

iOmniFunds LLC

Firm Brochure - Form ADV Part 2A

This brochure provides information about the qualifications and business practices of iOmniFunds LLC. If you have any questions about the contents of this brochure, please contact us at (512) 345-2545 or by email at: info@iOmniFunds.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 iOmniFunds LLC is also available on the SEC's website at www.adviserinfo.sec.gov. iOmniFunds LLC's CRD number is: 299329.

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Registration does not imply a certain level of skill or training.

Version Date: 02/25/2019

Item 2: Material Changes

Since the date of our initial filing on November 1, 2018, iOmniFunds LLC has had the following material changes:

1. Item 10 has been amended to disclose the common ownership of the registered investment advisor, iOmniVest LLC.

Item 3: Table of Contents

Item 1: Cover Page	
Item 2: Material Changes	iii
Item 3: Table of Contents	iv
Item 4: Advisory Business	6
A. Description of the Advisory Firm	6
B. Types of Advisory Services	6
Digital-Advisory Portfolio Management Services	6
C. Client Tailored Services and Client Imposed Restrictions	6
D. Wrap Fee Programs	6
E. Assets Under Management	6
Item 5: Fees and Compensation	7
A. Fee Schedule	7
B. Payment of Fees	8
Payment of Digital-Advisory Portfolio Management Fees	8
C. Client Responsibility For Third Party Fees	8
D. Prepayment of Fees	8
E. Outside Compensation For the Sale of Securities to Clients	8
Item 6: Performance-Based Fees and Side-By-Side Management	8
Item 7: Types of Clients	9
Item 8: Methods of Analysis, Investment Strategies, & Risk of Loss	9
A. Methods of Analysis and Investment Strategies	9
B. Material Risks Involved	10
C. Risks of Specific Securities Utilized	11
Item 9: Disciplinary Information	11
A. Criminal or Civil Actions	11
B. Administrative Proceedings	11
C. Self-regulatory Organization (SRO) Proceedings	11
Item 10: Other Financial Industry Activities and Affiliations	12
A. Registration as a Broker/Dealer or Broker/Dealer Representative	12
B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor	12
C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests	12
D. Selection of Other Advisers or Managers and How This Adviser is Compensated for Those Selections	12
Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	12
A. Code of Ethics	12

B.	Recommendations Involving Material Financial Interests	13
C.	Investing Personal Money in the Same Securities as Clients.....	13
D.	Trading Securities At/ Around the Same Time as Clients' Securities	13
Item 12:	Brokerage Practices.....	13
A.	Factors Used to Select Custodians and/or Broker/Dealers	13
1.	Research and Other Soft-Dollar Benefits	14
2.	Brokerage for Client Referrals	14
3.	Clients Directing Which Broker/Dealer/Custodian to Use	14
B.	Aggregating (Block) Trading for Multiple Client Accounts	14
Item 13:	Review of Accounts	14
A.	Frequency and Nature of Periodic Reviews and Who Makes Those Reviews.....	14
B.	Factors That Will Trigger a Non-Periodic Review of Client Accounts.....	14
C.	Content and Frequency of Regular Reports Provided to Clients.....	14
Item 14:	Client Referrals and Other Compensation	14
A.	Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)	15
B.	Compensation to Non - Advisory Personnel for Client Referrals.....	15
Item 15:	Custody	15
Item 16:	Investment Discretion	15
Item 17:	Voting Client Securities (Proxy Voting).....	15
Item 18:	Financial Information	15
A.	Balance Sheet	15
B.	Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients	16
C.	Bankruptcy Petitions in Previous Ten Years	16

Item 4: Advisory Business

A. Description of the Advisory Firm

iOmniFunds LLC (hereinafter “iOmniFunds”) is a Limited Liability Company organized in the State of Texas. The firm was formed in September 2017, and the principal owners are H Edward Downs II and Intelligent Fund Management LLC.

B. Types of Advisory Services

Digital Advisory Portfolio Management Services

iOmniFunds provides digital advisory portfolio management services via an online interface. This entails the use of algorithm-based portfolio management advice, rather than in-person investment advice. These automated investment solutions are customized to each client and based on individual characteristics, such as the client’s age, risk tolerance, income, and current assets, among others.

Services Limited to Specific Types of Investments

iOmniFunds generally limits its investment advice to equities and ETFs. iOmniFunds may use other securities as well to help diversify a portfolio when applicable.

C. Client Tailored Services and Client Imposed Restrictions

iOmniFunds provides online digital advisory portfolio management. Client accounts are generally invested into a target allocation depending on the client’s individual profile. This automated approach factors in client financial situation and risk tolerance, although the algorithms used to provide advisory services are designed to be utilized by iOmniFunds across multiple clients. Clients may not impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs.

