

Item 1- Cover Page

Form ADV Part 2A: Firm Brochure

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This Brochure provides information about the qualifications and business practices of Peak Capital Management, hereinafter referred to throughout this brochure as “PCM”, “We”, and “us”. If you have any questions about the contents of this Brochure, please contact us at (719) 203-6926 and/or geoff@pcmstrategies.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.

PCM is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

Additional information about Peak Capital Management also is available on the SEC’s website at www.adviserinfo.sec.gov.

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Item 2 - Material Changes

This Item will discuss only specific material changes that are made to the Brochure and provide clients with a summary of such changes.

Last Annual Amendment Filing Date: 03/26/2014

Since our last annual amendment, PCM has made the following changes:

1. PCM's investment management fee structure has been amended as follows:

<u>Assets Under Management</u>	<u>Annual Percentage of Assets Charge</u>
First \$3,000,000	1.00%
\$3,000,001 - \$20,000,000	0.75%
\$20,000,001 & Above	0.60%

PCM may honor previously agreed upon fee schedules with legacy clients

2. PCM is now the General Partner of PCM Tax Lien Fund, LP, a private fund that will be offered to our advisory clients. Please see Item 10 of this Brochure for more information.

Currently, our Brochure may be requested by contacting Geoff Eliason, Chief Compliance Officer at (719) 203-6926 or geoff@pcmstrategies.com. Our Brochure is also available on our website, www.pcmstrategies.com, free of charge.

Additional information about Peak Capital Management is also available via the SEC's website www.advisorinfo.sec.gov. The SEC's web site also provides information about any persons affiliated with PCM who are registered, or are required to be registered, as investment adviser representatives of PCM.

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Item 4 - Advisory Business

Business Background

PCM was formed in June, 2007 as a Limited Liability Company (LLC) and is registered as an investment advisor with the Securities and Exchange Commission. Effective April 1, 2013, the principal owners are Brian D. Lockhart and Geoff Eliason.

PCM develops investment strategies designed to manage risk utilizing an absolute return philosophy. The basis of these strategies is to seek a more smooth investment return less dependent on the returns in the stock and fixed income markets, while reducing volatility.

Advisory Services

Financial Planning

As part of its services, PCM offers financial planning with respect to estate, retirement, and tax plans. Clients are under no obligation to contract for a financial plan in order to receive investment management, and may contract for financial planning without utilizing investment management services. The initial financial planning engagement will include the following services:

- Reviewing the Client's personal and financial goals
- Net worth calculations and cash flow analysis
- Projecting and minimizing federal and state income taxes
- Education planning, where appropriate
- Estate planning review
- Retirement income planning
- Investment portfolio evaluation and recommendations

Investment Management

Advisory services are tailored to meet the individual needs of clients with the use of an Investment Objective Confirmation. PCM then classifies each client into an *aggressive, moderately aggressive, moderately conservative, and conservative* risk tolerance levels. Client funds are invested, in aggregate, into models appropriate for their specific risk tolerance. These models are diversified, multi-strategy equity and fixed income portfolios that are tactical in nature and hold combinations of individual stocks, exchange-traded funds ("ETFs"), and mutual funds.

Sub-Advisory Service:

PCM's knowledge in managing globally diversified portfolios primarily utilizing exchange traded funds, individual stocks, and mutual funds enables other registered investment advisers to hire our advisory affiliates to design and manage investment portfolios consisting of exchange traded funds, individual stocks, and mutual funds and provide ongoing corresponding asset management services on a sub-advisory basis for a percentage of assets. These other advisors typically gather information from clients about their financial situation, investment objectives, and reasonable restrictions they can impose on the management of the account. It is important to note that clients directly engage their

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personal advisors. In an advisory role, we are only engaged by financial advisors and do not offer direct investment advice to the clients of other advisors.

Tailored Services

We offer individualized investment advice to every client based upon their specific circumstances, including investment objectives, financial goals and risk tolerance. Clients may impose restrictions on investing in certain securities or types of securities by providing in writing, and with 30 days advance notice, which restrictions they wish to impose.

Participation in Wrap Fee Program

We do not participate in a wrap fee program.

