

Sterling Bridge Financial Group LLC

Firm Brochure - Form ADV Part 2A

This brochure provides information about the qualifications and business practices of Sterling Bridge Financial Group LLC. If you have any questions about the contents of this brochure, please contact us at (727) 264-6035 or by email at: admin@sterlingbridgefg.com. 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.

Additional information about Sterling Bridge Financial Group LLC is also available on the SEC's website at www.adviserinfo.sec.gov. Sterling Bridge Financial Group LLC's CRD number is: 304409.

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Registration as an investment adviser does not imply a certain level of skill or training.

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Item 2: Material Changes

Sterling Bridge Financial Group LLC has the following material changes to report. Material changes relate to Sterling Bridge Financial Group LLC's policies, practices, or conflicts of interests.

- The firm has a new Chief Compliance Officer, Jess Sternthal

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Item 4: Advisory Business

A. Description of the Advisory Firm

Sterling Bridge Financial Group LLC (hereinafter "SBFG") is a Limited Liability Company organized in the State of Florida. The firm was formed in March 2019, and the principal owners are Anthony Landi and Frank Diana.

B. Types of Advisory Services

Portfolio Management Services

SBFG offers ongoing portfolio management services based on the individual goals, objectives, time horizon, and risk tolerance of each client. SBFG creates an Investment Policy Statement for each client, which outlines the client's current situation (income, tax levels, and risk tolerance levels). Portfolio management services include, but are not limited to, the following:

- Investment strategy
- Asset allocation
- Risk tolerance
- Personal investment policy
- Asset selection
- Regular portfolio monitoring

SBFG evaluates the current investments of each client with respect to their risk tolerance levels and time horizon. SBFG will request discretionary authority from clients in order to select securities and execute transactions without permission from the client prior to each transaction. Risk tolerance levels are documented in the Investment Policy Statement, which is given to each client.

SBFG seeks to provide that investment decisions are made in accordance with the fiduciary duties owed to its accounts and without consideration of SBFG's economic, investment or other financial interests. To meet its fiduciary obligations, SBFG attempts to avoid, among other things, investment or trading practices that systematically advantage or disadvantage certain client portfolios, and accordingly, SBFG's policy is to seek fair and equitable allocation of investment opportunities/transactions among its clients to avoid favoring one client over another over time. It is SBFG's policy to allocate investment opportunities and transactions it identifies as being appropriate and prudent among its clients on a fair and equitable basis over time.

Selection of Other Advisers

SBFG may direct clients to third-party investment advisers to manage all or a portion of the client's assets. Before selecting other advisers for clients, SBFG will always ensure those other advisers are properly licensed or registered as an investment adviser. SBFG then makes investments with a third-party investment adviser by referring the client to

the third-party adviser. SBFG will not review the ongoing performance of the third-party adviser as a portion of the client's portfolio.

Financial Planning

Financial plans and financial planning may include but are not limited to: investment planning; life insurance; tax concerns; retirement planning and debt/credit planning.

Services Limited to Specific Types of Investments

SBFG generally limits its investment advice to mutual funds, fixed income securities, insurance products including annuities and ETFs, although SBFG primarily recommends indexed funds, ETFs, iShares mutual funds. SBFG may use other securities as well to help diversify a portfolio when applicable.

C. Client Tailored Services and Client Imposed Restrictions

SBFG offers the same suite of services to all of its clients. However, specific client investment strategies and their implementation are dependent upon the client Investment Policy Statement which outlines each client's current situation (income, tax levels, and risk tolerance levels). Clients may impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs. However, if the restrictions prevent SBFG from properly servicing the client account, or if the restrictions would require SBFG to deviate from its standard suite of services, SBFG reserves the right to end the relationship.

D. Wrap Fee Programs

A wrap fee program is an investment program where the investor pays one stated fee that includes management fees, transaction costs, and certain other administrative fees. SBFG does not participate in wrap fee programs.

