

Part 2A of Form ADV: *Firm Brochure*

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May 31, 2013

This brochure provides information about the qualifications and business practices of Arista Wealth Management, LLC. If you have any questions about the contents of this brochure, please contact us at 702-309-9970 or support@aristawealth.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 Arista Wealth Management, LLC also is available on the SEC's website at www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as a CRD number. Our firm's CRD number is 141504.

Item 2 – Material Changes

This Item will be used to provide our clients with a summary of new and/or updated information. We will inform you of the revision(s) based on the nature of the updated information.

Arista Wealth Management, LLC reviews and updates our brochure at least annually to make sure that it remains current. We have made no material changes since the last annual update to this brochure, dated December 31, 2011. In June 2013, Arista Wealth Management, LLC switched its registration from the State of Nevada and State of Arizona to the Securities and Exchange Commission (SEC).

We will further provide you with a new brochure as necessary based on changes or new information, at any time, without charge.

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Item 4 – Advisory Business

Arista Wealth Management (“AWM”) is a state-registered investment adviser with its principal place of business located in NV. AWM began conducting business in 2006.

Listed below are the firm's principal shareholders (i.e., those individuals and/or entities controlling 25% or more of this company).

- Paul L. Moffat, LLC

In addition, the following information identifies individuals and/or intermediate subsidiaries that indirectly own 25% or more of our firm:

- Paul L. Moffat and Kathryn L. Moffat Living Trust

AWM offers the following advisory services to our clients:

INVESTMENT SUPERVISORY SERVICES ("ISS") INDIVIDUAL PORTFOLIO MANAGEMENT

Our firm provides continuous advice to a client regarding the investment of client funds based on the individual needs of the client. Through personal discussions in which goals and objectives based on a client's particular circumstances are established, we develop a client's personal investment policy and create and manage a portfolio based on that policy. During our data-gathering process, we determine the client's individual objectives, time horizons, risk tolerance, and liquidity needs. As appropriate, we also review and discuss a client's prior investment history, as well as family composition and background.

We manage these advisory accounts on a discretionary basis. Account supervision is guided by the client's stated objectives (i.e., maximum capital appreciation, growth, income, or growth and income), as well as tax considerations.

Clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors.

Our investment recommendations are not limited to any specific product or service offered by a broker-dealer or insurance company and will generally include advice regarding the following securities:

- Exchange-listed securities
- Securities traded over-the-counter
- Foreign issuers
- Corporate debt securities (other than commercial paper)
- Certificates of deposit
- Municipal securities
- Variable life insurance
- Variable annuities
- Mutual fund shares
- United States governmental securities

- Options contracts on securities

Because some types of investments involve certain additional degrees of risk, they will only be implemented/recommended when consistent with the client's stated investment objectives, tolerance for risk, liquidity and suitability.

AWM manages investment portfolios for individuals, trusts, unions, qualified retirement plans, and small businesses. Through the use of discussions, interviews and/or client questionnaires, AWM assists each client in determining investment goals and identifying risk tolerance levels. This process usually includes, but may not be limited to: analyzing existing assets, including allocation among asset classes; suggesting changes in the allocation of assets; and selecting specific equity and fixed income securities designed to assist the client in meeting his or her stated goals and objectives. AWM uses investment and portfolio allocation software to evaluate alternative portfolio designs, both to transition the clients existing portfolio to the desired structure, and for ongoing management.

Once initial portfolio changes are implemented, AWM provides continuous management of the portfolio. Most often these services are provided pursuant to a discretionary management agreement, under which AWM will normally have the authority to supervise and direct the portfolio without prior consultation with the client. AWM holds meetings and phone calls with the client in order to review the arrangement and performance of the portfolio, and to discuss any changes in the client's goals or objectives.

Most discretionary portfolios are maintained at one of four qualified custodians, Fidelity Institutional, Interactive Brokers, TD Ameritrade, and Schwab. Clients may elect non-discretionary management of an investment portfolio. Under this scenario, clients are contacted prior to the execution of any trade in the account(s) under management, and the client retains the responsibility for the final decision on all actions taken with respect to the portfolio.

