

Introduction

RBG Capital (“RBG Capital,” “we,” “us,” “our”) is a registered investment adviser registered with the Securities and Exchange Commission. Brokerage and investment advisory services and fees differ, which is why it is important for you to understand the differences.

Free and simple tools are available to research firms and financial professionals at [Investor.gov/CRS](https://www.investor.gov/crs), which also provides educational materials about broker-dealers, investment advisers, and investing.

Relationships and Services

What Investment Services and Advice Can You Provide Me?

We offer investment advisory services to retail investors.

Asset Management Services: When providing these services on a discretionary basis, we will manage your assets while we continuously monitor your custodial accounts and provide you with continuous and ongoing supervision of your custodial accounts. When discretionary authority is granted via the execution of our investment advisory agreement, we will have limited authority to determine the type and number of securities to be purchased or sold for your portfolio without obtaining your consent for each transaction. For non-discretionary asset monitoring services, you make the ultimate decision regarding the purchase or sale of investments.

Financial Planning and Consulting Services: We will provide you with a detailed financial plan designed to achieve your stated financial goals and objectives.

You may place reasonable restrictions on the types of investments that may be purchased or sold in your account so long as the restrictions are explicitly set forth.

We offer advice with respect to various products and types of investments.

We do not have a minimum account size for our asset management services.

For additional information, please see Items 4 and 7 of Part 2A and Items 4.A.

- 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?

Fees, Costs, Conflicts, and Standard of Conduct

What Fees Will I Pay?

For asset management services, you will pay an annual fee based on the total assets under management. The fee is payable quarterly in advance/arrears. Financial Planning is included in asset management at no additional cost to the client.

We charge an asset-based fee, which means that the more assets there are in the client’s advisory account, the more the client will pay in fees. As such, we may, therefore, have an incentive to encourage our clients to increase the assets in his or her accounts. You may pay additional fees, including custodian fees, fees related to mutual funds, and other transactional fees. Asset-based fees associated with the wrap fee program will include most

transaction costs and fees to a broker-dealer that has custody of these assets and, therefore, are typically higher than a typical asset-based advisory fee.

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 the fees and costs you are paying. For additional information regarding our fees and costs, please see Item 5 of Form ADV.

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.

Our asset management fee structure gives us the incentive to encourage clients to increase their assets in his or her accounts. Our firm's financial professionals include licensed insurance agents. Our firm's financial professionals are also registered representatives of Arkadios Capital, an unaffiliated registered broker-dealer, and investment adviser representatives of Arkadios Wealth Advisors, an unaffiliated/affiliated registered investment adviser. In these capacities, our financial professionals may sell insurance products and securities for a commission or provide investment advice for additional compensation. They have an incentive to recommend these products to you in order to increase their compensation.

For additional information, please see Items 5 and 10 of Part 2A.

How Do Your Financial Professionals Make Money?

Our financial professionals are paid cash compensation as salary or bonuses based on their experience and roles at the firm. They are also compensated based on the amount of client assets they service or revenue we earn from the financial professional's advisory services.

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

Disciplinary History

Do You or Your Financial Professionals Have a Legal or Disciplinary History?

No. Visit Investor.gov/CRS for a free and simple search tool to research you and your financial professionals.

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

Additional Information

For additional information about our services and to request a copy of the current Form ADV Part 3 Form CRS, please visit our website at www.rbgcap.com or call us at 602-230-4435.

- 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?