E. Assets Under Management

SBFG has the following assets under management:

Discretionary Amounts:	Non-discretionary Amounts:	Date Calculated:
\$53,536,686.44	\$0	December 2022

Item 5: Fees and Compensation

A. Fee Schedule

Portfolio Management Fees

Total Assets Under Management	Annual Fees
\$0 - \$250,000	1.45%
\$250,001 - \$500,000	1.35%
\$500,001 - \$750,000	1.25%
\$750,001 - \$1,000,000	1.15%
\$1,000,001 - And up	1.00%

SBFG uses the value of the account as of the last business day of the billing period, after taking into account deposits and withdrawals, for purposes of determining the market value of the assets upon which the advisory fee is based. Fees are paid quarterly in arrears.

These fees are generally negotiable, and the final fee schedule will be memorialized in the client's advisory agreement. Clients may terminate the agreement without penalty for a full refund of SBFG's fees within five business days of signing the Investment Advisory Contract. Thereafter, clients may terminate the Investment Advisory Contract generally with 1 days' written notice.

Financial Planning Fees

Fixed Fees

The negotiated fixed rate for creating client financial plans is between \$150 and \$15,000.

Hourly Fees

The negotiated hourly fee for these services is between \$150 and \$500.

Clients may terminate the agreement without penalty for a full refund of SBFG's fees within five business days of signing the Financial Planning Agreement. Thereafter, clients may terminate the Financial Planning Agreement generally upon written notice.

Selection of Other Advisers Fees

When SBFG directs clients to third-party investment advisers SBFG will receive its standard fee on top of the fee paid to the third-party adviser. This relationship will be memorialized in each contract between SBFG and the third-party investment adviser. The fees will not exceed any limit imposed by any regulatory agency. These fees are negotiable.

Total Assets	Total Fee
\$0 - \$250,000	1.75%
\$250,001 - \$500,000	1.65%
\$500,001 - \$1,000,000	1.55%
\$1,000,001 +	1.45%

Educational Seminars/Workshops

SBFG provides periodic educational seminars and workshops to clients and the general public.

B. Payment of Fees

Payment of Portfolio Management Fees

Asset-based portfolio management fees are withdrawn directly from the client's accounts with client's written authorization on a quarterly basis. Fees are paid in arrears.

Payment of Selection of Other Advisers Fees

Fees for selection of third-party advisers are withdrawn directly from the client's accounts with client's written authorization. Fees are paid quarterly in arrears.

Payment of Financial Planning Fees

Financial planning fees are paid via check or wire, in arrears upon completion if agreed upon as an option.

Payment of Educational Seminars/Workshops

SBFG does not charge for the educational seminars and workshops they offer.

C. Client Responsibility for Third Party Fees

Clients are responsible for the payment of all third-party fees (i.e., custodian fees, brokerage fees, mutual fund fees, transaction fees, etc.). Those fees are separate and distinct from the fees and expenses charged by SBFG. Please see Item 12 of this brochure regarding broker-dealer/custodian.

D. Prepayment of Fees

SBFG collects its fees in arrears. It does not collect fees in advance.

E. Outside Compensation for the Sale of Securities to Clients

Neither SBFG nor its supervised persons accept any compensation for the sale of investment products, including asset-based sales charges or service fees from the sale of mutual funds.

Item 6: Performance-Based Fees and Side-By-Side Management

SBFG does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

Item 7: Types of Clients

SBFG generally provides advisory services to the following types of clients:

- ❖ Individuals
- ❖ High-Net-Worth Individuals

There is an account minimum of \$250,000 for any of SBFG's services.

Item 8: Methods of Analysis, Investment Strategies, & Risk of Loss

A. Methods of Analysis and Investment Strategies

Methods of Analysis

SBFG's methods of analysis include Modern portfolio theory.

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.

Investment Strategies

SBFG uses long term trading.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

B. Material Risks Involved

Methods of Analysis

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.

Selection of Other Advisers: SBFG's selection process cannot ensure that money managers will perform as desired and SBFG will have no control over the day-to-day operations of any of its selected money managers. SBFG would not necessarily be aware of certain activities at the underlying money manager level, including without limitation a money manager's engaging in unreported risks, investment "style drift" or even regulatory breaches or fraud.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

C. Risks of Specific Securities Utilized

Clients should be aware that there is a material risk of loss using any investment strategy. The investment types listed below are not guaranteed or insured by the FDIC or any other government agency.

