

**Item 1: Cover Page**  
**PART 2A OF FORM ADV: FIRM BROCHURE**  
**FIRM BROCHURE**

**March 2024**



**EVANSBROOK LLC**

**dba: Evansbrook Capital Management**  
**Investment Advisory Firm CRD# 327916**

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*This brochure provides information about the business practices and qualifications of EVANSBROOK LLC. Any inquiries regarding the contents of this brochure should contact Mr. Osman Arain by phone at (917) 406-9128 or by email at: [Oarain@evansbrook.com](mailto:Oarain@evansbrook.com). The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.*

*Additional information about EVANSBROOK LLC is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)*

*Registration does not imply a certain level of skill or training.*

## **Item 2: Material Changes**

## Item 3: Table of Contents

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## **Item 4: Advisory Business**

EVANSBROOK LLC, dba: Evansbrook Capital Management, specializes in offering investment advisory services in the form of discretionary investment management and advisory services to individuals, high net worth individuals, families, trusts, estates, businesses and charities. Mr. Osman Arain and Ms. Nicole Kustok are the owners of EVANSBROOK LLC. Our firm is a limited liability company, registered with the Securities and Exchange Commission (SEC) and headquartered in the State of Illinois. Mr. Osman Arain is the Chief Compliance Officer (CCO). As of 03/19/2024, Evansbrook Capital Management had \$159,851,249.00 in assets under management (AUM) on a discretionary basis.

### **Investment Advisory Services**

Evansbrook Capital Management assesses a client's situation by taking the time to listen and learn about each client's specific situation. With a thorough understanding of the client's current financial condition and goals, Evansbrook Capital Management, in partnership with each client, uses this information as the cornerstone for developing a comprehensive investment strategy.

Evansbrook Capital Management offers discretionary investment management services to its clients. Account investment structure and supervision is guided by a client's investment objectives, investment experience, time horizon, liquidity needs, risk tolerance, tax circumstances, and other factors. Evansbrook Capital Management's investment recommendations and decisions are not limited to any specific security or industry and may include investment advice regarding the following types of securities and investment vehicles:

- Domestic Equities
- Foreign Equities
- Exchange Traded Funds (ETFs)
- Mutual Funds
- Preferred Stocks
- Corporate Bonds
- Commercial Paper
- Certificates of Deposit
- Municipal Bonds
- U.S. Treasuries
- Commodities
- Options

Because the above investments involve varying degrees of risk, they will only be utilized or recommended when consistent with a client's stated investment goals, risk tolerance, liquidity needs, and tax circumstances. Importantly, we consider the riskiness of any single investment within the broader context of a client's overall portfolio in addition to the risk characteristics of any individual security.

As part of Evansbrook Capital Management's investment management services, and depending on a client's individual needs, Evansbrook Capital Management will create custom portfolios that will be individually structured and developed to align with the Clients goals, risk tolerance and time horizon. Upon assessing a client's individual circumstances, Evansbrook Capital Management can and will customize a client's portfolio based on additional factors. These factors may include, but are not limited to, other holdings and investments, tax circumstances, liquidity needs, job correlation, sector and/or thematic exposure, and personal interests and other client considerations. Once Evansbrook Capital Management constructs an investment portfolio for

a client, we will monitor each client's investment strategy and performance on an ongoing basis and will rebalance the portfolio as we deem appropriate. If client financial circumstances and/or investment objectives change, they are expected to notify Evansbrook Capital Management immediately to ensure the ongoing fit of their portfolio with their specific needs.

### **Qualified Plan Consulting Services**

Evansbrook Capital Management offers qualified plan consulting services to employee benefit plans and their fiduciaries based upon the needs of the plan and the services requested by the plan sponsor, administrator or named "fiduciary". In general, these services may include, but are not limited to:

- The creation of an "Investment Policy Statement"
- Non-Discretionary Plan-Level Investment Advice
- Discretionary Plan-Level Investment Advice
- Non-Discretionary Participant Investment Advice
- Discretionary Participant Investment Advice
- Performance Monitoring
- Investment Reports
- Educational Services (meetings & seminars)
- Enrollment Meetings

Educational meetings and seminars include: Diversification, Asset Allocation, Risk Tolerance, Time Horizon and other investment-related topics specific to the plan.

Evansbrook Capital Management provides additional types of qualified plan consulting services to plans on an individually negotiated basis. All services, whether discussed above or customized for the plan based upon requirements from the plan fiduciaries (which includes additional plan-level or participant level services) shall be detailed in a written agreement and be consistent with the parameters set forth in the plan documents.

Depending on the negotiated services to be performed under the Retirement Plan Investment Advisory Agreement, Evansbrook Capital Management serve/act as a "fiduciary" of a plan as defined in Section 3(21) and/or Section 3(38) under ERISA.

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

### **Investment Advisory Fees**

Annual advisory fees are due monthly and payable in arrears. With Client authorization, fees can be deducted from client accounts. Clients also have the option to pay the fees due within 30 days of the end of the previous month by check. Fees are based on a percentage of the market value of assets under management including cash and equivalents at the time of the appraisal which is in arrears and based on the closing balance on the last business day of the previous month.

<b>Assets Under Management</b>	<b>Annual Advisory Fee</b>
<b>The First \$1,000,000</b>	<b>0.85%</b>
<b>\$1,000,001 - \$5,000,000</b>	<b>0.65%</b>
<b>\$5,000,001 – \$10,000,000</b>	<b>0.60%</b>
<b>Over \$10,000,000</b>	<b>Negotiated</b>

Evansbrook Capital Management reserves the right to customize client fee arrangements on a case-by-case basis.

The Evansbrook Capital Management investment advisory contract can be terminated by the client within five (5) business days of the signing of the investment advisory contract and the client will not be responsible for advisory fees incurred during that time.

Investment advisory agreements can be terminated by either party within thirty (30) days after written notice.

