

Pegasus Partners Ltd.

Part 2A of Form ADV Brochure

1501 W. Market Street
Mequon, Wisconsin 53092
(262) 478-9009
pegpartnersltd.com

June 25, 2015

This Brochure provides information about the qualifications and business practices of Pegasus Partners Ltd. (the “Adviser”). If you have any questions about the contents of this Brochure, please contact us at (262) 478-9009 or by email at mhaas@pegpartnersltd.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.

The Adviser is a registered investment adviser. The registration of an investment adviser does not imply any level of skill or training.

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

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Item 4 — Advisory Business

Firm Description

The Adviser provides professional investment management to a broad range of investors. All investment management services are provided on a supervisory basis. The Adviser provides continuous investment advice and management based upon the individual needs and objectives of each client. The Adviser also provides bill pay services for select clients whereby the Adviser may have the ability to authorize payments from client checking accounts. The Adviser was founded in February 2015, and commenced operations in April 2015.

Principal Owner

The Adviser is privately held and its employees own substantially all the outstanding stock of the firm. The principal owner of the Adviser is Todd Krieg.

Types of Advisory Services

Our core expertise is embodied in our Rising Income Equity Strategy, described below, the goal of which is to seek superior long-term investment returns by investing in companies with sustainable and growing cash flows that also exhibit a commitment to returning cash to shareholders. We also offer custom asset allocation strategies where a client's portfolio may be allocated among mutual funds, exchange traded funds ("ETFs"), third-party investment advisers, and other investments as part of an overall asset allocation strategy. Investments and third-party investment advisers used in the custom allocation strategy are selected based upon a number of factors, including an evaluation of a company's performance history, management, total assets, expense ratio, volatility, turnover ratio, duration of track record, dividend yield and sales loads.

For clients who grant the Adviser complete discretionary authority, the Adviser determines which securities are to be bought or sold and, in these determinations, it is guided by the general guidelines which are set up at the inception of the Adviser-client relationship in cooperation with the client. These general guidelines cover such things as the relative proportion of debt securities and equity securities, the degree of risk which the client wishes to assume and the types and amounts of securities to constitute the portfolio, including any restrictions imposed by the client. The Adviser endeavors to manage the portfolio in accordance with these guidelines.

The Adviser also offers financial planning services to clients. Financial planning services may include financial position planning, retirement planning, income tax estimates, business planning and preparation of a financial plan. All financial planning advice is provided on a non-discretionary basis and clients are responsible for deciding what advice to act upon. There is no additional fee to clients for financial planning services.

In addition to the foregoing, the Adviser provides relationship management services to select clients of Reinhart Partners, Inc. (“Reinhart”), a registered investment adviser with which the Adviser was previously affiliated. The Adviser is compensated for these services from the fees the client pays to Reinhart.

Client Reporting on Alternative Investments

On client reports, the Adviser may show alternative investments held or controlled by a client or by a third party on behalf of the client. These assets are reported for client recordkeeping purposes only. The Adviser does not have actual custody or control of these assets. With the exception of most marketable securities, the description of the asset and its price (or value) may have been provided to the Adviser by the client and should not be relied upon for any purpose by a third party.

Client Assets

As of May 31, 2015, total assets under management were approximately \$999 million. Client assets managed on a discretionary basis totaled approximately \$955 million; client assets managed on a non-discretionary basis totaled approximately \$44 million.

Item 5 — Fees and Compensation

Fees for investment management services rendered are based on a percentage of assets under management and are payable quarterly in advance, unless otherwise agreed to by the parties in writing. The annual rates provided below are applied to the market value of investment capital, including cash or its equivalent held for investment, as appraised by the Adviser. Where client assets are invested in mutual funds, ETFs, or other investment vehicles, the client will incur both a direct management fee payable to the Adviser and an indirect management fee payable through the third party investment vehicle. The same is generally true if client assets are invested in a strategy offered by a third-party investment adviser – that is, the client will incur both a management fee payable to the Adviser and a management fee payable to the third-party investment adviser, unless otherwise agreed to by the parties in writing. Where the Adviser provides before fee and after fee performance, before fee performance includes all fees (i.e., trading, custodian, advisory fees, etc.) incurred by the client other than the Adviser’s fee. No fee increase will take effect without at least sixty days’ advance written notice to clients.

Unless the Adviser has permission from the client to debit automatically the client’s custodial, banking or brokerage account(s), as the case may be, the Adviser will invoice each client for services rendered.

The contractual relationship between the Adviser and its clients shall remain in force until canceled by either party upon 30-days’ prior written notice. Unless a client specifically instructs

the Adviser to liquidate the client's assets, the Adviser will not liquidate assets when notice of termination is received from a client. In the event of termination by either party, any unearned fees will be prorated back to the client.

Fee Schedule*

Total assets up to \$1,999,999	1.00%
Total assets from \$2 million to \$4,999,999	0.85%
Total assets from \$5 million to \$9,999,999	0.75%
Total assets from \$10 million to \$14,999,999	0.70%
Total assets of \$15 million and over	Negotiated

*Minimum Fee of \$10,000. All portfolio fees are subject to negotiation depending upon a number of factors, including total value of assets managed, asset type, and servicing requirements.

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

The Adviser does not intend to enter into performance fee arrangements with clients; therefore, the Adviser does not expect to expose its clients to the potential conflicts of interests associated with side-by-side management.