Assets for non-discretionary clients are maintained at Fidelity. For these accounts, AWM will typically create a portfolio of no-load mutual funds, and may use model portfolios if the models match the client's investment needs. AWM will allocate the client's assets among various investments, taking into consideration the overall management style selected by the client. AWM primarily recommends portfolios consisting of mutual funds. Client portfolios may also include some individual equity securities as well as individual fixed income securities. When managing any portion of the portfolio in fixed income securities, it is important of AWM to have discretionary authority in order to effectively manage these assets with timely purchases as the securities come available.

Manager of Managers Program

We offer advisory management services to you through our Manager of Managers Program. We perform management searches of various unaffiliated registered investment advisers that may manage a portion of your portfolio.

Based on your individual circumstances and needs we will identify which registered investment adviser's portfolio management style is appropriate for you. Factors considered in making this

determination include account size, risk tolerance, your consent, and the investment philosophy of the selected registered investment adviser. You should refer to the selected registered investment adviser's Firm Brochure or other disclosure document for a full description of the services offered.

Once we determine the most suitable investment adviser(s) for you, we provide the selected adviser(s) have you complete the selected adviser(s) data gathering form. The adviser(s) then creates and manages your portfolio based on your individual needs. This portfolio will be managed in the context of an aggregated, integrated portfolio, and not as a stand-alone individual portfolio(s).

On an ongoing basis, we monitor the performance of the asset manager(s). If we determine that a particular adviser is not providing satisfactory management services to you, or is not managing your portfolio in a manner consistent with your objectives, then we may move your portfolio to a different asset manager and/or program sponsor. Under this scenario, our firm retains the discretion to hire and fire the asset manager and/or move your portfolio to a different program.

Employee Benefit Retirement Plans

AWM also provides advisory services to participant-directed retirement benefit plans. AWM will analyze the plan's current investment platform, and will assist the plan in creating an investment policy statement defining the types of investments to be offered and the restrictions that may be imposed. AWM will recommend investment options designed to achieve the plan's objectives, provide participant education meetings, and monitor the performance of the plan's investment vehicles.

AWM does not vote proxies on behalf of client accounts. AWM does not accept responsibility for responding to, completing, or delivering to any party, client or otherwise, documentation of any sort associated with class action lawsuit events. However, from time to time, our firm will assist clients in such matters when specifically requested by individual clients. This assistance is a service to our clients, and does not indicate acceptance of responsibility with respect to class action lawsuits. AWM is acting as fiduciary of the Plan under Sections 3(21)(A)(i) and 3(38) of the Employee Retirement Income Security Act of 1974, as amended ("ERISA") and under the Investment Advisors Act of 1940 (the "Act").

Arista may also utilize services offered by various administrative service providers for retirement plans. Following is a list from which we may choose:

- ExpertPlan, Inc.
- The Online 401k
- Verisight, Inc.
- Aspire
- Tellier & Associates
- Spectrum Pension Consultants

FINANCIAL PLANNING

From time to time AWM is asked to provide limited financial planning and general consulting services to clients. This may include advice on only an isolated area of concern such as estate planning, retirement planning, real estate matters, reviewing a client's existing portfolio, or any other specific topic. Also, from time to time AWM will outsource various professional activities related to the financial plan (i.e. bookkeeping, taxes etc.) to third party vendors. Additionally AWM provides advice on non-securities matters such as insurance or annuity evaluations.

In general, the financial plan may address any or all of the following areas:

- **PERSONAL:** Review of family records, budgeting, personal liability, estate information and financial goals.
- **TAX & CASH FLOW:** Analysis of the client's income tax and spending and planning for past, current and future years; illustration of the impact of various investments on the client's current income tax and future tax liability.
- **INVESTMENTS:** Analysis of investment alternatives and their effect on the client's portfolio.
- **INSURANCE:** Review of existing policies to ensure proper coverage for life, health, disability, long-term care, liability, home and automobile.
- **RETIREMENT:** Analysis of current strategies and investment plans to help the client achieve his or her retirement goals.
- **DEATH & DISABILITY:** Review of the client's cash needs at death, income needs of surviving dependents, estate planning and disability income.
- **ESTATE:** Assist the client in assessing and developing long-term strategies, including as appropriate, living trusts, wills, review estate tax, powers of attorney, asset protection plans, nursing homes, Medicaid and elder law.

