



Part 2A of Form ADV: Firm Brochure

Item 1 Cover Page

Royal Asset Managers, LLC
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This brochure provides information about the qualifications and business practices of Royal Asset Managers, LLC. If you have any questions about the contents of this brochure, please contact Michael Alexenko, CFA at 630-587-1250 and/or ma@royalassetmanagers.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.

Royal Asset Managers is a “Registered Investment Advisor” with the appropriate federal and state securities and investment regulatory agencies. Registration does not imply a special expertise or skill in regards to the management of client assets. Registration is for compliance purposes only.

Additional information about Royal Asset Managers also is available on the SEC’s website at www.adviserinfo.sec.gov.

This Disclosure Brochure was prepared by Michael Alexenko, CFA on March 31, 2011

Item 2 Material Changes

Royal Asset Managers previously submitted form ADV Part II to the State of Illinois and has supplied the form to all of its clients and supplies a copy to all prospective clients as required by financial regulations. This ADV Part II form dated March 31, 2011, contains no material changes since its original copy that was created in 2003. The firm's client and asset base has grown substantially but no adverse complaints have been recorded against the firm or Michael Alexenko, CFA since the firm's inception. The firm has been registered with the Securities and Exchange Commission since March, 2008, but will transfer its registration status back to a State Registered Investment Advisor in 2011 with the State of Illinois. That change has been made possible by new regulatory statutes that permit advisors with more than \$25 million under management but less than \$100 million under management to choose to be regulated by the State of their primary place of business or by the Securities and Exchange Commission.

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Firm History, Ownership and Staff

Royal Asset Managers was established by Michael Alexenko, CFA in 2003. Mr. Alexenko is the sole owner and investment advisor working in the firm. There are no plans for adding additional investment advisors to the practice in the near to intermediate term. All clients work directly with Mr. Alexenko and receive all service and advice from him alone. Mr. Alexenko established Royal Asset Managers with the objective to provide a high level of personalized attention to clients with assets under \$1 million.

Advisory Services Provided:

- 1) **Discretionary Asset Management** - Royal Asset Managers' primary business is the responsibility of managing assets for moderate to high net worth individuals. Discretionary Asset Management is the authority clients grant to an advisor to make the day to day investment buy and sell decisions for them without consulting the client for each processed transaction. However, prior to investing for clients there is a definite understanding between the client and Royal Asset Managers in regards to the type of portfolio and the types of investments that will be purchased on the client's behalf. Portfolios are tailored to each client's specific investment goals and objectives. Royal Asset Managers does not attempt to time markets, or pick "the best individual stocks and bonds" when it constructs investment portfolios for its clients. The firm believes that the stock markets in the United States are highly efficient markets. Market efficiency means that almost all material information known about companies that might affect their stock prices is quickly incorporated into the price of their securities. For that reason Royal Asset Managers builds portfolios with investments that closely track stock market indices. Those investments are commonly known as "index funds or indexing". Common investments present in existing clients' accounts are exchange traded funds (ETFs) offered by iShares and Vanguard. Prior to investing for clients, Michael Alexenko conducts a thorough evaluation of each client's specific needs. The factors that most impact the amount of stock and bond exposure in a client's account is the rate of return the client needs to meet his/her/their investment goals and the amount of risk the client is willing and able to endure. Royal Asset Managers has accounts that have as little as 15% of assets targeted for stock investing and with as much as 85%. A client's unique circumstances might require that certain investments are not purchased on the client's behalf or that more of a particular investment is purchased on a client's behalf. If a client expresses a specific desire to hold or not hold clearly identified investments for reasons like "Socially Responsible Investing", then Royal Asset Managers will accommodate that request.
- 2) **Financial Planning** - Personal financial planning services are provided to clients to help them forecast retirement needs, savings plans and personal budgeting. Comprehensive plans take into account many financial factors including: savings ability, projected investment returns, inflation rates, existing retirement and taxable account balances, life expectancy, risk tolerance, income needs during retirement, outstanding liabilities, education funding requirements, current income levels and estate planning goals. Financial plans will provide clients with a year by year summary of how personal assets grow during savings periods and how assets are diminished during retirement. A plan will offer "what if" scenarios on how clients might modify their current savings, investment, spending or estate plans to help them achieve their financial goals. Financial Plans are provided to fee based paying clients without additional charge to investment advisory fees they pay. If a client who doesn't maintain a portfolio with Royal Asset Managers wishes to purchase financial planning services a minimum of \$1,750 is charged.
- 3) **Investment Consulting Services** - Some clients may prefer to maintain their own investment accounts and retain the primary responsibility for investment decisions within those accounts. At the same time those clients may desire some level of professional assistance to help them reach decisions on investment selections and investment strategies to gain a greater level of confidence that they are making correct choices within their portfolios. For more independent individuals this service may offer the ongoing relationship that they will find most beneficial. Investment consulting services are provided to clients on an hourly fee basis. Royal Asset Managers requires clients to purchase a minimum of ten hours of consulting advice on an annual basis. Under this arrangement clients will open and maintain separate custody accounts with brokers of their own choosing or one recommended to them by Royal Asset Managers.

