

**FORM ADV PART 2A - FIRM BROCHURE
ITEM 1: COVER PAGE
December 2017**

**RFG ADVISORY GROUP, LLC
1400 URBAN CENTER DRIVE, SUITE 475
VESTAVIA HILLS, AL 35242**

**FIRM CONTACT: VICTORIA A. SCOLES, CHIEF COMPLIANCE OFFICER
WWW.RFGADVISORY.COM
FIRM CRD# 158401**

This brochure provides information about the qualifications and business practices of RFG Advisory Group, LLC. If you have any questions about the contents of this brochure, please contact our Chief Compliance Officer, Victoria A. Scoles, by telephone at (314) 699-9241. 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 RFG Advisory Group, LLC is also available on the SEC's website at www.adviserinfo.sec.gov.

Please note use of the term "registered investment adviser" and description of RFG Advisory Group, LLC. and/or our associates as "registered" does not imply a certain level of skill or training. You are encouraged to review this Brochure and Brochure Supplements for our firm's associates which advise you for more information on the qualifications of our firm and its employees.

ITEM 2. MATERIAL CHANGES

RFG Advisory Group, LLC is required to advise you of any material changes to our Firm Brochure ("Brochure") from our last annual update, identify those changes on the cover page of our Brochure or on the page immediately following the cover page, or in a separate communication accompanying our Brochure. We must state clearly that we are discussing only material changes since the last annual update of our Brochure, and we must provide the date of the last annual update of our Brochure.

Please note that we do not have to provide this information to a client or prospective client who has not received a previous version of our brochure.

Annual Amendment Filing Date: 3/30/2017

Since our last annual amendment filing, our firm has added Charles Schwab & Co. as a custodial affiliation. See Item 12 for further details.

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ITEM 4. ADVISORY BUSINESS

RFG Advisory Group, LLC is dedicated to providing clients with a wide array of investment advisory services. We specialize in Comprehensive Portfolio Management, Financial Planning and Consulting, Referrals to Third Party Money Managers, Retirement Plan Consulting, and Financial Wellness services. Our firm is a limited liability company formed in the State of Alabama. Our firm has been in business as an investment adviser since 2011 and is owned as follows:

Bobby Ray White- 55% owner

Brian Alan Ryals- 29% owner

Shannon Spotswood- 11% owner

Rick Wedell – 5% owner

Description of the Types of Advisory Services We Offer

Clients may select from a variety of investment advisory services including Comprehensive Portfolio Management, Financial Planning and Consulting, Referrals to Third Party Money Managers, Retirement Plan Consulting, and Financial Wellness services. Our firm provides services to clients through individuals registered as investment adviser representatives (“IARs”), whom are referred to internally as Financial Advisors. IARs may be specialists in areas such as wealth management, investment consulting, portfolio management, asset allocation, financial planning, and/or estate planning.

If suitable, referrals to affiliated and unaffiliated money managers may be made through the approved managed account platforms and wrap programs. Money managers selected under these programs will have discretion to determine the securities they will buy and sell within the account(s) in order to accomplish the client’s investment objectives, subject to restrictions imposed by the client. Our firm maintains a list of approved broker-dealer/custodians which includes TD Ameritrade, LPL Financial and Charles Schwab for which clients may choose to hold their assets. The broker-dealer/custodians chosen by the client from the approved list do not have discretionary authority over assets included in the programs, although the money managers chose will have this discretionary authority. Notwithstanding, if the client is referred to a third party manager; trades may be executed for the client’s account at a broker-dealer/custodian outside the approved list subject to prior consent by RFG Advisory Group.

Clients are advised that the same or similar programs or services as those described herein may be available from other investment advisors for an annual fee lesser or greater than set forth herein, and that the programs described in this brochure may cost the client more or less than purchasing the different services within each program separately depending upon such factors as trading activity, account size, portfolio management fees, mutual fund non-load or load charges, etc.

Financial Advisors will reasonably be available for consultation with clients regarding the management of their account. The standard client account agreement provides for client accounts to be managed on a discretionary basis. Although, certain legacy client accounts may be managed on a non-discretionary basis in which case the client’s Financial Advisor will purchase, sell or otherwise trade securities or other investments for the client’s account only after the client has been notified of and approves the transaction. This approval may be verbal or written. Financial Advisors are responsible for the

management and review of these types of client accounts on an ongoing basis. Additional periodic reviews are performed by the RFG Advisory compliance team.

Clients will need to complete the necessary brokerage account documents for their broker-dealer/custodian account as well as a RFG Discretionary Portfolio Management Agreement.

Clients with a special situation will have the option to hold unmanaged assets inside a managed discretionary account under a separate RFG Advisory Non-Discretionary Agreement. This is a client accommodation only with no asset management or advisory fees charged on the non-discretionary asset(s)

Available Programs

A. Comprehensive Portfolio Management

Our Comprehensive Portfolio Management service encompasses asset management as well as providing financial planning/financial consulting to clients. It is designed to assist clients in meeting their financial goals through the use of financial investments. We conduct at least one, but sometimes more than one meeting (in person, telephone or video conference, or via email) with clients in order to understand their current financial situation, existing resources, financial goals, and tolerance for risk. Based on what we learn, the Financial Advisor will propose an investment approach to the client and the client will have an opportunity to place reasonable restrictions on the types of investments to be held in the portfolio; if agreed upon by both the client and the Financial Advisor the investment approach, guidelines and restrictions will form the investment objectives of the account. Upon the client's agreement to the proposed investment plan, we work with the client to establish or transfer investment accounts so that we can manage the client's portfolio. Once the relevant accounts are under our management, we review such accounts on a regular basis and at least annually. We may periodically rebalance or adjust client accounts under our management. If the client experiences any significant changes to his/her financial or personal circumstances, the client must notify us so that we can consider such information in managing the client's investments.

B. RFG Advisory Models

Advisors may place client accounts in one of the following proprietary investment strategies managed by our firm:

Steadfast Portfolios Program (SP)

Steadfast Portfolios offers clients an asset allocation program using mutual funds and exchange-traded funds (ETFs) managed by RFG Advisory. The client's advisor will assist the client in setting an appropriate investment objective and will assist the client in determining the suitability of the program. The advisor will have discretion in selecting the appropriate asset allocation model portfolio from the Steadfast Portfolios consistent with the client's stated investment objective.

The client will authorize RFG Advisory on a discretionary basis to purchase and sell mutual funds and ETFs. The client will also authorize RFG Advisory to effect rebalancing for the asset allocation model portfolio selected from the Steadfast Portfolios.

RFG Advisory is responsible for selecting the mutual funds and ETFs within a model portfolio and for making changes to the mutual funds and/or ETFs selected. A minimum account value of \$3,000 is required for Steadfast unless advisor receives prior authorization for an exception by RFG Advisory.

Steadfast Select Portfolios Program (SS)

Steadfast Select offers clients an exchange-traded funds (ETFs) asset allocation program managed by RFG Advisory. The client's advisor will assist the client in setting an appropriate investment objective and will assist the client in determining the suitability of Steadfast Select.

The client will authorize RFG Advisory on a discretionary basis to purchase and sell ETFs. The client will also authorize RFG Advisory to effect rebalancing for the Steadfast Select Portfolios.

RFG Advisory is responsible for selecting the ETFs and for making changes to the funds and/or stocks selected. A minimum account value of \$3,000 is required for Steadfast Select unless advisor receives prior authorization for an exception by RFG Advisory.

RiskPro Models (RP)

RiskPro Models offers clients an asset allocation program using mutual funds and exchange-traded funds (ETFs) managed by RFG Advisory and third party managers chosen by RFG Advisory. The client's advisor will assist the client in setting an appropriate investment objective and will assist the client in determining the suitability of RiskPro Model. The advisor will have discretion in selecting the appropriate asset allocation model portfolio from the RiskPro Portfolios consistent with the client's stated investment objective.

