

Part 2A of Form ADV: *Firm Brochure*

CUE FINANCIAL GROUP, INC.

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This brochure provides information about the qualifications and business practices of CUE Financial Group, Inc. If you have any questions about the contents of this brochure, please contact us using one of the methods above. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority. Registration is mandatory for all persons meeting the definition of investment advisor and does not imply a certain level of skill or training.

Additional information about CUE Financial Group, Inc. also is available on the SEC's website at www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as a CRD number. Our firm's IARD/CRD number is 21033.

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Item 2 **Material Changes**

The purpose of this section is to discuss only material changes since the last annual update of CUE's Investment Advisor Brochure.

The date of the last annual update was 5/26/2022.

Summary of Material Changes:

CUE Financial Group, Inc. was formerly an SEC registered firm. Our previous ADV 2A Brochure was retired when our clients were transferred to another advisory firm.

This ADV 2A Brochure is an initial version created as part of our application for state registration with the State of Arizona. Accordingly, we have no material changes to report at this time. Going forward, we will update this brochure and disclose in this Item 2 the occurrence of any material changes with respect to our business in accordance with applicable law.

Delivery:

CUE Financial Group, Inc. will file updated ADVs in the CRD system within 30 days of any material changes in its brochures.

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ABOUT CUE

- CUE FINANCIAL GROUP, INC. ("CUE") is an Arizona registered investment adviser with its principal place of business located in Scottsdale, Arizona. CUE was first formed in 1985 as a subsidiary of Sunwest Federal Credit Union, became a registered broker-dealer and was bought from Sunwest by its current owners in 1991. CUE began conducting business as a state registered investment adviser in 2001, and was SEC registered from 2006 to 2022. On August 9, 2009 CUE merged its broker/dealer business with Foothill Securities, Inc. broker/dealer. On December 9, 2016 CUE changed its broker/dealer affiliation from Foothill Securities Inc. to Securities America, Inc. broker/dealer following Securities America's acquisition of Foothill Securities Inc. CUE continues to operate independently as a registered investment adviser. Michael R Melby, CEO/COO/CCO, is the firm's principal shareholder. Mike was born in 1955, and attended Arizona State University. Mike became an owner of CUE in 1991. He has had substantial prior experience as a registered representative with other brokerage firms and has previously served on Foothill Securities, Inc. board of directors.

AMOUNT OF MANAGED ASSETS

As of 7/31/2022, we were actively managing \$ 0 of clients' assets on a discretionary basis plus \$ 0 of clients' assets on a non-discretionary basis.

SERVICES OFFERED BY CUE

CUE is a financial planning firm and offers financial planning and consulting services only.

*** FINANCIAL PLANNING**

Clients may request a personalized, full (comprehensive) or partial (focused) Financial Plan. Financial planning is an evaluation of a client's current and future financial state by using currently known variables to predict future cash flows, asset values and withdrawal plans. Through the financial planning process, questions, information and analysis are considered as they impact and are impacted by the financial and life situation of the client. Clients purchasing this service receive a written report which provides the client with a detailed financial plan designed to assist the client achieve his or her financial goals and objectives.

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

- **PERSONAL:** We review family records, budgeting, personal liability, estate information and financial goals.
- **TAX & CASH FLOW:** We analyze 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:** We analyze investment alternatives and their effect on the client's portfolio.
- **INSURANCE:** We review existing policies to ensure proper coverage for life, health, disability, long-term care, liability, home and automobile.
- **RETIREMENT:** We analyze current strategies and investment plans to help the client achieve his or her retirement goals.
- **DEATH & DISABILITY:** We review the client's cash needs at death, income needs of surviving dependents, estate planning and disability income.
- **ESTATE:** We assist the client in assessing and developing long-term strategies, including as appropriate, living trusts, wills, review estate tax, powers of attorney, asset protection plans, nursing homes, Medicare, Medicaid and elder law.

We gather information through in-depth personal interviews with the client. 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, and prepare a written report.

CUE will not provide accounting or legal advice nor prepare any accounting in implementing the recommendations contained in the financial plan. Client is urged to work closely with his/her attorney and accountant in implementing the recommendations contained in the financial plan.

We also offer general non-securities advice on topics that may include tax and budgetary planning, estate planning and business planning.

Typically, the financial plan is presented to the client within six months of the contract date, provided that all information needed to prepare the financial plan has been promptly provided.

*** CONSULTING**

Clients may also receive 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. We also offer specific consultation and administrative services regarding investment and financial concerns of the client.

Item 5 Fees and Compensation

FINANCIAL PLANNING FEES

All fees are agreed upon prior to entering into a contract with any client. Fees are negotiable, therefore the following information about fees for Financial Planning is disclosed only as a general guideline.

