 Financial Group Wrap Program
 - Financial Planning and Consulting Services
- C. Financial Planning and Consulting Services are tailored to your individual needs. However, Asset Management services are provided based on managed models. As further described below, a model portfolio(s) will be selected for you and your account managed consistent with the model. You may not impose restrictions and/or limitations on the investing in certain securities or types of securities.

G5 Financial will ask you to complete an account application to assist G5 Financial with obtaining information about your financial situation and history. Additionally, G5 Financial will meet with you and conduct an interview and data gathering session to continue the due diligence process. The information gathered by G5 Financial will assist G5 Financial to provide you with the requested services and customize the services to your financial situation. Depending on the services you have requested, G5 Financial will gather various financial information and history from you including, but not limited to:

- Retirement and financial goals
- Investment objectives
- Investment horizon
- Financial needs
- Cash flow analysis
- Cost of living needs
- Education needs

- Savings tendencies
 - Other applicable financial information required by G5 Financial in order to provide the investment advisory services requested.
- D. G5 Financial offers its management program as a wrap fee program and may also offer asset management services as an unbundled program (i.e. client will pay transaction charges and an advisory fee). There is no difference in the type of management. Whether you select a wrap account option or non-wrap account, the management of your account will be treated the same. The difference lies in the pricing structure.
- E. As of December 17, 2011, we have approximately \$108,000,000 million of client assets under our discretionary management. G5 Financial does not have non-discretionary client assets under management.

Asset Management Services – G5 Financial Group Wrap Program

G5 Financial has created various model portfolios designed around various investment objectives and risk profiles. G5 Financial's management program is geared around managing clients accounts based on its models.

Upon G5 Financial completing its analysis of your situation (referred to as the Initial Study), G5 Financial will select one or more model portfolios to invest your portfolio. G5 Financial customizes your portfolio allocation taking into consideration your limitations or restrictions, the market and economy at the time and your financial situation, goals and objectives.

G5 Financial will schedule a meeting with you and present the recommended portfolio allocation. Upon your approval, G5 Financial will implement the portfolio allocation.

G5 Financial will provide continuous and ongoing management of your account based on the models. Therefore, if a change is made to a model portfolio that change is applied universally across all client accounts invested to the model. There is no consideration given your personal tax situation.

G5 Financial will manage the account on a discretionary basis and will make changes to the allocation as deemed appropriate by G5 Financial. G5 Financial will determine the securities to be purchased and sold in the account and will alter the securities holdings from time to time, without prior consultation with you. G5 Financial may actively trade securities and hold such holdings for periods of 30 days or less or maintain positions for longer or shorter term periods. Discretionary authority will be granted by you to G5 Financial by execution of the Asset Management agreement.

G5 Financial offers its managed program as a wrap or bundled program or as a non-wrap or unbundled program. Regardless the option you select you will receive the same level of management. However, the decision to select a wrap or non-wrap program is based structure of costs. Wrap accounts may be more suitable for the client who wants the cost of management and trading in one single fee without being charged for each transaction. While a non-wrap account will be more suitable for a client who prefers to separate management fees and pay for each transaction.

Actively management accounts will generally be better suited for a wrap account. Managed accounts that are infrequently traded or trade in no-transaction fee securities will be better suited for a non-wrap fee structure.

G5 Financial primarily uses open-ended mutual funds (no-load and load waived or mutual funds purchased at net asset value (NAV)) and exchange traded funds (ETFs). However, managed accounts are not exclusively limited to mutual funds and ETFs and may include stocks and bonds which are typically transferred or requested by you.

You are advised transactions in the account, account reallocations and rebalancing may trigger a taxable event, with the exception of IRA accounts, 403(b) accounts and other qualified retirement accounts.

