

Wealth Solutions USA, LLC

Principal Office and Place of Business

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28006 Madrid
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Unites States Office

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March 8, 2019

Form ADV Part 2A Brochure

Wealth Solutions USA, LLC is a registered investment adviser. An "investment adviser" means any person who, for compensation, engages in the business of advising others, either directly or through publications or writings, as to the value of securities or as to the advisability of investing in, purchasing, or selling securities, or who, for compensation and as part of a regular business, issues or promulgates analyses or reports concerning securities. Registration with the SEC or any state securities authority does not imply a certain level of skill or training.

This brochure provides information about the qualifications and business practices of Wealth Solutions USA, LLC. If you have any questions about the contents of this brochure, please contact us at (786) 441-5298. 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 Wealth Solutions USA, LLC is available on the SEC's website at www.adviserinfo.sec.gov.

Material Changes - Item 2

The purpose of this page is to inform clients of any material changes since the previous version of this brochure.

On July 10, 2018, we amended the cover page of this Brochure to disclose the location of our Principal Office and Place of Business:

Paseo de la Castellana 43, Planta 1
28046 Madrid
Phone: +34 91 561 34 20

We also amended Items 4 and 16 of this Brochure to disclose that we may have discretion over client accounts.

On March 8, 2019, we submitted our annual updating amendment for fiscal year 2018 and amended the cover page of this Brochure and ADV Part 1 to disclose the new location of our Principal Office and Place of Business:

C/ Velázquez, 94
28006 Madrid
Phone: +34 91 561 34 20

We will review and update our brochure at least annually to make sure that it remains current.

Table of Contents - Item 3

Contents

Advisory Business - Item 4	4
Fees and Compensation - Item 5	5
Performance-Based Fees and Side-By-Side Management - Item 6	6
Types of Clients - Item 7.....	6
Methods of Analysis, Investment Strategies and Risk of Loss - Item 8.....	6
Disciplinary Information - Item 9	8
Other Financial Industry Activities or Affiliations - Item 10.....	8
Code of Ethics, Participation or Interest in Client Transactions and Personal Trading - Item 11.....	9
Brokerage Practices - Item 12.....	9
Review of Accounts - Item 13	10
Client Referrals and Other Compensation - Item 14	10
Custody - Item 15.....	10
Investment Discretion - Item 16	11
Voting Client Securities - Item 17.....	11
Financial Information - Item 18	11
Requirements of State-Registered Advisers - Item 19.....	12
Miscellaneous	12

Advisory Business - Item 4

Wealth Solutions USA, LLC (hereinafter "Wealth Solutions USA") is a fee-only registered investment adviser based in Madrid, Spain, with offices in Miami, Florida and Barcelona, Spain. We are a limited liability company, organized under the laws of the State of Florida. We have been providing investment advisory services since 2018. Wealth Solutions USA is owned by Wealth Solutions LATAM, S.L.U., a holding company based in Spain. Wealth Solutions LATAM, S.L.U. is owned by Sinergia Global Partners S.L. Sinergia Global Partners S.L. is primarily owned by Francisco Borja Durán Carredano, CFA, CAIA, Santa Lucía, S.A. and Jorge Coca Marqués. Elaine King is the Chief Compliance Officer of Wealth Solutions USA.

You may see the term Associated Person throughout this Brochure. As used in this Brochure, this term refers to anyone from our firm who is an officer, employee, and all individuals providing investment advice on behalf of our firm. Where required, such persons are properly registered as investment adviser representatives.

Family Office Services

Our firm primarily offers discretionary and non-discretionary family office services that are designed to help families and high net worth individuals organize their financial situation and invest their assets based on personal criteria and financial goals. Discretionary authority means we will make investment decisions and place buy or sell orders in the client's account without contacting them. These decisions are made based upon the client's stated investment objectives. However, clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors. When providing non discretionary services, Wealth Solutions USA provides general investment recommendations to the client who is then responsible for the execution of all transactions.

