

PART 2A OF FORM ADV: FIRM BROCHURE



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March 27, 2020

This brochure provides information about the qualifications and business practices of Destiny Capital Corporation. If you have any questions about the contents of this brochure, please contact us at 303-277-9977 or email cco@destinycapital.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.

Registration with the SEC or with any state securities authority does not imply a certain level of skill or training.

*Additional information about Destiny Capital Corporation also is available on the SEC's website at:
www.adviserinfo.sec.gov.*

*You can search this site by a unique identifying number, known as a CRD number.
Our firm's CRD number is 111196.*

ITEM 2 MATERIAL CHANGES

This Firm Brochure, dated March 27, 2020, provides you with a summary of Destiny Capital Corporation's advisory services and fees, professionals, certain business practices and policies, as well as actual or potential conflicts of interest, among other things. This Item is used to provide our clients with a summary of new and/or updated information; we will inform of the revision(s) based on the nature of the information as follows.

1. Annual Update: We are required to update certain information at least annually, within 90 days of our firm's fiscal year end (FYE) of December 31. We will provide you with either a summary of the revised information with an offer to deliver the full revised Brochure within 120 days of our FYE or we will provide you with our revised Brochure that will include a summary of those changes in this Item.
2. Material Changes: Should a material change in our operations occur, depending on its nature we will promptly communicate this change to clients (and it will be summarized in this Item). "Material changes" requiring prompt notification will include changes of ownership or control; location; disciplinary proceedings; significant changes to our advisory services or advisory affiliates – any information that is critical to a client's full understanding of who we are, how to find us, and how we do business.

The following summarizes new or revised disclosures based on information previously provided in our Firm Brochure dated **03/20/2019 and last edited 03/27/2020**:

Material Changes have occurred since the last update of our Firm Brochure on 03/20/2019:

- Patricia Kramer, Chief Compliance Officer and Chief Operations Officer, retired on January 3, 2020. Erin O'Neill has been promoted to the position of Chief Compliance Officer.
- Judd Kramer retired on January 3, 2020. He held the position of Chief Financial Officer. Mabel Pirner has been promoted to the position of Chief Financial Officer.
- We have added a service offering for Entrepreneur Aligned Clients (Item 4)
- Our fee schedule has been updated (Item 5)

If you would like a copy of the Part 2A or the Part 2B, please email cco@destinycapital.com or call the office at 303-277-9977 to request your copy. The Form ADV Part 2A is available on our website www.destinycapital.com.

ITEM 3	TABLE OF CONTENTS	PAGE
Item 1	Cover Page	1
Item 2	Material Changes	2
Item 3	Table of Contents	3
Item 4	Advisory Business	4
Item 5	Fees and Compensation	6
Item 6	Performance-Based Fees and Side-By-Side Management	9
Item 7	Types of Clients	9
Item 8	Methods of Analysis, Investment Strategies and Risk of Loss	9
Item 9	Disciplinary Information	11
Item 10	Other Financial Industry Activities and Affiliations	12
Item 11	Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	13
Item 12	Brokerage Practices	15
Item 13	Review of Accounts	15
Item 14	Client Referrals and Other Compensation	16
Item 15	Custody	16
Item 16	Investment Discretion	17
Item 17	Voting Client Securities	17
Item 18	Financial Information	17

ITEM 4 ADVISORY BUSINESS

Destiny Capital Corporation is a SEC-registered investment adviser with its principal place of business located in Colorado. Destiny Capital Corporation began conducting business in 1988.

The firm's principal owner (i.e. individuals and/or entities owning 25% or more of this firm).

Destiny Holdings, Inc., Owner

In addition, the owners of 25% or more of Destiny Holdings, Inc. are:

Steven Reese Musick, Founder
Jarrod Bryan Musick, CEO, President

Destiny Capital Corporation offers the following advisory services to our clients:

ENTREPRENEUR ALIGNED CLIENTS

Destiny Capital Corporation offers advisory services to High Net Worth Clients with relatively few or no assets to be invested in public markets. In addition to the services listed below under Financial Planning, and Individual Portfolio Management, Entrepreneur Aligned Clients receive the following services:

- Business Planning and Consulting
- Business exit planning
- Investment Thesis that includes business interests, real estate, public markets, collectibles, etc.
- Center of Influence coordination
- Family values discussion and statement of intent

INDIVIDUAL PORTFOLIO MANAGEMENT

Our firm provides continuous asset management of client funds based on the individual needs of the client. Through personal discussions in which goals and objectives based on the client's particular circumstances are established, we develop the client's personal investment policy. We create and manage a portfolio based on that policy. During our data gathering process, we determine the client's individual objectives, time horizons, risk tolerance, and liquidity needs. As appropriate, we may also review and discuss a client's prior investment history, as well as family composition and background.

We manage these advisory accounts on a discretionary or non-discretionary basis. Account supervision is guided by the client's stated objectives (i.e., maximum capital appreciation, growth, income, or growth and income), as well as tax considerations and other personal considerations.

Clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors.

Once the client's portfolio has been established, we review the discretionary portfolio weekly and make changes periodically, based on the client's individual needs.

Clients are typically offered planning reviews every year when all personal planning circumstances are reviewed; some clients desire less frequent reviews and the review schedule is determined by individual needs.