Single Fee Option

For most financial planning and related services, the fee for individual planning modules will range from \$150 - \$400. For a full plan the fee may range from \$1,000 - \$3,000. Fees charged for financial planning services are based upon the complexity of tasks and analyses performed. Additional charges at the agreed hourly rate may be assessed for unusual or unforeseen tasks.

Hourly Rate Option

Hourly rates typically range from \$100-\$300 per hour based on the complexity of tasks and analyses performed. Hourly administrative rates may be up to \$90 per hour.

CONSULTING FEES

All fees are agreed upon prior to entering into a contract with any client. Fees are negotiable, therefore the following information about fees for Consulting Services is disclosed only as a general guideline.

For specialized Consultation and related services we offer the following fee payment options:

Single Fee Option

Fees are based upon the complexity of tasks and analyses performed. The minimum fee for a consultation is \$100 and may be higher depending on the nature of the consultation.

Hourly Rate Option

Hourly rates range from \$100-\$300 per hour. Hourly administrative rates may be up to \$90 per hour.

About Fees in General: Clients should note that similar services may (or may not) be available from other registered (or unregistered) investment advisers for similar or lower fees. CUE reserves the right to require a deposit of up to half the agreed fee. No advance fee, deposit or installment will exceed both \$1200 and more than six months in advance of services rendered.

GENERAL INFORMATION

Termination of the Advisory Relationship:

For a Financial Plan or Consulting, the Agreement terminates upon completion and delivery of services. At this time, no refunds will be made, and Client will be invoiced for fees due. However, if the Agreement is terminated prior to completion of services, a refund of any unearned prepaid fees will be

made, or an invoice for fees due will be prepared, based on time and effort expended before termination.

ARBITRATION:

The Advisory Agreement contains a pre-dispute arbitration clause. Client understands that the agreement to arbitrate does not constitute a waiver of the right to seek a judicial forum where such a waiver would be void under the federal securities laws. Arbitration is final and binding on the parties.

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

CUE Financial Group Inc. does not charge performance-based fees which are based on capital gains in the client account.

Item 7 Types of Clients and Account Minimums

CUE Financial Group Inc. offers its services to the following types of clients:

- Individuals, Family Trusts, Family Partnerships, (other than high net worth individuals)
- High net worth individuals
- Corporations, charitable organizations, or other businesses not listed above

CUE reserves the right to impose certain minimum account size requirements, based on the nature of the service(s) to be provided.

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

METHODS OF ANALYSIS

When engaged to do so, CUE IA Reps evaluate the client's current investments to determine whether they are consistent with his/her financial objectives. Then, utilizing generally accepted asset allocation and suitability factors, the IA Rep will propose a plan designed to help the client attain their objectives. We may use some or all of the following methods of analysis in formulating a financial plan:

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.

Third-Party Money Manager Analysis: We consider the experience, expertise, investment philosophies, and past performance of independent third-party investment managers in an attempt to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions.

A risk of investing with a third-party manager who has been successful in the past is that he/she may not be able to replicate that success in the future. In addition, as we do not control the underlying investments in a third-party manager's portfolio, there is also a risk that a manager may deviate from the stated investment mandate or strategy of the portfolio, making it a less suitable investment for our clients. Moreover, as we do not control the manager's daily business and compliance operations, we may be unaware of the lack of internal controls necessary to prevent business, regulatory or reputational deficiencies.

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.

RISK OF LOSS

Because investment strategies involve certain additional degrees of risk, they will only be recommended when consistent with the client's stated investment objectives, tolerance for risk, liquidity and suitability. Clients are under no obligation to invest in any of these strategies or to implement any advisory recommendations.

All investment programs, including so-called "low risk" strategies, have certain risks that are borne by the investor. Investing in any securities involves a risk of loss of both income and principal. For those investments sold by prospectus, clients should read the prospectus in full. There is no guarantee that the investment strategy selected for the client will result in the client's goals being met. We ask that you work with us to help us understand your tolerance for risk. Clients shall at all times elect unilaterally to follow or ignore completely, or in part, any information, recommendation, or advice given by CUE or its IA Reps.

Item 9 Disciplinary Information

An investment advisor must disclose material facts about any legal or disciplinary event that is material to a client's evaluation of the advisory business or of the integrity of its management personnel. CUE does not have any material items to disclose.

Item 10 Other Financial Industry Activities and Affiliations

Conflicts of Interest: As disclosed below in detail, IA Reps are affiliated with other entities in multiple capacities. In their separate capacity(ies), these individuals are able to implement investments, insurance, and other services for commissions or fees. Thus, a conflict of interest exists between our interests and those of advisory clients. Clients are not under any obligation to engage these individuals or entities when considering implementation of advisory recommendations. The implementation of any or all recommendations is solely at the discretion of the client.