Such services generally include the following:

- Analysis of the client's financial condition and suitability;
- Consulting on non-securities related investments such as real estate and insurance;
- Development of an Investment Policy Statement for the client;
- Implementation of investment strategies concurrent with the client's Investment Policy Statement and financial objectives;
- Review of the performance of the client's investments;
- Reallocation of the client's investments based upon the client's Investment Policy Statement and financial objectives and market changes;
- Investment manager selection and supervision;
- Service provider selection;
- Trust service coordination;
- Estate planning;
- Multi-generational financial planning; and
- Succession planning;

At the inception of service, an Associated Person of Wealth Solutions USA meets with the client or the client's representative to obtain information regarding the client's investment experience, investment objectives, and risk profile. With that information, the firm prepares a written Investment Policy Statement for the client. The Associated Person uses investment research to evaluate alternative portfolio designs and to assist the client in selecting the investment strategies consistent with the Investment Policy Statement. The final portfolio allocation recommended to a client will be adjusted from the guidelines included in the client's Investment Policy Statement.

In connection with developing a prospective portfolio, the client's existing investments are evaluated to determine whether the allocation and type of such assets meet the objectives set forth in the client's Investment Policy Statement. If the client so chooses, the Associated Person of the firm works with the client to develop a transition

plan in order to reallocate assets. Ongoing portfolio management services will be provided by third party advisers selected by the client or recommended by us. Wealth Solutions USA supervises the third party advisers and retains the right to hire or fire advisers and to reallocate assets to a different portfolio managed by the same adviser.

To the extent a client decides to invest with third party advisers, those advisers will have their own investment practices. Those investment practices are described in each adviser's Form ADV or other disclosure documents. In addition, selected third party advisers typically have discretion to determine the type and amount of securities to be purchased or sold for the client for that portion of the client's assets managed by the third party adviser. Wealth Solutions USA does not receive compensation from, or have a sales interest in, any third party adviser, fund, or other investment we recommend.

Assets Under Management

Although the firm does not have any regulatory assets under management, as of March 8, 2019, we have \$95,728,497 in assets under advisement.

Fees and Compensation - Item 5

Wealth Solutions USA charges fixed fees, hourly fees, and fees based on a percentage of assets under advisement. Fees are negotiated with the client on a case-by-case basis and vary based on the complexity of each client's financial profile, unique investment needs, and goals. The exact fee paid by the client and payment terms will be clearly stated in the advisory agreement signed by the client and our firm.

Generally, fees are directly billed to clients. Clients authorize the firm to directly debit management fees from the client's accounts on a monthly or quarterly basis depending on the terms of the agreement signed with the client.

At the inception of investment management services, the first pay period's fees will be calculated on a pro-rata basis. The management agreement between the client and Wealth Solutions USA will continue in effect until either party terminates the management agreement in accordance with the terms of the management agreement. Wealth Solutions USA's annual fee will be pro-rated through the date of termination and, where applicable, all unearned fees will be refunded to the client.

Additional Fees and Expenses

All fees paid to Wealth Solutions USA for investment advisory services are separate and distinct from the fees and expenses charged to shareholders by mutual funds or exchange traded funds. These fees and expenses are described in each fund's prospectus. These fees generally include a management fee, other fund expenses, and a possible distribution fee. If the fund also imposes sales charges, clients may pay an initial or deferred sales charge. Wealth Solutions USA will not receive any portion of these commissions, fees, and costs.

A client could invest in a mutual fund or exchange traded fund directly, without the services of Wealth Solutions USA. In which case, the client would not receive the services provided by Wealth Solutions USA, which are designed, among other things, to assist the client in determining which fund or funds are most appropriate to their financial condition and objectives. Accordingly, clients should review both the fees charged by the funds and the fees charged by Wealth Solutions USA to fully understand the total amount of fees to be paid by them to evaluate the advisory services being provided.

Wealth Solutions USA's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred directly by the client. Clients may incur certain charges imposed by custodians, brokers, and other third parties such as custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic funds fees, and other fees and taxes on brokerage account and securities transactions.