Assets Under Management

As of December 31, 2014 PCM's assets under management totaled:

Client Discretionary Managed Accounts.....	\$81,000,000
Client Non-Discretionary Managed Accounts.....	\$33,500,000

Item 5 - Fees & Compensation

Advisory Fees

PCM's basic fees structure for advisory services are as follows. All fees are subject to negotiation. The specific manner in which fees are charged by PCM is established in a client's written Investment Management and Fee Agreement with PCM which continues in effect until terminated by either party, without penalty, upon thirty days written notice.

Financial Planning

The fees for financial planning are billed under a flat rate based on the extent and nature of the plan. Typically, fees for financial planning range from \$500 to \$15,000 based on the complexity of the plan. These services are provided under a separate agreement outlining the scope of the services and fees agreed upon.

Investment Management Fee Schedule

<u>Assets Under Management</u>	<u>Annual Percentage of Assets Charge</u>
First \$3,000,000	1.00%
\$3,000,001 - \$20,000,000	0.75%
\$20,000,001 & Above	0.60%

PCM is compensated for its services with an asset based fee, paid quarterly in advance. In order to effectively execute its investment strategies PCM requires a minimum investment of \$500,000. In

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certain situations, PCM may waive this minimum. PCM may honor previously agreed upon fee schedules with legacy clients.

Sub-Advisory Service:

We are paid by outside investment advisers a portion of a percentage of assets under management paid by their client for sub-advisory services. Fees paid to PCM by other advisors are generally 35 basis points ongoing, but can be as high as 55 basis points with certain strategies. All fees we receive from outside advisors and the written separate disclosures made to clients regarding these fees comply with applicable federal and state statutes and rules. It is the responsibility of the outside advisor to provide their clients with the required written disclosures, including a copy of their Form ADV Part 2 and privacy policy.

How Fees are Paid

Financial Planning:

This fee will be payable, in full, when the Client receives the final version of their financial plan.

Investment Management:

Fees are automatically deducted from account balances on the first business day of each quarter, billed in advance, based on the assets under management on the last trading day of the prior quarter per written authorization in the Investment Management and Fee Agreement. PCM reserves the right to negotiate fees different than its basic fee structure; however, fees will never exceed the published fee schedule. PCM will send clients a copy of the invoice provided by the custodian. Clients will receive, at least quarterly, statements from the custodian showing all disbursements and advisory fees.

Sub-Advisory Service:

Fees for sub-advisory services are on a case-by-case basis and are specifically outlined in the Sub-Advisory Agreement between our firm and the outside investment adviser. Typically, fees are billed quarterly in advance.

Other Fees/Expenses

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

Advice offered by PCM may involve investment in mutual funds. Load and no-load mutual funds may pay annual distribution charges, sometimes referred to as 12b-1 fees, after the statutory section authorizing such payments. These 12b-1 fees may be paid to the account custodian but are

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never transmitted to Peak Capital Management. Recommendations made by PCM and its Advisory Representatives will always be consistent with the best interest of the client.

Item 12 further describes the factors that PCM considers in selecting or recommending custodians for client transactions and determining the reasonableness of their compensation (*e.g.*, transaction costs).

Termination

Financial Planning:

Where the client has not received PCM's brochure at least 48 hours prior to engagement, the client may terminate the financial planning agreement within five business days of the date of acceptance without penalty to the client. After the five day period, the financial planning agreement may be terminated in writing before the completion of the plan. The fee will be determined by the percentage of the plan that has been completed.

Investment Management:

PCM will refund to the client any unearned fees upon receiving, in writing, the desire to terminate the Investment Management and Fee Agreement. Fees will be determined on a prorated basis. Where the client has not received PCM's form ADV Part 2 at least 48 hours prior to engagement, the client may terminate the Investment Management and Fee Agreement without penalty within five business days of signing the Agreement.

Sub-Advisory Service:

PCM will refund to the outside advisors any unearned fees upon the termination of the Sub-Advisory Agreement, given 30 days' notice. Fees will be determined on a prorated basis.

Commissionable Securities Sales

We do not sell securities for a commission.

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

PCM does not charge any performance-based fees.

Item 7 - Types of Clients

Type of Clients

PCM provides portfolio management services to individuals, high net worth individuals, pension and profit sharing plans, charitable institutions, foundations, endowments, trust programs, other investment advisors and corporations and other business.

Account Minimums

In order to effectively execute its investment strategies, PCM requires a minimum investment of \$500,000. In certain situations PCM may waive this minimum.

