

Item 1 Introduction

US Capital Wealth Advisors, LLC (“USCWA” , “We” or “Us”) is an investment advisor registered with the Securities and Exchange Commission. Investment advisory and broker-dealer fees differ and it is important that you understand these differences. Free and simple tools are available to research firms and financial professionals at www.investor.gov/CRS, which also provides educational materials about broker-dealers, investment advisors and investing.

Item 2 Relationship and Services

What investment services and advice can you provide me?

USCWA offers investment advisory services to retail investors, including individuals, high net-worth individuals, families, retirement accounts, institutions, and businesses. We offer financial planning, portfolio management for individuals and/or small businesses and pension consulting services. We monitor your account on an ongoing basis, make or recommend changes as needed and provide ongoing communication with you (at least annually) as part of our standard services. We do not restrict our advice to limited types of products or investments.

We offer discretionary and non-discretionary advisory accounts. In discretionary advisory accounts we have authority to decide which assets to buy and sell in your account without asking you in advance. You sign an investment advisory agreement with us giving us this authority. For non-discretionary accounts, we offer you advice and you make the ultimate decision regarding the purchase or sale of investments.

Generally, we require a minimum portfolio value of \$50,000 for advisory services, but we may consider a lower amount in certain circumstances. *Additional information about this can be found in our ADV Part 2A Sections 4 and 7 which is available online at <https://adviserinfo.sec.gov/firm/summary/288199>.*

Questions to ask us:

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

Item 3 Fees, Costs, Conflicts, and Standards of Conduct

What fees will I pay?

We receive an ongoing fee based for the assets in your account. These fees are payable quarterly in advance based on the cash and investments we manage in your account on the last day of the previous quarter. In some cases, you may pay a fixed fee, such as for fee-based financial planning. Fees vary and are negotiable based on the size of the account and the nature of the relationship. Asset based fees are generally deducted directly from the account and will reduce the account’s value. Asset based fees may in some cases cost more than transaction-based fees. With asset based fees, the more assets you have in your account the more you will pay us. We therefore have an incentive to increase the advisory assets in your account in order to increase our fees.

Generally advisory accounts will be held at Schwab or USCA Securities with custody and clearing for USCA Securities provided by Fidelity (the “Custodian”). The Custodian for your account will charge transaction fees, administrative fees, custodial charges, and/or other fees. Mutual funds, exchange-traded funds, variable annuities and other investments held in your advisory account will also have fund management and administrative charges. Certain investments, such as variable annuities will in some cases have surrender charges. In certain cases, will recommend third party money managers who will assist us in managing your account, and they will charge an additional fee for their services. All these fees are in addition to our advisory fee.

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

Additional information about this can be found in our ADV Part 2A Sections 5. A, B., C., and D. which is available online at <https://adviserinfo.sec.gov/firm/summary/288199>.

Questions to ask us:

- Help me understand how these fees and costs might impact 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 advisor? How else does your firm make money and what conflicts of interest do you have?

When we act as your investment advisor, 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 you. Here are some examples to help you understand what this means. Our financial professionals include insurance and broker/dealer agents who sell investment and/or insurance products for a commission. They have an incentive to recommend insurance and other products to you to increase their compensation. There are also conflicts related to certain investments in which there is common ownership and/or shared employees, including Piton Investment Management, LP, Halo Investing, LLC, ClearShares, LLC, USCA feeder funds and other related funds or products sponsored or managed by affiliated firms. For accounts at USCA Securities, our affiliates will receive other benefits such as margin interest revenue and other benefits in connection with the advisory services we provide you. These benefits create a conflict in that they incentive us to recommend margin and other services to you to generate revenue. *Additional information about these conflicts of interest can be found in our ADV Part 2A Section 10 which is available online at <https://adviserinfo.sec.gov/firm/summary/288199>.*

Question to ask us:

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

How do your financial professionals make money?

Our financial professionals are employees and are compensated based on a percentage of the investment advisory fees for the client assets they service. There is a conflict because the more assets they service the more compensation they receive. Some charge a fixed fee for financial planning services and the advisor receives a percentage of those fees. They may also be paid bonuses, subject to the discretion of management. USCWA sometimes pays additional compensation to financial professionals who join USCWA based on annual revenue at prior firm and assets transferred to USCWA. Certain financial professionals also own membership interests in USCWA and therefore may benefit when the Firm generates profits.

Item 4 Disciplinary History

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

Yes, we have legal and disciplinary events. Visit www.investor.gov/CRS for a free and simple search tool to research our firm and financial professionals.

Question to ask us:

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

Item 5 Additional Information

If you would like additional information, up-to-date information, or a copy of this disclosure, please call our office at 512-342-0202. You can also find additional information about our investment advisory services on the SEC's website at <https://adviserinfo.sec.gov/firm/summary/288199>.

Questions to ask us:

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

**US Capital Wealth Advisors
4444 Westheimer, Suite G500
Houston, TX 77027
(713)366-0500**