General Information on Advisory Services and Fees

We do not represent, warrant, or imply that the services or methods of analysis employed by us can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections or declines.

We shall never have physical custody of any client funds or securities, as the services of a qualified and independent custodian will be used for these asset management services. We will send the client an invoice for the payment of our advisory fee, or we will deduct our fee directly from the account through the qualified custodian holding the client's funds and securities. We will deduct our advisory fee only when clients have given us written authorization permitting the fees to be paid directly from their account. Further, the qualified custodian will deliver an account statement to clients at least quarterly. These account statements will show all disbursements from the account. Clients should review all statements for accuracy. We will also receive a duplicate copy of the account statements.

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

Performance-based fees are based on a share of capital gains on or capital appreciation of the client's assets. Wealth Solutions USA does not accept performance-based fees.

Types of Clients - Item 7

We generally offer investment advisory services to institutions, endowments, high net worth individuals and their various business entities.

We require a minimum of \$10,000,000 to establish an advisory relationship. This requirement can be met by combining two or more accounts owned by the client or the client's family members.

At our sole discretion, we may waive this requirement.

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

We primarily use Fundamental Analysis when providing investment advice. Fundamental Analysis is a technique that attempts to determine a security's value by focusing on underlying factors that affect a company's actual business and its future prospects. The term refers to the analysis of the economic well-being of a financial entity as opposed to only its price movements. We may also rely on analysis prepared by third parties.

We may use one or more of the following investment strategies when advising on investments:

- Long Term Purchases – securities held for over a year.
- Short Term Purchases – securities held for less than a year.
- Trading – securities are sold within 30 days.
- Covered Options – covered option is a strategy in which an investor writes an option contract while at the same time owning an equivalent number of shares of the underlying stock.

Investing in securities involves risk of loss that you should be prepared to bear.

The investment advice provided along with the strategies suggested by Wealth Solutions USA will vary depending on specific financial situation and goals. There are risks and other significant aspects associated with investing in financial markets. In light of those risks, clients should fully understand the nature of the contractual relationship(s) into which they are entering and the extent of their exposure to risk. Certain investing strategies may not be suitable for everyone. Clients should carefully consider whether the strategies employed would be appropriate for them in light of their experience, objectives, financial resources, and other relevant circumstances. In general, clients should consider the following:

General Investment Risk: All investments come with the risk of losing money. Investing involves substantial risks, including complete possible loss of principal plus other losses and may not be suitable for everyone. Investments, unlike savings and checking accounts at a bank, are not insured by the government to protect against market losses. Different market instruments carry different types and degrees of risk and you should familiarize yourself with the risks involved in the particular market instruments in which you intend to invest.

Loss of Value: There can be no assurance that a specific investment will achieve its investment objectives and past performance should not be seen as a guide to future returns. The value of investments and the income derived may fall as well as rise and investors may not recoup the original amount invested. Investments may also be affected by any changes in exchange control regulation, tax laws, withholding taxes, international, political, and economic developments, and government, economic, or monetary policies.

Interest Rate Risk: Fixed income securities and funds that invest in bonds and other fixed income securities may fall in value if interest rates change. Generally, the prices of debt securities rise when interest rates fall, and their prices fall when interest rates rise. Longer-term debt securities are usually more sensitive to interest rate changes.

Credit Risk: Investments in bonds and other fixed income securities are subject to the risk that the issuer(s) may not make required interest payments. An issuer suffering an adverse change in its financial condition could lower the credit quality of a security, leading to greater price volatility of the security. A lowering of the credit rating of a security may also offset the security's liquidity, making it more difficult to sell. Funds investing in lower quality debt securities are more susceptible to these problems and their value may be more volatile.

Foreign Exchange Risk: Foreign investments may be affected favorably or unfavorably by exchange control regulations or changes in the exchange rates. Changes in currency exchange rates may influence the share value, the dividends or interest earned and the gains and losses realized. Exchange rates between currencies are determined by supply and demand in the currency exchange markets, the international balance of payments, governmental intervention, speculation, and other economic and political conditions. If the currency in which a security is denominated appreciates against the US Dollar, the value of the security will increase. Conversely, a decline in the exchange rate of the currency would adversely affect the value of the security.