### **Investment Advisory Fee Billing**

Through Evansbrook Capital Management's Discretionary Investment Management Agreement, Evansbrook Capital Management clients give written authorization to have their Evansbrook Capital Management advisory fees directly debited from their Charles Schwab account(s). Evansbrook Capital Management's advisory fees are detailed on each firm's monthly statement. (See Item 15- Custody Fee Debiting for additional information regarding Evansbrook Capital Management advisory fees and client statements.)

Lower fees for comparable services may be available from other sources.

### **Investment Management Fee Structure**

Evansbrook Capital Management's advisory fees are billed monthly in arrears, payable monthly; and based on the month end balance of the Client account on the last day of the previous calendar month. The Adviser and the Client can negotiate the fee and the fee paying arrangements.

### **Investment Advisory Fee Billing**

Unless negotiated otherwise, Evansbrook Capital Management receives written authorization from the client to deduct advisory fees from an account held by a qualified custodian. Evansbrook Capital Management sends the qualified custodian an invoice of the amount of the fee to be deducted from the client's advisory account(s) at the end of each month. The qualified custodian sends the client a statement, at least quarterly, that reflects the deductions of the investment advisory fees. Evansbrook Capital Management investment advisory fees are billed monthly, in arrears, and are based on the month end balance of the accounts managed.

### **Qualified plan Consulting Fees**

Evansbrook Capital Management qualified plan/retirement plan consulting services are negotiated with the plan sponsor, administrator, or named fiduciary on a case-by-case basis. Negotiated fees do vary and can range up to 1.00% of plan assets on an annual basis. These fees are typically included within the funds available through the plan and then distributed to Evansbrook Capital Management via the plan custodian. Qualified/retirement plans may have additional expenses charged by the plan administrator and/or the plan custodian which are separate from Evansbrook Capital Management's fees.

Either party to the qualified plan consulting agreement can terminate the agreement upon written notice to the other party in accordance with the terms of the agreement for services. The qualified plan consulting fees will be prorated for the billing period in which the termination notice is given and any unearned fees will be refunded to the client, if applicable.

Evansbrook Capital Management's fees for its qualified plan (retirement plan) consulting services are negotiated with the plan's administrator; and are typically administered through the retirement plan/qualified plan's mutual fund's internal fees and expenses.

### **Other Fees and Expenses**

Evansbrook Capital Management does not charge additional fees other than the negotiated fees.

Evansbrook Capital Management does not receive or share any additional fees or expenses incurred by advisory clients.

Evansbrook Capital Management's clients will incur brokerage and other transaction costs by the custodian. Evansbrook Capital Management does not receive these fees nor does it share in these fees; see Item 12 for additional information.

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

Evansbrook Capital Management does not charge performance-based fees or participate in side-by-side management. Side-by-side management refers to the practice of managing accounts that are charged performance-based fees while at the same time managing accounts that are not charged performance-based fees. Performance-based fees are fees that are based on a share of capital gains or capital appreciation of a client's account. Our fees are calculated as described above, and are not charged on the basis of a share of capital gains upon, or capital appreciation of, the funds in client advisory accounts.

Evansbrook Capital Management receives no additional compensation for its investment management services other than the agreed upon management fees negotiated and Evansbrook Capital Management does not share in any performance-based fees.

## **Item 7: Types of Clients**

Evansbrook Capital Management clients can include: individuals, high net worth individuals, business entities, trusts, estates, charitable organizations, and qualified plans. Evansbrook Capital Management does not require an annual minimum fee or asset level for investment advisory or investment planning services.

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

When appropriate, Evansbrook Capital Management may use the following methods of analysis when providing investment advice to clients:

### **Methods of Analysis**

*Macroeconomic Analysis* - Macroeconomics is the study of the behavior of the economy as a whole and uses various economic indicators that tell us about the overall health of the economy. Macroeconomic analysis can help consumers, firms, and governments make better decisions: Consumers want to know how easy it will be to find work, how much it will cost to buy goods and services in the market, or how much it may cost to borrow money. Businesses use macroeconomic analysis to determine whether expanding production will be welcomed by the market. Governments and central banks turn to macroeconomics when determining budgets, creating taxes, deciding on interest rates, and making policy decisions. Within an investment portfolio, understanding how different asset classes respond to changes in the macroeconomic environment can help investment decision makers make more informed decisions with the goal of improving the overall effectiveness of the portfolio.

*Fundamental Analysis* - Fundamental analysis involves analyzing individual companies and their industry groups, such as a company's financial statements, details regarding the company's product line, the experience and skill of the company's management, and the outlook for the company's industry. The resulting data is used to measure the true value of the company's equity and debt issuance compared to current market prices. The risk of fundamental analysis is that information obtained or conclusions drawn are incorrect and the analysis will not provide an accurate estimate of the company's performance and outlook which in turn, can affect the value of the company's stock and their creditworthiness, or ability to repay its debt. If securities prices adjust rapidly to new information, utilizing fundamental analysis may not result in favorable performance.

*Quantitative Analysis* - Quantitative analysis is a technique that seeks to understand asset price behavior by using mathematical and statistical modeling, measurement, and research. Quantitative analysis aims to represent a given reality in terms of a numerical value. Quantitative analysis is employed for several reasons, including measurement, performance evaluation or valuation of a financial instrument, and predicting real-world events, such as changes in a country's gross domestic product (GDP). Quantitative analysis uses statistical techniques to examine and analyze past, current, and anticipated future events. Any subject involving numbers can be quantified; thus there are many fields in which quantitative analysis is used and can be beneficial.

*Qualitative Analysis* - Qualitative analysis is a form of analysis that uses subjective judgment based on information that is difficult to quantify, such as management expertise, industry cycles, strength of research and development, and labor relations. Qualitative analysis contrasts with quantitative analysis and often the two investment techniques are used together to provide multiple perspectives in different investment opportunities.

*Technical Analysis* - Technical Analysis involves studying past price patterns and trends in the financial markets to predict the direction of both the overall market and specific investment securities. The risk of market timing based on technical analysis is that charts will not accurately predict future price movements. Current prices of securities often reflect all information known about that security and day to day changes in market prices of securities will follow random patterns and, in these cases, may not be predictable with any reliable degree of accuracy.

