

Equilibrium Wealth LLC

Form ADV Part 2A – Disclosure Brochure

Effective: April 17, 2024

This Form ADV Part 2A ("Disclosure Brochure") provides information about the qualifications and business practices of Equilibrium Wealth LLC ("Equilibrium Wealth" or the "Advisor"). If you have any questions about the content of this Disclosure Brochure, please contact the Advisor at (212) 321-0428.

Equilibrium Wealth is a registered investment advisor with the U.S. Securities and Exchange Commission ("SEC"). The information in this Disclosure Brochure has not been approved or verified by the SEC or by any state securities authority. Registration of an investment advisor does not imply any specific level of skill or training. This Disclosure Brochure provides information about Equilibrium Wealth to assist you in determining whether to retain the Advisor.

Additional information about Equilibrium Wealth and its Advisory Persons is available on the SEC's website at www.adviserinfo.sec.gov by searching with the Advisor's firm name or CRD# 311940.

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Item 2 – Material Changes

Form ADV 2 is divided into two parts: *Part 2A (the "Disclosure Brochure")* and *Part 2B (the "Brochure Supplement")*. The Disclosure Brochure provides information about a variety of topics relating to an Advisor's business practices and conflicts of interest. The Brochure Supplement provides information about the Advisory Persons of Equilibrium Wealth. For convenience, the Advisor has combined these documents into a single disclosure document.

Equilibrium Wealth believes that communication and transparency are the foundation of its relationship with clients and will continually strive to provide you with complete and accurate information at all times. Equilibrium Wealth encourages all current and prospective clients to read this Disclosure Brochure and discuss any questions you may have with the Advisor.

Material Changes

On April 16, 2024, we amended Item 8 of our Form ADV Part 2A Brochure to add disclosures related to risks associated with investments in interval funds, structured notes, alternative investments, private funds and illiquid securities.

Future Changes

From time to time, the Advisor may amend this Disclosure Brochure to reflect changes in business practices, changes in regulations or routine annual updates as required by the securities regulators. This complete Disclosure Brochure or a Summary of Material Changes shall be provided to you annually and if a material change occurs.

At any time, you may view the current Disclosure Brochure on-line at the SEC's Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with the Advisor's firm name or CRD# 311940. You may also request a copy of this Disclosure Brochure at any time by contacting the Advisor at (212) 321-0428.

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Item 4 – Advisory Services

A. Firm Information

Equilibrium Wealth LLC (“Equilibrium Wealth” or the “Advisor”) is a registered investment advisor with the U.S. Securities and Exchange Commission (“SEC”). The Advisor was organized as a limited liability company (“LLC”) under the laws of the State of Delaware in December 2020 and became a registered investment advisor in January 2021. Equilibrium Wealth is owned and operated by David Rabinowitz, CFP® (Chief Executive Officer and Chief Compliance Officer). This Disclosure Brochure provides information regarding the qualifications, business practices, and the advisory services provided by Equilibrium Wealth.

B. Advisory Services Offered

Equilibrium Wealth offers investment advisory services to individuals, high net worth individuals, trusts, estates, and small businesses (each referred to as a “Client” and collectively, “Clients”).

The Advisor serves as a fiduciary to Clients, as defined under the applicable laws and regulations. As a fiduciary, the Advisor upholds a duty of loyalty, fairness and good faith towards each Client and seeks to mitigate potential conflicts of interest. Equilibrium Wealth's fiduciary commitment is further described in the Advisor's Code of Ethics. For more information regarding the Code of Ethics, please see Item 11 – Code of Ethics, Participation or Interest in Client Transactions and Personal Trading.

Investment Management Services

Equilibrium Wealth provides customized investment advisory solutions for its Clients. This is achieved through continuous personal Client contact and interaction while providing discretionary investment management and related advisory services. Equilibrium Wealth works closely with each Client to identify their investment goals and objectives as well as risk tolerance and financial situation in order to develop a portfolio strategy. Equilibrium Wealth will then construct an investment portfolio, consisting of diversified mutual funds, exchange-traded funds (“ETFs”), individual stocks, individual bonds, options, alternative investments, and/or other types of investments, as appropriate, to achieve the Client's investment goals. The Advisor may retain certain legacy investments of a Client based on portfolio fit and/or tax considerations.

Equilibrium Wealth's investment strategies are primarily long-term focused, but the Advisor may buy, sell or re-allocate positions that have been held for less than one year to meet the objectives of the Client or due to market conditions. Equilibrium Wealth will construct, implement and monitor each Client's portfolio to ensure it meets the goals, objectives, circumstances, and risk tolerance agreed to by the Client. Each Client will have the opportunity to place reasonable restrictions on the types of investments to be held in their respective portfolio, subject to acceptance by the Advisor.

Equilibrium Wealth evaluates and selects investments for inclusion in Client portfolios only after applying its internal due diligence process. Equilibrium Wealth may recommend, on occasion, redistributing investment allocations to diversify the portfolio. Equilibrium Wealth may recommend specific positions to increase sector or asset class weightings. The Advisor may recommend employing cash positions as a possible hedge against market movement. Equilibrium Wealth may recommend selling positions for reasons that include, but are not limited to, harvesting capital gains or losses, business or sector risk exposure to a specific security or class of securities, overvaluation or overweighting of the position[s] in the portfolio, change in risk tolerance of the Client, generating cash to meet Client needs, or any risk deemed unacceptable for the Client's risk tolerance.

Capital Integration Systems LLC and iCapital Network, Inc.

Clients may also request that we consider certain investments offered on the Capital Integration Systems LLC (“CAIS”) and iCapital Network, Inc. (“iCapital”) Alternative Investments Portals as potential investments for their Account. Please see Item 8 below for more information about CAIS and iCapital, and risks associated with alternative investments.

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Pontera

As part of our overall portfolio management services, we provide asset allocation review, rebalancing and management services for accounts that are not held in custody of the qualified custodian(s) recommended by our firm. These services are provided through an account aggregation service called Pontera. The service primarily applies to ERISA and non-ERISA plan assets such as 401(k)s and 403(b)s, and other assets that must be held in custody of the plan custodian(s). We regularly review the available investment options in these accounts, monitor them, and periodically rebalance and implement our strategies using different tools as necessary. If you elect to allow us to manage your assets through Pontera, you will be notified via email when we place trades through Pontera.

At no time will Equilibrium Wealth accept or maintain custody of a Client's funds or securities, except for the limited authority as outlined in Item 15 – Custody. All Client assets will be held solely on the name of the Client and managed within the designated account[s] at the Custodian, pursuant to the terms of the Client's advisory agreement. Please see Item 12 – Brokerage Practices.

Retirement Accounts – When the Advisor provides investment advice to Clients regarding ERISA retirement accounts or individual retirement accounts ("IRAs"), the Advisor is a fiduciary within the meaning of Title I of the Employee Retirement Income Security Act ("ERISA") and/or the Internal Revenue Code ("IRC"), as applicable, which are laws governing retirement accounts. When deemed to be in the Client's best interest, the Advisor will provide investment advice to a Client regarding a distribution from an ERISA retirement account or to roll over the assets to an IRA, or recommend a similar transaction including rollovers from one ERISA sponsored Plan to another, one IRA to another IRA, or from one type of account to another account (e.g., commission-based account to fee-based account). Such a recommendation creates a conflict of interest if the Advisor will earn a new (or increase its current) advisory fee as a result of the transaction. No client is under any obligation to roll over a retirement account to an account managed by the Advisor.

Participant Account Management- As part of the Advisor's Investment Management Services, when appropriate, the Advisor will use a third-party platform to facilitate management of held away assets such as defined contribution plan participant accounts, with discretion. The platform allows the Advisor to avoid being considered to have custody of Client funds since the Advisor does not have direct access to Client log-in credentials to affect trades. The Advisor is not affiliated with the platform in any way and do not receive compensation from them for using their platform. A link will be provided to the Client allowing them to connect an account(s) to the platform. Once Client account(s) is connected to the platform, the Advisor will review the current account allocations. When deemed necessary, the Advisor will rebalance the account considering client investment goals and risk tolerance, and changes in allocations will take into account current economic and market trends. The goal is to improve account performance over time, minimize loss during difficult markets, and manage internal fees that harm account performance. Client account(s) will be reviewed at least quarterly and allocation changes will be made as deemed necessary.