Item 7 — Types of Clients

Description

The Adviser provides investment advisory services to corporations, pension and profit-sharing plans, endowments, foundations, trusts, individuals and other separate accounts.

Account Minimums

The Adviser has a standard minimum relationship size of \$2,000,000 for all accounts. Smaller accounts may be accepted based upon a number of factors, including geographic considerations, related account relationships, the number of clients with individual firms and support services provided by other firms.

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

Rising Income Equity Strategy

Philosophy. The Rising Income Equity Strategy is grounded in the Adviser's belief that investments in companies with sustainable and growing cash flows that also exhibit a commitment to returning cash to shareholders will provide superior long-term investment returns. The Adviser believes an increasing number of public companies will institute significant dividends to shareholders and that dividends will represent a larger share of total stock market returns in future years.

By focusing on the ability to sustain and increase dividends, first and foremost, this investment strategy places additional value on consistency of company fundamentals and the willingness of company management to return some portion of its cash flow to shareholders. Critical to the success of this method of investing is a dividend payout ratio below the sustainable cash flow of the company, as well as a diversified group of company investments spread across most, if not all, economic sectors.

Research and Analysis. Roughly 80% of the research for this strategy is generated internally. However, external research also plays an important role as a source of data. The Adviser combines data from external sources and sell-side research with its own industry knowledge and expertise to formulate its own opinions about company and industry fundamentals, future stock price movements, and the risk/return profile of individual stocks.

The Adviser concentrates its internal research on companies with a history, or new commitment, to paying out a portion of their annual cash flow to shareholders in the form of regular or special dividends. After the initial screen, the Adviser performs fundamental due diligence on the companies to determine if additional research is necessary. For example, the Adviser will formulate an opinion on the sustainability of revenues and cash flow, financial strength and the likely direction from here, and ability to grow cash flows over time. Companies that pass the fundamental screen are then evaluated for potential position in the portfolio based on sectors, valuation, and other suitability measures.

Custom Asset Allocation Strategy

The Adviser may provide asset allocation recommendations to clients using a wide range of mutual funds, ETFs, third-party investment advisers and other investments. To be considered for recommendation to a client, an investment or third-party investment adviser must meet certain criteria relating to, among other things, performance, management, total assets, expense ratio, volatility, turnover ratio, duration of track record, dividend yield and sales loads. As part of its asset allocation strategy, the Adviser will review client portfolios to determine whether the portfolio is appropriately diversified and whether the risk profile of the account matches the client's risk tolerance. The Adviser will rebalance accounts as necessary in order to achieve the client's desired investment objectives.

Principal Risk Factors

Investing in securities involves risk of loss that clients should be prepared to bear. The Adviser does not offer any products or services that guarantee rates of return on investments for any time period to any client. All clients assume the risk that investment returns may be negative or below the rates of return of other investment advisers, market indices or investment products. Investments are subject to market risk, which may cause the value of the client's account to be worth more or less than the client's initial investment. The market value of a client's account is expected to fluctuate. Further, the securities selected may decline in value or not increase in value when the market in general is rising.

Item 9 — Disciplinary Information

The Adviser and its employees have not been involved in any legal or disciplinary events that would be material to a client's evaluation of the firm or its personnel.

Item 10 — Other Financial Industry Activities and Affiliations

The Adviser and its employees do not have any relationships or arrangements with other financial services companies that pose material conflicts of interest.

Prior to April 1, 2015, the Adviser was affiliated with Reinhart (first, as a division of Reinhart, and later, as a wholly-owned subsidiary of Reinhart). The Adviser provides certain investment management and relationship management services to clients of Reinhart, and Reinhart, in turn, provides certain investment management services to clients of Pegasus. The services provided, and the fees payable by clients with respect thereto, are disclosed to clients at the time the client enters into a client agreement with the Adviser and/or Reinhart.

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

The Adviser has adopted a Code of Ethics for all supervised persons of the firm describing its high standard of business conduct, and fiduciary duty to its clients. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons of the Adviser must acknowledge the terms of the Code of Ethics annually, or as amended.

The Adviser anticipates that, in appropriate circumstances and consistent with clients' investment objectives, it will recommend to investment advisory clients the purchase or sale of securities in which the Adviser, its affiliates and/or clients, directly or indirectly, have a position of interest. The Adviser's employees are required to follow the Adviser's Code of Ethics. Subject to satisfying this policy and applicable laws, employees of the Adviser may trade for their own accounts in securities which are recommended to and/or purchased for the Adviser's clients. The Code of Ethics is designed to ensure that the personal securities transactions, activities and interests of the employees of the Adviser will not interfere with (i) making decisions in the best interest of advisory clients, and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Under the Code of Ethics, certain classes of securities have been designated as exempt transactions, based upon a

determination that these would materially not interfere with the best interest of the Adviser's clients. In addition, the Code of Ethics requires pre-clearance of many transactions, and restricts trading in close proximity to client trading activity. Nonetheless, because the Code of Ethics in some circumstances would permit employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client in a security held by an employee. Employee trading is continually monitored by the firm's compliance personnel to ensure compliance with the Code of Ethics, and to reasonably prevent conflicts of interest between the Adviser and its clients.

The Adviser's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting the firm's Chief Compliance Officer at (262) 478-9009.