*Cyclical Analysis* - Cyclical analysis is a type of technical analysis that involves evaluating recurring price patterns and trends based upon business cycles. The lengths of economic cycles are difficult to predict with accuracy and therefore the risk of cyclical analysis is the difficulty in predicting economic trends and consequently the changing value of securities that would be affected by these changing trends.

### **Investment Strategies**

Evansbrook Capital Management believes that allocating capital across a diverse range of asset classes is critical to a Client's long-term investment success. Asset allocation portfolios are created to align with a client's specific investment objective and risk tolerance. Each portfolio is constructed using a strategic asset allocation methodology with prevailing long-term trends in mind. Short-term trends and trading strategies are not employed unless necessary in accordance with Client mandates. Evansbrook Capital Management structures portfolios using a proprietary methodology. Evansbrook Capital Management believes that Clients will benefit from having a portfolio of holdings invested in a variety of assets classes that respond differently to major market drivers, such as economic growth and inflation. To the extent that these asset classes are



diversifying to each other the overall portfolio will experience lower volatility than the volatility of those asset classes individually. Evansbrook Capital Management will not pursue strategies that are highly speculative in nature.

### **Risk of Loss**

Investing in securities involves risks, including the loss of capital. Securities will and do fluctuate in value. Clients should understand and be prepared for these fluctuations in value as well as for the potential of loss. Evansbrook Capital Management assists clients in determining an appropriate asset allocation strategy based primarily on their risk tolerance and time horizon. Even with these methods in place, there is no guarantee that a client will meet or exceed their investment goals. Evansbrook Capital Management will continually review a client's investment goals, financial situation, time horizon, tolerance for risk and other factors at least annually to determine if the current asset allocation is still appropriate for that client. A client's participation and understanding of the process, including full and accurate disclosure of any and all relevant information, is an essential piece to the client understanding the risks involved. Evansbrook Capital Management relies heavily on the information provided by the client in determining the appropriateness of any investment portfolio. Therefore, the responsibility lies with the client to relay accurate and up to date information to Evansbrook Capital Management. This information should include any material changes in the client's financial condition, goals or other factors that may affect this analysis. The risks associated with a particular strategy are provided to each client in advance of investing the client's assets.

Margin use may be suitable for those clients that have an immediate need for cash and, in consultation with Evansbrook Capital Management, it is determined that accessing capital via the temporary use of margin is a more advantageous course of action than the typical alternative of selling securities. For example, if a client has a personal payment due, does not have sufficient capital on hand to make that payment nor the ability to wait for security sales to settle and capital to become available, then the use of margin to make that payment and interest charges associated with doing so may be more advantageous than paying fees associated with a late payment. Margin would only be used under exceptional circumstances and would typically not exceed 10% of the total net assets of a client's account. With the client's approval Evansbrook Capital Management may use margin as a tool in managing the liquidity during the rebalancing of client accounts, if needed. Evansbrook Capital Management, with a client's approval and the appropriate options agreement on file will employ options strategies to hedge or gain additional exposure to a particular asset class or sector. Following are some of the risks associated with an Evansbrook Capital Management client's portfolio.

All investments involve risks including possible loss of principal. The following are some of the basic risks associated with the asset classes mentioned in Item 4 of this ADV Part 2. Each investment has its own specific risks and those risks will vary by investment.

*Market Risk* - All securities are subject to market, economic, liquidity other risks. The market price of a security may fluctuate throughout the day and may vary by exchange. The success of a particular investment depends upon the accurate assessment of the future path of price movements of individual securities. While performance of individual securities is assessed, individual security performance should also be viewed within the context of the overall portfolio. There can be no assurance that Evansbrook Capital Management will be able to predict price movements accurately.

*Authorized Participant Concentration Risk.* Only an Authorized Participant may engage in creation or redemption transactions related to underlying Exchange-Traded Fund and Exchange-Traded Note transactions, and none of those Authorized Participants is obligated to engage in creation and/or redemption transactions.

To the extent that Authorized Participants exit the business or are unable to proceed with creation or redemption orders with respect to the Fund and no other Authorized Participant is able to step forward to create or redeem Creation Units, Exchange-Traded Fund and Exchange-Traded Note shares may be more likely to trade at a premium or discount to NAV and possibly face trading halts or delisting.

*Capital risk* — Investment markets are subject to economic, regulatory, market sentiment, and other risks. All investors should consider the risks that may impact their capital, before investing. The value of your investment may become worth more or less than at the time of the original investment

*Commodity risk* — Commodities markets can be more volatile than traditional investments such as equity or fixed income securities. Commodities may be affected by changes in overall market movements, interest rate changes, and/or events affecting a specific commodity and/or industry.

*Counterparty risk* — risk that one party to a transaction might default on its contractual obligation. Counterparty risk can increase for those transactions not executed on a regulated exchange.

*Default risk* — is the risk that a company or an individual security will be unable to make the required payments on their debt obligation. Lenders and investors are exposed to default risk in virtually all forms of credit extensions.

*Company risk* — Common stocks of individual companies are subject to many risk factors including, but not limited to, economic conditions, government regulations, market risk, and industry risk. Equity security prices may decline as a result of adverse changes in these and other factors. Some equities are more volatile than others and may present higher risk of loss.

*Credit risk* — The value of fixed income securities may decline, and/or the issuer or guarantor of that security may fail to pay interest or principal when the payments are due. As a general rule, lower rated securities carry a greater degree of credit risk, and therefore have a greater risk of loss, than higher-rated securities.

*Currency risk* — Investments that are held or exposed to foreign currency, are exposed to fluctuations in a foreign exchange rate or rates in addition to the risks associated with the specific underlying investment.

*Derivative risk* — Derivatives involve various degrees of risk. The value of derivative investments can be affected by market movements, the underlying companies, changes in interest rates, and/or factors affecting the underlying security. Derivatives can also involve liquidity risk and expiration/time risk.