Royal Asset Managers will guide the client on making appropriate investment selections within the client's self managed accounts. The advisor will evaluate the clients' return objectives, risk tolerance, time horizon, retirement goals, tax issues, liquidity needs, income needs and any unique circumstances that might affect investment strategy. After examination of the clients goals and personal financial situation the advisor will prepare written recommendations on the restructuring of an existing portfolio or how to employ cash positions. The advisor will prepare written investment policy statements for clients that detail an appropriate asset allocation. Clients should use that statement to help them discipline their investment selections. The advisor will have NO responsibility on whether the recommendations are implemented and will take NO liability for how recommendations are implemented.

- 4) **Business Advisory Services and Retirement Plans** – Royal Asset Managers provides advisory services to small businesses that have or wish to establish company sponsored retirement plans to their employees. Advice is provided to privately held businesses for the appropriate implementation of retirement plans for business owners and employees. Consideration is given to the profile of employee base to offer adequate investment choices within 401(k) plans and profit sharing plans to meet the variety of investment objectives that need to be met. Rollover of existing plans or the establishment of new plans is offered. Royal Asset Managers will use its chosen custody agent to provide the necessary record keeping and administration for the retirement plan or alternative organizations that might be requested by the business. The advisor's main objective is to provide retirement plan investment selections that allow plan participants to build diversified portfolios and conduct regular employee education to assist them in making reasonable investment choices.

Item 5 Fees and Compensation

1) Discretionary Asset Management - Under the discretionary agreement clients will agree to pay a minimum of \$2,500 per year or .008 (80 basis points) of the principal balance of the account. Fees will be charged on a monthly basis in arrears and are based on assets under management and not personal income. 80 basis points will be charged on the first \$1 million and 60 basis points will be charged on the next \$2 million and 50 basis points on the next, \$1 million. A tiered pricing structure will be implemented so that a \$2 million account under the pricing schedule would result in a total fee of .007 or 70 basis points and 66.7 basis points would be charged for a \$3 million account. Accounts over \$5 million in value will have a negotiable fee structure. For every account in excess of two within a client relationship the Advisor retains the right to charge an additional \$500.00 annually for all accounts over the initial two accounts. Fees are automatically deducted from a client's account on the first business day of the month based on the previous month end account balance.

If clients chose to terminate the relationship after 7 days and within the first 12 months from the date of the signed investment management agreement a \$1,000 termination charge will be assessed. Termination notification will be accepted in person, over the phone or in writing. A 30 day notice of termination is required.

2) Financial Planning - Financial planning is offered to investment clients with assets in excess of \$500,000 on a complimentary basis and to clients with less than \$500,000 or with no investment relationship the planning service is offered on a fee basis. Customary fees would average \$1,750 per plan. One half of the planning fee will be due upon agreement of creating the plan and the balance will be due at the time of completion. The initial one half paid is considered to be a deposit and is non- refundable.

