

# **WealthBridge Capital Management, LLC**

## **Form ADV Part 2A – Disclosure Brochure**

**Effective: August 31, 2018**

This Form ADV Part 2A (“Disclosure Brochure”) provides information about the qualifications and business practices of WealthBridge Capital Management, LLC (“WealthBridge Capital” or the “Advisor”). If you have any questions about the contents of this Disclosure Brochure, please contact us at (614) 591-4515.

WealthBridge Capital is a registered investment advisor with U.S. Securities and Exchange Commission (“SEC”). The information in this Disclosure Brochure has not been approved or verified by the SEC or by any state securities authority. Registration of an investment advisor does not imply any specific level of skill or training. This Disclosure Brochure provides information about WealthBridge Capital to assist you in determining whether to retain the Advisor.

Additional information about WealthBridge Capital and its Advisory Persons are available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with our firm name or our CRD# 298254.

**WealthBridge Capital Management, LLC**  
**579 Executive Campus, Suite 375, Westerville, OH 43082**  
**Phone: (614) 591-4515 | <http://wealthbridgecm.com>**

## **Item 2 – Material Changes**

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Form ADV 2 is divided into two parts: *Part 2A (the "Disclosure Brochure")* and *Part 2B (the "Brochure Supplement")*. The Disclosure Brochure provides information about a variety of topics relating to an Advisor's business practices and conflicts of interest. The Brochure Supplement provides information about the Advisory Persons of WealthBridge Capital. For convenience, we have combined these documents into a single disclosure document.

WealthBridge Capital believes that communication and transparency are the foundation of its relationship with Clients and will continually strive to provide its Clients with complete and accurate information at all times. WealthBridge Capital encourages all current and prospective Clients to read this Disclosure Brochure and discuss any questions you may have with us. And of course, we always welcome your feedback.

### Material Changes

WealthBridge Capital is a newly formed registered investment advisor. This is the initial filing of the Disclosure Brochure.

### Future Changes

From time to time, we may amend this Disclosure Brochure to reflect changes in our business practices, changes in regulations and routine annual updates as required by the securities regulators. This complete Disclosure Brochure or a Summary of Material Changes shall be provided to each Client annually and if a material change occurs.

At any time, you may view the current Disclosure Brochure on-line at the SEC's Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with our firm name or our CRD# 298254. You may also request a copy of this Disclosure Brochure at any time, by contacting us at (614) 591-4515.

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## **Item 4 – Advisory Services**

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### **A. Firm Information**

WealthBridge Capital Management, LLC (“WealthBridge Capital” or the “Advisor”) is a registered investment advisor with the U.S. Securities and Exchange Commission (“SEC”), which is organized as a Limited Liability Company (“LLC”) under the laws of the State of Delaware in April 2018 and became a registered investment advisor in August 2018. WealthBridge Capital is owned and operated by Ryan Dunlap (President and CEO). And Robert Faulkner (Senior Vice President and Chief Compliance Officer). This Disclosure Brochure provides information regarding the qualifications, business practices, and the advisory services provided by WealthBridge Capital.

The Advisor serves as a fiduciary to Clients, as defined under applicable laws and regulations. As a fiduciary, the Advisor upholds a duty of loyalty, fairness and good faith towards each Client and seeks to mitigate potential conflicts of interest. Our fiduciary commitment is further described in our Code of Ethics. For more information regarding our Code of Ethics, please see Item 11 – Code of Ethics, Participation or Interest in Client Transactions and Personal Trading.

### **B. Advisory Services Offered**

WealthBridge Capital offers wealth management services to individuals, high net worth individuals, trusts, and estates in the State of Ohio and other states (each referred to as a “Client”).

#### Wealth Management Services

WealthBridge Capital provides comprehensive wealth management services, which include a combination of financial planning services and investment management services. The services are detailed below.

*Financial Planning* - The Advisor shall provide the Client with financial planning and consulting services related to the Client’s investment portfolio and other financial matters. Wealth Management Services may include recommendations for portfolio customization based on the Client’s investment objectives, goals and financial situation. Services may include investment planning, retirement planning, personal savings, education savings, insurance needs, and other areas of the Client’s financial situation. WealthBridge Capital will typically provide a variety of financial planning and consulting services to Clients, pursuant to a written wealth management agreement. Generally, such financial planning services involve preparing a formal financial plan based on the Client’s financial goals and objectives. Then the financial plan developed for the Client will be implemented with a course of activity or specific actions.

*Investment Management* - WealthBridge Capital customizes its investment management services for its Clients. The Advisor provides continuous personal Client contact and interaction while providing discretionary investment management services for the Client’s portfolio[s]. WealthBridge Capital works closely with each Client to identify their investment goals and objectives as well as risk tolerance and financial situation in order to create an overall investment strategy. WealthBridge Capital will then construct one or more investment portfolios, consisting primarily of low-cost, exchange-traded funds (“ETFs”) or low-cost mutual funds to achieve the Client’s investment goals. The Advisor may also utilize individual stocks, individual bonds, options contracts, and/or other types of investments, as appropriate, to meet the needs of particular Clients. The Advisor may retain certain types of investments based on a Client’s legacy portfolio construction based on portfolio fit, tax ramifications and other factors.