Use of unaffiliated third-party investment advisors – Equilibrium Wealth may recommend that Clients utilize one or more unaffiliated investment advisors or investment platforms managed by an unaffiliated investment advisor (collectively "Third Party Managers") for all or a portion of a Client's investment portfolio, based on the Client's needs and objectives. In such instances, the Client is required to authorize and enter into an investment management agreement with a Third-Party Manager that defines the scope and terms in which the Independent Manager will provide its services. The Advisor will perform initial and ongoing oversight and due diligence over each Third-Party Manager to ensure the strategy remains aligned with Client's investment objectives and overall best interests. The Advisor will also assist the Client in the development of the initial policy recommendations and managing the ongoing Client relationship with the Third-Party Manager. The Client, prior to engaging a Third-Party Manager, will be provided with the Third-Party Manager's Form ADV Part 2A - Disclosure Brochure

Financial Planning Services

Equilibrium Wealth will typically provide a variety of financial planning and consulting services to Clients. Services may be provided as part of an overall wealth management engagement or billed separately. Services are offered in several areas of a Client's financial situation, depending on their goals and objectives. Generally, such financial

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planning services involve preparing a formal financial plan or rendering a specific financial consultation based on the Client's financial goals and objectives. This planning or consulting may encompass one or more areas of need, including but not limited to, investment planning, retirement planning, personal savings, education savings, insurance needs, and other areas of a Client's financial situation.

A financial plan developed for, or financial consultation rendered to the Client will usually include general recommendations for a course of activity or specific actions to be taken by the Client. For example, recommendations may be made that the Client start or revise their investment programs, commence or alter retirement savings, establish education savings and/or charitable giving programs.

Equilibrium Wealth may also refer Clients to an accountant, attorney or other specialists, as appropriate for their unique situation. The Advisor will not accept compensation for such referrals. For certain financial planning engagements, the Advisor will provide a written summary of the Client's financial situation, observations, and recommendations. For consulting or ad-hoc engagements, the Advisor may not provide a written summary. Plans or consultations are typically completed within six (6) months of contract date, assuming all information and documents requested are provided promptly.

Financial planning and consulting recommendations pose a conflict between the interests of the Advisor and the interests of the Client. For example, the Advisor has an incentive to recommend that Clients engage the Advisor for investment management services or to increase the amount of assets managed by the Advisor, as it would increase the amount of advisory fees paid to the Advisor. Clients are not obligated to implement any recommendations made by the Advisor or maintain an ongoing relationship with the Advisor. If the Client elects to act on any of the recommendations made by the Advisor, the Client is under no obligation to implement the transaction through the Advisor.

C. Client Account Management

Prior to engaging Equilibrium Wealth to provide investment advisory services, each Client is required to enter into one or more agreements with the Advisor that define the terms, conditions, authority and responsibilities of the Advisor and the Client. These services may include:

- Establishing an Investment Strategy – Equilibrium Wealth, in connection with the Client, will develop a strategy that seeks to achieve the Client's goals and objectives.
- Asset Allocation – Equilibrium Wealth will develop a strategic asset allocation that is targeted to meet the investment objectives, time horizon, financial situation and tolerance for risk for each Client.
- Portfolio Construction – Equilibrium Wealth will develop a portfolio for the Client that is intended to meet the stated goals and objectives of the Client.
- Investment Management and Supervision – Equilibrium Wealth will provide investment management and ongoing oversight of the Client's investment portfolio.

D. Wrap Fee Programs

Equilibrium Wealth does not manage or place Client assets into a wrap fee program.

E. Assets Under Management

As of December 31, 2023, Equilibrium Wealth manages \$87,940,580 in Client assets, all of which are managed on a discretionary basis. Clients may request more current information at any time by contacting the Advisor.

Item 5 – Fees and Compensation

The following paragraphs detail the fee structure and compensation methodology for services provided by the Advisor. Each Client engaging the Advisor for services described herein shall be required to enter into one more written agreements with the Advisor.

A. Fees for Advisory Services

Investment Management Services

The Advisor typically charges a fee based upon a percentage of the market value of the assets being advised by Equilibrium Wealth (including any assets placed with Third Party Managers), as agreed with the Client. Investment advisory fees are paid quarterly in advance of each calendar quarter based on the value of assets under management in the account(s) on the last business day of the previous quarter. Investment advisory fees range from 0.75% to 2.00% annually based on several factors, including: the scope and complexity of the services to be provided; the level of assets to be managed; and the overall relationship with the Advisor. The Advisor reserves the rights to charge fees outside of the range. Certain Clients may also be offered a tiered fee schedule.

The investment advisory fee in the first quarter of service is prorated from the inception date of the account[s] to the end of the first quarter. Fees may be negotiable at the sole discretion of the Advisor. The Client's fees will take into consideration the aggregate assets under management with the Advisor. All securities held in accounts managed by Equilibrium Wealth will be independently valued by the Custodian. Equilibrium Wealth will not have the authority or responsibility to value portfolio securities.

Privately offered securities valuations can lag a month or more and are provided by the issuer's third-party administrator, iCapital or CAIS to the custodian. The fee calculation uses this data to calculate the fee.

The Advisor's fee is exclusive of, and in addition to, any fees charged by Third Party Managers, brokerage commissions, applicable securities transaction and custody fees, and other related costs and expenses described in Item 5.C below, which may be incurred by the Client. However, the Advisor shall not receive any portion of these commissions, fees, and costs.

The Advisor utilizes Orion Advisor Tech as its portfolio management, fee billing, and Client portal software. In some instances, there may be a difference between Client account values within the Client portal versus values shown on statements received from the Custodian. If for any reason a Client's fees are processed incorrectly, the Advisor will promptly refund Clients any overpayment of fees.

For held away assets managed through Pontera, Pontera does not offer us the ability to deduct fees from the account. As such, fees for the management of held away assets will either be paid directly by you or deducted from another account that we manage for you at the qualified custodian(s) recommended by us. Clients should note that all transaction fees (if any) associated with trades placed through Pontera will be borne by the client and not by Equilibrium Wealth.

Use of Third-Party Managers – As noted in Item 4, the Advisor may implement all or a portion of a Client's investment portfolio utilizing one or more Third Party Managers. The Advisor does not receive or earn any compensation from any Third-Party Manager. The Advisor will only earn its investment advisory fee as described above. A Third-Party Manager utilized by the Advisor will charge the Client a fee that is in addition to the fee charged by the Advisor. The total blended fee, including the Advisor's fee and the Third-Party Manager's fee paid by a Client, will typically not exceed 2.00% annually.

Financial Planning Services

Equilibrium Wealth offers financial planning services at an hourly rate that ranges from \$100 to \$1,000 per hour or as a fixed engagement fee ranging from \$500 to \$20,000. Fees may be negotiable based on the nature and complexity of the services to be provided and the overall relationship with the Advisor. An estimate for total costs will be determined prior to engaging for these services.

B. Fee Billing

Investment Management Services

Investment advisory fees are calculated by the Advisor or its delegate and deducted from the Client's account[s] by the Custodian. The Advisor shall send an invoice to the Custodian indicating the amount of the fees to be deducted from the Client's account[s] at the beginning of the respective quarter. The amount due is calculated by applying the quarterly advisory fee (annual fee divided by 4) to the total assets under management with Equilibrium Wealth at the

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end of the prior quarter. Clients will be provided with a statement, at least quarterly, from the Custodian reflecting deduction of the investment advisory fee. Clients provide written authorization permitting advisory fees to be deducted by Equilibrium Wealth to be paid directly from their account[s] held by the Custodian as part of the investment advisory agreement and separate account forms provided by the Custodian.

Use of Third-Party Managers – For Client accounts utilizing one or more Third Party Managers, the Client's overall fees will include Equilibrium Wealth's investment advisory fee (as noted above) plus investment management fees and/or platform fees charged by the Third-Party Manager. The Third-Party Manager will assume the responsibility for calculating the Client's fees and deducting all fees from the Client's account[s]. A Third-Party Manager may charge performance-based fees. Please see item 6 for more information.

Valuation of Assets

The valuations of securities are made by the qualified custodian holding the assets and the qualified custodian follows their standard valuation procedures. The Advisor takes the valuation of assets and the calculation of its advisory fees seriously; however, Clients should verify whether the correct fees are being applied to a Client's account.

