

Form ADV Part 3: Relationship Summary Processus Wealth & Capital Management, LLC

Introduction

Processus Wealth & Capital Management, LLC (“PWCM” or “we”) is an investment adviser registered with the U.S. Securities and Exchange Commission. We offer our clients investment advisory services. Clients should understand that the services we provide and fees we charge are different than those of a broker-dealer, and that it is important to understand the difference between the two. Free and simple tools are available to research firms and financial professionals at <https://www.investor.gov/CRS>, which also provides educational materials about investment advisers, broker-dealers and investing.

What Investment Services and Advice Can You Provide Me?

Description of Services: Processus Wealth & Capital Management, LLC offers investment advisory services to retail investors. Our investment advisory services include: Investment Management Services and Financial Planning Services.

Investment Management Services: We provide investment management services which involves us managing and trading your designated account(s). We will discuss your investment goals and design a strategy to try and achieve your investment goals. As a standard part of our services, we will continuously monitor your account when providing management services and contact you at least annually to discuss your portfolio. We also offer investment management services to retirement plan participants whose assets are held away. All investment management services are provided on a **discretionary** basis, meaning we will have the authority to determine the type and amount of securities that can be bought or sold for your portfolio without obtaining your consent for each transaction. For more information about our services and investment authority, please see **Item 4 and 16** of our **Form ADV Part 2A**.

Financial Planning Services: Financial planning services involve us creating a written financial plan for you which covers mutually agreed upon topics. Our financial planning services are only available to clients who have a minimum of \$1 million in assets under management for which PWCM is currently receiving an asset management fee. We do not offer financial planning as a separate advisory service for a separate fee. Only certain clients currently receiving asset management services will receive financial planning services.

Limited Investment Offerings: We do not primarily recommend one type of security to clients. Instead, we recommend investment portfolios designed to be suitable for each client relative to that client’s specific circumstances and needs. However, we are limited in investment selection in that we can only invest your account in securities which are available on your custodian/broker-dealer’s platform. When providing you services, we do not recommend or offer advice on any proprietary products.

Account & Fee Minimums: We require a minimum of \$1 million in order to open an account managed by us. To reach this account minimum, you can aggregate all household accounts. This minimum can be waived at the firm’s discretion.

Conversation Starters: *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?*

What Fees Will I Pay?

Description of Principal Fees & Costs: Fees charged for our investment management services are charged based on a percentage of assets under management, billed in arrears on a monthly basis, and calculated based on the fair market value of your account as of the last business day of the previous billing period. The annual fee for management services is based upon a fee schedule which ranges between 0.60% and 1.50%. Your fee is negotiable based on certain factors. Please see **Item 5** of **Form ADV Part 2A**. Because our fee is based upon the value of your account, we have an incentive to recommend that you increase the level of assets in your account. When engaging us for management services, you will also incur other fees and expenses. The broker-dealer/custodian on your account will charge you transaction fees for executing trades in your account. You will also be charged internal fees and expenses by the funds we invest in within your account.

Additional Information: 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 the fees we charge and the other fees and expenses you will incur, please see **Item 5** of **Form ADV Part 2A**.

Conversation Starters: *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?***

Standard of Conduct: 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.

We actively manage our own personal accounts while at the same time managing your accounts and other client accounts. This creates different conflicts of interest for which we have developed procedures to mitigate and control for those conflicts. For more information see **Item 11** of **Form ADV Part 2A**.

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

Additional Information: For more information about our conflicts of interests and the ways we are compensated, please see **Item 5** and **Item 10** of our **Form ADV Part 2A**.

How Do Your Financial Professionals Make Money?

Description of Salary/Payment of IARs: As owners of the firm, our investment adviser representatives are compensated based on the net profit of the management fees collected in the form of an ownership distribution. This creates a conflict of interest as it gives us an incentive to recommend you invest more in your account with us due to the potential for increased compensation.

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

No. Neither us, nor our investment adviser representatives have a legal or disciplinary history to report. You can look up more information about us and our investment adviser representatives at <https://www.investor.gov/CRS>.

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

Additional Information About Processus Wealth & Capital Management, LLC

Additional information about us and copies of our Form ADV Part 2A disclosure brochure and this relationship summary are available on our website at www.processuswealth.com. You can also find our disclosure brochures and other information about us at <https://adviserinfo.sec.gov/firm/summary/155306>. If you have any questions or want an up-to-date copy of this relationship summary, we can be reached by phone at 615-656-3745.

Conversation Starters: *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?*

Exhibit A – Summary of Material Changes

Since the ADV Part 3 Brochure dated July 2020, the following material changes have been made to this Relationship Summary:

What investment services and advice can you provide me?	<p>Processus Wealth & Capital Management, LLC offers investment management services to retirement plan participants whose assets are held away. All investment management services are provided on a discretionary basis.</p> <p>Processus Wealth & Capital Management, LLC does not offer financial planning as a separate advisory service for a separate fee. Only certain clients currently receiving asset management services will receive financial planning services.</p>
What fees will I pay?	<p>Processus Wealth & Capital Management, LLC increased its annual fee. The annual fee for management services is based upon a tiered fee schedule which ranges between 0.60% and 1.50%, previously ranging between 0.60% and 1.35%. The annual fee is negotiable based on certain factors described in the firm's ADV Part 2A disclosure brochure in Item 5.</p>