

TCFG Investment Advisors, LLC

Client Brochure

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April 19, 2019

This Client Brochure (“Brochure”) provides information about the qualifications and business practices of TCFG Investment Advisors, LLC (“TCFGIA” or “Firm” or “Investment Advisor”). If you have any questions about the contents of this Brochure, please contact us at 949-365-5830. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any state securities authority.

The Firm is an SEC registered investment adviser that has Investment Advisor Representatives (“IARs” or “Advisor”) which provide you with investment related financial services. Registration as an Investment Adviser does not imply any specific level of skill or training. As you engage the Firm’s IAR(s), you will be provided with investment related information through oral and written communications which will assist you in determining if you would like hire or retain the Advisor.

Additional information about TCFG Investment Advisors, LLC is also available on the SEC’s Web site at www.adviserinfo.sec.gov. You can search this site by entering the name of our Firm or a unique identifying number, known as a CRD number. Our Firm's CRD number is 166606.

ITEM 1 MATERIAL CHANGES

This section provides clients with a summary of any material changes made to the Brochure since the last update. The Firm will notify clients of any material changes to this and subsequent Brochures within 120 days of its business' fiscal year-end.

Further, the Firm will provide clients with a new Brochure as necessary based on changes or new information, at any time, without charge. Currently, TCFG Investment Advisors, LLC's Brochure may be requested by contacting Rick Roberts, President, by phone at 949-365-5830 or via email at rroberts@certus-financial-group.com.

This Brochure along with additional information about TCFG Investment Advisors, LLC is also available at the SEC's website at www.adviserinfo.sec.gov. The SEC's Web site also provides information about any person affiliated with TCFG Investment Advisors, LLC who are registered, or are required to be registered, as investment adviser representatives of TCFG Investment Advisors, LLC.

Since the Firm's last Disclosure Document, Form ADV Part 2A which was dated March 31, 2019, the Firm has the following material changes:

- The Firm has updated its business model to include a Wrap Fee Program
- The Firm has added language regarding exclusion of any illiquid investments such as Alternative Investments from the regular calculation of advisory fees during the first 3 years from the initial date of purchase with a Firm Investment Advisor Representative.

ITEM 2 ADVISORY BUSINESS

TCFG Investment Advisors, LLC ("TCFG" or the "Firm") is an investment adviser registered with the SEC. The Firm was incorporated in Delaware in December 2012 and its principal place of business is located in Laguna Niguel, California. The Firm's principal owner is the Certus Financial Group, LLC ("Certus"), which owns 75% or more of the Firm. Rick Roberts is the Firm's President and Chief Compliance Officer and has held such positions since December 2013. Mr. Roberts owns 60.65% of Certus.

TCFG expects to be a national firm, offering a variety of advisory services through its Investment Advisor Representatives, ("IAR" or "Advisor") registered with the Firm. The services to be provided are further discussed in this brochure and each Advisor will contract with and arrange for specific services to be provided on a client by client basis.

INDIVIDUAL PORTFOLIO MANAGEMENT

TCFG through its Advisors may provide clients continuous asset management of client funds based on the individual needs of the client. Advisors may utilize various services offered by the Firm to provide such services. Recommendations made to clients will be made after the Advisor discusses with the client the goals and objectives of each account(s) taking into consideration such factors as time horizons, risk tolerance, liquidity needs, prior investment history and other factors. From these fact gathering discussions, the Advisor may develop an Investment Policy Statement ("IPS") summarizing the relevant facts and outlining the investment objectives for the affected accounts.

Client accounts may be managed on a discretionary or non-discretionary basis. Prior to exercising discretion over a client's account, the Advisor must first be given approval by the Firm to engage clients in this manner. Additionally, each client must execute a Limited Power of Attorney. This authority is limited in scope in that the Advisor may only access the account(s) subject to the agreement and may only act so as to effectuate the management of the accounts as agreed by the client or outlined in the IPS, and with the authority provided by the Limited Power of Attorney.

Whether accounts are managed on a discretionary or non-discretionary basis, the client may impose restrictions on investing in certain securities, types of securities or industry sectors.

Once established, the clients' accounts are reviewed periodically in accordance with the terms of the management agreement entered between client and Advisor. Generally, accounts are reviewed quarterly, semi-annually or within the guidelines of the management style selected or Firm policy. Based on this review, the Advisor may

recommend a rebalancing or re-allocation of securities within the account. If the client has entered into a discretionary agreement, the Advisor may rebalance or reallocate at times other than after a periodic review.