Financial Planning Services

Financial planning fees may be invoiced up to fifty percent (50%) of the expected total fee upon execution of the financial planning agreement. The balance shall be invoiced upon completion of the agreed upon deliverable[s] through ACH payment, credit card or deduction from the Client's account[s].

C. Other Fees and Expenses

Clients may incur certain fees or charges imposed by third parties, other than Equilibrium Wealth, in connection with investments made on behalf of the Client's account[s]. The Client is responsible for all custody and securities execution fees charged by the Custodian, if applicable. The fees charged by Equilibrium Wealth are separate and distinct from these custody and execution fees.

In addition, all fees paid to Equilibrium Wealth for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds and/or ETFs to their shareholders, if applicable. These fees and expenses are described in each fund's prospectus. These fees and expenses will generally include a management fee and other fund expenses and may include asset based sales charges, service fees, and/or distribution fees ("12b-1 fees"). A Client may be able to invest in these products directly, without the services of Equilibrium Wealth, but would not receive the services provided by Equilibrium Wealth which are designed, among other things, to assist the Client in determining which products or services are most appropriate for each Client's financial situation and objectives. Accordingly, the Client should review both the fees charged by the fund[s] and the fees charged by Equilibrium Wealth to fully understand the total fees to be paid. Please refer to Item 12 – Brokerage Practices for additional information.

D. Advance Payment of Fees and Termination

Investment Management Services

Equilibrium Wealth is compensated for its investment management services in advance of the quarter in which services are rendered. Either the Advisor or Client may terminate the investment advisory agreement, at any time, by providing advance written notice to the other party. The Client may also terminate the investment advisory agreement within five (5) business days of signing the Advisor's agreement at no cost to the Client. After the five-day period, the Client will incur charges for bona fide advisory services rendered to the point of termination and such fees will be due and payable by the Client. Upon termination, the Advisor will refund any unearned, prepaid investment advisory fees from the effective date of termination to the end of the quarter. The Client's investment advisory agreement with the Advisor is non-transferable without the Client's prior consent.

Use of Third-Party Managers – In the event that a Client should wish to terminate the services of a Third-Party Manager being utilized by the Advisor, the terms for termination will be set forth in the respective agreement between the Advisor and the Third-Party Manager. Equilibrium Wealth will assist the Client with the transition as appropriate.

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Financial Planning Services

Equilibrium Wealth requires an advance deposit as described above. Either party may terminate the financial planning agreement, at any time, by providing advance written notice to the other party. The Client may also terminate the financial planning agreement within five (5) business days of signing the Advisor's agreement at no cost to the Client. After the five-day period, the Client will incur charges for bona fide advisory services rendered to the point of termination and such fees will be due and payable by the Client. Upon termination, the Client shall be billed for actual hours logged on the planning project times the contractual hourly rate or in the case of a fixed fee engagement, the percentage of the engagement scope completed by the Advisor. Upon termination, the Advisor will refund any unearned, prepaid planning fees. The Client's financial planning agreement with the Advisor is non-transferable without the Client's prior consent.

E. Compensation for Sales of Securities

Equilibrium Wealth does not buy or sell securities to earn commissions and does not receive any compensation for securities transactions in any Client account, other than the investment advisory fees described above.

Insurance Agency Affiliation

Certain Advisory Persons are also licensed as independent insurance professionals. These persons will earn commission-based compensation for selling insurance products, including insurance products they sell to Clients. Insurance commissions earned by these persons are separate and in addition to advisory fees. This practice presents a conflict of interest because Advisory Persons who are also insurance agents have an incentive to recommend insurance products to Clients for the purpose of generating commissions rather than solely based on a Client's needs. However, to mitigate this conflict, Clients always have the right to choose whether or not to purchase insurance products through any person affiliated with Equilibrium. Please see Item 10 – Other Financial Industry Activities and Affiliations.

Where fixed annuities are sold, clients should also note that the annuity sales result in substantial up-front commissions and ongoing trails based on the annuity's total value. In addition, many annuities contain surrender charges and/or restrictions on access to your funds. Payments and withdrawals can have tax consequences. Optional lifetime income benefit riders are used to calculate lifetime payments only and are not available for cash surrender or in a death benefit unless specified in the annuity contract. In some annuity products, fees can apply when using an income rider. Annuity guarantees are based on the financial strength and claims-paying ability of the issuing insurance company. We urge our clients to read all insurance contract disclosures carefully before making a purchase decision. Rates and returns mentioned on any program presented are subject to change without notice. Insurance products are subject to fees and additional expenses.

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

Equilibrium Wealth does not charge performance-based fees for its investment advisory services. The fees charged by Equilibrium Wealth are as described in Item 5 above and are not based upon the capital appreciation of the funds or securities held by any Client. Certain Third-Party Managers utilized by the Advisor to implement a specific strategy for a Client account may charge performance-based fees.

Equilibrium Wealth does not manage any proprietary investment funds or limited partnerships (for example, a mutual fund or a hedge fund) and has no financial incentive to recommend any particular investment options to its Clients.

Item 7 – Types of Clients

Equilibrium Wealth offers investment advisory services to individuals, high net worth individuals, trusts, estates, and small businesses. Equilibrium Wealth generally has a minimum relationship size of \$2,000,000.

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

A. Methods of Analysis

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Equilibrium Wealth primarily employs fundamental and technical analysis methods in developing investment strategies for its Clients. These methods of analysis are applied to all security types as well as Third Party Managers that the Advisor recommends. Research and analysis from Equilibrium Wealth are derived from numerous sources, including financial media companies, third-party research materials, Internet sources, and review of company activities, including annual reports, prospectuses, press releases and research prepared by others.

Fundamental analysis utilizes economic and business indicators as investment selection criteria. This criteria consists generally of ratios and trends that may indicate the overall strength and financial viability of the entity being analyzed. Assets are deemed suitable if they meet certain criteria to indicate that they are a strong investment with a value discounted by the market. While this type of analysis helps the Advisor in evaluating a potential investment, it does not guarantee that the investment will increase in value. Assets meeting the investment criteria utilized in the fundamental analysis may lose value and may have negative investment performance. The Advisor monitors these economic indicators to determine if adjustments to strategic allocations are appropriate. More details on the Advisor's review process are included below in Item 13 – Review of Accounts.

Technical analysis involves the analysis of past market data rather than specific company data in determining the recommendations made to clients. Technical analysis may involve the use of charts to identify market patterns and trends, which may be based on investor sentiment rather than the fundamentals of the company. The primary risk in using technical analysis is that spotting historical trends may not help to predict such trends in the future. Even if the trend will eventually reoccur, there is no guarantee that Equilibrium Wealth will be able to accurately predict such a reoccurrence.

As noted above, Equilibrium Wealth generally employs a long-term investment strategy for its Clients, as consistent with their financial goals. Equilibrium Wealth will typically hold all or a portion of a security for more than a year, but may hold for shorter periods for the purpose of rebalancing a portfolio or meeting the cash needs of Clients. At times, Equilibrium Wealth may also buy and sell positions that are more short-term in nature, depending on the goals of the Client and/or the fundamentals of the security, sector or asset class.

Third Party Manager Analysis: The Advisor generally evaluates the experience, expertise, investment philosophies, and past performance of a Third-Party Manager to determine if the Third-Party Manager has demonstrated an ability to provide the appropriate investment approach needed for the Client's goals.

Capital Integration Systems LLC Investments (“CAIS”)

We have contracted with CAIS to provide our Associated Persons with access to their alternative investment platform. CAIS sources and selects various private funds for its platform through a due diligence process conducted by Mercer Investment Consulting (“Mercer”). Products that are appropriate and desirable for the platform are subject to internal committee reviews by CAIS and a fully independent review by Mercer. Product onboarding occurs only following the successful completion of these processes.

iCapital Network, Inc. (“iCapital”)

We have contracted with iCapital and their affiliates to provide our Associated Persons with access to the iCapital Network alternative investment platform, software, and services. iCapital and/or its affiliates conduct due diligence (investment and operational) on private equity and hedge fund offerings available on their platform.

Privately Offered Securities valuations can lag a month or more and are provided by the issuer's third-party administrator, iCapital, or CAIS to the custodian. The fee calculation uses this data to calculate the fee.