We gather required information through in-depth personal interviews. Information gathered includes the client's current financial status, tax status, future goals, returns objectives and attitudes towards risk. We carefully review documents supplied by the client, including a questionnaire completed by the client, and prepare a written report. Should the client choose to implement the recommendations contained in the plan, we suggest the client work closely with his/her attorney, and/or accountant. Implementation of financial plan recommendations is entirely at the client's discretion.

We also provide general non-securities advice on topics that may include tax and budgetary planning, estate planning and business planning.

- Exchange-listed securities
- Securities traded over-the-counter
- Foreign issuers
- Corporate debt securities (other than commercial paper)
- Certificates of deposit
- Municipal securities
- Variable life insurance

- Variable annuities
- Mutual fund shares
- United States governmental securities
- Options contracts on securities
- Fixed Annuities
- Fixed Equity Index Annuity

Typically the financial plan is presented to the client within six months of the contract date, provided that all information needed to prepare the financial plan has been promptly provided.

Financial Planning recommendations are not limited to any specific product or service offered by a broker-dealer or insurance company. All recommendations are of a generic nature.

Trade Error Policy

Should they occur, losses resulting from AWM's trade errors shall be reimbursed by AWM. AWM shall not credit accounts for such errors resulting in market gains. AWM does not receive any net benefit as the custodian holds all gains in its trade error account.

Client Obligations

In performing its services, AWM shall not be required to verify any information received from the client or from the client's other professionals. Moreover, each client is advised that it remains his or her responsibility to promptly notify AWM if there is ever any change in the client's financial situation or investment objectives during the client engagement.

Disclosure Statement

A copy of Arista Wealth Management LLC's written brochure as set forth on Part 2A of Form ADV shall be provided to each client prior to, or at the same time as, the execution of the Advisory Agreement. Any client who has not received a copy of AWM's written brochure at least 48 hours prior to executing the Advisory Agreement shall have five business days subsequent to executing the agreement to terminate the AWM's services without penalty.

Our Policies on Class Action, Bankruptcies, and Other Legal Proceedings

Clients should note that AWM will not advise nor act on behalf of the client in legal proceedings involving companies whose securities are held or previously were held in the client's account(s), including, but not limited to, the filing of "Proofs of Claim" in class action settlements. If desired, clients may direct AWM, if documents have been received by AWM, to transmit copies of class action notices to the client or a third party. Upon such direction, AWM will make commercially reasonable efforts to forward such notices in a timely manner.

Non-Participation in Wrap Fee Programs

AWM, as a matter of policy and practice, does not sponsor any wrap fee program. A wrap fee program is defined as any advisory program under which a specified fee or fees not based directly upon transactions in a client's account is charged for investment advisory services

(which may include portfolio management or advice concerning the selection of other investment advisers) and the execution of client transactions.

AMOUNT OF MANAGED ASSETS

As of May 31, 2013, we were actively managing \$137,493,340 of client assets - \$96,707,232 on a discretionary basis and \$40,786,108 on a non-discretionary basis.

Item 5 – Fees and Compensation

INVESTMENT SUPERVISORY SERVICES INDIVIDUAL PORTFOLIO MANAGEMENT FEES

Our annual fees for Investment Supervisory Services are based upon a percentage of assets under management. The annual fee schedule of these services is as follows:

FEE SCHEDULE

Limited Negotiability of Advisory Fees: Although AWM has established the aforementioned fee schedule(s), we retain the discretion to negotiate alternative fees on a client-by-client basis. Client facts, circumstances and needs will be considered in determining the fee schedule. These include the complexity of the client, assets to be placed under management, anticipated future additional assets; related accounts; portfolio style, account composition, reports, among other factors. The specific annual fee schedule will be identified in the contract between the adviser and each client.

We may group certain related client accounts for the purposes of achieving the minimum account size requirements and determining the annualized fee.

Discounts, not generally available to our advisory clients, may be offered to family members and friends of associated persons of our firm.

The annual fee schedule of these services is as follows:

Account Balance	Annual Fee
Up to \$499,999	1.50%
\$500,000 to \$999,999	1.25%
\$1,000,000 to \$10,000,000	1.00%
\$10,000,000 and Greater	.75%

Our fees are billed quarterly, in advance, at the beginning of each calendar quarter based upon the value (market value or fair market value in the absence of market value), of the client's account at the end of the previous quarter. Fees will be debited from the account in accordance with the client authorization in the Client Services Agreement.

