

Item 1 – Cover Page

Sargent Investment Group, LLC

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Form ADV, Part 2A; our “Disclosure Brochure” or “Brochure” as required by the Investment Advisers Act of 1940 is a very important document between Clients (you, your) and Sargent Investment Group, LLC (us, we, our).

This Brochure provides information about the qualifications and business practices of Sargent Investment Group, LLC. If you have any questions about the contents of this Brochure, please contact us at 202-580-6400 and/or compliance@sargentinvestmentgroup.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.

Sargent Investment Group, LLC is a federally 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 Sargent Investment Group, LLC is available on the SEC’s website at www.adviserinfo.sec.gov.

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Item 2 – Material Changes

This is the first brochure being delivered to clients of Sargent Investment Group, LLC

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Item 4 – Advisory Business

Sargent Investment Group, LLC (“SIG or “Firm”) is a limited liability company organized in the state of Maryland. The firm was founded in April 2018 by Chris Sargent, Ricardo Rosenberg and Brian McGregor. The firm employs a consultative approach to investment management and financial planning.

Investment Advisory Services

SIG provides investment and financial advisory services on a discretionary basis, based on the individual needs of their clients. Through personal exploratory conversations with clients, SIG establishes and documents objectives, goals, time horizon and any other unique needs, to determine an appropriate asset allocation and security selection best suited to the client. SIG continues to monitor client goals and circumstances and manage and rebalance the client portfolio on an ongoing basis, as appropriate, taking into account the clients specific tax situation. SIG does not provide tax or legal advice, and we encourage our clients to consult with their tax, accounting and legal experts as appropriate.

SIG’s wealth management process starts with investment management but also consists of the coordination of a comprehensive range of integrated financial services and products to help one reach their financial goals.

Most client assets will be invested in readily marketable stocks, bonds, exchange-traded funds and notes, options and mutual fund. SIG may also recommend, based on individual circumstances, that a client invest a portion of their assets by and among certain independent investment manager(s), the terms and conditions to be set forth in separate written agreement between the client, SIG and the independent manager. SIG would continue to render services to the client, relative to the independent manager, and would monitor performance in relation to the client investment objectives, similar to any other investment.

Item 8 further describes our Methods of Analysis, Investment Strategies and Risks of Loss.

SIG may provide advice to and service client accounts on a non-discretionary basis, with final approval of transactions directed by the client, as well as providing advice related to “outside or Self-directed” assets, where the client retains all control of the account.

Client assets related to discretionary and non-discretionary managed accounts will be retained by an independent custodian.

SIG may also provide investment advice or financial planning services to clients on a one time or yearly fixed fee basis or may provide other consulting services to clients on a fixed fee basis.

Sponsor and Manager of Wrap Program

SIG sponsors and manages the Sargent Investment Group, LLC Wrap Program (the Program), a wrap fee program. For clients of this program, SIG will provide investment management services and arrange for brokerage transactions to be included under a single annual advisory fee to the client for both advisory and execution of transactions. Clients in the Program do not pay brokerage commissions or markups for execution of transactions in addition to the advisory fee. SIG will receive the entire Program fee in payment for the services provided in managing the client’s account.

Assets Under Management

At the time of this filing, SIG has no assets, but expects to reach an asset level that will allow it to qualify for SEC registration within 120 days of registration.

Item 5 – Fees & Compensation

Investment Management Service Fees and Billing Process

For individual investment management services, the firm charges an aggregated fee, based on a percentage of total household assets under management. SIG retains the right to amend the fees charged to individual clients based on their specific circumstances. The maximum SIG Investment Group fee is 1.75% of assets under management. The minimum fee is \$ 500 per year per household.

Both the description of services offered and the specific manner in which fees are charged by SIG are established in the client's written "investment advisory agreement" SIG will, under most circumstances, bill its annual investment management fees on a quarterly basis, in advance, based on the total value of your account on the last trading day of the previous quarter. If the investment advisory agreement is executed at any time other than the first day of a calendar quarter, SIG fees will apply on a pro rata basis, which means that the advisory fee is payable in proportion to the number of days in the quarter for which you are a client. Fees are typically deducted from the client's account. In rare circumstances and under a written agreement the client can elect to pay SIG directly.