Risks Associated with Investing in Options: Transactions in options carry a high degree of risk. A relatively small market movement will have a proportionately larger impact, which may work for or against the investor. Placing certain orders, which are intended to limit losses to certain amounts, may not be effective because market conditions may make it impossible to execute such orders. Selling an option generally entails considerably greater risk than purchasing options. Although the premium received by the seller is fixed, the seller may sustain a loss well in excess of that amount. The seller will also be exposed to the risk of the purchaser exercising the option and the seller will be obliged either to settle the option in cash or to acquire or deliver the underlying investment. If the option is "covered" by the seller holding a corresponding position in the underlying investment or a future on another option, the risk may be reduced.

Risks Associated with Investing in Equities: Investments in equities generally refers to buying shares of stocks by

an individual or firms in return for receiving a future payment of dividends and capital gains if the value of the stock increases. There is an innate risk involved when purchasing a stock that it may decrease in value and the investment may incur a loss.

Risks Associated with Investing in Exchange Traded Funds (ETF): Investing in stocks & ETF's carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). Investments in these securities are not guaranteed or insured by the FDIC or any other government agency.

Recommendation of Particular Types of Securities

As disclosed under the Advisory Business section in this brochure, we recommend all types of securities and we do not necessarily recommend one particular type of security over another since each client has different needs and different tolerance for risk. Each type of security has its own unique set of risks associated with it and it would not be possible to list here all of the specific risks of every type of investment. Even within the same type of investment, risks can vary widely. However, in very general terms, the higher the anticipated return of an investment, the higher the risk of loss associated with that investment.

Disciplinary Information - Item 9

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Wealth Solutions USA or of the integrity of our management. Neither Wealth Solutions USA nor our management persons have a history of material legal or disciplinary events.

Other Financial Industry Activities or Affiliations - Item 10

Wealth Solutions USA is a subsidiary of Wealth Solutions LATAM, S.L.U., a holding company based in Spain.

Wealth Solutions USA is also affiliated with Wealth Solutions, EAFI, S.L. through common ownership and control. Wealth Solutions, EAFI, is a Financial Advisory Company approved and regulated in Spain by the Comisión Nacional del Mercado de Valores (National Commission of Securities Markets) to offer investment advisory services.

Wealth Solutions USA is affiliated with Finletic Capital SGIIC, S.A. through common ownership and control. Finletic Capital SGIIC, S.A. is an asset management company approved and regulated in Spain by the Comisión Nacional del Mercado de Valores (National Commission of Securities Markets) to offer asset management (discretionary) and other services.

Wealth Solutions, EAFI, S.L. primarily caters to families with large estates, institutions, and Family Offices outside of the United States. Finletic Capital SGIIC, S.A. primarily caters to individuals, institutions and business outside of the United States.

Wealth Solutions USA is partially owned by Santa Lucía, S.A. Compañía de Seguros y Reaseguros through Wealth Solutions LATAM, S.L.U., its holding company. Santa Lucía, S.A. Compañía de Seguros y Reaseguros is a Spanish entity approved and regulated by the Dirección General de Seguros (General Insurance and Pension Funds Directorate) that provides various insurance and investment products to individuals, families, and businesses. The company was founded in 1922 and is based in Madrid, Spain. Through this affiliation, Wealth Solutions USA is also related to various investment adviser, pension consultants and insurance companies owned by Santa Lucía, S.A. Compañía de Seguros y Reaseguros.

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

Description of Our Code of Ethics

Wealth Solutions USA subscribes to the CFA Institute's Code of Ethics. The firm has also adopted a separate Code of Ethics (the "Code") to address investment advisory conduct. The Code focuses primarily on fiduciary duty, personal securities transactions, insider trading, gifts, and conflicts of interest. The Code includes Wealth Solutions USA's policies and procedures developed to protect clients' interests in relation to the following topics:

- The duty at all times to place the interests of clients first;
- The requirement that all personal securities transactions be conducted in such a manner as to be consistent with the code of ethics;
- The responsibility to avoid any actual or potential conflict of interest or misuse of an employee's position of trust and responsibility;
- The fiduciary principle that information concerning the identity of security holdings and financial circumstances of clients is confidential;
- Having a reasonable and adequate basis, supported by appropriate research and investigation, for any investment analysis, recommendation, or action; and
- The principle that independence in the investment decision-making process is paramount.