WealthBridge Capital’s investment strategy is primarily long-term focused, but the Advisor may buy, sell or re-allocate positions that have been held less than one year to meet the objectives of the Client or due to market conditions. WealthBridge Capital will construct, implement and monitor the portfolio to ensure it meets the goals, objectives, circumstances, and risk tolerance agreed to by the Client. Each Client will have the opportunity to place reasonable restrictions on the types of investments to be held in their respective portfolio, subject to acceptance by the Advisor. WealthBridge Capital evaluates and selects investments for inclusion in Client portfolios only after applying its internal due diligence process. WealthBridge Capital may recommend, on occasion, redistributing investment allocations to diversify the portfolio. WealthBridge Capital may recommend specific positions to increase sector or asset class weightings. The Advisor may recommend employing cash

positions as a possible hedge against market movement. WealthBridge Capital may recommend selling positions for reasons that include, but are not limited to, harvesting capital gains or losses, business or sector risk exposure to a specific security or class of securities, overvaluation or overweighting of the position[s] in the portfolio, change in risk tolerance of Client, generating cash to meet Client needs, or any risk deemed unacceptable for the Client's risk tolerance.

At no time will WealthBridge Capital accept or maintain custody of a Client's funds or securities. All Client assets will be managed within the designated account[s] at the Custodian, pursuant to the terms of the agreement. Please see Item 12 – Brokerage Practices and Item 15 - Custody.

### C. Client Account Management

Prior to engaging WealthBridge Capital to provide investment advisory services, each Client is required to enter into one or more agreements with the Advisor that define the terms, conditions, authority and responsibilities of the Advisor and the Client. These services may include:

- Establishing an Investment Strategy – WealthBridge Capital, in connection with the Client, will develop a strategy that seeks to achieve the Client's goals and destinations. The strategy is designed to address the Client's personal goals, investment goals, and both long-term and short-term objectives.
- Asset Allocation – WealthBridge Capital will develop a strategic asset allocation that is targeted to meet the investment objectives, time horizon, financial situation and tolerance of risk for each Client.
- Portfolio Construction – WealthBridge Capital will develop a portfolio for the Client that is intended to meet the stated goals and objectives of the Client.
- Investment Management and Supervision – WealthBridge Capital will provide investment management and ongoing oversight of the Client's investment portfolio.

### D. Wrap Fee Programs

WealthBridge Capital does not manage or place Client assets into a wrap fee program. Investment management services are provided directly by WealthBridge Capital.

### E. Assets Under Management

WealthBridge Capital is a newly established advisor. Assets under management shall be reported following the Advisor's December 31, 2018 fiscal year end. Clients may request more current information at any time by contacting the Advisor.

## Item 5 – Fees and Compensation

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The following paragraphs detail the fee structure and compensation methodology for services provided by the Advisor. Each Client engaging the Advisor for services described herein shall be required to enter into a written agreement with the Advisor.

### A. Fees for Advisory Services

Wealth management fees are paid quarterly in advance pursuant to the terms of the investment advisory agreement. Wealth management fees are based on the market value of assets under management at the end of the prior calendar quarter. Wealth management fees are based on the following schedule:

Assets Under Management (\$)	Annual Rate (%)
Up to \$250,000	1.50%
\$250,001 to \$500,000	1.35%
\$500,001 to \$1,000,000	1.20%
\$1,000,001 to \$2,500,000	1.00%
\$2,500,001 to \$5,000,000	0.90%
Over \$5,000,000	0.80%

The wealth management fee in the first quarter of service is prorated from the inception date of the account[s] to the end of the first quarter. Fees may be negotiable at the sole discretion of the Advisor. The Client's fees will take into consideration the aggregate assets under management with Advisor. All securities held in accounts managed by WealthBridge Capital will be independently valued by the Custodian. WealthBridge Capital will not have the authority or responsibility to value portfolio securities.

The Advisor's fee is exclusive of, and in addition to, brokerage fees, transaction fees, and other related costs and expenses, which may be incurred by the Client. However, the Advisor shall not receive any portion of these commissions, fees, and costs.

#### **B. Fee Billing**

Wealth management fees are calculated by the Advisor or its delegate and deducted from the Client's account[s] at the Custodian. The Advisor shall send an invoice to the Custodian indicating the amount of the fees to be deducted from the Client's account[s] at the beginning of the respective quarter. The amount due is calculated by applying the quarterly rate (annual rate divided by 4) to the total assets under management with WealthBridge Capital at the end of the prior quarter. Clients will be provided with a statement, at least quarterly, from the Custodian reflecting deduction of the wealth management fee. It is the responsibility of the Client to verify the accuracy of these fees as listed on the Custodian's brokerage statement as the Custodian does not assume this responsibility. Clients provide written authorization permitting WealthBridge Capital to be paid directly from their account[s] held by the Custodian as part of the investment advisory agreement and separate account forms provided by the Custodian.

#### **C. Other Fees and Expenses**

Clients may incur certain fees or charges imposed by third parties, other than WealthBridge Capital, in connection with investments made on behalf of the Client's account[s]. The Client is responsible for all custody and securities execution fees charged by the Custodian. The fees charged by WealthBridge Capital are separate and distinct from these fees.

In addition, all fees paid to WealthBridge Capital for investment advisory services are separate and distinct from the expenses charged by mutual funds and exchange-traded funds to their shareholders, if applicable. These fees and expenses are described in each fund's prospectus. These fees and expenses will generally be used to pay management fees for the funds, other fund expenses, account administration (e.g., custody, brokerage and account reporting), and a possible distribution fee. A Client could invest in these products directly, without the services of WealthBridge Capital, but would not receive the services provided by WealthBridge Capital which are designed, among other things, to assist the Client in determining which products or services are most appropriate for each Client's financial situation and objectives. Accordingly, the Client should review both the fees charged by the fund[s] and the fees charged by WealthBridge Capital to fully understand the total fees to be paid. Please refer to Item 12 – Brokerage Practices for additional information.