Mutual Funds: Investing in mutual funds carries the risk of capital loss and thus you may lose money investing in mutual funds. All mutual funds have costs that lower investment returns. The funds can be of bond “fixed income” nature (lower risk) or stock “equity” nature.

Fixed income investments generally pay a return on a fixed schedule, though the amount of the payments can vary. This type of investment can include corporate and government debt securities, leveraged loans, high yield, and investment grade debt and structured products, such as mortgage and other asset-backed securities, although individual bonds may be the best-known type of fixed income security. In general, the fixed income market is volatile and fixed income securities carry interest rate risk. (As interest rates rise, bond prices usually fall, and vice versa. This effect is usually more pronounced for longer-term securities.) Fixed income securities also carry inflation risk, liquidity risk, call risk, and credit and default risks for both issuers and counterparties. The risk of default on treasury inflation protected/inflation linked bonds is dependent upon the U.S. Treasury defaulting (extremely unlikely); however, they carry a potential risk of losing share price value, albeit rather minimal. Risks of investing in foreign fixed income securities also include the general risk of non-U.S. investing described below.

Exchange Traded Funds (ETFs): An ETF is an investment fund traded on stock exchanges, similar to stocks. Investing in ETFs carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). Areas of concern include the lack of transparency in products and increasing complexity, conflicts of interest and the possibility of inadequate regulatory compliance.

Annuities are a retirement product for those who may have the ability to pay a premium now and want to guarantee they receive certain monthly payments or a return on investment later in the future. Annuities are contracts issued by a life insurance company designed to meet requirement or other long-term goals. An annuity is not a life insurance policy. Variable annuities are designed to be long-term investments, to meet retirement and other long-range goals. Variable annuities are not suitable for meeting short-term goals because substantial taxes and insurance company charges may apply if you withdraw your money early. Variable annuities also involve investment risks, just as mutual funds do.

Past performance is not indicative of future results. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

Item 9: Disciplinary Information

A. Criminal or Civil Actions

There are no criminal or civil actions to report.

B. Administrative Proceedings

There are no administrative proceedings to report.

C. Self-regulatory Organization (SRO) Proceedings

There are no self-regulatory organization proceedings to report.

Item 10: Other Financial Industry Activities and Affiliations

A. Registration as a Broker/Dealer or Broker/Dealer Representative

Neither SBFG nor its representatives are registered as, or have pending applications to become, a broker/dealer or a representative of a broker/dealer.

B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor

Neither SBFG nor its representatives are registered as or have pending applications to become either a Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Advisor or an associated person of the foregoing entities.

C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests

Frank Diana is a licensed insurance agent and co-owner of Senior Benefit Resources and from time to time, will offer clients advice or products from those activities. Clients should be aware that these services pay a commission or other compensation and involve a conflict of interest, as commissionable products conflict with the fiduciary duties of a registered investment adviser. SBFG always acts in the best interest of the client; including the sale of commissionable products to advisory clients. Clients are in no way required to utilize the services of any representative of SBFG in connection with such individual's activities outside of SBFG.

Anthony Mario Landi is a licensed insurance agent and co-owner of Senior Benefit Resources, and from time to time, will offer clients advice or products from those activities. Clients should be aware that these services pay a commission or other compensation and involve a conflict of interest, as commissionable products conflict with the fiduciary duties of a registered investment adviser. SBFG always acts in the best interest of the client; including the sale of commissionable products to advisory clients. Clients are in no way required to utilize the services of any representative of SBFG in connection with such individual's activities outside of SBFG.

D. Selection of Other Advisers or Managers and How This Adviser is Compensated for Those Selections

SBFG may direct clients to third-party investment advisers to manage all or a portion of the client's assets. Clients will pay SBFG its standard fee in addition to the standard fee for the advisers to which it directs those clients. This relationship will be memorialized in each contract between SBFG and each third-party advisor. The fees will not exceed any limit imposed by any regulatory agency. SBFG will always act in the best interests of the client, including when determining which third-party investment adviser to recommend to clients. SBFG will ensure that all recommended advisers are licensed, or notice filed in the states in which SBFG is recommending them to clients.