*Equity market risk* — Equity markets are subject to many risk factors, including economic conditions, government regulations, market sentiment, local and international political events, and environmental and technological issues.

*Exchange-Traded Fund and Exchange-Traded Note risk* — Exchange-Traded Funds and Exchange-Traded Notes contain a range of risks. Those risks include, but are not limited to, price fluctuation of the underlying securities, liquidity risk which may cause difficulty transacting in these securities at a fair market price, and passive investing risk which limits the ability of the underlying investment manager to deviate market exposures from the underlying index. Exchange-Traded Funds and Exchange-Traded Notes prices will fluctuate throughout the trading day; commissions may be charged when trading Exchange-Traded Funds and Exchange-Traded Notes.

*Fixed Income risk* — risks associated with fixed income securities may include, but are not limited to, economic conditions, government regulations, credit worthiness, and fluctuations in interest rates. The secondary market value of fixed income securities will fluctuate with changes in interest rates, liquidity, and the creditworthiness of the specific issuer.

*Foreign Market risk* — Foreign investments present risks that include changes in currency exchange rates, liquidity, economic, and political uncertainty. These risks may be greater in emerging markets.

*Interest Rate risk* — Changes in interest rates will affect investment values. This volatility will typically be greater for long term fixed income securities than for short term fixed income securities. Changes in interest rates may also affect the value of other financial assets.

*Issuer risk* — A security issued by a particular issuer may be impacted by factors that are unique to that issuer and thus may cause that security's return to differ from that of the market.

*Liquidity risk* — Investments with low liquidity can have significant changes in market value, and there is no guarantee that these securities can be sold at fair market value.

*Management risk* — Investment strategies implemented by a management team of a specific investment fund that doesn't perform as expected may underperform or suffer significant losses. Management also risk includes personnel turnover of specific individuals hired to manage a fund.

*Tracking risk* — The volatility in the performance of an investment relative to its index/benchmark because of various factors which may include, but are not limited to, active management decisions associated with the underlying investments and fees.

**Here is a list of the investment types listed in "Item 4" of this ADV Part 2A, with the 3 main risks most commonly associated with each:**

- **Domestic Equities** - Market risk, Company risk, Liquidity risk.

Domestic Equities are typically traded on an exchange. They may be subject to brokerage trading costs, cost efficiency, the market price of a domestic equity may fluctuate throughout the day.

- **Foreign Equities** - Currency risk, Foreign Market risk, Company risk.

Foreign Equities are typically traded on an exchange. They may be subject to brokerage trading costs, cost efficiency, the market price of a foreign equity may fluctuate throughout the day and overnight, depending on the exchange in which it is traded.

- **Mutual Funds** - Market risk, Management risk, Tracking risk.

Mutual Funds are investment vehicles that contain/hold other investments and may be limited by their investment strategies, and a Mutual Fund's price may fluctuate based on underlying market conditions, and the pricing of the underlying securities.

- **Exchange Traded Funds (ETFs)** - Market risk, Management risk, Tracking risk.

ETF's are investment vehicles that contain/hold other investments allowing them to be traded on an exchange. They may be subject to brokerage trading costs, cost efficiency, the market price of an ETF can be lower from that of the underlying securities, that the ETF may be limited by its investment strategy, and that an ETF's price may fluctuate throughout the day.

- **Preferred Stocks** - Interest Rate risk, Issuer risk, Liquidity risk.

Preferred stocks are typically traded on an exchange. They may be subject to brokerage trading costs, cost efficiency, the market price of a preferred stock may fluctuate by the interest rate environment, and credit rating of the issuer.

- **Corporate Bonds** - Interest Rate risk, Issuer risk, Liquidity risk.

Corporate bonds are not traded on an exchange. They may be subject to brokerage trading costs, cost efficiency, the market price of a Corporate bond may fluctuate by the interest rate environment, and credit rating of the issuer.

- **Commercial Paper** - Credit risk, Fixed Income risk, Interest Rate risk.

Commercial paper is not traded on an exchange. They may be subject to brokerage trading costs, cost efficiency, the market price of a Commercial paper may fluctuate by the lending/overnight rate environment, and credit rating of the issuer.

- **Certificates of Deposit** - Fixed Income risk, Interest Rate risk, Liquidity risk.

Certificates of deposit are not traded on an exchange. They may be subject to brokerage trading costs, cost efficiency, the market price of a certificate of deposit may fluctuate by the interest rate environment, the issuing bank and liquidity risk if sold on the secondary market.

- **Municipal Bonds** - Fixed Income risk, Interest Rate risk, Credit risk.

Municipal bonds are not traded on an exchange. They may be subject to brokerage trading costs, cost efficiency, the market price of a municipal bonds may fluctuate by the interest rate environment, the issuing municipality credit rating and taxing authority.

- **U.S. Treasuries** - Fixed Income risk, Interest Rate risk, Credit risk.

U.S. Treasuries are not traded on an exchange as they are issued by the U.S. Government and may be subject to brokerage trading costs, cost efficiency, the market price of a U.S. Treasuries may fluctuate by the interest rate environment, and U.S. currency strength/weakness.

- **Options** - Derivative risk, Issuer risk, Liquidity risk.

Options are traded on an exchange. They may be subject to brokerage trading costs, cost efficiency, the market price of an option is driven by the black shoals model with the biggest pricing factors being the underlying securities strength and the expiration date.

- **Commodities** - Commodity risk, Interest Rate risk, Liquidity risk.

Factors that can influence commodity prices include politics, seasons, weather, technology, and market conditions.

While Evansbrook Capital Management has provided a comprehensive list of risks associated with investing in financial markets there may be additional risks that have not been listed above. Clients should consult with their Evansbrook Capital Management representative about any additional risks with which they may be concerned.

