

Item 1 Cover Page

Part 2A of Form ADV

Tegesta Capital, LLC

110 Front Street

Suite 300

561-510-0505

Firm Brochure

www.tegesta.com

Date: March 17, 2021

This brochure provides information about the qualifications and business practices of Tegesta Capital, LLC. If you have any questions about the contents of this brochure, please contact us at (561) 510-0505. 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.

Additional information about Tegesta Capital, LLC is available on the SEC's website at www.adviserinfo.sec.gov. Tegesta Capital, LLC's CRD number is 156086.

Please note that registration as an investment advisory firm does not imply a certain level of skill or training.

Item 2 Material Changes

We have had no material changes since our last filing of March 2020.

In future filings, this section of the Disclosure Brochure will address only those “material changes” that have been incorporated since our last delivery or posting of this document on the SEC’s public disclosure website (IAPD) at www.adviserinfo.sec.gov.

If you would like another copy of this Disclosure Brochure, please download it from the SEC website as indicated above or you may contact our Chief Compliance Officer, Robert S. Chapman at the telephone number listed on the cover page or via email at rchapman@tegesta.com.

Item 3 Table of Contents

Contents

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.....	4
Item 6	Performance-Based Fees and Side-by-Side Management.....	5
Item 7	Types of Clients	5
Item 8	Methods of Analysis, Investment Strategies and Risk of Loss	6
Item 9	Disciplinary Information.....	7
Item 10	Other Financial Industry Activities and Affiliations.....	7
Item 11	Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	8
Item 12	Brokerage Practices	9
Item 13	Review of Accounts.....	11
Item 14	Client Referrals and Other Compensation	12
Item 15	Custody	12
Item 16	Investment Discretion.....	12
Item 17	Voting Client Securities	12
Item 18	Financial Information	12
Item 1	Cover Page	13
Item 3	Disciplinary Information.....	14
Item 4	Other Business Activities.....	14
Item 5	Additional Compensation	14
	Tegesta does not accept any type of economic benefit from non-clients for advisory services.	14
Item 6	Supervision.....	14

Item 4 Advisory Business

About the Firm

Tegesta Capital, LLC ("We" or the "Firm") offer investment advisory services including discretionary investment supervisory services to individual clients ("You"), and sub-advisory services to unaffiliated investment advisory firms, unaffiliated funds and its affiliated funds. Our owner is the manager of type 520 Capital LLC, a general partner to type 520 Partners LP and type 520 long/short LP. More information about these services and the fees associated with these services are contained in this brochure.

Tegesta was created in December 2010 and began offering investment advisory services once registered in 2011. Our owner is Robert Chapman.

Description of Advisory Services

We offer investment supervisory services. Your individual needs and objectives are determined using an extensive interview process. You may impose restrictions on investing in certain securities or types of securities. We also provide our investment supervisory services to the clients of unaffiliated investment advisory firms through a sub-advisory relationship we have with those investment advisory firms, including private funds for which we serve as the sub-advisor.

We manage client assets. As of December 31, 2020, we have \$109,670,261 of discretionary assets under management and \$46,806 of non-discretionary assets under management.

We also provide investment management services to an unaffiliated manager, as sub-advice to his clients. We have a written agreement with the advisor of these accounts to provide sub-advice to these clients.

We provide sub-advisory services to an unaffiliated manager's Private Fund.

Our sub-advisory assets under administration total \$116,351,567.

Item 5 Fees and Compensation

For its Investment Supervisory services, we collect an investment advisory fee based upon a percentage of Assets under Management as follows:

For accounts under \$1,000,000, the firm charges an annual fee of 2.0%. The fee for accounts over \$1,000,000 is 1.50%.

These fees are negotiable. We note any negotiated fee schedule in the Investment Advisory Contract.

Fees for Investment Supervisory services are paid quarterly in advance and are typically debited directly from client accounts. For accounts added during the quarter, fees are typically charged in advance, on a pro-rata basis as of the date the account opened through the end of the quarter. We refund any pre-

paid advisory fees for accounts terminated during the quarter. The amount owed to you is based upon the number of days remaining in the quarter.

Fees are typically debited directly from your account. In certain circumstances, we may permit clients to pay us by check rather than by debiting their accounts.

For our sub-advisory services, we receive 12% to 95% of the total advisory fee, paid quarterly. As the Sub-Advisor to a private fund, we also may earn an additional incentive fee of 10% of the profits earned by the private fund.

Other Information about Advisory Fees

Clients may pay custodial fees and mutual fund expenses. Clients will incur brokerage and custodial expenses. To learn more about the custodial and brokerage expenses, consult section 12 of this brochure.

