BRIGHTON SECURITIES

CAPITAL MANAGEMENT

Form ADV Part 2A: Firm Brochure

BRIGHTON SECURITIES CAPITAL MANAGEMENT INC.

1703 Monroe Ave
Rochester, NY 14618
585-473-3590

www.brightonsecurities.com

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This brochure provides information about the qualifications and business practices of Brighton Securities Capital Management Inc. If you have questions about the contents of this brochure, please contact us at 585-473-3590. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

References in this brochure to "registered investment adviser" or "registered" do not imply a certain level of skill or training.

Additional information about Brighton Securities Capital Management Inc. is available on the SEC's website at www.adviserinfo.sec.gov.

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Item 4 – Advisory Business

Advisory Firm and Principals. Brighton Securities Capital Management Inc. ("Brighton Securities Capital Management," "we," "our," or "us") is New York corporation established in April 15, 2021 offering fee-only investment advisory and financial planning firm. Brighton Securities Capital Management is a subsidiary of Brighton Securities Holdings Inc.

Advisory Services Offered. We may offer all or any combination of the investment advisory and financial planning services described below.

Investment Advisory Services. We provide clients with investment management services with respect to their investment accounts. Our clients are primarily individuals and their families, but we also offer services to trustees, executors, qualified retirement plans, and business entities.

We construct portfolios based on our assessment of a client's risk profile, investment objective(s), time horizon, withdrawal or spending needs, account restrictions (if any), and overall financial situation. Portfolios generally consist of mutual funds (either no-load or load waived, sometimes referred to as "load-at-NAV") and exchange-traded funds (ETFs), with a heavy emphasis on index-tracking funds. Some of portfolios may utilize individual equity or fixed income securities, and individual client accounts may hold individual securities. The client may place reasonable restrictions on the types of investments to be held in the portfolio, provided that such restrictions are agreed upon in writing.

Financial Planning Services. Other financial planning services may be provided based on a client's needs and objectives and the level of services desired. These services may be provided on a one-time or on-going basis. Depending on the particular circumstances, financial planning services may be broad in nature or limited to specific issues or concerns.

For example, a broad financial analysis could include a review of a client's overall financial condition, income and tax status, personal and business assets, insurance needs, risk profile, retirement planning, estate planning, and other factors unique to a client's particular circumstances. We may also offer advice regarding the rearrangement of cash flow in order to fund certain long-term objectives such as retirement planning.

We may identify legal or tax issues a client needs to address and coordinate with other professionals to ensure that these issues are properly addressed. We do not, however, render legal, tax or accounting advice or prepare any legal documents for clients. We may refer clients to an accountant or attorney for development of tax or estate plans. The client personal attorney is solely responsible for providing legal advice and documents. The client's personal tax adviser or accountant is solely responsible for any tax or accounting advice.

Financial planning services may also take the form of investment advice in situations where investment accounts are not held with a custodian with whom we have a relationship and, therefore, where we do not provide ongoing investment management. For example, these services may include advice regarding asset allocation, investment portfolio construction, investment selection, performance review, or other services as agreed upon.

No Wrap Fee Programs. We do not participate in wrap fee programs. A wrap fee account is one in which a single fee is paid for all advisory services and transactions.

Assets Under Management. As of on or about December 31, 2021, Brighton Securities Capital Management managed approximately $63,750,000: $60,351,000 on a discretionary basis and $3,399,000 on a non-discretionary basis.

Item 5 – Fees and Compensation

How We are Compensated

Investment Advisory Services. Our fees are typically based on a percentage of assets managed. The annual fee is calculated and payable quarterly, in advance, based on the aggregate market value of the assets under management as of the close of business on the last business day of the preceding calendar quarter. Fees are either deducted directly from a client account or, at the client's request, may be billed separately.

The first billing will be calculated based on the account value when we determine that the assets under management are held by the custodian and the account is available for trading.

A client will receive a full refund of fees paid in the event the client terminates the agreement with us within five business days after signing. If a client terminates after the first five days, fees will be credited back on a prorated basis for the unused portion of the quarter.