INVESTMENT SUPERVISORY SERVICES

Contractually, we are billed by the selected asset manager(s), based on a percentage of the client's assets under management with that manager. Accordingly, our fees, which typically range from .75% to 1.50% depending on the size of the account, are in addition to any fees billed by the selected asset manager(s). If the account is in the Hybrid portfolio it may include the Swan Wealth Advisor fees which is .75% monthly in addition to our fees.

AWM does not control the fees or the billing arrangements of any selected asset manager. For a complete description of the fee arrangement including billing practices, minimum account requirements and account termination provisions, clients should review the independent investment adviser's Firm Brochure or other disclosure document.

If applicable, accounts are then sub-managed under an agreement with Swan Wealth Advisors (Durango). Fees for these accounts are based on an annualized percentage of net liquidation value applied on a daily basis and apportioned by 252 days.

QUALIFIED RETIREMENT PLAN FEES

Our fees for Pension Consulting Services are based on a percentage of assets under advisement, according to the following schedule:

QUALIFIED RETIREMENT PLAN FEES

Assets Under Management	Annual Fee
Up to \$499,999	1.50%
\$500,000 to \$999,999	1.25%
\$1,000,000 to \$10,000,000	1.00%
\$10,000,000 and Greater	.75%

The client will be billed quarterly in arrears or advance determined by the client agreement. On a case-by-case basis, upon written agreement, the client may be billed direct for the Advisory fees. When applicable, a non-refundable one-time implementation fee will be charged directly to the client. This implementation fee ranges from \$500 to \$2,000 and is determined on a case-by-case basis.

The client will be billed quarterly in arrears.

FINANCIAL PLANNING FEES

AWM's Financial Planning fee will be determined based on the nature of the services being provided and the complexity of each client's circumstances. All fees are agreed upon prior to entering into a contract with any client.

The fee for such consulting services is negotiated at the time of the engagement, and is normally based on a fixed basis. From time to time, AWM on selected cases will cover the costs for the outsourced activities (see Item 4) related to the entire financial plan. Generally, fees start at \$5,000 and will vary commensurate with the scope of the subject(s) to be covered.

We may request a retainer upon completion of our initial fact-finding session with the client; however, advance payment will never exceed \$500 for work that will not be completed within six months. The balance is due upon completion of the plan.

GENERAL INFORMATION

Termination of the Advisory Relationship: A client agreement may be canceled at any time, by either party, for any reason upon receipt of 30 days written notice. As disclosed above, certain fees are paid in advance of services provided. Upon termination of any account, any prepaid, unearned fees will be promptly refunded. In calculating a client's reimbursement of fees, we will pro rate the reimbursement according to the number of days remaining in the billing period.

Mutual Fund Fees: All fees paid to AWM for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds and/or EFTs to their shareholders. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. If the fund also imposes sales charges, a client may pay an initial or deferred sales charge. A client could invest in a mutual fund directly, without our services. In that case, the client would not receive the services provided by our firm which are designed, among other things, to assist the client in determining which mutual fund or funds are most appropriate to each client's financial condition and objectives. Accordingly, the client should review both the fees charged by the funds and our fees to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided.

Wrap Fee Programs and Separately Managed Account Fees: Clients participating in separately managed account programs may be charged various program fees in addition to the advisory fee charged by our firm. Such fees may include the investment advisory fees of the independent advisers, which may be charged as part of a wrap fee arrangement. In a wrap fee arrangement, clients pay a single fee for advisory, brokerage and custodial services. Client's portfolio transactions may be executed without commission charge in a wrap fee arrangement. In evaluating such an arrangement, the client should also consider that, depending upon the level of the wrap fee charged by the broker-dealer, the amount of portfolio activity in the client's account, and other factors, the wrap fee may or may not exceed the aggregate cost of such services if they were to be provided separately. We will review with clients any separate program fees that may be charged to clients.

Margin Transactions: Based on the strategy that utilizes margin transactions, additional fees may be assessed, ranging up to double the advisor fees. When the margin transaction is no longer utilized it will revert back to the client's fee schedule.

Additional Fees and Expenses: In addition to our advisory fees, clients are also responsible for the fees and expenses charged by custodians and imposed by broker dealers, including, but not limited to, any transaction charges imposed by a broker dealer with which an independent investment manager effects transactions for the client's account(s). Please refer to the "Brokerage Practices" section (Item 12) of this Form ADV for additional information.