3) Investment Consulting Services - This service is provided as part of a consulting agreement and is offered at an hourly rate of \$200 and a minimum fee of \$2,000 annually. Clients will be provided NOT LESS than ten hours of service per year at an hourly rate of \$200. Fees will be charged on a quarterly basis whether or not advisory services are rendered. Billable hours include all time dedicated to the client's financial information and not just time spent meeting or communicating with the client. Time billed will be rounded to the quarter hour.

The initial consultation period (the first 1- 3 hours) will be used to evaluate the client's current investment positions and how they compliment the client's financial goals. Ongoing financial consultation will address a variety of issues like: portfolio review, market trends, the client's changing needs, stock evaluation, investment selections, and asset allocation. Under this consulting arrangement clients may also be advised on other personal financial issues, like: mortgages, banking relationships, exercising stock options, 401(k) investing, personal budgeting and estate planning.

This service is available to all clients regardless of asset level or personal income.

4) Business Advisory Services and Retirement Plans - Fees will be charged on a percentage of assets under management and will be payable in arrears. Fees will be determined by the type of plan that is established. For SEP IRA and Pension funds the same tiered fee structure that applies to Royal Asset Managers' discretionary asset management will be used (see above). That fee schedule is .008 on the first \$1 million and .006 on the next \$2 million. For SIMPLE IRA plans and 401(k) plans the typical charges would be .005 of assets held within plans for plans up to \$2 million in assets. .0035 of assets will be charged on the next \$3 million within a plan and for plans over \$5 million the charges will be negotiable. A minimum annual fee of \$2,000 will be charged. For new plans an additional fee of \$2,000 will be charged for set-up costs. A termination fee of \$1,500 will be charged if client terminates relationship after 7 days and within 12 months from the date of the agreement. Termination will be accepted either in person, over the phone or in writing with a 30 day advanced notice.

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

Royal Asset Managers provides no performance based fee services

Item 7 Types of *Clients*

Royal Asset Managers primary client base is comprised of moderate to high net worth individuals. Currently 30 client relationships are established. Royal Asset Managers manages approximately \$32 million as of March 31, 2011. Royal Asset Managers provides investment advice to one employer sponsored Pension Plan. Clients range in age, gender, marital status and employment status. Some clients are retired and others remain actively employed. Some clients are small business owners and some are working professionals. Although there is no standard profile of a client, all clients have the same need to have assets professionally managed. Clients who have accumulated assets of at least \$300,000 in, bank accounts, retirement funds, stocks, bonds and mutual funds through any number of ways and need help in structuring custom made investment portfolios would meet the desired profile for what Royal Asset Managers considers to be its target market.

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

Royal Asset Managers employs a disciplined investment approach that focuses on the two cornerstones of investing: diversification and asset allocation. Academic and industry research is replete with empirical evidence that documents the difficulty in attempting to outperform the U.S. stock market on a long term basis by using security selection, technical analysis and market timing. That is especially true when you account for the amount of risk that investment professionals accept to achieve their returns. Royal Asset Managers' goal is deliver the commensurate level of return for the level of risk that a client has in his/her/their portfolio. After a complete analysis is performed on the return requirement that a client demands and the level of risk that the client is willing to accept an Investment Policy Statement is created for the client. The Policy Statements detail the target asset allocations that will be implemented in each client's account. The asset allocation describes the amount of stock and bond exposure a client will hold and the various types/diversification of equity and bond exposure that will be purchased on behalf of the client. From time to time RAM might either increase or decrease the amount of the long term targeted amounts of stocks and bonds in portfolios based on current market conditions. Those changes are made within the restricted range that is detailed the client's Investment Policy Statement. For example, if a client's target stock allocation is 50% and the Policy Statement permits that stock can be either increased or decrease by 15% from the 50% target, then RAM might increase stock to a maximum of 65% or lower the amount to 35% depending on how RAM interprets current economic conditions. Of course the risk in making shifts to long term allocations is that an advisor does not accurately forecast the general direction of the market and either forfeits return or takes more losses than he would have by simply sticking to the pre-determined risk level.

