

Part 2A of Form ADV: Firm *Brochure*

Item 1 Cover Page

REYNOLDS CAPITAL MANAGEMENT, LLC

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This Brochure provides information about the qualifications and business practices of Reynolds Capital Management, LLC. If you have any questions about the contents of this Brochure, please contact us at 415-265-7167. 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.

Item 2

Additional information about Reynolds Capital Management, LLC also is available on the SEC's website at www.adviserinfo.sec.gov.

Material Changes

1 MATERIAL CHANGES

This brochure is a document that is prepared in response to the 2010 amendments made by the SEC to Form ADV. There have been no specific material changes that have occurred since the last annual update in 2023 to this brochure.

Table of Contents

TABLE OF CONTENTS

| | |
|----|---|
| 1 | Material Changes |
| 2 | Advisory Business |
| 3 | Fees and Compensation |
| 4 | Performance-Based Fees and Side-By-Side Management |
| 5 | Types of Clients |
| 6 | Methods of Analysis, Investment Strategies and Risk of Loss |
| 7 | Disciplinary Information |
| 8 | Other Financial Industry Activities and Affiliations |
| 9 | Code of Ethics, Participation or Interest in Client Transactions and Personal Trading |
| 10 | Brokerage Practices |
| 11 | Review of Accounts |
| 12 | Client Referrals and Other Compensation |
| 13 | Custody |
| 14 | Investment Discretion |
| 15 | Voting Client Securities |
| 16 | Financial Information |

Advisory Business

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| 2 | ADVISORY BUSINESS |
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Reynolds Capital Management, LLC (RCM) was founded in 1985 to manage taxable and tax-free investment portfolios. Frederick Reynolds owns 100% of RCM. RCM's advice is limited to equity and fixed income investments and short-term cash management. RCM's advisory services are tailored to the individual objectives of clients. After initial consultation, at which time each client's particular circumstances and objectives are determined, the total amount (in dollar or percentage terms) of securities bought and sold on a daily basis is determined by RCM. Clients are consulted from time to time in order to review their circumstances and investment objectives. Clients should notify RCM if there has been a change in their circumstances or investment objectives. Clients may impose restrictions on investing in certain securities or types of securities. RCM manages separately managed accounts and is the investment advisor to the Reynolds Blue Chip Growth Fund (Blue Chip Fund), a no-load mutual fund, pursuant to an investment advisory agreement between RCM and the Fund. The Blue Chip Fund's NASDAQ symbol is RBCGX. As of December 31, 2023, Reynolds Capital Management, LLC had \$69,000,000 in assets under management.

3 FEES AND COMPENSATION

Fee's for RCM's separately managed accounts are calculated on the basis of the total market value of the client's assets placed under its supervision, determined as of the close of business on the last business day preceding the effective date of management of the client's portfolio(s), and thereafter are recalculated on the basis of the total market value of these assets as determined as of the close of the business on the business day preceding the beginning of each successive six-month period (January 1 through June 30 and July 1 through December 31). This fee is calculated on the basis of the annual rate, listed below, and a pro rata portion of this fee is calculated based on the effective date. After this, the semi-annual fee is recalculated as of the last business day preceding each successive six-month period.

RCM's fee structure is as follows unless a different fee structure has been negotiated with the client:

- (1) 1.50% of total assets for portfolios up to and including \$500,000.
- (2) 1.25% of total assets for portfolios between \$500,000 and including \$2,000,000.
- (3) 1.00% of total assets for portfolios between \$2,000,000 and including \$4,000,000.
- (4) .75% of total assets for portfolios above \$4,000,000.

If the agreement is terminated prior to the end of a six month period, the client will receive a pro rata refund of the management fee to the date of termination if the client terminates its relationship with RCM. Separately managed clients may elect to either have management fees deducted from their investment portfolio or to be billed for fees incurred. Fees are generally billed in arrears. In addition to these management fees, separately managed accounts and the Reynolds Blue Chip Growth Fund will pay brokerage fees (see #10 in this brochure) whenever a stock or bond is purchased or sold.