The client will authorize RFG Advisory on a discretionary basis to purchase and sell mutual funds and ETFs. The client will also authorize RFG Advisory to effect rebalancing for the asset allocation model portfolio selected from the RiskPro Models.

RFG Advisory is responsible for selecting the mutual funds and ETFs within a model portfolio and for making changes to the mutual funds and/or ETFs selected. A minimum account value of \$25,000 is required for RiskPro unless advisor receives prior authorization for an exception by RFG Advisory.

C. LPL Financial Sponsored Advisory Programs

We may provide advisory services through certain programs sponsored by LPL Financial Corporation ("LPL Financial"), a registered investment adviser and broker-dealer, member FINRA/SIPC. Below is a brief description of each LPL Financial advisory program available to us. For more information regarding the LPL Financial programs, including more information on the advisory services and fees that apply, the types of investments available in the programs and the potential conflicts of interest presented by the programs please see the program account packet (which includes the account agreement and LPL Financial Form ADV program brochure) and the Form ADV, Part 2A of LPL Financial or the applicable program. LPL Financial's applicable paperwork and client agreement shall not become effective until acceptance by us as evidenced by the signature of an authorized representative.

Model Wealth Portfolios Program (MWP)

MWP offers clients a professionally managed mutual fund asset allocation program. Our firm will obtain the necessary financial data from our client, assist our client in determining the suitability of the MWP program and assist our client in setting an appropriate investment objective. We will initiate the steps necessary to open an MWP account and have discretion to select a model portfolio designed by LPL Financial's Research Department consistent with our client's stated investment objective. LPL Financial's Research Department is responsible for selecting the mutual funds within a model portfolio and for making changes to the mutual funds selected.

Our client will authorize LPL Financial to act on a discretionary basis to purchase and sell mutual funds (including in certain circumstances exchange traded funds) and to liquidate previously purchased securities. Our client will also authorize LPL Financial to effect rebalancing for MWP accounts.

The MWP program makes available model portfolios designed by strategists other than LPL Financial's Research Department. Our firm will have discretion to choose among the available models designed by LPL Financial and outside strategists. A minimum account value of \$25,000 is required for MWP. In certain instances, a lower minimum account size for a portfolio is permitted.

Optimum Market Portfolios Program (OMP)

OMP offers clients the ability to participate in a professionally managed asset allocation program using Optimum Funds Class I shares. Under OMP, client will authorize LPL Financial on a discretionary basis to purchase and sell Optimum Funds pursuant to investment objectives chosen by the client. Advisor will assist the client in determining the suitability of OMP for the client and assist the client in setting an appropriate investment objective. Advisor will have discretion to select a mutual fund asset allocation portfolio designed by LPL Financial consistent with the client's investment objective. LPL Financial will have discretion to purchase and sell Optimum Funds pursuant to the portfolio selected for the client. LPL Financial will also have authority to rebalance the account. A minimum account value of \$10,000 is required for OMP. In certain instances, a lower minimum account size for a portfolio is permitted.

Personal Wealth Portfolios Program (PWP)

PWP offers clients an asset management account using asset allocation model portfolios designed by LPL Financial. Advisor will have discretion for selecting the asset allocation model portfolio based on client's investment objective. Advisor will also have discretion for selecting third party money managers (PWP Advisors) or mutual funds within each asset class of the model portfolio. LPL Financial will act as the overlay portfolio manager on all PWP accounts and will be authorized to purchase and sell on a discretionary basis mutual funds and equity and fixed income securities. A minimum account value of \$250,000 is required for PWP. In certain instances, a lower minimum account size for a portfolio is permitted.

Manager Access Select Program

Manager Access Select provides clients access to the investment advisory services of professional portfolio management firms for the individual management of client accounts. Advisor will assist client in identifying a third party portfolio manager (Portfolio Manager) from a list of Portfolio Managers made available by LPL Financial. The Portfolio Manager manages client's assets on a discretionary basis. Advisor will provide initial and ongoing assistance regarding the Portfolio Manager selection process. A minimum account value of \$100,000 is required for Manager Access Select, however, in certain instances, the minimum account size may be lower or higher.

Potential Conflicts of Interest

Transactions in LPL Financial advisory program accounts are generally effected through LPL Financial as the executing broker-dealer.

We receive compensation as a result of a client's participation in an LPL Financial program. Depending on, among other things, the size of the account, changes in its value over time, and the ability to negotiate fees or commissions. The amount of this compensation may be more or less than what we would receive if the client participated in other programs, whether through LPL Financial or another sponsor, or paid separately for investment advice, brokerage and other services.

Clients should consider the level and complexity of the advisory services to be provided when negotiating the account fee with the Advisor. With regard to accounts utilizing third-party portfolio managers under aggregate, all-in-one account fee structures (including MAS, PWP and the legacy MWP fee structure), because the portion of the account fee retained by the Advisor varies depending on the portfolio strategist fee associated with a portfolio, the Advisor has a financial incentive to select one portfolio instead of another portfolio.

D. Financial Planning and Consulting:

We provide a variety of financial planning and consulting services to individuals or professionals, families and other clients regarding the management of their financial resources based upon an analysis of the client's current situation, goals, and objectives. Generally, such financial planning services will involve preparing a financial plan or rendering a financial consultation for clients based on the client's financial goals and objectives. This planning or consulting may encompass one or more of the following areas: Investment Planning, Retirement Planning, Estate Planning, Charitable Planning, Education Planning, Corporate and Personal Tax Planning, Cost Segregation Study, Corporate Structure, Real Estate Analysis, Mortgage/Debt Analysis, Insurance Analysis, Lines of Credit Evaluation, Business and Personal Financial Planning.

Our written financial plans or financial consultations rendered to clients usually include general recommendations for a course of activity or specific actions to be taken by the clients. For example, recommendations may be made that the clients begin or revise investment programs, create or revise wills or trusts, obtain or revise insurance coverage, commence or alter retirement savings, or establish education or charitable giving programs. It should also be noted that we refer clients to an accountant, attorney or other specialist, as necessary for non-advisory related services. While associates of RFG may be licensed attorneys or accountants, RFG does not provide any legal or accounting advice. Clients should seek the counsel of an outside attorney or accountant when necessary. For written financial

planning engagements, we provide our clients with a written summary of their financial situation, observations, and recommendations. For financial consulting engagements, we usually do not provide our clients with a written summary of our observations and recommendations as the process is less formal than our planning service. Plans or consultations are typically completed within six (6) months of the client signing a contract with us, assuming that all the information and documents we request from the client are provided to us promptly. Implementation of the recommendations will be at the discretion of the client.

IARs of our firm may specialize in retirement procedures for specific industries, such as Educators in the Missouri School system, and may provide general consulting and education to such individuals at no cost. IARs may accept referrals for advisory services from parties that provide general consulting and educational services however no compensation is paid by or received from the IARs for such referral beyond the no cost consulting services; however, the IARs may be compensated indirectly for the referral in the form of an employee salary.

E. Referrals to Third Party Money Managers:

Our firm utilizes the services of various third party money managers for the management of certain client accounts. Investment advice and trading of securities will only be offered by or through the chosen third party money manager. Our firm will not offer advice on any specific securities or other investments in connection with this service. Prior to referring clients, our firm will provide initial due diligence on third party money managers and ongoing reviews of their management of client accounts. In order to assist in the selection of a third party money manager, RFG Advisory IARs will gather client information pertaining to financial situation, investment objectives, and reasonable restrictions, if any, to be imposed upon the management of the account.