The investment recommendations are not limited to any specific product or service offered by a broker-dealer, other investment adviser, or insurance company, and may include advice regarding the following securities:

- Exchange-listed securities;
- Certificates of deposit;
- Municipal securities;
- Variable life insurance;
- Variable annuities;
- Mutual fund shares;
- United States governmental securities;
- Options contracts on securities;
- Interests in partnerships investing in real estate; and
- Interests in partnerships investing in oil and gas interests.

Because some types of investments involve additional degrees of risk, they will be recommended when consistent with the client's stated investment objectives, tolerance for risk, liquidity and suitability or other limitations imposed by regulation on a particular product or service, or as may be limited by the Firm.

MODEL PORTFOLIO MANAGEMENT

The Firm through its Advisors may provide portfolio management services to clients using model asset allocation portfolios. Each model portfolio is designed to meet a particular investment goal and may be used as a single allocation or combined with other models to meet the client's needs. In addition to a wide variety of asset classes making up the model, various management styles may be deployed within the portfolio to affect the intent of the model. Each model will be discussed with the client to determine the appropriateness of the allocation and any restrictions the client wishes to place on the types of investments to be held in the account(s). Any model, or combination of models selected, in addition to being discussed between the client and Advisor, will also be described in the IPS provided to the client. The Firm has entered into a subscription agreement with LSA Portfolio Analytics to provide model portfolios and trading signals for certain clients. There are no additional fees charged for this service.

Model portfolios are managed on a discretionary or non-discretionary basis. Changes to the portfolios are guided by each client's stated objectives, any post implementation

changes to the stated objectives, and tax considerations. Once the client's portfolio has been established, the portfolio will be reviewed according to the IPS. In all cases, however, the portfolio will at a minimum be reviewed annually.

Investments selected within the portfolio makeup are not limited to a specific product or service and may be a combination of investment vehicles and may include, without limitation, exchange listed securities, securities traded over the counter, certificates of deposit, municipal securities, insurance products such as variable life, variable annuities, mutual funds, options, and partnership interests. Given that some types of investments involve certain additional degrees of risk, the use of some investment options within a client's portfolio will only be implemented/recommended when consistent with the client's stated investment objectives, tolerance for risk, liquidity, suitability and other limitations which may be established either by the Firm or by regulation.

To ensure that the initial determination of an appropriate portfolio remains suitable and that the account continues to be managed in a manner consistent with the client's financial circumstances, it is incumbent on the client to inform the Advisor of any changes in information the Advisor relied upon when recommending the allocation. Additionally, so as to be as informed as possible, the Advisor will:

- send periodic written reminders to clients requesting any updated information regarding changes in the client's financial situation and investment objectives;
- at least annually, contact each client to determine whether there have been any changes in the client's financial situation or investment objectives, and whether the client wishes to impose investment restrictions or modify existing restrictions;
- be reasonably available to consult with the client; and
- maintain client suitability information in each client's file.

FINANCIAL PLANNING

The Firm through its Advisors provides financial planning services. Financial planning consists of an evaluation of a client's current and future financial needs using currently known variables to predict future cash flows, asset values, withdrawal plans, and other needs or expectations of the client. Through the financial planning process and analysis, the Advisor considers the entire financial and life situation of the client. Clients purchasing this service receive a written report which provides the client with a financial plan designed to assist the client in achieving his or her financial goals and objectives.

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

- **PERSONAL:** A review of family records, budgeting, personal liability, estate information and financial goals.
- **TAX & CASH FLOW:** An analysis of the client's income tax and spending and planning for past, current and future years; then illustrate the impact of various investments on the client's current income tax and future tax liability.
- **INVESTMENTS:** An analysis of investment alternatives and their effect on the client's portfolio.
- **INSURANCE:** As permitted by regulation and licensure of the Advisor, Advisor may provide an analysis of existing policies to ensure proper coverage for life, health, disability, long-term care, liability, home and automobile.
- **RETIREMENT:** An analysis of current strategies and investment plans to help the client achieve his or her retirement goals.
- **DEATH & DISABILITY:** A review of the client's cash needs at death, income needs of surviving dependents, estate planning and disability income.
- **ESTATE:** Assist the client in assessing and developing long-term strategies, including as appropriate, living trusts, wills, review estate tax, powers of attorney, asset protection plans, nursing homes, and Medicaid. Advisers however cannot provide legal advice to any client.