Pension & Retirement Plans

The following shall apply if the managed account(s) is for (1) a pension or other qualified employee benefit plan, including a 401K plan, governed by the Employee Retirement Income Security Act of 1974, as amended ("ERISA"); (2) a tax-qualified retirement plan under section 401(a) of the Internal Revenue Code of 1986, as amended (the "Code"), and not covered by ERISA; or (3) an Individual Retirement Account ("IRA") under section 408 of the Code.

The client represents that PCM, as applicable, has been furnished complete copies of all documents that establish and govern the plan and evidencing client's authority to retain PCM. The client shall promptly furnish to PCM any amendments to the plan, and the client agrees that, if any amendment affects the rights of obligations of PCM, such amendment will be binding on PCM only when agreed to by PCM in writing.

The client agrees to maintain appropriate ERISA bonding for the managed account(s) and to include within the coverage of the bond PCM and their personnel and representatives as may be required by law. If the client is a pension or other qualified plan subject to ERISA, the client appoints PCM or the Portfolio Manager(s), and the Portfolio Manager(s) accept the appointment of the "Investment Manager" for the purposes of ERISA, and the Code. The Portfolio Manager(s) acknowledges that their firm is a "fiduciary" within the meaning of Section 3(21) of ERISA and Section 4975(E) (3) of the Code (but only with respect to the provision of services normally associated with a Portfolio Manager(s)).

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

Methods of Analysis

PCM's security analysis methods include charting, fundamental, technical and cyclical analyses. Investing in securities involves risk of loss that clients should be prepared to bear.

Our advisory services are designed to build long-term wealth while maintaining risk tolerance levels acceptable to clients. We combine investment objectives, time horizon and risk tolerance to yield an effective investment allocation strategy and then match the strategy with our investment programs. Our program investments are typically made in open-end mutual funds, ETF's, closed ended funds individual equities, options and individual bonds.

In analyzing and executing our various programs' strategies, we use a technical approach to guide our buy/sell decisions within our allocation process. Technical analysis utilizes current and historical pricing information to help us identify trends in the broader domestic and foreign equity and fixed income markets, and in the underlying assets themselves. This may involve the use of various technical indicators, such as moving averages and trend lines, among others.

Investment Models

We are not bound to a specific investment strategy or ideology for the management of investment portfolios except for how such strategy might affect the pre-designed risk tolerance levels. However, our investment strategies generally incorporate these methodologies:

Income Opportunity: This investment strategy seeks current and consistent income with the potential for capital appreciation through tactical positioning across a diverse group of mainly passively managed fixed income based ETFs.

The strategy seeks to manage credit and interest risks while also attempting to protect against inflation using both fundamental and technical indicators. The model has the freedom to incorporate small allocations to gold and U.S. currency-based ETFs to accomplish its hedging objectives.

Balanced Growth: The investment strategy seeks global, multi strategy positioning across a diverse group of asset classes. The equity portion makes up 50% of the model. It equally weights three strategies: a tactical ETF strategy, a strategy made up of a selection of active managers and an individual stock selection strategy. The tactical ETF strategy is made up of low cost ETFs that rotates between the U.S., developed markets, emerging markets and cash based on a quantitative trend following risk management process. The strategy consisting of active managers seeks best-in-class managers who have demonstrated alpha generation and risk mitigation across all market conditions. Lastly, the stock selection model is a proprietary model that uses fundamental and macro factors along with technical analysis to identify individual securities that offer attractive outperformance potential with favorable risk metrics.

The income portion makes up 50% of the model. It is an ETF-based, income opportunity model designed to offer consistent income with capital appreciation while managing inflationary, credit, duration, and interest rate risks. The model also has the freedom to incorporate small allocations to gold and the U.S. dollar to accomplish its objective. The fund rebalances quarterly and has the ability to reconstitute on an ongoing basis.

Multi-Strategy Growth: The investment strategy seeks global, multi strategy positioning across a diverse group of asset classes. The equity portion makes up 80% of the model. It equally weights three strategies: a tactical ETF strategy, a strategy made up of a selection of active managers and an individual stock selection strategy. The tactical ETF strategy is made up of low cost ETFs that rotates between the U.S., developed markets, emerging markets and cash based on a quantitative trend-following risk management process. The strategy consisting of active managers seeks best-in-class managers who have demonstrated alpha generation and risk mitigation across all market conditions. Lastly, the stock selection model is a proprietary model that uses fundamental and macro factors along with technical analysis to identify individual securities that offer attractive outperformance potential with favorable risk metrics.