Our IARs will review third party money manager reports provided to the client at least annually. RFG Advisory IARs will contact clients from time to time in order to review their financial situation and objectives; communicate information to third party money managers as warranted; and, assist the client in understanding and evaluating the services provided by the third party money manager. Clients will be expected to notify our firm of any changes in their financial situation, investment objectives, or account restrictions that could affect their financial standing.

F. Retirement Plan Consulting:

IARs may provide retirement plan consulting services to employer plan sponsors on an ongoing basis. Generally, such consulting services consist of assisting employer plan sponsors in establishing, monitoring and reviewing their company's participant-directed retirement plan. As the needs of the plan sponsor dictate, areas of advising could include: investment options, plan structure and participant education.

Retirement Plan Consulting services typically include:

- Establishing an Investment Policy Statement – Our IARs may assist in the development of a statement that summarizes the investment goals and objectives along with the broad strategies to be employed to meet the objectives.
- Investment Options – Our IARs may work with the Plan Sponsor to evaluate existing investment options and make recommendations for appropriate changes.

- Asset Allocation and Portfolio Construction – Our IARs may develop strategic asset allocation models to aid Participants in developing strategies to meet their investment objectives, time horizon, financial situation and tolerance for risk.
- Investment Monitoring – Our IARs monitor the performance of the investments and notify the client of changes as needed.

In providing services for retirement plan consulting, our firm does not provide any advisory services with respect to the following types of assets: employer securities, real estate (excluding real estate funds and publicly traded REITS), participant loans, non-publicly traded securities or assets, other illiquid investments, or brokerage window programs (collectively, “Excluded Assets”).

All retirement plan consulting services shall be in compliance with the applicable state laws regulating retirement consulting services. This applies to client accounts that are retirement or other employee benefit plans (“Plan”) governed by the Employee Retirement Income Security Act of 1974, as amended (“ERISA”). If the client accounts are part of a Plan, and our firm accept appointments to provide services to such accounts, our firm acknowledges its fiduciary standard within the meaning of Section 3(21) of ERISA as designated by the Retirement Plan Consulting Agreement with respect to the provision of services described therein.

G. Financial Wellness Service:

Our firm offers training, one-on-one financial consulting/planning, and financial checkups to Company employees through Four Seasons Financial Education (“FSFE”). The Company has the option of selecting one of our levels of service for their employees. Our core areas of focus include, but are not limited to:

- Retirement savings
- Debt management
- Elder care
- College education needs for children
- Spending and budgeting
- Emergency planning
- Survivor needs
- Understanding risk management
- Saving money on everyday expenses
- Bringing together employer benefits
- Estate planning
- Tax planning

The services that we provide to employers and their employees may be a combination of any of the following:

- The Creation of a financial plan - Financial plans will normally involve a written or electronic report to an employee based on information the employer and such employee have provided. Financial plans are only based on employee’s current financial situation and goals, as well as IAR’s understanding of current tax and other applicable laws and regulations.
- Welcome video – We provide a custom welcome video to educate employees about the employer’s new benefits.

- Employee Evaluation Reports – Each employee will have an opportunity to complete an evaluation form for every training. These reports help the employer determine employee satisfaction and needs.
- Financial Health Assessment™ – This annual assessment helps the employer gain an insight into the financial health of their employees and is can be compared against future years.
- Quarterly videos- quarterly educational videos on various financial topics to keep financial goals top of employees minds.

As part of our Financial Wellness Service, we also participate in speaking engagements. An IAR of our firm will deliver a presentation to the general public covering pre-specified topics which will include but are not limited to the following:

- Market Overview – Presentation of data pertaining to stock market performance in the previous year, on-going economic factors, and outlook for the coming year.
- Financial Management – Financial issues that are of critical importance to long-term financial security will be addressed, particularly as they pertain to retirement planning and making sound financial decisions to help protect clients' families and their assets.
- Retirement – Topics include types and characteristics of various retirement vehicles, projecting income, expenses and needs, deciding when to retire, retirement lifestyle, budgeting, and money management during retirement.
- Investments – Discussion of various investment products to include but not limited to bonds, stocks, mutual funds, and commodities. Investment terminology, distinctions among various asset classes and bond classifications will also be reviewed.
- Insurance – Discussion of various insurance products, such as life and health insurance. Insurance terminology, insurance coverage, amongst other related topics will be discussed.

We provide financial wellness program consulting services based on a flat or hourly fee. Such services may be project-based or ongoing based on the scope of the engagement. These consulting services are based on the unique needs of the client and estimated time required by us to provide said services.

Tailoring of Advisory Services

We offer individualized investment advice to clients utilizing our firm's Comprehensive Portfolio Management services. Additionally, we offer general investment advice to clients utilizing our firm's Financial Planning and Consulting, Referrals to Third Party Money Managers, Retirement Plan Consulting, Portfolio Monitoring, and Education Consulting services.

Each client has the opportunity to place reasonable restrictions on the types of investments to be held in the portfolio. Restrictions on investments in certain securities or types of securities may limit or prevent the likelihood of achieving the investment objectives of the client by the Financial Advisor.

Participation in Wrap Fee Programs

We offer a wrap fee program as further described in Form ADV Part 2A, Appendix 1 (the "Wrap Fee Program Brochure") of our Brochure. Our wrap fee and non-wrap fee accounts are managed on an individualized basis according to the client's investment objectives, financial goals, risk tolerance, etc.

We do not manage wrap fee accounts in a different fashion than non-wrap fee accounts. As further described in our Wrap Fee Program Brochure, we receive a portion of the wrap fee for our services.

Regulatory Assets Under Management

As of November 28, 2017, our firm manages \$791,960,329.36 on a discretionary basis and \$30,246,981.59 on a non-discretionary basis.

ITEM 5. FEES AND COMPENSATION

How We Are Compensated for Our Advisory Services

Comprehensive Portfolio Management

Our annual fees for our Comprehensive Portfolio Management service shall be based on a negotiated percentage of the market value of the assets under management and shall be calculated at up to 2.35% of all assets under management. The advisory fee rate is negotiated between the IAR and the client and may be higher or lower than the fees that we charge other clients in this or other programs; and may be higher or lower than the cost of similar services offered through other financial firms or purchasing the different services within each program separately. Our firm's fees are billed on a pro-rata annualized basis quarterly in advance based on the value of your account on the last day of the previous quarter.

RFG Advisory will instruct quarterly adjustments for deposits and withdrawals in client account held at TD Ameritrade and Schwab's. LPL Financial will make adjustments for deposits and withdrawals in client accounts held at LPL. Advisory fees will be equal to the market value of the account on the last day of the previous quarter, times the Client Fee % (per annum), divided by the number of days in the agreed upon year and multiplied by the number of days in the quarter. Our firm assumes a 360-day year and quarters lasting 90 days for accounts custodied at LPL Financial and 365-day year and quarters lasting 91 days for accounts custodied at TD Ameritrade and Charles Schwab. RFG Advisory Group client's total fee will include an additional platform fee up to 0.35% of all assets under management that is negotiated between RFG Advisory Group and the IAR. This does not apply to accounts held at third party managers.

Management fees will be deducted from the client's managed account, upon a signed Account Application Form. The ultimate management fee is indicated on the RFG Discretionary Portfolio Management Agreement. Our firm's fees are billed on a pro-rata annualized basis quarterly in advance based on the value of your account on the last day of the previous quarter and are generally negotiable. Our firm does not have the authority to instruct the broker-dealer/custodian to increase fees without written client consent.

As part of this process, you understand and acknowledge the following:

- a) the broker-dealer/custodian sends statements at least quarterly to Clients showing all disbursements for their account, including the amount of the advisory fees paid to our firm;
- b) The Client has provided authorization permitting fees to be directly paid by these terms;
- c) Our firm calculates the advisory fees for accounts custodied at TD Ameritrade and Charles Schwab. Advisory fees are calculated by LPL Financial for accounts custodied with LPL

Financial. Advisory fees are deducted by the broker-dealer/custodian from the Client's account.