The Advisor gathers the required information to formulate the financial plan through in-depth personal interviews. Information gathered includes the client's current financial status, tax status, future goals, returns objectives and attitudes towards risk. We carefully review documents supplied by the client, including a questionnaire completed by the client. Should the client choose to implement the recommendations contained in the plan, the client will work closely with his/her attorney, accountant, insurance agent, and/or stockbroker, under separate contract to implement the financial plan. Implementation of the financial plan is entirely at the client's discretion.

Typically, the financial plan is presented to the client within 90 days, provided that all information needed to prepare the financial plan has been promptly provided.

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

nature. If the client elects to act on any of the recommendations, the client is under no obligation to affect the transactions through the investment adviser.

CONSULTING SERVICES

Clients can also receive investment advice on a more focused basis. This may include advice on only an isolated area(s) of concern such as estate planning, retirement planning, or any other specific topic such as the purchase of a house or car. Advisors may 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 of a generic nature.

AMOUNT OF MANAGED ASSETS

As of December 31, 2018, the Firm had assets under management of \$444,264,276; \$391,674,201 on a discretionary basis and \$52,590,075 on a non-discretionary basis.

ITEM 3 FEES AND COMPENSATION

PORTFOLIO MANAGEMENT SERVICES

FEES MODEL PORTFOLIO

MANAGEMENT FEES MUTUAL FUND

PORTFOLIO MANAGEMENT FEES

The annual fee for Management Services are based upon a percentage of assets under management and are determined on a client by client basis. Each Advisor may set the fees for management however under no circumstance will fees charged be greater than 2.50% of the account value.

The annualized fee for Management Services will be charged as a percentage of assets under management. Alternatively, the client may choose to pay an annualized fee for Management Services. This fee is charged as a fixed fee, negotiated on a case-by-case basis. Overall factors to be considered will include the type and amount of assets to be managed and the complexity of the client's circumstances.

The Firm may set a minimum account value to participate in management services. This account size may be negotiable under certain circumstances. The Firm may group certain related accounts for the purposes of achieving the minimum account size and determining the annualized fee.

Fees are computed at an annualized percentage of assets under management on a sliding scale.

<u>Assets Under Management</u>	<u>Per Annum %</u>
\$0 to \$249,999	2.00%
From \$250,000 to \$499,999	1.75%
From \$500,000 to \$1,000,000	1.50%
\$1,000,000 and up	1.00%

Fees may be paid in variety of ways depending on the arrangement between the Firm and client. The fees will be paid quarterly in advance. Fees may also be debited from account(s) selected by the client or the client may choose to be invoiced for the charges incurred.

The Advisory Fee includes payment for: (i) investment advisory services provided by the Firm pursuant to this Agreement; (ii) administrative services such as computing, charging and collection of account fees, including the Advisory Fee for services provided under this Agreement, (iii) administrative services to include, but not limited to, the processing of deposits and withdrawals from the Account pursuant to the Client's instruction; and the issuance of monthly and/or quarterly account statements. Advisory fees quoted do not include brokerage commissions, transaction fees or other charges including but not limited to, wire fees, postage fees, and clearing fees.

In some instances, TCFG pays a portion of the fee charged. In some limited instances, TCFG Wealth applies a markup to these fees, and TCFG Wealth, and the respective Registered Representatives, may receive a portion of those fees. Examples of instances where a markup fee could be applied include ticket/transaction charges, federal funds wire fees, outgoing account transfer fees, margin fees, insufficient funds fees, check stop payment fees and other transaction costs assessed by the custodian. Depending on the custodial fee, it may be applied annually, per transaction, per month or per CUSIP.

Limited Negotiability of Advisory Fees: Although the Firm will establish the aforementioned fee schedule(s), it may at its discretion 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, assets to be placed under management, anticipated future additional assets; related accounts; portfolio style, account composition, reports, among other factors. The specific annual fee schedule is identified in the contract between the Firm and each client.

Discounts, not generally available to our advisory clients, may be offered to family members and friends of associated persons of our firm. Lower fees for comparable services may be available from other sources.

Illiquid assets such as alternative investments will not be included in the calculation of a client's advisory fee within 3 years from the date of purchase by an IAR of the Firm.