Either the firm or its clients may terminate advisory agreements for any reason with written notice. Upon receipt of written notice of termination (or communication by the Brokerage firm or custodian), SIG will cease all advisory work on the client's account as of that date. Any quarterly or other fees paid in advance, will be reimbursed back to the client on a pro-rata basis, calculated from the termination date to the end of the billing quarter or cycle.

At SIG's discretion, they may combine the account values of family members to determine the applicable advisory fee. Combining account values will increase the calculated asset total, which may result in the client paying a reduced advisory fee based on the available breakpoints in their fee schedule.

Investment Management/Financial Planning/Consulting Service Fee

SIG may provide investment management, financial planning or other consulting services for individuals, families and estates or companies, based upon a one-time flat fee, or a yearly flat fee, paid on a quarterly basis, as detailed in the client's investment management or consulting agreement. The firm's fixed fees are predicated on the complexity and scope of services to be performed.

Important Note About Additional Fees: In addition to advisory and underlying investment fees, client accounts are also subject to various custodial or account administration fees. These fees vary with each custodian but are always fully disclosed to the client in advance. SIG investment advisory 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 exchange traded funds also charge internal management fees, which are disclosed in a fund's prospectus. A client may be able to invest in these products directly, without the services of SIG, but would not receive the services of SIG, which are designed, among other things, to assist the client in determining which products are most appropriate for each client.

Such additional charges, fees and commissions are exclusive of and in addition to the SIG management fee.

Other Fees and Compensation

In certain circumstances, a fee-based account may not be in the best interest of the client. There are also situations in which clients want specific products which only pay commission compensation and charging a management fee on top of the commission would create a conflict of interest for SIG. However, investment product commission structures vary, and therefore every conceivable situation and remedy cannot be adequately addressed in this paragraph. Therefore, in those rare cases when we offer commission-based products, SIG will exclude those assets from the advisory fee calculation and subsequent billing.

Item 12 further describes the factors SIG considers in selecting broker-dealers for client transactions.

Item 6 – Performance-Based Fees & Side by Side Management

The firm does not currently accept performance-based fees – that is, fees based on a share of capital gains on or capital appreciation of the assets of a client. SIG advisory fee compensation is charged only as disclosed above in Item 5.

Item 7 – Types of Clients

As described in Item 4, SIG offers investment advisory services described in this brochure to individuals, pension or profit sharing plans, trusts, estates, non-profit organizations, corporations or other business entities and educational institutions. All advisory fees and household minimums are subject to change based on individual client circumstances.

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

Methods of Analysis & Investment Strategies

SIG begins the investment process by defining a client's current situation and long-term investment goals. Considerations in determining the client's unique plan are:

- Goals and objectives
- Current and anticipated income needs
- Tax status
- Cost basis of current holdings
- Special needs
- Risk tolerance
- Investment time horizon
- Financial/estate plan

Once the client's individual situation and goals are documented with a Client profile, SIG designs a portfolio asset allocation that will best meet the client's needs and objectives. A client's specific investment objectives will be defined and articulated in a range from conservative capital preservation to aggressive growth. It is also possible, and often likely, that an individual client may have varying investment objectives for different accounts. This will also be defined and documented in reviewing investment objectives with clients.

SIG's primary investment execution is through individual equity and fixed income securities, mutual funds ETFs and alternative investments, which are combined into a customized, proprietary asset allocation for each client. SIG may also incorporate third-party manager's investments within the client asset allocation.

Any mutual fund or other third-party manager included in a client portfolio is selected based on a quantitative and qualitative research process. This process reviews the risk and performance characteristics of a manager's process, resources, depth and experience of the management team, along with key qualitative elements of the manager. Elements of this review include:

- Performance relative to benchmarks
- Performance relative to peers
- Volatility characteristics
- Correlation statistics
- Risk-adjusted returns
- Depth of investment team
- Evaluation of investment process
- Analysis of infrastructure
- Manager's Investment Policies and any potential drift from those policies

A select group of managers are approved for use in client accounts and are monitored on an ongoing basis to ensure that they are meeting long-term expectations. Client portfolios will be customized to meet the needs of the individual clients.