#### **D. Advance Payment of Fees and Termination**

WealthBridge Capital is compensated for its services in advance of the quarter in which investment advisory services are rendered. Either party may terminate the wealth management agreement, at any time, by providing advance written notice to the other party. The Client may also terminate the wealth management agreement within five (5) business days of signing the Advisor's agreement at no cost to the Client. After the five-day period, the Client will incur charges for bona fide wealth management services rendered to the point of termination and such fees will be due and payable by the Client. Upon termination, the Advisor will refund any unearned, prepaid advisory fees from the effective date of termination to the end of the quarter. The Client's wealth management agreement with the Advisor is non-transferable without the Client's prior approval.

#### **E. Compensation for Sales of Securities**

WealthBridge Capital, as a firm, does not buy or sell securities to earn commissions and does not receive any compensation for securities transactions in any Client account, other than the investment advisory fees noted above.

However, its Advisory Persons have additional business affiliations as follows:

#### Broker-Dealer Affiliation

WealthBridge Capital's Advisory Persons are also registered representatives of Private Client Services, LLC ("PCS"). PCS is a registered broker-dealer (CRD# 120222), member FINRA, SIPC. In one separate capacity as a registered representative, Advisory Persons will typically receive commissions for the implementation of recommendations for commissionable transactions. Clients are not obligated to implement any recommendation provided by our Advisory Persons. Neither the Advisor nor its Advisory Persons will earn ongoing investment advisory fees in connection with any products or services implemented in one's separate capacity as a registered representative. Please see item 10 below.

#### Insurance Agency Affiliations

Advisory Persons are also licensed insurance professionals. Implementations of insurance recommendations are separate and apart from one's role with the Advisor. As an insurance professional, an Advisory Person may receive customary commissions and other related revenues from the various insurance companies whose products are sold. Advisory Persons are not required to offer the products of any particular insurance company. Commissions generated by insurance sales do not offset regular advisory fees. This may cause a conflict of interest in recommending certain products of the insurance companies for the purpose of generating commissions rather than the best interest of the client. Clients are under no obligation to implement any recommendations made by the Advisor or its Advisory Persons. Please see item 10 below.

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

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WealthBridge Capital does not charge performance-based fees for its investment advisory services. The fees charged by WealthBridge Capital are as described in Item 5 – Fees and Compensation above and are not based upon the capital appreciation of the funds or securities held by any Client.

WealthBridge Capital does not manage any proprietary investment funds or limited partnerships (for example, a mutual fund or a hedge fund) and has no financial incentive to recommend any particular investment options to its Clients.

### **Item 7 – Types of Clients**

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WealthBridge Capital offers wealth management services to individuals, high net worth individuals, trusts, and estates. WealthBridge Capital generally requires a minimum household relationship size of \$500,000, but may accept clients with smaller amounts at the sole discretion of the Advisor.

### **Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss**

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#### **A. Methods of Analysis**

WealthBridge Capital primarily employs a fundamental, technical, and cyclical, analysis methods in developing investment strategies for its Clients. Research and analysis from WealthBridge Capital is derived from numerous sources, including financial media companies, third-party research materials, Internet sources, and review of company activities, including annual reports, prospectuses, press releases and research prepared by others.

Fundamental analysis utilizes economic and business indicators as investment selection criteria. These criteria consist generally of ratios and trends that may indicate the overall strength and financial viability of the entity being analyzed. Assets are deemed suitable if they meet certain criteria to indicate that they are a strong investment with a value discounted by the market. While this type of analysis helps the Advisor in evaluating a potential investment, it does not guarantee that the investment will increase in value. Assets meeting the investment criteria utilized in the fundamental analysis may lose value and may have negative investment performance. The Advisor monitors these economic indicators to determine if adjustments to strategic allocations are appropriate. More details on the Advisor's review process are included below in Item 13 – Review of Accounts.

Technical analysis involves the analysis of past market data rather than specific company data in determining the recommendations made to clients. Technical analysis may involve the use of charts to identify market patterns



and trends, which may be based on investor sentiment rather than the fundamentals of the company. The primary risk in using technical analysis is that spotting historical trends may not help to predict such trends in the future. Even if the trend will eventually reoccur, there is no guarantee that WealthBridge Capital will be able to accurately predict such a reoccurrence.

Cyclical analysis is similar to technical analysis in that it involves the analysis of market conditions at a macro (entire market/economy) or micro (company specific) level, rather than the overall fundamental analysis of the health of the particular company that WealthBridge Capital is recommending. The risks with cyclical analysis are similar to those of technical analysis.

As noted above, WealthBridge Capital generally employs a long-term investment strategy for its Clients, as consistent with their financial goals. WealthBridge Capital will typically hold all or a portion of a security for more than a year, but may hold for shorter periods for the purpose of rebalancing a portfolio or meeting the cash needs of Clients. At times, WealthBridge Capital may also buy and sell positions that are more short-term in nature, depending on the goals of the Client and/or the fundamentals of the security, sector or asset class.

## **B. Risk of Loss**

Investing in securities involves certain investment risks. Securities may fluctuate in value or lose value. Clients should be prepared to bear the potential risk of loss. WealthBridge Capital will assist Clients in determining an appropriate strategy based on their tolerance for risk and other factors noted above. However, there is no guarantee that a Client will meet their investment goals.

While the methods of analysis help the Advisor in evaluating a potential investment, it does not guarantee that the investment will increase in value. Assets meeting the investment criteria utilized in these methods of analysis may lose value and may have negative investment performance. The Advisor monitors these economic indicators to determine if adjustments to strategic allocations are appropriate. More details on the Advisor's review process are included below in Item 13 – Review of Accounts.

