

Form ADV Part 2A — Firm Brochure

WMP LLC

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This brochure provides information about the qualifications and business practices of WMP LLC. If you have any questions about the contents of this brochure, please contact us at (303) 592-3810. 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 WMP LLC also is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

This WMP LLC Form ADV Part 2A or “Brochure” is an update of our initial firm Brochure, which was last filed on March 30, 2012. The following is a summary of material changes since our initial Brochure was prepared:

- In January, 2013, the firm updated its standard advisory agreements with clients to provide that a portion of third-party administration and reporting expenses would be borne by each client, with such expenses typically computed on a graduated scale in accordance with the amount of assets under management. The aforementioned third-party expenses, as well as the firm’s advisory management fees, continue to be subject to waiver in the firm’s sole discretion.

In the future, this Brochure and a summary of material changes, if any, made to this Brochure as part of our annual update will be provided to you annually within 120 days of the close of our fiscal year. We may also provide you with additional updates or other disclosure information at other times during the year in the event of any material changes to our business.

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Item 4 – Advisory Business

Ownership

WMP LLC (“WMP,” the “**firm**” or the “**adviser**”) is an investment advisory and wealth management firm, and was formed in 2012 by David Prokupek and Patrick Meyers, who are the firm’s principal owners and who also currently serve as the firm’s Managers.

Advisory Services

WMP provides investment advisory and wealth management services. The firm’s clients consist primarily of high net worth individuals, family entities, partnerships, trusts and corporations. WMP’s advisory services are typically customized to the needs of clients. The client’s goals and objectives are generally established through initial and as-needed discussions or consultations. WMP’s advisory services are generally provided on a discretionary basis, and the firm may, in its sole discretion, permit a client to impose restrictions on investing in certain securities or types of securities. Any such restrictions are typically captured in WMP’s investment management agreement with the client.

As of December 31, 2012, WMP managed approximately \$579,028,000 in client assets on a discretionary basis and none on a non-discretionary basis.

Item 5 – Fees and Compensation

Fees for advisory services are calculated at the client level. WMP typically may charge an annual advisory fee of up to 10 basis points (0.10%) of the account’s net asset value. As noted in its typical advisory agreements with clients, WMP may pass through to clients certain third-party administration and reporting expenses. WMP typically computes such expenses on a graduated scale in accordance with the amount of assets under management. These third-party expenses are generally passed through to clients on a quarterly basis, with a minimum annual charge of \$1,000 and a maximum of \$25,000. WMP does not charge clients any performance-based fees.

All fees or passed-through expenses may be waived for accounts of certain clients at WMP’s sole discretion.

The firm typically requires a minimum investment of \$1,000,000 and a minimum ongoing account size of \$1,000,000. Any advisory fees for services as well as account minimums may be waived, adjusted or otherwise subject to negotiation at the sole discretion of WMP. All fees are negotiated and agreed upon in writing in advance of the work performed, and actual fees may vary from the schedule described above. WMP’s investment management agreements with clients may typically be terminated at any time, by either party, for any reason upon receipt of 30 days’ written notice. Upon termination of any account, any earned, unpaid fees will be due and payable and any prepaid, unearned fees will be promptly refunded, subject to any transaction costs associated with the liquidation of an account. Clients may inquire about any refundable fees by contacting WMP at (303) 592-3810.

Clients are typically invoiced in arrears at the beginning of each calendar quarter based upon the total portfolio value (market value or fair market value in the absence of market value) of the clients' investments at the end of the immediately preceding quarter. New clients starting during a quarter will be charged a pro-rated fee. Clients may typically pay by check or wire - although clients have the option to have fees deducted directly from accounts, no such arrangements are currently in place for any clients.

All fees paid to WMP for advisory services are separate and distinct from the fees and expenses charged by mutual funds and alternative investments to their investors. These fees and expenses are described in each prospectus, partnership offering document or other applicable disclosure document. For mutual funds and other packaged products, these fees will generally include a management fee, other fund expenses, and, in many cases, a distribution fee. For alternative investments, fees will also typically include a share of partnership profits (income and/or capital gains). If a fund also imposes sales charges or redemption fees, a client may pay an initial or deferred sales charge or a redemption fee.