Item 12 — Brokerage Practices

For clients who grant the Adviser complete discretionary authority, the Adviser determines the broker or dealer through which the securities are to be bought or sold and the commission rates at which transactions are effected. In making these decisions, the Adviser considers a variety of factors, including best price and execution and the quality of the brokerage and research services provided by the broker. The Adviser may pay a broker a brokerage commission in excess of that which another broker might have charged for effecting the same transaction, in recognition of the value of the brokerage or research services provided by the broker. Such services are used in servicing all of the Adviser's accounts and are not used solely by the Adviser in connection with the accounts which paid a commission to the broker providing such services.

When a client desires that a particular broker is to be used, the client is required to specifically direct the Adviser in writing, typically in the form of an investment advisory agreement signed by the client, to do so. Where the client directs the Adviser to use a specified broker, the client should understand that (i) the Adviser will not negotiate commissions on the client's behalf and that, as a result, the client may pay materially different commissions than paid by other clients of the Adviser depending on the client's commission arrangement with such broker and upon other factors, such as the number of shares, round and odd lots, and the market for security purchased or sold; (ii) the client's securities trades will not be included in the Adviser's "batched" orders (i.e., orders for the purchase or sale of the same security for more than one account of The Adviser) executed through such broker and, therefore, the client may pay a different brokerage commission than other clients of the Adviser participating in such "batched" orders; (iii) if the Adviser was not directed to use such broker, the client may pay less in commissions; (iv) the Adviser has a potential conflict between client's interest in obtaining best execution and the Adviser's interest in receiving future referrals from such broker/dealer

and; (v) for the foregoing reasons, the Adviser may not obtain best execution in certain transactions in the client's account.

Research services received from brokers and dealers are supplemental to the Adviser's own research effort and, when utilized, are subject to internal analysis before being incorporated by the Adviser into its investment process. The Adviser pays cash for certain research services received from external sources. The Adviser also allocates brokerage for research services which are available for cash. The Adviser will arrange for the execution of securities transactions for client accounts through brokers or dealers that the Adviser reasonably believes will provide best execution. Consistent with obtaining best execution, transactions for client accounts may be directed to brokers in return for research services furnished by them to the Adviser. Such research generally will be used to service all of the Adviser's clients, but brokerage commissions paid may be used to pay for research that is not used in managing a specific client's account. With regard to the payment of brokerage commissions, in accordance with Section 28(e) of the Securities Exchange Act of 1934, the Adviser may cause an account to pay commission rates in excess of those another broker or dealer would have charged for effecting the same transaction, if the Adviser determines in good faith that the commission paid is reasonable in relation to the value of the brokerage and research services provided. This determination may be viewed in terms of either the particular transaction involved or the overall responsibilities of the Adviser with respect to the accounts over which it exercises investment discretion. Therefore, research may not necessarily benefit all accounts paying commissions to such brokers. Accordingly, while the Adviser cannot readily determine the extent to which commission rates charged by broker/dealers reflect the value of their research services, the Adviser would expect to assess the reasonableness of commissions in light of the total brokerage and research services provided by each particular broker. The Adviser receives a wide range of research services from brokers and dealers. These services include research reports on companies, industries, the economy, and securities; statistical analysis relative to current client portfolios; economic and financial data; financial publications; computer databases; quotation services; and research oriented software services. In some cases, research services are generated by third parties but are provided to the Adviser by or through broker-dealers.

The Adviser may receive mixed-use items, such as account and research software from various vendors. These mixed-use items will be paid for by a combination of soft dollars (commissions) and hard dollars. The allocation of the cost of these items will be made by the Adviser. The Adviser has a potential conflict of interest in making such allocations.

From time to time it may be desirable to acquire or dispose of the same securities for more than one client at the same time. In this circumstance, it may not be possible to acquire or

dispose a sufficiently larger portion of the security, or the client may have to accept a less favorable price. The Adviser's trade allocation/aggregation procedures have been designed to ensure that all clients are treated fairly and equitably with no particular group or client(s) being favored or disfavored over any other clients, but also to allow for flexible use of appropriate allocation methodologies. In circumstances where combined orders can be effected, orders for the same security executed on the same day for more than one client are treated as a combined order and the price averaged for participating clients and transaction costs are shared equally and on a pro rata basis.

Trades will not be combined where a client has directed transactions to a particular broker-dealer or when the Adviser determines combined orders would not be efficient or practical. Where a client pays a per-trade, rather than a per-share brokerage commission, clients may experience relatively high brokerage costs per equity share when the Adviser executes small share trading lots on the client's behalf. No personal security transactions for the Adviser employees will be included in any client-blocked trades.

With respect to limited-supply investment opportunities, the Adviser allocates investment opportunities among clients on an objective basis. The Adviser generally allocates investment opportunities among client accounts pro rata based on the initial quantity demanded for each account. The factors considered in allocating investment opportunities, including opportunities of limited supply, generally include the following:

- investment objectives,
- investment strategies,
- investment parameters and restrictions,
- tax considerations,
- liquidity considerations,
- hedging considerations,
- legal and/or regulatory considerations,
- asset levels,
- timing and size of investor capital contributions and redemptions,
- cash flow considerations,
- market conditions,
- existing exposures to an investee company or security, and
- other criteria deemed relevant by the Adviser (the nature and extent of the differences will vary from client to client).