D. Wrap Fee Programs

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

E. Assets Under Management

iOmniFunds has the following assets under management:

Discretionary Amounts:	Non-discretionary Amounts:	Date Calculated:
\$0	\$0	December 2018

Item 5: Fees and Compensation

A. Fee Schedule

Digital Advisory Portfolio Management Services Fees

iOmniFunds provides digital advisory portfolio management services via an online interface.

Total Assets Under Management	Annual Fees
\$5000 and up	2.00%

These fees are negotiable and the final fee schedule is attached as Exhibit II of the Investment Advisory Contract.

iOmniFunds uses an average of the daily balance in the client's account throughout the billing period, after taking into account deposits and withdrawals, for purposes of determining the market value of the assets upon which the advisory fee is based.

iOmniFunds may discount or waive investment advisory fees for certain clients at its sole discretion.

iOmniFunds in its sole discretion offers fees to some accounts that differ from the standard fee schedule.

Clients may terminate the agreement without penalty, for full refund of iOmniFunds's fees, within five business days of signing the Investment Advisory Contract. Thereafter, clients may terminate the Investment Advisory Contract with thirty days' written notice.

Performance-Based Fees for Portfolio Management

Qualified clients as defined by the Investment Advisers Act of 1940 Section 205(a)(I) Rule 205-3, with assets under management of 1 million dollars or more will pay an annual fee of 2.00% of assets under management along with a 20.00% performance fee for qualified clients based on capital appreciation. If the qualified client's portfolio rises in value, the client will pay 20.00% on that increase in value, but if the portfolio drops in value, the client will not incur a new performance fee until the portfolio reaches the last highest value, adjusted for withdrawals and deposits, which is generally known as a "high water mark."

The high water mark will be the highest value of the client's account on the last day of any previous quarter, after accounting for the client's deposits or withdrawals for each billing period.

The final fee schedule is attached as Exhibit II of the Investment Advisory Contract. This service may be canceled with 10 days' notice. Clients must pay the prorated performance-based fees for the billing period in which they terminate the Investment Advisory Contract up to and including the day of termination.

B. Payment of Fees

Payment of Digital Advisory Portfolio Management Fees

Digital advisory portfolio management fees are withdrawn directly from the client's accounts with client's written authorization. Fees are paid monthly.

Payment of Performance-Based Portfolio Management Fees

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

C. Client Responsibility For Third Party Fees

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

D. Prepayment of Fees

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

E. Outside Compensation For the Sale of Securities to Clients

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

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

iOmniFunds manages accounts that are billed on performance-based fees (a share of capital gains on or capital appreciation of the assets of a client) and may as well manage accounts that are not billed on performance-based fees. Managing both kinds of accounts at the same time presents a

conflict of interest because iOmniFunds and/or its supervised persons have an incentive to favor accounts for which iOmniFunds receives a performance-based fee. iOmniFunds addresses the conflicts by ensuring that clients are not systematically advantaged or disadvantaged due to the presence or absence of performance-based fees. iOmniFunds seeks best execution and upholds its fiduciary duty for all clients. Clients paying a performance-based fee should be aware that investment advisers have an incentive to invest in riskier investments when paid a performance-based fee due to the higher risk/higher reward attributes.

Item 7: Types of Clients

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

- ❖ Individuals
- ❖ Accredited/Qualified Individuals
- ❖ Corporations or Business Entities

There is an account minimum of \$5,000, which may be waived by iOmniFunds in its discretion.

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

A. Methods of Analysis and Investment Strategies

Methods of Analysis

iOmniFunds's methods of analysis include Charting analysis, Cyclical analysis, Quantitative analysis and Technical analysis.

Charting analysis involves the use of patterns in performance charts. iOmniFunds uses this technique to search for patterns used to help predict favorable conditions for buying and/or selling a security.

Cyclical analysis involves the analysis of business cycles to find favorable conditions for buying and/or selling a security.

Quantitative analysis deals with measurable factors as distinguished from qualitative considerations such as the character of management or the state of employee morale, such as the value of assets, the cost of capital, historical projections of sales, and so on.

Technical analysis involves the analysis of past market data; primarily price and volume.

Investment Strategies

iOmniFunds uses a ranking and sorting process to switch investments at determined intervals. iOmniFunds uses equities and ETFs for investment purposes.

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

B. Material Risks Involved

Methods of Analysis

Charting analysis strategy involves using and comparing various charts to predict long and short term performance or market trends. The risk involved in using this method is that only past performance data is considered without using other methods to crosscheck data. Using charting analysis without other methods of analysis would be making the assumption that past performance will be indicative of future performance. This may not be the case.

Cyclical analysis assumes that the markets react in cyclical patterns which, once identified, can be leveraged to provide performance. The risks with this strategy are two-fold: 1) the markets do not always repeat cyclical patterns; and 2) if too many investors begin to implement this strategy, then it changes the very cycles these investors are trying to exploit.