In unique and limited situations, SIG may use options to hedge market risk or generate income for clients who qualify to use these strategies and have approved their use.

Risk of Loss

All investments in securities involve a risk of loss of principal (invested amount) and any profits that have not been realized (the securities that were not sold to "lock in" the profit), that clients should be prepared to bear. Investment recommendations made are subject to various market, currency, economic, political and business risks, will not always be profitable and could lose money over long and/or short periods of time. There are no assurances that our investment strategies will succeed, and we cannot give any guarantee that it will achieve the investment objectives established by a client or that any client will receive a return on its investment.

Investments made in mutual funds, closed-end funds, ETFs and individual equities will be subject to market, currency, economic, political and business risks. Fixed income securities are subject to various risks including: principal fluctuation, interest rate risk, inflation risk and default risk. Option trading may involve the use of margin (borrowing) and can involve a high degree of risk. The price of all investments can and will fluctuate, and any individual security may become valueless.

Alternative investments involve a high degree of risk and can be illiquid due to restrictions on transfers within a secondary market. They are generally offered through private placement which are available only to those investors that meet certain requirements. They can be highly leveraged, speculative and volatile, and an investor could lose all or a substantial amount of an investment. Alternative investments may lack transparency as to share price, valuation and portfolio holdings and may charge investors significant performance fees, as well as ongoing management fees and other expenses. Complex tax structures often result in delayed tax reporting. Cash flows from an investment may not match the timing of required investor tax payments for any gains or income related to the investment. Trading may occur outside the United States which may pose greater risks than trading on U.S. exchanges and in U.S. markets. Historical Results May Not Be Indicative of Future Returns.

Item 9 – Disciplinary Information

SIG does not have any legal, financial or other “disciplinary” item to report. SIG is obligated to disclose any disciplinary event that would be material to a client when evaluating them to initiate a Client / Adviser relationship, or to continue a Client /Adviser relationship. This statement applies to every employee at SIG, as well as the firm.

Item 10 – Other Financial Industry Activities and Affiliates

SIG does not have any undisclosed relationship or arrangement that is material to their advisory business or to clients. Please refer to the SIG Investment Adviser Brochure Supplements to see details of each individual advisors.

Solicitation Arrangements

SIG does not currently participate in any solicitation arrangements.

Item 11 – Code of Ethics

In accordance with the Advisers Act, Rule 204A-1, SIG has adopted a Code of Ethics. This Code of Ethics outlines all who are deemed to be access persons and mandates their compliance with applicable regulations and federal laws. Additionally, these employees must engage in high ethical standards at all times and place the client's interest above their own. The Code of Ethics includes, but is not limited to, provisions relating to the confidentiality of client information, a prohibition on insider trading, disclosure of outside activities, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures. All supervised persons at the firm must acknowledge the terms of the Code of Ethics annually, or as amended.

At the heart of this code is a requirement to always act in the best interest of the client and to fully disclose all fees, expenses and any conflicts or potential conflicts of interest. A copy of this Code of Ethics will be

provided to any client or prospective client upon request. The firm's Code of Ethics mandates that SIG advisors act in the best interest of their clients. As such, if SIG or its representatives offer any investment with which they have a conflict of interest, it must be disclosed in advance.

No Proprietary Investments

At present, SIG does not offer any investments in which our members, our representatives or any person related to us, have a partnership or act as a general partner of the investment company or fund.

Furthermore, SIG does not offer any investments in which our members, our representatives or any person related to us act as an investment advisor for the investment company.

Oversight of Trading Processes

The Firm's employees and persons associated with the Firm are required to follow the SIG Code of Ethics. Subject to satisfying this policy and applicable laws, officers, directors and employees of SIG may trade for their own accounts in securities which are recommended to, and/or purchased for, our clients. In addition, a related person may have an interest or position in a certain security or securities which may also be recommended to the clients. All access persons are required to report all personal securities transactions at the onset of being classified an access person and for all subsequent personal transactions in order to prevent "Front-Running".

Records will be maintained for all securities or insurance products bought or sold by the Firm, associated persons of the firm and related entities. The CCO or qualified representative of the Firm, reviews these records on a quarterly basis.