Important Information about Potential Conflicts of Interest

Mr. Chapman is also the Manager and Principal of the GP to the type 520 Partners LP and type 520 long/short LP, investment partnerships. As the Manager and Principal, Mr. Chapman will earn compensation from the management of the partnership. This creates a conflict of interest in that he has a financial incentive to recommend investment in the product. Clients are under no obligation to invest in type 520 Partners LP and/or type 520 long/short LP and should review all offering documents carefully before investing.

Item 6 Performance-Based Fees and Side-by-Side Management

Tegesta does not accept performance-based fees from its separately managed account clients. Robert Chapman is the manager of type 520 Capital LLC, which serves as the general partner of type 520 Partners LP and type 520 long/short LP, investment partnerships. As the general partner, type 520 Capital LLC receives both a management fee and an incentive fee tied to performance. This does not impact Tegesta's clients unless they separately opt to invest in type 520 Partners LP and/or type 520 long/short LP.

Item 7 Types of Clients

Tegesta provides investment advisory services to high net worth individuals, other individuals, corporations or other businesses, other investment advisory firms, trusts and pension plans, and pooled investment vehicles.

The Firm has a minimum family of accounts value of \$250,000. We may waive this based on the complexity of the situation or needs of the client.

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

All investing involves risk of permanent loss, and clients should be prepared to bear that risk.

Equities

Our process is a ‘go-anywhere’ approach. Allowing us to create portfolios that include equity investments from all over the world in any capitalization range.

Our exposure to the equity market can generally be broken down into three strategies 1) high quality 2) special situations and 3) broad or concentrated exposure.

High Quality equities are companies that generally have a high return on invested capital, rising free cash-flow, rising dividends, a sustainable business model and high barriers to entries. Risks to these investments include general market/political risk, currency risk, business model risk, industry risk and sensitivity to the overall economic environment.

Special Situation equities are generally companies that have fallen out of favor. Market sentiment and/or company specific issues has caused the security to sell at the lower ends of historical valuations. We look for specific catalysts and reasons for investment. Risks are higher with these investments so we look for special situations with considerable upside to the overall market. Risks to these types of investments can include balance sheet risk due to increased leverage, higher sensitivity to the business cycle, industry risk and the risk that specific catalysts do not achieve the level of success we had forecasted.

Broad or Concentrated equity exposure is generally accomplished through exchange. These investments allow us to invest in areas of the global market that can be difficult or costly to gain exposure to using other methods. These can include country specific, industry specific and capitalization specific. These investments also allow us to further diversify in specific industries and/or countries. Risks include general market/political risk, country risk, currency risk, business model risk, industry risk and sensitivity to the overall economic environment.

The Equity Strategy is considered a ‘focused, non-diversified’ strategy, and as such, may experience more volatility and risk of loss than a broadly diversified portfolio or the overall stock market. Please note that diversification strategies do not ensure profit or protect against losses in a declining market. Investments in foreign securities may be subject to greater political, economic, credit and information risks. The investments in foreign securities are subject to fluctuations in foreign currencies. Investments in mid and small capitalization companies may be more volatile than large capitalization companies. Investments in options and warrants are considered levered and thus generally move in greater proportion to the underlying investments and pose a greater risk of loss.

Fixed Income

We start our fixed income analysis in the U.S. Treasury Market and compare the yields across various areas of the overall bond market and maturities. We look for superior risk return fundamentals. While

we consider the spread across different risk areas of the market, we believe each fixed income investment should compensate for assuming the risk of that specific security. We tend to favor broad diversification in the bond market and higher quality issues. In general, to invest in higher yield we need to see potential returns comparable to long term equity averages. We also like to keep the duration of a portfolio short to intermediate unless it is not consistent with specific needs of a client. Risks in the bond market include default risk, reinvestment risk, interest rate risk, currency risk for foreign bonds/currencies and duration risk.

All investments are subject to risk and loss of capital. Past results are no guarantee of future of results. Investment returns and principal value will fluctuate and there is no guarantee that the investment decisions made will produce the desired results

Item 9 Disciplinary Information

On December 19, 2016, the State of FL found that Tegesta Capital, LLC has some inconsistency on their ADV Part 1 and Part 2A when the State did their examination for the period of January 1, 2013 through November 30, 2014. The firm indicated on their ADV Part 2A that they have custody of clients' funds or securities due to is ability to directly deduct fees from clients' accounts on a quarterly basis. While the firm's ADV Part 1 indicated that they do not have custody of clients' funds or securities. The firm updated the Form ADV Part 1 on January 30, 2015 and February 18, 2015 to reflect the custody discrepancy. The State found on the firm's clients' account statements and invoices that the firm changed the method of fee calculation occurring in 2013 but failed to notify its clients.

