

Simple Financial Solutions

PART 2 OF FORM ADV – BROCHURE

795 Brightwater Circle
Maitland, FL 32751
(407) 740-5350

www.SimpleFS.com

January 3, 2018

This Brochure provides information about the qualifications and business practices of Simple Financial Solutions, LLC. If you have any questions about the contents of this Brochure, please contact John Prizer at (407) 740-5350. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission (SEC) or by any state securities authority.

Additional information about Simple Financial Solutions, 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. The CRD number for Advisor is 150380.

Registration with the SEC and other state securities authorities as a registered investment adviser does not imply a certain level of skill or training.

Item 2: Material Changes

Under the Amendments to the Form ADV that was published by the SEC on July 28, 2010, Simple Financial Solutions may provide you with this summary of Material Changes detailing any material changes that we made to our Brochure since the last annual update, in lieu of sending a full copy of our Brochure to all our clients.

Additional Information

Currently our brochure may be requested by contacting us at (407) 740-5350.

Additional information about us is also available via the SEC's web site www.adviserinfo.sec.gov. The SEC's web site also provides information about any persons affiliated with us who are registered, or are required to be registered, as one of our investment adviser representatives of our firm.

Item 3: Table of Contents

ITEM 1: COVER PAGE	1
ITEM 2: MATERIAL CHANGES	2
ITEM 3: TABLE OF CONTENTS	3
ITEM 4: ADVISORY BUSINESS	4
ITEM 5: FEES AND COMPENSATION	4
ITEM 6: PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT	6
ITEM 7: TYPES OF CLIENTS	6
ITEM 8: METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS	6
ITEM 9: DISCIPLINARY INFORMATION	7
ITEM 10: OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS	7
ITEM 11: CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS	8
ITEM 12: BROKERAGE PRACTICES	8
ITEM 13: REVIEW OF ACCOUNTS	10
ITEM 14: CLIENT REFERRALS AND OTHER COMPENSATION	10
ITEM 15: CUSTODY	10
ITEM 16: INVESTMENT DISCRETION	10
ITEM 17: VOTING CLIENT SECURITIES	10
ITEM 18: FINANCIAL INFORMATION	11
PRIVACY POLICY	12
CONTINUITY AND SUCCESSION PLANNING	12

Item 4: Advisory Business

Simple Financial Solutions, LLC (herein after; SFS, Advisor, we or us) was formed in 2009. The firm's sole owner, practicing professional and employee is John M. Prizer, Jr. Mr. Prizer provides all services to clients. SFS is independent, fee-only, does not sell products, does not accept commissions and does not receive any form of compensation from any source other than directly from clients.

Services

SFS provides financial planning and investment advisory services. SFS does not manage accounts on a non-discretionary basis. All clients must enter into a written agreement with SFS setting forth the terms of these services.

Investment Advisory Services

SFS will assist Client in developing an investment policy. SFS will manage the assets under management (defined in the advisory agreement) in accordance with this investment policy. SFS will assist client in opening accounts at Charles Schwab & Co., transferring accounts and setting up structures consistent with the plan. SFS will generally place all trades in the accounts under management pursuant to a limited power of attorney. See further discussion of discretionary trading in item 16.

Financial Planning Services

SFS financial planning services are primarily focused on developing spending, savings and investment strategies that are consistent with achieving financial objectives. SFS may also provide limited guidance on other financial planning matters such as insurance, estate and tax planning. However, SFS does not specialize in these areas and has only general expertise. All insurance, estate and tax planning strategies should be reviewed by experts in these areas before action is taken. These financial planning services are provided within an investment advisory engagement and are provided on an as needed basis and no additional fees are charged for these financial planning services. SFS may initiate conversations about these topics but it is Client's responsibility to ask for guidance on these topics.

Client may request more extensive guidance regarding other financial planning matters. SFS may agree to provide such guidance if SFS believes it has the ability and expertise to provide such guidance. SFS may charge additional fees for such guidance. It is SFS's responsibility to notify Client before any services are performed if any additional fee will be due.

Assets Under Management

As of December 31, 2018, SFS managed \$160,600,000 on a discretionary basis.