As part of regular account reviews that RAM examines with its clients, there is a benchmark calculation that allows a client to determine how his/her/their investments should have performed and the actual performance. RAM provides detailed performance presentations that are fair and offer the best ability to objectively evaluate the performance that RAM delivers. RAM consistently uses six different market indices to construct performance comparisons that give the client a fair ability to do an "apples to apples" comparison. In the account review material that RAM completes for its clients it clearly discloses the comparative performance for clients to evaluate.

Royal Asset Managers can work with clients to reduce risk but risk cannot be eliminated in investment portfolios. The investments that RAM uses will always have market risk exposure and therefore potential for significant loss of principal. Royal Asset Managers has historical data on market performance that can help clients understand the magnitude of possible losses. Investors should familiarize themselves with the information and take time to assess their personal risk tolerances.

Item 9 Disciplinary Information

Royal Asset Managers nor Michael Alexenko have any past or present disciplinary actions to disclose.

Item 10 Other Financial Industry Activities and Affiliations

Royal Asset Managers does not have any present nor did have any past “industry affiliations” that might offer benefit to it for directing business or product sales. Royal Asset Managers derives income from one source – the client. Royal Asset Managers has no conflicts of interest that might cause it to not act in the client’s sole best interests.

Code of Ethics Summary

Section 204A-1 of the *Investment Advisers Act of 1940* requires all investment advisors to establish, maintain and enforce a Code of Ethics. Royal Asset Managers (RAM) has established a Code of Ethics that will apply to all of its associated persons. An investment advisor is considered a fiduciary according to the *Investment Advisers Act of 1940*. As a fiduciary, it is RAM's responsibility to provide fair and full disclosure of all material facts and to act solely in the best interest of each of our clients at all times. RAM has a fiduciary duty to all clients. This fiduciary duty is considered the core underlying principle for RAM's Code of Ethics which also covers its Insider Trading and Personal Securities Transactions Policies and Procedures. RAM requires all of its supervised persons to conduct business with the highest level of ethical standards and to comply with all federal and state securities laws at all times. Upon employment or affiliation and when changes occur, all supervised persons will sign an acknowledgement that they have read, understand and agree to comply with RAM's Code of Ethics. RAM has the responsibility to make sure that the interests of all clients are placed ahead of the advisor's or its supervised person's own investment interest. Full disclosure of all material facts and potential conflicts of interest will be provided to clients prior to any services being conducted. RAM and its supervised persons must conduct business in an honest, ethical and fair manner and avoid all circumstances that might negatively affect or appear to affect our duty of complete loyalty to all clients. This disclosure is provided to give all clients a summary of advisor's Code of Ethics. However, if a client or a potential client wishes to review RAM's Code of Ethics in its entirety, a copy will be provided promptly upon request.

Royal Asset Managers frequently advises and buys for clients, investment vehicles that may be held by the principal owner of the firm. Those investments would be exchanged traded funds, mutual funds, and with rare exception individual stock. The firm does not promote security selection, unless specific clients' needs require use of individual stocks and bonds. Use of broadly diversified investment instruments like exchange traded funds, index mutual funds and actively managed mutual funds, eliminates potential conflicts. No investments made by the firm or its principal could have "market impact". Royal Asset Managers earns no compensation from commissions on accounts, no 12b-1 fees and earns no compensation from trades. The firm's belief in asset allocation is what guides it to build client portfolios with the quality investment instruments it believes will perform the best and offer the greatest value.

Item 12 Brokerage Practices

Royal Asset Managers is not a broker and does not have the capacity to establish its own brokerage operation. As an independent registered investment advisor RAM's primary issue in deciding where it will process brokerage transactions is the reliability of an organization to safeguard the custody of assets and perform quality record keeping services for its clients. RAM selected Fidelity Investments in 2003 as the organization that would supply brokerage, custody and record keeping services for it and its clients' accounts. Royal Asset Managers monitors the discount brokerage industry on a periodic basis to determine if Fidelity Investments continues to charge reasonable transaction costs for the trades that are processed for RAM's clients.