Tegesta Capital, LLC has entered, without admitting or denying the findings, a Stipulation and Consent Agreement for violation of Rule 69W-600.0131(1)(q) of the Florida Administrative Code by entering into, extending or renewing any investment advisory contract without disclosing the rounding method used by the firm in its fee calculation method. The firm has agreed to a ceased and desist from violating chapter 517 of the Florida Statutes. The firm will pay an administrative fine of \$5,000 with the submission of the Stipulation and Consent Agreement.

Item 10 Other Financial Industry Activities and Affiliations

Our member is also the manager of type 520 Capital LLC, which is the general partner of type 520 Partners LP and type 520 Long/Short LP, investment partnerships. For those clients of Tegesta Capital for whom this is a suitable recommendation, Mr. Chapman may recommend an investment in type 520 Partners LP and/or type 520 Long/Short LP. This creates a conflict of interest in that Mr. Chapman has a financial incentive to recommend an investment in the LPs.

As described in Item 4 above, we entered into sub-advisor relationships with unaffiliated registered investment advisors. This will cause a conflict of interest in that we receive compensation for this advice as well as for giving advice to you, our clients. We are aware of this conflict and do our best to treat all clients fairly, whether our advisory clients or sub-advisory clients. We take our fiduciary duty seriously

and have developed a compliance program and clients are under no obligation to use these sub-advisors. Refer to Items 4 and 5 above for details of our business relationship and the compensation we receive.

Mr. Chapman expects to receive approximately 40% percent of his income from these other activities.

We address these conflicts by doing the following:

We must disclose any potential or actual conflicts of interest when dealing with clients.

We are subject to the following specific obligations when dealing with clients:

- The duty to have a reasonable, independent basis for its investment advice;
- The duty to ensure that investment advice is suitable to meeting the client's individual objectives, needs, and circumstances; and,
- A duty to be loyal to clients.

Clients always have the option of purchasing recommended investment products through other broker-dealers.

Neither the Firm nor its representatives are registered as or have pending applications to become a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor.

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

Associated persons may buy or sell for their own accounts the same securities recommended to you. Associated persons seek to ensure that they do not personally benefit from the short-term market effects of their recommendations to you and their personal transactions are monitored.

Associated persons are aware of the rules regarding material non-public information and insider trading. Associated persons may also buy or sell a specific security for their own account based on personal investment considerations, which the Advisor does not deem appropriate to buy or sell for clients.

We have adopted a Code of Ethics to instruct our personnel in their ethical obligations and to provide rules for their personal securities transactions. The Firm and its personnel owe a duty of loyalty, fairness and good faith to our clients, and the obligation to adhere not only to the specific provisions of the code but also to the general principles that guide the Code. The Code covers a range of topics including general ethical principles, reporting personal securities trading, exceptions to reporting securities trading, reportable securities, initial public offerings and private placements, reporting ethical violations, distribution of the Code, review and enforcement processes, amendments to Form ADV and supervisory procedures. The Firm will provide a copy of the Code to any client or prospective Client upon request.

Item 12 Brokerage Practices

We typically recommend Schwab Institutional as custodian, but may also utilize Fidelity or Interactive Brokers as a custodian. The Firm chose Fidelity, Schwab and Interactive Brokers as our main custodians because of their customer service, technology, trade execution, and low expenses to clients. They have relatively low transaction fees, no custodial fees, provide many client services free of charge, and provide and document data on best execution for our review and monitoring.

We do not receive any client referrals from a broker-dealer or third party.

To the extent applicable to the transactions to be effected, our general policies relative to the execution of client securities brokerage transactions are as follows:

Prior to engaging Registrant to provide investment management services, the client will be required to enter into a formal *Investment Advisory Agreement* with Registrant setting forth the terms and conditions under which Registrant shall manage the client's assets, and a separate custodial/clearing agreement with each designated broker-dealer/custodian.