In addition to reviewing the risk disclosure contained herein, clients participating in alternative investments available to them through the iCapital and CAIS portals should closely read the relevant prospectus or private placement memorandum prior to investing. Such documents are intended to include all material risks of such investments, and are hereby incorporated herein by reference.

B. Risk Factors

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Investing in securities involves certain investment risks. Securities may fluctuate in value or lose value. Clients should be prepared to bear the potential risk of loss. Equilibrium Wealth will assist Clients in determining an appropriate strategy based on their tolerance for risk and other factors noted above. However, there is no guarantee that a Client will meet their investment goals.

While the methods of analysis discussed above help the Advisor in evaluating a potential investment, it does not guarantee that the investment will increase in value. Assets meeting the investment criteria utilized in these methods of analysis may lose value and may have negative investment performance. The Advisor monitors these economic indicators to determine if adjustments to strategic allocations are appropriate. More details on the Advisor's review process are included below in Item 13 – Review of Accounts.

Each Client engagement will entail a review of the Client's investment goals, financial situation, time horizon, tolerance for risk and other factors to develop an appropriate strategy for managing a Client's account. Client participation in this process, including full and accurate disclosure of requested information, is essential for the analysis of a Client's account[s]. The Advisor shall rely on the financial and other information provided by the Client or their designees without the duty or obligation to validate the accuracy and completeness of the provided information. It is the responsibility of the Client to inform the Advisor of any changes in financial condition, goals or other factors that may affect this analysis.

The Advisor will discuss the risks associated with the Client's overall portfolio with the Client in advance of investing Client assets. The Advisor will work with each Client to determine their tolerance for risk as part of the portfolio construction process. A summary of the risk factors applicable to Clients is set forth below. The following risk factors do not purport to be a complete list or explanation of the risks involved in investments in securities. Investments in securities involve significant risks, including loss of the entire investment. Such risks include, without limitation:

Market Risks

The value of a Client's holdings may fluctuate in response to events specific to companies or markets, as well as economic, political, or social events in the U.S. and abroad. This risk is linked to the performance of the overall financial markets.

ETF Risks

The performance of ETFs is subject to market risk, including the possible loss of principal. The price of the ETFs will fluctuate with the price of the underlying securities that make up the funds. In addition, ETFs have a trading risk based on the loss of cost efficiency if the ETFs are traded actively and a liquidity risk if the ETFs has a large bid-ask spread and low trading volume. The price of an ETF fluctuates based upon the market movements and may dissociate from the index being tracked by the ETF or the price of the underlying investments. An ETF purchased or sold at one point in the day may have a different price than the same ETF purchased or sold a short time later.

Bond ETFs

Bond ETFs are subject to specific risks, including the following: (1) interest rate risks, i.e., the risk that bond prices will fall if interest rates rise, and vice versa, the risk depends on two things, the bond's time to maturity, and the coupon rate of the bond. (2) reinvestment risk, i.e. the risk that any profit gained must be reinvested at a lower rate than was previously being earned, (3) inflation risk, i.e. the risk that the cost of living and inflation increase at a rate that exceeds the income investment thereby decreasing the investor's rate of return, (4) credit default risk, i.e. the risk associated with purchasing a debt instrument which includes the possibility of the company defaulting on its repayment obligation, (5) rating downgrades, i.e. the risk associated with a rating agency's downgrade of the company's rating which impacts the investor's confidence in the company's ability to repay its debt and (6) Liquidity Risks, i.e. the risk that a bond may not be sold as quickly as there is no readily available market for the bond.

Mutual Fund Risks

The performance of mutual funds is subject to market risk, including the possible loss of principal. The price of shares of a mutual fund will fluctuate with the value of the underlying securities that make up the fund in response to events specific to companies held by the fund or markets, as well as economic, political, or social events in the U.S. and abroad.

Interval Funds

When consistent with a client's investment objectives, we may allocate investment assets to interval funds. Investment companies structured as interval funds are generally designed for long-term investors who do not require daily liquidity. Shares in interval funds typically do not trade on the secondary market. Instead, their shares are subject to periodic redemption offers by the fund at a price based on net asset value. Accordingly, interval funds are subject to liquidity constraints. Interval funds investing in securities of companies with smaller market capitalizations, derivatives, or securities with substantial market and/or credit risk tend to have the greatest exposure to liquidity risk. Generally, the interval funds recommended by our firm offer a one-to-two-week period, on a quarterly basis, during which the client may seek the redemption of previously purchased interval funds. Given the lack of secondary market, the infrequent nature of the offers to buy back shares, and the liquidity gates (or repurchase limits), the investor should consider the shares of interval funds to be illiquid. Additional information about illiquid securities is provided below.

Third Party Managers

When investing with a Third-Party Manager, there is the risk that the Third-Party Manager may not be able to replicate its success in the future. In addition, as the Advisor does not control the underlying investments in a Third-Party Manager's portfolio, there is a risk that a manager may deviate from the stated investment mandate or strategy of the portfolio, making it a less suitable investment for the Client. Moreover, as the Advisor does not control the Third-Party Manager's daily business and compliance operations, the Advisor may not be aware of any lack of internal controls necessary to prevent business, regulatory or reputational deficiencies.

Margin Borrowings

The use of short-term margin borrowings may result in certain additional risks to a Client. For example, if securities pledged to brokers to secure a Client's margin accounts decline in value, the Client could be subject to a "margin call", pursuant to which it must either deposit additional funds with the broker or be the subject of mandatory liquidation of the pledged securities to compensate for the decline in value.

Options Contracts

Investments in options contracts have the risk of losing value in a relatively short period of time. Option contracts are leveraged instruments that allow the holder of a single contract to control many shares of an underlying stock. This leverage can compound gains or losses.

Structured Notes

Below are some specific risks related to the structured notes should we recommend them to clients:

- **Complexity:** Structured notes are complex financial instruments. Clients should understand the reference asset(s) or index(es) and determine how the note's payoff structure incorporates such reference asset(s) or index(es) in calculating the note's performance. This payoff calculation may include leverage multiplied by the performance of the reference asset or index, protection from losses should the reference asset or index produce negative returns, and/or fees. Structured notes may have complicated payoff structures that can make it difficult for clients to accurately assess their value, risk and potential for growth through the term of the structured note. Determining the performance of each note can be complex and this calculation can vary significantly from note to note depending on the structure. Notes can be structured in a wide variety of ways. Payoff structures can be leveraged, inverse, or inverse-leveraged, which may result in larger returns or losses. Clients should carefully read the prospectus for a structured note to fully understand how the payoff on a note will be calculated and discuss these issues with our firm.
- **Market risk:** Some structured notes provide for the repayment of principal at maturity, which is often referred to as "principal protection." This principal protection is subject to the credit risk of the issuing financial institution. Many structured notes do not offer this feature. For structured notes that do not offer principal protection, the performance of the linked asset or index may cause clients to lose some, or all, of their principal. Depending on the nature of the linked asset or index, the market risk of the structured note may include changes in equity or commodity prices, changes in interest rates or foreign exchange rates, and/or market volatility.

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- Issuance price and note value: The price of a structured note at issuance will likely be higher than the fair value of the structured note on the date of issuance. Issuers now generally disclose an estimated value of the structured note on the cover page of the offering prospectus, allowing investors to gauge the difference between the issuer's estimated value of the note and the issuance price. The estimated value of the notes is likely lower than the issuance price of the note to investors because issuers include the costs for selling, structuring, and/or hedging the exposure on the note in the initial price of their notes. After issuance, structured notes may not be re-sold on a daily basis and thus may be difficult to value given their complexity.
- Liquidity: The ability to trade or sell structured notes in a secondary market is often very limited, as structured notes (other than exchange-traded notes known as ETNs) are not listed for trading on securities exchanges. As a result, the only potential buyer for a structured note may be the issuing financial institution's broker-dealer affiliate or the broker-dealer distributor of the structured note. In addition, issuers often specifically disclaim their intention to repurchase or make markets in the notes they issue. Clients should, therefore, be prepared to hold a structured note to its maturity date or risk selling the note at a discount to its value at the time of sale.
- Credit risk: Structured notes are unsecured debt obligations of the issuer, meaning that the issuer is obligated to make payments on the notes as promised. These promises, including any principal protection, are only as good as the financial health of the structured note issuer. If the structured note issuer defaults on these obligations, investors may lose some, or all, of the principal amount they invested in the structured notes as well as any other payments that may be due on the structured notes.

