

Part 2A of Form ADV: Firm Brochure

Item 1 Cover Page

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This brochure provides information about the qualifications and business practices of Cannon Financial Strategists, Inc. If you have any questions about the content of this brochure, please contact us at (706) 548-3422 or Information@CannonFinancialStrategists.com.

The information in this brochure has not been approved nor verified by the United States Security and Exchange Commission (SEC) or by any state security authority.

Item 2 Material Changes

MATERIAL CHANGES

Filing date of last annual ADV update: March 26, 2014

Since the filing of our last ADV amendment, there have been no material changes to this Brochure.

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ADVISORY BUSINESS

DESCRIPTION OF ADVISORY SERVICES

Cannon Financial Strategists, Inc. (“Cannon”) is a privately-held, registered investment advisory firm. Established in 1983, Cannon provides asset management and financial planning services to individuals, families, and institutions. Cannon’s services are summarized below as I.) Investment Advisory Services, II.) Financial Planning Services, & III.) Retirement Plan Advisory Services. Our owners are Kim Young, Kelly Dixon, Joe Stallings, Jr., and Nancy Williams.

I. - INVESTMENT ADVISOR SERVICES

Investment advisory services are provided primarily to individual clients. These services include a review of the Clients current asset positions, investment objectives, risk preferences, and overall financial plan. Advice is provided to Clients regarding, but not limited to: mutual fund shares, fixed and variable annuities, certificates of deposit, United States government securities, corporate debt securities, and exchange-listed securities.

Advice is given on the appropriateness of investments and securities within the framework of a Client’s asset allocation model. Advice is not provided on the value of a specific security.

The advisor utilizes investment policy statements to note Client information, recommendations made, the agreed upon service model, and portfolio allocations.

Investment advisory services typically fall into to two categories:

- a) Asset Management Services – The advisor works with the Client to develop an asset allocation strategy which is then implemented. Strategies could include model portfolios or completely customized allocations depending upon needs.
- b) Investment Advisory Consulting – The Client engages the advisor to recommend an overall investment allocation strategy for a selected portfolio of Client assets. The implementation of the recommendations may be carried out by the Client or the Client may engage the advisor to assist with implementation.

Discretionary Management

For Clients that desire Asset Management Services, authority is granted to Cannon through the Investment Advisory Agreement for discretionary management of your account. We are granted authority to make determinations regarding securities and securities quantities to be bought and sold for you. This discretion is subject to Client guidelines outlined within your Investment Policy Statement.

ADVISORY BUSINESS (continued)

II. - FINANCIAL PLANNING SERVICES

Financial planning services are provided to individual Clients including, but not limited to: providing advice regarding investments, tax planning, insurance, estate planning, retirement planning, educational planning, business planning, and employee benefits. Financial planning begins with an initial interview which is used to develop a financial plan. The advisor may or may not be involved with the implementation of such recommendations. Recommendations provided are based on individual objectives and needs, with the goal of obtaining the maximum efficiency of each Client dollar within the framework of Client objectives.

III. - RETIREMENT PLAN ADVISORY SERVICES

Investment advisory services provided to a retirement plan vary depending upon depth of services desired by the plan sponsor. Each Client/Advisor relationship is different and discussions prior to engagement should be had to develop the appropriate service model. Services provided to a retirement plan or to its participants typically include some or all of the following:

Plan Committee Services

Preparation of Investment Policy Statement – The advisor will design and prepare an investment policy statement (“IPS”) for the Plan based upon consultation with the Client to ascertain investment objectives, policies, and constraints. The IPS is then used to monitor the plan investments on an ongoing basis.

Investment Recommendations – The advisor will recommend specific investments, for selection by the Client, to be held by the Plan or, in the case of a participant-directed defined contribution plan, offered as investment options under the Plan consistent with the policies outlined in the IPS. Additionally, the advisor will recommend investment replacements, for selection by Client, if an existing investment is no longer suitable as an investment option, and will assist in the transition to the replacement option if requested by the Client.

Investment Review – The advisor will perform a periodic review of investment performance in accordance with the IPS guidelines to ensure compliance. The investments will be evaluated according to the established guidelines as outlined in the IPS and investment portfolio characteristics, performance of duties, and investment process and philosophy. Under applicable circumstances, the advisor will monitor the appropriateness and continued suitability of each of the investments with a view to complying with the “broad range” requirement in the Regulation under ERISA Section 404(c).