In certain instances, IAR's trading in their own accounts or for related persons may create either actual or perceived conflicts of interest. As such, SIG has established the following restrictions:

- A director, officer or IAR shall not buy or sell securities for their personal portfolio(s) where their decision is substantially derived, in whole or in part, by reason of his or her affiliation with SIG or the custodian, unless the information is also generally available to the investing public on reasonable inquiry. No person shall prefer his or her own interest to that of the advisory clients.
- SIG and its employees generally may not participate in private placements without pre-clearance from the Firm's Chief Compliance Officer.
- SIG respects the right of clients to specify investment objectives, guidelines, and conditions or restrictions on the overall management of their accounts.
- Any individual not in observance of the above may be subject to termination.

Nonetheless, because the Code of Ethics in some circumstances would permit employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client in a security held by an employee. In addition, SIG may rebalance investment portfolios which may include employee accounts invested in those portfolios, along with client accounts. Employee trading is continually monitored to reasonably prevent conflicts of interest between SIG and its clients. As an adviser to their clients, their clients' interests must always be placed first and foremost, and trading practices and procedures prohibit unfair trading practices. SIG also seeks to disclose and avoid any actual or potential conflicts of interests or resolve such conflicts in the client's favor.

Item 12 – Brokerage Practices

SIG recommends the brokerage and custodial services of TD Ameritrade Institutional, a securities broker-dealer and a member of the Financial Industry Regulatory Authority and the Securities Investor Protection Corporation. TD Ameritrade Institutional is a division of TD Ameritrade Inc., an unaffiliated SEC-registered broker-dealer.

TD Ameritrade offers to independent investment advisors services which include custody of securities, trade execution, clearance and settlement of transactions. There is no direct link between SIG's participation in the TD Ameritrade Institutional program and the investment advice given to clients, although SIG may receive certain benefits through their participation in the program that are typically not available to TD Ameritrade retail investors. These benefits include the following products and services (provided without cost or at a discount):

- Access to client account data (or duplicate statements) and other technology to support client servicing
- Trade execution technology and support, including block trading
- Access to mutual funds with no transaction fees and to certain institutional money managers
- Market/security research, pricing and other market data services
- Facilitate adviser fee collection from client accounts
- Assistance with back-office functions, recordkeeping, client reporting, etc.
- Consulting services, including compliance and business consulting, publications and conferences on practice management, access to employee benefit and insurance providers.

Some of the products and services made available by TD Ameritrade through the program may benefit SIG but may not benefit its client accounts. These products or services may assist SIG in managing and administering client accounts and may also help SIG manage and develop its business enterprise. The benefits that SIG receives from TD Ameritrade do not depend on the amount of brokerage transactions directed to TD Ameritrade. SIG believes that TD Ameritrade provides quality execution services at competitive prices.

Price is not the sole factor we consider in evaluating best execution. Considerations also include the quality of the brokerage services provided by TD Ameritrade, including the financial health of the institution, the value of the firm's reputation, , execution capabilities, commission rates, and responsiveness to SIG and their clients..

As part of its fiduciary duties to clients, SIG endeavors at all times to put the interests of the client first. Clients should be aware, however, that the receipt of the above described benefits from TD Ameritrade in and of itself creates a potential conflict of interest and may indirectly influence SIG's choice of TD Ameritrade for custody and brokerage services.

Client Directed Brokerage

If the client requests that trades be executed through another broker-dealer, other than the one that has custody of their assets, the client is responsible for negotiating the terms and conditions (including, but not limited to, commission rates) relating to all services to be provided by that broker-dealer. SIG will assume no responsibility for obtaining the "best execution" of a client's trade.

Trade Aggregation

Even within the same investment strategy, client accounts are managed independently to meet individual client needs and restrictions. At times, a portfolio manager may place similar trades in numerous accounts within a single day that are not aggregated. Portfolio managers may also place trades in one or more accounts that are directly opposite of trades placed for other accounts. This may occur, for example, when different portfolio managers are rebalancing the same security, or when one account needs to raise cash while a new account is funding.