Each Client engagement will entail a review of the Client's investment goals, financial situation, time horizon, tolerance for risk and other factors to develop an appropriate strategy for managing a Client's account. Client participation in this process, including full and accurate disclosure of requested information, is essential for the analysis of a Client's account[s]. The Advisor shall rely on the financial and other information provided by the Client or their designees without the duty or obligation to validate the accuracy and completeness of the provided information. It is the responsibility of the Client to inform the Advisor of any changes in financial condition, goals or other factors that may affect this analysis.

The risks associated with a particular strategy are provided to each Client in advance of investing Client accounts. The Advisor will work with each Client to determine their tolerance for risk as part of the portfolio construction process. Following are some of the risks associated with certain components of the Advisor's strategy:

### Market Risks

The value of a Client's holdings may fluctuate in response to events specific to companies or markets, as well as economic, political, or social events in the U.S. and abroad. This risk is linked to the performance of the overall financial markets.

### ETF Risks

The performance of ETFs is subject to market risk, including the possible loss of principal. The price of the ETFs will fluctuate with the price of the underlying securities that make up the funds. In addition, ETFs have a trading risk based on the loss of cost efficiency if the ETFs are traded actively and a liquidity risk if the ETFs has a large bid-ask spread and low trading volume. The price of an ETF fluctuates based upon the market movements and may dissociate from the index being tracked by the ETF or the price of the underlying investments. An ETF purchased or sold at one point in the day may have a different price than the same ETF purchased or sold a short time later.



### Mutual Fund Risks

The performance of mutual funds is subject to market risk, including the possible loss of principal. The price of the mutual funds will fluctuate with the value of the underlying securities that make up the funds. The price of a mutual fund is typically set daily therefore a mutual fund purchased at one point in the day will typically have the same price as a mutual fund purchased later that same day.

**Past performance is not a guarantee of future returns. Investing in securities and other investments involve a risk of loss that each Client should understand and be willing to bear. Clients are reminded to discuss these risks with the Advisor.**

### **Item 9 – Disciplinary Information**

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**There are no legal, regulatory or disciplinary events involving WealthBridge Capital or any of its Supervised Persons.** WealthBridge Capital values the trust you place in us. As we advise all Clients, we encourage you to perform the requisite due diligence on any advisor or service provider with whom you partner. Our backgrounds are on the Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching by our firm name or our CRD# 298254.

### **Item 10 – Other Financial Industry Activities and Affiliations**

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#### Broker-Dealer Affiliation

Advisory Persons of the Advisor are also a registered representative PCS. In one's separate capacity as a registered representative, an Advisory Person will typically receive commissions for the implementation of recommendations for commissionable transactions. Clients are not obligated to implement any recommendation provided by our Advisory Persons. Neither the Advisor nor its Advisory Persons will earn ongoing investment advisory fees in connection with any products or services implemented in one's separate capacity as a registered representative.

#### Insurance Agency Affiliations

Advisory Persons are also licensed insurance professionals. Implementations of insurance recommendations are separate and apart from one's role with the Advisor. As an insurance professional, Advisory Persons may receive customary commissions and other related revenues from the various insurance companies whose products are sold. Advisory Persons are not required to offer the products of any particular insurance company. Commissions generated by insurance sales do not offset regular advisory fees. This may cause a conflict of interest in recommending certain products of the insurance companies for the purpose of generating commissions rather than the best interest of the client. Clients are under no obligation to implement any recommendations made by the Advisor or its Advisory Persons.

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

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#### **A. Code of Ethics**

WealthBridge Capital has implemented a Code of Ethics (the "Code") that defines our fiduciary commitment to each Client. This Code applies to all persons associated with WealthBridge Capital (our "Supervised Persons"). The Code was developed to provide general ethical guidelines and specific instructions regarding our duties to you, our Client. WealthBridge Capital and its Supervised Persons owe a duty of loyalty, fairness and good faith towards each Client. It is the obligation of WealthBridge Capital's Supervised Persons to adhere not only to the specific provisions of the Code, but also to the general principles that guide the Code. The Code covers a range of topics that address employee ethics and conflicts of interest. To request a copy of our Code, please contact us at (614) 591-4515.

#### **B. Personal Trading with Material Interest**

WealthBridge Capital allows our Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. WealthBridge Capital does not act as principal in any transactions. In addition, the Advisor does not act as the general partner of a fund, or advise an investment company. WealthBridge Capital does not have a material interest in any securities traded in Client accounts.

### C. Personal Trading in Same Securities as Clients

WealthBridge Capital allows our Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Owning the same securities we recommend (purchase or sell) to you presents a conflict of interest that, as fiduciaries, we must disclose to you and mitigate through policies and procedures. As noted above, we have adopted the Code to address insider trading (material non-public information controls); gifts and entertainment; outside business activities and personal securities reporting. When trading for personal accounts, Supervised Persons may have a conflict of interest if trading in the same securities. The fiduciary duty to act in the best interest of its Clients can potentially be violated if personal trades are made with more advantageous terms than Client trades, or by trading based on material non-public information. This risk is mitigated by WealthBridge Capital requiring reporting of personal securities trades by its Supervised Persons for review by the Chief Compliance Officer ("CCO") or delegate. We have also adopted written policies and procedures to detect the misuse of material, non-public information.

### D. Personal Trading at Same Time as Client

While WealthBridge Capital allows our Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients, such trades are typically aggregated with Client orders or traded afterwards. **At no time will WealthBridge Capital, or any Supervised Person of WealthBridge Capital, transact in any security to the detriment of any Client.**

## Item 12 – Brokerage Practices

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### A. Recommendation of Custodian[s]

WealthBridge Capital does not have discretionary authority to select the broker-dealer/custodian for custody and execution services. The Client will engage the broker-dealer/custodian (herein the "Custodian") to safeguard Client assets and authorize WealthBridge Capital to direct trades to this Custodian as agreed in the investment advisory agreement. Further, WealthBridge Capital does not have the discretionary authority to negotiate commissions on behalf of our Clients on a trade-by-trade basis.