ADVISORY BUSINESS (continued)

Education Services to Plan Committee - The advisor will provide training for the members of the Plan Committee with regard to their service on the Committee, including guidance with respect to fiduciary duties.

Plan Participant Services

Participant Enrollment and Education – The advisor will assist Client in enrolling Plan participants in the Plan, including conducting an agreed upon number of enrollment meetings, and conduct investment education seminars for Plan participants.

One-on-One Participant Meetings – The advisor will meet with individual plan participants (or the participant and their beneficiary) to review the plan, investment options, and asset allocation. Discussions may include retirement readiness, income replacement, and other financial related matters, as the participant desires.

Development & Communication of Model Portfolios – The advisor will create and communicate the use of possible model portfolios with plan participants.

Plan Design & Construction

Plan Design Consulting – The advisor will review current Plan design. Recommendations for modifications/amendments will be provided.

Plan Search Support – The advisor will manage the preparation, distribution and evaluation of Request for Proposal (RFP), finalist interviews, and conversion support.

Vendor Review – The advisor compares the current vendor(s) products, services, and pricing with other options currently available. This service may include comparison to benchmarks. Included in these services is a full review of the Plan's fee structure. The advisor will provide a review of the direct and indirect compensation within the Plan, including revenue-sharing payments.

ASSETS UNDER MANAGEMENT

AUM (discretionary): \$ 60,700,000
AUM (non-discretionary): \$ 66,600,000
Total AUM¹: \$ 127,300,000
Date of AUM calculation: 05/28/2014

¹ Rounded to the nearest \$100,000

FEES AND COMPENSATION

Fees and compensation services depend upon the type and depth of services provided. The following is a summary of fees and compensation by service area.

With respect to all advisory services provided; financial instruments recommended by the advisor generally do not pay a commission. In the unlikely event the best instrument that would help a Client most efficiently meet their financial objective pays a commission, the fee charged to the Client will be offset by the commission amount.

I. - INVESTMENT ADVISOR SERVICES

Investment advisory fees are charged based upon the type of service provided. Below is an overview of how fees are charged based upon the type of provided services.

- a) Asset Management Services – Fees charged on Client's assets under management are based on rates agreed upon within the Client's Investment Advisory Agreement. Asset-based fees are billed quarterly, generally in arrears, based upon the average daily balance of the account for the entire billing period.

The fee structure for assets under management is a progressive scale with a decreasing percentage charged to higher asset levels:

Assets under advisement are billed according to the following schedule:

Asset Base	% Charged
\$150,000 - \$350,000	1.00
\$350,001 - \$500,000	.75
\$500,001 - \$1,000,000	.50
\$1,000,001 - \$2,000,000	.35
\$2,000,001 +	.25

Payment of compensation may be made directly by the Client or the Client may authorize the deduction of fees directly from the Client's account. The Client may withdraw consent to such an agreement at any time with written notification. Fees for advisory services are negotiable in some circumstances.

There may be other fees to cover execution, brokerage and custodial costs. Such fees can be discussed further as needed. The Client has authorized the Broker and Custodian to deduct all transaction charges and other charges from the Client's account.

FEES AND COMPENSATION (continued)

- b) Investment Advisory Consulting - Fees for investment advisory consulting services are charged on an hourly basis at rates based upon the advisor's experience level. Rates will be discussed with Clients prior to engagement and billing.

II. - FINANCIAL PLANNING SERVICES

Fees for financial planning services are charged on an hourly basis at rates based upon the advisor's experience level. Rates will be discussed with Clients prior to engagement and billing.

No fee is charged for the initial client interview which is used to determine if a Client/Advisor relationship will be established. After a relationship has been established the Client will be billed for all time spent on Client business. Hourly fees will be billed and payable monthly or quarterly depending on the level of service provided. No bill will be sent unless services have been provided in the previous billing time period.

III. - RETIREMENT PLAN ADVISORY SERVICES

Fees for retirement plan advisory services depend on the relationship desired by the Plan Sponsor. Fees for services may be charged based on assets, at a flat fee for a certain scope of services, or at an hourly rate. Fees vary based on the nature of the engagement, services provided, and the size of the plan.

Asset-based fees are based upon the size of the plan and the desired services. Fees range from 5 basis points (0.05%) to 50 basis points (0.50%). These fees may or may not be combined with a flat fee for a certain scope of service depending upon the engagement.