Unless the client directs otherwise or an individual client's circumstances require the Registrant shall generally recommend that *Schwab* serve as the broker-dealer/custodian for client investment management assets. Broker-dealers such as *Schwab* charge brokerage commissions and/or transaction fees for effecting certain securities transactions (i.e. transaction fees) are charged for certain no-load mutual funds, commissions are charged for individual equity and fixed income securities transactions. For our clients' accounts it maintains, Schwab charges you a percentage of the dollar amount of assets in the account in lieu of commissions. Your custodial fees are disclosed on the Schwab Asset Based Pricing Addendum. Schwab's asset based fees applicable to our client accounts were negotiated based on our commitment to maintain \$10 million of our clients' assets statement equity in accounts at Schwab. This commitment benefits you because the overall asset-based fees you pay are lower than they would be if we had not made the commitment. In addition to asset-based fees Schwab charges you a flat dollar amount a "prime broker: or "trade away" fee for each trade that we have executed by a different broker-dealer but where the securities bought or the funds from the securities sold are deposited (settled) in your Schwab account. Because of this, in order to minimize your trading costs, we have Schwab execute most trades for your account.

Products and Services Available to Us from Schwab

Schwab Advisor Services is Schwab's business serving independent investment advisory firms like us. They provide us and our clients with access to its institutional brokerage – trading, custody, reporting and related services – many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us to manage or administer our clients' accounts while others help us manage and grow our business. Schwab's support services are generally available on an unsolicited basis (we don't have to request them) and at no charge to us as long as we keep a total of at least \$10 million of our clients' assets in accounts as Schwab.

Services that benefit you: Schwab's institutional brokerage services include access to a broad range of investment products, execution of securities transactions and custody of client assets. The investment

products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients.

Services that may not directly benefit you: Schwab also makes available to us other products and services that benefit us but may not directly benefit you or your account. These products and services assist us in managing and administering our client's accounts. They include investment research, both Schwab's own and that of third parties. We may use this research to service all or some substantial number of our clients' accounts, including accounts not maintained at Schwab. In addition of investment research, Schwab also makes available software and other technology that:

- provides access to client account data (such as duplicate trade confirmations and account statements);
- facilitate trade execution and allocate aggregated trade orders for multiple client accounts
- provide pricing and other market data;
- facilitate payment of our fees from clients' accounts; and
- assist with back-office functions, recordkeeping, and client reporting.

Services that generally benefit only us: Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:

- educational conferences and events
- technology, compliance, legal, and business consulting
- publications and conferences on practice management and business succession
- access to employee benefits providers, human capital consultants and insurance providers

Schwab may provide these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. Schwab may also discount or waive its fees for some of these services or pay all or a part of a third party's fees.

Our interest in Schwab's Services

The availability of these services from Schwab benefits us because we do not have to produce or purchase them. We do not have to pay for Schwab's services so long as we keep a total of at least \$10 million of client assets in accounts a Schwab. [Beyond that, these services are not contingent upon us committing any specific amount of business to Schwab in trading commissions or assets in custody.] The \$10 million minimum may give us an incentive to recommend that you maintain your account with Schwab based on our interest in receiving Schwab's services that benefit our business rather than based on your interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a potential conflict of interest. We believe, however, that our selection of Schwab as custodian and broker is in the best interests of our clients. It is primarily supported by the scope, quality and price of Schwab's services (see "How we Select Brokers/ Custodians to Recommend" above) and not Schwab's services that benefit only us. We have over \$30 million in client assets under management, and do not believe that maintaining at least \$10 million of those assets a Schwab in order to avoid paying Schwab quarterly service fees presents a material conflict of interest.

We do not always block or bunch trades. We typically place trades individually due to our style of investment management. Please note that there may be times that we may have been able to block or bunch trades to your advantage in that you may have received a better overall price for your securities purchase or sale and/or paid less in commission charges to the custodian broker.

We are not obligated to place all transactions on a “bunched” basis. When determining whether to “bunch” orders, we rely on the judgment of Robert Chapman as to what course of action is likely to be fair and in the best interests of the relevant accounts on an overall basis. That is, we seek to avoid putting any client account at an advantage or disadvantage compared to our other client accounts that are buying or selling the same security.

Block trading is permitted where the following conditions are met:

Orders of two or more clients may be bunched only if we have determined, on an individual basis that the securities order is:

1. In the best interests of each client participating in the order;
2. Consistent with our duty to obtain best execution; and
3. Consistent with the terms of the investment Advisory agreement of each participating client.

Where conducting a block trade, Robert Chapman will determine the accounts that will participate, and the specific allocations in advance of the transaction. If the entire order is filled, you will receive your portion of the allocation specified on the trade ticket. All allocations are prior to the close of business on trade date. Client accounts participating in the transaction will receive the weighted average price of the security and will incur a pro-rata share of the transaction cost.

If part of the order is unfilled, the allocation is made on a pro-rata basis to clients. If appropriate, we will then re-submit the trade on the following business day for completion of the balance of the order if the portfolio manager determines that the price is still advantageous for the remaining accounts.