RAM has an arrangement with National Financial Services LLC and Fidelity Brokerage Services LLC (collectively, and together with all affiliates, "Fidelity") through which Fidelity provides RAM with "institutional platform services." The institutional platform services include, among others, brokerage, custody, and other related services. Fidelity's institutional platform services that assist RAM in managing and administering clients' accounts include software and other technology that (i) provide access to client account data (such as trade confirmations and account statements); (ii) facilitate trade execution and allocate aggregated trade orders for multiple client accounts; (iii) provide research, pricing and other market data; (iv) facilitate payment of fees from its clients' accounts; and (v) assist with back-office functions, recordkeeping and client reporting.

Fidelity also offers other services intended to help RAM manage and further develop its advisory practice. Such services include, but are not limited to, third party research, publications, access to educational conferences, roundtables and webinars, practice management resources, access to consultants and other third party service providers who provide a wide array of business related services and technology with whom RAM may contract directly.

RAM is independently operated and owned and is not affiliated with Fidelity.

Fidelity generally does not charge its advisor clients separately for custody services but is compensated by account holders through commissions and other transaction-related or asset-based fees for securities trades that are executed through Fidelity or that settle into Fidelity accounts (i.e., transactions fees are charged for certain no-load mutual funds, commissions are charged for individual equity and debt securities transactions). Fidelity provides access to many no-load mutual funds without transaction charges and other no-load funds at nominal transaction charges.

Fidelity is providing RAM with certain brokerage and research products and services that qualify as "brokerage or research services" under Section 28(e) of the Securities Exchange Act of 1934 ("Exchange Act").

The benefits Royal Asset Managers derives from its agreement with Fidelity Investments in no way creates a conflict of interest that would induce RAM to process transactions through Fidelity even if a superior service were available. Competing institutional brokerage services are similar and offer similar or the same relationship that Fidelity provides to RAM. No services or features of Fidelity's service are more advantageous to some clients of RAM and not others. All information Fidelity provides equally aids RAM in the management of all of its client relationships.

Royal Asset Managers does not recommend brokerage services nor does it allow clients to direct the use of certain brokerage services for the accounts under its management.

Item 13 Review of Accounts

Account reviews are performed on a regular schedule and on as needed basis. The “as needed basis” is possibly triggered by some of the following: When new cash is deposited, when a new portfolio is being repositioned, when the firm recommends to clients tactical changes to asset allocation and /or rebalancing of an investment portfolio needed due to unusual market moves. Otherwise account reviews are attempted at least quarterly through live contact with each client unless the client desires less frequent contact or his/her/their schedule does not permit a meeting. Face to face meetings are recommended at least twice a year to review portfolio performance and examine any events that might have occurred or plans that the client may have developed that could cause a change to portfolio strategy or create a temporary cash need.

The firm regularly examines all portfolios internally. Internal reviews are performed to determine that accounts are consistently tracking to target asset allocations and investment strategy. Market movements may require more frequent reviews to determine how extreme market movements have impacted asset allocation. Internal account reviews may include analysis of cash balances, investment holdings, asset allocation and rebalancing needs that require buys or sales of investment position. All portfolios are examined by Michael Alexenko who has the sole responsibility to manage all client funds.

Item 14 *Client Referrals and Other Compensation*

Royal Asset Managers does not have any formal or informal referral payment programs with individuals who might refer new or prospective clients to RAM. State regulation restricts the permissibility of referral programs by requiring individuals who might refer investment business to advisors to become licensed registered representatives of the firm they refer business to. RAM has no plans to establish referral programs.

Item 15 *Custody*

All client accounts are held in custody with Fidelity Investments. Clients have the option to receive from Royal Asset Managers' custody agent a statement of all accounts monthly. Viewing of account positions may also be available via online access. Those statements will detail all investments positions owned by each client. Fidelity offers discounted trading costs to clients who elect to receive monthly statements and investment fund prospectuses via electronic delivery. Equity trades are reduced to \$7.95 from \$12.95 for clients receiving electronic account statements.