## Item 9: Disciplinary Information

Evansbrook Capital Management has not been the subject of any disciplinary action(s) and does not have any legal or disciplinary information to disclose. Any disciplinary information regarding Evansbrook Capital Management Investment Advisor Representatives (IARs) would be disclosed here as well as additional information being disclosed on the Evansbrook Capital Management IAR's ADV Part 2B.

## Criminal or Civil Actions

Evansbrook Capital Management's owners Mr. Osman Arain and Ms. Nicole Kustok have never been subject to any criminal and/or civil actions:

#### **Administrative Proceedings**

There are no administrative proceedings to report.

#### **Self-regulatory Organization (SRO) Proceedings**

There are no self-regulatory organization proceedings to report.

### **Item 10: Other Financial Industry Activities and/or Affiliations**

Evansbrook Capital Management and its representatives are not registered or have an application pending to register, as a broker-dealer.

Neither Evansbrook Capital Management, nor its representatives, are registered or have an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading advisor, or a representative of the foregoing.

Evansbrook Capital Management investment advisory representatives may have an insurance license that allows them to discuss and potentially sell insurance products to clients and prospects of Evansbrook Capital Management. Evansbrook Capital Management's President & CEO Mr. Osman Arain has his insurance license and therefore can discuss/recommend/offer/sell insurance products to both clients and non-clients. Because Mr. Osman Arain may receive compensation in the form of commissions and/or fees from insurance products he recommends to advisory clients and non-clients, this represents a conflict of interest, because Mr. Osman Arain is incentivized to recommend these products based on the commission received, rather than on a client's need(s). Evansbrook Capital Management addresses this conflict of interest by identifying the conflict of interest on Evansbrook Capital Management's Conflict of Interest Disclosure Document, explaining that clients have the option to purchase the recommended insurance products from agents not affiliated with the Evansbrook Capital Management for potentially lower costs, and having both the Client and the Evansbrook Capital Management Investment Adviser Representative sign and date the Conflict of Interest Disclosure Document.

The above disclosure represents a conflict of interest, because Mr. Osman Arain is incentivized to recommend these products based on the income and commissions received, rather than on a client's need(s). Evansbrook Capital Management addresses this conflict of interest by identifying the conflict of interest on Evansbrook Capital Management's Conflict of Interest Disclosure Document, explaining that clients have the option to purchase the recommended insurance products from companies not affiliated with the Evansbrook Capital Management for potentially lower costs, and having both the Client and the Evansbrook Capital Management Investment Adviser Representative sign and date the Conflict of Interest Disclosure Document.

### **Item 11: Code of Ethics, Client Transactions and Personal Trading**

#### **Code of Ethics**

Evansbrook Capital Management and its employees are committed to a Code of Ethics that is available for review and will be provided to clients and prospective clients upon request. Evansbrook Capital Management strives to comply with all applicable laws and regulations governing its practices. Therefore, Evansbrook Capital Management has set forth guidelines for professional standards of conduct for its associated persons,

the goal of which is to protect our client interests at all times and to demonstrate its commitment to its fiduciary duties of honesty, good faith, and fair dealing with clients. All associated persons are expected to adhere strictly to these guidelines. Associated persons are also required to report any violations of the Firm's Code of Ethics. Additionally, Evansbrook Capital Management maintains and enforces written policies reasonably designed to prevent the misuse or dissemination of material, non-public information about clients or their account holdings by Evansbrook Capital Management or any associated person.

### **Participation or Interest in Client Transactions**

Neither Evansbrook Capital Management nor any of our associated persons has any material financial interest in client transactions beyond the provision of investment advisory services as disclosed in this Brochure.

### **Personal Trading**

Evansbrook Capital Management's employees and associated persons expect to transact in and hold securities that are also held in client accounts. Evansbrook Capital Management employees and associated persons' accounts can and will participate in block trading alongside other client accounts whenever possible. In the event it is not possible for Evansbrook Capital Management employees and associated persons' accounts to participate in block trading, clients' accounts will be prioritized, over Evansbrook Capital Management's employees and associated persons, in the trading process.

This process has been implemented to mitigate any conflict of interests by not allowing Evansbrook Capital Management's employees and associated persons to trade ahead of clients and potentially receive more favorable prices.

## **Item 12: Brokerage Practices**

### **Selecting Brokerage Firms**

Evansbrook Capital Management can and has the ability to work with multiple custodians, but uses Charles Schwab as its preferred custodian. Therefore, Evansbrook Capital Management will recommend that its clients work with Charles Schwab. Evansbrook Capital Management does not receive fees or commissions from this or any arrangement. Evansbrook Capital Management recommends and prefers Charles Schwab as the custodian based on the proven integrity and financial responsibility of the firm and the best execution of orders at reasonable commission rates.

### **The custodian and brokers we use**

Evansbrook Capital Management does not maintain custody of your assets that we manage/on which we advise, although we are deemed to have custody of your assets if you give us authority to withdraw assets from your account (see Item 15—Custody, below). Your assets must be maintained in an account at a "qualified custodian." (broker-dealer or bank) We recommend that our clients use Charles Schwab & Co., Inc. (Schwab), a registered broker-dealer, member SIPC, as the qualified custodian. We are independently owned and operated and are not affiliated with Schwab. Schwab will hold your assets in a brokerage account and buy and sell securities when we instruct them to. While we recommend that you use Schwab as custodian/broker, you will decide whether to do so and will open your account with Schwab by entering into an account agreement directly with them. We do not open the account for you, although we can assist you in doing so. Even though your account is maintained at Schwab, we can still use other brokers to execute trades for your account as described below (see "Your brokerage and custody costs").