Our investment recommendations are not limited to any specific product or service offered by a broker-dealer or insurance company and will generally include advice regarding the following securities:

- Exchange-listed securities
- Securities traded over-the-counter
- Foreign issuers
- Corporate debt securities (other than commercial paper)
- Certificates of deposit
- Municipal securities
- Life insurance
- Annuities
- Mutual fund shares
- Exchange Traded Funds
- United States governmental securities
- Options contracts on securities

Any investments that involve certain additional degrees of risk will only be implemented or recommended when consistent with the client's stated investment objectives, tolerance for risk, liquidity, and suitability.

FINANCIAL PLANNING

We provide financial planning services. Financial planning is a comprehensive evaluation of a client's current and future financial state by using currently known variables to estimate future cash flows, asset values and withdrawal plans. Through the financial planning process, all questions, information, and analysis are considered as they impact and are impacted by the entire financial and life situation of the client. Clients purchasing this service receive a written report which provides them with a detailed financial plan designed to assist them in achieving their financial goals and objectives.

In general, the financial plan can address any or all of the following areas:

- PERSONAL – We review family records, budgeting, current lifestyle, personal liability, estate information and financial goals.
- CASH FLOW & TAX – Cash flow analysis and tax planning are dimensions of our services.
- INVESTMENTS – We analyze investment alternatives and their effect on the client's portfolio.
- INSURANCE – We review existing policies to ensure proper coverage for life, health, long-term care and disability.
- RETIREMENT – We analyze current strategies and investment plans to help the client achieve his or her retirement goals.

- DEATH & DISABILITY – We review the client’s cash needs at death, income needs of surviving dependents, estate planning and disability income.
- ESTATE - We assist the client in assessing and developing long-term strategies; items reviewed include living trusts, wills, estate tax, powers of attorney, asset protection plans, nursing homes, Medicaid and elder law.

We gather required information through in-depth personal interviews. Information gathered includes the client's current financial status, tax status, future goals, investment return objectives, and attitudes towards risk. We carefully review documents supplied by the client and prepare a written report. Should the client choose to implement the recommendations contained in the plan, we suggest the client work closely with his/her attorney, accountant, or any relevant adviser. Implementation of financial plan recommendations is entirely at the client's discretion.

We also provide general non-securities advice on topics that may include tax and cash flow planning, estate planning, and business planning.

Typically the financial plan is presented to the client at the time the contract is signed, provided that all information needed to prepare the financial plan has been provided when requested.

Financial Planning recommendations are not limited to any specific product or service offered by a broker-dealer or insurance company. All recommendations are specific to client circumstances.

CONSULTING SERVICES

Clients can also receive investment advice on a more focused basis. This may include advice on one or more isolated areas of concern such as estate planning, retirement planning, or any other specific topic. We also provide specific consultation and administrative services regarding investment and financial concerns of the client.

Consulting recommendations are not limited to any specific product or service offered by a broker-dealer or insurance company. All recommendations are specific to client circumstances.

AMOUNT OF MANAGED ASSETS

As of **12/31/2019**, we were actively managing **\$243,175,343** of client assets on a discretionary basis plus **\$32,214,981** of client assets on a non-discretionary basis.

ITEM 5 FEES AND COMPENSATION

PORTFOLIO MANAGEMENT SERVICES FEES

Discretionary Portfolio Management: Our fee schedule for discretionary portfolio management services:

Amount of Assets Under Management	Fee
\$0 to \$1,000,000	1.50%
\$1,000,000 to \$5,000,000	0.95%
Above \$5,000,000	0.50%

This schedule represents a combined annual fee for discretionary portfolio management, financial planning and client service, as well as commissions on transactions such as mutual funds, exchange traded funds, individual securities and other similar financial products. It does not include commissions on purchases of insurance products.

In the contract with the Adviser, Clients authorize the Adviser to deduct fees monthly, quarterly or annually from their accounts. Clients have the option of requesting that they be invoiced in order to pay by check.

Non-Discretionary Portfolio Management: Clients who engage Destiny Capital Corporation without Discretionary Authority are charged a flat fee for services. The fee, which will be agreed upon prior to entering into a contract, will be dependent on the complexity of the client's personal circumstances, assets to be placed under management currently or in the future, related accounts, portfolio style, account composition, and reports, among other factors. Because of the many factors being considered, we do not have a set schedule for non-discretionary portfolio management, but the flat fee generally falls between \$2,500 and \$50,000. Non-discretionary clients typically are charged commissions on stocks and ETFs, as well as distribution fees (12b1 fees) on certain mutual fund share classes. Destiny Capital's Investment Adviser Representatives (IARs) are not paid these fees directly, rather they are paid salary and bonus. See Item 12, Brokerage Practices, for more detail and Conflicts of Interest.

Limited Negotiability of Advisory Fees: Although Destiny Capital Corporation has established the aforementioned fee schedule, we retain the discretion to negotiate alternative fees on a client-by-client basis. Client facts, circumstances and needs are considered in determining the fee schedule. These include the complexity of the client's personal circumstances, assets to be placed under management, anticipated future additional assets; related accounts; portfolio style, account composition, and reports, among other factors. The annual fee schedule is identified in the contract between the Adviser and client. We reserve the right to offer discounts to family members and friends of associated persons of our firm.

We may group certain related client accounts for the purposes of achieving the minimum account size requirements and determining the annualized fee.

Onboarding fee: New clients are typically charged an onboarding fee of \$5,000.

FINANCIAL PLANNING FEES

Destiny Capital Corporation's Financial Planning fee is determined based on the nature of the services being provided and the complexity of each client's circumstances. Fees are agreed upon prior to entering into a contract with a client.

