

Item 1

Part 2A of Form ADV: Firm Brochure

Dated: July 2021

Valuable Capital Advisors LLC

1 Castillo Del Mar
Dana Point, CA 92624

This brochure provides information about the qualifications and business practices of Valuable Capital Advisors LLC and its investment advisory services that should be considered before becoming a client of the Program. If you have any questions about the contents of this brochure, please contact us at vcusadviser@gmail.com. This information has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any regulatory authority.

Additional information about Valuable Capital Advisors LLC is also available on the SEC’s website at www.adviserinfo.sec.gov.

Advisor is a registered investment adviser with the SEC. Registration of an investment adviser does not imply any level of skill or training. The oral and written communication of an adviser provides you with information with which you determine to hire or retain an adviser.

Item 2

Material Changes

Registered investment advisers are required to disclose all material changes of fact regarding its brochure since its last annual update. The following sections have been updated in this filing:

- This is the initial filing and thus no updates are applicable.

We will provide you with a new brochure as necessary based on any material changes or new information, at any time, and without charge. Our brochure may be requested free of charge by contacting us at vcusadviser@gmail.com.

Item 3

Table of Contents

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

Item 4

Advisory Business

Valuable Capital Advisors LLC (“Advisor”) is an SEC registered investment adviser that provides investment advisory services and investment consulting services to individuals, pension and profit-sharing plans, trusts, estates, or charitable organizations, and/or small businesses (“Client” or “Clients”). This advice is offered through an interactive internet website only. Advisor is 100% owned by Valuable Capital US Holding Inc. (“Holdings”) which also owns Valuable Capital Securities LLC, an affiliate of the Advisor. Holdings is 100% owned by Consolidated Capital Group Holding Ltd.

VCA RIA Program: The Advisor offers Clients an investment advisory service named the Valuable Capital Advisors LLC RIA Program (“VCA RIA Program”). The Advisor and its Investment Advisor Representatives (“IARs”) may assist the Client in determining, among other things, investment objectives, risk tolerance, investment time horizon, and holding limits. The service available under the program may, depending upon the individual Client needs and circumstances, be offered according to different formats and levels of complexity. Clients may impose restrictions on investing in certain securities or types of securities. Additional terms and information about each program are contained herein and in the Investment Management Agreement (“the Agreement”) with the Client.

Minimum Account Size: Generally, the minimum account size for opening a VCA RIA Program account is an initial value of \$5,000. Advisor may, however, waive this requirement depending on the circumstances of the Client.

Investment Advisory Services: In the VCA RIA Program, Advisor, via its website, gathers information from Clients to determine the investment objectives, risk tolerance, investment time horizon, and holding limits. Once determined, Advisor will provide Client with investment strategies which may include asset allocation advice designed to identify one or more optimal account allocations or portfolios.

All accounts of the Advisor are accepted on a discretionary basis. Advisor will determine the mix of assets for the Clients VCA RIA Program portfolio.

The VCA RIA Program may utilize asset allocation software provided by unaffiliated parties in the development of an asset allocation recommendation. Asset allocation is designed for the VCA RIA Program portfolio diversification with a goal of reducing risk of loss due to variation of investment returns of any particular asset class.

The VCA RIA Program portfolios may include a range of assets including, but not limited to; common and preferred stocks, bonds, municipal securities, government securities, unit investment trusts, exchange traded funds, mutual funds, and variable annuities. Clearing and custodian services are provided by Volant Clearing that was chosen at the Advisor's discretion.

Subject to the specific services contracted, Clients are provided with a periodic custodial report provided by Volant Clearing and a quarterly performance report provided by the Advisor. The custodial report provides a detail of the transactions and other activity during the period, and a listing of the securities positions and their end-of-period fair market values. The quarterly performance report provides a detailed analysis of the account asset allocation, transactions and other activity during the period, securities positions and their end-of-period fair market values, investment performance for the period, and a fee billing notice.

Item 5

Fees and Compensation

Investment Advisory Services. In the VCA RIA Program, Advisor generally charges a management fee based on a percentage of the value of the assets under management based on the schedule detailed below. The fees are non-negotiable.

Depending upon the method selected by the Client, fees are payable quarterly, and will be calculated either in arrears or in advance, based upon a valuation of the Client's account at the ending of each quarterly period. For advanced billing Clients, a pro rata fee will be assessed to any account opened intra-quarter which shall be calculated on a daily valuation basis and shall be based on the client's assets under management. A pro rata refund of fees charged will be made if a Client account is closed within the billing period with 30 days prior notice by mail to Advisor.