A copy of Wealth Solutions USA's Code of Ethics is available upon request to Elaine King, Chief Compliance Officer, at (786) 441-5298.

Personal Trading Practices

At times, Wealth Solutions USA and/or its related persons may take positions in the same securities as clients, which may pose a conflict of interest with clients. Wealth Solutions USA and its related persons will generally be "last in" and "last out" for the trading day when trading occurs in close proximity to client trades. We will not violate our fiduciary responsibilities to our clients. Front running (trading shortly ahead of clients) is prohibited. Should a conflict occur because of materiality (e.g., a thinly traded stock), disclosure will be made to the client(s) at the time of trading. Incidental trading not deemed to be a conflict (e.g., a purchase or sale which is minimal in relation to the total outstanding value, and as such would have negligible effect on the market price) would not be disclosed at the time of trading.

Brokerage Practices - Item 12

In general, our clients select their own custodians – i.e., private banks, broker-dealers, or other qualified custodians. At a client's request, Wealth Solutions USA can recommend a custodian to a client. Our recommendation typically will be for the client to utilize a global custodian with favorable pricing and an open architecture. Wealth Solutions USA is not affiliated with any brokers, dealers, banks, or custodians. Wealth Solutions USA does not receive any compensation for such recommendations.

In some cases, Wealth Solutions USA recommends certain investment managers to handle the day-to-day investment of client accounts. Wealth Solutions USA is not affiliated with any third party investment managers. To the extent that investment managers recommended by Wealth Solutions USA purchase securities from other broker-dealers on which brokerage commissions or sales loads are charged, Wealth Solutions USA relies upon the fiduciary responsibility of each investment manager to its clients to review such charges regularly and continuously based on comparative standards that it may regard as pertinent for the purpose of evaluating the reasonableness of such commissions.

In some cases, at the client's request, Wealth Solutions USA negotiates, on behalf of the client, fees, and charges the client pays for brokerage, custody, and management services.

"Soft-Dollar" or Research/Execution Policy

Wealth Solutions USA does not pay for any research, research-related products, or other brokerage services on a soft-dollar basis and maintains no soft-dollar arrangement with any custodian or broker-dealer. However, Wealth Solutions USA may receive unsolicited research and other investment or market-related information that does not increase the cost of trading for its clients. Wealth Solutions USA does not track the extent to which any client's choice of brokerage services provider may have resulted in Wealth Solutions USA's receipt of incidental research information from any particular brokerage firm(s). We do not recommend particular custodians or brokers to clients because of its receipt of such unsolicited research or other information. As part of our services, Wealth Solutions USA recommends that clients invest with certain unaffiliated investment advisers. Such advisers may utilize soft dollars and may have soft-dollar arrangements and "soft-dollar" policies that differ from Wealth Solutions USA's practices. Please see the other Advisers' Forms ADV, or other disclosure documents, for further relevant information about this topic.

Review of Accounts - Item 13

Portfolio Management Account Reviews

Wealth Solutions USA monitors client account holdings on a continuous basis and conducts formal account reviews on an annual basis. Informal reviews are conducted at least quarterly. Accounts are reviewed by the Associated Person assigned to the account.

Additional reviews may be offered in certain circumstances. Triggering factors that may stimulate additional reviews include, but are not limited to, changes in economic conditions, changes in the client's financial situation or investment objectives, or upon client request.

Clients will receive statements directly from their account custodian(s) on at least a quarterly basis. Wealth Solutions USA also provides performance reports at regular intervals.