*In rare cases, we may agree to directly bill clients.

LPL Financial Sponsored Advisory Programs

The fees for LPL Financial's Sponsored Advisory Programs are billed on a pro-rata annualized basis quarterly in advance based on the value of your account on the last day of the previous quarter. LPL Financial serves as program sponsor, investment adviser and broker-dealer for the LPL Financial advisory programs. Our firm and LPL Financial may share in the account fee and other fees associated with program accounts. For more information regarding the LPL Financial programs, including more information on the advisory services and fees that apply, the types of investments available in the programs and the potential conflicts of interest presented by the programs please see the program account packet (which includes the account agreement and LPL Financial's Form ADV program brochure

Financial Planning and Consulting:

We charge on a flat fee basis for financial planning and consulting services. The total estimated fee, as well as the ultimate fee that we charge you, is based on the scope and complexity of our engagement with you. Flat fees are negotiated between the IAR and the client and will not exceed \$25,000. Clients may elect to have their financial planning and consulting fees deducted from a managed account by directing the broker dealer/custodian through their execution of a third party check request.

We reserve the right to require a retainer of up to fifty percent (50 %) of the estimated total financial planning or consulting fee with the remainder of the fee due at the time of delivery of the financial plan or consultation unless you have made other arrangements with your Advisor. In all cases, we will not require a retainer exceeding \$1200 when services cannot be rendered within six (6) months.

Referrals to Third Party Money Managers:

We are paid by third party money managers when we refer you to them and you decide to open a managed account, which creates a conflict of interest. Third party money managers pay us a portion of the investment advisory fee that they charge you for managing your account. Fees paid to us by third party money manager are generally ongoing. All fees we receive from third party money managers and the written separate disclosures made to you regarding these fees comply with applicable state statutes and rules. The separate written disclosures you need to be provided with include a copy of the third party money manager's Form ADV Part 2, all relevant Brochures, a Solicitation Disclosure Statement detailing the exact fees we are paid and a copy of the third party money manager's privacy policy. The third party money managers we recommend will not directly charge you a higher fee than they would have charged without us introducing you to them.

Third party money managers establish and maintain their own separate billing processes which we have no control over. In general, they will bill you and describe how this works in their separate written disclosure documents.

Retirement Plan Consulting:

Our Retirement Plan Consulting services are billed a fee based on the percentage of Plan assets under management. The total estimated fee, as well as the ultimate fee charged, is based on the scope and complexity of our engagement with the client. Fees based on a negotiated percentage of managed Plan assets will not exceed 1.00%. The advisory fee rate is negotiated between the IAR and the client and may be higher or lower than the fees that we charge other clients in this or other programs; and may be higher or lower than the cost of similar services offered through other financial firms or purchasing the different services within each program separately. The fee-paying arrangements for Retirement Plan Consulting service will be determined on a case-by-case basis and will be detailed in the signed consulting agreement. Clients will be invoiced directly for the fees, which may be paid by the Plan's third party administrator.

Financial Wellness Service – Education Consulting:

Clients may be billed on an hourly basis, flat monthly fee, or on a flat fee based upon the services selected. Hourly fees range from \$100 to \$250 per hour and flat monthly fees generally vary from \$15.00 to \$25.00 per month for PlanWell™ voluntary financial wellness programs and \$3.00 to \$10.00 per month for traditional financial wellness programs. Flat fees generally range from free of cost to \$5,000.

The traditional financial wellness programs are typically employer-paid and cover all benefit-eligible employees. The voluntary financial wellness programs can be employer-paid, employee-paid, or a combination of the two. With both types of financial wellness programs, the services include, but are not limited to, one-on-one financial planning guidance, group education, articles, videos and financial calculators. A written financial plan may also be included in any of our financial wellness programs.

Fees for speaking engagements are typically billed on a flat fee basis and will not exceed \$100,000. Additionally, clients may be charged for reasonable travel expenses for our firm to render services or provide marketing/industry education. Prior to confirming any travel plans for a representative of our firm, we must have an executed Speaking Engagement Agreement

Other Fees:

Non-Wrap fee clients will incur brokerage commissions and transaction fees for trades executed in their accounts. The brokerage commissions and transaction fees may vary depending upon the broker-dealer/custodian selected for the client's account and will be charged directly by the broker-dealer/custodian. Client accounts with TD Ameritrade and Charles Schwab as custodian are either charged on a transaction-based basis or a fixed asset based pricing with a minimum annual fee imposed by the respective custodian. Accounts with LPL Financial as custodian are charged transaction-based pricing. Transaction fees/commissions/asset based pricing are all subject to change at the discretion of the broker dealer/custodian. These brokerage commissions and transaction fees are separate from our advisory fees and will be disclosed by the broker-dealer/custodian that the trades are executed through. Also, clients will pay the following separately incurred expenses, which RFG Advisory does not receive any part of: charges imposed directly by a mutual fund, index fund, annuity, alternative asset fund, or exchange traded fund which shall be disclosed in the fund's prospectus (i.e., fund management fees and other fund expenses).

Wrap fee clients will receive our Form ADV, Part 2A, Appendix 1 (the “Wrap Fee Program Brochure”). Wrap fee clients will not incur transaction costs for trades. More information about this is disclosed in our separate Wrap Fee Program Brochure.

Refunds Following Termination

We charge our advisory fees quarterly in advance. Clients will need to contact our firm in writing, stating they wish to terminate our advisory contract. A pro-rata unearned portion of our advisory fee will be credited back the client account by the applicable custodian.

Either party may terminate the agreement upon providing the other party thirty (30) days written notice. Billing will terminate within 30 days after receipt of termination notice. Clients will be charged on a pro-rata basis, which takes into account work completed by our firm on behalf of the client.

Commissionable Securities Sales

Representatives of our firm may also be registered representatives of LPL Financial, LLC, member FINRA/SIPC. As such they are able to accept compensation for the sale of securities or other investment products, including but not limited to the distribution or service (“trail”) fees from the sale of mutual funds, annuity, alternative asset fund and other similar investment product. Clients should be aware that the practice of accepting commissions for the sale of securities presents a conflict of interest and gives our firm and/or our representatives an incentive to recommend investment products based on the compensation received. Our firm generally addresses commissionable sales conflicts that arise when explaining to clients these sales create an incentive to recommend based on the compensation to be earned and/or when recommending commissionable mutual funds, explaining that “no-load” funds are also available. Our firm does not prohibit clients from purchasing recommended investment products through other unaffiliated brokers or agents.

ITEM 6. PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

We do not charge performance based fees.

ITEM 7. TYPES OF CLIENTS

We service individuals, high net worth individuals, trusts, estates, charitable organizations, pension and profit sharing plans, banking and thrift institutions, corporations, limited liability companies and/or other business types.

Our firm has the following minimum account requirements:

- A minimum account value of \$25,000 is required for all RiskPro models.
- A minimum account value of \$3,000 is required for Steadfast Portfolios Program.
- A minimum account value of \$3,000 is required for Steadfast Select Portfolios Program.

All minimums are required, but may be subject to negotiation between the IAR and the client. Any exception from the account minimum requirement must receive prior approval by our firm.

ITEM 8. METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

Methods of Analysis

We use the following methods of analysis in formulating our investment advice and/or managing client assets:

Charting. In this type of technical analysis, we review charts of market and security activity in an attempt to identify when the market is moving up or down and to predict when how long the trend may last and when that trend might reverse.

Fundamental Analysis. We attempt to measure the intrinsic value of a security by looking at economic and financial factors (including the overall economy, industry conditions, and the financial condition and management of the company itself) to determine if the company is underpriced (indicating it may be a good time to buy) or overpriced (indicating it may be time to sell). Fundamental analysis does not attempt to anticipate market movements. This presents a potential risk, as the price of a security can move up or down along with the overall market regardless of the economic and financial factors considered in evaluating the stock.