Our fees generally follow the following fee schedule:

Assets Under Management	Annual Fee Rate (not to exceed)
All Assets	Up to 1.50%

We reserve the right in our sole discretion to negotiate fees on case-by-case basis. As a result, actual fees may be less than as stated above and are set forth in the client agreement.

Investment management services may also be billed on a fixed fee arrangement, billed quarterly, as agreed upon and set forth in the client agreement.

Financial Planning Services. Financial planning services are charged at an hourly rate (currently between $0 and $2,000 per hour) or on a fixed fee basis. Fees are negotiable and will vary depending upon the complexity of the client's situation and the scope of services to be provided. Fees are billed after the services are performed and are due upon receipt of the bill.

Negotiation of Fees. We may in our sole discretion negotiate fees on a case-by-case basis. This may be based upon a variety of factors, including the nature and complexity of the services, the nature or history of the client relationship, and the size of the account.

Other Fees and Expenses

Our investment management fees do not include certain other fees and expenses. The client pays all brokerage commissions and similar transaction fees in connection with account transactions from the assets in the account. These fees are charged directly by and paid to the custodian. In addition, mutual funds and exchange-traded funds have an expense ratio that represents the percentage of the fund's asset value charged as an expense for operating the fund. Mutual fund shares or ETF shares in a client's account

may be subject to other fees and expenses that are described in the fund prospectus. These other fees and expenses are not paid to us.

Fee-Only Compensation
We are fee-only advisers. We do not accept commissions or other compensation, including asset-based sales charges or service fees, in connection with the purchase or sale of mutual funds or other investment products. See Item 12 of this Form ADV Part 2A for more discussion of our Brokerage Practices.

Outside Compensation for the Sale of Securities to Clients
Employees or assoc. parties of Brighton Securities Capital Management may also be registered reps of Brighton Securities Corp., a B/D under common ownership with Brighton Securities Capital Management, in which capacity they may accept compensation for the sale of investment products to clients of Brighton Securities Capital Management. Brighton Securities Capital Management is a fee-only advisor and does not accept such compensation.

Item 6 – Performance Based Fees

We do not charge performance-based fees that are based on a share of the capital gains on, or appreciation of, a client's assets.

Item 7-Types of Clients

We provide investment advisory and financial planning services primarily to individuals, but also to trusts, estates, pension and profit sharing plans, corporations or other business entities. We do not maintain express account minimums.

Item 8-Methods of Analysis, Investment Strategies, and Risk of Loss

Methods of Analysis and Investment Strategies. Brighton Securities Capital Management uses a variety of methods of analysis and uses both long term and short term investment strategies.

Methods of Analysis. Brighton Securities Capital Management's methods of analysis include Cyclical analysis, Fundamental analysis and Modern portfolio theory.

Cyclical analysis involves the analysis of business cycles to find favorable conditions for buying and/or selling a security.

Fundamental analysis involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.

Modern portfolio theory is a theory of investment that attempts to maximize portfolio expected return for a given amount of portfolio risk, or equivalently minimize risk for a given level of expected return, each by carefully choosing the proportions of various asset.

Material Risks Involved

Methods of Analysis. Cyclical analysis assumes that the markets react in cyclical patterns which, once identified, can be leveraged to provide performance. The risks with this strategy are two-fold: 1) the

markets do not always repeat cyclical patterns; and 2) if too many investors begin to implement this strategy, then it changes the very cycles these investors are trying to exploit.

Fundamental analysis concentrates on factors that determine a company's value and expected future earnings. This strategy would normally encourage equity purchases in stocks that are undervalued or priced below their perceived value. The risk assumed is that the market will fail to reach expectations of perceived value.

Modern portfolio theory assumes that investors are risk averse, meaning that given two portfolios that offer the same expected return, investors will prefer the less risky one. Thus, an investor will take on increased risk only if compensated by higher expected returns. Conversely, an investor who wants higher expected returns must accept more risk. The exact trade-off will be the same for all investors, but different investors will evaluate the trade-off differently based on individual risk aversion characteristics. The implication is that a rational investor will not invest in a portfolio if a second portfolio exists with a more favorable risk-expected return profile – i.e., if for that level of risk an alternative portfolio exists which has better expected returns.