### **How we select brokers/custodians**

We seek to select and use a custodian/broker that will hold your assets and execute transactions on terms that are, overall, attractive when compared with other available providers and their services. We consider a wide range of factors, including:

- Combination of transaction execution services and asset custody services (without separate fees for custody)
- Capability to execute, clear, and settle trades (buy and sell securities for your account)
- Capability to facilitate transfers and payments to and from accounts (wire transfers, check requests, bill payment, etc.)
- Breadth of available investment products (stocks, bonds, mutual funds, exchange-traded funds, etc.)
- Availability of investment research and tools that assist us in making investment decisions
- Quality of services
- Competitiveness of the price of those services (commission rates, margin interest rates, other fees, etc.) and willingness to negotiate the prices
- Reputation, financial strength, security and stability
- Prior service to us and our clients
- Availability of other products and services that benefit us, as discussed below (see “Products and services available to us from Schwab”)

### **Best Execution**

We believe in using custodians that provide premium services at competitive rates. The reasonableness of commission rates is based on several factors, including the broker's ability to provide professional services, execution, the broker's reputation, experience and financial stability of the broker or dealer, and the quality of service rendered by the broker or dealer in transactions. Best execution is not measured solely by reference to commission rates. Paying a broker a higher commission rate than another broker might charge is permissible if the difference in cost is reasonably justified by the quality of the brokerage services offered. The above mentioned custodian, Charles Schwab, has a history of best execution performance that is well documented in various publications and testing results.

### **Your brokerage and custody costs**

For our clients' accounts that Schwab maintains, Schwab does not charge you separately for custody services but is compensated by charging you commissions or other fees on trades that it executes or that settle into your Schwab account. Certain trades (for example, many mutual funds and specific ETFs) do not incur Schwab commissions or transaction fees. Schwab is also compensated by earning interest on the residual cash in your account in Schwab's Cash Features Program. This commitment benefits you because the overall commission rates you pay could be lower than they would be otherwise. In addition to commissions and asset-based fees, Schwab charges you a flat dollar amount as a “prime broker” or “trade away” fee for each trade that is executed by a different broker-dealer but where the securities bought or the funds from the securities sold are deposited (settled) into your Schwab account. These fees are in addition to the commissions or other compensation you pay the executing broker-dealer. Because of this, in order to minimize your trading costs, we have Schwab execute most trades for your account. We have determined that having Schwab execute most trades is consistent with our duty to seek “best execution” of your trades. Best execution means achieving favorable terms for a transaction based on all relevant factors, including those listed above (see “How we select brokers/custodians”).

### **Products and services available to us from Schwab**

Schwab Advisor Services™ is Schwab's business serving independent investment advisory firms like Evansbrook Capital Management. They provide us and our clients with access to their institutional brokerage services (trading, custody, reporting, and related services), many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us manage or administer our clients' accounts; while others help us manage and grow our business. Schwab's support services are available on an unsolicited basis (we don't have to request them) and at no charge to us. Following is a more detailed description of Schwab's support services:

**Services that benefit you.** Schwab's institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of client assets. The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients. Schwab's services described in this paragraph benefit you and your account.

**Services that do not directly benefit a client.** Schwab also makes available to us, other products and services that benefit us but may not directly benefit you or your account. These products and services assist us in managing and administering our clients' accounts. They include investment research, both Schwab's own and that of third parties. We use this research to service all or a substantial number of our clients' accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that:

- Provide access to client account data (such as duplicate trade confirmations and account statements)
- Facilitate trade execution and allocate aggregated trade orders for multiple client accounts
- Provide pricing and other market data
- Facilitate payment of our fees from our clients' accounts
- Assist with back-office functions, recordkeeping, and client reporting

#### **Services that benefit Evansbrook Capital Management**

Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:

- Educational conferences and events
- Consulting on technology, compliance, legal, and business needs
- Publications and conferences on practice management and business succession
- Access to employee benefits providers, human capital consultants, and insurance providers
- Marketing consulting and support

Schwab provides some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. Schwab can also discount or waive its fees for some of these services or pay all or a part of a third party's fees. Schwab can also provide us with other benefits, such as occasional business entertainment of our personnel.

#### **Our interest in Schwab's services**



The availability of these services from Schwab benefits us because we do not have to produce or purchase them. We don't have to pay for Schwab's services. These services are not contingent upon us committing any specific amount of business to Schwab in trading commissions or assets in custody. This creates an incentive to recommend that you maintain your account with Schwab, based on our interest in receiving Schwab's services that benefit our business and Schwab's payment for services for which we would otherwise have to pay rather than based on your interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a potential conflict of interest. We believe, however, that our selection of Schwab as custodian and broker is in the best interests of our clients. Our selection is primarily supported by the scope, quality, and price of Schwab's services (see "How we select brokers/ custodians") and not Schwab's services that benefit only us.

### **Broker Dealer Affiliations**

Evansbrook Capital Management's owners Mr. Osman Arain and Ms. Nicole Kustok are not registered with a broker dealer.

### **Order Aggregation**

It is Evansbrook Capital Management's practice to aggregate transactions across multiple client accounts if and when possible.

### **Directed Brokerage**

In limited circumstances, and at our discretion, clients can instruct Evansbrook Capital Management to use one or more particular brokers for the transactions in their accounts. If clients choose to direct our firm to use a particular broker, clients should understand that this might prevent us from effectively negotiating brokerage commissions on a client's behalf. This practice can prevent Evansbrook Capital Management from obtaining a favorable price and execution. Thus, when directing brokerage business, clients should consider whether the commission expenses, execution, clearance, and settlement capabilities that clients will obtain through a particular broker are adequately favorable in comparison to those that we would otherwise obtain for clients.

### **Trade Errors**

Trading errors can and do happen. If a trade error occurs when entering a trade on behalf of a client, Evansbrook Capital Management's policy is to restore a client's account to the position it should have been in had the trade error not occurred. Depending on the circumstances, corrective actions can include canceling/busting said trade, adjusting the client account to reflect the appropriate asset allocation and/or the reimbursement of any fees to the client account.

## **Item 13: Review of Accounts**

### **Periodic Reviews**

Financial Plans are reviewed at least annually and updated by Evansbrook Capital Management on a periodic basis as deemed necessary by Evansbrook Capital Management and the individual clients. Frequency of reviews are predetermined and agreed between Evansbrook Capital Management and each client and typically do not occur more than quarterly. Portfolio and financial plan reviews are typically scheduled in advance with Evansbrook Capital Management clients. Reviews can also be prompted by the client and/or Evansbrook Capital Management at any given time.