Financial Planning and Consulting Services

G5 Financial offers planning and consulting in the following areas:

- Financial Planning
- Asset Allocation
- Retirement Planning
- Estate Planning
- Tax Planning

Planning and consulting services are based on your financial situation at the time and are based on financial information disclosed by you to G5 Financial. You are advised that certain assumptions may be made with respect to interest and inflation rates and use of past trends and performance of the market and economy. However, past performance is in no way an indication of future performance. G5 Financial cannot offer any guarantees or promises that your financial goals and objectives will be met. Further, you must continue to review the plan and update the plan based upon changes in your financial situation, goals, or objectives or changes in the economy. Should your financial situation or investment goals or objectives change, you must notify G5 Financial promptly of the changes. You are advised that the advice offered by G5 Financial may be limited and is not meant to be comprehensive. Therefore, you may need to seek the services of other professionals such as an insurance adviser, attorney and/or accountant.

You are not obligated to implement advice through G5 Financial or Advisory Representatives. Should you implement the plan with G5 Financial's Advisory Representatives commissions or other compensation may be received in addition to the advisory fee paid to G5 Financial.

General Information

You are advised the investment recommendations and advice offered by G5 Financial are not legal advice or accounting advice. You should coordinate and discuss the impact of financial advice with your attorney and/or accountant. You are advised that it is necessary to inform G5 Financial promptly with respect to any changes in your financial situation and investment goals and objectives.

Failure to notify G5 Financial of any such changes could result in investment recommendations not meeting your needs.

Item 5 - FEES AND COMPENSATION

Asset Management Services – G5 Financial Group Wrap Program

- A. Fees are negotiable and are not based on a share of capital gains upon or capital appreciation of the funds or any portion of the funds.

You may make additions to the Account or withdrawals from the Account, provided the Account continues to meet minimum account size requirements. No fee adjustments will be made for additional assets deposited into the Account after it is opened or partial withdrawals from the account. No fee adjustments will be made for Account appreciation or depreciation.

The fee schedule is progressive or blended fee. Therefore, each threshold of assets will be charged the corresponding fee. Please refer to Example I below.

Account Size	Annual Fee
First \$100,000	2.00%
Next \$150,000	1.80%
Next \$250,000	1.40%
Next \$500,000	1.10%
Next \$1,000,000	1.00%
Next \$3,000,000	0.75%
Next \$5,000,000 and over	Negotiable

G5 Financial aggregates or households all of your managed accounts together to determine your quarterly fee.

Example

If you have four managed accounts with a value as of the just completed calendar quarter of: \$401,569.40, \$55,498.46, \$675,879.50, and \$74,301.12 with a total value of \$1,207,248.48, your quarterly fee will be calculated as follows:

First \$100,000 x 2%	=	\$2,000
Next \$150,000 x 1.80%	=	\$2,700
Next \$250,000 x 1.40%	=	\$3,500
Next \$500,000 x 1.10%	=	\$5,500
Balance \$207,248.48 x 1%	=	\$2,072.48
\$1,207,248.48		\$15,772.48 annually

Quarterly Fee Calculation

\$15,772.48 / 365 (days in a year) = \$43.21 daily rate x 92 (# days in a quarter) =
\$3,975.53 quarter fee

G5 Financial Group RIA, LLC

G5 Financial may change the above fee schedule upon 30-days prior written notice to you.