Technical Analysis. We analyze past market movements and apply that analysis to the present in an attempt to recognize recurring patterns of investor behavior and potentially predict future price movement. Technical analysis does not consider the underlying financial condition of a company. This presents a risk in that a poorly-managed or financially unsound company may underperform regardless of market movement.

Cyclical Analysis. In this type of technical analysis, we measure the movements of a particular stock against the overall market in an attempt to predict the price movement of the security.

Investment Strategies We Use

We use the following strategies in managing client accounts, provided that such strategies are appropriate to the needs of the client and consistent with the client's investment objectives, risk tolerance, and time horizons, among other considerations:

Long-term purchases. When utilizing this strategy, we may purchase securities with the idea of holding them for a relatively long time (typically held for at least a year). A risk in a long-term purchase strategy is that by holding the security for this length of time, we may not take advantages of short-term gains that could be profitable to a client. Moreover, if our predictions are incorrect, a security may decline sharply in value before we make the decision to sell.

Short-term purchases. When utilizing this strategy, we may also purchase securities with the idea of selling them within a relatively short time (typically a year or less). We do this in an attempt to take advantage of conditions that we believe will soon result in a price swing in the securities we purchase.

Trading. We purchase securities with the idea of selling them very quickly (typically within 30 days or less). We do this in an attempt to take advantage of our predictions of brief price swings.

Short sales. We borrow shares of a stock for your portfolio from someone who owns the stock on a promise to replace the shares on a future date at a certain price. Those borrowed shares are then sold. On the agreed-upon future date, we buy the same stock and return the shares to the original owner. We

engage in short selling based on our determination that the stock will go down in price after we have borrowed the shares. If we are correct and the stock price has gone down since the shares were purchased from the original owner, the client account realizes the profit.

Margin transactions. We will purchase stocks for your portfolio with money borrowed from your brokerage account. This allows you to purchase more stock than you would be able to with your available cash, and allows us to purchase stock without selling other holdings.

Option Transactions: We may use options as an investment strategy. An option is a contract that gives the buyer the right, but not the obligation, to buy or sell an asset (such as a share of stock) at a specific price on or before a certain date. An option, just like a stock or bond, is a security. An option is also a derivative, because it derives its value from an underlying asset. The two types of options are calls and puts. A call gives us the right to buy an asset at a certain price within a specific period of time. We will buy a call if we believe that the stock will increase substantially before the option expires. A put gives us the holder the right to sell an asset at a certain price within a specific period of time. We will buy a put if we believe that the price of the stock will fall before the option expires. We will use options to "hedge" a purchase of the underlying security; in other words, we will use an option purchase to limit the potential upside and downside of a security we have purchased for your portfolio. We use "covered calls", in which we sell an option on security you own. In this strategy, you receive a fee for making the option available, and the person purchasing the option has the right to buy the security from you at an agreed-upon price. We use a "spreading strategy", in which we purchase two or more option contracts (for example, a call option that you buy and a call option that you sell) for the same underlying security. This effectively puts you on both sides of the market, but with the ability to vary price, time and other factors. The potential risks associated with these transactions are that (1) all options expire. The closer the option gets to expiration, the quicker the premium in the option deteriorates; and (2) Prices can move very quickly. Depending on factors such as time until expiration and the relationship of the stock price to the option's strike price, small movements in a stock can translate into big movements in the underlying options.

Risk of Loss

Investing in securities involves risk of loss that clients should be prepared to bear. While the stock market may increase and your account(s) could enjoy a gain, it is also possible that the stock market may decrease and your account(s) could suffer a loss. It is important that you understand the risks associated with investing in the stock market, are appropriately diversified in your investments, and ask us any questions you may have.

ITEM 9. DISCIPLINARY INFORMATION

Neither our firm nor management persons have any disciplinary information or events to disclose.

ITEM 10. OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

Our IARs may also be registered representatives with LPL Financial, Member FINRA/SIPC. They may offer securities and receive normal and customary commissions as a result of securities transactions. A conflict of interest may arise as these commissionable securities sales may create an incentive to recommend products based on the compensation they may earn and may not necessarily be in the best

interests of the client. Clients are not required to purchase any commissionable products from our firm's representatives. As a result of this relationship, LPL Financial may have access to certain confidential information (e.g., financial information, investment objectives, transactions and holdings) about RFG's clients, even if client does not establish any account through LPL Financial. If you would like a copy of the LPL Financial privacy policy, please contact our Chief Compliance Officer, Vicki Scoles.

Our firm offers many services through its network of IARs. IARs may conduct advisory services under a trade name (i.e. "Doing Business As" or "DBA ") or other corporate structure that is held out to the public for marketing purposes. IARs may recommend that clients engage affiliates to provide advisory services and/or invest in advisory products managed by affiliates. However, only products that are believed to meet a client's investment objectives and risk tolerance are recommended.

Our firm will maintain tri-party relationships with financial institutions in order for clients of those institutions to be introduced and advised by our firm through services provided by LPL Financial. All three parties may share advisory fees or commissions as applicable. The financial institutions will not have any affiliation with our firm or our associated persons.

Some of our firm's supervised persons are licensed insurance agents. As such, they may have an incentive to sell and recommend insurance products to clients. When such recommendations or sales are made, a conflict of interest exists as our supervised persons may earn insurance commissions for the sale of those products, which may create an incentive to recommend such products and may not be in the best interest of the client. Clients are under no obligation to purchase insurance products from our supervised persons.

The compensation paid to us by third party managers may vary, and thus, there may be a conflict of interest in recommending a manager who shares a larger portion of its advisory fees over another manager. Our firm's fees are not higher than they would have been had our client obtained services directly from the third party money manager. Prior to referring clients to third party advisors, we will ensure that third party advisors are licensed with the respective authorities. A potential conflict of interest in utilizing third party advisors may be an incentive to us in selecting a particular advisor over another in the form of fees or services. To minimize this conflict our firm will make our selections in the best interest of our clients.

ITEM 11. CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

We recognize that the personal investment transactions of members and employees of our firm demand the application of a high Code of Ethics and require that all such transactions be carried out in a way that does not endanger the interest of any client. At the same time, we believe that if investment goals are similar for clients and for members and employees of our firm, it is logical and even desirable that there be common ownership of some securities.

Therefore, to prevent conflicts of interest, we have in place a set of procedures with respect to transactions effected by our members, officers and employees for their personal accounts¹. In order to monitor

¹ For purposes of the policy, our associate's personal account generally includes any account (a) in the name of our associate, his/her spouse, his/her minor children or other dependents residing in the same household, (b) for which our associate is a trustee or executor, or (c) which our associate controls, including our client accounts which our associate controls and/or a member of his/her household has a direct or indirect beneficial interest in.

compliance with our personal trading policy, we have a securities transaction reporting process for all of our associates via the LPL Financial Trade Alert System.

Furthermore, our firm has established a Code of Ethics which applies to all our associated persons. An investment adviser is considered a fiduciary. As a fiduciary, it is an investment adviser'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 always. We have a fiduciary duty to all clients. Our fiduciary duty is considered the core underlying principle for our Code of Ethics which also includes Insider Trading and Personal Securities Transactions Policies and Procedures. We require all our 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 at least annually thereafter, all supervised persons will sign an acknowledgement that they have read, understand, and agree to comply with our Code of Ethics. Our firm and 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 our Code of Ethics. However, if a client or a potential client wishes to review our Code of Ethics in its entirety, a copy will be provided promptly upon request.

Related persons of our firm may buy or sell securities for themselves at or about the same time they buy or sell the same securities for client accounts. To minimize this conflict of interest, our related persons will place client interests ahead of their own interests and adhere to our firm's Code of Ethics, a copy of which is available upon request.