Item 5: Fees and Compensation

All fees paid to SFS are separate from and in addition to fees and expenses related to financial products and services SFS may recommend. SFS believes that minimizing cost is very important in maximizing net results. Lower fees for comparable services may be available from other sources. Client should carefully consider the aggregate of all costs when considering any financial product or service. It is important to compare both the detailed services offered and fees in making a decision.

Investment Advisory Services

Investment Advisory Services are subject to an annual fee of:

- 0.25% on the first \$2 million
- 0.05% above \$2 million

The fee is calculated based on the ending value of assets under management as of the preceding calendar year. The annual fee will be rounded down to the next lower \$200. For example, the calculated fee on a portfolio of \$3,874,000 would be \$5,937, the actual fee would be rounded down to \$5,800 so that the semi-annual payments would be even \$2,900 payments rather than \$2,968.50. The annual fee will be subject to a minimum of \$5,000.

Additional fees may be charged for additional financial planning services. Such additional fees are quoted in advance and could range anywhere from a few hundred dollars to more than \$10,000 depending on the nature of the additional financial planning services.

Fees are billed semi-annually in arrears.

Other Investment Cost Information

Investment costs relate to all services in which investment recommendations are made. These are in addition to SFS fees.

Mutual funds and ETFs charge their shareholders various advisory fees and expenses associated with the establishment and operation of the funds. These fees will generally include a management fee, shareholder servicing, other fund expenses, and sometimes a distribution fee. Mutual fund expenses are described in each fund's prospectus. In addition, mutual funds incur transaction costs and market impact costs, which are not disclosed in the fund's prospectus or Statement of Additional Information.

Clients may incur transaction fees or commissions in connection with trading of mutual funds, ETFs, individual stock and bonds (and/or principal mark-ups and mark-downs for principal trades), which are charged by the custodian (brokerage firm holding client's assets). For a discussion of our practice in recommending brokers (custodians) to our clients and negotiating brokerage fees on their behalf, please see Item 12.

Clients may also incur "account termination fees" upon the transfer of an account from one brokerage firm (custodian) to another. Clients should contact their custodians (brokerage firm, insurance company, bank or trust company, etc.) to determine the amount of account termination fees which may be charged and deducted from their accounts for any existing accounts which may be transferred.

Financial Planning Implementation Cost Information

Implementation of financial planning recommendations may involve fees and commissions from separate parties and are not included in the SFS fees. These separately billed charges could include commissions for insurance policies, accountant and attorney fees, brokerage fees, mutual fund fees, etc.

Other Fee Information

Clients of SFS may cancel any agreement at any time without penalty. If the agreement is cancelled more than five days after it is executed, Advisor will render a bill for services provided but not billed.

Fees may be negotiated or waived in certain circumstances. SFS provides advisory services to Mr. Prizer's family at no charge.

Any fees paid but unearned are returned upon termination.

Fees are pro-rated on a monthly basis. Any part of a month is considered an entire month.

A client could invest in mutual funds directly, without the services of SFS. However, some institutional funds are not available to the client directly.

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

Side-by-side management occurs when an investment adviser manages both performance-based fee accounts and nonperformance based fee accounts at the same time. Side-by-side management can result in conflicts of interest because there is an incentive to direct clients to performance-based fee accounts because the firm will, most likely, receive more fees.

However, because we do not charge performance fees, we do not engage in side-by-side management and have no conflicts of interest relevant to side-by-side management.

Item 7: Types of Clients

Typical clients are high income and high net worth individuals and families. No financial conditions are applied to clients. However, clients should carefully consider the cost effectiveness of our services relative to their financial resources.

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

Methods of Analysis

To analyze investments for your account, we obtain information from a number of sources, both public and by purchase, including; Dimensional Fund Advisors (DFA) in Santa Monica, California, Vanguard in Valley Forge, Pennsylvania, financial newspapers and magazines, research materials prepared by third-parties (such as Morningstar), corporate rating services, annual reports, prospectuses, filings with the SEC and company press releases. We believe these resources for information are reliable and regularly depend on these resources for making our investment decisions; however, we are not responsible for the accuracy or completeness of this information

Investment Strategies

We use a variety of investment strategies depending on Client circumstances, financial objectives and needs. Investments made in portfolios are predominantly long-term, and the frequency of trading is limited in order to keep costs low and taxable gains to a minimum. All managed portfolios are monitored using Portfolio Center. Accounts are reviewed periodically and trades are placed or recommended to rebalance portfolios, to generate cash for client spending requirements, invest income and additions or alter portfolio allocations for changing circumstances. Most trades are entered into the

trading platform, which allows for electronic submission of trades. Some trades may be placed by phone. All required records are retained.