Grandfathering of Minimum Account Requirements: Pre-existing advisory clients are subject to AWM's minimum account requirements and advisory fees in effect at the time the client entered into the advisory relationship. Therefore, our firm's minimum account requirements will differ among clients.

ERISA Accounts: AWM is deemed to be a fiduciary to advisory clients that are employee benefit plans or individual retirement accounts (IRAs) pursuant to the Employee Retirement Income and Securities Act ("ERISA"). As such, our firm is subject to specific duties and obligations under ERISA and the Internal Revenue Code that include among other things, restrictions concerning certain forms of compensation. To avoid engaging in prohibited transactions, AWM may only charge fees for investment advice about products for which our firm and/or our related persons do not receive any commissions or 12b-1 fees, or conversely, investment advice about products for which our firm and/or our related persons receive commissions or 12b-1 fees, however, only when such fees are used to offset AWM's advisory fees. Client acknowledges that in performing any of the Fiduciary Services specified above, AWM is acting as fiduciary of the Plan under Sections 3(21)(A)(i) and 3(38) of the Employee Retirement Income Security Act of 1974, as amended ("ERISA") and under the Investment Advisors Act of 1940 (the "Act").

Advisory Fees in General: Clients should note that similar advisory services may (or may not) be available from other registered (or unregistered) investment advisers for similar or lower fees.

Limited Prepayment of Fees: Under no circumstances do we require or solicit payment of fees in excess of \$1200 more than six months in advance of services rendered. As state-registered advisers are subject to the rules and regulations of their home state (i.e., the state in which the firm maintains its principal place of business) these firms should review home state requirements which may limit prepayment of fees in excess of \$500.

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

AWM does not charge performance-based fees.

Item 7 – Types of Clients

AWM provides advisory services to the following types of clients:

- Individuals (other than high net worth individuals)
- High net worth individuals
- Pension and profit sharing plans(other than plan participants)
- Corporations or other businesses not listed above
- Union/Church

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

METHODS OF ANALYSIS

We use the following methods of analysis in formulating our investment advice and/or managing client assets:

Fundamental Analysis. We attempt to measure the intrinsic value of a security by looking at economic and financial factors (including the overall economy, industry conditions, and the financial condition and management of the company itself) to determine if the company is underpriced (indicating it may be a good time to buy) or overpriced (indicating it may be time to sell).

Fundamental analysis does not attempt to anticipate market movements. This presents a potential risk, as the price of a security can move up or down along with the overall market regardless of the economic and financial factors considered in evaluating the stock.

Risks for all forms of analysis. Our securities analysis methods rely on the assumption that the companies whose securities we purchase and sell, the rating agencies that review these securities, and other publicly-available sources of information about these securities, are providing accurate and unbiased data. While we are alert to indications that data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information.

INVESTMENT STRATEGIES

We use the following strategy(ies) in managing client accounts, provided that such strategy(ies) are appropriate to the needs of the client and consistent with the client's investment objectives, risk tolerance, and time horizons, among other considerations:

Long-term purchases. We purchase securities with the idea of holding them in the client's account for a year or longer. Typically we employ this strategy when:

- we believe the securities to be currently undervalued, and/or
- we want exposure to a particular asset class over time, regardless of the current projection for this class.

A risk in a long-term purchase strategy is that by holding the security for this length of time, we may not take advantages of short-term gains that could be profitable to a client. Moreover, if our predictions are incorrect, a security may decline sharply in value before we make the decision to sell.

Short-term purchases. When utilizing this strategy, we purchase securities with the idea of selling them within a relatively short time (typically a year or less). We do this in an attempt to take advantage of conditions that we believe will soon result in a price swing in the securities we purchase.

Margin transactions. We may purchase stocks for your portfolio with money borrowed from your brokerage account. This allows you to purchase more stocks than you would be able with your available cash and allows us to purchase stock without selling other holdings.

Option writing. We may use options as an investment strategy. An option is a contract that gives the buyer the right, but not the obligation, to buy or sell an asset (such as a share of stock) at a specific price on or before a certain date. An option, just like a stock or bond, is a security. An option is also a derivative, because it derives its value from an underlying asset.