Investment Strategies. Long term trading is designed to capture market rates of both return and risk. Due to its nature, the long-term investment strategy can expose clients to various types of risk that will typically surface at various intervals during the time the client owns the investments. These risks include but are not limited to inflation (purchasing power) risk, interest rate risk, economic risk, market risk, and political/regulatory risk.

Short term trading risks include liquidity, economic stability, and inflation, in addition to the long term trading risks listed above. Frequent trading can affect investment performance, particularly through increased brokerage and other transaction costs and taxes.

Key Person Risk. David Peartree holds primary responsibility for the management of the client's assets. As a result, the continuation of the firm's advisory services to clients is dependent heavily upon the ability of Mr. Peartree to provide investment advice.

Investing in any security involves risk of loss that the investor should be prepared to bear.

Item 9-Disciplinary Information

We have not been involved in any legal or disciplinary events related to past or current investment advisory clients under either our current name or any prior name.

Item 10 – Other Financial Industry Activities and Affiliations

Employees and/or associated parties of Brighton Securities Capital Management may be representatives of Brighton Securities Corp, a broker dealer under common ownership with Brighton Securities Capital Management. In this role, they accept compensation for the sale of investment products to Brighton Securities Capital Management clients. Clients always have the option to purchase products recommended products through other broker dealers. Brighton Securities Capital Management has formal relationships with both Brighton Securities Corp, clearing through Charles Schwab and Wells Fargo Clearing Services, Inc Corporation.

Brighton Securities Capital Management Inc. is not registered and does not have any application pending to register as any of the following: 1) a futures commission merchant, 2) a commodity pool operator, 3) a commodity trading adviser, or 4) an associated person of any of the foregoing entities.

We do not have any material conflicts of interest with any related persons or other investment advisers. We do not receive compensation from other advisers.

Item 11 – Code of Ethics

Brighton Securities Capital Management Inc. has adopted a Code of Ethics that establishes standards of business conduct for all supervised persons of the firm. The Code of Ethics is designed: to put the interests of clients before the interests of the firm or the personal interests of any of the firm's supervised persons; to prevent improper personal trading; to identify conflicts of interest; and to provide a means to resolve any actual or potential conflicts in favor of clients of the firm.

We do not recommend to clients any securities in which Brighton Securities Capital Management or any related person has a material financial interest. A related person of Brighton Securities Capital Management may purchase securities that are recommended to clients. We generally recommend open-end mutual funds or exchange traded funds (ETFs) for our clients' portfolios. We have an ethical obligation to ensure that a related person does not receive a preferential price with respect to a security which a client may also be selling or purchasing at or about the same time.

To mitigate the potential for receiving preferential pricing for a trade in an ETF or other security which trades intra-day, the purchase or sale of such a security on any trading day will be placed first in a client's account, unless the decision to trade in the client's account was made after the trade in the account of the related person. Mutual funds do not trade intra-day and the purchase or sale of a mutual fund by a related person does not present a potential opportunity for preferential pricing. Mutual funds are priced once each day after their net asset value is calculated following the close of trading.

A copy of the firm's Code of Ethics is available upon request.

Item 12 – Brokerage Practices

The custodian and brokers we use. We do not maintain custody of the assets we manage. We may, however, be deemed to have custody of your assets if you give us authority to withdraw assets from your account (*See Item 15, Custody, below*). Your assets must be maintained in an account at a "qualified custodian," generally a broker-dealer or a bank. We generally require that our clients use Charles Schwab and Wells Fargo Clearing Services, Inc & Co., Inc. registered broker-dealer, member SIPC, as the qualified custodian. We are independently owned and operated and are not affiliated with Schwab and Wells Fargo Clearing Services, Inc. will hold your assets in a brokerage account and buy and sell securities when we instruct them to. While we generally recommend Schwab and Wells Fargo Clearing Services, Inc as custodian/broker, you will decide whether to do so and will open your account with Schwab and Wells Fargo Clearing Services, Inc by entering into an account agreement directly with them. We do not open the account for you, although we may assist you in doing so. Subject to limited exceptions where we may use another custodian, if you do not wish to place your assets with Schwab and Wells Fargo Clearing Services, Inc, then we cannot manage the account. Even if your account is managed at Schwab and Wells

Fargo Clearing Services, Inc, we can still use other brokers to execute trades for your account as described below (see "Your brokerage and custody costs").