Risk of Loss

We develop a long-term asset allocation strategy consistent with investment goals, objectives and risk tolerance. We believe that markets are in no way predictable over short periods of time and make no attempt to forecast short-term market movement or adjust portfolios based on short-term market forecasts of any kind. We believe in being fully invested all the time and clients should expect to bear losses when the markets to which they are allocated decline.

In implementing this long-term strategy, we predominantly use low cost, no-load open-end mutual funds and exchange traded funds (ETFs). We may occasionally use individual securities to implement a strategy.

We offer advice about a wide variety of investment types, including mutual funds, index funds and ETFs, each having different types and levels of risk. We will discuss these risks in determining the investment objectives that will guide our investment advice. We will explain and answer any questions about these kinds of investments.

Investing in securities involves risk of loss that you should be prepared to bear. Obtaining higher rates of return on investments requires accepting higher levels of risk. We work with you to attempt to identify the balance of risks and rewards that is appropriate and comfortable for you. However, it is your responsibility to ask questions if you do not fully understand the risks associated with any investment or investment strategy.

While we strive to render our best judgment on your behalf, many economic and market variables beyond our control can affect the performance of your investments and we cannot assure you that your investments will be profitable or assure you will achieve your investment objectives. Past performance is one consideration with respect to any investment or investment advisor, but it is not a predictor of future performance.

For any type of fund investment, it is important for you to understand that you are directly and indirectly paying two levels of advisory fees and expenses: one layer of fees at the fund level and one layer of advisory fees and expenses to us. However, we only recommend and invest in funds that are “no load” funds, which are funds in which the investor does not pay a sales fee or commission. You may purchase many mutual funds directly, without using our services and without incurring our advisory fees. However, we recommend a number of funds and have access to institutional shares that are not available to the general public.

Item 9: Disciplinary Information

Advisor and principal have no disciplinary events of any kind.

Item 10: Other Financial Industry Activities and Affiliations

Advisor does not have any other financial industry activities or affiliations that are material to our relationship with clients or that could create conflicts of interest with clients.

Item 11: Code of Ethics

Our Code of Ethics

We adhere to the CFP®, CFA and SFS Codes of Ethics. We will provide copies of these Codes of Ethics to any client or prospective client upon request. These codes of ethics include guidance ensuring we conduct our business in a high standard consistent with our fiduciary duty to our clients and comply with all relevant laws and regulations.

We may, from time to time, purchase or sell investments that we also recommend to clients. Most of this activity relates to open end mutual funds. Trades in open end mutual funds have no material impact on each other.

SFS occasionally trades EFTs and individual securities. It is possible to coordinate client trades with each other or with SFS staff trades to create advantages or disadvantages. SFS normal trading practices would make any material impact of one trade on another extremely unlikely. However, if there was a trading circumstance that could have a material impact, SFS would execute the trades in such a way that it did not interfere with client trading, disadvantage clients in any way or provide any advantage to SFS or SFS staff.

Participation or Interest in Client Transactions and Personal Trading

Advisor does not have a material financial interest in any security.

Individuals associated with the firm buy or sell securities for their personal accounts identical to those recommended to clients. Advisor monitors trading of individuals associated with the firm to ensure that such trading is sufficiently separated from client trading so that each has no material impact on the other. Advisor prohibits individuals associated with the firm from trading on material non-public information.

Item 12: Brokerage Practices

Directed Brokerage & Soft Dollars

We have established a brokerage relationship with Charles Schwab & Co., Inc., (“Schwab”) for custodian and brokerage services. Schwab does not charge your accounts a separate custodial fee, but instead charges commissions and other transaction-related fees for securities trades that are executed through them.

We are independently owned and operated and are not affiliated with Schwab. We do not receive remuneration from any broker including Schwab.