Where WealthBridge Capital does not exercise discretion over the selection of the Custodian, it may recommend the Custodian[s] to Clients for custody and execution services. Clients are not obligated to use the recommended Custodian and will not incur any extra fee or cost associated with using a Custodian not recommended by WealthBridge Capital. Further, as Advisory Persons of WealthCare Capital are also registered representatives of PCS, PCS must approve any recommended Custodian and obtain access to Client account information. WealthBridge Capital will typically recommend that Clients establish their account[s] at Charles Schwab & Co., Inc. ("Schwab"), a FINRA-registered broker-dealer and member SIPC. Schwab will serve as the Client's "qualified custodian". WealthBridge Capital maintains an institutional relationship with Schwab, whereby the Advisor receives economic benefits from Schwab. Please see Item 14 – Client Referrals and Other Compensation below.

Following are additional details regarding the brokerage practices of the Advisor:

- 1. Soft Dollars** - Soft dollars are revenue programs offered by broker-dealers/custodians whereby an advisor enters into an agreement to place security trades with the broker-dealer/custodian in exchange for research and other services. WealthBridge Capital does not participate in soft dollar programs sponsored or offered by any broker-dealer/custodian. However, the Advisor receives certain economic benefits from Schwab as detailed in Item 14.
- 2. Brokerage Referrals** - WealthBridge Capital does not receive any compensation from any third party in connection with the recommendation for establishing an account.
- 3. Directed Brokerage** - All Clients are serviced on a "directed brokerage basis", where WealthBridge Capital will place trades within the established account[s] at the Custodian designated by the Client. Further, all Client accounts are traded within their respective account[s], unless separately instructed by the Client. The Advisor will

not engage in any principal transactions (i.e., trade of any security from or to the Advisor's own account) or cross transactions with other Client accounts (i.e., purchase of a security into one Client account from another Client's account[s]). WealthBridge Capital will not be obligated to select competitive bids on securities transactions and does not have an obligation to seek the lowest available transaction costs. These costs are determined by the designated Custodian. The Advisor may not be able to aggregate orders to reduce transaction costs in a Client directed brokerage account.

## **B. Aggregating and Allocating Trades**

The primary objective in placing orders for the purchase and sale of securities for Client accounts is to obtain the most favorable net results taking into account such factors as 1) price, 2) size of order, 3) difficulty of execution, 4) confidentiality and 5) skill required of the Custodian. WealthBridge Capital will execute its transactions through the Custodian as authorized by the Client. WealthBridge Capital may aggregate orders in a block trade or trades when securities are purchased or sold through the same broker-dealer for multiple (discretionary) accounts in the same trading day. If a block trade cannot be executed in full at the same price or time, the securities actually purchased or sold by the close of each business day must be allocated in a manner that is consistent with the initial pre-allocation or other written statement. This must be done in a way that does not consistently advantage or disadvantage any particular Client accounts.

## **Item 13 – Review of Accounts**

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### **A. Frequency of Reviews**

Securities in Client accounts are monitored on a regular and continuous basis by Advisory Persons of the Advisor and periodically by the CCO. Formal reviews are generally conducted at least annually or more or less frequently depending on the needs of the Client.

### **B. Causes for Reviews**

In addition to the investment monitoring noted in Item 13.A., each Client account shall be reviewed at least annually. Reviews may be conducted more or less frequently at the Client's request. Accounts may be reviewed as a result of major changes in economic conditions, known changes in the Client's financial situation, and/or large deposits or withdrawals in the Client's account[s]. The Client is encouraged to notify WealthBridge Capital if changes occur in the Client's personal financial situation that might adversely affect the Client's investment plan. Additional reviews may be triggered by material market, economic or political events.

### **C. Review Reports**

The Client will receive brokerage statements no less than quarterly from the Custodian. These brokerage statements are sent directly from the Custodian to the Client. The Client may also establish electronic access to the Custodian's website so that the Client may view these reports and their account activity. Client brokerage statements will include all positions, transactions and fees relating to the Client's account[s]. The Advisor may also provide Clients with periodic reports regarding their holdings, allocations, and performance.

## **Item 14 – Client Referrals and Other Compensation**

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### **A. Compensation Received by WealthBridge Capital**

#### Participation in Institutional Advisor Platform

WealthBridge Capital has established an institutional relationship with Schwab through its "Schwab Advisor Services" unit, a division of Schwab dedicated to serving independent advisory firms like WealthBridge Capital. As a registered investment advisor participating on the Schwab Advisor Services platform, WealthBridge Capital receives access to software and related support without cost because the Advisor renders investment management services to Clients that maintain assets at Schwab. Services provided by Schwab Advisor Services benefit the Advisor and many, but not all services provided by Schwab will benefit Clients. In fulfilling its duties to its Clients, the Advisor endeavors at all times to put the interests of its Clients first. Clients should be aware, however, that the receipt of economic benefits from a custodian creates a potential conflict of interest since these benefits may influence the Advisor's recommendation of this custodian over one that does not furnish similar software, systems support, or services.

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**WealthBridge Capital Management, LLC**

579 Executive Campus, Suite 375, Westerville, OH 43082  
Phone: (614) 591-4515 | <http://wealthbridgecm.com>

*Services that Benefit the Client* – Schwab’s institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of Client’s funds and securities. Through Schwab, the Advisor may be able to access certain investments and asset classes that the Client would not be able to obtain directly or through other sources. Further, the Advisor may be able to invest in certain mutual funds and other investments without having to adhere to investment minimums that might be required if the Client were to directly access the investments.

