

Item 1. Introduction

Private Capital Group, LLC dba Wealthspire Advisors ("Registrant", "we" or "us") is registered with the Securities Exchange Commission ("SEC") as a Registered Investment Adviser ("RIA"). We are a subsidiary company of NFP Corp. As an RIA, our services and compensation structure differ from that of a registered broker-dealer, and it is important for you to understand the differences. Free and simple tools are available to research firms and financial professionals at www.investor.gov/CRS. The site also provides educational materials about broker-dealers, investment advisers, and investing.

Item 2. Relationships and Services

What investment services and advice can you provide me?

We provide investment advisory services, including private wealth management and financial planning and consulting services to individuals, high net worth individuals, trusts, and estates (our "retail investors").

When a retail investor engages us to provide private wealth management services, we shall monitor, on a continuous basis, the investments in the accounts over which we have investment authority as part of our private wealth management service. Furthermore, because private wealth management assets are managed on a discretionary basis, we have the authority, without prior consultation with you (unless you impose restrictions on our discretionary authority), to buy, sell, trade, and allocate the investments within your account(s) consistent with your investment objectives. Our discretionary authority over your account(s) shall continue until our engagement is terminated.

KEY QUESTIONS TO ASK YOUR FINANCIAL PROFESSIONAL

- Given my financial situation, should I choose an investment advisory service? Why or why not?
- How will you choose investments to recommend to me?
- What is your relevant experience, including your licenses, education, and other qualifications?
- What do these qualifications mean?

When a retail investor engages us to provide financial planning and consulting services, we rely upon the information provided for our review and do not verify or monitor any such information while providing this service. Our financial planning and consulting services are completed upon the communication of our recommendations to the retail investor.

We do not limit the scope of our investment advisory services to proprietary products or a limited group or type of investment.

We generally require a minimum aggregate account value of \$500,000 for our private wealth management services, which we may waive or reduce at our discretion. In addition, we generally impose a minimum fee of \$2,500 for initial financial planning services, and a minimum fee of \$1,000 for updates to existing financial plans.

Additional Information: For more detailed information about our Advisory Business and the Types of Clients we generally service, please see Items 4 and 7, respectively in our [ADV Part 2A](#).

Item 3. Fees, Costs, Conflicts, and Standard of Conduct

What fees will I pay for your services?

We provide our private wealth management services on a fee basis. When engaged to provide private wealth management services, we shall charge a fee calculated as a percentage of your assets under our management (our "AUM Fee"). Our annual AUM Fee is negotiable with maximum fees of 0.85% to 1.00% of client assets, depending on a number of factors including the dollar amount of assets placed under our management, the complexity of the overall engagement, and other factors. We typically deduct our AUM Fee from one or more of your investment accounts, in advance, on a quarterly basis. Because our AUM Fee is calculated as a percentage of your assets under management, the more assets you have in your advisory account, the more you will pay us for our investment management services. Therefore, we have an incentive to encourage you to increase the assets maintained in accounts we manage.

KEY QUESTIONS TO ASK YOUR FINANCIAL PROFESSIONAL

- Help me understand how these fees and costs may affect my investments. If I give you \$10,000 to invest, how much will go to fees and costs, and how much will be invested for me?

We offer our financial planning and consulting services on a fixed fee basis, generally ranging from \$2,500 to \$25,000, or on an hourly basis, with rates ranging from \$250 to \$500 per hour. We may require that up to 50% of the total fee be paid in advance.

Other Fees and Costs: Your investment assets will be held with a qualified custodian. Custodians generally charge brokerage commissions and/or transaction fees for effecting certain securities transactions (for example, transaction

and redemption fees may be charged for certain mutual fund transactions). These charges will be assessed in accordance with the qualified custodian's transaction fee/brokerage commission fee schedule. In addition, relative to certain mutual fund and exchange traded fund purchases, certain charges will be imposed at the fund level (e.g., management fees and other fund expenses). In addition, all private wealth management clients will incur an asset-based investment platform fee, and additional fees will be incurred to the extent that third party investment solutions and independent investment managers are utilized in the management of the retail investor's account(s).

You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying.

Additional Information: For more detailed information about our fees and costs related to our management of your account, please see Item 5 in our ADV Part 2A.

What are your legal obligations to me when acting as my investment adviser? How else does your firm make money and what conflicts of interest do you have?

When we act as your investment adviser, we have to act in your best interest and not put our interests ahead of yours. At the same time, the way we make money creates some conflicts with your interests. You should understand and ask us about these conflicts, because they can affect the investment advice we provide to you. Here are some examples to help you understand what this means:

- Since the fees we receive are asset-based (i.e., based on the value of your account), a conflict of interest exists any time we recommend that you add to, or keep your assets under our management rather than transferring elsewhere.
- We may recommend a particular custodian from whom we receive support services and/or products, certain of which assist us to better monitor and service your account.
- We may recommend rollovers out of employer-sponsored retirement plans and into Individual Retirement Accounts that we manage for an asset-based fee, which could have the effect of increasing our compensation.

KEY QUESTION TO ASK YOUR FINANCIAL PROFESSIONAL

- How might your conflicts of interest affect me, and how will you address them?

NFP Corp. ("NFP")

Wealthspire Advisors is owned by NFP which owns other registered investment advisers, broker-dealers, insurance agencies, and other product and service providers ("NFP Affiliates"). To the extent we recommend that you purchase or sell products and services from or through NFP Affiliates and these NFP Affiliates and our firm receive compensation as a result of such recommendations. A recommendation that you purchase or sell products or services by or through an NFP Affiliate creates a conflict of interest as it could result in increased compensation to an NFP Affiliate and/or Wealthspire Advisors.

Additional Information: For more detailed information about our conflicts of interest, please review Items 5, 10, 12 and 14 in our ADV Part 2A.

How do your financial professionals make money?

Our financial professionals receive a salary and a bonus that is at management's discretion. Compensation and bonus is not determined by client assets serviced, time and complexity to meet client's needs, products sold, product sales commissions, or revenue the firm earns from employee advisory services or recommendations.

Item 4: Disciplinary History

Do you or your financial professionals have legal or disciplinary history?

No. You may visit www.Investor.gov/CRS to research our firm and financial professionals.

KEY QUESTION TO ASK YOUR FINANCIAL PROFESSIONAL

- As a financial professional, do you have any disciplinary history? For what type of conduct?

Item 5: Additional information

You can find additional information about our firm's investment advisory services on the SEC's website at www.adviserinfo.sec.gov by searching CRD #126665. You may also contact our Chief Compliance Officer at any time to request a current copy of your ADV Part 2A or our relationship summary. Our Chief Compliance Officer may be reached (860) 561-1162 or by emailing info@wealthspire.com. Go to www.wealthspire.com/CRS to request a copy of this relationship summary and other up-to-date information.

KEY QUESTION TO ASK YOUR FINANCIAL PROFESSIONAL

- Who is my primary contact person?
- Is he or she a representative of an investment adviser or a broker-dealer?
- Who can I talk to if I have concerns about how this person is treating me?