In recommending Schwab, we considered our confidence in the firm, competitive rates for transactions, trade execution, availability of no-load, no transaction fee mutual funds, and other investments that are otherwise generally available only to institutional investors or to accounts with a significantly higher minimum initial investment, website features, and their custodial services.

Schwab offers us other products and services that assist us in managing and administering clients’ accounts, but may not directly benefit your accounts. We may use many of these products and services to service all or some substantial number of our client accounts.

These products and services include software and other technology that (1) provide us access to client account data, such as trade confirmations and account statements; (2) facilitate trade execution; (3) provide research, pricing and other market data; and (4) assist with back-office functions, recordkeeping and client reporting.

As a result of these additional services, you may pay commissions in excess of those which the broker, or another broker, may charge for transactional services alone. We, however, must determine in good faith that the amount of any commission paid is reasonable in relation to the value of the brokerage and research services provided, viewed in terms either of a particular transaction or our overall responsibilities with respect to our accounts. We must also determine that any services we receive provide lawful and appropriate assistance in our investment decision-making responsibilities. We use the research and other services provided by Schwab for the benefit of all clients.

Unless directed otherwise, we seek to negotiate commissions, mark-ups, and other brokerage fees to ensure a reasonable rate based on multiple factors including execution prices which we review periodically to determine their reasonableness. As part of our fiduciary duty to clients, we endeavor at all times to put the interests of our clients first. You should be aware that the receipt of economic benefits by us or our personnel in and of itself creates a potential conflict of interest and may indirectly influence our choice to recommend Schwab for custody and brokerage services.

We have not and do not intend to enter into any contractual third-party soft-dollar arrangements, such as committing to place a specific level of brokerage with a specific firm in return for which the brokerage firm will pay for various research related products or services for us that are generally available for cash purchase.

Schwab Adviser Services™

Schwab offers independent investment advisory firms like us support products and services, such as institutional trading and custodial services, through their program Schwab Adviser Services™. To receive these services, we must maintain a total of at least \$10 million of our clients' assets in accounts at Schwab. These services are generally available to independent investment advisors on an unsolicited basis, at no charge, so long as we maintain a total of at least \$10 million of our clients' assets in accounts at Schwab. Therefore, these services are contingent upon us committing a specific amount of business, assets in custody, to Schwab.

Schwab also offers other services intended to help us manage and further develop our business enterprise. These services may include compliance, legal and business consulting, publications and conferences on practice management and business succession and access to employee benefits providers, human capital consultants and insurance providers. Schwab may also provide other benefits to us, such as educational events or occasional business entertainment of our personnel.

Trade Error Policy

A trade made in error is one made mistakenly or unintentionally. In the event an error is made, of whatever nature, in the trading of a client account, we will take steps to correct the error as soon as practicable. Trade errors may be corrected through a trade error account at Schwab or by making correcting transactions in the client's account. Regardless of the nature of the error or the means by which it is corrected, if a trade error occurs in your account, you will be reimbursed any and all costs

that may result from the errant trade. It is our intention that you should not be harmed from trades erroneously made on your behalf.

Item 13: Review of Accounts

Investment Advisory accounts are reviewed at least quarterly. Other factors may trigger additional reviews, such as substantial changes in the market price of stocks and bonds, changes in objectives or portfolio changes that would impact all accounts.

We do not provide regular portfolio reports to clients. Charles Schwab provides statements, detailing the transactions and balances at least quarterly. We urge you to review your statements carefully.

Item 14: Client Referrals and Other Compensation

Advisor does not provide or accept compensation to or from any person or entity for client referrals. Referrals to other professionals such as CPAs and estate planning attorneys may be provided where appropriate to meet the client's needs.

Item 15: Custody

We do not custody client assets of any kind.

Item 16: Investment Discretion

Advisor will only manage client assets on a discretionary basis. We generally receive discretionary authority in writing from clients at the outset of an advisory relationship in the investment advisory agreement. If you choose to give us discretionary authority, you grant us the ability to determine, without obtaining your specific consent, the securities to purchase or sell for your portfolio and the amount of securities to purchase or sell.

We exercise our discretion consistent with your stated investment objectives for the account and by considering the size of your account and your risk tolerance when selecting securities and determining amounts. You will also sign an agreement with Charles Schwab which includes a limited power of attorney granting us authority to direct and implement the investment and reinvestment of your assets within the account, but not direct the assets outside of the account.

