

WealthyX

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Form ADV Part 2A Appendix 1

Wrap Fee Disclosure Brochure

July 1, 2015

This wrap fee program brochure provides information about the qualifications and business practices of WealthyX, a registered investment adviser. Registration does not imply a certain level of skill or training but only indicates that WealthyX has registered its business with state and federal regulatory authorities, including the United States Securities and Exchange Commission. If you have any questions about the contents of this brochure, please contact us at (646) 807 - 9836 or at info@wealthyx.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. WealthyX's CRD number is 172380.

Additional information about WealthyX is also available on the SEC's website at www.adviserinfo.sec.gov.

Material Changes

This brochure amends items from our previous brochure which was dated January 1, 2015.

Items that have been revised include:

- Our mailing address
- Language in “Services” to update services provided by the firm.
- Language to Account Requirements and Types of Clients that changes the account minimum required to open a WealthyX account.

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Services, Fees and Compensation

A. WealthyX is an online automated investment platform. Through partnerships with investment companies and Registered Investment Advisors (“RIA’s”) we provide investment advice to individuals, investment companies, and retirement plans. Our investment management services are only available through these partnerships where we act as sub-advisor to your account. By answering a series of questions on our partner’s site about your investment goals and risk tolerance, we will recommend a portfolio of ETFs that suit you best. If you decide to open an account, we will monitor your portfolio and automatically rebalance its holdings as necessary to keep your investment plan on track. The fee for our management services is all-inclusive so clients do not pay separately for management, custody, execution and clearing of transactions, and performance reporting. The fee for participating in the WealthyX Wrap Program ranges from 0.20% to 0.50% per annum.

B. Participation in the wrap fee program may cost clients more or less than purchasing such services separately. Clients should thoroughly consider these factors before deciding to participate in the program: number of transactions in the client’s account, trading commissions, custodial fees, advisory fees, and other services provided in the wrap program. A client’s total wrap fee may or may not exceed the aggregate cost of all services provided in the wrap program.

C. In addition to the wrap fee, clients will pay management fees to ETF sponsors. These fees are embedded into the share price of each ETF – your broker, WealthyX, nor any of its affiliates earn or receive such fees.

D. Clients will have an independent relationship with their broker and wrap program sponsor. This broker will receive a portion of fees collected as program sponsor.

Account Requirements and Types of Clients

Our clients are typically individuals. All clients must be residents of the United States with a bank account at a US bank. The minimum amount required to open and maintain a WealthyX account will vary depending on the partner that you decide to open an account with. Each client is required to answer our questionnaire as outlined in item 6 in order for us to provide investment advisory services.

Portfolio Manager Selection and Evaluation

WealthyX directly manages the portfolios for all of our clients. We select ETFs based on our internal selection criteria. Portfolios are built entirely with Exchange Traded Funds (“ETFs”). The ETFs that we include in your portfolio have all been researched and approved by our investment team. Factors that determine which ETF we invest in include exposure to a given asset class or sector, how well it tracks its benchmark, the

ETF's management fee, is there ample liquidity for our portfolios, and is it managed by a reputable investment manager.

Client Information Provided to Portfolio Managers

WealthyX is a discretionary manager and controls all aspects of a client's account. Therefore it is not required of us to share information with other portfolio managers.

Client Contact with Portfolio Managers

Clients are welcome and encouraged to reach out to us via phone or email.

Additional Information

Disciplinary Information. Neither WealthyX nor any of its employees have ever been subject to any disciplinary events by regulators. There are no additional events that are material events to a client's or prospective client's evaluation of our advisory business or the integrity of your management.

Other Financial Industry Activities and Affiliations. At this time neither WealthyX nor any of its employees are associated or plan to be with any broker-dealer.

Code of Ethics. The firm has adopted a Code of Ethics that requires all officers and employees of the firm to act in a manner with the highest standards. They are to place the integrity of their profession and the interests of clients above their own interests, act with integrity, competence, and respect. A copy of WealthyX's Code of Ethics is available to clients and prospective clients upon request.