Item 16 Investment Discretion

Royal Asset Managers does take the responsibility to exercise investment discretion on behalf of its clients. When an investment advisor is granted the authority to process buy and sell trades for clients without client approval for each individual transaction that agreement is referred to as granting the advisor “discretionary management authority” of your assets. It is RAM’s belief that although discretion can certainly be abused by advisors who violate the trust granted to them, that discretionary authority is still the type of arrangement that most clients prefer to have. They do hire advisors to manage assets and if a client requires to approve each transaction before trade execution then it somewhat defeats the purpose for why the advisor was hired.

Prior to implementing an investment strategy for its clients, RAM reviews a client’s return objective and risk tolerance and writes an Investment Policy Statement that details the investment plan that will be implemented. So although clients may not regulate each transaction that RAM processes the client does have prior approval of the strategy that will be used on his/her behalf. RAM also provides a comparison of the actual investments that are being held in a client’s portfolio with the target allocation that is detailed in the Investment Policy Statement. This reduces the risk that RAM is deviating away from the investment plan that the client believed would be pursued within his/her portfolio.

Item 17 Voting *Client* Securities

Royal Asset Managers does not vote proxy ballots for investments held by its clients.

Item 18 Financial Information

Royal Asset Managers does not take fees from clients equaling six months of or more of services in advance. Advanced payment is accepted for financial planning services and that amount is usually paid less than 30 days prior to the completion of the financial plan and for an amount that is likely less than \$1,000. If a client prefers to remit payments by check for investment management services it can make arrangements to do so but the fee structure will increase by at least .001 or 10 basis points more than the standard rate that would be charged. Rather than a charge of .008 on an account the charge would be at least .009.

Item 19 Requirements for State-Registered Advisers

All client funds managed by Royal Asset Managers are managed by Michael Alexenko, CFA. Mr. Alexenko began his financial career in September, 1985 and has passed the necessary examinations to hold the CFA designation. Mr. Alexenko has as well passed NASD exams series 7 and 63. At this time Mr. Alexenko is the sole advisor with Royal Asset Managers. If the company expands its investment advisory employee base those employees will be required to have at least 5 years of financial experience and have demonstrated working knowledge of portfolio management prior to having sole responsibility of managing client assets.

Michael Alexenko, CFA - Education and Business experience

Name: Michael Alexenko, CFA - Managing Member Royal Asset Managers, LLC

DOB: February 20, 1962

Education: Graduated from Purdue University, West Lafayette, Indiana in May 1985. Bachelor of Science in Management. Minors, Political Science and Economics.

Professional Designation: Earned Chartered Financial Analyst designation in August 1998.

The CFA Program curriculum provides a comprehensive framework of knowledge for investment decision making and is firmly grounded in the knowledge and skills used every day in the investment profession. The three levels of the CFA Program test a proficiency with a wide range of fundamental and advanced investment topics, including ethical and professional standards, fixed-income and equity analysis, alternative and derivative investments, economics, financial reporting standards, portfolio management, and wealth planning. The Chartered Financial Analyst (CFA) charter is a globally respected, graduate-level investment credential established in 1962 and awarded by CFA Institute — the largest global association of investment professionals. Passed and was granted NASD series 7 and 63 licenses in March and October 2002, respectively.

Employment history from 1998 to present:

Vice President with Harris Trust & Savings Bank, Chicago, Illinois. Helped high net worth individuals develop investment strategies for their personal portfolios. Addressed many personal financial planning problems for clients and helped to design solutions to those issues. Conducted numerous internal and external seminars and educational meetings to inform bank personnel and prospective clients of the services provided to the bank's investment clients.

Authored numerous articles covering investment management, personal financial planning and estate planning subjects. Provided assistance to closely held businesses with their financial needs including: short and long term loans, cash management, retirement plans, competitive strategy and business merger and acquisition.

Junior Achievement instructor from 2001 to 2003. Geneva Lions Club member. Member CFA Institute and Investment Analysts Society of Chicago. Mr. Alexenko was approved under the National Football League Player's Association as a Registered Financial Advisor. Registration was approved in 2002 and permitted Mr. Alexenko to offer financial advice to professional football players.

Mr. Alexenko is the owner and operator of Royal Asset Managers. He established his business in December, 2003.