Clients who wish to terminate their account must notify Advisor via the Advisor website. If services are terminated within (5) business days of executing the client agreement, services will be terminated without penalty. After the initial (5) business days, the client may be responsible for payment of fees for the number of days services are provided by Advisor prior to receipt of the notice of termination.

Additionally, Advisor may receive concessions and/or 12b-1 fees from certain mutual funds, variable annuities and/or other types of investment vehicles paying such servicing fees where such fees are applicable.

Fees charged in the VCA RIA Program are based on assets under management and are as follows:

<u>Market Value of Portfolio</u>	<u>Maximum Annual Fee</u>
Up to \$250,000	2.00%
\$250,001 to \$500,000	1.75%
\$500,001 to \$750,000	1.50%
\$750,001 to \$1,250,000	1.25%
\$1,250,001 and above	1.00%

An additional 0.10% is charged to each account to cover clearing, execution, and other maintenance activity fees.

There is a one-time account opening fee of \$50 and, if the Client terminates the Agreement within the first twelve months, an early termination charge of \$100. The opening fee is designed to help offset the administrative costs associated with establishing the VCA RIA Program account. The termination charge helps compensate Advisor for the administrative costs associated with terminating the Client's VCA RIA Program account and processing the Client's assets and instructions. Upon termination of the Agreement, any prepaid fees will be refunded to the Client on a pro-rata basis.

The above fee for AUM and clearing and execution are All inclusive.

Item 6

Performance-Based Fees and Side-By-Side Management

Advisor does not charge fees based on a per share of capital gains or capital appreciation of the Client's portfolio, i.e., performance-based fees.

Item 7

Types of Clients

Advisor generally offers its investment advisory service and investment consulting service to individuals, pension and profit-sharing plans, trusts, estates, or charitable organizations, and/or small businesses.

Item 8

Methods of Analysis, Investment Strategies and Risk of Loss

In the VCA RIA program, Advisor begins with a preset asset allocation based on the Client's investment profile and stated objectives. Advisor's investment strategy focuses on building diversified portfolios using Modern Portfolio Theory which provides the framework for combining securities in a portfolio to attempt to generate the highest returns possible at a given level of risk. This is achieved through a focus on diversification, the process of building portfolios with different asset classes and securities to reduce risk. The portfolios constrain the weighting of individual holdings to ensure a fully diversified allocation.

Investing in securities involves risk of loss that Clients should be prepared to bear. All securities investment can potentially result in a total loss of the investment. Specific and material risks associated with the VCA RIA program include, but are not limited to, market risk where portfolios are generally positively correlated with the stock market indices. An overall downturn in the stock market will generally result in losses in Client portfolios.

Item 9

Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to evaluation of Advisor or the integrity of Advisor's management.

Advisor has two (2) disclosures. The first is a censure by the CBOE for a "failure to conduct an adequate AML audit" , and the second is an "Outside Business Activity and Private Securities Transaction" violation.

Item 10

Other Financial Industry Activities and Affiliations

Advisor's management persons are affiliated with its related broker dealer, Valuable Capital Securities LLC. No relationships or arrangements between Advisor, its related broker dealer, or Volant Clearing, and any other persons or entities create a material conflict of interest with Advisor's Clients. Valuable Capital Securities LLC acts as the introducing broker dealer for Advisor Client accounts that are introduced to Volant Clearing. Accordingly, there are no potential material conflicts of interest with this arrangement.

Code of Ethics, Participation in Client Transactions and Personal Trading

Pursuant to SEC Rule 204A-1 of the Investment Advisors Act of 1940, Advisor has adopted a Code of Ethics for all supervised persons of the firm describing its high standard of business conduct, and fiduciary duty to its Clients. The Code of Ethics includes provisions relating to the confidentiality of Client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at Advisor must acknowledge the terms of the Code of Ethics annually, or as amended.

Advisor anticipates that, in appropriate circumstances, consistent with Clients' investment objectives, it may recommend to advisory Clients, the purchase or sale of securities in which Advisor, its management persons and/or Clients, directly or indirectly, have a position of interest.

Advisor's employees and persons associated with Advisor are required to follow Advisor's Code of Ethics. Subject to satisfying this policy and applicable laws, officers, directors and employees of Advisor and its employees may trade for their own accounts in securities, which are recommended to and/or purchased for Advisor's Clients. The Code of Ethics is designed to assure that the personal securities transactions, activities, and interests of the employees of Advisor will not interfere with (i) making decisions in the best interest of advisory Clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Under the Code certain classes of securities have been designated as exempt transactions, based upon a determination that these would materially not interfere with the best interest of Clients. Employee trading is continually monitored under the Code of Ethics, and to reasonably prevent conflicts of interest between Advisor and its Clients.