FINANCIAL PLANNING FEES

CONSULTING SERVICES FEES

Financial Planning and Consulting Services fees are determined based on the nature of the services being provided and the complexity of each client's circumstances and are set by the Advisor. All fees are agreed upon prior to entering into a contract with any client. Fees can be set as a flat fee or based on an hourly charge. For hourly charged fees, the Advisor will provide an estimate of the time required to complete the plan when meeting with the client and before commencing any work.

Financial planning fees will vary and may be on an hourly (\$175 to \$250) or flat fee basis

(\$500 to \$10,000). Flat fees may also be calculated as a percentage of assets under management on an annual basis (.20% - .5%). Fees will vary depending upon complexity of the engagement. The Advisor may request a retainer to commence work; however, advance payment will never exceed \$500 for work that will not be completed within six months. The balance is due upon completion of the plan and may be paid directly or may be deducted from the client's investment accounts if appropriate.

Financial Planning Fee: The Firm reserves the discretion to reduce or waive the fee if a financial planning client chooses to engage the Firm for Management Services.

Other Compensation

Some Management personnel and other related persons of the Firm are licensed as registered representatives of an affiliated broker-dealer, TCFG Wealth Management, LLC ("TCFG") as outlined under Item 8 below and, acting in that capacity, these persons may implement transactions for Firm advisory clients. In so doing, these individuals may earn separate compensation in the form of concessions, commissions and/or 12b-1 fees (trail fees earned from the sale of mutual funds and/or ETFs). While these individuals endeavor at all times to put the interest of the clients first as part of TCFG Investment Advisors, LLC's fiduciary duty, clients should be aware that the receipt of additional compensation itself creates a conflict of interest and may affect the judgment of these individuals when making recommendations.

Clients, however, are not under any obligation to engage these individuals when considering implementation of advisory recommendations. Recognizing that these types of compensation can create a conflict of interest, when calculating the Asset Based Advisory Fee for a client, TCFG will not include any commission-based products in the client's asset total. For example, If the client has \$100,000 in asset being serviced by a TCFG IAR and \$20,000 of those assets were comprised of a commission based variable annuity, then the \$20,000 would not be included in the client's asset total resulting in the assets under management total being \$80,000 for purposes of calculating the appropriate investment advisory fee due by the client.

GENERAL INFORMATION

Termination of the Advisory Relationship: A client agreement may be canceled at any time, by either party, for any reason upon receipt of 30 days written notice. Upon termination, any prepaid, unearned fees will be pro-rated for the time lapsed and promptly refunded to the client. If fees have been earned but not paid, they will be due upon termination of the agreement.

Mutual Fund Fees: All fees paid to the Firm or the Advisor for 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 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 funds 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.

Wrap Fee Programs and Separately Managed Account Fees: Clients participating in separately managed account programs may be charged various program fees in addition to the advisory fee charged by our firm. Such fees may include the investment advisory fees of the independent advisers, which may be charged as part of a wrap fee arrangement. In a wrap fee arrangement, clients pay a single fee for advisory, brokerage and custodial services. Client's portfolio transactions may be executed without commission charge in a wrap fee arrangement. In evaluating such an arrangement, the client should also consider that, depending upon the level of the wrap fee charged by the broker-dealer, the amount of portfolio activity in the client's account, and other factors, the wrap fee may or may not exceed the aggregate cost of such services if they were to be provided separately. The Advisor will review with clients any separate program fees that may be charged. The Firm will not act as a sponsor or portfolio manager for any wrap fee programs.

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, any transaction charges imposed by a broker-dealer with which an independent investment manager effects transactions for the client's account(s) and any platform fees charged by third party providers.

In some instances, TCFG pays a portion of the fee charged. In some limited instances, TCFG Wealth applies a markup to these fees, and TCFG Wealth, and the respective Registered Representatives, may receive a portion of those fees. Examples of instances where a markup fee could be applied include ticket/transaction charges, federal funds wire fees, outgoing account transfer fees, margin fees, insufficient funds fees, check stop payment fees and other transaction costs assessed by the custodian. Depending on the custodial fee, it may be applied annually, per transaction, per month or per CUSIP.

Please refer to the "Brokerage Practices" section (Item 10) of this Form ADV for additional information.