Alternatives Risk

Non-traded REITs, business development companies, limited partnerships, and direct alternatives are subject to various risks such as devaluation based on adverse market conditions and may not be suitable for all investors. A prospectus that discloses all risks, fees, and expenses may be obtained from your investment adviser representative. Read the prospectus carefully before investing. This disclosure is not a solicitation or offering which can only be made in conjunction with a copy of the prospectus. Investors considering an investment strategy utilizing alternative investments should understand that alternative investments are generally considered speculative in nature; and, such investments involve a high degree of risk, particularly if concentrating investments in one or few alternative investments.

Risks Associated with Investing in Private Funds

Private investment funds are not registered with the Securities and Exchange Commission and may not be registered with any other regulatory authority. Accordingly, they are not subject to certain regulatory restrictions and oversight to which other issuers are subject. There may be little public information available about their investments and performance. Moreover, as sales of shares of private investment companies are generally restricted to certain qualified investors, it could be difficult for a client to sell its shares of a private investment company at an advantageous price and time, and investments in a private investment company routinely include a "lock up" period, during which investors are not permitted to withdraw their funds from such private investment company. Since shares of private investment companies are not publicly traded, from time to time it may be difficult to establish a fair value for the client's investment in these companies. In addition, private investment companies may employ leverage, including the use of borrowed funds. While such strategy may increase the opportunity to achieve higher returns on the amounts invested, it also increases the risk of loss.

Illiquid securities

Illiquid securities involve the risk that investments may not be readily sold at the desired time or price. Securities that are illiquid, that are not publicly traded, and/or for which no market is currently available may be difficult to purchase or sell, which may impact the price or timing of a transaction. An inability to sell securities can adversely affect an account's value or prevent an account from taking advantage of other investment opportunities. Lack of liquidity may cause the value of investments to decline and illiquid investments may also be difficult to value. A client may not be able to liquidate investment in the event of an emergency or any other reason.

Certain investment strategies used by our firm may invest in illiquid asset vehicles, such as private equity and real estate. Investment in an illiquid asset vehicle poses similar risks as direct investments in illiquid securities. In

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addition, investment in an illiquid asset vehicle will be subject to the terms and conditions of the illiquid asset vehicle's investment policy and governing documents that often include provisions that may involve investor lock-in periods, mandatory capital calls, redemption restrictions, infrequent valuation of assets, etc. In addition, investments in illiquid securities or vehicle may normally involve investment in non-marketable securities where there is limited transparency. If obligated to sell an illiquid security prior to an expected maturity date, particularly with an infrastructure investment, they may not be able to realize fair value. Investments in illiquid securities or vehicles may include restrictions on withdrawal rights and shares may not be freely transferable.

Past performance is not a guarantee of future returns. Investing in securities and other investments involve a risk of loss that each Client should understand and be willing to bear. Clients are reminded to discuss these risks with the Advisor.

Item 9 – Disciplinary Information

There are no legal, regulatory or disciplinary events involving Equilibrium Wealth or its management persons. Equilibrium Wealth values the trust Clients place in the Advisor. The Advisor encourages Clients to perform the requisite due diligence on any advisor or service provider that the Client engages. The backgrounds of the Advisor or Advisory Persons are available on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with the Advisor's firm name or CRD# 311940.

Item 10 – Other Financial Industry Activities and Affiliations

Equilibrium Wealth, Ltd. (Israel)

The Advisor is affiliated with Equilibrium Wealth, Ltd. (Israel) through common ownership. Equilibrium Wealth, Ltd. (Israel) provides investment advisor services to Clients in Israel. Equilibrium Wealth, Ltd. (Israel) is registered with the Israel Securities Authority ("ISA"), the national securities regulator in Israel. This presents a conflict of interest related to where clients of the Advisor live versus where clients Equilibrium Wealth, Ltd. (Israel) live. If any Client of the Advisor were to relocate from the United States to Israel and wished to retain the services of the Advisor, the Advisor would terminate the advisory contract with that Client and execute the appropriate documents to engage them for services to be provided by Equilibrium Wealth, Ltd. (Israel). These steps are taken to ensure there is no overlap between Clients of the Advisor and Clients of Equilibrium Wealth, Ltd. (Israel).

Insurance Recommendations

Certain Advisory Persons of Equilibrium Wealth are not licensed as insurance professionals. In the course of their related investment advice, these unlicensed Advisory Persons of the Advisor will assist Clients with insurance needs. Equilibrium Wealth has developed relationships with third party service providers to assist with the insurance needs of Clients in a consultative manner. The Advisor will provide Clients with insurance reviews/analyses, education insurance solutions. These third-party service providers will earn a fee from the insurance providers that offer their fee-based products through the third-party service providers platform.

Insurance Agency Affiliation

As noted in Item 5, certain Advisory Persons are licensed as independent insurance agents. Implementations of insurance recommendations are separate and apart from one's role with Equilibrium. As an insurance professional, Advisory Persons receive customary commissions and other related revenues from the various insurance companies whose products are sold. Commissions generated by insurance sales do not offset regular advisory fees. This may cause a conflict of interest in recommending certain products of the insurance companies. Clients are under no obligation to implement any recommendations made by an Advisory Person or the Advisor.

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

A. Code of Ethics

Equilibrium Wealth has implemented a Code of Ethics (the "Code") that defines the Advisor's fiduciary duty to each Client. This Code applies to all persons associated with Equilibrium Wealth ("Supervised Persons"). The Code was developed to provide general ethical guidelines and specific instructions regarding the Advisor's duties to each

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Client. Equilibrium Wealth and its Supervised Persons owe a duty of loyalty, fairness and good faith towards each Client. It is the obligation of Equilibrium Wealth's Supervised Persons to adhere not only to the specific provisions of the Code, but also to the general principles that guide the Code. The Code covers a range of topics that address employee ethics and conflicts of interest. To request a copy of the Code, please contact the Advisor at (212) 321-0428.

B. Personal Trading with Material Interest

Equilibrium Wealth allows Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Equilibrium Wealth does not act as principal in any transactions. In addition, the Advisor does not act as the general partner of any private investment fund(s), or advise an investment company. Equilibrium Wealth does not have a material interest in any securities traded in Client accounts.

C. Personal Trading in Same Securities as Clients

Equilibrium Wealth allows Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Owning the same securities that are recommended (purchase or sell) to Clients presents a conflict of interest that, as fiduciaries, must be disclosed to Clients and mitigated through policies and procedures. As noted above, the Advisor has adopted the Code to address insider trading (material non-public information controls); gifts and entertainment; outside business activities and personal securities reporting. When trading for personal accounts, Supervised Persons have a conflict of interest if trading in the same securities. The fiduciary duty to act in the best interest of its Clients can be violated if personal trades are made with more advantageous terms than Client trades, or by trading based on material non-public information. This risk is mitigated by Equilibrium Wealth requiring reporting of personal securities trades by its Supervised Persons for review by the Chief Compliance Officer ("CCO"). The Advisor has also adopted written policies and procedures to detect the misuse of material, non-public information.

D. Personal Trading at Same Time as Client

While Equilibrium Wealth allows Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients, such trades are typically aggregated with Client orders or traded afterwards. **At no time will Equilibrium Wealth, or any Supervised Person of Equilibrium Wealth, transact in any security to the detriment of any Client.**

Item 12 – Brokerage Practices

A. Recommendation of Custodian[s]

Equilibrium Wealth does not have discretionary authority to select the broker-dealer/custodian for custody and execution services. The Client will engage the broker-dealer/custodian (herein the "Custodian") to safeguard Client assets and authorize Equilibrium Wealth to direct trades to the Custodian as agreed upon in the investment advisory agreement with the Client. Further, Equilibrium Wealth does not have the discretionary authority to negotiate commissions on behalf of Clients on a trade-by-trade basis.

Where Equilibrium Wealth does not exercise discretion over the selection of the Custodian, it may recommend the Custodian to Clients for custody and execution services. Clients are not obligated to use the Custodian recommended by the Advisor and will not incur any extra fee or cost associated with using a custodian not recommended by Equilibrium Wealth. However, the Advisor may be limited in the services it can provide if the recommended Custodian is not engaged. Equilibrium Wealth may recommend the Custodian based on criteria such as, but not limited to, reasonableness of commissions charged to the Client, services made available to the Client, and its reputation and/or the location of the Custodian's offices.