SIG may (but is not obligated to) combine or “batch” such orders in an effort to obtain best execution, to negotiate more favorable commission rates or to allocate equitably among its clients’ differences in prices and commissions or other transaction costs that might have been obtained had such orders been placed independently. Under this procedure, transactions will be averaged as to price and transaction costs and will be allocated among our clients in proportion to the purchase and sale orders placed for each client account on any given day. If SIG cannot obtain execution of all the combined orders at prices or for transactions costs that it believes are desirable, the firm will allocate the securities that it does buy or sell as part of the combined orders by following order allocation procedures.

Item 13 – Review of Accounts

Accounts will be reviewed internally on a regular basis. You will be provided with written reports containing relevant account information at least annually, and your accounts will be rebalanced as required. Reviews are conducted by Investment Advisor Representatives (IARs) of the firm. SIG may also provide clients with performance reports of their managed accounts when deemed necessary or at the request of the client.

Samples of accounts will periodically be reviewed by the CCO, Terry Schafer and/or her designee for suitability. Review of the accounts will be evidenced and will be maintained by the CCO.

Clients will receive monthly statements from the custodian detailing all transactions made on their behalf. If the client's account has no activity, the custodian will provide a quarterly statement. This statement will include all deposits, withdrawals, as well as entries showing the associated management fees and expenses charged/debited from the client's accounts. These reports will show the current market values and transactions during the past month or quarter as well as interest, dividends and capital gains for the reporting period.

Item 14 – Client Referrals and Other Compensation

Referral Arrangements

SIG does not accept any compensation other than advisory and other fees from our clients per the contracted arrangements.

At any time in the future SIG may enter into a referral arrangement and elect to compensate certain third parties for such referrals. Clients whose accounts are the subject of such referral fees will receive full

disclosure of the terms of the referral arrangement. In no case will any referral payment reduce the value of the investment, reduce the assets in the client account, or violate the terms of our Code of Ethics.

Item 15 - Custody

Client Accounts are held at the custodian with which the client signed their brokerage account agreement. The relationship between that custodian and SIG is more fully described in Section 12, and the custodian will debit the client's accounts for fees as defined in the investment advisory and custodial agreements signed by the client.

The client will receive account statements directly from the custodian at least quarterly. The statement will be sent to the email or postal mailing address provided by the client to the custodian. SIG urges clients to carefully review such statements and compare official custodial records to any reports or account statements received from SIG that reflects transactions and fee amounts deducted. SIG statements or reports may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

While the custodian company chosen is considered the qualified custodian of your assets, SIG may be deemed to have "custody" for limited situations such as those listed below:

- With client authorization, the firm deducts fees directly from their account.
- The firm accepts standing instructions for delivery of funds and securities from client accounts.
- The firm may, on occasion, accept a stock or other certificate for deposit into clients' advisory account.
- The firm reserves the right to serve as Trustee or Executor for its clients as needed and deemed not to be a conflict of interest for the firm and its client.

Item 16 – Investment Discretion

SIG manages money on a discretionary and non-discretionary basis. In most circumstances, clients grant SIG complete discretion. Clients who open discretionary accounts are required to execute an Investment Advisory Agreement which, among other things, grants SIG's advisor representatives authority to manage client assets on a discretionary basis, meaning SIG has the authority to select the identity and amount of securities to be bought or sold in the clients' account without obtaining specific client consent. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objective for the particular client account. For non-discretionary accounts, SIG will contact the client prior to executing any transaction.

Item 17 – Voting Securities

All clients of SIG will retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. Proxies are mailed to each client directly by the respective custodian.

From time to time, securities held in the accounts of clients may be the subject of class action lawsuits. SIG offers no legal services, and therefore has no ability or obligation to determine if securities held by the client are subject to a pending or resolved class action lawsuit.

Where SIG receives written or electronic notice of a class action lawsuit, settlement or verdict affecting securities owned by a client, it will forward all notices, proof of claim forms and other materials to the client. Electronic mail is acceptable where appropriate when the client has authorized contact in this manner.

Item 18 – Financial Information

Registered investment advisers are required in this Item to provide clients and prospective clients with certain financial information or disclosures about their firm's financial condition. SIG 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.