*Services that May Indirectly Benefit the Client* – Schwab provides participating advisors with access to technology, research, discounts and other services. In addition, the Advisor receives duplicate statements for Client accounts, the ability to deduct advisory fees, trading tools, and back office support services as part of its relationship with Schwab. These services are intended to assist the Advisor in effectively managing accounts for its Clients, but may not directly benefit all Clients.

*Services that May Only Benefit the Advisor* – Schwab also offers other services to WealthBridge Capital that may not benefit the Client, including: educational conferences and events, financial start-up support, consulting services and discounts for various service providers. Access to these services creates a financial incentive for the Advisor to recommend Schwab, which results in a potential conflict of interest. WealthBridge Capital believes, however, that the selection of Schwab as Custodian is in the best interests of its Clients.

## **B. Client Referrals from Solicitors**

WealthBridge Capital does not engage paid solicitors for Client referrals.

## **Item 15 – Custody**

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WealthBridge Capital does not accept or maintain custody of any Client accounts, except for the authorized deduction of the Advisor’s fees. All Clients must place their assets with a “qualified custodian”. Clients are required to engage the Custodian to retain their funds and securities and direct WealthBridge Capital to utilize the Custodian for the Client’s security transactions. Clients should review statements provided by the Custodian and compare to any reports provided by WealthBridge Capital to ensure accuracy, as the Custodian does not perform this review. For more information about custodians and brokerage practices, see Item 12 - Brokerage Practices.

If the Client gives the Advisor authority to move money from one account to another account, the Advisor may have custody of those assets. In order to avoid additional regulatory requirements, the Custodian and the Advisor have adopted safeguards to ensure that the money movements are completed in accordance with the Client’s instructions.

## **Item 16 – Investment Discretion**

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WealthBridge Capital generally has discretion over the selection and amount of securities to be bought or sold in Client accounts without obtaining prior consent or approval from the Client. However, these purchases or sales may be subject to specified investment objectives, guidelines, or limitations previously set forth by the Client and agreed to by WealthBridge Capital. Discretionary authority will only be authorized upon full disclosure to the Client. The granting of such authority will be evidenced by the Client’s execution of an investment advisory agreement containing all applicable limitations to such authority. All discretionary trades made by WealthBridge Capital will be in accordance with each Client’s investment objectives and goals.

## **Item 17 – Voting Client Securities**

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WealthBridge Capital does not accept proxy-voting responsibility for any Client. Clients will receive proxy statements directly from the Custodian. The Advisor will assist in answering questions relating to proxies, however, the Client retains the sole responsibility for proxy decisions and voting.

## **Item 18 – Financial Information**

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Neither WealthBridge Capital, nor its management, have any adverse financial situations that would reasonably impair the ability of WealthBridge Capital to meet all obligations to its Clients. Neither WealthBridge Capital, nor any of its Advisory Persons, has been subject to a bankruptcy or financial compromise. WealthBridge Capital is not required to deliver a balance sheet along with this Disclosure Brochure as the Advisor does not collect advance fees of \$1,200 or more for services to be performed six months or more in the future.

## **Form ADV Part 2B – Brochure Supplement**

**for**

**Ryan M. Dunlap, CFP®  
President & Chief Executive Officer**

**Effective: August 31, 2018**

This Form ADV 2B (“Brochure Supplement”) provides information about the background and qualifications of Ryan M. Dunlap (CRD# 2761374) in addition to the information contained in the WealthBridge Capital Management, LLC (“WealthBridge Capital” or the “Advisor”, CRD# 298254) Disclosure Brochure. If you have not received a copy of the Disclosure Brochure or if you have any questions about the contents of the WealthBridge Capital Disclosure Brochure or this Brochure Supplement, please contact us at (614) 591-4515.

Additional information about Mr. Dunlap is available on the SEC’s Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with his full name or his Individual CRD# 2761374.

## Item 2 – Educational Background and Business Experience

Ryan M. Dunlap, born in 1972, is dedicated to advising Clients of WealthBridge Capital as its President & Chief Executive Officer. Mr. Dunlap earned a Bachelors of Arts in Management from Purdue University in 1994. Additional information regarding Mr. Dunlap's employment history is included below.

### Employment History:

President & Chief Executive Officer, WealthBridge Capital Management, LLC	08/2018 to Present
Registered Representative, Private Client Services, LLC	08/2018 to Present
Financial Advisor, Morgan Stanley	01/2009 to 09/2018
Financial Advisor, Merrill Lynch, Pierce, Fenner & Smith, Incorporated	06/1996 to 01/2009

### CERTIFIED FINANCIAL PLANNER™ (“CFP®”)

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.



### Item 3 – Disciplinary Information

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***There are no legal, civil or disciplinary events to disclose regarding Mr. Dunlap.*** Mr. Dunlap has never been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against Mr. Dunlap. Securities laws require an advisor to disclose any instances where the advisor or its Advisory Persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. ***As previously noted, there are no legal, civil or disciplinary events to disclose regarding Mr. Dunlap.*** However, we do encourage you to independently view the background of Mr. Dunlap on the Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with his full name or his Individual CRD# 2761374.

### Item 4 – Other Business Activities

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#### Broker-Dealer Affiliation

Mr. Dunlap is also a registered representative of Private Client Services, LLC (“PCS”). PCS is a registered broker-dealer (CRD# 120222), member FINRA, SIPC. In Mr. Dunlap’s separate capacity as a registered representative, Mr. Dunlap will typically receive commissions for the implementation of recommendations for commissionable transactions. Clients are not obligated to implement any recommendation provided by Mr. Dunlap. Neither the Advisor nor Mr. Dunlap will earn ongoing investment advisory fees in connection with any products or services implemented in Mr. Dunlap’s separate capacity as a registered representative.