Based on such factors and the fact that different portfolio management personnel may manage the Adviser's various client accounts, there are, or are expected to be, differences between and among the clients with respect to portfolio holdings and the timing of transactions. As such, the Adviser may not always allocate investment opportunities on a pro rata basis. There will be circumstances where:

- only some of clients participate in investment transactions (e.g., to avoid odd lot positions or de minimis positions),
- the level of participation between and among clients in investment transactions is not on a pro rata basis, and
- investment transactions among clients vary in other respects.

Such non-pro rata investment transactions among clients will be made in the discretion of the Adviser when deemed:

- appropriate given the differences between the clients involved,
- appropriate because the target holdings of the particular investment that the Adviser has established with respect to the clients involved differ from client to client, and/or
- otherwise to be in the best interests of the clients involved.

It is the Adviser's general policy that no client will receive inappropriate preferential treatment or otherwise be treated unfairly, and the Adviser will seek to uphold this policy when making decisions regarding investment allocations.

It is the Adviser's policy for clients to be made whole following a trade error provided it is consistent with the custodian's trade error policy, when trade error accounts are used to rectify trade errors. In such instances, the custodian's policy dictates the use of any gains that accrue due to trade errors (e.g., donated to charity, used to offset losses, etc.). An error detected before the settlement date of the trade (the "Settlement Date") generally will be run through a proprietary error or other account or otherwise corrected in another manner; generally, this means that the security position will be sold or covered in the market. An error detected and corrected before the Settlement Date that was run through the proprietary error account will be handled as follows: (i) any gain accrues to the benefit of the Adviser; and (ii) any loss will be to the detriment of the Adviser, including any commission expenses. An error detected and corrected after the Settlement Date will be handled as follows: (i) any gain after correction accrues to the benefit of the client account; and (ii) any loss after correction will be reimbursed to the client's account by the Adviser, including any commission expenses.

Item 13 — Review of Accounts

Periodic Reviews

Each account will be reviewed at least quarterly by one of the firm's financial advisers. The Adviser has five financial advisers who conduct portfolio reviews. They are responsible for continuously evaluating the impact of the changing economic and market conditions on the securities in and investment objectives of each portfolio. Major factors considered in all reviews include the market activity of individual securities and industries, the asset allocation

mix within the portfolio and the investment strategy in terms of the income, risk and growth objectives of the client.

Reports

Clients receive periodic letters and commentaries discussing the Adviser's outlook for the markets and clients' portfolios. Clients may also receive other periodic newsletters, telephone calls and personal consultations. Portfolio summaries, portfolio appraisals, purchase and sale reports, reports detailing realized gains and losses, and income and expenses will be provided upon request. Customized reports are also available upon request.

Item 14 — Client Referrals and Other Compensation

The Adviser does not intend to enter into referral fee arrangements.

See "Brokerage Practices" above for a discussion of research services utilized by the Adviser.

Item 15 — Custody

Account Statements

All clients' accounts are held in custody by unaffiliated broker/dealers or banks, but the Adviser can access many client funds through its ability to debit advisory fees, through its authority to authorize payments from certain clients' checking accounts for bill paying services, and through trustee services provided to certain clients. For this reason, the Adviser is considered to have "custody" of client assets. For those assets for which the Adviser is deemed to have custody because of bill paying and trustee services, the Adviser is subject to an annual surprise verification conducted by an independent public accountant. Clients receive statements from their respective custodians on at least a quarterly basis. To the extent the Adviser sends you account statements, you are encouraged to compare the information included within the account statements to the information reflected in the statements you receive directly from your custodian. The Adviser's statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Item 16 — Investment Discretion

Generally, the Adviser exercises investment discretion over client accounts. As such, the Adviser will normally have the authority to supervise and direct the investments of and for the client's account without prior consultation with the client. When selecting securities and determining amounts, the Adviser observes the investment policies, limitations and restrictions of the clients for which it advises.

Certain clients impose investment restrictions and limit the Adviser's authority to trade or select brokers. These restrictions and limitations must be set forth in the client's respective agreement with the Adviser.

Item 17 — Voting Client Services

The Adviser has adopted policies and procedures to ensure that it votes client proxies in the best interest of those clients who have delegated their proxy voting responsibility to the Adviser. The Adviser bases final voting decisions on a pre-established set of policy guidelines. Decisions are based on independent, objective analysis of economic interests of shareholders. When a material conflict of interest may affect the Adviser's ability to vote proxies in clients' best interest, the Adviser will disclose such conflict of interest to affected clients and obtain written consent before voting. The Adviser will not be responsible for, or take any action or render any advice with respect to, voting of securities in accounts managed by a third party adviser.

Generally, the Adviser votes proxies for all accounts at the same broker/custodian on an aggregated basis. However, if a client notifies the Adviser in advance, the Adviser will vote that account on a non-aggregated basis. In order to obtain a report showing how proxies were voted or to obtain a copy of the Adviser's Proxy Voting Policies and Procedures, please contact:

Attention: Chief Compliance Officer
Pegasus Partners Ltd.
1501 W. Market Street
Mequon, Wisconsin 53092
(262) 478-9009

Class Action Lawsuits

The Adviser generally does not elect to participate in legal actions such as class action lawsuits on behalf of its clients. Rather, such decisions remain with the client or an entity designated by the client. At the client's request, the Adviser may assist the client in reaching this decision by forwarding claims to the client or by providing supporting documentation and information. However, the final determination as to whether to participate, and the completion and tracking of any such related documentation, rests with the client. The Adviser does not make claims on behalf of its clients.