Our Financial Planning fees are calculated and charged on a fixed fee basis, ranging from \$1,500 to \$50,000, depending on the complexity of the situation, and the specific arrangement reached with the client.

We may request advance payment upon completion of our initial fact-finding session with the client; however, advance payment will never exceed \$5,000 for work that will not be completed within six months. The balance is due upon completion of the plan.

ENTREPRENEUR ALIGNED CLIENT FEES

Destiny Capital Corporation's fees for Entrepreneur Aligned Clients are dependent upon the complexity of the client's situation, and range from \$5,000 to \$30,000 per quarter. The fees are agreed-upon before engagement, and are outlined in the Client Contract.

Onboarding fee: New Entrepreneur Aligned Clients are typically charged an onboarding fee of \$5,000 as soon as work begins.

CONSULTING SERVICES FEES

Destiny Capital Corporation's Consulting Services fees are determined based on the nature of the services being provided and the complexity of the client's circumstances. Fees are agreed upon prior to entering into a contract with the client.

Our Consulting Services fees are calculated and charged on an hourly basis, up to **\$500** per hour or a negotiated day rate plus expenses. An estimate for the total hours is determined at the start of the advisory relationship.

CONFLICTS OF INTEREST

Management personnel and most of the related persons of our firm are licensed as registered representatives of a broker-dealer and several are also licensed as insurance agents. Although these individuals could implement investment recommendations for advisory clients for separate compensation (i.e., commissions, 12b-1 fees or other sales-related forms of compensation), these individuals are all paid a salary and bonus and do not receive any commissions directly. However, since portions of certain individuals' bonuses are tied to sales, this presents a conflict of interest to the extent that these individuals could recommend that a client invest in a security which results in a commission being paid.

It is Destiny Capital's policy to recommend the lowest-cost mutual fund share class that is available and meets the objectives of the client.

Clients who have engaged Destiny Capital to provide Portfolio Management and use our affiliated broker-dealer, Destiny Capital Securities Corporation, will not be charged commissions on stock or ETF purchases.

The implementation of any or all recommendations is solely at the discretion of the client.

GENERAL INFORMATION

Termination of the Advisory Relationship. The client agreement may be canceled at any time, by either party, for any reason with written notification. As disclosed above, certain fees are paid in advance of services provided. Upon termination of an account, prepaid, unearned fees will be promptly refunded. In calculating a client's reimbursement of fees, we will pro rate the according to the number of days remaining in the billing period.

Mutual Fund and ETF Fees. All fees paid to Destiny Capital Corporation for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds and/or ETFs to their shareholders. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution (12b-1) fee. If the fund also imposes sales charges, a client may pay an initial or deferred sales charge. A client could invest in a mutual fund directly, without our services. In that case, the client would not receive the services provided by our firm which are designed, among other things, to assist the client in determining which investments are most appropriate to each client's financial condition and objectives. Accordingly, the client should review both the fees charged by the funds and our fees to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided.

Additional Fees and Expenses. In addition to our advisory fees, clients are also responsible for the fees and expenses charged by custodians and imposed by broker dealers, including, but not limited to, transaction charges imposed by a broker dealer with which an independent investment manager effects transactions for the client's account(s). Please refer to the "Brokerage Practices" section (Item 12) of this Form ADV for additional information.

Grandfathering of Minimum Account Requirements. Pre-existing advisory clients are subject to Destiny Capital Corporation's minimum account requirements and advisory fees in effect at the time the client entered into the advisory relationship. Therefore, our firm's minimum account requirements will differ among clients.

ERISA Accounts. Destiny Capital Corporation complies with all "ERISA" guidelines on Pension and Retirement Plans we administer for clients.

Advisory Fees in General. Clients should note that similar advisory services may (or may not) be available from other registered (or unregistered) investment advisers for similar or lower fees.

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

Destiny Capital Corporation does not charge performance-based fees.

ITEM 7 TYPES OF CLIENTS

Destiny Capital Corporation provides advisory services to the following types of clients:

- Individuals (other than high net worth individuals)
- High net worth individuals
- Private trusts and foundations
- Pension and profit sharing plans (other than plan participants)
- Charitable organizations
- Corporations or other businesses not listed above

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

METHODS OF ANALYSIS

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

Portfolio Construction. We construct diversified portfolios using the primary tenets of Modern Portfolio Theory. Using annual ex-ante capital market assumption data provided by a variety of financial institutions, we identify and review the risk and return metrics for all asset classes in the investable universe. We then perform detailed analysis in order to construct portfolios with the goal of optimizing performance per unit of risk.

Asset Allocation. Within each class of securities, we attempt to identify more narrow categories such as domestic vs. international, growth vs. value, large-cap vs. small-cap, long vs. short maturities, corporate vs. government vs. municipal, etc. The number of potential subcategories can be quite large. Mutual funds and exchange traded funds can be useful tools to identify and recommend narrow strategies.

A risk of asset allocation is that the client may not participate in sharp increases in a particular security, industry or market sector. Another risk is that the ratio of securities, fixed income, and cash and cash equivalents will change over time due to stock and market movements and, if not corrected, will no longer be appropriate for the client's goals.

Mutual Fund and/or ETF Analysis. We look at the experience and track record of the manager of the mutual fund or ETF in an attempt to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions. We also look at the underlying assets in a mutual fund or ETF in an attempt to determine if there is significant overlap in the underlying investments held in another fund(s) in the client's portfolio. We also monitor the funds or ETFs in an attempt to determine if they are continuing to follow their stated investment strategy.

