Part 2A of Form ADV: Firm *Brochure*

Item 1 Cover Page

Robbins Capital Management
CRD 134137
Client Brochure

This brochure provides information about the qualifications and business practices of Robbins Capital Management Inc. If you have any questions about the contents of this brochure, please contact me at (404) 995-8558 or by email at bobrobbins@mindspring.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 Robbins Capital Management also is available on the SEC's website at www.adviserinfo.sec.gov.

Robbins Capital Management Inc.
4217 Carmain Drive
Atlanta, GA 30342
(404) 995-8558
bobrobbins@mindspring.com

Registration as an Investment Adviser does not imply a certain level of skill or training.

Item 2 Material Changes

There are no material changes in this brochure from Robbins Capital Management's last filing in October, 2010.

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Item 4 Advisory Business

A. Description of the Advisory Firm

Robbins Capital Management (hereinafter "RCM") is a sole proprietorship and has been in business since 2004. Its owner, chief executive, and chief investment officer is Robert S. Robbins.

RCM provides investment advisory services -- since 2005 primarily to qualified investors (>$1.5 mil net worth). It offers discretionary investment management, primarily (but not limited to) common stocks and bonds. Investment portfolios are chosen based on the client's age, investment goals, objectives, personal situation, time horizon, and risk tolerance. Services primarily include stock and bond selection based on both risk and reward. RCM publishes a free portfolio newsletter for clients and prospects about six times/year primarily to explain stock selection, including the macro-economic and micro-economic (industry) outlook.

B. Client Tailored Services and Client Imposed Restrictions

RCM primarily manages stock-oriented portfolios varied for client risk preference and tolerance -- 1) primarily S&P 500 risk, and secondarily moderate risk, 2) aggressive risk, 3) speculative risk. RCM also manages an investment long-short partnership categorized as speculative. Clients retain the right to terminate service at any time.

C. Wrap Fee Programs

RCM participates in Morgan Stanley Smith Barney's (MSSB) wrap fee program, and their current brochure is available upon request (from Karen Magee at 601 321-7725): "Smith Barney's Consulting Group & Portfolio Management Group," dated May, 2007.

D. Amounts Under Management

RCM has the following assets under management:
Discretionary Amounts: about $34 million
Non-discretionary Amounts: $0.00
Date Calculated: 3/31/2011

Item 5 Fees and Compensation

A. Management Fee Schedule

Fees are based on a percentage of assets under management as outlined in the schedule below:

Account Size	Annual % Fee	Quarterly Fee
$200,000 to $1.999 million	1.00%	0.25%
$2 million or more	0.75%	0.1875%

Fees are negotiable, primarily to compete in difficult market environments and to attract new financial advisors with brokerage firms. The fee discount for charitable institutions is 50%. Clients can suspend or terminate the investment advisory contract at any time, confirmed the same day in writing via fax or scanned email.

B. Payment of Fees

Clients are regularly invoiced quarterly anytime during the quarter for current quarter's fees, and fees will then be withdrawn directly from the client's accounts. For tax-exempt accounts over $1 million, fees may be paid outside the client's account.

C. Clients Are Responsible For Third Party Fees

Clients are responsible for the payment of all third party fees (e.g., MSSB fees). Those fees are separate and distinct from the fees charged by RCM. Please see Item 12 of this brochure regarding broker/custodian.

D. Prepayment of Fees

Quarterly Fees are only payable for current quarter's services -- never for future quarters' services.

E. Outside Compensation For the Sale of Securities to Clients

RCM does not accept any outside compensation for the sale of securities to clients.

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

RCM charges qualified investors (over $1.5 million total net worth) performance fees, typically 20% of gains, net of all management fees, exceeding the S&P 500's total return (including dividends). There is a high-water mark, which results in the client only paying the fee if there is a new high in the value of the account, adjusted for the S&P 500 total return index. The fee is not charged when the account is below inception value*, except in the case of withdrawal, when half the fee is charged. The principle of the performance fee is that RCM will be compensated when it exceeds the performance of an S&P 500 index fund during a time-frame of at least one quarter. In that regard, over the long term, only about 25% of investment managers perform better than that benchmark, net of all fees, and the client keeps 80% of that excess achieved by RCM.

*adjusted for contributions and withdrawals

Item 7 Types of *Clients*

RCM generally provides investment management supervisory services to any qualified investor (having net worth over $1.5 million), including the following main types:

- Individuals
- High-Net-Worth Individuals
- Trusts
- Tax-exempt accounts
- Charities, esp. educational and health

Minimum Account Size

There is an account minimum for investment supervisory services of $200,000, which is rarely waived by RCM.