Item 18 — Financial Information

The Adviser has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.

Other Important Information

Effective March 31, 2015, the wealth management division of Reinhart was spun out into two, newly created investment advisory firms, one of which is called Pegasus Partners Ltd. ("Pegasus") and the other of which is called Windward Wealth Strategies, Inc. ("Windward"). Although Pegasus and Windward are now independent of Reinhart, the three entities have entered into an agreement pursuant to which Reinhart will provide certain back-office services to Pegasus and Windward for a specified transition period. During this transition period, employees of all three entities will have access to trade and account data relating to clients of all three entities. Each entity has established policies and procedures to ensure the security and confidentiality of client data, and intends to conduct frequent testing of these policies and procedures during the transition period in an effort to ensure the protection of all client data.

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Pegasus Partners Ltd.

Part 2B of Form ADV Brochure Supplement

Todd M. Krieg

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June 25, 2015

This Brochure Supplement provides information about Todd M. Krieg that supplements the Pegasus Partners Ltd. Brochure. You should have received a copy of that Brochure. Please contact Matthew Haas, Chief Compliance Officer (262-241-7096), if you did not receive the Brochure or if you have any questions about the contents of this Brochure Supplement. Additional information about Todd M. Krieg is available on the SEC's website at www.adviserinfo.sec.gov.

Todd M. Krieg's Biographical Information

Birthdate: 06/04/61

Educational Background and Business Experience

Education:

Williams College, Williamstown, MA
Georgetown University, Washington, DC
CFA Institute

B.A. – Political Economy
J.D.
Chartered Financial Analyst (CFA)

Business Background (last five years):

<u>Name & Address of Firm</u>	<u>Kind of Business</u>	<u>Position</u>	<u>Dates</u>
Pegasus Partners Ltd. Mequon, WI	Investment Adviser	Chief Executive Officer/President, Chief Investment Officer, Senior Portfolio Manager	April 2015 to Present
Reinhart Partners, Inc. Mequon, WI	Investment Adviser	President & CIO, Senior Portfolio Manager	2003 to March 2015

Minimum Qualifications for Professional Designations

The Chartered Financial Analyst (CFA) charter is a globally respected, graduate-level investment credential established in 1962 and awarded by CFA Institute — the largest global association of investment professionals.

There are currently more than 107,000 CFA charterholders working in 135 countries. To earn the CFA charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join CFA Institute as members; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

High Ethical Standards

The CFA Institute Code of Ethics and Standards of Professional Conduct, enforced through an active professional conduct program, require CFA charterholders to:

- Place their clients' interests ahead of their own
- Maintain independence and objectivity
- Act with integrity
- Maintain and improve their professional competence
- Disclose conflicts of interest and legal matters

Global Recognition

Passing the three CFA exams is a difficult feat that requires extensive study (successful candidates report spending an average of 300 hours of study per level). Earning the CFA charter demonstrates mastery of many of the advanced skills needed for investment analysis and decision making in today's quickly evolving global financial industry. As a result, employers and clients are increasingly seeking CFA charterholders—often making the charter a prerequisite for employment.

Additionally, regulatory bodies in 23 countries/territories recognize the CFA charter as a proxy for meeting certain licensing requirements, and more than 125 colleges and universities around the world have incorporated a majority of the CFA Program curriculum into their own finance courses.

Comprehensive and Current Knowledge

The CFA Program curriculum provides a comprehensive framework of knowledge for investment decision making and is firmly grounded in the knowledge and skills used every day in the investment profession. The three levels of the CFA Program test a proficiency with a wide range of fundamental and advanced investment topics, including ethical and professional standards, fixed-income and equity analysis, alternative and derivative investments, economics, financial reporting standards, portfolio management, and wealth planning.

The CFA Program curriculum is updated every year by experts from around the world to ensure that candidates learn the most relevant and practical new tools, ideas, and investment and wealth management skills to reflect the dynamic and complex nature of the profession.

To learn more about the CFA charter, visit www.cfainstitute.org.

Disciplinary Information

Todd M. Krieg has not been involved in any legal or disciplinary events that would be material to a client's evaluation of Todd M. Krieg or Pegasus Partners Ltd.

Other Business Activities

Todd M. Krieg is not engaged in any other investment related business, and does not receive compensation in connection with any business activity outside of Pegasus Partners Ltd.

Additional Compensation

Todd M. Krieg does not receive economic benefits from any person or entity other than Pegasus Partners Ltd. in connection with the provision of investment advice to Pegasus Partners Ltd.'s clients.

Supervision

All Pegasus Partners Ltd. employees are supervised by Todd Krieg (CEO), William Wernecke (COO), and Matthew Haas (CCO) all of whom may be reached at 262-478-9009.

Pegasus Partners Ltd.

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William A. Wernecke's Biographical Information

Birthdate: 05/10/1955

Educational Background and Business Experience

Education:

Stanford University, Stanford, CA	B.A. – Economics
Northwestern University/Kellogg, Evanston, IL	MBA

Business Background (last five years):

<u>Name & Address of Firm</u>	<u>Kind of Business</u>	<u>Position</u>	<u>Dates</u>
Pegasus Partners Ltd. Mequon, WI	Investment Adviser	Director, Wealth Management Services; Chief Compliance Officer; Secretary- Treasurer	April 2015 to Present
Reinhart Partners, Inc. Mequon, WI	Investment Adviser	Director, Wealth Management Services	2010 to March 2015
Onion, Inc. Chicago, IL	Media	Senior Vice President	2006-2010

Disciplinary Information

William A. Wernecke has not been involved in any legal or disciplinary events that would be material to a client's evaluation of William A. Wernecke or Pegasus Partners Ltd.