A risk of mutual fund and/or ETF analysis is that, as in all securities investments, past performance does not guarantee future results. A manager who has been successful may not be able to replicate that success in the future. In addition, as we do not control the underlying investments in a fund or ETF, managers of different funds held by the client may purchase the same security, increasing the risk to the client if that security were to fall in value. There is also a risk that a manager may deviate from the stated investment mandate or strategy of the fund or ETF, which could make the holding(s) less suitable for the client's portfolio.

Rebalancing. Rebalancing involves buying and/or selling assets in a portfolio in order to maintain the desired level of asset weighting. This results in a more consistent risk profile. Our Investment Committee monitors portfolio drift within each client account on a bi-weekly basis, and rebalances each discretionary portfolio no less than annually unless individual client circumstances dictate otherwise.

Fundamental Analysis. We attempt to measure the intrinsic value of a security by looking at economic and financial factors (including the overall economy, industry conditions, and the financial condition and management of the company itself) to determine if the company is underpriced (indicating it may be a good time to buy) or overpriced (indicating it may be time to sell).

Fundamental analysis does not attempt to anticipate market movements. This presents a potential risk, as the price of a security can move up or down along with the overall market regardless of the economic and financial factors considered in evaluating the stock.

Quantitative Analysis. We use mathematical models in an attempt to obtain more accurate measurements of a company's quantifiable data, such as the value of a share price or earnings per share, and anticipate changes to that data.

A risk in using quantitative analysis is that the models used may be based on assumptions that prove to be incorrect.

Qualitative Analysis. We subjectively evaluate non-quantifiable factors such as quality of management, labor relations, and strength of research and development factors not readily subject to measurement, and anticipate potential changes to share price based on that data.

A risk of using qualitative analysis is that our subjective judgment may prove incorrect.

Risks for all forms of analysis. Our securities analysis methods rely on the assumption that the companies whose securities we purchase and sell, the rating agencies that review these securities, and other publicly-available sources of information about these securities, are providing accurate and unbiased data. While we are alert to indications that data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information.

INVESTMENT STRATEGIES

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

Long-term purchases. We purchase assets with the idea of holding them in the client's account for a year or longer. Typically we employ this strategy when:

- We believe the securities to be currently undervalued, and/or
- We want exposure to a particular asset class over time, regardless of the current projection for this class.

A risk in a long-term purchase strategy is that by holding the security for this length of time, we do not take advantage of short-term gains that could be profitable to a client. Moreover, if our analysis is incorrect, the security may decline sharply in value before we make the decision to sell.

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

A risk in a short-term purchase strategy is that by holding the security for this length of time, we do not take advantage of long-term gains that could be profitable to a client. Moreover, if our analysis is incorrect, the security may increase in value after we make the decision to sell.

Risk of Loss. Securities investments are not guaranteed and you may lose money on your investments. We ask that you work with us to help us understand your tolerance for risk.

ITEM 9 DISCIPLINARY INFORMATION

We are required to disclose any legal or disciplinary events that are material to a client's or prospective client's evaluation of our advisory business or the integrity of our management.

Our firm and our management personnel have no reportable disciplinary events to disclose.

ITEM 10 OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

FIRM REGISTRATIONS

In addition to Destiny Capital Corporation being a registered investment adviser, our sister company, Destiny Capital Securities Corporation, is registered as a FINRA member broker-dealer. A list of affiliated broker-dealers is specifically disclosed in Section 7.A. on Schedule D of Form ADV, Part 1, which can be accessed by following the directions provided on the Cover Page of this Firm Brochure.

MANAGEMENT PERSONNEL REGISTRATIONS

Management personnel of Destiny Capital Corporation are separately licensed as registered representatives of Destiny Capital Securities Corporation, an affiliated FINRA member broker-dealer. These individuals, in their separate capacity, can effect securities transactions for which they could possibly receive separate, yet customary compensation.

While Destiny Capital Corporation and these individuals endeavor at all times to put the interest of the clients first as part of our fiduciary duty, clients should be aware that the receipt of additional compensation itself creates a conflict of interest, and could affect the judgment of these individuals when making recommendations.

Some members of management and personnel of our firm, in their individual capacities, are agents for various insurance companies. As such, these individuals are able to receive separate, yet customary commission compensation resulting from implementing product transactions on behalf of advisory clients. Clients, however, are not under any obligation to engage these individuals when considering implementation of advisory recommendations. The implementation of any or all recommendations is solely at the discretion of the client.

SPONSORSHIP OF THE ALREADY SUCCESSFUL PODCAST

Jarrold Musick, CEO and President, and Tiffany Charles, Chief Growth Officer of Destiny Capital Corporation, host the Already Successful podcast that is sponsored by Destiny Capital Corporation. The podcast is available to the general public via several services, and listeners include both clients and non-clients of Destiny Capital. The podcast is free of charge to listeners and subscribers.

The episodes are designed for successful entrepreneurs and include a broad range of topics which occasionally include financial planning and/or investments. Mr. Musick and Ms. Charles do not provide any specific legal, tax or investment advice to listeners.