The two types of options are calls and puts:

- A call gives us the right to buy an asset at a certain price within a specific period of time. We will buy a call if we have determined that the stock will increase substantially before the option expires.
- A put gives us the holder the right to sell an asset at a certain price within a specific period of time. We will buy a put if we have determined that the price of the stock will fall before the option expires.

We will use options to speculate on the possibility of a sharp price swing. We will also use options to "hedge" a purchase of the underlying security; in other words, we will use an option purchase to limit the potential upside and downside of a security we have purchased for your portfolio.

We use "covered calls", in which we sell an option on security you own. In this strategy, you receive a fee for making the option available, and the person purchasing the option has the right to buy the security from you at an agreed-upon price.

We use a "spreading strategy", in which we purchase two or more option contracts (for example, a call option that you buy and a call option that you sell) for the same underlying security. This effectively puts you on both sides of the market, but with the ability to vary price, time and other factors.

A risk of covered calls is that the option buyer does not have to exercise the option, so that if we want to sell the stock prior to the end of the option agreement, we have to buy the option back from the option buyer, for a possible loss.

A risk of spreading strategies is that the ability to fully profit from a price swing is limited.

DFA Funds (Dimensional) - Within the context of an asset allocation strategy, we largely employ a passive, index approach to investing. Our bias towards index investments ensures our clients achieve the returns afforded by the capital markets. When compared to active management strategies, an index approach delivers superior long-term performance, minimizes the risk of underperformance and, because of its buy-and-hold nature, is inherently more tax efficient.

Risk of Loss. Securities investments are not guaranteed and you may lose money on your investments. We ask that you work with us to help us understand your tolerance for risk.

Item 9 – Disciplinary Information

We are required to disclose any legal or disciplinary events that are material to a client's or prospective client's evaluation of our advisory business or the integrity of our management.

Our firm and our management personnel have no reportable disciplinary events to disclose.

Item 10 – Other Financial Industry Activities and Affiliations

Clients should be aware that the receipt of additional compensation by AWM and its management persons or employees creates a conflict of interest that may impair the objectivity of our firm and these individuals when making advisory recommendations. AWM endeavors at all times to put the interest of its clients first as part of our fiduciary duty as a registered investment adviser; we take the following steps to address this conflict:

- we disclose to clients the existence of all material conflicts of interest, including the potential for our firm and our employees to earn compensation from advisory clients in addition to our firm's advisory fees;
- we disclose to clients that they are not obligated to purchase recommended investment products from our employees or affiliated companies;
- we collect, maintain and document accurate, complete and relevant client background information, including the client's financial goals, objectives and risk tolerance;
- our firm's management conducts regular reviews of each client account to verify that all recommendations made to a client are suitable to the client's needs and circumstances;
- we require that our employees seek prior approval of any outside employment activity so that we may ensure that any conflicts of interests in such activities are properly addressed;
- we periodically monitor these outside employment activities to verify that any conflicts of interest continue to be properly addressed by our firm; and
- we educate our employees regarding the responsibilities of a fiduciary, including the need for having a reasonable and independent basis for the investment advice provided to clients.

As previously disclosed, we recommend the services of various registered investment advisers to AWM clients. In exchange for this recommendation, we receive a referral fee from the selected investment adviser. The fee received by us is typically a percentage of the fee charged by that investment adviser to the referred client. The portion of the advisory fee paid to us does not increase the total advisory fee paid to the selected investment adviser by the client. We do not charge the client any fees for these referrals. We will only recommend advisers that pay us a referral fee.

We are aware of the special considerations required under Rule 206(4)-3 of the Investment Advisers Act of 1940. As such, all appropriate disclosure shall be made and all applicable Federal and State laws will be observed

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

Our firm has adopted a Code of Ethics which sets forth high ethical standards of business conduct that we require of our employees, including compliance with applicable federal securities laws.

AWM and our personnel owe a duty of loyalty, fairness and good faith towards our clients, and have an obligation to adhere not only to the specific provisions of the Code of Ethics but to the general principles that guide the Code.

Our Code of Ethics includes policies and procedures for the review of quarterly securities transactions reports as well as initial and annual securities holdings reports that must be submitted by the firm's access persons. Among other things, our Code of Ethics also requires the prior approval of any acquisition of securities in a limited offering (e.g., private placement) or an initial public offering. Our code also provides for oversight, enforcement and recordkeeping provisions.