Other Business Activities

William A. Wernecke is not engaged in any other investment related business, and does not receive compensation in connection with any business activity outside of Pegasus Partners Ltd.

Additional Compensation

William A. Wernecke does not receive economic benefits from any person or entity other than Pegasus Partners Ltd. in connection with the provision of investment advice to Pegasus Partners Ltd.'s clients.

Supervision

All Pegasus Partners Ltd. employees are supervised by Todd Krieg (CEO), William Wernecke (COO), and Matthew Haas (CCO) all of whom may be reached at 262-478-9009.

Pegasus Partners Ltd.

Part 2B of Form ADV
Brochure Supplement

Matthew D'Attilio

1501 W. Market Street
Mequon, Wisconsin 53092
(262) 478-9009
pegpartnersltd.com

June 25, 2015

This Brochure Supplement provides information about Matthew D'Attilio that supplements the Pegasus Partners Ltd. Brochure. You should have received a copy of that Brochure. Please contact Matthew Haas, Chief Compliance Officer (262-241-7096), if you did not receive the Brochure or if you have any questions about the contents of this Brochure Supplement. Additional information about Matthew D'Attilio is available on the SEC's website at www.adviserinfo.sec.gov.

Matthew D’Attilio’s Biographical Information

Birthdate: 12/20/1970

Educational Background and Business Experience

Education:

Bowdoin College, Brunswick, ME
CFA Institute

B.A. – Economics
Chartered Financial Analyst (CFA)

Business Background (last five years):

<u>Name & Address of Firm</u>	<u>Kind of Business</u>	<u>Position</u>	<u>Dates</u>
Pegasus Partners Ltd. Mequon, WI	Investment Adviser	Vice President, Senior Portfolio Manager	April 2015 to Present
Reinhart Partners, Inc. Mequon, WI	Investment Adviser	Senior Portfolio Manager	2003 to March 2015

Minimum Qualifications for Professional Designations

The Chartered Financial Analyst (CFA) charter is a globally respected, graduate-level investment credential established in 1962 and awarded by CFA Institute — the largest global association of investment professionals.

There are currently more than 107,000 CFA charterholders working in 135 countries. To earn the CFA charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join CFA Institute as members; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

High Ethical Standards

The CFA Institute Code of Ethics and Standards of Professional Conduct, enforced through an active professional conduct program, require CFA charterholders to:

- Place their clients’ interests ahead of their own
- Maintain independence and objectivity
- Act with integrity
- Maintain and improve their professional competence
- Disclose conflicts of interest and legal matters

Global Recognition

Passing the three CFA exams is a difficult feat that requires extensive study (successful candidates report spending an average of 300 hours of study per level). Earning the CFA charter demonstrates mastery of many of the advanced skills needed for investment analysis and decision making in today's quickly evolving global financial industry. As a result, employers and clients are increasingly seeking CFA charterholders—often making the charter a prerequisite for employment.

Additionally, regulatory bodies in 23 countries/territories recognize the CFA charter as a proxy for meeting certain licensing requirements, and more than 125 colleges and universities around the world have incorporated a majority of the CFA Program curriculum into their own finance courses.

Comprehensive and Current Knowledge

The CFA Program curriculum provides a comprehensive framework of knowledge for investment decision making and is firmly grounded in the knowledge and skills used every day in the investment profession. The three levels of the CFA Program test a proficiency with a wide range of fundamental and advanced investment topics, including ethical and professional standards, fixed-income and equity analysis, alternative and derivative investments, economics, financial reporting standards, portfolio management, and wealth planning.

The CFA Program curriculum is updated every year by experts from around the world to ensure that candidates learn the most relevant and practical new tools, ideas, and investment and wealth management skills to reflect the dynamic and complex nature of the profession.

To learn more about the CFA charter, visit www.cfainstitute.org.

Disciplinary Information

Matthew D'Attilio has not been involved in any legal or disciplinary events that would be material to a client's evaluation of Matthew D'Attilio or Pegasus Partners Ltd.

Other Business Activities

Matthew D'Attilio is not engaged in any other investment related business, and does not receive compensation in connection with any business activity outside of Pegasus Partners Ltd.

Additional Compensation

Matthew D'Attilio does not receive economic benefits from any person or entity other than Pegasus Partners Ltd. in connection with the provision of investment advice to Pegasus Partners Ltd.'s clients.

Supervision

All Pegasus Partners Ltd. employees are supervised by Todd Krieg (CEO), William Wernecke (COO), and Matthew Haas (CCO) all of whom may be reached at 262-478-9009.

Pegasus Partners Ltd.

Part 2B of Form ADV Brochure Supplement

J. Jonathan Hayes

1501 W. Market Street
Mequon, Wisconsin 53092
(262) 478-9009
pegpartnersltd.com

June 25, 2015

This Brochure Supplement provides information about J. Jonathan Hayes that supplements the Pegasus Partners Ltd. Brochure. You should have received a copy of that Brochure. Please contact Matthew Haas, Chief Compliance Officer (262-241-7096), if you did not receive the Brochure or if you have any questions about the contents of this Brochure Supplement. Additional information about J. Jonathan Hayes is available on the SEC's website at www.adviserinfo.sec.gov.