CONFLICTS OF INTEREST

Clients should be aware that the receipt of additional compensation by Destiny Capital Corporation and its management persons or employees creates a conflict of interest that may impair the objectivity of our firm and these individuals when making advisory recommendations. Destiny Capital Corporation endeavors at all times to

put the interest of its clients first as part of our fiduciary duty as a registered investment adviser; we take the following steps to address this conflict:

- We disclose to clients the existence of all material conflicts of interest, including the potential for our firm and our employees to earn compensation from advisory clients in addition to our firm's advisory fees
- We disclose to clients that they are not obligated to purchase recommended investment products from our employees or affiliated companies
- We collect, maintain and document accurate, complete and relevant client background information, including the client's financial goals, objectives and risk tolerance
- Our firm's management conducts regular reviews of each client account to verify that all recommendations made to a client are suitable to the client's needs and circumstances
- We require that our employees seek prior approval of any outside employment activity so that we may ensure that any conflicts of interests in such activities are properly addressed
- We periodically monitor these outside employment activities to verify that any conflicts of interest continue to be properly addressed by our firm
- We educate our employees regarding the responsibilities of a fiduciary, including the need for having a reasonable and independent basis for the investment advice provided to clients.

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

Our firm has adopted a Code of Ethics which sets forth high ethical standards of business conduct that we require of our employees, including compliance with applicable federal securities laws.

Destiny Capital Corporation and our personnel owe a duty of loyalty, fairness and good faith towards our clients, and have an obligation to adhere not only to the specific provisions of the Code of Ethics but to the general principles that guide the Code.

Our Code of Ethics includes policies and procedures for the review of quarterly securities transactions reports as well as initial and annual securities holdings reports that must be submitted by the firm's access persons. Among other things, our Code of Ethics also requires the prior approval of any acquisition of securities in a limited offering (e.g., private placement). Our employees are prohibited from purchasing an initial public offering. Our code also provides for oversight, enforcement and recordkeeping provisions.

Destiny Capital Corporation's Code of Ethics includes the firm's policy prohibiting the use of material non-public information. While we do not believe that we have any particular access to non-public information, all employees are reminded that such information may not be used in a personal or professional capacity.

A copy of our Code of Ethics is available to our current and prospective clients. You may request a copy by email sent to cco@destinycapital.com, or by calling us at 303-277-9977.

Our Code of Ethics is designed to assure that the personal securities transactions, activities and interests of our employees will not interfere with making or implementing decisions in the best interest of advisory clients while still allowing employees to invest for their own accounts.

Our firm and/or individuals associated with our firm may buy or sell for their personal accounts securities identical to or different from those recommended to our clients. In addition, any related person may have an interest or position in a securities which may also be recommended to a client.

We aggregate our employee trades with client transactions when possible and when compliant with our duty to seek best execution for our clients. In these instances, participating clients receive an average share price and transaction costs are shared equally and on a pro-rata basis. In the instances where there is a partial fill of a particular batched order, we allocate the trades pro-rata, with each account receiving the average price. Our employee accounts will be included in the pro-rata allocation.

As these situations represent actual or potential conflicts of interest to our clients, we have established the following policies and procedures for implementing our firm's Code of Ethics, to ensure our firm complies with its regulatory obligations and provides our clients and potential clients with full and fair disclosure of such conflicts of interest:

1. No principal or employee of our firm may put his or her own interest above the interest of an advisory client.
2. Principals and employees of our firm may not buy or sell securities for their personal portfolios where their decision is a result of information received as a result of his or her employment unless the information is also available to the investing public.
3. It is the expressed policy of our firm that no person employed by us may purchase or sell any security prior to a transaction for that security being implemented for an advisory account. This prevents such employees from benefiting from transactions placed on behalf of advisory accounts.
4. Our firm requires prior approval for any private placement investments by related persons of the firm.
5. We maintain a list of all reportable securities holdings for our firm and anyone associated with this advisory practice that has access to advisory recommendations ("access person"). These holdings are reviewed on a regular basis by our firm's Chief Compliance Officer or his/her designee.
6. We have established procedures for the maintenance of all required books and records.
7. All clients are fully informed that related persons may receive separate commission compensation when effecting transactions during the implementation process.
8. Clients can decline to implement any advice rendered.
9. All of our principals and employees must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices.
10. We require delivery and acknowledgement of the Code of Ethics by each supervised person of our firm.
11. We have established policies requiring the reporting of Code of Ethics violations to our senior management.
12. Any individual who violates any of the above restrictions may be subject to termination.

As disclosed in Item 10 of this Brochure, certain related persons of our firm are separately registered as registered representatives of the broker-dealer, and some are also licensed as an insurance agents of various insurance

companies. Please refer to Item 10 for a detailed explanation of these relationships and important conflict of interest disclosures.

ITEM 12 BROKERAGE PRACTICES

DIRECTED BROKERAGE

Destiny Capital Corporation recommends that its clients utilize the services of Destiny Capital Securities Corporation ("DCSC"), an affiliated broker-dealer. However, clients may choose another broker-dealer to execute transactions. Not all advisers recommend the use of a certain broker-dealer, and other broker-dealers may have higher, lower or similar transaction costs. Because Destiny Capital Corporation and DCSC are affiliates, this creates conflicts of interest in that Destiny Capital's representatives can sell Portfolio Management services if the accounts are maintained at DCSC; clients who choose to maintain brokerage accounts outside of DCSC will only be accepted for our Financial Planning or Consulting services. We mitigate these conflicts of interest by explaining costs associated with a DCSC account, and allowing clients to research their options before selecting a service from Destiny Capital Corporation and deciding whether to open any accounts with DCSC. Destiny Capital clients who choose to open accounts at DCSC will have their brokerage account data readily available to their advisor, and will have access to Albridge™ performance reporting software. DCSC will absorb the transaction costs associated with securities, mutual funds, ETFs and bonds on behalf of discretionary clients who have an active Client Agreement with Destiny Capital Corporation.

