

**Part 2A of Form ADV: *Firm Brochure***

**Peters Capital Group, LLC**

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This brochure provides information about the qualifications and business practices of Peters Capital Group, LLC. If you have any questions about the contents of this brochure, please contact us at 805-695-7345 or [steve.lisenby@peterscapitalgroup.com](mailto:steve.lisenby@peterscapitalgroup.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 Peters Capital Group, LLC also is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). You can search this site by a unique identifying number, known as a CRD number. Our firm's CRD number is 167835.

**Item 2     Material Changes**

This is the initial Form ADV Part 2A for Peters Capital Group, LLC. This ADV will be updated at least annually and more frequently if materials changes occur.

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#### **Item 4     Advisory Business**

Peters Capital Group, LLC is a SEC-registered investment adviser with its principal place of business located in California. Peters Capital Group, LLC began conducting business in 2013.

Listed below are the firm's principal shareholders (i.e., those individuals and/or entities controlling 25% or more of this company).

- Eric C. Peters, Managing Member.

Peters Capital Group, LLC offers the following advisory services to our clients:

#### **PORTFOLIO MANAGEMENT**

Peters Capital Group, LLC is an SEC-registered Investment Adviser delivering innovative alternative-investment products and services to institutional investors.

We provide discretionary management services to a pooled investment vehicle (also referred to as private investment fund). We may decide in the future to sponsor or manage additional pooled investment vehicles.

The services we provide include:

- due diligence services for the selection of sub-advisers,
- middle and back office services for the fund,
- continuous investment oversight and risk management services for the fund,
- daily, weekly, monthly, and yearly reporting services to the fund,
- and occasionally, trading services to either execute on behalf of a sub-adviser, reduce risk, or provide a portfolio overlay at the direction of the fund.

Account supervision is guided by the fund's stated objectives (i.e., asset class, instruments, maximum capital appreciation, growth, income, or growth and income), as well as tax considerations.

Our investment recommendations will generally include advice regarding the following securities:

- Corporate debt securities (other than commercial paper)
- United States governmental securities
- Options contracts on securities
- Options contracts on commodities
- Futures contracts on tangibles
- Futures contracts on intangibles
- Options on futures contracts on tangibles and intangibles

We are authorized to enter into any type of investment transaction that we deem appropriate for our clients, pursuant to the terms of the account agreement. We also offer advice on

futures, OTC foreign exchange products and interest rate derivatives. We do not currently advise clients on any type of investments other than those identified in this section.

Because some types of investments involve certain additional degrees of risk, they will only be implemented/recommended when consistent with the client's stated investment objectives, tolerance for risk, liquidity and suitability.

### **AMOUNT OF MANAGED ASSETS**

As of October 17, 2013 we were managing \$115,444,591 in one account.

#### **Item 5 Fees and Compensation**

### **FEES**

Fees are separately negotiated with each fund and are described in each fund's charter documents. As a general matter, the investment management fee for the pooled investment vehicles we manage generally will not exceed 2% of each vehicle's assets under management and will typically be paid monthly in arrears. In addition, we also receive an incentive fee with respect to the various pooled investment vehicles, which generally does not exceed 20% of each vehicle's net profit above the vehicle's previous "high water mark". To the extent that the amount of account appreciation is less than the high water mark, there is a loss carryforward allocation that must be recouped before Peters Capital Group, LLC is entitled to a performance-based fee. In certain cases, we may waive the investment management fee or the incentive fee for select investors in a vehicle.

In measuring the Managed Account client's assets for the calculation of performance-based fees, Peters Capital Group, LLC includes: for securities for which market quotations are readily available, the realized capital losses and unrealized capital losses of securities over the period and, if the unrealized capital appreciation of the securities over this period is included, the unrealized capital depreciation of securities over the period. As such, we may receive increased compensation with regard to unrealized appreciation as well as unrealized gains in the client's account.

The client must understand the performance-based fee method of compensation and its risks prior to entering into a management contract with us.