The income portion makes up 20% of the model. It is an ETF-based, income opportunity model designed to offer consistent income with capital appreciation while managing inflationary, credit, duration, and interest rate risks. The model also has the freedom to incorporate small allocations to gold and the U.D. dollar to accomplish its objective. The fund rebalances quarterly and has the ability to reconstitute on an ongoing basis.

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Dividend Equity: This non-diversified strategy seeks maximum capital appreciation from the equity markets by investing 100% in individual stocks believed to offer a risk/return relationship more attractive than the overall market. Risk is managed by utilizing cash during periods of high market volatility.

PCM Even Keel Global Managed Risk: This strategy seeks long-term growth and risk mitigation by remaining invested in the global equity markets through a global allocation. The process exclusively uses the Even Keel Fund Family in executing on its process. The Even Keel funds utilize a proprietary risk management process to preserve capital during periods of increased volatility which incorporates exchange traded funds with a managed risk overlay. Exposure to US large cap, US small cap, and international developed and emerging markets is dynamically allocated based on PCM's intellectual property surrounding global asset allocation and utilizing technical indicators in order to determine position sizing and entry and exit points.

VPM Global All Weather ETF Strategy: This purely quantitative investment strategy seeks capital appreciation through global, tactical positioning across a diverse group of Exchange-Traded Funds (ETFs). In managing the higher risk emerging markets' exposure, the model takes a more responsive approach by focusing on short term trends.

The strategy dynamically manages beta exposure by adjusting the investment allocations and cash levels of the portfolio based on cyclical trend-following risk-management algorithms. These algorithms attempt to limit downside risks during lower trending markets while participating in gains during up markets.

Each ETF may be weighted according to the algorithm's assessment of the risk environment, identified trends and overall price patterns for each represented asset class. The model can allocate up to 100% in cash when defensive, or up to 100% across the ETFs, potentially owning concentrated positions in just one or two ETFs at any time.

VPM Multi-Cap 24 Strategy: The portfolio seeks long-term capital appreciation with capital preservation as a secondary objective. The portfolio seeks to achieve this goal through the VPM proprietary technology licensed by PCM. The portfolio model utilizes between 20 and 24 individual US equities. These equities are selected by applying a proprietary fundamental screening process which attempts to identify specific fundamental characteristics representing various sectors and capitalizations.

This is an All-Cap strategy that considers both value and growth style boxes. Once the selection process is completed, the proprietary quantitative process is applied to the symbols to determine a dynamic overall market exposure. Weightings are achieved through the proprietary technology and is dynamic as market conditions change. The process allows for occasional aggressive capital preservation strategies allowing the cash positions to grow from 0% to 100% to address the current market conditions.

Recommending Securities

PCM, in certain situations may recommend investments in selected hedge funds or commodity pools. These types of investments may present unique risks due to the use of leverage and potential

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lack of liquidity. In addition, such recommendations may be limited only to those clients that are termed as “Accredited Investors” as defined in Rule 205-3 of the Investment Advisors Act of 1940. These types of investments also have varied and unique fee structures of their own. In the event PCM receives a portion of the fee charged from a third-party manager, the value of a client’s assets invested with that manager will be removed from the asset based upon which PCM’s fees are calculated and billed. Due to the unique and complex nature of these investments, clients will receive a separate disclosure prior to any investments being made.

The universe of mutual funds available to PCM is limited as a result of trading restrictions placed by many mutual fund companies, which discourage active trading. Due to these restrictions, PCM often utilizes mutual fund companies that are designed for active trading. Due to the nature of the mutual fund marketplace the time to confirm a trade and place correcting trades can often be in excess of 24 hours. Therefore, PCM has adopted a Trade Error Policy to take measures as warranted or necessary, with respect to each client account, to assure that trading errors with respect to an account are identified, analyzed and resolved in a timely basis and in a manner that is fair and equitable with respect to a client’s interests. Included in this policy are trading errors identified as a result of a mutual fund trade where correcting actions have been made within a three (3) day period, beginning with the initial trading error. For those correcting actions, PCM shall have no further liability of responsibility for financial compensation. Further, to the extent any detriment to the client, as a result of a trading error, is the fault of other parties, such as custodians or brokers, the Advisor will contact them and as may be appropriate, seek to recover compensation of behalf of the client.

Item 9 - Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of PCM or the integrity of PCM’s management. There are no legal or disciplinary events to report at this time that are material to your evaluation of our advisory business.