#### Insurance Agency Affiliations

Mr. Dunlap is also a licensed insurance professional. Implementations of insurance recommendations are separate and apart Mr. Dunlap’s role with WealthBridge Capital. As an insurance professional, Mr. Dunlap may receive customary commissions and other related revenues from the various insurance companies whose products are sold. Mr. Dunlap is not required to offer the products of any particular insurance company. Commissions generated by insurance sales do not offset regular advisory fees. This may cause a conflict of interest in recommending certain products of the insurance companies. Clients are under no obligation to implement any recommendations made by Mr. Dunlap or the Advisor.

### Item 5 – Additional Compensation

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Mr. Dunlap has additional business activities that are detailed in Item 4 above.

### Item 6 – Supervision

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Mr. Dunlap serves as its President & Chief Executive Officer. Mr. Dunlap is also supervised by Robert Faulkner, the Chief Compliance Officer. Mr. Faulkner can be reached at (614) 591-4515.

WealthBridge Capital has implemented a Code of Ethics and internal compliance that guide each Supervised Person in meeting their fiduciary obligations to Clients of WealthBridge Capital. Further, WealthBridge Capital is subject to regulatory oversight by various agencies. These agencies require registration by WealthBridge Capital and its Supervised Persons. As a registered entity, WealthBridge Capital is subject to examinations by regulators, which may be announced or unannounced. WealthBridge Capital is required to periodically update the information provided to these agencies and to provide various reports regarding the business activities and assets of the Advisor.

## **Form ADV Part 2B – Brochure Supplement**

**for**

**Robert William W. Faulkner, CIMA®  
Senior Vice President & Chief Compliance Officer**

**Effective: August 31, 2018**

This Form ADV 2B (“Brochure Supplement”) provides information about the background and qualifications of Robert William W. Faulkner (CRD# 4426185) in addition to the information contained in the WealthBridge Capital Management, LLC (“WealthBridge Capital” or the “Advisor”, CRD# 298254) Disclosure Brochure. If you have not received a copy of the Disclosure Brochure or if you have any questions about the contents of the WealthBridge Capital Disclosure Brochure or this Brochure Supplement, please contact us at (614) 591-4515.

Additional information about Mr. Faulkner is available on the SEC’s Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with his full name or his Individual CRD# 4426185.

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**WealthBridge Capital Management, LLC**

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## Item 2 – Educational Background and Business Experience

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Robert William W. Faulkner, born in 1972, is dedicated to advising Clients of WealthBridge Capital as a Senior Vice President and the Advisor's Chief Compliance Officer. Mr. Faulkner earned a Bachelors of Science in Physics from the US Naval Academy in 1994. Additional information regarding Mr. Faulkner's employment history is included below.

### Employment History:

Senior Vice President & Chief Compliance Officer, WealthBridge Capital Management, LLC	09/2018 to Present
Registered Representative, Private Client Services, LLC	08/2018 to Present
Financial Advisor, Morgan Stanley	01/2009 to 09/2018
Financial Advisor, Merrill Lynch	09/2002 to 01/2009
Financial Advisor, Merrill Lynch	07/2001 to 09/2002

### Certified Investment Management Analyst<sup>SM</sup> (CIMA<sup>®</sup>)

The CIMA certification signifies that an individual has met initial and ongoing experience, ethical, education, and examination requirements for investment management consulting, including advanced investment management theory and application. To earn CIMA certification, candidates must: submit an application, pass a background check and have an acceptable regulatory history; pass an online Qualification Examination; complete an in-person or online executive education program at an AACSB accredited university business school; pass an online Certification Examination; and have an acceptable regulatory history as evidenced by FINRA Form U-4 or other regulatory requirements and have three years of financial services experience at the time of certification.

CIMA certificants must adhere to IMCA's Code of Professional Responsibility, Standards of Practice, and Rules and Guidelines for Use of the Marks. CIMA designees must report 40 hours of continuing education credits, including two ethics hours, every two years to maintain the certification. The designation is administered through Investment Management Consultants Association (IMCA).

## Item 3 – Disciplinary Information

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***There are no legal, civil or disciplinary events to disclose regarding Mr. Faulkner.*** Mr. Faulkner has never been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against Mr. Faulkner. Securities laws require an advisor to disclose any instances where the advisor or its Advisory Persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. ***As previously noted, there are no legal, civil or disciplinary events to disclose regarding Mr. Faulkner.*** However, we do encourage you to independently view the background of Mr. Faulkner on the Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with his full name or his Individual CRD# 4426185.

## Item 4 – Other Business Activities

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### Broker-Dealer Affiliation

Mr. Faulkner is also a registered representative of Private Client Services, LLC ("PCS"). PCS is a registered broker-dealer (CRD# 120222), member FINRA, SIPC. In Mr. Faulkner's separate capacity as a registered representative, Mr. Faulkner will typically receive commissions for the implementation of recommendations for commissionable transactions. Clients are not obligated to implement any recommendation provided by Mr. Faulkner. Neither the Advisor nor Mr. Faulkner will earn ongoing investment advisory fees in connection with any products or services implemented in Mr. Faulkner's separate capacity as a registered representative.