Item 11: Code of Ethics, Participation, or Interest in Client Transactions and Personal Trading

A. Code of Ethics

SBFG has a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. SBFG's Code of Ethics is available free upon request to any client or prospective client.

B. Recommendations Involving Material Financial Interests

SBFG does not recommend that clients buy or sell any security in which a related person to SBFG or SBFG has a material financial interest.

C. Investing Personal Money in the Same Securities as Clients

From time to time, representatives of SBFG may buy or sell securities for themselves that they also recommend to clients. This may provide an opportunity for representatives of SBFG to buy or sell the same securities before or after recommending the same securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. SBFG will always document any transactions that could be construed as conflicts of interest and will never engage in trading that operates to the client's disadvantage when similar securities are being bought or sold.

D. Trading Securities At/Around the Same Time as Clients' Securities

From time to time, representatives of SBFG may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of SBFG to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest; however, SBFG will never engage in trading that operates to the client's disadvantage if representatives of SBFG buy or sell securities at or around the same time as clients.

Item 12: Brokerage Practices

A. Factors Used to Select Custodians and/or Broker/Dealers

Custodians/broker-dealers will be recommended based on SBFG's duty to seek "best execution," which is the obligation to seek execution of securities transactions for a client on the most favorable terms for the client under the circumstances. Clients will not necessarily pay the lowest commission or commission equivalent, and SBFG may also consider the market expertise and research access provided by the broker-dealer/custodian, including but not limited to access to written research, oral communication with analysts, admittance to research conferences and other resources provided by the brokers that may aid in SBFG's research efforts. SBFG will never charge a premium or commission on transactions, beyond the actual cost imposed by the broker-dealer/custodian.

SBFG will require clients to use National Financial Services LLC ("Fidelity") as the "qualified custodian".

1. Research and Other Soft-Dollar Benefits

While SBFG has no formal soft dollars program in which soft dollars are used to pay for third party services, SBFG may receive research, products, or other services from

custodians and broker-dealers in connection with client securities transactions (“soft dollar benefits”). SBFG may enter into soft-dollar arrangements consistent with (and not outside of) the safe harbor contained in Section 28(e) of the Securities Exchange Act of 1934, as amended. There can be no assurance that any particular client will benefit from soft dollar research, whether or not the client’s transactions paid for it, and SBFG does not seek to allocate benefits to client accounts proportionate to any soft dollar credits generated by the accounts. SBFG benefits by not having to produce or pay for the research, products, or services, and SBFG will have an incentive to recommend a broker-dealer based on receiving research or services. Clients should be aware that SBFG’s acceptance of soft dollar benefits may result in higher commissions charged to the client.

2. Brokerage for Client Referrals

SBFG receives no referrals from a broker-dealer or third party in exchange for using that broker-dealer or third party.

3. Clients Directing Which Broker/Dealer/Custodian to Use

SBFG will require clients to use a specific broker-dealer to execute transactions. Not all advisers require clients to use a particular broker-dealer.

B. Aggregating (Block) Trading for Multiple Client Accounts

SBFG does not aggregate or bunch the securities to be purchased or sold for multiple clients. This may result in less favorable prices, particularly for illiquid securities or during volatile market conditions.

Item 13: Review of Accounts

A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews

All client accounts for SBFG's advisory services provided on an ongoing basis are reviewed at least Quarterly by Jess Sternthal, Compliance Officer, with regard to clients’ respective investment policies and risk tolerance levels. All accounts at SBFG are assigned to this reviewer.

All financial planning accounts are reviewed annually. There is only one level of review for financial planning, and that is the total review conducted to create the financial plan.

B. Factors That Will Trigger a Non-Periodic Review of Client Accounts

Reviews may be triggered by material market, economic or political events, or by changes in client's financial situations (such as retirement, termination of employment, physical move, or inheritance).

With respect to financial plans, SBFG's services will generally conclude upon delivery of the financial plan.

C. Content and Frequency of Regular Reports Provided to Clients

Each client of SBFG's advisory services provided on an ongoing basis will receive a quarterly report detailing the client's account, including assets held, asset value, and calculation of fees. This written report will come from the custodian.