Information regarding the Blue Chip Fund including a description of the services provided and applicable fees is contained in the Fund's prospectus and latest report to shareholders which can be found at www.reynoldsfunds.com. The Blue Chip Fund's expenses are deducted directly from the assets of the Fund. Separately managed clients of RCM may invest in shares of the Reynolds Blue Chip Growth Fund (RBCGX). Separately managed clients are not charged a separate management fee for any investments they may have in the Blue Chip Fund. RCM does not accept compensation for the sale of securities or other investment products.

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Item 6 *Performance-Based Fees* and Side-By-Side Management
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Types of *Clients*

5 TYPES OF CLIENTS

RCM generally provides investment advice to individuals, retirement plans, trusts and to an investment company. The minimum initial investment for a separately managed account is generally \$300,000. The minimum initial investment for the Reynolds Blue Chip Growth Fund (RBCGX) is \$1,000 (\$100 for additional investment). These minimums are for either taxable accounts or retirement plans.

Methods of Analysis, Investment Strategies and Risk of Loss

6 METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

RCM emphasizes investment in equity securities of U.S. based companies and to a lesser extent in equity securities of foreign headquartered companies listed directly on U.S. exchanges, or through American Depositary Receipts ("ADRs"). RCM emphasizes fundamental analysis of a company. Some factors taken into consideration are the outlook for a company's sales and earnings, quality of management and products, industry outlook, and position in its industry. Valuation measures used include a company's price per share relative to its estimated earnings per share and to its growth rate. Sources of information include financial newspapers and magazines, research materials prepared by others, annual reports and prospectuses, company press releases, and interviews in the media with management of companies. RCM emphasizes long-term investing in a diversified portfolio of common stocks. However, occasionally some stocks need to be sold due to such things as price targets are reached, investor expectations have become unrealistically high, or a deterioration of fundamentals. Technical analysis is also utilized to a lesser extent. Technical analysis is a method of evaluating securities by analyzing market statistics, such as past price and volume trends.

Investing in securities involves risk of loss that clients should be prepared to bear. Stocks may decline for a number of reasons. These reasons include: (1) factors that are specific to one or more stocks such as deteriorating earnings, as well as (2) factors that affect the equities securities markets generally such as the overall outlook for the economy and interest rates. With respect to the Reynolds Blue Chip Growth Fund, more detailed information relating to the methods and strategies and their associated risks are set forth in the Fund's prospectus which is available at www.reynoldsfunds.com or by calling 1-800-773-9665.

Disciplinary Information

7 DISCIPLINARY INFORMATION

RCM has had no legal or disciplinary events since it was founded in 1985 that are material to a client's or prospective client's evaluation of our advisory business or the integrity of our management.

Other Financial Industry Activities and Affiliations

8 OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

RCM does not have any financial industry activities and affiliations other than investment management of separately managed portfolios and the Reynolds Blue Chip Growth Fund (RBCGX), a no-load mutual fund.

Code of Ethics, Participation or Interest in *Client* Transactions and Personal Trading

9 CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

RCM has a Code of Ethics adopted pursuant to SEC rule 204A-1. RCM will provide a copy of this Code of Ethics to any client or prospective client upon request. RCM and/or its officers and employees may personally invest in the same securities that are purchased for clients and they may own securities of issuers whose securities are subsequently purchased for clients. If an issue is purchased or sold for clients and RCM and/or its officers/employees, they shall all pay or receive the same price, or the clients shall receive the most favorable price. RCM and its officers/employees may also sell a specific stock for their own account(s) for personal investment consideration aside from company or industry fundamentals, which they do not deem appropriate to sell for clients. RCM and/or its officers/employees may purchase stock for their own accounts or for the account of RCM which they do not consider appropriate for clients. RCM's and its officers/employee trades are reported quarterly to RCM's Chief Compliance Officer. RCM may allocate trades among separately managed accounts and the Reynolds Blue Chip Growth Fund based on many factors, including: (1) the amount of cash in each portfolio, (2) the percentage of a particular equity in each portfolio, (3) the percentage of holdings in a particular industry in each portfolio, and (4) the investment objectives of the portfolios. RCM may allocate trades in a manner that may benefit one advised account(s) relative to other advised accounts. In some cases, the Blue Chip Fund may place commission trades with the same broker that is the custodian/broker for a separately managed account(s) managed by RCM. In these cases, the separately managed account(s) may receive some benefit(s) not available to other separately managed accounts of RCM where the Reynolds Blue Chip Growth Fund places a smaller amount or no commission trades with that custodian/broker.