Equilibrium Wealth will generally recommend that Clients establish their account[s] at Pershing Advisor Solutions, a division of Pershing, LLC ("Pershing"). Pershing is a FINRA-registered broker-dealer and member of SIPC. Pershing will serve as the Client's "qualified custodian". Equilibrium Wealth maintains an institutional relationship with Pershing, whereby the Advisor receives certain economic benefits. Please see Item 14 below.

Equilibrium Wealth may also recommend that Clients establish their account[s] at Interactive Brokers LLC ("Interactive Brokers"), a FINRA-registered broker-dealer and member SIPC. Interactive Brokers will serve as the Client's "qualified custodian". Equilibrium Wealth maintains an institutional relationship with Interactive Brokers, whereby the Advisor receives economic benefits from Interactive Brokers. Please see Item 14 below.

Following are additional details regarding the brokerage practices of the Advisor:

1. Soft Dollars - Soft dollars are revenue programs offered by broker-dealers/custodians whereby an advisor enters into an agreement to place security trades with a broker-dealer/custodian in exchange for research and other services. Equilibrium Wealth does not participate in soft dollar programs sponsored or offered by any broker-dealer/custodian. However, the Advisor receives certain economic benefits from the Custodian. Please see Item 14 below.

2. Brokerage Referrals - Equilibrium Wealth does not receive any compensation from any third party in connection with the recommendation for establishing an account.

3. Directed Brokerage - All Clients are serviced on a "directed brokerage basis", where Equilibrium Wealth will place trades within the established account[s] at the Custodian designated by the Client. Further, all Client accounts are traded within their respective account[s]. The Advisor will not engage in any principal transactions (i.e., trade of any security from or to the Advisor's own account) or cross transactions with other Client accounts (i.e., purchase of a security into one Client account from another Client's account[s]). Equilibrium Wealth will not be obligated to select competitive bids on securities transactions and does not have an obligation to seek the lowest available transaction costs. These costs are determined by the Custodian.

B. Aggregating and Allocating Trades

The primary objective in placing orders for the purchase and sale of securities for Client accounts is to obtain the most favorable net results taking into account such factors as 1) price, 2) size of the order, 3) difficulty of execution, 4) confidentiality and 5) skill required of the Custodian. Equilibrium Wealth will execute its transactions through the Custodian as authorized by the Client. Equilibrium Wealth may aggregate orders in a block trade or trades when securities are purchased or sold through the Custodian for multiple (discretionary) accounts in the same trading day. If a block trade cannot be executed in full at the same price or time, the securities actually purchased or sold by the close of each business day must be allocated in a manner that is consistent with the initial pre-allocation or other written statement. This must be done in a way that does not consistently advantage or disadvantage any particular Clients' accounts.

Item 13 – Review of Accounts

A. Frequency of Reviews

Securities in Client accounts are monitored on a regular and continuous basis by Advisory Persons of Equilibrium Wealth and periodically by the CCO. Formal reviews are generally conducted at least annually or more frequently depending on the needs of the Client.

B. Causes for Reviews

In addition to the investment monitoring noted in Item 13.A., each Client account shall be reviewed at least annually. Reviews may be conducted more frequently at the Client's request. Accounts may be reviewed as a result of major changes in economic conditions, known changes in the Client's financial situation, and/or large deposits or withdrawals in the Client's account[s]. The Client is encouraged to notify Equilibrium Wealth if changes occur in the Client's personal financial situation that might adversely affect the Client's investment plan. Additional reviews may be triggered by material market, economic or political events.

C. Review Reports

The Client will receive brokerage statements no less than quarterly from the Custodian. These brokerage statements are sent directly from the Custodian to the Client. The Client may also establish electronic access to the Custodian's website so that the Client may view these reports and their account activity. Client brokerage

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statements will include all positions, transactions and fees relating to the Client's account[s]. The Advisor may also provide Clients with periodic reports regarding their holdings, allocations, and performance.

Item 14 – Client Referrals and Other Compensation

A. Compensation Received by Equilibrium Wealth

Equilibrium Wealth is a fee-based advisory firm, that is compensated solely by its Clients and not from any investment product. Equilibrium Wealth does not receive commissions or other compensation from product sponsors, broker-dealers or any un-related third party for investment recommendations. Equilibrium Wealth may refer Clients to various unaffiliated, non-advisory professionals (e.g., attorneys, accountants, estate planners) to provide certain financial services necessary to meet the goals of its Clients. Likewise, Equilibrium Wealth may receive non-compensated referrals of new Clients from various third-parties.

Participation in Institutional Advisor Platform

Equilibrium Wealth has established an institutional relationship with Pershing to assist the Advisor in managing Client account[s]. Access to the Pershing platform is provided at no charge to the Advisor. The Advisor receives access to software and related support without cost because the Advisor renders investment management services to Clients that maintain assets at Pershing. The software and related systems support may benefit the Advisor, but not its Clients directly. In fulfilling its duties to its Clients, the Advisor endeavors at all times to put the interests of its Clients first. Clients should be aware, however, that the receipt of economic benefits from a Custodian creates a conflict of interest since these benefits may influence the Advisor's recommendation of this Custodian over one that does not furnish similar software, systems support, or services.

Participation in Institutional Advisor Platform

Equilibrium Wealth has established an institutional relationship with Interactive Brokers to assist the Advisor in managing Client account[s]. Access to the Interactive Brokers platform is provided at no charge to the Advisor. The Advisor receives access to software and related support without cost because the Advisor renders investment management services to Clients that maintain assets at Interactive Brokers. The software and related systems support may benefit the Advisor, but not its Clients directly. In fulfilling its duties to its Clients, the Advisor endeavors at all times to put the interests of its Clients first. Clients should be aware, however, that the receipt of economic benefits from a Custodian creates a conflict of interest since these benefits may influence the Advisor's recommendation of this Custodian over one that does not furnish similar software, systems support, or services.

B. Compensation for Client Referrals

Certain Clients may be referred to Equilibrium Wealth by either an affiliated or unaffiliated party (herein "Promoter") and receive, directly or indirectly, compensation for the Client referral. In such instances, Equilibrium Wealth will compensate the Promoter a fee in accordance with Rule 206(4)-1 of the Advisers Act and any corresponding state securities requirements. Any such compensation shall be paid solely from the investment advisory fees earned by Equilibrium Wealth, and shall not result in any additional charge to the Client.

Item 15 – Custody

Equilibrium Wealth does not accept or maintain custody of any Client accounts, except for the authorized deduction of the Advisor's fees. All Clients must place their assets with a "qualified custodian". Clients are required to engage the qualified Custodian to retain their funds and securities and direct Equilibrium Wealth to utilize that qualified Custodian for the Client's security transactions. Clients should carefully review statements provided by the qualified Custodian and compare to any reports provided by Equilibrium Wealth to ensure accuracy, as the Custodian does not perform this review. For more information about custodians and brokerage practices, see Item 12 – Brokerage Practices.

If the Client gives the Advisor authority to move money from one account to another account, the Advisor may have custody of those assets. In order to avoid additional regulatory requirements, the Custodian and the Advisor have adopted safeguards to ensure that the money movements are completed in accordance with the Client's instructions.

Item 16 – Investment Discretion

Equilibrium Wealth generally has discretion over the selection and amount of securities to be bought or sold in Client accounts without obtaining prior consent or approval from the Client. However, these purchases or sales may be subject to specified investment objectives, guidelines, or limitations previously set forth by the Client and agreed to by Equilibrium Wealth. Discretionary authority will only be authorized upon full disclosure to the Client. The granting of such authority will be evidenced by the Client's execution of an investment advisory agreement containing all applicable limitations to such authority. All discretionary trades made by Equilibrium Wealth will be in accordance with each Client's investment objectives and goals.

As discussed above, for certain Clients, Equilibrium Wealth may recommend that Clients utilize one or more Third Party Managers for all or a portion of a Client's investment portfolio, based on the Client's needs and objectives and the strategies offered by the Third-Party Manager. The strategies will align with the goals and objectives of the Client and the Third-Party Manager will have discretionary authority to trade on behalf of the Clients assets managed by such Third-Party Manager.