Aggregation of orders. Destiny Capital Corporation will execute block trades where possible and when advantageous to discretionary clients. This blocking of trades permits the trading of aggregate blocks of securities composed of assets from multiple client accounts at an average share price; transaction costs for block trades are absorbed by DCSC.

RESEARCH AND OTHER SOFT DOLLAR BENEFITS

Destiny Capital Corporation does not receive research or any other soft-dollar benefits in connection with client securities transactions.

BROKERAGE FOR CLIENT REFERRALS

Destiny Capital Corporation does not receive client referrals for recommending any broker-dealer.

ITEM 13 REVIEW OF ACCOUNTS

PORTFOLIO MANAGEMENT SERVICES

Reviews. While the underlying securities within Individual Portfolio Management Services accounts are continually reviewed and monitored, accounts are reviewed in the context of each client's stated investment objectives and guidelines. More frequent reviews may be triggered by material changes in variables such as the client's individual circumstances, or the market, political or economic environment.

These accounts are reviewed by: Timothy Doyle, CIO; Jarrod Musick, CEO & President; Mabel Pirner, CFO; Steven Musick, Founder; and from time to time, by other financial advisory personnel employed by the firm.

Reports. In addition to the monthly statements and confirmations of transactions that Portfolio Management Services clients receive from their broker-dealer, Destiny Capital Corporation provides an annual report summarizing account performance, balances and holdings at the annual planning review. Clients are also provided with access to on-demand Albridge™ performance reports.

FINANCIAL PLANNING SERVICES

Reviews. While reviews may occur at different stages depending on the nature and terms of the specific engagement, typically formal reviews will be conducted annually for all discretionary clients. Non-discretionary clients are reviewed periodically depending on the needs of the client.

Reports. Financial Planning clients will receive a completed financial plan. Additional reports will be generated and provided at the annual review or as needed due to changing factors.

CONSULTING SERVICES

Reviews. While reviews do occur at different stages depending on the nature and terms of the specific engagement, typically no formal reviews will be conducted for Consulting Services clients unless otherwise contracted for. Such reviews will be conducted by the client's advisor.

Reports. Consulting Services clients will not receive reports unless included in the service.

ITEM 14 CLIENT REFERRALS AND OTHER COMPENSATION

It is Destiny Capital Corporation's policy not to engage solicitors or to pay related or non-related persons for referring potential clients to our firm.

It is Destiny Capital Corporation's policy not to accept or allow our related persons to accept any form of compensation, including cash, sales awards or other prizes, from a non-client in conjunction with the advisory services we provide to our clients. Invitations to attend insurance conferences are an exception and attendance will be allowed. An Investment Adviser Representative who is invited to meet with portfolio managers of a mutual fund company will be allowed to attend. Attendance at conferences that are sponsored by Destiny Capital Securities Corporation's clearing firm will be allowed. Destiny Capital Securities Corporation is the affiliated broker/dealer of Destiny Capital Corporation.

ITEM 15 CUSTODY

We previously disclosed in the "Fees and Compensation" section (Item 5) of this Brochure that our firm directly debits advisory fees from client accounts, unless the client requests otherwise. In the advisory contract, clients typically authorize annual debiting of fees.

As part of this billing process, the client's custodian is advised of the amount of the fee to be deducted from that client's account(s). On at least a quarterly basis, the custodian is required to send to the client a statement showing all transactions within the account during the reporting period.

Because the custodian does not calculate the amount of the fee to be deducted, it is important for clients to carefully review their custodial statements to verify the accuracy of the calculation, among other things. Clients should contact us directly if they believe that there may be an error in their statement.

Our firm does not have actual or constructive custody of client accounts.

ITEM 16 INVESTMENT DISCRETION

Clients have the option of hiring us to provide discretionary asset management services, in which case we place trades in a client's account without contacting the client prior to each trade to obtain the client's permission.

Our discretionary authority includes the ability to do the following without contacting the client:

- Determine the security to buy or sell; and/or
- Determine the time to buy or sell; and/or
- Determine the price to buy or sell; and/or
- Determine the amount of the security to buy or sell

Clients give us discretionary authority when they sign a discretionary agreement with our firm, and may limit this authority by giving us written instructions. Clients may also change/amend such limitations by once again providing us with written instructions.

ITEM 17 VOTING CLIENT SECURITIES

As a matter of firm policy, we do not vote proxies on behalf of clients. Therefore, although our firm may provide investment advisory services relative to client investment assets, clients maintain exclusive responsibility for: (1) directing the manner in which proxies solicited by issuers of securities beneficially owned by the client shall be voted, and (2) making all elections relative to any mergers, acquisitions, tender offers, bankruptcy proceedings or other type events pertaining to the client's investment assets. We may provide clients with consulting assistance regarding proxy issues if they contact us with questions at our principal place of business.

ITEM 18 FINANCIAL INFORMATION

We do require some clients to pay fees that are (a) greater than \$1,200 and (b) billed six months or more in advance. Accordingly, a copy of our firm's balance sheet is attached.

As an advisory firm that maintains discretionary authority for client accounts, we are also required to disclose any financial condition that is reasonably likely to impair our ability to meet our contractual obligations. Destiny Capital Corporation has no additional financial circumstances to report.