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

A. Methods of Analysis and Investment Strategies

RCM's stock selection is based primarily on 1) sector, group, and subgroup analysis, 2) chart price trends, and 3) fundamental analysis of critical factors for large stocks and for all important factors of small stocks. RCM utilizes investment strategies that are designed to capture top-ranked return and risk performance -- several percentage points average annually over the S&P 500 total return. This objective entails risk exposure at times when stocks seem to be trending very favorably, but are vulnerable to correcting sharply in unusual instances. Buys and sells are usually done daily to adjust return and risk on a very timely basis to adjust to any weakening trends over their first few days or weeks. RCM's basic sell rule is exceptionally straightforward -- sell and eliminate stocks as they progressively weaken over three months . Over any five year period, all realized gains are expected to be taxable as long-term gains, and short-term gains and losses are expected to approximately offset each other.

Wrap-fee trading is done without commission.

B. Material Risks Involved

RCM typically invests in stocks which have been strongly advancing. Should the stock market decline over 10% over a few trading hours (which has not happened since Black Monday, 1987), RCM's accounts could be vulnerable to declining more, because strongly advancing stocks tend to correct more than the stock market average. Although RCM routinely raises 25 to 95% cash an average of twice annually, RCM accounts decline about as much as the market in small bear market declines.

There is no guarantee of profit or against loss. Investing in securities, especially equities, involves a risk of loss that every client should have a contingency plan to bear.

C. Risks of Specific Securities Utilized

RCM is large-stock oriented, but generally uses medium and small stocks less than 50% of stockholdings, at cost. RCM generally seeks investment strategies that, on average, do not involve significant or unusual risk beyond that of the S&P 500.

Item 9 Disciplinary Information

There are no legal or disciplinary events that are material to a client's or prospective client's evaluation of this advisory business or the integrity of our management.

Item 10 Other Financial Industry Activities and Affiliations

A. Not Registered as Broker/Dealer, Futures Commission Merchant, or Commodity Trading Advisor

RCM is not registered as a Broker/Dealer, representative of a Broker/Dealer, Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor

RCM is neither registered nor has an application pending to register, as a futures commission merchant, commodity pool operator, commodity trading advisor, or an associated person of any entity.

B. Relationships or Arrangements Material to this Advisory Business and Possible Conflicts of Interests

RCM manages both long-only accounts with brokerage firms like MSSB and a long-short partnership, Rvest Partners LP -- a possible conflict of interest. RCM executes trades and allocates shares between the two entities, as noted in the next Item 11. RCM earns both 1.5% annual management fees and 20% performance fees from Rvest.

C. Selection of Other Advisors or Managers and How This Adviser is Compensated for Those Selections

RCM does not select or recommend other advisors or third party managers.

Item 11 Code of Ethics, Participation or Interest in *Client* Transactions and Personal Trading

A. Code of Ethics

RCM has a code of ethics that is based on the principle of owing a fiduciary duty to the client. Our code of ethics is available to all clients and prospective clients upon request and are summarized as follows:
Place clients' interests first.
Align efforts with clients' interests.
Be as transparent as feasible.
Inform clients about their choices and possibilities of utilizing my services.
Keep each client within risk guidelines of our contract and any added knowledge I have of the client.
Never leverage the client's account beyond fully invested.
Raise cash as the overall stock value declines, including Exchange Traded Funds short the S&P 500.
Maximize aftertax returns in an effort to reduce risk of loss versus inception value.
Never hold client assets of any kind.
Review prices of stockholdings as often as feasible, usually hourly.
Apply fundamental research according to risk by concentrating on small companies.
Try to create new ways of more effectively and efficiently serving clients.
Respond to client inquiries as promptly as feasible.
Answer clients as clearly, accurately, and completely as feasible.

B. Recommendations Involving Material Financial Interests

RCM has no financial interest in recommending securities to others.

C. Personal Money and Personal Trading the Same Securities as Clients

Robbins invests all his personal and family financial assets in stock of clients, either via individual family accounts or as partners of Rvest Partners LP.

Orders for RCM accounts are routinely entered before or at the same time as orders for Rvest Partners LP to attempt to place clients first or to achieve execution prices without material difference as often as feasible.