### **Review Triggers**

Other conditions triggering a review are changes in the portfolio allocation, new information affecting the specific client's situation, and changes in a client's own situation.

### **Regular Reports**

Evansbrook Capital Management clients receive monthly, quarterly and/or semi-annual portfolio performance statements from the custodian holding client assets. In addition, clients also receive transaction confirmations from the account custodian being used.

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

Evansbrook Capital Management receives an economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment advisors whose clients maintain their accounts at Schwab. In addition, Schwab has also agreed to pay for certain products and services for which we would otherwise have to pay once the value of our clients' assets in accounts at Schwab reaches a certain amount. These products and services, how they benefit us, and the related conflicts of interest are described above (see Item 12—Brokerage Practices).

Mr. Osman Arain is licensed to discuss and sell insurance products and receives compensation for the sale of such products. This puts him in a position to be incentivized to recommend these products based on the income and commissions generated, rather than on a client's need(s). Evansbrook Capital Management addresses this conflict of interest by identifying the conflict of interest on Evansbrook Capital Management's Conflict of Interest Disclosure Document, explaining that clients have the option to purchase the recommended insurance products from companies not affiliated with the Evansbrook Capital Management for potentially lower costs, and having both the Client and the Evansbrook Capital Management Investment Adviser Representative sign and date the Conflict of Interest Disclosure Document.

## **Item 15: Custody**

Evansbrook Capital Management does not accept or maintain custody of any client accounts. All clients must place their assets with a qualified custodian. Clients can choose a qualified custodian of their own preference. If a client has no preference of a qualified custodian, Evansbrook Capital Management will recommend a qualified custodian to clients based on their needs (i.e. Charles Schwab). Qualified custodians often allow for direct debit of advisory fees. Therefore, if a custodian allows for direct debiting and the client chooses to have advisory fees direct debited from their accounts, Evansbrook Capital Management directly debits client account(s) for the payment of our advisory fees, unless a client directs us not to and chooses a different method of payment.

Clients, through the advisory agreement, give written authorization to have their advisory fees deducted directly from their account(s) at the applicable custodian; Evansbrook Capital Management is deemed to have custody of a client's assets during this fee deduction process and, therefore, must have written authorization from the client to do so. Clients will receive all account statements and billing invoices from the custodian that are required in each jurisdiction, and they should carefully review all statements for important information and accuracy.

Under government regulations, we are deemed to have custody of your assets if, for example, you authorize us to instruct Schwab to deduct our advisory fees directly from your account or if you grant us authority to move your money to another person's account. Schwab maintains actual custody of your assets. You will

receive account statements directly from Schwab at least quarterly. They will be sent to the email or postal mailing address you provided to Schwab. You should carefully review those statements promptly when you receive them.

- I. Evansbrook Capital Management possesses written authorization from the client to deduct advisory fees from an account held by a qualified custodian;
- II. Evansbrook Capital Management sends the qualified custodian written notice of the amount of the fee to be deducted from the client's account and
- III. Evansbrook Capital Management sends the client a written invoice itemizing the fee, including any formulae used to calculate the fee, the time period covered by the fee and the amount of assets under management upon which the fee is based.

## **Item 16: Investment Discretion**

Evansbrook Capital Management provides discretionary investment management services to its clients. Custody options will be discussed and approved by both parties prior to the opening of the initial account. The client must approve of the custodian that will be used and the commission rates paid to the custodian by the client. Evansbrook Capital Management does not receive any portion of the transaction fees and/or commissions paid by the client to the custodian on any given trade and/or transaction.

### **Discretionary Authority**

Evansbrook Capital Management manages individual clients' investments in a discretionary fashion. A signed investment management agreement/contract between the client and Evansbrook Capital Management establishes the discretionary authority for trading in a client's account. Where investment discretion has been granted by the client, Evansbrook Capital Management will manage the client's account and has the ability to make investment decisions without consulting with the client as to what securities are to be bought and/or sold, when the securities are to be bought and/or sold, the amount of securities to be bought and/or sold, and/or the price at which the transaction is being executed. In some instances, Evansbrook Capital Management's discretionary authority will be limited; as a client can impose certain conditions and/or instructions that Evansbrook Capital Management must adhere to.

### **Non-Discretionary Authority**

Evansbrook Capital Management does not manage investments on a non-discretionary fashion. Non-discretionary management requires that the advisor and client must both agree to any investment transaction prior to a trade being executed. Non-discretionary clients are at a disadvantage from discretionary clients due to the fact that all investment transactions require pre-approval before a purchase and/or sale can be made.

## **Item 17: Voting Client Securities**

### **Proxy Votes**

Evansbrook Capital Management can and will assist clients with voting proxies if the client chooses. If a client owns investments they are direct shareholders and can exercise their right as a shareholder to vote on proxies. In most cases, clients will receive proxy materials directly from the account custodian. However, in the event we were to receive any written or electronic proxy materials, the materials would be forwarded directly to clients by mail, unless clients have authorized the firm to contact clients by electronic mail, in which case we would forward any electronic solicitation to vote proxies. Clients that would like assistance from Evansbrook Capital Management in understanding the material within the proxy and/or would like assistance

with the voting process can contact Evansbrook Capital Management by phone or by email using the contact information on the front of this Brochure.

### **Class Action Lawsuits**

Evansbrook Capital Management is not responsible for determining if securities held by clients are the subject of a class action lawsuit or whether clients are eligible to participate in a class action settlement or litigation nor does Evansbrook Capital Management initiate or participate in litigation to recover damages on a client's behalf as a result of class actions, misconduct, or negligence of any party that is the subject of a class action suit. Any and all inquiries regarding class action suits should be initially directed to the custodian in which the assets are/were held.

## **Item 18: Financial Information**

### **Financial Condition**

Evansbrook Capital Management does not have any financial conditions that will prohibit it from meeting its contractual obligations to clients.