You may provide us with authorization to transfer funds among your accounts. This may include transferring funds to accounts outside of Schwab. Such authorizations are limited to accounts in your name. Advisor will not accept authorizations to transfer funds to accounts not in your name as such authority could be considered custody of client assets. See item 15.

Item 17: Voting Client Securities

We do not exercise proxy-voting authority over securities held in our clients' accounts. We do not receive any proxy voting materials on behalf of any clients. All proxy materials are sent directly to the client by the custodian. Clients are responsible for voting proxies of securities held in their investment portfolios at their own expense. Clients may contact SFS with any questions about a mutual fund proxy solicitation at the address on the cover page.

Item 18: Financial Information

We do not require the prepayment of any fees. Clients may pre-pay fees if they prefer for tax or other purposes. Because we meet this condition, we are not required to disclose any financial condition that is reasonably likely to impair our ability to meet contractual commitments to clients. However, Advisor does not currently possess such a financial condition, nor have we been subject to a bankruptcy proceeding.

Other Information

Privacy Policy

Simple Financial Solutions has always taken care to protect and safeguard information we gather about our clients. We are required to give you this notice concerning our privacy policy annually.

We collect nonpublic personal information about you from the following sources:

- Information we receive from you on applications or other forms.
- Information we receive from others such as CPAs, attorneys and insurance agents.
- Information about your transactions with us or others.

We do not sell your personal information to anyone.

We do not disclose any nonpublic personal information about you to third parties, unless you have specifically authorized us to do so or one of the following limited exceptions applies:

- We disclose personal information to companies that help us process or service your transactions or account(s) (such as Charles Schwab and Company or others as applicable).
- We may disclose or report personal information in limited circumstances where we believe in good faith that disclosure is required or permitted under law, for example, to cooperate with regulators or law enforcement authorities.

Simple Financial Solutions maintains physical, electronic, and procedural safeguards to guard your nonpublic personal information.

If you should ever decide to close your account(s) or become an inactive client, we will continue to adhere to the privacy policies and practices as described in this notice.

Should you have any questions about the privacy and protection of your records, please contact us and we will be happy to discuss this matter with you.

Continuity and Succession Planning

SFS employs only one person, John M. Prizer, Jr. Mr. Prizer performs all services for Clients. Mr. Prizer is sometimes temporarily unavailable to provide services. This is most common for travel. Generally, Mr. Prizer monitors voicemail and email while travelling and has limited ability to provide services. However, not all services can be provided remotely, and response times may be slower. It is also possible that Mr. Prizer could become temporarily unavailable due to illness or injury. In the event of Mr. Prizer's temporary unavailability, Clients may contact Charles Schwab directly for service on their accounts. Schwab Alliance is a team dedicated to the service of clients of advisors and may be reached at (800) 515-2157 or at www.SchwabAlliance.com.

In the event of Mr. Prizer's death, retirement or permanent incapacity, or in the event Mr. Prizer is temporarily incapacitated for an extended period of time, Clients will need to assume management of their portfolios or hire another advisor to assume those duties.

Portfolios are managed on a passive, long-term buy and hold basis. In the event of Prizer's unavailability to provide services, nothing needs to happen immediately. Client accounts will not change and clients may find a suitable replacement at their leisure. Charles Schwab offers services Clients may use temporarily until a replacement advisor is selected. These services may also be used permanently.

SFS has no plans to continue operations when Mr. Prizer stops providing service for any reason including death, permanent incapacity or retirement. Mr. Prizer intends to work until age 80 in the year 2040, however Prizer could die, retire or become incapacitated at any time. Clients assume the risk of having to suddenly make other arrangements for the management of their portfolio at any time without warning.

SFS plans to shut down operations during Mr. Prizer's lifetime and plans to be able to assist clients in finding and transitioning to a new advisor. In the event shutting down of operations occurs after Mr. Prizer's death or Mr. Prizer is unable to assist in the process, clients will have to find and transition to a new advisor on their own.

SFS has plans in place for the orderly shutting down of operations and protection of client information in the event of Mr. Prizer's death, permanent incapacity or retirement.