Item 12 Brokerage Practices

A. Factors Used to Select Custodians and/or Broker/Dealers

RCM can manage accounts at various brokerage firms, but most accounts are at MSSB. RCM chose MSSB mainly for its low wrap-fee percentage covering all trading and all other services, its strong administration of accounts, its attracting new accounts, and its understanding of my portfolio management over many years. Secondary factors remain its specialized handling of block trades to get superior executions, its top-tier size and quality, and its broad range of services.

RCM does not compensate broker/dealers for referring accounts.
RCM does not pay soft dollars.

B. Aggregating (Block) Trading for Multiple Client Accounts

RCM often conducts block trade executions and decides whether to direct such trades to specialized traders or to handle trades itself. Allocations are either determined by RCM based on client risk preference and tolerance or based on a random assignment.

Item 13 Review of Accounts

A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews

Client stock positions are reviewed intra-day by Robert Robbins, Chief Investment Officer. Bond positions are reviewed periodically based on price changes of bonds held, bond market changes, or deep declines of equity securities of the same issuer. In case Robbins is incapacitated, he is backed up by Pegasus Investment Mgmt (206 842-9328) or, in turn, Bortel Investment Management (253 858-7866). RCM's reviews usually result in trades daily, even though RCM seeks long-term capital gains (more than one year). There are no regular or formal communications to clients of reviews. Clients may contact Robert Robbins (404 995-8558 office, 404 313-2453 cell) anytime regarding anything about their accounts, and may request performance reviews of their accounts from the custodian, usually Morgan Stanley Smith Barney.

B. Factors that Will Trigger a Non-Periodic Review of Client Accounts

Reviews may be triggered by client request or by changes in the client's financial situation including but not limited to retirement, termination of employment, inheritance, or any event that may change the client's reward preference, risk preference, or need for funds.

C. Client Statements

Clients receive monthly and annual written account statements from the broker/dealer, and generally have unlimited and continuous access to their account information through the web site of the broker/dealer.

Item 14 *Client* Referrals and Other Compensation

A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)

RCM does not receive any economic benefit, directly or indirectly, from any third party for advice rendered to RCM clients.

B. Compensation to Non-Advisory Personnel for Client Referrals

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

Item 15 *Custody*

RCM does not take custody of client accounts at any time. Custody of clients' accounts is held by the broker dealer. Clients will receive account statements from the broker dealer and should carefully review those statements.

Item 16 Investment Discretion

RCM maintains limited power of attorney over client accounts with respect to securities to be bought and sold and amount of securities to be bought and sold. Some guidelines on buying and selling securities is provided in RCM's contract with the client.

Item 17 Voting *Client* Securities

RCM customarily votes proxies of MSSB clients, but not of clients of other broker/dealers, on a best-efforts' basis. In practice, RCM only votes proxies when it becomes aware of a substantial and pivotal client interest. Hence, the substantial majority of proxies will not be voted by RCM. Any client preferring to vote his/her own proxies may arrange that with the broker/dealer.

Item 18 Financial Information

A. Balance Sheet

RCM does handle client funds and bills only fees earned, so no balance sheet is provided clients.

B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients

Neither RCM nor its owner, Robert Robbins, make any contractual payments to clients. There are no conditions likely to reasonably impair RCM's ability to meet contractual commitments to clients.

Neither RCM nor its owner, Robert Robbins, have been the subject of a bankruptcy petition in the last ten years.

A. RCM Principal Executive Officer and Owner:

Robert Robbins is the owner, Chief Executive, and Chief Investment Officer of RCM. His CRD number is 1269785.

Formal education after high school: A.B. degree Dartmouth College, M.B.A. degree of the Amos Tuck School of Business Administration at Dartmouth.

Business background: Technology research analyst Citibank 1973-76; energy analyst Bankers Trust 1976-1983, Chief Strategist Thomson-McKinnon 1983-1984 and Robinson Humphrey 1986-2002.

B. Other Businesses Engaged In

The owner of RCM, Robert Robbins is Chief Executive of Rvest Partners LP, a long-short limited partnership which routinely buys the same securities as client accounts but also shorts stocks expected to decline substantially.

C. Performance-Based Fee Calculation

RCM has performance fees from client accounts as noted above, and 20% of Rvest's net gains.

D. Involvement in Arbitration or Civil, Self-Regulatory or Administrative Proceeding

RCM is not involved in any arbitration or civil, self-regulatory, or administrative proceeding.

E. Additional Relationships or Arrangements With Any Issuer of Securities

RCM does not have any relationship or arrangement with any issuer of securities.

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