AWM's Code of Ethics further includes the firm's policy prohibiting the use of material non-public information. While we do not believe that we have any particular access to non-public information, all employees are reminded that such information may not be used in a personal or professional capacity.

A copy of our Code of Ethics is available to our advisory clients and prospective clients. You may request a copy by email sent to support@aristawealth.com, or by calling us at 702-309-9970.

AWM and individuals associated with our firm are prohibited from engaging in principal transactions.

AWM and individuals associated with our firm are prohibited from engaging in agency cross transactions.

Our Code of Ethics is designed to assure that the personal securities transactions, activities and interests of our employees will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts.

Our firm and/or individuals associated with our firm may buy or sell for their personal accounts securities identical to or different from those recommended to our clients. In addition, any related person(s) may have an interest or position in a certain security(ies) which may also be recommended to a client.

It is the expressed policy of our firm that no person employed by us may purchase or sell any security prior to a transaction(s) being implemented for an advisory account, thereby preventing such employee(s) from benefiting from transactions placed on behalf of advisory accounts.

Item 12 – Brokerage Practices

AWM does not have any soft-dollar arrangements but may receive soft-dollar benefits.

AWM requires that clients provide us with written authority to determine the broker-dealer to use and the commission costs that will be charged to our clients for these transactions.

Clients must include any limitations on this discretionary authority in this written authority statement. Clients may change/amend these limitations as required. Such amendments must be provided to us in writing.

As a matter of policy and practice, AWM does not generally block client trades and, therefore, we implement client transactions separately for each account. Consequently, certain client trades may be executed before others, at a different price and/or commission rate. Additionally, our clients may not receive volume discounts available to advisers who block client trades.

AWM has arrangements with National Financial Services, LLC also known as Fidelity Brokerage Services, LLC along with Schwab, TD Ameritrade, and Interactive Brokers through which each custodian provides our firm with their "platform" services. The platform services include, among others, brokerage, custodial, administrative support, record keeping and related services that are intended to support intermediaries like AWM in conducting business and in serving the best interests of our clients but that may also benefit us.

Each custodian charges brokerage commissions and transaction fees for effecting certain securities transactions (i.e., transactions fees are charged for certain no-load mutual funds, commissions are charged for individual equity and debt securities transactions). Each custodian enables AWM to obtain many no-load mutual funds without transaction charges and other no-load funds at nominal transaction charges. Each custodian's commission rates are generally considered discounted from customary retail commission rates. However, the commissions and transaction fees charged by each custodian may be higher or lower than those charged by other custodians and broker-dealers. As part of the arrangement, each custodian also makes available to our firm, at no additional charge to us, certain research and brokerage services, including research services obtained by each custodian directly from independent research companies, as selected by AWM (within specified parameters).

As a result of receiving such services for no additional cost, we may have an incentive to continue to use or expand the use of each custodian's services. We examined this potential conflict of interest when we chose to enter into the relationship with each custodian and have determined that the relationship is in the best interests of AWM's clients and satisfies our client obligations, including our duty to seek best execution. A client may pay a commission that is higher than another qualified broker-dealer might charge to effect the same transaction where we determine in good faith that the commission is reasonable in relation to the value of the brokerage and research services received. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer's services, including the value of research provided, execution capability, commission rates, and responsiveness. Accordingly, while AWM will seek competitive rates, to the benefit of all clients, we may not necessarily

obtain the lowest possible commission rates for specific client account transactions. Although the investment research products and services that may be obtained by us will generally be used to service all of our clients, a brokerage commission paid by a specific client may be used to pay for research that is not used in managing that specific client's account. AWM and Fidelity, TD Ameritrade, Schwab and Interactive Brokers are not affiliated.

Item 13 – Review of Accounts

INVESTMENT SUPERVISORY SERVICES INDIVIDUAL PORTFOLIO MANAGEMENT

REVIEWS: While the underlying securities within Individual Portfolio Management Services accounts are continually monitored, these accounts are reviewed at least semi-annually. Accounts are reviewed in the context of each client's stated investment objectives and guidelines. More frequent reviews may be triggered by material changes in variables such as the client's individual circumstances, or the market, political or economic environment.

These accounts are reviewed by: Paul L. Moffat, President

REPORTS: In addition to the monthly statements and confirmations of transactions that clients receive directly from their broker-dealer/custodian, we provide quarterly reports summarizing account performance, balances and holdings.