Item 10 - Other Financial Industry Activities & Affiliations

Broker-Dealer Registration

Neither our firm nor management persons are registered or have a pending registration with a broker-dealer.

Futures Commission Merchant/Commodities

Neither our firm nor any of its management persons is a commodity broker/futures commission merchant, a commodity pool operator, commodity trading advisor or an associated person for the foregoing entities or has an application for registration pending.

Relationships with Related Persons

Our firm is the General Partner and manager of PCM Tax Lien Fund, LP (“Fund”), a private fund that invests in tax liens. The Fund may be offered to advisory clients, however, they are under no

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obligation to participate. Services offered through this fund are independent of our investment advisory services and are governed under a separate engagement agreement. Please see Item 4 of this Brochure, as well as the Fund's Offering Memorandum for additional fees, information and disclosures. Mr. Lockhart and Mr. Eliason will be spending less than 10% of their time with this outside business activity.

Relationships with Other Advisers

We do not recommend or select other investment advisers for our clients.

Item 11 - Code of Ethics

Description of Code of Ethics

The principal and employees of PCM are allowed to maintain outside security accounts or participate in PCM programs and therefore may buy or sell securities that PCM is recommending to its clients. In order to monitor such investments PCM has adopted a Code of Ethics to set ethical standards for employees of PCM. Employees of PCM who have access to non-public information regarding clients' purchases or sales of securities, are involved in making securities recommendations to clients or who have access to such recommendations that are non-public are considered "access persons". Access persons are required to report transactions and holdings for non-exempt investments held outside of a PCM program. Purchases of non-exempt securities and private placements require pre-approval and purchases of initial public offerings are prohibited. In all capacities, the principals of PCM will act in the best interests of their clients.

Participation or Interest in Client Transactions

Neither our firm nor a supervised person recommends to clients, or buys or sells for client accounts, securities in which our firm or a related person has a material financial interest. Clients may, however, be solicited to invest in the PCM Tax Lien Fund, LP, a private fund for which our firm services as the General Partner. Please see Item 10 for more information.

Personal Trading by Associated Persons

Certain affiliated accounts may trade in the same securities with client accounts on an aggregated basis when consistent with PCM's obligation of best execution. In such circumstances, the advisory affiliate and client accounts will share commission costs equally and receive securities at a total average price. PCM will retain records of the trade order (specifying each participating account) and its allocation, which will be completed prior to the entry of the aggregated order. Completed orders will be allocated as specified in the initial trade order. Partially filled orders will be allocated on a pro rata basis. Any exceptions will be explained on the Order.

PCM has a fiduciary duty to ensure that your welfare is not subordinated to any interests of our or any of our personnel. Therefore, it is against our policies for any of our employees to invest with you or with a group of clients, or to advise you or a group of clients to invest in a private business interest or other non-marketable investment.

Conflicts of Interest with Personal Trading by Associated Persons

The Code of Ethics includes provisions reminding employees of their obligations to clients including being objective, disclosing conflicts of interest, confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at PCM must acknowledge the terms of the Code of Ethics annually, or as amended.

PCM's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting Geoff Eliason at geoff@pcmstrategies.com.

Item 12 - Brokerage Practices

Selecting or Recommending Broker-Dealers

PCM recommends TD Ameritrade as a custodian to its clients for execution. No client is obligated to use TD Ameritrade for execution of services; however, if a client designates the use of a custodian other than the recommended custodian, PCM retains the right to decline to enter into a relationship with the client if PCM believes that the use of the designated trust company or custodian would inhibit PCM's ability to provide asset management to the client. In directing PCM to use a particular custodian or trust company, the client should recognize that PCM will not have the ability to guarantee best execution. In addition, under these circumstances, a disparity in fee charges (if any) may exist between the fees and commissions charged to other clients.

PCM recommends TD Ameritrade as they provide execution services and access to securities and funds that compliment the investment strategies of PCM. In addition, TD Ameritrade provides confirmation of transactions and statements, not less than quarterly, which includes all transactions in the client's account. Performance reporting is done by Morningstar, utilizing daily downloads from transactions from TD Ameritrade.

Clients that utilize TD Ameritrade as custodian for their accounts may pay transaction fees charged by TD Ameritrade that are fair and reasonable when compared to similar custodians. However, there can be no assurance that the fees charged by TD Ameritrade are the lowest available.