- B. Advisory fees will generally be collected directly from your account, provided you have given G5 Financial written authorization. You will be provided with an account statement reflecting the deduction of the advisory fee direct from the account custodian. If the Account does not contain sufficient funds to pay advisory fees, G5 Financial has limited authority to sell or redeem securities in sufficient amounts to pay advisory fees. You may reimburse the account for advisory fees paid to G5 Financial, except for ERISA and IRA accounts.
- C. In addition to the advisory fees above, you may pay fees for custodial services, account maintenance fees, and other fees associated with maintaining the Account. Such fees are not charged by G5 Financial and are charged by the product, broker/dealer or account custodian. G5 Financial does not share in any portion of such fees. Additionally, you may pay your proportionate share of the fund's management and administrative fees and sales charges as well as the mutual fund adviser's fee of any mutual fund they purchase. Such advisory fees are not shared with G5 Financial and are compensation to the fund-manager.
- D. Advisory fees will be charged in advance of each calendar quarter. The quarterly advisory fee will be based on the value of the Account on the last business day of the just completed calendar quarter. Fees for partial period will be prorated. The initial quarterly fee will be a pro-rated portion of the fee based on the number of days remaining in the calendar quarter. The initial fee will be charged at the end of the partial calendar quarter along with the next quarterly fee paid in advance. The initial fee will be based upon the value of the account upon account establishment.
- E. You are advised Advisory Representatives of G5 Financial are dually registered representatives of Gēneos Wealth Management, Inc. ("Gēneos"), a registered broker/dealer, member of the Financial Regulatory Association (FINRA) and SIPC. Advisory Representatives may receive trail commissions (i.e. 12b-1 fees) for a period of time as a result of directing securities transactions through Gēneos. Load and no-load mutual funds may pay annual distribution charges, sometimes referred to as 12b-1 fees. 12b-1 fees come from fund assets, therefore, indirectly from your assets. 12b-1 fees may be initially paid to Gēneos and a portion passed to the Advisory Representatives. The receipt of such fees could represent an incentive for the Advisory Representatives to recommend funds with 12b-1 fees over funds that have no fees or lower fees. As a result, there is a potential conflict of interest.

As stated above, G5 Financial recommends mutual funds that pay 12b-1 fees and no-load funds.

You may purchase the securities recommended by G5 Financial directly or through other brokers or agents not affiliated with G5 Financial.

Termination Provisions

You may terminate investment advisory services obtained from G5 Financial, without penalty, upon written notice within five (5) business days after entering into the advisory agreement with G5 Financial. You will be responsible for any fees and charges incurred from third parties as a result of

maintaining the Account such as transaction fees for any securities transactions executed and Account maintenance or custodial fees. Thereafter, you may terminate investment advisory services with 30-days written notice to G5 Financial. Should you terminate investment advisory services during a calendar quarter, you will be issued a pro-rated refund of the advisory fee from the date of termination to the end of the calendar quarter.

Financial Planning and Consulting Services

You are advised that fees for planning services are strictly for planning services. Therefore, you may pay fees and/or commissions for additional services obtained such as asset management or products purchased such as securities or insurance.

Fees are negotiable. Your fees will be dependent on several factors including time spent with G5 Financial, number of meetings, complexity of your situation, amount of research, services requested and staff resources. Typically, hourly fees will be charged for limited consulting services or when the scope of the engagement can't be readily determined. You will be provided with a quote of fees prior to execution of the client advisory agreement with G5 Financial. Should the scope of the services exceed the estimated quote, you will be contacted and your authorization obtained to continue with the services.

Fee Type	Maximum Fee	Payable
Fixed Fee	\$10,000	Payable one-half (1/2) upon execution of the advisory agreement with G5 Financial and the balance due at the time of presentation of the plan, unless otherwise negotiated with you.
Hourly Fee	\$350 per hour	Payable at the end of each month based upon time spent by G5 Financial.

Termination Provisions

You may terminate advisory services obtained from G5 Financial, without penalty, upon written notice within five (5) business days after entering into the advisory agreement with G5 Financial. Thereafter, you may terminate investment advisory services with 30-days written notice to G5 Financial. You will be responsible for any time spent by G5 Financial.

Item 6 - PERFORMANCE-BASED FEES AND SIDE BY SIDE MANAGEMENT

This section is not applicable to G5 Financial since G5 Financial does not charge performance based fees.

Item 7 - TYPES OF CLIENTS

G5 Financial's services are geared toward individuals both high net worth (i.e. clients with a net worth of \$1,500,000) and other than high net worth individuals as well as trusts and estates.

