

CAPWEALTH ADVISORS, LLC

FORM CRS RELATIONSHIP SUMMARY

September 23, 2024

Item 1. Introduction

CapWealth Advisors, LLC ("CWA") is registered with the Securities and Exchange Commission ("SEC") as an investment adviser. CWA provides advisory and financial planning services to retail investors. **Brokerage and investment advisory services and fees differ, and it is important for you to understand the differences.** Free and simple tools are available to research firms and financial professionals at www.investor.gov/crs, which provide educational materials about broker-dealers, investment advisors, and investing.

Item 2. Relationship

What investment services and advice can you provide me?

As an SEC registered investment adviser, CWA offers its investment advisory services to retail investors for an ongoing fee based on the value of the assets in your account. Our investment advisory services include investment management, financial planning as well as estate and tax advice.

If you become a client of CWA, we will meet with you to understand your financial objectives, risk tolerance, long term goals and other circumstances that differ from client to client. We will then select a portfolio of investments based upon what we have learned and actively manage the portfolio on a discretionary basis. Discretion gives us the ability to make changes to the portfolio without prior notice to you as stated in the Investment Management Agreement. We continuously monitor portfolios and schedule in person or telephone meetings at least annually. CWA also manages a smaller number of non-discretionary accounts wherein we discuss the purchase or sales of investments with clients prior to execution.

CWA has a minimum account size of \$1,000,000 AUM, subject to senior management discretion, and a minimum annual account fee of \$5,000.

Additional information: Please reference Form ADV Part 1 (Item 5) and Form ADV Part 2A (Item 4: Advisory Business, Item 5: Fees and Compensation and Item 7: Types of Clients) for additional information regarding our advisory business and type of clients.

Conversation Starter - Ask your financial advisor:

- Given my financial situation, should I choose an investment advisory service? Why or why not?
- How will you choose investments to recommend to me?
- What is your relevant experience, including your licenses, education, and other qualifications? What do these qualifications mean?

Item 3. Fees, Costs, Conflicts of Interest and Standard of Conduct

What fees will I pay?

Fees and costs affect the value of your account over time. Retail investors will be charged an ongoing advisory fee ("management fee") calculated based upon the value of the assets in your account each quarter end. CWA charges management fees in advance. Account fees are negotiable and are based on individual client circumstances. Additionally, an annual administrative fee of \$400.00 will be charged per account and is billed at a rate of \$100.00 per quarter. The quarterly management fee will be automatically deducted from your account. Financial planning fees are fixed, flat fees based upon individual needs and the scope of the financial planning.

The broker-dealer ("custodian") that holds your assets may impose charges for certain investments and for maintaining your account. The custodian may also charge a transaction fee when we buy and sell an investment for you. The custodian fees are in addition to our management fees. Some investments, such as mutual funds and exchange traded funds ("ETF"), charge additional fees that reduce the value of your investment over time. For example, custodian fees include a \$6.95 commission fee for trading over the counter ("OTC") securities.

In certain circumstances, CWA may determine that a mutual fund share class is in the best interest of a client. CWA will first examine the amount of the purchase and then determine which share class is most appropriate for the client, evaluating expense ratios and transaction fees.

What are your legal obligations to me when acting as my investment adviser? How else does your firm make money and what conflicts of interest do you have?

When we act as your investment adviser, we have to act in your best interest and not put our interest ahead of yours. At the same time, the way we make money creates some conflicts with your interests. You should understand and ask us about these conflicts because they can affect the investment advice we provide you. Here are some examples to help you understand what this means:

- As indicated above, because our management fee is based on the amount of assets in your account, we have an incentive to encourage you to add assets to your advisory account in order to increase our fees.

How do your financial professionals make money?

Our financial professionals are employees of CWA and are paid a salary. They also receive discretionary bonuses based upon the success of CWA and their individual contributions.

Additional information: You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying. Please reference Form ADV Part 1 (Item 5) and Form ADV Part 2A (Item 5: Fees and Compensation).

Conversation Starter - Ask your financial advisor:

- Help me understand how these fees and costs might affect my investments. If I give you \$10,000 to invest, how much will go to fees and costs, and how much will be invested for me?
- How might your conflicts of interest affect me, and how will you address them?

Item 4. Disciplinary History

Do you or your financial professionals have legal or disciplinary history?

Yes. Free and simple tools are available to research firms and financial professionals at Investor.gov/CRS, which also provides educational materials about broker dealers, investment advisers, and investing.

Conversation Starter - Ask your financial advisor:

- As a financial professional, do you have any disciplinary history? For what type of conduct?

Item 5. Additional Information

For additional information on our advisory services, see our Form ADV Part 2A Brochure and any individual brochure supplement your representative provides. If you have any questions, need additional up-to-date information, or want another copy of this Client Relationship Summary, please contact us at 615-778-0740 or email us at Contactus@capwealthgroup.com.

Conversation Starter - Ask your financial advisor:

- "Who is my primary contact person?"
- "Is he or she a representative of an investment adviser or a broker-dealer?"
- "Who can I talk to if I have concerns about how this person is treating me?"

EXHIBIT HIGHLIGHTING FORM CRS CHANGES AS OF SEPTEMBER 23, 2024:

The material change included in this version of the Form CRS is related to the minimum account size which is \$1,000,000.