J. Jonathan Hayes's Biographical Information

Birthdate: 10/04/1965

Educational Background and Business Experience

Education:

Earlham College, Richmond, IN
University of Notre Dame, South Bend, IN

B.A. – Economics, Management
MBA

Business Background (last five years):

<u>Name & Address of Firm</u>	<u>Kind of Business</u>	<u>Position</u>	<u>Dates</u>
Pegasus Partners Ltd. Mequon, WI	Investment Adviser	Director, Pro Sports	April 2015 to Present
Reinhart Partners, Inc. Mequon, WI	Investment Adviser	Director, Pro Sports	2008 to March 2015

Disciplinary Information

J. Jonathan Hayes has not been involved in any legal or disciplinary events that would be material to a client's evaluation of J. Jonathan Hayes or Pegasus Partners Ltd.

Other Business Activities

J. Jonathan Hayes is not engaged in any other investment related business, and does not receive compensation in connection with any business activity outside of Pegasus Partners Ltd.

Additional Compensation

J. Jonathan Hayes does not receive economic benefits from any person or entity other than Pegasus Partners Ltd. in connection with the provision of investment advice to Pegasus Partners Ltd.'s clients.

Supervision

All Pegasus Partners Ltd. employees are supervised by Todd Krieg (CEO), William Wernecke (COO), and Matthew Haas (CCO) all of whom may be reached at 262-478-9009.

Pegasus Partners Ltd.

Part 2B of Form ADV
Brochure Supplement

Katherine A. Wohlt

1501 W. Market Street
Mequon, Wisconsin 53092
(262) 478-9009
pegpartnersltd.com

June 25, 2015

This Brochure Supplement provides information about Katherine A. Wohlt that supplements the Pegasus Partners Ltd. Brochure. You should have received a copy of that Brochure. Please contact Matthew Haas, Chief Compliance Officer (262-241-7096), if you did not receive the Brochure or if you have any questions about the contents of this Brochure Supplement. Additional information about Katherine A. Wohlt is available on the SEC's website at www.adviserinfo.sec.gov.

Katherine A. Wohlt's Biographical Information

Birthdate: 02/02/1975

Educational Background and Business Experience

Education:

University of Minnesota – Minneapolis, MN	B.S. – Business
University of Wisconsin – Milwaukee, Milwaukee, WI	MBA - Finance

Business Background (last five years):

<u>Name & Address of Firm</u>	<u>Kind of Business</u>	<u>Position</u>	<u>Dates</u>
Pegasus Partners Ltd. Mequon, WI	Investment Adviser	Relationship Manager	April 2015 to Present
Reinhart Partners, Inc. Mequon, WI	Investment Adviser	Relationship Manager	2003 to March 2015

Disciplinary Information

Katherine A. Wohlt has not been involved in any legal or disciplinary events that would be material to a client's evaluation of Katherine A. Wohlt or Pegasus Partners Ltd.

Other Business Activities

Katherine A. Wohlt is not engaged in any other investment related business, and does not receive compensation in connection with any business activity outside of Pegasus Partners Ltd.

Additional Compensation

Katherine A. Wohlt does not receive economic benefits from any person or entity other than Pegasus Partners Ltd. in connection with the provision of investment advice to Pegasus Partners Ltd.'s clients.

Supervision

All Pegasus Partners Ltd. employees are supervised by Todd Krieg (CEO), William Wernecke (COO), and Matthew Haas (CCO) all of whom may be reached at 262-478-9009.

Pegasus Partners Ltd.

Part 2B of Form ADV Brochure Supplement

Matthew Haas

1501 W. Market Street
Mequon, Wisconsin 53092
(262) 478-9009
pegpartnersltd.com

June 25, 2015

This Brochure Supplement provides information about Matthew Haas that supplements the Pegasus Partners Ltd. Brochure. You should have received a copy of that Brochure. Please contact the firm at (262) 478-9009 if you did not receive the Brochure or if you have any questions about the contents of this Brochure Supplement. Additional information about Matthew Haas is available on the SEC's website at www.adviserinfo.sec.gov.

Matthew Haas's Biographical Information

Birthdate: 12/15/1983

Educational Background and Business Experience

Education:

University of Illinois at Urbana-Champaign
Certified Financial Planner Board of Standards, Inc.
American Institute of Certified Public Accountants

B.S. – Accounting
CERTIFIED FINANCIAL PLANNER™ (CFP®)
Certified Public Accountant (CPA)

Business Background (last five years):

<u>Name & Address of Firm</u>	<u>Kind of Business</u>	<u>Position</u>	<u>Dates</u>
Pegasus Partners Ltd. Mequon, WI	Investment Adviser	Chief Compliance Officer, Director of Business Operations, Wealth Advisor	May 2015 to Present
Balasa Dinverno Foltz LLC Itasca, IL	Investment Adviser	Planner, Advisor	August 2011 to May 2015
RSM McGladrey Chicago, IL	Accounting	Supervisor	July 2010 to August 2011
McGladrey & Pullen, LLP Schaumburg, IL	Accounting	Sr. Associate	2006 to July 2010

Minimum Qualifications for Professional Designations

The CERTIFIED FINANCIAL PLANNER™, CFP® and federally registered CFP (with flame design) marks (collectively, the “CFP® marks”) are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. (“CFP Board”).