How we select custodians or brokers. We seek to recommend custodians that will hold your assets and execute transactions on terms that are, overall, most advantageous when compared to other available providers and their services. We consider a wide range of factors, including:

- combination of transaction execution services and asset custody services, generally without a separate fee for custody
- capability to execute, clear, and settle trades (buy and sell securities for your account)
- capability to facilitate transfers and payments to and from accounts (wire transfers, check requests, bill payments, etc.)
- breadth of available investment products (mutual funds, exchange-traded funds (ETF's), stocks, bonds, etc.)
- availability of investment research and tools that assist us in making investment decisions
- quality of services
- competitiveness of the price of those services (commission rates, interest rates, other fees, etc.) and the willingness to negotiate the prices
- reputation, financial strength, and stability
- prior service to our clients and to us
- availability of other products and services that benefit us, as discussed below.

In making the determination to use Schwab and Wells Fargo Clearing Services, Inc, our objective is not necessarily to obtain the lowest possible cost, but to obtain the best qualitative execution having considered the foregoing factors. It is possible that another custodian can provide more favorable execution of transactions or that another custodian may cost less.

Your brokerage and custody costs. For our clients' accounts that Schwab and Wells Fargo Clearing Services, Inc maintains, Schwab and Wells Fargo Clearing Services, Inc generally does not charge you separately for custody services but is compensated by charging you commissions or other fees on trades that it executes or that settle into your Schwab and Wells Fargo Clearing Services, Inc account. Certain trades (for example, many mutual funds and ETFs) may not incur Schwab and Wells Fargo Clearing Services, Inc commissions or transaction fees. Schwab and Wells Fargo Clearing Services, Inc is also compensated by earning interest on the uninvested cash in our account is Schwab and Wells Fargo Clearing Services, Inc's cash features program. In addition, Schwab and Wells Fargo Clearing Services, Inc may charge a "trade away" fee for each trade that we have executed by a different broker-dealer but where the securities bought or the funds from the securities sold are deposited into your Schwab and Wells Fargo Clearing Services, Inc account. These fees are in addition to the commissions or other compensation you pay the executing broker-dealer. Because of this, in order to minimize your trading costs, we have Schwab and Wells Fargo Clearing Services, Inc execute most trades for your account. We believe that having Schwab and Wells Fargo Clearing Services, Inc execute most trades is consistent with our duty to seek "best execution" of your trades. Best execution means the most favorable terms for a transaction based on all the relevant factors, including those listed above.

Products and services available to us from Schwab and Wells Fargo Clearing Services, Inc. Schwab and Wells Fargo Clearing Services, Inc Advisor Services is Schwab and Wells Fargo Clearing Services, Inc's business serving independent investment advisory firms like us. They provide our clients and us with

access to its institutional brokerage services (trading, custody, reporting, and related services), many of which are not available to Schwab and Wells Fargo Clearing Services, Inc retail customers. Schwab and Wells Fargo Clearing Services, Inc also makes available various support services. Some of those services help up manage or administer our client's accounts, while others help us manage and grow our business. Schwab and Wells Fargo Clearing Services, Inc's support services are generally available on an unsolicited basis (we don't have to request them) and at no charge to us. The following is a more detailed description of Schwab and Wells Fargo Clearing Services, Inc's support services.

Services that benefit you. Schwab and Wells Fargo Clearing Services, Inc's institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of client assets. The investment products available through Schwab and Wells Fargo Clearing Services, Inc include some to which we might not otherwise have access or that would require a higher minimum initial investment.

Services that may not directly benefit you. Schwab and Wells Fargo Clearing Services, Inc also makes available to us other products and services that benefit us but may not directly benefit you or your account. These products and services assist us in managing and administering our clients' accounts. They include investment research, both Schwab and Wells Fargo Clearing Services, Inc's and that of third parties. We may use this research to service all or a substantial number of clients, including accounts not maintained at Schwab and Wells Fargo Clearing Services, Inc. In addition to investment research, Schwab and Wells Fargo Clearing Services, Inc also makes available software and other technology that:

- provides access to client account data
- facilitates trade execution
- provides pricing and other market data
- facilitates payment of our fees from clients' accounts
- assists with back-office functions, recordkeeping and client reporting.