Because our Firm renders investment advice to employee benefit plans within the meaning of section 3(21)(A)(ii) of the Employee Retirement Income Security Act of 1974 and section 4975(e)(3)(B) of the Internal Revenue Code, we must disclose that we act as your fiduciary. As such we must act "with the care, skill, prudence and diligence under the circumstance then prevailing that a prudent person acting in like capacity and familiar with such matters would use the conduct of an enterprise of a like character with like aims" (ERISA 404(a)(1)(B)). We further maintain the Impartial Conduct Standards which requires our firm and our advisors to give advice that is:

- in our clients' best interest;
- charge no more than reasonable compensation; and
- make no misleading statements about investment transactions, compensation, conflicts of interest, and any other matters related to investment decisions within the meaning of the Department of Labor Fiduciary Rule.

ITEM 12. BROKERAGE PRACTICES

RFG Advisory ("we/our") does not maintain custody of your assets on which we advise although we may be 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", generally a broker-dealer or bank. We recommend that our clients use TD Ameritrade, Inc. (TD) (a FINRA registered broker-dealer, member SIPC), Charles Schwab & Co. (Schwab) (a FINRA registered broker-dealer, member SIPC), or LPL Financial (LPL Financial) (a registered broker-dealer, member SIPC). We are independently owned and operated and not affiliated with TD Ameritrade, Charles Schwab, or LPL Financial. These qualified custodians will hold your assets in a brokerage account and buy and sell securities when we instruct them to. While we recommend that you use one of these custodians, you will decide whether to establish your account with them by entering into an account agreement directly with them as the custodian of your assets. We seek to recommend a custodian/broker who will hold

your assets and execute transactions at our direction on terms that are overall most advantageous when compared to other available providers and their services. We consider a wide range of factors, including, among others, the following:

- Ability to maintain the confidentiality of trading intentions
- Timeliness of execution
- Timeliness and accuracy of trade confirmations
- Willingness to commit capital
- Capability to execute, clear and settle trades (buy and sell securities for your account)
- Availability of investment research and tools that assist us in making investment decisions
- Breadth of investment products made available (stocks, bonds, mutual funds, ETFs etc.)
- Quality of services
- Record keeping services provided
- Custody services provided
- Frequency and correction of trading errors
- Ability to access a variety of market venues
- Expertise as it relates to specific securities
- Reputation, financial strength, and stability of the provider

With this in consideration, our firm has an arrangement with TD, Schwab and LPL Financial. Whereby they offer, to independent investment advisors, services which include custody of securities, trade execution, clearance and settlement of transactions. We receive some benefits from TD, Schwab and LPL Financial through our participation in their custodial programs.

Schwab generally 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 advisory account(s). For some accounts Schwab may charge you a percentage of the dollar amount of the assets in the account in lieu of commissions (asset based pricing). Schwab's commission rates and asset based fees applicable to our client accounts were negotiated based on our commitment to maintain \$150 million of our client's assets statement equity in accounts at Schwab. This commitment benefits you because the overall fees you pay are lower than they would be if we had not made the commitment. In addition to the commissions/transactions fees or asset based fees Schwab charges you a flat dollar amount as a "prime broker" or "trade away" fee for each trade that we have executed by a different broker-dealer but where the securities bought or the funds from the securities sold are deposited 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 if they are the custodian of your assets.

Our non-wrap fee program clients may pay a transaction fee to TD, Schwab or LPL Financial that is higher than another qualified broker-dealer might charge to effect the same transaction where we determine in good faith that the transaction fee is reasonable in relation to the value of the brokerage and other services received. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer's services, including the value of research provided, execution capability, commission rates, and responsiveness. Accordingly, although we will seek competitive rates, to the benefit of all clients, we may not necessarily obtain the lowest possible transaction rates for specific client account transactions.

Our firm participates in the TD Ameritrade Institutional program. TD Ameritrade Institutional is a division of TD Ameritrade, Inc. ("TD Ameritrade") member FINRA/SIPC. TD Ameritrade is an independent and unaffiliated SEC-registered broker-dealer. TD Ameritrade offers to independent investment Advisors, services which include custody of securities, trade execution, clearance, and settlement of transactions. Advisor receives benefits from TD Ameritrade through its participation in the program. (Please see the disclosure under Item 14 below.) There is no direct link between our participation in the program and the investment advice we provide to you, although we do receive economic benefits through our participation in the program that is typically not available to TD Ameritrade's retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving our participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to your accounts); the ability to have our advisory fees deducted directly from your accounts; access to an electronic communications network for order entry and account information; and discounts on compliance, marketing, research, technology, and practice management products or services provided to us by third party vendors.

TD Ameritrade may pay for business consulting and professional services received by RFG's related persons. TD Ameritrade may also pay for software systems to assist our firm in managing and administering your accounts. Some of the products and services made available by TD Ameritrade through the program may benefit our firm but may not benefit your accounts. These products or services may assist us in managing and administering your accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help us manage and further develop its business enterprise. TD Ameritrade will also reimburse any account termination fees charged by LPL Financial for client account assets that are transferred to TD Ameritrade.

The benefits received by our firm or its personnel through participation or its personnel through participation in the program are directly tied to the amount of client assets we maintain with TD Ameritrade and thus creates an incentive for us to recommend their custodial services for client assets. As part of our fiduciary duties to you, we endeavor at all times to put the best interest of you first, including to seek best execution of trades for client accounts. You should be aware, however, that the receipt of economic benefits by our firm or its related persons in and of itself creates a potential conflict of interest and may indirectly influence our choice of TD Ameritrade for custody and execution services.

We participate in Schwab Advisor Services (formerly called Schwab Institutional) which is Schwab's business serving independent investment advisory firms like us. They provide us and our clients with access to its institutional brokerage-trading, custody, reporting and related services, many of which are not typically available to Schwab retail customers. Services that benefit you 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 generally benefit you and your account.

Schwab also makes available to us other products and services that may benefit us but may not directly benefit you or your account. 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 provided to us on an unsolicited basis. We must reach certain asset thresholds to receive, and at no charge to us if we maintain a

specified number of clients' assets at Schwab. If we have less than \$10 million in client assets at Schwab it may charge us a quarterly service fee.

Schwab support services include:

- Reimbursement of client account transfer fees up to a specified dollar amount
- 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 generally benefit you and your account.
- Investment research, both Schwab's own and that of third parties. We may use this research to service all or some substantial number of our clients' accounts, including accounts not maintained at Schwab.
- 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; and
 - ✓ assist with back-office functions, recordkeeping and client reporting.
- Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:
 - ✓ educational conferences and events
 - ✓ technology, compliance, legal, and business consulting;
 - ✓ publications and conferences on practice management and business succession; and
 - ✓ access to employee benefits providers, human capital consultants and insurance providers.

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 receive up to \$60,000 in covered service expenses based upon total client assets custodied at Schwab with a minimum of \$65 million. Beyond that, these services are not contingent upon us committing any specific amount of business to Schwab in trading commissions or assets in custody. The minimum requirement may give us an incentive to recommend or require that you maintain your account with Schwab based on our interest in receiving Schwab's support services.

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

For our client accounts maintained at Schwab, you are generally not charged separately for custody services but Schwab is compensated by charging you commissions or other fees on trades that it executes or that settle into your Schwab account. Schwab's commission rates and asset based pricing fee applicable to client accounts were negotiated based on our commitment to reach \$150 million of end client statement equity in Schwab client accounts by December 2018. This commitment benefits you because the overall commission costs and/or asset based pricing fee you pay are lower than they would be if we had not made the commitment. In addition to commissions or asset based pricing fees Schwab charges you a flat dollar amount as a "prime broker" or "trade away" fee for each trade that they have executed by a different broker-dealer 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 transaction fees or asset based pricing you pay the executing broker-dealer. Because of this, to minimize your trading costs, we have Schwab execute most trades for your account.