Item 17 – Voting Client Securities

Equilibrium Wealth does not accept proxy-voting responsibility for any Client. Clients will receive proxy statements directly from the Custodian. The Advisor will assist in answering questions relating to proxies, however, the Client retains the sole responsibility for proxy decisions and voting. Should the Client direct proxies to the Advisor's office, the Advisor shall not be obligated or responsible for voting those proxies.

Item 18 – Financial Information

The Advisor has never filed for bankruptcy and is not aware of any financial condition that is reasonably expected to affect its ability to manage Clients' accounts. Equilibrium Wealth is not required to deliver a balance sheet along with this Disclosure Brochure as the Advisor does not collect advance fees of \$1,200 or more for services to be performed six months or more in the future.

Form ADV Part 2B – Brochure Supplement

for

David Rabinowitz, CFP®
Chief Executive Officer
Chief Compliance Officer

Effective: April 17, 2024

This Form ADV 2B (“Brochure Supplement”) provides information about the background and qualifications of David Rabinowitz, CFP® (CRD# 2123541) in addition to the information contained in the Equilibrium Wealth LLC (“Equilibrium Wealth” or the “Advisor”, CRD# 311940) Disclosure Brochure. If you have not received a copy of the Disclosure Brochure or if you have any questions about the contents of the Equilibrium Wealth Disclosure Brochure or this Brochure Supplement, please contact the Advisor at (212) 321-0428.

Additional information about Mr. Rabinowitz is available on the SEC’s Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with his full name or his Individual CRD# 2123541.

Item 2 – Educational Background and Business Experience

David Rabinowitz, CFP®, born in 1957, is dedicated to advising Clients of Equilibrium Wealth as its Chief Executive Officer and Chief Compliance Officer. Mr. Rabinowitz earned a Masters from New York University in 1983. Mr. Rabinowitz also earned a Bachelors from Yeshiva University in 1980. Additional information regarding Mr. Rabinowitz's employment history is included below.

Employment History:

Chief Executive Officer, Equilibrium Wealth, Ltd. (Israel)	06/2022 to Present
Chief Executive Officer and Chief Compliance Officer, Equilibrium Wealth LLC (U.S.)	01/2021 to Present
Investment Advisor Representative, Advisory Services Network	05/2016 to 12/2020
Senior Vice President, Voya Investment Management	01/2008 to 07/2015
Executive Director, JP Morgan Securities	05/2002 to 11/2007

CERTIFIED FINANCIAL PLANNER™ (“CFP®”)

The CERTIFIED FINANCIAL PLANNER™, CFP®, and federally registered CFP® (with flame design) marks (collectively, the “CFP® marks”) are professional certification marks granted in the United States by CERTIFIED FINANCIAL PLANNER™ Board of Standards, Inc. (“CFP Board”).

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 87,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- **Education** – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- **Examination** – Pass the comprehensive CFP® Certification Examination. The examination includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real-world circumstances;
- **Experience** – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- **Ethics** – Agree to be bound by CFP Board's *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- **Continuing Education** – Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and
- **Ethics** – Renew an agreement to be bound by the *Standards of Professional Conduct*. The *Standards* prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board's enforcement process, which could result in suspension or permanent revocation of their CFP®.

Item 3 – Disciplinary Information

There are no legal, civil or disciplinary events to disclose regarding Mr. Rabinowitz. Mr. Rabinowitz has never been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against Mr. Rabinowitz.

Securities laws require an advisor to disclose any instances where the advisor or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. ***As previously noted, there are no legal, civil or disciplinary events to disclose regarding Mr. Rabinowitz.***

However, we do encourage you to independently view the background of Mr. Rabinowitz on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with his full name or his Individual CRD# 2123541.

Item 4 – Other Business Activities

Equilibrium Wealth, Ltd. (Israel)

Mr. Rabinowitz, in his separate capacity, serves as the Chief Executive Officer of Equilibrium Wealth, Ltd (Israel), a registered investment advisor in Israel. Equilibrium Wealth, Ltd. (Israel) provides substantially similar services to that of Equilibrium Wealth, LLC to Clients in Israel. If any Client of the Advisor were to relocate from the United States to Israel and wished to retain the services of the Advisor, the Advisor would terminate the advisory contract with that Client and execute the appropriate documents to engage them for services to be provided by Equilibrium Wealth, Ltd. (Israel). These steps are taken to ensure there is no overlap between Clients of the Advisor and Clients of Equilibrium Wealth, Ltd. (Israel). Mr. Rabinowitz spends approximately 10 hours per week in this capacity.

Item 5 – Additional Compensation

Mr. Rabinowitz has additional business activities where compensation is received that are detailed in Item 4 above.

Item 6 – Supervision

Mr. Rabinowitz serves as the Chief Executive Officer and Chief Compliance Officer of Equilibrium Wealth. Mr. Rabinowitz can be reached at (212) 321-0428.

Equilibrium Wealth has implemented a Code of Ethics, an internal compliance document that guides each Supervised Person in meeting their fiduciary obligations to Clients of Equilibrium Wealth. Further, Equilibrium Wealth is subject to regulatory oversight by the SEC, which requires registration by Equilibrium Wealth. As a registered entity, Equilibrium Wealth is subject to examinations by regulators, which may be announced or unannounced. Equilibrium Wealth is required to periodically update the information provided to these agencies and to provide various reports regarding the business activities and assets of the Advisor.

Form ADV Part 2B – Brochure Supplement

for

**Mark Herskovitz
Principal**

April 17, 2024

This Form ADV 2B (“Brochure Supplement”) provides information about the background and qualifications of Mark Herskovitz (CRD# 1175064) in addition to the information contained in the Equilibrium Wealth LLC (“Equilibrium Wealth” or the “Advisor”, CRD# 311940) Disclosure Brochure. If you have not received a copy of the Disclosure Brochure or if you have any questions about the contents of the Equilibrium Wealth Disclosure Brochure or this Brochure Supplement, please contact the Advisor at (212) 321-0428.

Additional information about Mr. Herskovitz is available on the SEC’s Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with his full name or his Individual CRD# 1175064.

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<https://www.getequilibrium.com>

Item 2 – Educational Background and Business Experience

Mark Herskovitz, born in 1954, is dedicated to advising Clients of Equilibrium Wealth as a Principal. Mr. Herskovitz earned an AB from University of Chicago in 1978. Additional information regarding Mr. Herskovitz's employment history is included below.

Employment History:

Principal, Equilibrium Wealth LLC	01/2021 to Present
Investment Advisor Representative, Advisory Services Network	04/2019 to 12/2020
Senior Wealth Manager, BNY Mellon Wealth Management	01/2014 to 04/2019
Financial Advisor, Morgan Stanley	10/2012 to 01/2014
Managing Director, The Nili Group	02/2010 to 08/2012
Senior Portfolio Manager, BNY Mellon	07/1996 to 01/2009

Item 3 – Disciplinary Information

There are no legal, civil or disciplinary events to disclose regarding Mr. Herskovitz. Mr. Herskovitz has never been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against Mr. Herskovitz.

Securities laws require an advisor to disclose any instances where the advisor or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. ***As previously noted, there are no legal, civil or disciplinary events to disclose regarding Mr. Herskovitz.***

However, we do encourage you to independently view the background of Mr. Herskovitz on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with his full name or his Individual CRD# 1175064.

Item 4 – Other Business Activities

Mr. Herskovitz is dedicated to the investment advisory activities of Equilibrium Wealth's Clients. Mr. Herskovitz also serves as an advisor to a software start-up, Rapidream, LLC. Limited time during business hours are dedicated to this activity.

Item 5 – Additional Compensation

Mr. Herskovitz is dedicated to the investment advisory activities of Equilibrium Wealth's Clients. Mr. Herskovitz does not receive any additional forms of compensation from Clients.

Item 6 – Supervision

Mr. Herskovitz serves as a Principal of Equilibrium Wealth and is supervised by David Rabinowitz, the Chief Compliance Officer. Mr. Rabinowitz can be reached at (212) 321-0428.

Equilibrium Wealth has implemented a Code of Ethics, an internal compliance document that guides each Supervised Person in meeting their fiduciary obligations to Clients of Equilibrium Wealth. Further, Equilibrium Wealth is subject to regulatory oversight by the SEC, which requires registration by Equilibrium Wealth. As a registered entity, Equilibrium Wealth is subject to examinations by regulators, which may be announced or unannounced. Equilibrium Wealth is required to periodically update the information provided to these agencies and to provide various reports regarding the business activities and assets of the Advisor.