Quantitative analysis Investment strategies using quantitative models may perform differently than expected as a result of, among other things, the factors used in the models, the weight placed on each factor, changes from the factors' historical trends, and technical issues in the construction and implementation of the models.

Technical analysis attempts to predict a future stock price or direction based on market trends. The assumption is that the market follows discernible patterns and if these patterns can be identified then a prediction can be made. The risk is that markets do not always follow patterns and relying solely on this method may not take into account new patterns that emerge over time.

Investment Strategies

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

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

Equity investment generally refers to buying shares of stocks in return for receiving a future payment of dividends and/or capital gains if the value of the stock increases. The

value of equity securities may fluctuate in response to specific situations for each company, industry conditions and the general economic environments.

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

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

C. Risks of Specific Securities Utilized

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

Equity investment generally refers to buying shares of stocks in return for receiving a future payment of dividends and/or capital gains if the value of the stock increases. The value of equity securities may fluctuate in response to specific situations for each company, industry conditions and the general economic environments.

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

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

Item 9: Disciplinary Information

A. Criminal or Civil Actions

There are no criminal or civil actions to report.

B. Administrative Proceedings

There are no administrative proceedings to report.

C. Self-regulatory Organization (SRO) Proceedings

There are no self-regulatory organization proceedings to report.

Item 10: Other Financial Industry Activities and Affiliations

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

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

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

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

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

iOmniFunds is under common ownership with the company iOmniVest LLC. iOmniVest is a digital advisory portfolio management service that is registered with the SEC and services high net worth and institutional clients. iOmniVest provides a different service from iOmniFunds, however it does offer a similar fee structure. iOmniVest's staff does not participate in any decision-making regarding investments for the platform. iOmniVest trades automatically. There is no apparent or direct conflict of interest with iOmniVest.

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

iOmniFunds does not utilize nor select third-party investment advisers. All assets are managed by iOmniFunds management.

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

A. Code of Ethics

iOmniFunds has a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment,

Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. iOmniFunds's Code of Ethics is available free upon request to any client or prospective client.

B. Recommendations Involving Material Financial Interests

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

C. Investing Personal Money in the Same Securities as Clients

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

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

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

Item 12: Brokerage Practices

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

iOmniFunds will require clients to use the custodial broker dealer of their choosing. Factors that iOmniFunds considers in recommending any broker-dealer to clients include their respective financial strength, reputation, execution capabilities, pricing, and service. The commissions and/or transaction fees charged by the custodian chosen by iOmniFunds may be higher or lower than those charged by other Financial Institutions. Key to the success of the iOmniFunds business model is its capability to render its online services to its clients. The capacity to support and integrate with those services is a key factor in deciding to recommend a broker-dealer to its clients.

1. Research and Other Soft-Dollar Benefits

iOmniFunds does not receive any soft dollar benefits from any broker dealer in which it does business other than standard transactional services.

2. Brokerage for Client Referrals

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

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

iOmniFunds does not allow client directed brokerage.

B. Aggregating (Block) Trading for Multiple Client Accounts

iOmniFunds has the ability to block trade purchases across accounts. This method of execution will be used when possible.

Item 13: Review of Accounts

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

Digital advisory accounts are not reviewed by iOmniFunds, save for automated allocation revisions.

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

Digital advisory portfolio management accounts do not undergo non-periodic review by iOmniFunds, allocations will change in accordance with the portfolio management software utilized by iOmniFunds and changes to the client's profile.

C. Content and Frequency of Regular Reports Provided to Clients

Digital advisory clients will receive at least quarterly a written report that details the client's account including assets held and asset value, which report will come from the custodian.

Item 14: Client Referrals and Other Compensation

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

iOmniFunds does not receive any economic benefit, directly or indirectly from any third party for advice rendered to iOmniFunds's clients.

B. Compensation to Non – Advisory Personnel for Client Referrals

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

Item 15: Custody

When advisory fees are deducted directly from client accounts at client's custodian, iOmniFunds will be deemed to have limited custody of client's assets and must have written authorization from the client to do so. Clients will receive all account statements and billing invoices that are required in each jurisdiction, and they should carefully review those statements for accuracy.

Item 16: Investment Discretion

iOmniFunds is given authority to exercise trading discretion on behalf of clients at the time of engagement. Discretion is exercised in a client's account when any transaction is effected without first seeking the client's consent. Each client gives iOmniFunds authority to effect and/or direct transactions on their accounts through signed agreements between iOmniFunds and the client. Clients may restrict trading within reasonable limits, such as account allocation, through the options provided in the iOmniFunds interface.

Item 17: Voting Client Securities (Proxy Voting)

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

Item 18: Financial Information

A. Balance Sheet

iOmniFunds neither requires nor solicits prepayment of more than \$1,200 in fees per client, six months or more in advance, and therefore is not required to include a balance sheet with this brochure.

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

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

C. Bankruptcy Petitions in Previous Ten Years

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