### Insurance Agency Affiliations

Mr. Faulkner is also a licensed insurance professional. Implementations of insurance recommendations are separate and apart Mr. Faulkner's role with WealthBridge Capital. As an insurance professional, Mr. Faulkner

may receive customary commissions and other related revenues from the various insurance companies whose products are sold. Mr. Faulkner is not required to offer the products of any particular insurance company. Commissions generated by insurance sales do not offset regular advisory fees. This may cause a conflict of interest in recommending certain products of the insurance companies. Clients are under no obligation to implement any recommendations made by Mr. Faulkner or the Advisor.

#### **Personal Business Interests**

Mr. Faulkner has ownership interests in Northstar Studio, LLC, which is a competition cheerleading gym. Mr. Faulkner devotes approximately four hours a month to this outside business. None of the hours are during market hours. Northstar Studio, LLC is 50% owner of Midwest Cheer Elite Columbus, LLC, which is a cheerleading gym. Mr. Faulkner does not contribute any hours to Midwest Cheer Elite Columbus, LLC.

#### **Item 5 – Additional Compensation**

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Mr. Faulkner has additional business activities that are detailed in Item 4 above.

#### **Item 6 – Supervision**

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Mr. Faulkner serves as a Senior Vice President and the Chief Compliance Officer of WealthBridge Capital. Mr. Faulkner can be reached at (614) 591-4515.

WealthBridge Capital has implemented a Code of Ethics and internal compliance that guide each Supervised Person in meeting their fiduciary obligations to Clients of WealthBridge Capital. Further, WealthBridge Capital is subject to regulatory oversight by various agencies. These agencies require registration by WealthBridge Capital and its Supervised Persons. As a registered entity, WealthBridge Capital is subject to examinations by regulators, which may be announced or unannounced. WealthBridge Capital is required to periodically update the information provided to these agencies and to provide various reports regarding the business activities and assets of the Advisor.

## Privacy Policy

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Effective: August 31, 2018

### Our Commitment to You

WealthBridge Capital Management, LLC ("WealthBridge Capital" or the "Advisor") is committed to safeguarding the use of personal information of our Clients (also referred to as "you" and "your") that we obtain as your Investment Advisor, as described here in our Privacy Policy ("Policy").

Our relationship with you is our most important asset. We understand that you have entrusted us with your private information, and we do everything that we can to maintain that trust. WealthBridge Capital (also referred to as "we", "our" and "us") protects the security and confidentiality of the personal information we have and implements controls to ensure that such information is used for proper business purposes in connection with the management or servicing of our relationship with you.

WealthBridge Capital does not sell your non-public personal information to anyone. Nor do we provide such information to others except for discrete and reasonable business purposes in connection with the servicing and management of our relationship with you, as discussed below.

Details of our approach to privacy and how your personal non-public information is collected and used are set forth in this Policy.

### Why you need to know?

Registered Investment Advisors ("RIAs") must share some of your personal information in the course of servicing your account. Federal and State laws give you the right to limit some of this sharing and require RIAs to disclose how we collect, share, and protect your personal information.

### What information do we collect from you?

Driver's license number	Date of birth
Social security or taxpayer identification number	Assets and liabilities
Name, address and phone number(s)	Income and expenses
E-mail address(es)	Investment activity
Account information (including other institutions)	Investment experience and goals

### What Information do we collect from other sources?

Custody, brokerage and advisory agreements	Account applications and forms
Other advisory agreements and legal documents	Investment questionnaires and suitability documents
Transactional information with us or others	Other information needed to service account

### How do we protect your information?

To safeguard your personal information from unauthorized access and use we maintain physical, procedural and electronic security measures. These include such safeguards as secure passwords, encrypted file storage and a secure office environment. Our technology vendors provide security and access control over personal information and have policies over the transmission of data. Our associates are trained on their responsibilities to protect Client's personal information.

We require third parties that assist in providing our services to you to protect the personal information they receive from us.

### How do we share your information?

An RIA shares Client personal information to effectively implement its services. In the section below, we list some reasons we may share your personal information.

Basis For Sharing	Do we share?	Can you limit?
<b>Servicing our Clients</b> We may share non-public personal information with non-affiliated third parties (such as administrators, brokers, custodians, regulators, credit agencies, other financial institutions) as necessary for us to provide agreed upon services to you, consistent with applicable law, including but not limited to: processing transactions; general account maintenance; responding to regulators or legal investigations; and credit reporting. WealthBridge Capital shares Client information with Private Client Services, LLC ("PCS") due to the oversight PCS has over certain supervised persons of the Advisor. You may also contact us at any time for a copy of the PCS Privacy Policy.	Yes	No
<b>Marketing Purposes</b> WealthBridge Capital does not disclose, and does not intend to disclose, personal information with non-affiliated third parties to offer you services. Certain laws may give us the right to share your personal information with financial institutions where you are a customer and where WealthBridge Capital or the client has a formal agreement with the financial institution. <b>We will only share information for purposes of servicing your accounts, not for marketing purposes.</b>	No	Not Shared
<b>Authorized Users</b> Your non-public personal information may be disclosed to you and persons that we believe to be your authorized agent(s) or representative(s).	Yes	Yes
<b>Information About Former Clients</b> WealthBridge Capital does not disclose and does not intend to disclose, non-public personal information to non-affiliated third parties with respect to persons who are no longer our Clients.	No	Not Shared

### Changes to our Privacy Policy

We will send you a copy of this Policy annually for as long as you maintain an ongoing relationship with us.

Periodically we may revise this Policy and will provide you with a revised policy if the changes materially alter the previous Privacy Policy. We will not, however, revise our Privacy Policy to permit the sharing of non-public personal information other than as described in this notice unless we first notify you and provide you with an opportunity to prevent the information sharing.

### Any Questions?

You may ask questions or voice any concerns, as well as obtain a copy of our current Privacy Policy by contacting us at (614) 591-4515.