Broker-Dealer Affiliations: Management personnel and IA Representatives ("IAR") of CUE Financial Group Inc. are separately licensed as registered representatives of Securities America, Inc. ("SAI"), a registered broker/dealer, member of FINRA and SIPC. These individuals, in their separate capacity, can effect securities transactions for which they will receive separate, yet customary compensation. CUE is not affiliated with Securities America, Inc. All fees paid to CUE for its services are separate and distinct from the commissions associated with the purchase or sale of securities products through SAI.

Registered Investment Advisor Affiliations: Management personnel and representatives of CUE Financial Group Inc. are separately licensed as IARs of another RIA firm, PFG Advisors, LLC ("PFG"). In their capacity as IARs of PFG, these dually registered IARs will also receive compensation from PFG for any advisory services performed. CUE Clients may be recommended to shift advisory services from CUE to PFG. In doing so, we will not violate our fiduciary responsibilities to our clients. Under no circumstances will a Client be charged for advisory services under both CUE and PFG at the same time for the same services. Please refer to PFG disclosure documents for additional information regarding PFG services, fees, etc.

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

Code of Ethics: Our firm has adopted a Code of Ethics which sets forth high ethical standards of business conduct that our employees have committed to, including compliance with applicable federal securities laws. CUE Financial Group Inc. 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.

A copy of our Code of Ethics is available upon request to our advisory clients and prospective clients. You may request a copy via the contact information on the cover page and ask for the Compliance Department.

Participation or Interest in Client Transactions:

CUE does not offer investment management services, and will not participate in or have an interest in client transactions.

Personal Trading: At times CUE and/or its IA Reps may take positions in the same securities as clients, and we will try to avoid conflicts with clients. The firm and its IA Reps will generally be “last in” and “last out” for the trading day when trading occurs in close proximity to client trades. We will not violate our fiduciary responsibilities to our clients. Scalping (trading shortly ahead of clients) is prohibited. Should a conflict occur because of materiality (i.e. a thinly traded stock), disclosure will be made to the client(s) at the time of trading. Incidental trading not deemed to be a conflict (i.e. a purchase or sale which is minimal in relation to the total outstanding value, and as such would have negligible effect on the market price), would not be disclosed at the time of trading.

Item 12 Brokerage Practices

RECOMMENDATION OF BROKER-DEALERS AND CUSTODIANS

As a financial planning only firm, CUE will not establish a relationship with a custodian or broker-dealer firm for the custody and management of client assets. However, IA Representatives of CUE are registered representatives of Securities America, Inc. If our clients freely choose to implement our advice through us, the primary broker/dealer used for any commissionable securities transactions will be Securities America, and an account in the client's name will be established with Securities America. Securities America maintains existing clearing and custodial relationship with Pershing LLC.

In maintaining the relationship with Securities America, Inc., a conflict of interest exists because CUE has an incentive to recommend use of Securities America, Inc in order to continue to receive future referrals from Securities America, Inc. Clients are reminded that they are not under any obligation to engage Securities America, Inc. when considering implementation of advisory recommendations. The implementation of any or all recommendations is solely at the discretion of the client.

CLIENT DIRECTED BROKERAGE

CUE does not manage client assets. Therefore, clients may direct brokerage to any broker-dealer they choose. It is up to the client to negotiate the commission rate, as CUE will not.

SOFT DOLLAR ARRANGEMENTS

CUE does not receive compensation from a brokerage firm in the form of research, software, products or services (“soft dollars”).

BLOCK TRADING

CUE does not manage client assets. Therefore, block trading is not provided.

Item 13 Review of Accounts and Reports on Accounts

FINANCIAL PLANNING SERVICES

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

Reports: Financial Planning clients will receive a completed financial plan. Additional reports will not typically be provided unless otherwise contracted for.

CONSULTING SERVICES

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

Reports: These client accounts will receive reports as contracted for at the inception of the advisory engagement.

Item 14 Client Referrals and Other Compensation

REFERRAL FEES PAID

CUE Financial Group Inc. currently does not compensate persons for referring clients to our firm.

REFERRAL FEES RECEIVED

CUE Financial Group Inc. currently does not receive compensation for referring clients to other firms.

OTHER COMPENSATION SALES AWARDS

It is CUE Financial Group Inc.'s policy not to offer incentive awards to our IA Reps for recommending specific products or types of products. Occasionally an outside sponsor such as an insurance company or investment company may offer our IA Reps such an award to recognize their sales achievements. CUE discourages our IA Reps from accepting such awards, and/or requires all such award offers to be reported to and pre-approved by the Chief Compliance Officer. While we endeavor at all times to put the interest of our clients first as part of our fiduciary duty, the possibility of our IA Reps receiving incentive awards creates a conflict of interest, and may affect the judgment of these individuals when making recommendations.

Item 15 Custody

CUE does not manage client assets and therefore does not have custody of client assets. CUE does not accept any form of custody.