G5 Financial generally requires a minimum amount of assets be deposited to an account for the purpose of obtaining asset management services. To participate in G5 Financial's Asset Management services, managed accounts will need to be opened with at least \$100,000 (cash or securities). However, under certain circumstances, G5 Financial may waive the minimum account size requirement and accept accounts less than \$100,000. Such circumstances may include but not be limited to additional assets will soon be deposited or you have other accounts under management with G5 Financial. You are advised performance may suffer due to difficulties with diversifying smaller accounts and due to risk controls potentially being compromised. Performance of smaller accounts may vary from the performance of accounts with more dollars invested due to fluctuations in the market may affect smaller accounts more and the effects of compounding may be greater in larger accounts.

Item 8 - METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

- A. G5 Financial conducts economic analysis and attempts to analyze and determine the trends. Additionally, G5 Financial conducts fundamental and technical analysis. Fundamental analysis generally involves assessing a company's or security's value based on factors such as sales, assets, markets, management, products and services, earnings, and financial structure. Technical analysis generally involves studying trends and movements in a security's price, trading volume, and other market-related factors in an attempt to discern patterns.
- B. You are advised investing in securities involves risk of loss, including the potential loss of principal. Therefore, your participation in any of the management programs offered by G5 Financial will require you to be prepared to bear the risk of loss and fluctuating performance.

G5 Financial does not represent, warrant or imply that the services or methods of analysis used by G5 Financial can or will predict future results, successfully identify market tops or bottoms, or insulate you from losses due to major market corrections or crashes. Past performance is no indication of future performance. No guarantees can be offered that your goals or objectives will be achieved. Further, no promises or assumptions can be made that the advisory services offered by G5 Financial will provide a better return than other investment strategies.

- C. As stated above in Item 5, G5 Financial primarily uses mutual funds and exchange traded funds. The risks with mutual funds include the costs and expenses within the fund that can impact performance, change of managers, and fund straying from its objective. Open ended mutual funds do not typically have a liquidity issue and the price does not fluctuate throughout the trading day. Mutual fund fees are described in the fund's prospectus, which the custodian mails directly to the client following any purchase of a mutual fund that is new to the client's account. In addition, a prospectus is available online at each mutual fund company's Web site. At the client's request at any time G5 Financial will direct the client to the appropriate Web page to access the prospectus.

ETFs trade on an auctionable market. Therefore, there is more price fluctuation with ETFs than with mutual funds since ETFs trade throughout the day, whereas mutual funds are priced once a day. Also, since most ETFs only mirror a market index, such as the S&P 500, they won't outperform the index.

Item 9 - DISCIPLINARY INFORMATION

There is no reportable disciplinary information required for G5 Financial or its management persons that is material to your evaluation of G5 Financial, its business or its management persons.

Item 10 - OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

- A. As previously stated, Advisory Representatives are dually registered as an advisory representative of G5 Financial and as a registered representative of Gëneos. You are under no obligation to purchase or sell securities through your Advisory Representative. However, if you choose to implement the plan, commissions may be earned in addition to any fees paid for advisory services. Commissions may be higher or lower at Gëneos than at other broker/dealers. Advisory Representatives may have a conflict of interest in having you purchase securities and/or insurance related products through Gëneos in that the higher their production with Gëneos the greater potential for obtaining a higher pay-out on commissions earned.

Under the rules and regulations of the FINRA, Gëneos has an obligation to perform certain supervisory functions regarding certain activities engaged in by advisory representatives who are also registered representatives of Gëneos. For such supervisory functions, G5 Financial may pay Gëneos a portion of the advisory fees they receive. Gëneos and G5 Financial are not affiliated.

- B, C. G5 Financial is not and does not have a related person who is a: futures commission merchant, commodity pool operator, commodity trading advisor, or an associated person of the foregoing entities. Further, G5 Financial is not and does not have a related person who is: broker/dealer or other similar type of broker or dealer; investment company or other pooled investment vehicle, futures commission merchant or commodity pool operator; banking or thrift institution; lawyer or law firm; insurance company or agency; pension consultant; real estate broker or dealer; or sponsor or syndicator of a limited partnership.