Destiny Capital Corporation has not been the subject of a bankruptcy petition at any time during the past ten years.

DESTINY CAPITAL CORPORATION
STATEMENT OF FINANCIAL CONDITION
DECEMBER 31, 2019

DESTINY CAPITAL CORPORATION

TABLE OF CONTENTS

	<u>Page(s)</u>
Independent Auditors' Report	3
Statement of Financial Condition	4
Notes to Statement of Financial Condition	5-9



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INDEPENDENT AUDITORS' REPORT

To the Board of Directors of
Destiny Capital Corporation

Report on the Statement of Financial Condition

We have audited the accompanying statement of financial condition of Destiny Capital Corporation (the "Company") as of December 31, 2019, and the related notes to the statement of financial condition.

Management's Responsibility for the Statement of Financial Condition

Management is responsible for the preparation and fair presentation of this statement of financial condition in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of statement of financial condition that is free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on this statement of financial condition based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the statement of financial condition is free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the statement of financial condition. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the statement of financial condition, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the statement of financial condition in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the statement of financial condition.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the statement of financial condition referred to above presents fairly, in all material respects, the financial position of Destiny Capital Corporation as of December 31, 2019 in accordance with accounting principles generally accepted in the United States of America.

Spicer Jeffries LLP

Denver, Colorado
March 27, 2020

DESTINY CAPITAL CORPORATION

STATEMENT OF FINANCIAL CONDITION DECEMBER 31, 2019

ASSETS

Cash and cash equivalents	\$ 253,259
Fees receivable	58,190
Due from broker	9,659
Investments	997,388
Due from related entities (Note 2)	4,956
Office furniture and equipment at cost, less accumulated depreciation of \$123,960	35,678
Other Assets	<u>35,967</u>
	<u><u>\$ 1,395,096</u></u>

LIABILITIES AND SHAREHOLDERS' EQUITY

LIABILITIES:

Deferred revenue	\$ 1,336,967
Accounts payable and accrued expenses	<u>17,972</u>
<i>Total liabilities</i>	1,354,939

SHAREHOLDERS' EQUITY:

Common stock, no par value; 50,000 shares authorized, 1,000 issued and outstanding	1,000
Retained Earnings	<u>39,157</u>
<i>Total shareholders' equity</i>	<u>40,157</u>
	<u><u>\$ 1,395,096</u></u>

DESTINY CAPITAL CORPORATION

NOTES TO STATEMENT OF FINANCIAL CONDITION

NOTE 1 - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

Destiny Capital Corporation (the “Company”) was incorporated under the laws of the state of Colorado on March 31, 1995 to engage in the business of financial planning. The Company is registered as an investment advisor with the Securities and Exchange Commission. The Company is a wholly-owned subsidiary of Destiny Holdings, Inc. (Parent).

Cash and Cash Equivalents

The Company considers investments with maturities less than three months to be cash equivalents.

Fees Receivable

Bad debts are provided on the allowance method based on historical experience and management’s best evaluation of outstanding fees receivable. There is no allowance for doubtful accounts at December 31, 2019.

Revenue Recognition

The Company receives advisory fees in advance from its clients. These fees are deferred and recognized as income over the period of the respective advisory contracts.

Property, Equipment and Leasehold Improvements

Property, equipment and leasehold improvements are recorded at cost. Depreciation is computed using both straight-line and accelerated methods, and is based on estimated useful lives of three to seven years.

Income Taxes

The Company has elected to be taxed as an S corporation under the provision of the Internal Revenue Code. Under those provisions the Company does not pay any federal corporate income taxes. Instead, the stockholders are liable for federal income taxes on their respective shares of the Company’s taxable income. Accordingly, no provision or benefit for federal income taxes has been made in these financial statements.

The Company joins in the filing of a consolidated tax return with the Parent.

DESTINY CAPITAL CORPORATION

NOTES TO STATEMENT OF FINANCIAL CONDITION

(Continued)

**NOTE 1 - ORGANIZATION AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES (continued)**

The Company is required to determine whether a tax position is more likely than not to be sustained upon examination by the applicable taxing authority, including resolution of any tax related appeals or litigation processes, based on the technical merits of the position. The Company is not subject to income tax return examinations by major taxing authorities for years before 2016. No interest expense or penalties have been recognized as of and for the year ended December 31, 2019.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Fair Value of Financial Instruments

The Company's financial instruments, including cash and cash equivalents, fees receivable, due from broker, due from related entities, accounts payable, accrued expenses, and due to related entity are carried at amounts that approximate fair value due to the short-term nature of those instruments.

Basis of Accounting, Trading and Valuation of Securities

The Company records its securities transactions on a trade-date basis. Realized gains and losses are recorded upon the disposition of investments based upon the difference between the proceeds and the cost basis determined using the specific identification method. All other changes in the valuation of portfolio investments are included as changes in the unrealized appreciation or depreciation of investments in the statement of operations. Dividend income and expense are recorded on the ex-dividend date and interest income and expense are recorded on the accrual basis.

The Company accounts for its investments using Accounting Standards Codification 820 – Fair Value Measurements and Disclosures (“ASC 820”). Under ASC 820, fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (i.e., the “exit price”) in an orderly transaction between market participants and the measurement date.