Services that generally only benefit us. Schwab and Wells Fargo Clearing Services, Inc also offers other services intended to help us manage and further develop our business. These include:

- educational conferences and events
- consulting on technology, compliance, legal and business needs
- publications and conferences on practice management and business succession
- marketing and consulting support.

Schwab and Wells Fargo Clearing Services, Inc may provide some of these services itself. In other cases, it may arrange for third-party vendors to provide services to us. Schwab and Wells Fargo Clearing Services, Inc may also discount or waive its fees for some of these services or pay all or a part of a third party's fees. The availability of these services from Schwab and Wells Fargo Clearing Services, Inc benefits us because we do not have to produce or purchase them. We don't have to pay for Schwab and Wells Fargo Clearing Services, Inc's services. This may create an incentive to recommend that you maintain your account with Schwab and Wells Fargo Clearing Services, Inc based on our interest in receiving Schwab and Wells Fargo Clearing Services, Inc's services rather than based on your interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a potential conflict of interest.

We believe, however, that our recommendations are in the best interest of our clients. Our recommendations are primarily supported by the scope, quality, and price of services provided to our clients; they are not based on services that benefit only us. Also, these services are not continent upon us

committing to any specific amount of business to Schwab and Wells Fargo Clearing Services, Inc in trading commissions or assets in custody.

Trades. We do not “bunch” or aggregate trades. The aggregation and allocation practices of mutual funds and any third-party managers that we recommend are disclosed in the respective mutual fund prospectuses and third-party manager disclosure documents which will be provided to the client, if applicable.

Item 13-Review of Accounts

Clients investment accounts and financial plans are reviewed with clients periodically, not less than annually and as frequent as quarterly. Reviews include, when warranted, recommended changes to the investment or financial plan, and changes to the asset allocation and investment selection. The performance of client accounts is monitored more frequently.

Item 14-Client Referrals and Other Compensation

We are not paid referral fees to refer clients to a custodian or broker-dealer. However, as set forth in Item 12 above, we may receive some benefits from our clients' custodians as a result of client assets being directed to such custodians or broker-dealers. While our recommendation for the use of such custodians may create a potential conflict of interest, we believe our recommendations are in the best interest of our clients and are not based on benefits available to us. Specifically, the availability of Schwab and Wells Fargo Clearing Services, Inc's products and services is not based on us giving any particular investment advice. We do not pay referral fees to third parties.

Item 15-Custody

We generally do not maintain actual custody of client assets, but instead custody your assets with a qualified custodian. Under government regulations, we may be deemed to have custody of your assets if, for example, you authorize us to instruct the custodian to deduct our advisory fees directly from your account or if you grant us authority to move your money to another person's account. The custodian maintains actual custody of your assets.

You will receive account statements directly from the custodian at least quarterly. They will be sent to the email or postal mailing address you provided to the custodian. You should carefully and promptly review those statements when you receive them. You should also compare the custodian's account statements with any periodic reports received from us.

Item 16-Investment Discretion

We manage most investment accounts on a discretionary basis. Our discretionary authority is based on the investment advisory agreement signed by the client. Discretionary authority allows us to determine, without obtaining specific client consent for each trade, the specific securities and the amount of securities to be bought or sold subject to our determination of the suitability of the securities for a client. Clients may place reasonable restrictions on investments to be held in the portfolio provided such restrictions are agreed upon in writing.

Item 17-Voting Client Securities

We do not have the authority to vote proxies solicited by or with respect to the issuers of securities held in client account(s). Please contact us at any time with questions regarding proxy solicitations. Proxies will be sent to the client by the custodian and not by us.

Item 18-Financial Information

We do not require or solicit prepayment of fees more than six months in advance. Neither Brighton Securities Capital Management Inc. nor David S. Peartree, J.D., CFP® has been the subject of a bankruptcy petition at any time during the past ten years or at any time.