Participation or Interest in Client Transactions and Personal. WealthyX's first responsibility is to act at all times as a fiduciary to Clients who have entrusted their assets with the firm. Under the normal course of business WealthyX's officers and employees may personally invest in securities recommended on the site, specifically the ETFs recommended for each asset class. Transactions in ETFs have been pre-approved for trading by WealthyX's Chief Compliance Officer based on the firm's internal selection criteria, see "Portfolio Manager Selection and Evaluation." Additionally employees may also buy or sell specific securities for their own accounts that are not purchased or sold for Clients. WealthyX monitors the securities transactions of all employees and investigates any unusual patterns that it detects. It also requires all employees to report any violations of the Statement promptly to WealthyX's Chief Compliance Officer.

WealthyX prohibits any employee from purchasing or selling any security prior to any pending transactions being executed for an advisory client account.

Review of Accounts. WealthyX continuously reviews funded accounts of all Clients of

the firm. Periodic rebalances are made to ensure each client's portfolio maintains its optimized asset allocation as determined by their respective answers to the questionnaire. WealthyX also conducts reviews when material changes may have occurred to a client's portfolio or investment objectives. We consider tax implications and the risks associated with each of our chosen asset classes when deciding when and how to rebalance. At least quarterly, your custodian shall notify each Client in writing to contact it if there have been any changes in the Client's financial situation or investment objectives. At least annually, your custodian shall contact each Client via email to determine whether there have been any changes in the Client's financial situation or investment objectives. Clients are also asked to reconfirm the same information.

Client Referrals and Other Compensation. WealthyX expects to run promotional campaigns to attract Clients to open accounts on its website. These promotions may include products offered on a limited basis to select Clients, more favorable fee arrangements, and/or reduced or waived management fees for Clients. These arrangements may create an incentive for a third-party or other existing Client to refer prospective Clients to WealthyX, even if the third-party would otherwise not make the referral. These arrangements may also create a conflict of interest for a Client to maintain a certain level of assets managed through WealthyX if doing so would result in eligibility to receive an incentive, bonus or additional compensation.

WealthyX may also pay pre-determined fees to third-parties for driving new users to the firm. If WealthyX determines in the future to pay or compensate a third-party for Client referrals, WealthyX will disclose this practice in writing to the Client and comply with the requirements of Rule 206(4)-3 under the Investment Advisers Act of 1940, as amended, to the extent required by applicable law.

WealthyX may also participate in a revenue share when clients are referred to the firm by their broker. The client's relationship with their broker will be independent of WealthyX. WealthyX will continue to manage Clients accounts with fiduciary responsibility.

Financial Information. This Item is not applicable because WealthyX does not require or solicit the prepayment of any management fees, and does not have any adverse financial condition that is reasonably likely to impair our ability to continuously meet our contractual commitments to our Clients.

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Wrap Fee Disclosure Brochure Supplement

July 1, 2015

This Brochure Supplement provides information about certain WealthyX employees listed below those supplements the WealthyX Brochure you should have received above. Please contact WealthyX at (646) 807-9836 or info@WealthyX.com if you did not receive WealthyX's Brochure or if you have any questions about the contents of this Brochure Supplement.

WealthyX's discretionary investment advice is provided by a team comprised of more than two Supervised Persons, and WealthyX has provided group supplementary information below for the two Supervised Persons with the most significant responsibility for the day-to-day advice provided to Clients.

Peter Yuen, CFA, born 1975

Education

BS, New York University, 1996

MBA, Columbia University Business School, 2002

Business Background

1996 – 2002 Investment Strategist, Merrill Lynch & Co.

2003 – 2006 Investment Analyst/Portfolio Manager, US Trust Company

2006 – 2010 Portfolio Manager, UBS

2010 – 2013 Independent Investment Professional

2014 – present Founder & CEO, WealthyX LLC

Disciplinary Information

None

Other Business Activity

None

Additional Compensation

None

Supervision

Mr. Yuen is the Founder & CEO of WealthyX LLC, and as such is not subject to additional supervision