PCM receives no compensation from TD Ameritrade based on its recommendation. However, in certain circumstances PCM may recommend mutual fund investments, which have agreed to pay TD Ameritrade a service fee. Such recommendations will only be made if PCM believes it is in the clients' best interest, and PCM never receives any portion of those fees.

Research & Other Soft Dollar Benefits

Although the investment research products and services that may be obtained by our firm will generally be used to service all of our clients, our firm does not accept products or services that do not qualify for Safe Harbor outlined in Section 28(e) of the Securities Exchange Act of 1934, such as those services that do not aid in investment decision-making or trade execution.

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On occasion, PCM places trades with investment companies who may provide research or education that can be used in developing investment strategies.

Brokerage for Client Referrals

PCM does not receive brokerage commissions or transaction fees for client referrals.

Directed Brokerage

We allow clients to direct brokerage, however, this may result in our inability to achieve the most favorable execution for client transactions. Client directed brokerage may cost clients more money. For example, in a directed brokerage account, you may pay higher brokerage commissions because we may not be able to aggregate orders to reduce transaction costs, or you may receive less favorable prices.

Aggregation of Orders

PCM will process block trades of securities in multiple client accounts where possible and when advantageous to the client. Block trading of assets from multiple client accounts may decrease costs and allows PCM to execute trades in a timely manner. The objective is to allocate the executions in a manner which is deemed equitable to the accounts involved. In addition, following the completion of a block trade, the transaction costs are shared equally amongst all client accounts included in the block trade.

Item 13 - Review of Accounts

Brian D. Lockhart, Chief Investment Officer is responsible for the formulation and implementation of investment strategies. As a result, he reviews accounts on a regular and continuous basis, including the confirmation of executed transactions. Each individual account is reviewed no less than quarterly as to its position in relation to the overall strategy.

In addition, significant deposits and/or withdrawals of assets from accounts will trigger a review to confirm the security weightings within the overall strategy. At least annually, each client's financial position is reviewed to insure that the investment strategy being pursued is accurate.

PCM will only deal with custodians that provide client statements, no less than quarterly and provide a complete transaction history during the reporting period, including all deposits, withdrawals, purchases and sales. Regular meetings and consultations with clients, in person or by telephone may be held as needed.

Item 14 - Client Referrals & Other Compensation

Economic Benefits

Other than described in Item 12, PCM does not receive any additional economic benefits.

Client Referrals

In accordance with SEC 206-4-3 Advisor's Act, PCM may pay a solicitor fee, at a rate to be negotiated, to registered broker/dealers, investment advisors or sales representatives in

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accordance with the terms of a written Solicitor Agreement and after execution of a written Solicitor Disclosure Statement by each client of such persons. The solicitor fees paid by PCM are done so from the investment advisory fee paid by the client. The payment of a solicitor fee will not increase the investment advisory fee paid by the client, nor will the absence of paying a solicitor fee decrease the investment advisory fee paid by the client. Solicitors are only authorized to work with potential clients in an impersonal fashion.

Item 15 - Custody

As manager of PCM Tax Lien Fund, LP, PCM is deemed to have custody of the cash and securities held by this Fund. In compliance with SEC Rule 206(4)-2(b)(4)(i), the Fund sends an audited financial statement, audited by a registered Public Company Accounting Oversight Board ("PCAOB") accountant, to each Fund investor within 120 days of the Fund's fiscal year end. By ensuring these steps are followed, PCM's annual surprise examination requirement is satisfied.

Clients should receive at least quarterly statements from the qualified custodian that holds and maintains client's investment assets. PCM urges you to carefully review such statements and compare such official custodial records to the account statements that we may provide to you. Our statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Item 16 - Investment Discretion

Generally clients provide written authorization to PCM and its advisory representatives to grant discretionary authority over the securities and the amount of securities bought or sold on the client's behalf. In all cases, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client account. Investment guidelines and restrictions must be provided to PCM in writing.

Item 17 - Voting Client Securities

As a matter of firm policy and practice, PCM does not have any authority to and does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. Any ownership communications will be forwarded to the client for review and/or voting. PCM may provide advice to clients regarding the clients' voting of proxies.

Item 18 - Financial Information

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

PCM is not required to include financial information in our Disclosure Brochure since we will not take custody of client funds or securities or bill client accounts six (6) months or more in advance for more than \$1,200.00.

END OF DISCLOSURE BROCHURE