

1. Introduction

Cloud Capital LLC (CCAP) is registered with the Securities and Exchange Commission as an investment adviser.

Brokerage and investment advisory services and fees differ, and it is important for a Retail Investor to understand the differences. Free and simple tools are available to research firms and financial professionals at [Investor.gov/CRS](https://investor.gov/CRS), which also provides educational materials about broker-dealers, investment advisers, and investing.

2. Relationships and services

What investment services and advice can you provide me?

We offer investment-advisory services to *Retail Investors*. We offer investment and general financial-planning advice. We offer investment management—that is, discretionary investment advice where we make investment decisions for you. We offer non-discretionary investment advice, in which we present recommendations about what investments you should buy, hold, or sell but you make your decisions and may instruct us to implement those decisions. Our advice might include financial planning in a range of areas including retirement and estate planning, insurance, charitable giving or gifting, risk management and budgeting.

We monitor your investments under our management or continuing supervision. We review your information at least once a year. Also, we review your Investment Account in the course of our management or continuing advice to ensure that we make decisions or recommendations in line with your objectives. We review an Investment Account for changes in value, and for current suitability of its investments. Monitoring is part of our standard services.

We have no proprietary product. We do not restrict our advice to a limited menu of products or types of investments. Most of our investment advice is about stocks, bonds, and diversified mutual funds.

We set an account minimum of \$2,000,000 but reserve the right to waive the minimum in some circumstances.

For more detailed information about our services and fees, please feel free to request a copy of the firm’s disclosure Form ADV, Part 2A brochure. This brochure can also be found at the following public site: <https://adviserinfo.sec.gov> (Select “Firm” and indicate our CRD number: 150275)

Conversation Starters – We encourage you to ask our financial professionals these key questions:

- ***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?***

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

What fees will I pay?

Our typical fee for discretionary investment management or non-discretionary investment advice is (expressed on an annualized basis) 2.00% of your assets under our management or advice, per year. Fees for smaller accounts will be higher and will be based on individual analysis of the circumstances.

We provide incidental financial-planning services for a client with an asset-measured fee.

Every kind of fee involves possibilities for conflicting interests. For example, a fee measured on assets under our management or advice could motivate an adviser to recommend that you put more assets in your account. Likewise,

fees measured on time could motivate an adviser to use more time than is needed to provide good answers on the question you asked. A fixed fee could motivate an adviser to use less time than is needed to provide good advice.

Investing your assets will incur fees and expenses besides our fees. Those additional fees and expenses are not our fees. If you invest in a mutual fund or exchange-traded fund, you will bear a share of the fund's expenses. If you use a Custodian, you might incur or bear transaction fees, commissions, or other brokerage costs. A trust or insurance contract might involve fees and expenses.

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.

For more information about our fees and other costs, see our Brochure's item "Fees & Compensation".

Conversation Starters – We encourage you to ask our financial professionals this key question:

- ***Help me understand how these fees and costs might 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?***

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 interest 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 you. Here are some examples to help you understand what this means.

As explained under item 3 above, every kind of fee involves possibilities for conflicting interests.

We have no conflict from proprietary products, third-party payments, revenue-sharing, or principal trading.

For more information about our conflicts of interest, read our Brochure, Form ADV Part 2.

Conversation Starters – We encourage you to ask our financial professionals this key question:

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

How do your financial professionals make money?

We can make money only when you pay our fee. Each employee is paid a salary, but no commission.

4. Disciplinary History

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

No. Visit [Investor.gov/CRS](https://investor.gov/CRS) for a free and simple search tool to research us and our financial professionals.

Conversation Starters – We encourage you to ask our financial professionals this key question:

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

5. Additional Information

You can get our *Relationship Summary*, our *Brochure*, and further information about our investment-advisory services by calling (918) 314-1220 or e-mailing RandyCloud@Cloud-Capital.com

Conversation Starters – We encourage you to ask our financial professionals these key questions:

- ***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?***