LPL Financial makes certain research and brokerage services available at no additional cost to our firm, including research services obtained by LPL Financial directly from independent research companies, as selected by our firm (within specific parameters). Research products and services provided by LPL Financial to our firm may include research reports on recommendations or other information about, particular companies or industries; economic surveys, data and analyses; financial publications; portfolio evaluation services; financial database software and services; computerized news and pricing services; quotation equipment for use in running software used in investment decision-making; and other products or services that provide lawful and appropriate assistance by LPL Financial to our firm in the performance of our investment decision-making responsibilities. The aforementioned research and brokerage services are used by our firm to manage accounts for which we have investment discretion. Without this arrangement, our firm might be compelled to purchase the same or similar services at our own expense.

As a result of receiving the services above, we may have an incentive to continue to use or expand the use of LPL Financial's services. Our firm examined this potential conflict of interest when we chose to enter into the relationship with LPL Financial and it was determined that the relationship was in the best interest of our firm's clients and satisfies our client obligations, including our duty to seek best execution.

While LPL Financial does not participate in, or influence the formulation of, the investment advice our firm provides, certain supervised persons of our firm are dually registered persons as registered representatives of LPL Financial. Dually registered persons are restricted by certain FINRA rules and policies from maintaining client accounts at another custodian or executing client transactions in such client accounts through any broker-dealer or custodian that is not approved by LPL Financial. As a result, the use of other trading platforms must be approved not only by our firm, but also by LPL Financial.

Clients should also be aware that for accounts where LPL Financial serves as the custodian, our firm is limited to offering services and investment vehicles that are approved by LPL Financial, and may be prohibited from offering services and investment vehicles that may be available through other broker-dealers and custodians, some of which may be more suitable for a client's portfolio than the services and investment vehicles offered through LPL Financial.

Clients should understand that not all investment advisers recommend that clients custody their accounts and trade through specific broker-dealers.

Clients should also understand that LPL Financial is responsible under FINRA rules for supervising certain business activities of our firm and its dually registered persons that are conducted through broker-dealers and custodians other than LPL Financial. LPL Financial charges a fee for its oversight of activities conducted through these other broker-dealers and custodians. This arrangement presents a conflict of interest because our firm has a financial incentive to recommend that you maintain your account with LPL Financial rather than with another broker-dealer or custodian to avoid incurring the oversight fee.

LPL Financial provides various benefits and payments to dually registered persons that are new to the LPL Financial platform to assist the representative with the costs (including foregone revenues during account transition) associated with transitioning his or her business to the LPL Financial platform

(collectively referred to as “Transition Assistance”). The proceeds of such Transition Assistance payments are intended to be used for a variety of purposes, including but not necessarily limited to, providing working capital to assist in funding the dually registered person’s business, satisfying any outstanding debt owed to the dually registered person’s prior firm, offsetting account transfer fees (ACATs) payable to LPL Financial as a result of the dually registered person’s clients transitioning to LPL Financial’s custodial platform, technology set-up fees, marketing and mailing costs, stationary and licensure transfer fees, moving expenses, office space expenses, staffing support and termination fees associated with moving accounts.

The amount of the Transition Assistance payments is often significant in relation to the overall revenue earned or compensation received by the dually registered person at their prior firm. Such payments are generally based on the size of the dually registered person’s business established at their prior firm and/or assets under custody on the LPL Financial. Please refer to the relevant Part 2B brochure supplement for more information about the specific Transition Payments your representative receives.

Transition Assistance payments and other benefits are provided to associated persons of RFG in their capacity as registered representatives of LPL Financial. However, the receipt of Transition Assistance by such Dually Registered Persons creates conflicts of interest relating to RFG’s advisory business because it creates a financial incentive for our firm’s representatives to recommend that its clients maintain their accounts with LPL Financial. In certain instances, the receipt of such benefits is dependent on a Dually Registered Person maintaining its clients’ assets with LPL Financial and therefore our firm has an incentive to recommend that clients maintain their account with LPL Financial in order to generate such benefits.

Our firm attempts to mitigate these conflicts of interest by evaluating and recommending that clients use LPL Financial’s services based on the benefits that such services provide to our clients, rather than the Transition Assistance earned by any particular dually registered person. However, clients should be aware of this conflict and take it into consideration in making a decision whether to custody their assets in a brokerage account at LPL Financial.

Soft Dollars

Our firm does not receive soft dollars in excess of what is allowed by Section 28(e) of the Securities Exchange Act of 1934. The safe harbor research products and services obtained by our firm will generally be used to service all of our clients.

Brokerage for Client Referrals

Our firm does not receive brokerage commissions for client referrals.

Directed Brokerage

Neither we nor any of our firm’s related persons have discretionary authority in making the determination of the brokers with whom orders for the purchase or sale of securities are placed for execution, and the commission rates at which such securities transactions are effected. We routinely

recommend that a client directs us to execute through a specified broker-dealer. Our firm recommends the use of TD Ameritrade and LPL Financial.

Permissibility of Client-Directed Brokerage

We allow clients to direct brokerage outside our recommendation, but only through LPL Financial approved broker-dealer/custodians. However, we may be unable to achieve the most favorable execution of client transactions. Client directed brokerage may cost clients more money. For example, in a directed brokerage account, you may pay higher brokerage commissions because we may not be able to aggregate orders to reduce transaction costs, or you may receive less favorable prices.

Aggregation of Purchase or Sale

We perform investment management services for various clients. There are occasions on which portfolio transactions may be executed as part of concurrent authorizations to purchase or sell the same security for numerous accounts served by our firm, which involve accounts with similar investment objectives. Although such concurrent authorizations potentially could be either advantageous or disadvantageous to any one or more particular accounts, they are affected only when we believe that to do so will be in the best interest of the effected accounts. When such concurrent authorizations occur, the objective is to allocate the executions in a manner which is deemed equitable to the accounts involved. In any given situation, we attempt to allocate trade executions in the most equitable manner possible, taking into consideration client objectives, current asset allocation and availability of funds using price averaging, proration and consistently non-arbitrary methods of allocation.

ITEM 13. REVIEW OF ACCOUNTS OR FINANCIAL PLANS

IARs review accounts on at least an annual basis for our clients subscribing to the following services: Comprehensive Portfolio Management, Portfolio Monitoring, and third party Money Management services. The nature of these reviews is to learn whether clients' accounts are in line with their investment objectives, appropriately positioned based on market conditions, and investment policies, if applicable. We provide written reports to clients, upon request. Clients also have access to their advisory account(s) through our client portal, "Fetch". Broker-dealer/custodians will provide clients with account statements on at least a quarterly basis. Statements are sent to the email or postal mailing address you provided to the custodian. You should carefully review these statements promptly upon receipt. We also urge you to compare the statements you receive from the custodian with what you receive from us or see on your "Fetch" portal.

In instances where Client's LPL Financial Brokerage account was converted to a RFG Advisory account, client understands advisory performance is only applicable from the date of conversion. Verbal reports to clients take place on at least an annual basis when we contact clients who subscribe to the following services: Comprehensive Portfolio Management, Portfolio Monitoring, and third party Money Management.

We may review client accounts more frequently than described above. Among the factors which may trigger an off-cycle review are major market or economic events, the client's life events, requests by the client, etc.

Financial planning clients do not receive reviews of their written plans unless they take action to schedule a financial consultation with us. We do provide ongoing services to financial planning clients, but are willing to meet with such clients upon their request to discuss updates to their plans, changes in their circumstances, etc. As also mentioned in Item 13A of this Brochure, financial planning clients do not receive written or verbal updated reports regarding their financial plans unless they separately contract with us for a post-financial plan meeting or update to their initial written financial plan.