Flat fee and/or hourly- rate fee will be agreed upon prior to engagement and documented within the Retirement Plan Investment Advisory Agreement.

Invoices may be paid by the Plan or by the Plan Sponsor depending upon the nature of the services provided and the Sponsor's desire for payment method. Invoices are typically done in arrears. Certain prepayments of project-based work may be required, usually at 50% of the flat fee.

PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

We do not charge fees on a share of capital appreciation of the funds or securities in a clients account (performance-based fees). All advisory-based fees will have been previously disclosed.

TYPES OF CLIENTS

Cannon provides services to a number of different clients under each of the service models previously described. These types of clients included, but are not limited to:

- Individuals and families, including high-net-worth individuals
- Pension and profit-sharing plans
- Corporations and other business entities
- Non-profit and governmental entities
- Trusts, estates, or charitable organizations

METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS**Method of Analysis**

The advisor uses fundamental security analysis techniques. A variety of information sources are used including: financial newspapers and magazines, research materials prepared by others, annual reports, and prospectuses. The advisor utilizes Morningstar reporting tools for securities research.

Investment Strategies

The advisor uses the strategy of asset allocation to achieve Client investment objectives.

Retirement Plans

In developing an employer-sponsored retirement plan investment line-up, the advisor will assess the appropriateness of investments for the sponsor's organization. The advisor will also provide recommendations which satisfy ERISA 404(c). The advisor uses the techniques described above to assess the quality of the securities recommended within a retirement plan.

Risk of Loss

These strategies may not fit all Clients. The appropriateness of an investment or strategy will depend on an investor's circumstances, objectives, financial status, and risk/return preferences. We strive to preserve the principal investment and grow wealth, but investing in securities involves risk of loss that each client should be prepared to accept before investing.

DISCIPLINARY INFORMATION

Cannon's Registered Investment Advisors are required to disclose any disciplinary events that would be material to you as a Client when evaluating a Client/Advisor relationship. Our management team does not have any legal or disciplinary history.

OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

The advisor you work with may also be involved in other business activities. The Advisor may be an insurance agent, work with employer-sponsored retirement plans, and/or may be registered with a FINRA Member Broker/ Dealer. These other business activities do not create any conflicts of interest; these activities are just a means of transacting other types of business which do not apply to the Registered Investment Advisor.

Any commissions earned for product sales would be credited to the client as previously described under the compensation section.

RELATED PERSONS

The purpose of this section is to communicate any other entities that meet the definition of a “related person”. The description below contains certain details surrounding the relationship between any of our related persons and our investment advisory business.

Related Person: Cannon Securities, Inc.

Conflict(s): Cannon Securities, Inc. is a FINRA Member broker-dealer under common control with CFS. However, no conflict of interest exists as the activities of Cannon Securities, Inc. do not overlap into Cannon Financial Strategists, Inc. Cannon Securities, Inc. does not serve as the broker of record for Cannon Financial Strategists, Inc.

Professional Code of Ethics

This code of ethics is designed to ensure we meet our fiduciary obligation to our clients. This code sets forth the standards by which our advisers should conduct business. The following are core principals which all personnel of the firm must adhere to:

- 1) To abide by the laws of the United States of America in all activities involving providing professional financial services to individuals and institutions.
- 2) To operate with **INTEGRITY** – requires honesty and candor in dealing with clients and avoiding taking inappropriate advantage of our position.
- 3) To operate with **OBJECTIVITY** – requires that we operate as a fiduciary – making sure the client's best interest is placed first.
- 4) To operate with **CONFIDENTIALITY** – requires not disclosing client information unless in response to proper legal or administrative processes.
- 5) To operate with **PROFESSIONALISM** – requires an attitude of dignity, courtesy, and desire for continual improvement in the ability to serve the client.

Standards of Business Conduct

- A. All supervised persons are to operate within the laws of the United States. Supervised persons are not permitted to:
 - I. Trade on accounts where we may have possession of material, non-public information
 - II. Rumor monger
 - III. Accept gifts and entertainment or provide gifts without prior approval from firm management
- B. All access persons are required to;
 - I. Pre-clear employee brokerage activity and report on an ongoing basis such transactions
 - II. Report any new brokerage accounts opened.
 - III. Re-certify to this code of ethics and business conduct.
- C. All employees are to report to the Chief Compliance Officer any violations of the Code of Ethics.