ERISA Accounts: The Firm may be deemed to be a fiduciary to advisory clients that are employee benefit plans or individual retirement accounts (IRAs) pursuant to the

Employee Retirement Income and Securities Act ("ERISA"), and regulations under the Internal Revenue Code of 1986 (the "Code"), respectively. As such, the Firm will be subject to specific duties and obligations under ERISA and the Internal Revenue Code that include among other things, restrictions concerning certain forms of compensation. To avoid engaging in prohibited transactions, the Firm may only charge fees for investment advice for products where the Firm and/or our related persons do not receive any commissions or 12b-1 fees, or conversely, investment advice for products where our firm and/or our related persons receive commissions or 12b-1 fees.

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.

Limited Prepayment of Fees: Under no circumstances do we require or solicit payment of fees in excess of \$500 more than six months in advance of services rendered.

ITEM 4 PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

The Firm does not charge performance-based fees that are based on a share of capital gains or capital appreciation of the assets of a client.

ITEM 5 TYPES OF CLIENTS

TCFG Investment Advisors, LLC provides advisory services to the following types of clients:

- Individuals (other than high net worth individuals);
- High net worth individuals;
- Profit sharing plans (other than plan participants);
- Charitable organizations; and
- Corporations or other businesses not listed above.

ITEM 6 METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

METHODS OF ANALYSIS

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

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

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

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

Technical Analysis. Analyzes past market movements and applies that analysis to the present in an attempt to recognize recurring patterns of investor behavior and potentially predict future price movement.

Technical analysis does not consider the underlying financial condition of a company. This presents a risk in that a poorly-managed or financially unsound company may underperform regardless of market movement.

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

Quantitative Analysis. Uses 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 predict 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. Subjectively evaluates non-quantifiable factors such as quality of management, labor relations, and strength of research and development factors not readily subject to measurement and predict changes to share price based on that data.

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

Asset Allocation. Rather than focusing primarily on securities selection, we attempt to identify an appropriate ratio of securities, fixed income, and cash suitable to the client's investment goals and risk tolerance.

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 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.

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

The Advisor may use the following strategy(ies) in managing client accounts, provided that such strategy(ies) 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 securities 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 may not take advantage of short-term gains that could be profitable to a client. Moreover, if our predictions are incorrect, a security may decline sharply in value before we make the decision to sell.

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

A short-term purchase strategy poses risks should the anticipated price swing not materialize; we are then left with the option of having a long-term investment in a security that was designed to be a short-term purchase, or potentially taking a loss.

In addition, this strategy involves more frequent trading than does a longer-term strategy and will result in increased brokerage and other transaction-related costs, as well as less favorable tax treatment of short-term capital gains.

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

Short Sales. We borrow shares of a stock for your portfolio from someone who owns the stock on a promise to replace the shares on a future date at a certain price. Those borrowed shares are then sold. On the agreed-upon future date, we buy the same stock and return the shares to the original owner. We engage in short selling based on our determination that the stock will go down in price after we have borrowed the shares. If we are correct and the stock price has gone down since the shares were purchased from the original owner, the client account realizes the profit.

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

A risk in margin trading is that, in volatile markets, securities prices can fall very quickly. If the value of the securities in your account minus what you owe the broker falls below a certain level, the broker will issue a “margin call”, and you will be required to sell your position in the security purchased on margin or add more cash to the account. In some circumstances, you may lose more money than you originally invested.

Option Writing. We may use options as an investment strategy. An option is a contract that gives the buyer the right, but not the obligation, to buy or sell an asset (such as a share of stock) at a specific price on or before a certain date. An option, just like a stock or bond, is a security. An option is also a derivative, because it derives its value from an underlying asset.

The two types of options are calls and puts:

- A call gives us the right to buy an asset at a certain price within a specific period of time. We will buy a call if we have determined that the stock will increase substantially before the option expires.

- A put gives us the holder the right to sell an asset at a certain price within a specific period of time. We will buy a put if we have determined that the price of the stock will fall before the option expires.

We will use options to speculate on the possibility of a sharp price swing. We will also use options to "hedge" a purchase of the underlying security; in other words, we will use an option purchase to limit the potential upside and downside of a security we have purchased for your portfolio.

We use "covered calls", in which we sell an option on security you own. In this strategy, you receive a fee for making the option available, and the person purchasing the option has the right to buy the security from you at an agreed-upon price.