Brokerage Practices

10 BROKERAGE PRACTICES

Broker-dealers for client transactions for separately managed portfolios are selected or recommended by RCM in conjunction with client's input. Factors considered, among others, are execution capabilities and the reasonableness of commission rates relative to the industry. RCM has authority to determine, without obtaining specific consent from clients, the commission rates paid. In some cases, clients have directed RCM to use specified broker-dealers for transactions in their portfolio. Clients who direct RCM to use a particular broker-dealer to execute transactions for their portfolio should be aware that in doing so they may pay higher execution costs.

RCM does not currently accrue any new soft dollar credits and does not intend to do so in the future. RCM does have a soft dollar credit balance which was accrued prior to 2007. Some of these credits are used to provide RCM with support services for use in research and trading and quotation services.

11 REVIEW OF ACCOUNTS

All investment advisory accounts of RCM are reviewed at least weekly, or more often if appropriate. Such factors as industry concentrations, future prospects of each issue, percentage invested and cash management are considered. The individual issues held in each portfolio are monitored and supervised on a daily basis. Particular attention is given to changes in important factors such as earnings and stock prices. Frederick Reynolds reviews all portfolios. Written reports are provided to separately managed clients from RCM at least annually. Some of the information included in these reports regarding individual issues held in the portfolios is as follows:

- (1) Unit cost and total cost
- (2) Current price and total value
- (3) Current yield
- (4) Percentage of the total portfolio at market value

Some of the information included in these reports regarding the total portfolio is as follows:

- (1) Calendar year realized gains and losses
- (2) Unrealized gains and losses
- (3) Calendar year income and expenses
- (4) Performance

Client's are annually offered a copy of RCM's privacy policy.

In addition, separately managed clients receive from their custodian individual confirms of all transactions and a monthly summary of all activities in their portfolios. After the close of each calendar year, clients receive a year end summary and tax statement.

Shareholders in the Reynolds Blue Chip Growth Fund are provided semiannually with a report to shareholders. The Blue Chip Fund's web site at www.reynoldsfunds.com is up dated quarterly with, among other things, the Fund's top ten investment holdings, top ten industry weightings and performance. Shareholders receive from the Fund's custodian a report of account activity whenever there is a transaction in the shareholder's individual account. This report is cumulative on a calendar year basis. Shareholders receive a year end summary including tax reporting. Members of the Board of Directors of the Blue Chip Fund are supplied quarterly reports providing, among other items, periodic brokerage commission reports, comparative performance data and sales and redemption of shares information.

Item 14

Client Referrals and Other Compensation

12 CLIENT REFERRALS AND OTHER COMPENSATION

RCM does not directly or indirectly compensate any outside person for client referrals.

Custody

13 CUSTODY

RCM does not have custody of client funds or securities. Client's funds are deposited at either a brokerage firm, a bank or a trust company.

Investment Discretion

14 INVESTMENT DISCRETION

RCM generally provides investment advice to individuals, retirement plans, trusts and to an investment company. The minimum initial investment for a separately managed account is generally \$300,000. The minimum initial investment for the Reynolds Blue Chip Growth Fund (RBCGX) is \$1,000 (\$100 for additional investment). These minimums are for either taxable accounts or retirement plans.

Voting *Client* Securities

15 VOTING CLIENT SECURITIES

RCM instructs separately managed clients that it does not vote proxies for them. Clients receive proxies directly from their custodians which they are able to vote. RCM votes proxies for the holdings in the Reynolds Blue Chip Growth Fund. Information regarding proxy voting and a record of proxy voting for the Blue Chip Fund is available at www.reynoldsfunds.com on the "General Information" page under "Proxy Voting Policy" and "View Proxy Voting Record".

Financial Information

16 FINANCIAL INFORMATION

RCM does not require prepayment of client fees. Furthermore, there are no financial conditions that are reasonably likely to impair RCM's ability to meet any of its contractual commitments to clients.

Requirements for State-Registered Advisers