Lowell Adrian, member of G5 Financial, owns and maintains and an investment adviser business separate from G5 Financial, Adrian & Associates, Inc. Through the aforementioned investment adviser, Lowell Adrian may offer planning services and other advisory services not offered through G5 Financial. Fees for services may be more or less than those advisory services offered by G5 Financial.

G5 Financial attempts to mitigate the conflicts of interest with the potential receipt of commissions if recommendations are implemented by providing you with these disclosures. Further, you are encouraged to consult other professionals and may implement recommendations through other

financial professionals. Furthermore, as a registered representative with Gēneos, Advisory Representatives are subject to a supervisory structure at Gēneos for his securities business.

Item 11 - CODE OF ETHICS, PARTICIPATION OF INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

Code Of Ethics

- A. G5 Financial has a fiduciary duty to you to act in your best interest and always place your interests first and foremost. G5 Financial takes seriously its compliance and regulatory obligations and requires all staff to comply with such rules and regulations as well as G5 Financial's policies and procedures. Further, G5 Financial strives to handle your non-public information in such a way to protect information from falling into hands that have no business reason to know such information and provides you with G5 Financial's Privacy Policy. As such, G5 Financial maintains a code of ethics for its Advisory Representatives, supervised persons and staff. The Code of Ethics contains provisions for standards of business conduct in order to comply with federal securities laws, personal securities reporting requirements, pre-approval procedures for certain transactions, code violations reporting requirements, and safeguarding of material non-public information about your transactions. Further, G5 Financial's Code of Ethics establishes G5 Financial's expectation for business conduct. A copy of our Code of Ethics will be provided to you upon request.
- B. Neither G5 Financial nor its associated persons recommends to clients or buys or sells for client accounts any securities in which we have a material financial interest.
- C. G5 Financial and its associated persons may buy or sell securities identical to those securities recommended to you. Therefore, G5 Financial and/or its associated persons may have an interest or position in certain securities that are also recommended and bought or sold to you. G5 Financial and its associated persons will not put their interests before your interest. G5 Financial and its associated persons may not trade ahead of you or trade in such a way to obtain a better price for themselves than for you or other clients.
- D. G5 Financial is required to maintain a list of all securities holdings for its associated persons and develop procedures to supervise the trading activities of associated persons who have knowledge of your transactions and their related family accounts at least quarterly. Further, associated persons are prohibited from trading on non-public information or sharing such information.

You have the right to decline any investment recommendation. G5 Financial and its associated persons are required to conduct their securities and investment advisory business in accordance with all applicable Federal and State securities regulations.

Prohibition on Use of Insider Information

G5 Financial has adopted policies and procedures to prevent the misuse of "insider" information (i.e. material n, non-public information). A copy of such policies and procedures is available to any person upon request.

Item 12 - BROKERAGE PRACTICES

As previously stated, Advisory Representatives are registered representatives of Gěneos. As a result they are subject to FINRA Conduct Rule 3040 which may restrict them from conducting securities transactions away from Gěneos unless Gěneos provides him with written authorization. Advisory Representatives have obtained approval to offer you the ability to maintain accounts through Gěneos at its clearing firm, Pershing, LLC. Additionally, G5 Financial has an arrangement with National Financial Services LLC and Fidelity Brokerage Services LLC (collectively, and together with all affiliates, "Fidelity") through which Fidelity provides G5 Financial with "institutional platform services." G5 Financial is independently owned and operated and not affiliated with Fidelity or Gěneos.

You are advised that not all investment advisers require you to maintain accounts at a specific broker/dealer. You are advised you may maintain accounts at another broker/dealer. However, the services provided by G5 Financial will be limited to only advice and will not include implementation. If you select another brokerage firm for custodial and/or brokerage services you will not be able to receive asset management services from G5 Financial.

In initially selecting Gěneos, G5 Financial conducted due diligence. G5 Financial's evaluation and criteria includes:

- Ability to service you
- Staying power as a company
- Industry reputation
- Ability to report to you and to G5 Financial
- Availability of an efficient trading platform
- Products and services available
- Technology resources
- Educational resources
- Execution capability
- Financial responsibility and viability
- Confidentiality and security of your information
- Responsiveness
- Other factors that may bear on the overall evaluation of best price and execution

Additionally, periodically G5 Financial will review transaction costs in light of current market circumstances, available published statistical analysis as well as other relevant information.