WMP's advisory fees are exclusive of brokerage commissions, transaction fees, custodian fees and other related third-party expenses which may typically be incurred by the client. Your invoice may, however, reflect such additional third-party fees or expenses to the extent they are applicable (such as the pass-through administration expenses discussed above). WMP earns no commissions on investment transactions for clients.

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

WMP does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client).

Item 7 – Types of Clients

As noted in Item 4 above, WMP generally provides investment advisory and wealth management services primarily to high net worth individuals, family entities, partnerships, trusts and corporations. WMP typically requires an initial minimum investment of \$1,000,000, and a minimum ongoing account size of \$1,000,000. However, advisory fees for services as well as account minimums may be waived, adjusted or otherwise subject to negotiation at the sole discretion of WMP.

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

Methods of Analysis and Investment Strategies

Subject to any specific investment guidelines or restrictions set forth in each client's investment management agreement, WMP seeks to achieve capital appreciation, primarily through

diversified investments in funds (separately managed accounts, mutual funds and exchange-traded funds). WMP employs a systematic approach to investment selection. At the core of this approach is fundamental, research-intensive work on economic conditions and asset classes.

WMP generally purchases securities with the idea of holding them in the client's account for a year or longer. Typically the firm employs this strategy when it believes that the securities are currently undervalued, or when the firm seeks exposure to a particular asset class over time, regardless of the current projection for the asset class. In limited cases, however, WMP may purchase securities with the idea of selling them within a relatively short time (typically a year or less). WMP may do this in an attempt to take advantage of conditions that the firm believes has the potential to be advantageous for the client.

WMP may use some or all of the abovementioned strategies when managing client accounts, provided that such strategies are appropriate to the needs of the client and consistent with the client's investment objectives, risk tolerance, liquidity needs and time horizons, among other considerations. WMP reserves the right to depart from any strategies described if WMP believes such an approach to be in the best interests of the client.

Risks

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

A short-term purchase strategy poses risks should the anticipated price swing not materialize; the firm is then left with the option of having a long-term investment in a security that was designed to be a short-term purchase, or potentially taking a loss. In addition, this strategy involves more frequent trading than does a longer-term strategy, and may result in increased brokerage and other transaction-related costs, as well as less favorable tax treatment for short-term capital gains.

All of the investments WMP makes for clients involve risk of loss that clients should be prepared to bear. These risks are inherent in the investment process and should be considered before entering into an investment management agreement. There can be no assurance that any investment, investment program or portfolio will achieve its stated objectives.

Item 9 – Disciplinary Information

As of the date of this Brochure, WMP has no disciplinary events required to be disclosed.

Item 10 – Other Financial Industry Activities and Affiliations

Neither WMP nor any of its management persons participate in any other activities in the financial industry or have any affiliations with any firms that do.

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

Code of Ethics and Personal Trading. WMP has adopted a Code of Ethics (the “**Code of Ethics**”) in accordance with the requirements of Rule 204A-1 of the Advisers Act. The Code of Ethics is available to any client or prospective client upon request. WMP’s Code of Ethics is applicable to all of the firm’s supervised persons, and generally sets forth WMP’s business standards and fiduciary duties to clients. More specifically, the Code of Ethics includes provisions relating to the confidentiality of client information, prohibitions on insider trading, restrictions on certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at WMP must acknowledge receipt and acceptance of the Code of Ethics upon hire and annually thereafter.