PENSION CONSULTING SERVICES

REVIEWS: AWM will review the client's Investment Policy Statement (IPS) whenever the client advises us of a change in circumstances regarding the needs of the plan. AWM will also review the investment options of the plan according to the agreed upon time intervals established in the IPS. Such reviews will generally occur quarterly.

These accounts are reviewed by: Paul L. Moffat, President

REPORTS: These client accounts will receive reports as contracted for at the inception of the advisory relationship.

OR

REPORTS: AWM will provide reports to Pension Consulting Services clients based on the terms set forth in the client's Investment Policy Statement (IPS).

FINANCIAL PLANNING SERVICES

REVIEWS: While reviews may occur at different stages depending on the nature and terms of the specific engagement, typically no formal reviews will be conducted for Financial Planning clients unless otherwise contracted for.

REPORTS: Financial Planning clients will receive a completed financial plan. Additional reports will not typically be provided unless otherwise contracted for.

Item 14 – Client Referrals and Other Compensation

Associated persons of AWM may receive referral fees for client referrals for fixed insurance business. AWM will enter into an agreement with the referring individual or firm and this agreement is fully disclosed to the client when this situation arises and the AWM advisory fees charged to clients is not affected by the referral fees paid to AWM.

From time to time AWM may compensate an individual or firm for client referrals. AWM will enter into an agreement with the individual or firm and remit a portion of its advisory fees for referrals. This arrangement is fully explained to the client when this situation arises and the AWM advisory fees charged to clients is not affected by the referral fees paid to the individual or firm. All solicitors who refer clients will comply with the requirements of the jurisdiction where they operate. When applicable, the solicitor will be licensed as investment advisors or notice filed in the applicable jurisdiction.

It is AWM's policy not to accept or allow our related persons to accept any form of compensation, including cash, sales awards or other prizes, from a non-client in conjunction with the advisory services we provide to our clients.

Item 15 – Custody

We previously disclosed in the "Fees and Compensation" section (Item 5) of this Brochure that our firm directly debits advisory fees from client accounts.

As part of this billing process, the client's custodian is advised of the amount of the fee to be deducted from that client's account. On at least a quarterly basis, the custodian is required to send to the client a statement showing all transactions within the account during the reporting period.

Because the custodian does not calculate the amount of the fee to be deducted, it is important for clients to carefully review their custodial statements to verify the accuracy of the calculation, among other things. Clients should contact us directly if they believe that there may be an error in their statement.

Our firm does not have actual or constructive custody of client accounts.

Item 16 – Investment Discretion

Clients may hire us to provide discretionary asset management services, in which case we place trades in a client's account without contacting the client prior to each trade to obtain the client's permission.

Our discretionary authority includes the ability to do the following without contacting the client:

- Determine the security to buy or sell; and/or
- Determine the amount of the security to buy or sell

Clients give us discretionary authority when they sign a discretionary agreement with our firm, and may limit this authority by giving us written instructions. Clients may also change/amend such limitations by once again providing us with written instructions.

Some clients may choose to engage AWM to manage securities on a non-discretionary basis. If AWM receives non-discretionary authority from the client, AWM will select the identity and amount of securities to be bought or sold, but must receive approval from the client prior to placing any trades in the client's account. Please be advised that as a result, until AWM reaches the client, no transactions will be placed in any client accounts.

Item 17 – Voting Client Securities

As a matter of firm policy, we do not vote proxies on behalf of clients. Therefore, although our firm may provide investment advisory services relative to client investment assets, clients maintain exclusive responsibility for: (1) directing the manner in which proxies solicited by issuers of securities beneficially owned by the client shall be voted, and (2) making all elections relative to any mergers, acquisitions, tender offers, bankruptcy proceedings or other type events pertaining to the client's investment assets. Clients are responsible for instructing each custodian of the assets, to forward to the client copies of all proxies and shareholder communications relating to the client's investment assets.

We may provide clients with consulting assistance regarding proxy issues if they contact us with questions at our principal place of business.

Item 18 – Financial Information

AWM has no additional no financial circumstances to report.

Under no circumstances do we require or solicit payment of fees in excess of \$1,200 per client more than six months in advance of services rendered. Therefore, we are not required to include a financial statement.

AWM has not been the subject of a bankruptcy petition at any time during the past ten years.