Client Referrals and Other Compensation - Item 14

Wealth Solutions USA does not receive economic benefits from third parties in exchange for providing investment advice or other advisory services to our clients.

Wealth Solutions USA and its related persons do not compensate, directly or indirectly, any person or entity, who is not our supervised person, for client referrals.

Custody - Item 15

Investment advisers that have access to client funds or securities must comply with certain rules and regulations designed to protect client assets. Rule 206(4)-2 of the Investment Advisers Act of 1940 details strict requirements governing investment advisers that have "custody" over client securities or funds. Wealth Solutions USA meets the

definition of having custody solely because we can deduct advisory fees from our clients' accounts at the direction of the client.

Wealth Solutions USA does not have physical custody of any client funds and/or securities. Client funds and securities will be held with a bank, broker dealer, or other independent qualified custodian. Clients receive account statements from the independent, qualified custodian holding the client funds and/or securities. The account statement from the custodian will indicate the amount of advisory fees deducted for each billing cycle. Clients should carefully review statements received from the custodian. All checks deposited into client's custodial accounts must be made payable either to the custodian or for the benefit of the account name.

Clients should carefully review their account statements, and are encouraged to compare any reports received by Wealth Solutions USA with their custodial statements and to promptly report any issues.

Investment Discretion - Item 16

Wealth Solutions USA offers investment management services on a discretionary or non-discretionary basis. Clients must grant discretionary authority in the Investment Advisory Agreement. Discretionary authority extends to the types and amounts of securities to be bought and sold in client accounts. Apart from the ability to withdraw management fees, Wealth Solutions USA does not have the ability to withdraw funds or securities from the client's account.

Clients may limit our discretionary authority, for example, by setting a limit on the type of securities that can be purchased for their account. Simply provide us with your restrictions or guidelines in writing. Please refer to the "Advisory Business" section in this Brochure for more information on our services.

With respect to clients who have engaged us for non-discretionary portfolio management services, Wealth Solutions USA provides general investment recommendations to the client who is then responsible for the execution of all transactions.

Voting Client Securities - Item 17

Wealth Solutions USA does not vote proxies. It is the client's responsibility to vote proxies. Clients will receive proxy materials directly from the custodian. Questions about proxies may be made via the contact information on the cover page of this brochure.

Financial Information - Item 18

We are required in this Item to provide clients with certain financial information or disclosures about Wealth Solutions USA's, financial condition. Wealth Solutions USA does not require the prepayment of over \$1,200, six or more months in advance. Additionally, Wealth Solutions USA has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and it has not been the subject of a bankruptcy proceeding.

Requirements of State-Registered Advisers - Item 19

This section is not applicable because our firm is SEC registered.

Miscellaneous

Confidentiality

Wealth Solutions USA views protecting its customers' private information as a top priority and, pursuant to the requirements of the Gramm-Leach-Bliley Act, it has instituted policies and procedures to ensure that customer information is kept private and secure. Wealth Solutions USA does not disclose any non-public personal information about its customers or former customers to any non-affiliated third parties, except as permitted by law. In the course of servicing a client account, Wealth Solutions USA may share some information with its service providers, such as transfer agents, custodians, broker-dealers, accountants, and lawyers.

Wealth Solutions USA restricts internal access to nonpublic personal information about its clients to those employees who need to know that information in order to provide products or services to the client. Wealth Solutions USA maintains physical and procedural safeguards that comply with state and federal standards to guard a client's non-public personal information and ensure its integrity and confidentiality. As emphasized above, it has always been and will always be Wealth Solutions USA's policy never to sell information about current or former customers or their accounts to anyone. It is also Wealth Solutions USA's policy not to share information unless required to process a transaction, at the request of the client, or as required by law.

A copy of Wealth Solutions USA's privacy policy notice will be provided to each client prior to, or contemporaneously with, the execution of the agreement(s) for services. Thereafter, Wealth Solutions USA will deliver a copy of the current privacy policy notice to its clients upon any material changes to its privacy policies and practices. Clients who have any questions regarding their privacy may contact Elaine King, Chief Compliance Officer, at (786) 441-5298.