WMP anticipates that, in appropriate circumstances, consistent with clients’ investment objectives, it will cause accounts over which WMP has management authority to effect, and will recommend to investment advisory clients or prospective clients, the purchase or sale of securities in which WMP, its affiliates and/or supervised persons, directly or indirectly, have a position of interest. This represents a conflict of interest. WMP’s supervised persons are required to follow our Code of Ethics to mitigate this conflict. Subject to satisfying the restrictions set forth in the Code of Ethics and applicable laws, supervised persons of WMP may trade for their own accounts in securities which are recommended to and/or purchased for our clients. The Code of Ethics seeks to assure that the personal securities transactions, activities and interests of WMP’s supervised persons will not interfere with (1) making decisions in the best interest of clients, (2) continuity of service to clients, and (3) implementing such decisions while, at the same time, allowing employees to invest for their own accounts.

Item 12 – Brokerage Practices

WMP generally requests that clients provide the firm with written authority to select broker-dealers and negotiate commission rates. Any limitations on this discretionary authority are typically set forth in our investment management agreements.

A client may direct WMP to use only a certain broker/dealer for his/her transactions. In these cases, the client should understand that by using a particular broker-dealer the client may lose or limit: (1) the possible advantage that non-designating clients derive from aggregation of orders for several clients; (2) the ability of WMP to effectively negotiate the commission rate; and (3) the ability of WMP to seek to obtain best execution.

WMP, in seeking to obtain the best execution of portfolio transactions, may consider factors other than commission rates. These factors may include the following: price; the broker's or dealer's facilities, reliability and financial responsibility; the ability of the broker or dealer to effect securities transactions, particularly with regard to such aspects as complexity of the trade, timing, order size, and execution of orders; and the brokerage and research products and services provided by that broker or dealer to WMP.

Although WMP does not currently have any soft dollar arrangements in place nor does WMP utilize soft dollars, WMP may under certain circumstances cause a client's account to pay a broker or dealer a commission for effecting a transaction for the client's account that may be higher than a commission charged by another broker, in exchange for brokerage and/or research services. This would be a benefit to WMP because the firm does not directly produce or pay for the research or services. This may create an incentive to select a broker based on the research or other services provided rather than the client's interest in best execution, and creates a conflict of interest. However, under Section 28(e) of the Securities Exchange Act of 1934, WMP may do this if it determines in good faith that the amount of commission charged was reasonable in relation to the value of brokerage and/or research services provided by such broker. To mitigate and address any conflicts of interest that may arise, WMP has adopted policies and procedures to evaluate, on an ongoing basis, the value of a broker's research and brokerage services and the reasonableness of any commissions charged.

Item 13 – Review of Accounts

WMP reviews client accounts and portfolios quarterly. At present, these reviews are carried out by Mr. Eli Johnson, who serves as WMP's Vice-President of Research. In addition, Mr. David Prokupek, a Manager of the firm, may review accounts of certain high net worth clients of WMP. Reviews may also be undertaken on a non-periodic basis if, in WMP's determination, warranted due to material changes in variables such as the client's individual circumstances, the securities markets, the political environment or the expected outlook for the economy.

WMP seeks to provide clients with monthly summarizing the performance of portfolio investments over the period.

Item 14 – Client Referrals and Other Compensation

WMP does not provide or receive compensation in connection with referrals to other investment advisers or referrals from other parties.

Item 15 – Custody

WMP generally does not maintain custody of client assets or securities. Clients should typically receive quarterly statements from the qualified custodian that holds and maintains each client's investment assets. We urge you to carefully review such statements.

Item 16 – Investment Discretion

WMP usually receives discretionary authority from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought or sold. This discretionary authority is usually provided pursuant to the investment management agreements entered into with WMP. Any limitations on this authority must be provided in writing and approved by WMP, typically also within the investment management agreement.

Item 17 – Voting Client Securities

WMP typically retains authority to vote client securities, and has adopted proxy voting policies and procedures designed to ensure that it votes proxies in the best interests of its clients and in accordance with applicable securities laws. A complete copy of the firm's proxy voting policies is available at our office. Clients may request a record of proxies voted on their behalf by contacting us directly.

Item 18 – Financial Information

As of the date of this Brochure, there exist no financial conditions that we are aware of that would be reasonably likely to impair our ability to meet our contractual commitments to clients.