## **Part 2B of Form ADV: Brochure Supplements**

Supplement 1: Osman Arain

Supplement 2: Nicole Kustok

### **Brochure Supplements**

#### **Item 1: Cover Page**

Osman Arain  
Nicole Kustok

EVANSBROOK LLC  
3 PLAYER CT  
BOLINGBROOK, IL 60490

March 2024

This brochure supplement provides information about the above listed supervised employees that supplements the EVANSBROOK LLC brochure. You should have received a copy of that brochure. Please contact Mr. Osman Arain at (917)-406-9128 if you did not receive this brochure or if you have any questions about the contents of this supplement.

### **Professional Designations Used:**

**CHARTERED FINANCIAL ANALYST (CFA®)**

CFA is an international professional certification offered by the CFA Institute to financial analysts who complete a series of three examinations. To become a CFA Charterholder, candidates must:

- Pass each of three six-hour exams
- Possess a bachelor's degree from an accredited institution (or have equivalent education or work experience)
- Have 48 months of qualified, professional work experience
- Adhere to a strict Code of Ethics and Standards governing their professional conduct

## **Item 2: Name, Educational and Business Experience**

### **Name:**

Mr. Osman Arain, CFA®

Born: 1974

### **Education, Certifications & Industry Exams Passed:**

B.S., Dartmouth College

M.B.A, Columbia Business School

Professional Designation: Chartered Financial Analyst® (CFA®)

SIE | Securities Industry Essentials Exam | 10/2018

Series 63 | Uniform Combined State Law Examination | 08/2017

Series 7 | General Securities Representative Exam | 07/2017

Series 65 | Uniform Investment Adviser Law Examination | 02/2006

Insurance License | Life & Annuities | License #20556350

### **Financial Services Background for the Preceding Ten Years:**

Evansbrook LLC dba: Evansbrook Capital Management | Owner, Chief Compliance Officer, and Investment Adviser Representative | 10/2023 – Present

7/2017 to 10/2023—Portfolio Manager, Romano Brothers & Co.

11/2012 to 7/2017—Senior Investment Advisor, PNC Wealth Management

## **Item 3: Disciplinary Information**

As an Investment Advisor Representative you are required to disclose all material fact regarding any legal or disciplinary events that would be material in your evaluation.

Mr. Osman Arain has never been the subject of an administrative or self-regulatory organization proceeding; or any other hearing or formal adjudication regarding a professional attainment, designation or license.

For more information about Mr. Osman Arain, please visit FINRA's Broker Check at [www.finra.org/brokercheckand/or](http://www.finra.org/brokercheckand/or) the SEC's Investment Advisor Search at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

## **Item 4: Other Business Activities**

Mr. Osman Arain is not actively engaged in any other investment advisory - related business or occupation at this time (other than Evansbrook, LLC).

Mr. Osman Arain has an active insurance license.

## **Item 5: Additional Compensation**

Mr. Osman Arain does not receive any economic benefit from any person, company, or organization in the investment advisory industry, outside of Evansbrook, LLC.

Mr. Osman Arain has an active insurance license that allows him to discuss/offer/sell insurance products for compensation.

## **Item 6: Supervision**

As the Chief Compliance Officer (CCO) of Evansbrook LLC, Mr. Osman Arain is responsible for the supervision of all investment adviser representatives of Evansbrook LLC. His contact information is on the cover page of this disclosure document. Mr. Osman Arain adheres to all required regulations regarding the activities of an Investment Adviser Representative and follows all policies and procedures outlined in the firm's policies and procedures manual, the firm's compliance manual, including the code of ethics, and applicable securities regulatory requirements.

## **Item 2: Name, Educational and Business Experience**

### **Name:**

Ms. Nicole Kustok  
Born: 1980

### **Education, Certifications & Industry Exams Passed:**

B.S. & B.A., Northwestern University  
M.S., Northwestern University

Series 66 | Uniform Combined State Law Examination | 07/2020  
SIE | Securities Industry Essentials Exam | 07/2020  
Series 7 | General Securities Representative Exam | 07/2020

### **Financial Services Background for the Preceding Ten Years:**

Evansbrook LLC dba: Evansbrook Capital Management | Owner and Investment Adviser Representative | 10/2023 – Present  
Romano Brothers & Co. | Portfolio Manager | 06/2020 – 10/2023  
Madison Capital Funding | Head of Communication Strategy | 03/2019 - 06/2020  
Sharmac Capital Management | Business Development Director, Sr. Trader | 9/2007 - 12/2019

## **Item 3: Disciplinary Information**

As an Investment Advisor Representative you are required to disclose all material fact regarding any legal or disciplinary events that would be material in your evaluation.

Ms. Nicole Kustok has never been the subject of an administrative or self-regulatory organization proceeding; or any other hearing or formal adjudication regarding a professional attainment, designation or license.

For more information about Ms. Nicole Kustok, please visit FINRA's Broker Check at [www.finra.org/brokercheckand/or](http://www.finra.org/brokercheckand/or) the SEC's Investment Advisor Search at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

## **Item 4: Other Business Activities**

Ms. Nicole Kustok is not actively engaged in any other investment advisory - related business or occupation at this time (other than Evansbrook, LLC).

## **Item 5: Additional Compensation**

Ms. Nicole Kustok does not receive any economic benefit from any person, company, or organization in the investment advisory industry, outside of Evansbrook, LLC.

## **Item 6: Supervision**

Ms. Nicole Kustok is supervised by Evansbrook LLC 's Chief Compliance Officer (CCO), Mr. Osman Arain. Mr. Osman Arain is responsible for the supervision of all investment adviser representatives of Evansbrook LLC. His contact information is on the cover page of this disclosure document. Mr. Osman Arain adheres to all required regulations regarding the activities of an Investment Adviser Representative and follows all policies and procedures outlined in the firm's policies and procedures manual, the firms compliance manual, including the code of ethics, and applicable securities regulatory requirements.