We use a "spreading strategy", in which we purchase two or more option contracts (for example, a call option that you buy and a call option that you sell) for the same underlying security. This effectively puts you on both sides of the market, but with the ability to vary price, time and other factors.

All securities, to varying degrees, contain risks inherent to the investments utilized. Securities used by the Firm's investment strategies may be subject to the following principal investment risks due to the variety of investments utilized in each strategy:

Credit Risks – The risk that the portfolio could lose money if the issuer of guarantor of a fixed-income security, or the counter-party to a derivative contract, is unable or unwilling to meet its financial obligations.

Counter-Party Risks – A portfolio may incur a loss if the other party to an investment contract, such as a derivative, fails to fulfill its contractual obligation.

Currency Risks – The risk that foreign currencies will decline in value relative to the US dollar and affect a portfolio's investments in foreign (non-US) currencies or in securities that trade in, and receive revenues in, or in derivatives that provide exposure to, foreign (non-US) currencies.

Debt Securities Risks – The issuer of a debt security may fail to pay interest of principal when due, and changes in market interest rates may reduce the value of debt securities or reduce the portfolio's returns.

Derivatives Risks – The use of derivatives such as futures, options and swap agreements can lead to losses, including those magnified by leverage, particularly when derivatives are used to enhance return rather than offset risk.

Emerging-Markets Risk – Foreign investment risks are typically greater for securities in emerging markets, which can be more vulnerable to recessions, currency volatility, inflation and market failure.

Equity Risks – The risk that the value of equity securities, such as common stocks and preferred stocks, may decline due to general market conditions which are not specifically related to a particular company or to factors affecting a particular industry or industries. Equity securities generally have greater price volatility than fixed income securities.

ETF Risks – A portfolio will be exposed indirectly to all of the risks of securities held by an ETF.

Foreign Investment Risk – Foreign investments face the potential of heightened illiquidity, greater price volatility and adverse effects of political, regulatory, tax, currency, economic or other macroeconomic developments.

High-Yield Securities Risk – High-yield securities have a much greater risk of default or of not returning principal and tend to be more volatile than higher-rated securities of similar maturity.

Interest-Rate Risk – The risk that fixed income securities will decline in value because of an increase in interest rates.

Issuer Risk – The value of a security may decline because of adverse events or circumstances that directly relate to conditions at the issuer or any entity providing it credit or liquidity support.

Issuer Non-Diversification Risk – The risks of focusing investments in a small number of issuers, industries, or foreign currencies, including being more susceptible to risks associated with a single economic, political or regulatory occurrence than a more diversified portfolio might be.

Leverage Risk – The risk that certain portfolio transactions may give rise to leverage, causing the portfolio to be more volatile than if it had not been leveraged.

Liquidity Risk – A security may not be able to be sold at the time desired or without adversely affecting the price.

Market Risk – The market price of securities held by a portfolio may rapidly or unpredictably decline due to factors affecting securities markets generally or particular industries.

Mortgage- and Asset-Backed Securities Risk– These securities may decline in value when defaults on the underlying mortgage or assets occur and may exhibit additional volatility in periods of changing interest rates. When interest rates decline, the prepayment of mortgages or assets underlying such securities may require the reinvestment of money at lower prevailing interest rates, resulting in reduced returns.

Regulatory Risk – The risk that changes in government regulations may adversely affect the value of a security. An insufficiently regulated industry or market might also permit inappropriate practices that adversely affect an investment.

Short Sale Risk – The risk of entering into short sales includes the potential loss of more money than the actual cost of the investment, and the risk that the third party to the short sale may fail to honor its contract terms, causing a loss to a portfolio.

Private Securities Risk – Private securities contain the risks of their respective public securities, but these risks can be magnified due to their illiquidity and lack of public knowledge on the business. These securities are inherently more risky.

Real Estate Risk – The real estate market has experienced some large swings recently. Due to changes in interest rates, the lending market, economic policy, and supply and demand, in addition to illiquidity, real estate investments can carry a great deal of risk.

ITEM 7 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. The Firm does not have any disciplinary information to disclose.

ITEM 8 OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

Firm Registrations:

In addition to the Firm being a registered investment adviser, the Firm's parent company also owns a FINRA member broker-dealer, TCFG Wealth Management, LLC ("TCFG Wealth" or "TCFG"). Certain management personnel of the Firm are separately licensed as registered representatives of TCFG Wealth.