Retirement Plan Consulting clients receive reviews of their retirement plans for the duration of the service. Our firm will meet with clients upon their request to discuss updates to their plans, changes in their circumstances, etc. Retirement Plan Consulting clients do not receive written or verbal updated reports regarding their plans unless they choose to engage our firm for ongoing services.

Financial Wellness clients will receive quarterly written reports detailing how many employees used the service. We will also provide an annual Financial Wellness Impact Report which illustrates factors such as 401(k) deferrals, HSA/FSA utilization, debt pay-down rates, improve Financial Health Scores™, etc. These reports illustrate the impact the financial wellness program is having on company employees.

ITEM 14. CLIENT REFERRALS AND OTHER COMPENSATION

We shall recommend TD, Schwab or LPL Financial. LPL Financial is the broker-dealer and investment adviser with which most of our representatives are also associated. As described in **Item 12 – Brokerage Practices** above, we receive some benefits from TD, Schwab and LPL Financial through our participation in their custodial programs. The availability of these products and services is not based on our giving specific investment advice such as buying particular securities for our clients.

We also receive from TD Ameritrade certain additional economic benefits (“Additional Services”) that may or may not be offered to any other independent investment Advisors participating in the program. Specifically, the Additional Services include Orion Advisor Services, Bloomberg Finance, Money Guide Pro, Salesforce and LiquidHub. TD Ameritrade provides the Additional Services to us in its sole discretion and at its own expense, and we do not pay any fees to TD Ameritrade for the Additional Services. Our firm and TD Ameritrade have entered into a separate agreement (“Additional Services Addendum”) to govern the terms of the provisions of the Additional Services.

Our receipt of Additional Services raises potential conflicts of interest. In providing Additional Services to our firm, TD Ameritrade considers the amount and profitability to TD Ameritrade of the assets in, and placed for, your accounts maintained with TD Ameritrade. TD Ameritrade has the right to terminate the Additional Services Addendum with our firm, in its sole discretion, provided certain conditions are met. Consequently, in order to continue to obtain Additional Services from TD Ameritrade, we have an incentive to recommend that your assets under management with us be held in custody with TD Ameritrade and to place transactions for your accounts with TD Ameritrade. Our firm’s receipt of Additional Services does not diminish our duty to act in your best interest, including to seek best execution of trades for your account(s)

We receive an economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment advisors that have their clients maintain accounts at Schwab. These products and services, how they benefit us, and the related conflicts of interest are described above (see Item 12 – Brokerage Practices). The availability of Schwab’s products and services

to us is not based on our giving specific investment advice, such as buying particular securities for our clients.

We receive from LPL Financial, without cost and/or at a discount, support services and/or products, assistance to better monitor and service client accounts. We may receive investment-related research, pricing information and market data, software and other technology that provide access to client account data, compliance and/or practice management-related publications, discounted or gratis consulting services, discounted and/or gratis attendance at conferences, meetings, and other educational and/or social events, marketing support, computer hardware and/or software and/or other products used by us to assist us in our investment advisory business operations. In order to help facilitate the transition of clients to LPL Financial's custodial platform, some of our IARs received transition support from LPL Financial in the form of a forgivable loan. The amount of the upfront loan represents a substantial payment and forgiveness of the loan and accrued interest is contingent upon the IARs' continued association with LPL Financial as a registered representative for the duration of the loan. This transition assistance presents a conflict of interest in that our IARs have a financial incentive to maintain a relationship with LPL Financial in order to benefit by having the loan forgiven. However, to the extent that our IARs recommend that clients use LPL Financial, it is because the IARs believe that it is in the clients' best interests to do so based on the quality and pricing of the execution, benefits of an integrated platform for brokerage and advisory accounts, and other services provided by LPL Financial.

Our clients may pay more for investment transactions effected and/or assets maintained at TD, Schwab or LPL Financial as result of these arrangements. The benefits received by our firm or its personnel through participation in the TD, Schwab or LPL Financial programs do not depend on the amount of brokerage transactions directed to these qualified custodians, or any other institution. As part of our fiduciary duties to you, we endeavor at all times to put the best interest of you first, including to seek best execution of trades for client accounts. You should be aware, however, that the receipt of economic benefits by our firm or its related persons in and of itself creates a potential conflict of interest and may indirectly influence our choice of TD, Schwab or LPL Financial for custody and execution services.

Referral Fees

Our firm pays a recruiting bonus to our firm's IARs (or Financial Advisors) who may refer another Advisor to our firm. This arrangement may create a conflict of interest when there is a higher recruiting bonus paid if new IARs client assets are moved to the RFG Advisory Steadfast models. However, to the extent that IARs determine to recommend clients use our firm's platform, it is because the IARs believe that it is in the clients' best interests to do so based upon achieving the client's investment objectives.

Our firm pays referral fees (non-commission based) to independent solicitors (non-registered representatives) for the referral of their clients to our firm in accordance with Rule 206 (4)-3 of the Investment Advisers Act of 1940. Such referral fee represents a share of our investment advisory fee charged to our clients. This arrangement will not result in higher costs to the referred client. In this regard, our firm maintains Solicitors Agreements in compliance with Rule 206 (4)-3 of the Investment Advisers Act of 1940 and applicable state and federal laws. All clients referred by Solicitors to our firm will be given full written disclosure describing the terms and fee arrangements between our firm and Solicitor(s). In cases where state law requires licensure of solicitors, our firm ensures that no solicitation fees are paid unless the solicitor is registered as an investment adviser representative of our firm. If our

firm is paying solicitation fees to another registered investment adviser, the licensure of individuals is the other firm's responsibility.

ITEM 15. CUSTODY

Under government regulations, we are deemed to have custody of your assets if you authorize us to instruct Schwab, TD Ameritrade or LPL Financial to deduct our advisory fees directly from your account. Client funds and securities will be held with one of these independent broker-dealer/custodians, not with RFG Advisory. You will receive account statements directly from your custodian at least quarterly. They will be sent to the email or postal mailing address you provided to them. You should carefully review those statement promptly when you receive them. We also urge you to compare these account statements with the periodic reports you receive from your Financial Advisor or what you view through our Client portal, *Fetch*.

ITEM 16. INVESTMENT DISCRETION

The standard client account agreement provides for client accounts to be managed on a discretionary basis. We conduct at least one, but sometimes more than one meeting (in person, telephone or video conference, or via email) with clients in order to understand their current financial situation, existing resources, financial goals, and tolerance for risk. Based on what we learn, the Financial Advisor will propose an investment approach to the client and the client will have an opportunity to place reasonable restrictions on the types of investments to be held in the portfolio; if agreed upon by both the client and the Financial Advisor the investment approach, guidelines and restrictions will form the investment objectives of the account. The Financial Advisor will independently manage the assets in the client's account in accordance with the provisions of their account agreement and with a view to achieving the financial goals of the Client as set out in the investment objectives. The Advisor shall have complete discretion in managing the Assets and the decision and discretion of the Advisor for the purpose of making any investments, disinvestments or any other matter as above shall be final and binding.

ITEM 17. VOTING CLIENT SECURITIES

We do not and will not accept the proxy authority to vote client securities. Clients will receive proxies or other solicitations directly from their custodian or a transfer agent. In the event that proxies are sent to our firm, we will forward them on to you and ask the party who sent them to mail them directly to you in the future.

ITEM 18. FINANCIAL INFORMATION

We are not required to provide financial information to our clients because:

- The Firm does not require the prepayment of more than \$1,200 in fees and six or more months in advance for services not rendered within 6 months.
- The Firm does not take custody of client funds or securities.
- The Firm does not have a financial condition or commitment that impairs its ability to meet contractual and fiduciary obligations to clients.

The Firm has never been the subject of a bankruptcy proceeding.