Item 16 Investment Discretion

CUE does not manage client assets and therefore does not utilize any investment discretion.

Item 17 Voting Client Securities

CUE does not manage client assets and therefore does not vote client proxies. It is the Client's responsibility to vote proxies for securities held in their portfolios.

Item 18 Financial Information

An investment advisor must provide financial information if a threshold of fee prepayments is met; there is a financial condition likely to impair the ability to meet contractual commitments; or, a bankruptcy within the past ten years. CUE does not have any disclosure items in this section.

Item 19 Requirements for State Registered Advisors

CUE's Principal Executive Officer is Michael Melby. Information regarding Michael Melby's Education, Background and Other Businesses can be found in his supplemental ADV Part 2B brochure.

CUE is not actively engaged in any other business other than financial planning and consulting.

As stated in Item 6, CUE does not charge performance-based fees or other fees based on a share of capital gains on or on capital appreciation of client assets.

Neither CUE nor our employees have been involved in an arbitration claim or been found liable in a civil, self-regulatory organization, or administrative proceeding.

Neither CUE nor our employees have any relevant material relationships with issuers of securities.

Item 1 – Cover Page

CUE Financial Group, Inc.

Michael R. Melby

7734 East Monte Vista Road
Scottsdale, Arizona 85257
(480) 519-6088

September 22, 2022

This brochure supplement provides information about Michael R. Melby that supplements the CUE Financial Group, Inc. (“CUE”) disclosure brochure. You should have received a copy of that brochure that describes the investment advisory services offered through CUE. Please contact CUE at the telephone number above if you did not receive their brochure or if you have any questions about the contents of the supplement.

Additional information about Michael R. Melby is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 – Educational Background and Business

Michael R. Melby was born in September of 1955

Education

The following information details Michael R. Melby's formal education. If a degree was attained, the type of the degree will be listed next to the name of the institution. Michael R. Melby did not attain a degree from the institution listed.

Arizona State University, Majored in Finance

Business Experience

The following information details Michael R. Melby's business experience for at least the past 5 years.

CUE Financial Group, Inc.; Owner/President/CEO/COO/Chief Compliance
Officer/Investment Advisor Representative
09/1988-Present

PFG Advisors; Investment Advisor Representative
02/2018-Present

Securities America, Inc.; Registered Representative
12/2016-Present

Insurance Sales; Agent
01/1982-Present

Foothill Securities, Inc.; Registered Representative
08/2009-12/2016

Item 3 – Disciplinary Information

Michael R. Melby has no legal or disciplinary events required to be disclosed in response to this item. There may be items that are contained on brokercheck.finra.org or www.adviserinfo.sec.gov that you may wish to review and consider in your evaluation of your Financial Advisor's background.

Item 4 – Other Business Activities

Michael R. Melby is also a broker or registered representative of Securities America and may receive commissions and other types of compensation for the sale of securities.

Michael R. Melby may sell insurance and receive commissions for insurance product sales.

The potential for the receipt of commissions may give a broker an incentive to recommend investment or insurance products based on the compensation received, rather than on the client's needs. However, Michael R. Melby may only recommend securities and insurance products that he believes are suitable for you. If you have any questions regarding the compensation Michael R. Melby receives when recommending a product, you should ask Michael R. Melby. You are under no obligation to purchase investment products or insurance through Michael R. Melby.

Please refer to PFG disclosure documents for additional information regarding PFG services, fees, etc. Dually registered IARs shall be subject to remaining in full compliance with the policies and procedures of both CUE and PFG, including, but not limited to, each respective firm's Code of Ethics and Privacy Policy.

Michael R. Melby is dually registered as IAR with both CUE and PFG Advisors, LLC ("PFG"). In his capacity as IAR of PFG, Michael R. Melby will also receive compensation from PFG for any advisory services performed through PFG.

Item 5 – Additional Compensation

Other than work and any disclosures made in Items 2 and 4 above, Michael R. Melby receives no additional compensation related to outside business activities.

Item 6 – Supervision

This section explains how the firm supervises the supervised persons, including how the advice the supervised person provided to clients is monitored.

Michael R. Melby is the President and Chief Compliance Officer, and may be contacted at phone number (480)519-6088. As such, Michael R. Melby is responsible for all advice provided to clients.

Item 7 – State Registered Advisors

Other than any disclosures made in Item 3 above, Michael R. Melby has not been found liable in any additional material arbitration or liable in a civil, self-regulatory organization, or administrative proceeding involving an investment or an investment-related business or activity; fraud, false statement(s), or omissions; theft, embezzlement, or other wrongful taking of property; bribery, forgery, counterfeiting, or extortion; or dishonest, unfair, or unethical practices. Michael R. Melby has never been the subject of a bankruptcy petition.