While the Firm 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 possibility to receive additional compensation presents a conflict of interest, and may affect the judgment of these individuals when making recommendations.

Management personnel or Advisors 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.

Management personnel or Advisors of the Firm may also be licensed real estate agents or real estate brokers. As such, they can earn separate, yet typical, compensation for the sale or rental of real estate properties.

Advisors of the Firm may recommend the services of other investment advisers and may receive a portion of the management fees charged by those advisers. As part of the Firm's due diligence on such advisers, it will endeavor to ensure that the Advisers are properly registered to provide the advisory services to the Clients.

Clients should be aware that the receipt of additional compensation creates a conflict of interest that may impair the objectivity of our firm and these individuals when making advisory recommendations. The Firm 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; and
- 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 9 CODE OF ETHICS, PARTICIPATION/ 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.

The Firm 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 of Ethics.

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) or an initial public offering. Our code also provides for oversight, enforcement and recordkeeping provisions.

The Firm's Code of Ethics further 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 advisory clients and prospective clients. You may request a copy by calling us at the number written on the cover of this brochure.

The Firm and its associated individuals are prohibited from engaging in principal transactions and agency cross transactions.

Our Code of Ethics is designed to assure that the personal securities transactions, activities and interests of our employees will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts.

Our Firm and/or individuals associated with our Firm may buy or sell for their personal account(s) securities identical to or different from those recommended to our clients. In addition, any related person(s) may have an interest or position in a certain security(ies) which may also be recommended to a client.

It is the expressed policy of our Firm that no person employed by us may purchase or sell any security prior to a transaction(s) being implemented for an advisory account, thereby preventing such employee(s) from benefiting from transactions placed on behalf of advisory accounts.

As disclosed in the preceding section of this Brochure (Item 9), related persons of our Firm are separately registered as registered representatives of a broker-dealer. Please refer to Item 9 for a detailed explanation of these relationships and important conflict of interest disclosures.

ITEM 10 BROKERAGE PRACTICES

The Firm receives no research, product or service other than execution from a broker/dealer or third-party in connection with client securities transactions. The Firm does not receive any “soft dollar” benefits. Consistent with obtaining best execution, brokerage transactions may be directed to certain broker/dealers in return for investment research products and/or services which assist the Firm in its investment decision-making process. Such research generally will be used to service all of the Firm’s clients, but brokerage commissions paid by one client may be used to pay for research that is not used in managing that client’s portfolio. The receipt of investment research products and/or services as well as the allocation of the benefit of such investment research products and/or services poses a conflict of interest.

The Adviser may receive, without cost to the Firm, from National Financial Services Group (“NFS”), its custodian, computer software and related systems support, which allow the Firm to better monitor client accounts maintained at NFS. The Firm may receive the software and related support without cost because the Adviser renders Investment Advisory services to clients that maintain assets at NFS.

The software and related systems support may benefit the Firm but not its clients directly. In fulfilling its duties to its clients, the Firm endeavors at all times to put the interests of its clients first. Clients should be aware however, that the Firm’s receipt of economic benefits

from a broker/dealer creates a conflict of interest since these benefits may influence the Firm's choice of broker/dealer over another broker/dealer that does not furnish similar software, systems support, or services.

For discretionary clients, the discretionary agreement signed by clients provides the Firm with written authority to determine the broker dealer to use and the commission costs that will be charged to these clients for these transactions. These charges are typically detailed in the account opening paperwork the client will execute when establishing the brokerage account.

These clients must include any limitations on this discretionary authority in this written authority statement. Clients may change/amend these limitations as required. Such amendments must be provided to us in writing.

Advisers or the Firm may block trade where possible and when advantageous to clients. This blocking of trades permits the trading of aggregate blocks of securities composed of assets from multiple client accounts, so long as transaction costs are shared equally and on a pro-rated basis between all accounts included in any such block.

Block trading may allow us to execute equity trades in a timely, more equitable manner, at an average share price. The Firm or the Advisor will typically aggregate trades among clients whose accounts can be traded at a given broker. TCFG's block trading policy and procedures are as follows:

- Transactions for any client account may not be aggregated for execution if the practice is prohibited by or inconsistent with the client's advisory agreement or our firm's order allocation policy.
- The trading desk in concert with the portfolio manager must determine that the purchase or sale of the particular security involved is appropriate for the client and consistent with the client's investment objectives and with any investment guidelines or restrictions applicable to the client's account.
- The portfolio manager must reasonably believe that the order aggregation will benefit and will enable the Firm to seek best execution for each client participating in the aggregated order. This requires a good faith judgment at the time the order is placed for the execution. It does not mean that the determination made in advance of the transaction must always prove to have been correct in the light of a "20-20 hindsight" perspective. Best execution includes the duty to seek the best quality of execution, as well as the best net price.