Form ADV Part 2B – Brochure Supplement

for

**Asaph N. Elan
Wealth Manager**

Effective: April 17, 2024

This Form ADV 2B (“Brochure Supplement”) provides information about the background and qualifications of Asaph N. Elan (CRD# 4547392) in addition to the information contained in the Equilibrium Wealth LLC (“Equilibrium Wealth” or the “Advisor”, CRD# 311940) Disclosure Brochure. If you have not received a copy of the Disclosure Brochure or if you have any questions about the contents of the Equilibrium Wealth Disclosure Brochure or this Brochure Supplement, please contact the Advisor at (212) 321-0428.

Additional information about Mr. Elan is available on the SEC’s Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with his full name or his Individual CRD# 4547392.

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Item 2 – Educational Background and Business Experience

Asaph N. Elan, born in 1971, is dedicated to advising Clients of Equilibrium Wealth as a Wealth Manager. Mr. Elan earned an MBA from Zicklin School Of Business in 2004. Mr. Elan also earned a BA in Behavioral Science and Management from The College of Management in 1997. Additional information regarding Mr. Elan's employment history is included below.

Employment History:

Wealth Manager, Equilibrium Wealth, Ltd. (Israel)	08/2022 to Present
Wealth Manager, Equilibrium Wealth LLC	12/2021 to Present
Financial Professional, The Prudential Insurance Company of America	02/2019 to 12/2021
Registered Representative, Pruco securities LLC	01/2019 to 12/2021
Financial Advisor, N.A., Merrill Lynch Wealth Management, Bank of America Corporation	09/2016 to 09/2018
Registered Rep/Investment Advisor Cetera Advisor Networks LLC	10/2015 to 09/2016

Item 3 – Disciplinary Information

There are no legal, civil or disciplinary events to disclose regarding Mr. Elan. Mr. Elan has never been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against Mr. Elan.

Securities laws require an advisor to disclose any instances where the advisor or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. ***As previously noted, there are no legal, civil or disciplinary events to disclose regarding Mr. Elan.***

However, we do encourage you to independently view the background of Mr. Elan on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with his full name or his Individual CRD# 4547392.

Item 4 – Other Business Activities

Insurance Agency Affiliations

Mr. Elan is also a licensed insurance professional. Implementations of insurance recommendations are separate and apart from Mr. Elan's role with Equilibrium. As an insurance professional, Mr. Elan will receive customary commissions and other related revenues from the various insurance companies whose products are sold. Mr. Elan is not required to offer the products of any particular insurance company. Commissions generated by insurance sales do not offset regular advisory fees. This practice presents a conflict of interest in recommending certain products of the insurance companies. Clients are under no obligation to implement any recommendations made by Mr. Elan or the Advisor. Mr. Elan spends less than 10% of his time per month in this capacity.

Equilibrium Wealth, Ltd. (Israel)

Mr. Elan, in his separate capacity, serves as a Wealth Manager for Equilibrium Wealth, Ltd (Israel), a registered investment advisor in Israel. Equilibrium Wealth, Ltd. (Israel) provides substantially similar services to that of Equilibrium Wealth, LLC to Clients in Israel. If any Client of the Advisor were to relocate from the United States to Israel and wished to retain the services of the Advisor, the Advisor would terminate the advisory contract with that Client and execute the appropriate documents to engage them for services to be provided by Equilibrium Wealth, Ltd. (Israel). These steps are taken to ensure there is no overlap between Clients of the Advisor and Clients of Equilibrium Wealth, Ltd. (Israel). Mr. Elan spends approximately 10 hours per week in this capacity.

Item 5 – Additional Compensation

Mr. Elan has additional business activities where compensation is received that are detailed in Item 4 above.

Item 6 – Supervision

Mr. Elan serves as a Wealth Manager of Equilibrium Wealth and is supervised by David Rabinowitz, the Chief Compliance Officer. Mr. Rabinowitz can be reached at (212) 321-0428.

Equilibrium Wealth has implemented a Code of Ethics, an internal compliance document that guides each Supervised Person in meeting their fiduciary obligations to Clients of Equilibrium Wealth. Further, Equilibrium Wealth is subject to regulatory oversight by the SEC, which requires registration by Equilibrium Wealth. As a registered entity, Equilibrium Wealth is subject to examinations by regulators, which may be announced or unannounced. Equilibrium Wealth is required to periodically update the information provided to these agencies and to provide various reports regarding the business activities and assets of the Advisor.

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Privacy Policy

Effective: March 17, 2024

Our Commitment to You

Equilibrium Wealth LLC ("Equilibrium Wealth" or the "Advisor") is committed to safeguarding the use of personal information of our Clients (also referred to as "you" and "your") that we obtain as your Investment Advisor, as described here in our Privacy Policy ("Policy").

Our relationship with you is our most important asset. We understand that you have entrusted us with your private information, and we do everything that we can to maintain that trust. Equilibrium Wealth (also referred to as "we", "our" and "us") protects the security and confidentiality of the personal information we have and implements controls to ensure that such information is used for proper business purposes in connection with the management or servicing of our relationship with you.

Equilibrium Wealth does not sell your non-public personal information to anyone. Nor do we provide such information to others except for discrete and reasonable business purposes in connection with the servicing and management of our relationship with you, as discussed below.

Details of our approach to privacy and how your personal non-public information is collected and used are set forth in this Policy.

Why you need to know?

Registered Investment Advisors ("RIAs") must share some of your personal information in the course of servicing your account. Federal and State laws give you the right to limit some of this sharing and require RIAs to disclose how we collect, share, and protect your personal information.

What information do we collect from you?

Driver's license number	Date of birth
Social security or taxpayer identification number	Assets and liabilities
Name, address and phone number[s]	Income and expenses
E-mail address[es]	Investment activity
Account information (including other institutions)	Investment experience and goals

What Information do we collect from other sources?

Custody, brokerage and advisory agreements	Account applications and forms
Other advisory agreements and legal documents	Investment questionnaires and suitability documents
Transactional information with us or others	Other information needed to service account

How do we protect your information?

To safeguard your personal information from unauthorized access and use we maintain physical, procedural and electronic security measures. These include such safeguards as secure passwords, encrypted file storage and a secure office environment. Our technology vendors provide security and access control over personal information and have policies over the transmission of data. Our associates are trained on their responsibilities to protect Client's personal information.

We require third parties that assist in providing our services to you to protect the personal information they receive

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from us.

How do we share your information?

An RIA shares Client personal information to effectively implement its services. In the section below, we list some reasons we may share your personal information.

Basis For Sharing	Do we share?	Can you limit?
Servicing our Clients We may share non-public personal information with non-affiliated third parties (such as administrators, brokers, custodians, regulators, credit agencies, other financial institutions) as necessary for us to provide agreed upon services to you, consistent with applicable law, including but not limited to: processing transactions; general account maintenance; responding to regulators or legal investigations; and credit reporting.	Yes	No
Marketing Purposes Equilibrium Wealth does not disclose, and does not intend to disclose, personal information with non-affiliated third parties to offer you services. Certain laws may give us the right to share your personal information with financial institutions where you are a customer and where Equilibrium Wealth or the client has a formal agreement with the financial institution. We will only share information for purposes of servicing your accounts, not for marketing purposes.	No	Not Shared
Authorized Users Your non-public personal information may be disclosed to you and persons that we believe to be your authorized agent[s] or representative[s].	Yes	Yes
Information About Former Clients Equilibrium Wealth does not disclose and does not intend to disclose, non-public personal information to non-affiliated third parties with respect to persons who are no longer our Clients.	No	Not Shared

Changes to our Privacy Policy

We will send you a copy of this Policy annually for as long as you maintain an ongoing relationship with us.

Periodically we may revise this Policy and will provide you with a revised Policy if the changes materially alter the previous Privacy Policy. We will not, however, revise our Privacy Policy to permit the sharing of non-public personal information other than as described in this notice unless we first notify you and provide you with an opportunity to prevent the information sharing.

Any Questions?

You may ask questions or voice any concerns, as well as obtain a copy of our current Privacy Policy by contacting us at (212) 321-0428.