PERFORMANCE-BASED FEES WILL ONLY BE CHARGED IN ACCORDANCE WITH THE PROVISIONS OF REG. 205-3 OF THE INVESTMENT ADVISERS ACT OF 1940 AND/OR APPLICABLE STATE REGULATIONS. THE FEES WILL NOT BE OFFERED TO ANY CLIENT RESIDING IN A STATE IN WHICH SUCH FEES ARE PROHIBITED.

### **GENERAL INFORMATION**

***Termination of the Advisory Relationship:*** Investors in a pooled investment vehicle may be limited in their ability to terminate their participation in the vehicle. Such limits are set out in the vehicle's offering memorandum and charter documents, which should be read carefully.

***Additional Fees and Expenses:*** In addition to our advisory fees, the funds will also pay the fees and expenses charged by custodians, imposed by broker dealers, and charged by vendors of data and research required to execute the investment process. A full description of such fees is found in each fund's offering documents.

***Advisory Fees in General:*** The expenses of the pooled investment vehicles we manage, including our investment management fee and incentive fee, may be higher than those charged by other advisers to pooled investment vehicles. The incentive fee may also create an incentive for us to cause the vehicles to make investments that are riskier than it would otherwise make.

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

As we disclosed in Item 5 of this Brochure, our firm accepts a performance-based fee from the client. Such a performance-based fee is calculated based on a share of capital gains on or capital appreciation of the assets of the client. To qualify for a performance-based fee arrangement, a Fund investor must either demonstrate a net worth of at least \$1,500,000 or must have at least \$750,000 under management immediately after entering into a management agreement with us.

We do not manage accounts that do not pay a performance-based fee.

## **Item 7 Types of Clients**

Peters Capital Group, LLC provides advisory services to pooled investment vehicles.

As previously disclosed in Item 5, our firm has established certain initial minimum account requirements, based on the nature of the service(s) being provided. For a more detailed understanding of those requirements, please review the disclosures provided in each applicable service as well as the offering documents for each investment vehicle.

## **Item 8 Methods of Analysis, Investment Strategies and Risk of Loss**

### **METHODS OF ANALYSIS**

We use the following methods of analysis in formulating our investment advice and/or managing client assets:

We assist the fund in identifying sub-advisers to manage certain assets types or using certain management styles in which the fund has determined it wants to invest.

We examine the experience, expertise, investment philosophies, and past performance of independent sub-advisers in an attempt to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions. We monitor the sub-adviser's underlying holdings, strategies, concentrations and leverage as part of our overall risk assessment. Additionally, as part of our due-diligence process, we survey the manager's compliance and business enterprise risks.

A risk of investing with a sub-adviser who has been successful in the past is that he/she may not be able to replicate that success in the future. In addition, as we do not control the underlying investments in a sub-adviser's portfolio, there is also a risk that a sub-adviser may deviate from the stated investment mandate or strategy of the portfolio, making it less suitable

investment for our client. Moreover, as we do not control the manager's daily business and compliance operations, it is possible that we would not identify the absence of internal controls necessary to prevent business, regulatory or reputational deficiencies.

## **INVESTMENT STRATEGIES**

In selecting sub-advisers, we employ a Global Macro investment strategy in which we allocate assets among sub-advisers based on our overall economic and political outlook for various countries. A risk of Global Macro strategy is that we could over-emphasize certain countries while missing opportunities in others. The investment strategies of the various sub-advisers are described in each sub-adviser's disclosure document.

## **RISK OF LOSS**

Securities investments are not guaranteed and you may lose money on your investments. We ask that you work with us to help us understand your tolerance for risk.

### **Item 9 Disciplinary Information**

We are required to disclose any legal or disciplinary events that are material to a client's or prospective client's evaluation of our advisory business or the integrity of our management.

Our firm and our management personnel have no reportable disciplinary events to disclose.

### **Item 10 Other Financial Industry Activities and Affiliations**

We have no material affiliations with other firms in the financial services industry.