- Prior to entry of an aggregated order, an order ticket must be completed which identifies each client account participating in the order and the proposed allocation of the order, upon completion, to those clients.
- If the order 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 pro rata among the participating client accounts in accordance with the initial order ticket or other statement of allocation. However, adjustments to this pro rata allocation may be made to participating client accounts in accordance with the initial order ticket or other statement of allocation. Furthermore, adjustments to this pro rata allocation may be made to avoid having odd amounts of shares held in any client account, or to avoid excessive ticket charges in smaller accounts.
- Generally, each client that participates in the aggregated order must do so at the average price for all separate transactions made to fill the order and must share in the commissions on a pro rata basis in proportion to the client's participation. Under the client's agreement with the custodian/broker, transaction costs may be based on the number of shares traded for each client.
- If the order will be allocated in a manner other than that stated in the initial statement of allocation, a written explanation of the change must be provided to and approved by the Chief Compliance Officer no later than the morning following the execution of the aggregate trade.
- Client account records separately reflect, for each account in which the aggregated transaction occurred, the securities which are held by, and bought and sold for, that account.
- Funds and securities for aggregated orders are clearly identified on TCFG's records and to the broker-dealers or other intermediaries handling the transactions, by the appropriate account numbers for each participating client.
- No client or account will be favored over another.

ITEM 11 REVIEW OF ACCOUNTS

Rick Roberts or his designee reviews and monitors the client's holdings in accordance with the investment objectives as established by the client. Clients may be provided periodic reports from the Firm or the Advisor in addition to the account statements the client receives from the custodian of the account. Clients should always review these account

statements as these statements are true and accurate statements of the client's holdings and account values.

FINANCIAL PLANNING

SERVICES CONSULTING

While reviews may occur at different stages depending on the nature and terms of the specific engagement, typically no formal reviews will be conducted unless otherwise contracted for.

Financial Planning clients will receive a completed financial plan. Additional reports will not typically be provided unless otherwise contracted for. Consulting Services clients will not typically receive reports due to the nature of the service.

ITEM 12 CLIENT REFERRALS AND OTHER COMPENSATION

The Firm receives economic benefit by providing investment advice and related services to its clients. The Firm does not directly or indirectly compensate any person who is not its supervised person for referring clients to the Firm.

The Firm may receive indirect economic benefit from investment related product vendors who voluntarily elect to provide financial sponsorship support for business conference events where the Firm may be involved.

ITEM 13 CUSTODY

The Firm receives written authorization in its Advisory Agreement with clients to directly debit advisory fees from client accounts but does not have actual or constructive custody of client accounts including securities and cash.

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. 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.

In addition to the periodic statements that clients receive directly from their custodians,

we may also send account information directly to our clients on a monthly or quarterly basis. Clients are encouraged to carefully compare the information provided to ensure that all account transactions, holdings and values are correct and current.

ITEM 14 INVESTMENT DISCRETION

Clients may authorize the Advisor to provide discretionary asset management services, in which case trades are placed 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 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 15 VOTING CLIENT SECURITIES

As a matter of firm policy, Advisers do not vote proxies on behalf of clients. Therefore, although the 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. Clients are responsible for instructing each custodian of the assets, to forward to the client copies of all proxies and shareholder communications relating to the client's investment assets. We do not offer any consulting assistance regarding proxy issues to clients.

ITEM 16 FINANCIAL INFORMATION

As an advisory firm that may have discretionary authority for client's accounts, or is deemed to have custody of client accounts as a result of its debiting fees directly from client accounts, the Firm is also required to disclose any financial condition that is

reasonable likely to impair our ability to meet our contractual obligations. The Firm has no additional financial circumstances to report.

Under no circumstances do we require or solicit payment of fees in excess of \$500 per client more than six months in advance of services rendered. Therefore, we are not required to include a financial statement.

TCFG Investment Advisors, LLC has not been the subject of a bankruptcy petition at any time during the past 10 years.