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 71,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board’s studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor’s Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board’s financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- Examination – Pass the comprehensive CFP® Certification Examination. The examination includes case studies and client scenarios designed to test one’s ability to correctly diagnose financial planning issues and apply one’s knowledge of financial planning to real world circumstances;
- Experience – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- Ethics – Agree to be bound by CFP Board’s Standards of Professional Conduct, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- Continuing Education – Complete 30 hours of continuing education hours every two years, including two hours on the Code of Ethics and other parts of the Standards of Professional Conduct, to maintain competence and keep up with developments in the financial planning field; and
- Ethics – Renew an agreement to be bound by the Standards of Professional Conduct. The Standards prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board’s enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

Certified Public Accountants are licensed and regulated by their state boards of accountancy. While state laws and regulations vary, the education, experience and testing requirements for licensure as a CPA generally include minimum college education (typically 150 credit hours with at least a baccalaureate degree and a concentration in accounting), minimum experience levels (most states require at least one year of experience providing services that involve the use of accounting, attest, compilation, management advisory, financial advisory, tax or consulting skills, all of which must be achieved under the supervision of or verification by a CPA), and

successful passage of the Uniform CPA Examination. In order to maintain a CPA license, states generally require the completion of 40 hours of continuing professional education (CPE) each year (or 80 hours over a two year period or 120 hours over a three year period). Additionally, all American Institute of Certified Public Accountants (AICPA) members are required to follow a rigorous *Code of Professional Conduct* which requires that they act with integrity, objectivity, due care, competence, fully disclose any conflicts of interest (and obtain client consent if a conflict exists), maintain client confidentiality, disclose to the client any commission or referral fees, and serve the public interest when providing financial services.

Disciplinary Information

Matthew Haas has not been involved in any legal or disciplinary events that would be material to a client's evaluation of Matthew Haas or Pegasus Partners Ltd.

Other Business Activities

Matthew Haas is not engaged in any other investment related business, and does not receive compensation in connection with any business activity outside of Pegasus Partners Ltd.

Additional Compensation

Matthew Haas does not receive economic benefits from any person or entity other than Pegasus Partners Ltd. in connection with the provision of investment advice to Pegasus Partners Ltd.'s clients.

Supervision

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Pegasus Partners Ltd.

Part 2B of Form ADV Brochure Supplement

Jolie K. Keller

1501 W. Market Street
Mequon, Wisconsin 53092
(262) 478-9009
pegpartnersltd.com

June 25, 2015

This Brochure Supplement provides information about Jolie K. Keller that supplements the Pegasus Partners Ltd. Brochure. You should have received a copy of that Brochure. Please contact Matthew Haas, Chief Compliance Officer (262-241-7096), if you did not receive the Brochure or if you have any questions about the contents of this Brochure Supplement. Additional information about Jolie K. Keller is available on the SEC's website at www.adviserinfo.sec.gov.

Jolie K. Keller's Biographical Information

Birthdate: 8/24/1966

Educational Background and Business Experience

Education:

Jolie K. Keller has not received any higher education degrees after high school.

CFA Institute

Chartered Financial Analyst (CFA)

Business Background (last five years):

<u>Name & Address of Firm</u>	<u>Kind of Business</u>	<u>Position</u>	<u>Dates</u>
Pegasus Partners Ltd. Mequon, WI	Investment Adviser	Investment Adviser Representative and Director of Investment Research	April 2015 to Present
Reinhart Partners, Inc. Mequon, WI	Investment Adviser	Sr. Investment Analyst	August 2014 to April 2015
Capital Market Consultants, Inc.	Investment Adviser	Sr. Investment Analyst	July 2007 to August 2014

Minimum Qualifications for Professional Designations

The Chartered Financial Analyst (CFA) charter is a globally respected, graduate-level investment credential established in 1962 and awarded by CFA Institute — the largest global association of investment professionals.

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Global Recognition

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Additionally, regulatory bodies in 23 countries/territories recognize the CFA charter as a proxy for meeting certain licensing requirements, and more than 125 colleges and universities around the world have incorporated a majority of the CFA Program curriculum into their own finance courses.

Comprehensive and Current Knowledge

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The CFA Program curriculum is updated every year by experts from around the world to ensure that candidates learn the most relevant and practical new tools, ideas, and investment and wealth management skills to reflect the dynamic and complex nature of the profession.

To learn more about the CFA charter, visit www.cfainstitute.org.

Disciplinary Information

Jolie K. Keller has not been involved in any legal or disciplinary events that would be material to a client's evaluation of Jolie K. Keller or Pegasus Partners Ltd.

Other Business Activities

Jolie K. Keller is not engaged in any other investment related business, and does not receive compensation in connection with any business activity outside of Pegasus Partners Ltd.

Additional Compensation

Jolie K. Keller does not receive economic benefits from any person or entity other than Pegasus Partners Ltd. in connection with the provision of investment advice to Pegasus Partners Ltd.'s clients.

Supervision

All Pegasus Partners Ltd. employees are supervised by Todd Krieg (CEO), William Wernecke (COO), and Matthew Haas (CCO) all of whom may be reached at 262-478-9009.