In determining fair value, the Company uses various valuation approaches. ASC 820 establishes a fair value hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs

DESTINY CAPITAL CORPORATION

NOTES TO STATEMENT OF FINANCIAL CONDITION

(Continued)

NOTE 1 - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

be used when available. Observable inputs are those that market participants would use in pricing the asset or liability based on market data obtained from sources independent of the Company. Unobservable inputs reflect the Company's assumption about the inputs market participants would use in pricing the asset or liability developed based on the best information available in the circumstances. The fair value hierarchy is categorized into three levels based on inputs as follows:

Level 1 – Valuations based on unadjusted quoted prices in active markets for identical assets or liabilities that the Company has the ability to access. Valuation adjustments and blockage discounts are not applied to Level 1 securities. Since valuations are based on quoted prices that are readily and regularly available in an active market, valuation of these securities does not entail a significant degree of judgement.

Level 2 – Valuations based on quoted prices in markets that are not active or for which all significant inputs are observable, either directly or indirectly.

Level 3 – Valuations based on inputs that are unobservable and significant to the overall fair value measurement.

The availability of valuation techniques and observable inputs can vary from security to security and is affected by a wide variety of factors, including the type of security, whether the security is new and not yet established in the marketplace, and other characteristics particular to the transaction. To the extent that valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgement. Those estimated values do not necessarily represent the amounts that may be ultimately realized due to the occurrence of future circumstances that cannot be reasonably determined. Because of the inherent uncertainty of valuation, those estimated values may be materially higher or lower than the values that would have been used had a ready market for the securities existed. Accordingly the degree of judgement exercised by the Company in determining fair value is greatest for securities categorized in Level 3. In certain cases the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases for disclosure purposes, the level in the fair value hierarchy within which the fair value measurement falls in its entirety is determined by the lowest level input that is significant to the fair value measurement.

Fair value is a market-based measure considered from the perspective of a market participant rather than an entity-specific measure. Therefore, even when market assumptions are not readily available, the Company's own assumptions are set to reflect those that market participants would use in pricing the asset or liability at the measurement date. The Company uses prices and inputs that are current as of the measurement date, including during periods of market dislocation. In periods of market dislocation, the observability of prices and inputs may be reduced for many securities. This condition could cause a security to be reclassified to a lower level within the fair value hierarchy.

DESTINY CAPITAL CORPORATION

NOTES TO STATEMENT OF FINANCIAL CONDITION

(Continued)

NOTE 1 - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(concluded)*

Many cash and over-the-counter (OTC) contracts have bid-and-ask prices that can be observed in the marketplace. Bid prices reflect the highest price that the marketplace participants are willing to pay for an asset. Ask prices represent the lowest price that the marketplace participants are willing to accept for an asset. For securities whose inputs are based on bid-ask prices, the Company's valuation policies require that the fair value be within the bid-ask range. The Company's policy for securities traded in the OTC markets and listed securities for which no sale was reported on that date are valued at their last reported "bid" price if held long, and last reported "asked" price if sold short. The Company considers these investments as Level 1 securities for active markets and Level 2 securities for thinly traded markets.

SUPPLEMENTAL DISCLOSURE OF INVESTMENTS

The following table presents information about the Company's assets measured at fair value as of December 31, 2019:

	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Balances as of December 31, 2019
Assets:				
Common stocks	\$ 11,600	\$ -	\$ -	\$ 11,600
Exchange-traded funds	<u>985,788</u>	<u>-</u>	<u>-</u>	<u>985,788</u>
Total assets	<u>\$ 997,388</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 997,388</u>

Long Lived Assets

The Company reviews its long-lived assets for impairment whenever changes in circumstances indicate that the carrying amount of an asset may not be recoverable. For purposes of evaluating the recoverability of long-lived assets, the recoverability test is performed using undiscounted net cash flows estimated to be generated by the asset. To date, no impairment has occurred.

NOTE 2 – COMMITMENTS AND RELATED PARTY TRANSACTIONS

The Company leases office space from an unrelated party under a non-cancelable operating lease expiring December 31, 2023. Future minimum lease payments per year are approximately as follows:

DESTINY CAPITAL CORPORATION

NOTES TO STATEMENT OF FINANCIAL CONDITION

(Concluded)

NOTE 2 – COMMITMENTS AND RELATED PARTY TRANSACTIONS *(concluded)*

<u>Year</u>	<u>Amount</u>
2020	134,015
2021	136,956
2022	139,898
2023	<u>142,839</u>
Total	<u>\$ 553,708</u>

The Company has an operating agreement (the “Agreement”) with an affiliated company, Destiny Capital Securities Corporation (“DCSC”). Under the Agreement, the Company pays DCSC a monthly amount to cover a portion of expenses incurred by the Company. The Company utilizes the services of DCSC’s employees and pays a portion of those payroll related expenses such as salary, payroll taxes, 401(k) match, health care costs, etc. Beginning in July 2013, the Agreement was amended to include two additional payments to DCSC by the Company. The first additional payment is to reimburse DCSC for services provided by Pershing LLC and charged to DCSC. The second payment is to compensate DCSC for brokerage services provided on behalf of The Company. During the year ended December 31, 2019, the Company paid DCSC \$2,482,130 and received \$68,044 from DCSC under the Agreement. The Company has a receivable due from Destiny Holdings in the amount of \$4,174 and a receivable due from DCSC in the amount of \$782. The Company is currently undergoing an SEC regulatory examination and the results are unknown at this time.

NOTE 3 – SUBSEQUENT EVENTS

The Company has performed an evaluation of subsequent events through the date the financial statements were available to be issued. The evaluation did not result in any subsequent events that required disclosures and/or adjustments.