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

Our firm has adopted a Code of Ethics which sets forth high ethical standards of business conduct that we require of our employees, including compliance with applicable federal securities laws.

Peters Capital Group, LLC and our personnel owe a duty of loyalty, fairness and good faith towards our clients, and have an obligation to adhere not only to the specific provisions of the Code of Ethics but to the general principles that guide the Code.

Our Code of Ethics includes policies and procedures for the review of quarterly securities transactions reports as well as initial and annual securities holdings reports that must be submitted by the firm's access persons. Among other things, our Code of Ethics also requires the prior approval of any acquisition of securities in a limited offering (e.g., private placement) or an initial public offering. Our code also provides for oversight, enforcement and recordkeeping provisions.

Peters Capital Group, LLC's Code of Ethics further includes the firm's policy prohibiting the

use of material non-public information. While we do not believe that we have any particular access to non-public information, all employees are reminded that such information may not be used in a personal or professional capacity.

A copy of our Code of Ethics is available to our advisory clients and prospective clients. You may request a copy by email sent to [tosteve.lisenby@peterscapitalgroup.com](mailto:tosteve.lisenby@peterscapitalgroup.com), or by calling us at 805-695-7340.

Peters Capital Group, LLC and individuals associated with our firm are prohibited from engaging in principal transactions.

Peters Capital Group, LLC and individuals associated with our firm are prohibited from engaging in agency cross transactions.

## **Item 12 Brokerage Practices**

While most trading is performed by sub-advisers, we will trade fund securities upon request.

We require that we be provided with written authority to determine the broker-dealer to use for client transactions and the commission costs that will be charged to our clients for these transactions, typically through the Investment Management Agreement

Clients must include any limitations on this discretionary authority in this written authority statement. Clients may change/amend these limitations as required. Such amendments must be provided to us in writing.

**Execution Quality.** We will generally seek “best execution” in light of the circumstances involved in transactions. In selecting a broker for any transactions, we may consider a number of factors, including, for example, net price, reputation, financial strength and stability, efficiency of execution and error resolution, the size of the transaction and the market for the security. Adviser will not obligate itself to obtain the lowest commission or best net price for an account on any particular transaction.

**Soft Dollars.** We do not enter into soft dollar arrangements with brokers or dealers.

## **Item 13 Review of Accounts**

*REVIEWS:* Sub-advisers are continuously reviewed on an ongoing basis by Ian Malloch, Member, and the account Administrator. Account reviewers generally focus on each sub-adviser's strategy, objective and performance as well as the overall market conditions.

*REPORTS:* The nature and frequency of reports are negotiated with each client.

## **Item 14 Client Referrals and Other Compensation**

It is Peters Capital Group, LLC's policy not to engage solicitors or to pay related or non-related persons for referring potential clients to our firm.

It is Peters Capital Group, LLC's policy not to accept or allow our related persons to accept any form of compensation, including cash, sales awards or other prizes, from a non-client in conjunction with the advisory services we provide to our clients.



**Item 15 Custody**

We do not have custody of any cash, securities, or other assets of the fund we currently manage.

**Item 16 Investment Discretion**

We only provide discretionary asset management services, in which we place trades in a client's account without contacting the client prior to each trade to obtain the client's permission.

Our discretionary authority includes the ability to do the following without contacting the client:

- Determine the security to buy or sell; and/or
- Determine the amount of the security to buy or sell

Clients give us discretionary authority when they sign a discretionary agreement with our firm, and may limit this authority by giving us written instructions. Clients may also change/amend such limitations by once again providing us with written instructions.

**Item 17 Voting Client Securities**

Proxy voting is the responsibility of the various sub-advisers.

**Item 18 Financial Information**

Peters Capital Group, LLC has no material financial circumstances to report.

Under no circumstances do we require or solicit payment of fees in excess of \$1200 per client more than six months in advance of services rendered. Therefore, we are not required to include a financial statement.

Peters Capital Group, LLC has not been the subject of a bankruptcy petition at any time during the past ten years.