Certain affiliated accounts may trade in the same securities with Client accounts on an aggregated basis when consistent with Advisor's obligation of best execution. In such circumstances, the affiliated and Client accounts will share commission costs equally and receive securities at the same average price. Advisor will retain records of Client orders (specifying each participating account) and their allocations. Completed orders will be allocated as specified in the initial trade order. Partially filled orders will be allocated on a pro rata basis. Advisor's Clients or prospective Clients may request a copy of the firm's Code of Ethics by contacting Advisor at vcusadviser@gmail.com. It is Advisor's policy that the firm will not affect any principal transactions for Client accounts. Advisor will not cross trades between Client accounts.

Brokerage Practices

All Clients that have selected the VCA RIA Program via the Advisor mobile application or website have brokerage accounts introduced to Volant Clearing acting as the clearing firm and qualified custodian. Advisor does not accept Clients who direct the use of brokers other than Volant Clearing.

Advisor places all trades for the VCA RIA Program through Volant Clearing. Advisor has evaluated and believes it will provide Advisor Clients with a blend of execution services, commission costs and professionalism that fulfills Advisor's best execution requirement for Client transactions. While Advisor has a reasonable belief that Volant Clearing can obtain best execution and competitive prices using various trading destinations such as exchanges, dark pools, or other executing brokers, Advisor will not be independently seeking best execution price capability through other broker dealers. Advisor reserves the right to decline acceptance of any Client account that directs the use of a broker dealer other than Volant Clearing for automated model portfolio management, if Advisor believes that this would adversely affect Advisor's duty to obtain best execution.

Advisor may use block trades when advantageous to Clients. Block trades permit 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 prorated basis between all accounts included in any such block. Block trading allows Advisor to execute trades in a timelier, equitable manner and to reduce overall commission charges to Clients. Advisor does not have any arrangements to compensate any broker dealer for Client referrals. Advisor does not participate in any research or other soft-dollar arrangements.

Advisor may open margin accounts on behalf of non-retirement accounts and non-ERISA accounts of Clients or convert an existing account to a margin account.

Advisor does not offer the margin directly, instead, the margin is provided by Volant Clearing. All disclosures are provided by Volant Clearing, and Clients should read disclosures carefully and contact Advisor at vcusadviser@gmail.com if they have any questions.

Item 13

Review of Accounts

Advisor uses proprietary as well as commercially available software to review Client portfolios daily to ensure that its model portfolios and asset allocations are in line with the allocation the Client selected. Additional reviews may be triggered by material changes in variables such as a Client's individual circumstances, or the market, political or economic environment.

Clients using the VCA RIA Program have access to account details continuously through the Advisor website and mobile application, including current account balances and positions. Volant Clearing prepares account statements showing all transactions and account balances at least quarterly. All information relating to Client accounts are provided on the Advisor website and/or sent via email, as agreed to with each Client at the time of their account opening.

Advisor conducts separate reviews related to the ETFs used for the VCA RIA Program. Advisor has the authority, if necessary, to take any corrective action such as the addition, removal, or replacement of any specific individual stocks or ETFs from the portfolios.

Item 14

Client Referrals and Other Compensation

Advisor does not receive compensation or other economic benefits from persons other than clients for providing investment advice or advisory services to its clients.

Item 15

Custody

Clients receive at least quarterly statements from Volant Clearing who is the qualified custodian to hold and maintain Clients' portfolio assets. Advisor urges Clients to carefully review such statements and compare such official custodial records to the account statements that we may provide.

Item 16

Investment Discretion

In the VCA RIA Program, All Client accounts are opened on a discretionary basis.

Additionally, Client may also purchase individual securities at their own discretion. The Advisor takes no responsibility in any individual security decisions that any client may make in their account held at Volant clearing under this advisory program.

Item 17

Voting Client Securities

As a matter of firm policy and practice, Advisor does not have any authority to and does not vote proxies on behalf of Clients. Clients retain sole responsibility for receiving and voting proxies for securities maintained in Client portfolios. Clients will receive shareholder notices directly from Volant Clearing. Advisor may provide advice to Clients regarding the Clients' voting of proxies. Advisor will neither advise nor act on behalf of the Client in legal proceedings involving companies whose securities are held or previously were held in the Client's account(s), including, but not limited to, the filing of "Proofs of Claim" in class action settlements. If desired, Clients may direct Advisor to transmit copies of class action notices to the Client or a third party. Upon such direction, Advisor will make commercially reasonable efforts to forward such notices in a timely manner.

Item 18

Financial Information

Advisor has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to Clients and has not been the subject of a bankruptcy proceeding.