Each financial planning client will receive the financial plan upon completion.

Item 14: Client Referrals and Other Compensation

A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)

SBFG participates in the institutional advisor program (the "Program") offered by the qualified custodian. The qualified custodian offers to independent investment advisors services which include custody of securities, trade execution, clearance, and settlement of transactions. SBFG receives some benefits from the qualified custodian through its participation in the Program.

As disclosed above, SBFG participates in the qualified custodians institutional advisor program and SBFG only recommends the qualified custodian to clients for custody and brokerage services. There is no direct link between SBFG's participation in the Program and the investment advice it gives to its clients, although SBFG receives economic benefits through its participation in the Program that are typically not available to retail investors who open an account with the qualified custodian. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving SBFG participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to client accounts); the ability to have SBFG's fees deducted directly from client accounts; access to an electronic communications network for client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to SBFG by third party vendors. The qualified custodian may also pay for

business consulting and professional services received by SBFG's related persons. Some of the products and services made available by the qualified custodian through the Program may benefit SBFG but may not benefit its client accounts. These products or services may assist SBFG in managing and administering client accounts, including accounts not maintained with the qualified custodian. Other services made available by the qualified custodian are intended to help SBFG manage and further develop its business enterprise. The benefits received by SBFG or its personnel through participation in the Program do not depend on the amount of brokerage transactions directed to the qualified custodian. As part of its fiduciary duties to clients, SBFG endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by SBFG or its related persons in and of itself creates a conflict of interest and may indirectly influence SBFG's choice of qualified custodian for custody and brokerage services.

B. Compensation to Non - Advisory Personnel for Client Referrals

SBFG does not directly or indirectly compensate any person who is not advisory personnel for client referrals.

Item 15: Custody

SBFG does not have direct custody of any client funds and/or securities. SBFG will not maintain physical possession of client funds and securities. Instead, clients' funds and securities are held by a qualified custodian. When advisory fees are deducted directly from client accounts at client's custodian, SBFG will be deemed to have limited custody of client's assets and must have written authorization from the client to do so. Prior to permitting direct debit of fees, each client provides written authorization permitting fees to be paid directly from the custodian. Clients will receive all account statements and billing invoices that are required in each jurisdiction, and they should carefully review those statements for accuracy.

Item 16: Investment Discretion

SBFG provides discretionary investment advisory services to clients. The advisory contract established with each client sets forth the discretionary authority for trading. Where investment discretion has been granted, SBFG generally manages the client's account and makes investment decisions without consultation with the client as to when the securities are to be bought or sold for the account, the total amount of the securities to be bought/sold, what securities to buy or sell, or the price per share.

Item 17: Voting Client Securities (Proxy Voting)

SBFG will not ask for, nor accept voting authority for client securities. Clients will receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of the security.

Item 18: Financial Information

A. Balance Sheet

SBFG neither requires nor solicits prepayment of more than \$500 in fees per client, six months or more in advance, and therefore is not required to include a balance sheet with this brochure.

B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients

Neither SBFG nor its management has any financial condition that is likely to reasonably impair SBFG's ability to meet contractual commitments to clients.

C. Bankruptcy Petitions in Previous Ten Years

SBFG has not been the subject of a bankruptcy petition in the last ten years.

Item 19: Requirements For State Registered Advisers

A. Principal Executive Officers and Management Persons; Their Formal Education and Business Background

The education and business backgrounds of SBFG's current management persons, Frank - Diana and Anthony Mario Landi, can be found on the Form ADV Part 2B brochure supplements for those individuals.

B. Other Businesses in Which This Advisory Firm or its Personnel are Engaged and Time Spent on Those (If Any)

Other business activities for each relevant individual can be found on the Form ADV Part 2B brochure supplement for each such individual.

C. Calculation of Performance-Based Fees and Degree of Risk to Clients

SBFG does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

D. Material Disciplinary Disclosures for Management Persons of this Firm

There are no civil, self-regulatory organization, or arbitration proceedings to report under this section.

E. Material Relationships That Management Persons Have With Issuers of Securities (If Any)

See Item 10.C and 11.B.