BROKERAGE PRACTICES

In circumstances where the advisor is responsible for Asset Management Services the Client will open, in the Client's name, a brokerage account with an introducing broker-dealer. The Client will fund the account through cash deposits or through account/securities transfers. If particular securities cannot be held and/or sold by the broker, these securities must be liquidated by the Client prior to transferring.

Further information is provided to the Client when these accounts are opened and information is available for clients to review prior to opening such an account.

With respect to Retirement Plan Advisory services, the advisor may at times provide recommendations related to a broker/dealer. These recommendations are typically made during the plan provider selection process.

REVIEW OF ACCOUNTS

I. - INVESTMENT ADVISOR SERVICES

In the case of a client invested in a model portfolio, the model is reviewed quarterly and rebalanced in the event one or more investment positions has exceeded an acceptable variance from its target allocation percentage and the rebalancing transaction meets a minimum dollar value.

In the case of a client invested in a custom portfolio, the allocation shall be reviewed annually, or more frequently based on the terms of the Advisory Agreement.

Annually, clients will be presented the opportunity to provide the information necessary for CFS to evaluate their current situation and determine the appropriateness of their allocation strategy.

II. - FINANCIAL PLANNING SERVICES

The review of Client accounts will be conducted to facilitate movement to final implementation of the accepted financial planning recommendations. These reviews may be in the form of meetings with the Client or phone conversations designed to determine progress toward achieving the Client's objectives.

After all the objectives have been completed or implemented, the services will be considered complete and no further account review or services will be provided. Unless otherwise agreed upon for recurring services, any future financial planning services will be provided under a new service agreement.

III. - RETIREMENT PLAN ADVISORY SERVICES

The frequency of plan reviews will be determined during initial discussions with the plan sponsor or investment committee and documented in the Investment Policy Statement. Reviews will happen at a minimum on an annual basis. Plan reviews may include assessment of plan investments, assessment of plan overall performance metrics, or review of plan operations.

If the advisor has agreed to provide investment advisory services to participants, review of such accounts is done when review is initiated by the participant. During the review of a participant's account the advisor will try to match risk tolerance and proximity to retirement with a proper asset allocation. Asset allocations are typically focused upon the assets within the plan but some conversations may be had regarding assets outside of the plan.

CLIENT REFERRALS AND OTHER COMPENSATION

We do not receive any benefits from investment providers or other advisors in exchange for referrals. We also do not pay for client referrals or provide other compensation to other advisors for services.

CUSTODY

We do not have custody of Client assets other than the direct debiting of fees under certain service models. In order for direct deductions to occur, we must have signed authorization from you indicating that the advisor bill you directly through the custodian. Clients will receive a copy of the billing statement or invoice.

The custodian's statement is the official record of your account or accounts for tax purposes.

INVESTMENT DISCRETION

Cannon accepts discretionary authority only under an Asset Management service model. This discretion is provided to allow your advisor the ability to manage your account on behalf of you. We are granted a limited authority by the Investment Advisory Agreement and by the Client's specific Investment Policy Statement. The contract allows the advisor to manage substitutions, additions, and deletions to a Client's portfolio. Discretionary authority includes the power to purchase, sell and exchange property, exercise rights, and reinvest account proceeds. This advisor's authority is limited to the areas noted above, authority does not include distributions from your account without written instructions.

Discretionary authority is only granted for Investment Advisor Services where the client desires Asset Management Services. Other services provided by Cannon are done on a non-discretionary basis. In an instance where Cannon is assisting with the implementation of recommendations made, the advisor may be given written authority related to a limited scope of work. This authority, if granted, would be agreed upon by the Client in the Investment Advisor or Financial Planning Agreement.

VOTING CLIENT SECURITIES

We do not perform proxy-voting services on behalf of Clients. Proxies related to the securities you own will be disseminated as dictated by the issuer, transfer agent, or as otherwise set forth in the account opening paperwork you completed for the custodian holding your account/assets. Clients should read through information provided with proxy-voting documents and make decisions based upon this information.

FINANCIAL INFORMATION

We do not require or solicit prepayment of Client fees more than six (6) months in advance.

The advisor is not aware of any financial conditions that would impair its ability to meet contractual commitments.

REQUIREMENTS FOR STATE-REGISTERED ADVISERS

As a federally-registered investment adviser, this section of our Brochure is not applicable to us.