Best execution does not simply mean the lowest transaction cost. Therefore, no single criteria will validate nor invalidate a custodian, but rather, all criteria taken together will be used in evaluating the currently utilized custodian.

You are advised there is an incentive for G5 Financial and the Advisory Representatives to recommend a broker/dealer over another based on the products and services that will be received rather than your best interest.

Fidelity

The institutional platform services include, among others, brokerage, custody, and other related services. Fidelity's institutional platform services that assist G5 Financial 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 fees from its clients' accounts; and (v) assist with back-office functions, recordkeeping and client reporting.

Fidelity also offers other services intended to help G5 Financial manage and further develop its advisory practice. Such services include, but are not limited to, performance reporting, financial planning, contact management systems, third party research, publications, access to educational conferences, roundtables and webinars, practice management resources, access to consultants and other third party service providers who provide a wide array of business related services and technology with whom G5 Financial may contract directly.

Fidelity generally does not charge its advisor clients 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 Fidelity or that settle into Fidelity accounts (i.e., transactions fees are charged for certain no-load mutual funds, commissions are charged for individual equity and debt securities transactions). Fidelity provides access to many no-load mutual funds without transaction charges and other no-load funds at nominal transaction charges.

Fidelity is providing G5 Financial with certain brokerage and research products and services that qualify as "brokerage or research services" under Section 28(e) of the Securities Exchange Act of 1934 ("Exchange Act").

Gěneos

Gěneos has a wide range of approved securities products for which Gěneos performs due diligence prior to selection. Gěneos' registered representatives are required to adhere to these products when implementing securities transactions through Gěneos. Commissions charged for these products may be higher or lower than commissions you may be able to obtain if transactions were implemented through another broker/dealer. Gěneos also provides Advisory Representatives, and therefore the G5 Financial, with back-office operational, technology, and other administrative support. Other services may include consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance and marketing. Such services are intended to help Advisory Representatives and G5 Financial manage and further develop its business enterprise.

Gěneos and its clearing broker/dealer, Pershing, LLC also make available to G5 Financial other products and services that benefit G5 Financial but may not directly benefit you. Some of these other products and services assist G5 Financial with managing and administering your accounts. These include software and other technology that provide access to your account data (such as trade confirmation and account statements); facilitate trade execution; provide research, pricing information and other market data; facilitate payment of G5 Financial's fees from your accounts; and

assist with back-office functions; recordkeeping and client reporting. Many of these services generally may be used to service all or a substantial number of G5 Financial's accounts, including accounts not held through G5neous.

Trade Aggregation Policy

G5 Financial may aggregate ("bunch") transactions in the same security on behalf of more than one client in an effort to strive for best execution and to possibly reduce the price per share and/or other costs to clients. However, aggregated or bunched orders will not reduce the transaction costs to participating clients. G5 Financial conducts aggregated transactions in a manner designed to ensure that no participating client is favored over another client. Participating clients will obtain the average share price per share for the security executed that day. To the extent the aggregated order is not filled in its entirety and when possible, securities purchased or sold in an aggregated transaction will be allocated on a random basis. Under certain circumstances, the amount of securities may be increased or decreased to avoid holding odd-lot or a small number of shares for particular clients.

Item 13 - REVIEW OF ACCOUNTS

- A. If you are participating in the Asset Management Services you will be invited to participate in not less than an annual review. You may request more frequent reviews and may set thresholds for triggering events that would cause a review to take place. Your Advisory Representative will monitor for changes or shifts in the economy, changes to the management and structure of a mutual fund or company in which your assets are invested, and market shifts and corrections.

If you are participating in Financial Planning and Consulting Services you will not receive regular reviews. G5 Financial recommends you have at least an annual review and update to any plans. However, the time and frequency of the reviews is solely your decision.