The books and records of the Firm separately reflect, for each client for whom an order is bunched, the securities held by, purchased, and sold for that client

Item 13 Review of Accounts

Robert Chapman, Member, reviews accounts on a quarterly basis or as individual circumstances dictate. The Custodian of your assets sends statements, no less than quarterly, to you. With our quarterly invoice, we generally send a gain loss report. At this time, we do not provide any additional reports unless specifically requested by the Client.

Item 14 Client Referrals and Other Compensation

We do not compensate anyone for Client referrals and we do not receive compensation or economic benefit, directly or indirectly, from any third party for advice rendered to our clients.

Item 15 Custody

We have custody of client assets only due to our ability to withdraw fees from customer accounts. The qualified custodian of client assets sends account statements directly to you. Clients will receive all account statements and billing invoices that are required in each jurisdiction, and they should carefully review those statements for accuracy.

Item 16 Investment Discretion

For those client accounts where the Firm provides ongoing supervision, the client has given the Firm written discretionary authority over the client's accounts with respect to securities to be bought or sold and the amount of securities to be bought or sold. Details of this relationship are fully disclosed to the client before any advisory relationship has commenced. The client provides the Firm discretionary authority via a limited power of attorney in the Investment Advisory Contract and in the contract between the client and the custodian.

Item 17 Voting Client Securities

For its investment management accounts, we do not vote proxies. Solely, you retain this right unless otherwise agreed between you and the Custodian.

Item 18 Financial Information

We have no financial condition that is reasonably likely to impair our ability to meet contractual commitments to clients given that we do not require or solicit prepayment of more than \$500 in fees per client and six months or more in advance. In addition, we are not currently, nor at any time during the past ten years have been the subject of a bankruptcy petition.

Item 1 Cover Page

Part 2B of Form ADV

Tegesta Capital, LLC

110 Front Street, Suite 300

Jupiter, FL 33477

561-510-0505

Supplemental Brochure for Robert Chapman

Date: March 17, 2021

This brochure supplement provides information about Robert Chapman that supplements Tegesta Capital, LLC's Firm Brochure. You should have received a copy of that brochure. Please contact us at 561-510-0505 if you did not receive Tegesta Capital, LLC's brochure or if you have any questions about the contents of this supplement.

Additional information about Robert Chapman is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 Educational Background and Business Experience

Robert Chapman, Member, 1973

Robert Chapman earned his Bachelor of Arts in Finance from the Marycrest University in Davenport, IA in 1995. He then went on to attain his Master of Science in Finance from the Florida International University, Miami. Mr. Chapman joined Solomon Smith Barney (now Citigroup Global Markets) in 1999 as a Tech Center Analyst and rose to the position of Investment Management Analyst from 1999 to 2004. He attained his CFA (Chartered Financial Analyst) in 2001. He held the position of Portfolio Manager at three Boca Raton firms from 2004 to 2008, including StillPoint Advisors, from 2004 through 2005, Merrill Lynch, from 2005 through 2007, and Kovack Securities from 2007 through 2008. In 2008, Mr. Chapman joined GunnAllen Financial as a Wealth Manager where he remained through 2010. He was then a registered representative of Aegis Capital Corp. from 2010 through 2017. He started Tegesta Capital, Inc. in 2010. Mr. Chapman is also the manager of type 520 Capital LLC, the general partner in type 520 Partners LP and type 520 long/short LP.

As noted above, Mr. Chapman holds the Certified Financial Analyst designation. The Chartered Financial Analyst (CFA) designation is an international professional certification offered by the CFA Institute (formerly AIMR) to financial analysts who complete a series of three examinations. To become a CFA Charterholder candidates must pass each of three six-hour exams, possess a bachelor's degree from an accredited institution (or have equivalent education or work experience) and have 48 months of qualified, professional work experience. CFA charterholders are also obligated to adhere to a strict Code of Ethics and Standards governing their professional conduct.

Item 3 Disciplinary Information

Mr. Chapman has no disciplinary history that is required to be disclosed.

Item 4 Other Business Activities

Mr. Chapman is also the manager of type 520 Capital LLC, the general partner in type 520 Partners LP and type 520 long/short. Type 520 Partners LP and type 520 long/short are investment partnerships. Clients of Tegesta Capital need not invest in type 520 Partners LP or type 520 long/short LP.

Item 5 Additional Compensation

Tegesta does not accept any type of economic benefit from non-clients for advisory services.

Item 6 Supervision

Mr. Chapman is the owner and sole advisory representative of Tegesta Capital. Therefore, he supervises all activities of the firm. Mr. Chapman's contact information is on the cover page of this disclosure document.