The following individuals conduct reviews:

Scott Forsyth, Advisory Representative
Lowell Adrain, Advisory Representative
Cindy Marker, Advisory Representative

- B. You are advised that you must notify your Advisory Representative promptly of any changes to your financial goals, objectives or financial situation as such changes may require him review the portfolio allocation and make recommendations for changes.
- C. You will be provided statements at least quarterly direct from the account custodian. Additionally, you will receive confirmations of all transactions occurring direct from the account custodian. Additionally, G5 Financial will provide you with a consolidated report of your managed account on a quarterly basis. You should compare the report with statements received direct from the account custodian. Should there be any discrepancy the account custodian's report will prevail.

Item 14 - CLIENT REFERRALS AND OTHER COMPENSATION

- A. Product vendors recommended by G5 Financial may provide monetary and non-monetary assistance with client events, provide educational tools and resources. G5 Financial does not select products as a result of any monetary or non-monetary assistance. The selection of product is first and foremost. G5 Financial's due diligence of a product does not take into consideration any assistance it may receive. Therefore, this is not considered a conflict of interest but a benefit for you and G5 Financial.
- B. G5 Financial does not directly or indirectly compensate any person who is not a supervised person of G5 Financial for referrals. Further, G5 Financial does not receive an economic benefit from a non-client for providing investment advice or advisory services to you.

Item 15 - CUSTODY

With the exception of deduction of G5 Financial's advisory fees from your accounts, G5 Financial does not take custody of your funds or securities.

Under government regulations, we are deemed to have custody of your assets if, for example, you authorize us to instruct your account custodian to deduct our advisory fees directly from your account or if you grant us authority to move your money to another person's account. Your account custodian maintains actual custody of your assets. You will receive account statements directly from your account custodian at least quarterly. They will be sent to the email or postal mailing address you provided. You should carefully review those statements promptly when you receive them.

Item 16 - INVESTMENT DISCRETION

Discretionary authority provides G5 Financial the authority to buy, sell, exchange, convert securities in your managed accounts. Additionally, the authority will enable G5 Financial to determine the amount of the transaction and the timing of the transaction. You will grant such authority to G5 Financial by execution of the advisory agreement. You may terminate discretionary authorization at any time upon receipt of written notice by G5 Financial.

Additionally, you are advised that:

- 1) You may set parameters with respect to when account should be rebalanced and set trading restrictions or limitations;
- 2) Your written consent is required to establish any mutual fund, variable annuity, or brokerage account;
- 3) G5 Financial requires the use of the broker/dealer with which your Advisory Representative is registered for sales in commissionable mutual funds or variable annuities, if you elect to implement recommendations through your Advisory Representative;
- 4) With the exception of deduction of G5 Financial's advisory fees from the account, if you have authorized automatic deductions, G5 Financial will not have the ability to withdraw your funds or securities from the account.

Item 17 - VOTING CLIENT SECURITIES

G5 Financial does not vote your securities. Unless you suppress proxies, securities proxies will be sent directly to you by the account custodian or transfer agent. You may contact G5 Financial about questions you may have an opinions on how to vote the proxies. However, the voting and how you vote the proxies is solely your decision.

Item 18 - FINANCIAL INFORMATION

- A. G5 Financial will not require you to prepay more than \$1,200 and six or more months in advance of receiving the advisory service.
- B. As stated above, G5 Financial has discretionary authority over client accounts; however that authority does not extend to the withdrawal of any client assets, with the exception of deduction of G5 Financial's advisory fees from your accounts. We are financially stable. There is no financial condition that is likely to impair our ability to meet our contract actual commitment to you or any other client.
- C. Neither G5 Financial nor any of its Advisory Representatives has ever been the subject of a bankruptcy petition.

Item 19 - REQUIREMENTS FOR STATE REGISTERED ADVISERS

This section is not applicable to G5 Financial. G5 Financial is not state registered. G5 Financial is registered with the Securities and Exchange Commission.