

FOUNTAINDALE, LLC

*Wrap Fee Brochure
ADV Part 2A, Appendix 1*

Item 1: Cover Page

This Wrap Fee Brochure (the “Wrap Fee Brochure”) provides information about the qualifications and business practices of Fountaindale, LLC (“Fountaindale,” the “Adviser,” the “Firm,” “we,” “us” or “our”). If you have any questions about the contents of this Wrap Fee Brochure, please contact us at info@fountaindale.co. The information in this Wrap Fee Brochure has not been approved or verified by the United States Securities and Exchange Commission (the “SEC”) or by any state securities authority. Additional information about Fountaindale also is available on the SEC’s website at www.adviserinfo.sec.gov.

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Wrap Fee Brochure Prepared on May 30, 2023

Item 2: Material Changes

There are no material changes to report in this 2024 edition of the Wrap Fee Brochure.

Future versions of this section of the Brochure will address only those material changes that are also available on the SEC's public disclosure website found at <https://adviserinfo.sec.gov/>. Fountaindale may make such changes to this brochure at any time and will send you a summary of them. Any client seeking the full, updated brochure may do so by e-mailing us at info@fountaindale.co.

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Item 4: Services, Fees, and Compensation

This Wrap Fee Brochure describes information that clients may need in order to evaluate Fountaindale's Wrap Fee Program, including its services and fees. Additional information about Fountaindale can be found through the SEC website at www.adviserinfo.sec.gov.

Types of Advisory Services

When Fountaindale acts as investment adviser, it enters into a written investment management agreement with each of its advisory clients. Such agreements include provisions covering the client's management fees, proxy voting, investing strategy, and termination rights. While specific information is found in this agreement, our services are generally described in this Item in the sections below.

Wrap Fee Program

Fountaindale's advisory services consist of portfolio management and investment advice to clients under a Wrap Fee Program. A Wrap Fee Program is an investment program where the investor pays a single fee that includes management fees, transaction costs, and other administrative fees. Fountaindale will pay transaction and other charges to third party service providers in a manner described in greater detail in this Item in the sections below. Though this arrangement creates a conflict of interest for Fountaindale to avoid transactions in the wrap account in order to avoid transaction charges, we ensure that appropriate transactions are undertaken regardless of the costs to us through our fiduciary duty and Code of Ethics that are described in Item 9 – Additional Information of our ADV Part 2A Brochure.

Services Offered by Fountaindale

Fountaindale offers investment advice for all Wrap Fee Program accounts, and Fountaindale's investment advisory services are offered to clients which are described in further detail in in Fountaindale's Form ADV Part 1 and in Item 7 – Types of Clients of our ADV Part 2A Brochure. We provide investment advice to clients under this Wrap Fee Program using an online interface that utilizes algorithm-based advice as opposed to in-person advice.

Fountaindale has discretionary authority over client accounts. This means that we are allowed to purchase and sell securities on the client's behalf without consulting the client for each transaction. We execute these activities based on the stated objectives and other investment-relevant criteria. This authority is ongoing, and it may be triggered by changes to the client's circumstances as communicated to us and/or changes in the market.

Our automated investment solutions are generated through a review of each client's circumstances, goals, and preferences through a website-based questionnaire. This review may include assets, investment objectives, risk tolerance, overall financial health, income, tax status, and other factors that are particular to the individual client's situation and goals. Fountaindale generally is responsible for investing and re-investing the assets of each client account in harmony with the client's investment objectives and policies. Fountaindale works with clients through an online interface to formulate appropriate and agreed-upon investment guidelines. We will also use the information gathered through this interface to determine the feasibility of monitoring proposed restrictions and limitations. With this

collected information, Fountaindale tailors its investment advice to the specific needs of its clients, all of which is subject to the client's investment restrictions documented by Fountaindale.

Fountaindale is able to tailor investment advice within the framework of its online services. Should a client's needs or objectives change, a client should appraise Fountaindale of these changes to ensure that investment advice remains suitable. Sometimes a client may request changes that result in a restriction of the client's investment portfolio. Such changes could create worse performance results than clients with unrestricted portfolios and similar objectives. Fountaindale reserves the right to reject or terminate any client that seeks restrictions which Fountaindale is unable to implement for any reason.

Fees and Compensation

Clients participating in the Wrap Fee Program will be charged a single wrap fee. Fountaindale will wrap third party fees (i.e., custodian fees, brokerage fees, transaction fees, etc.) for wrap fee accounts. Our fees are described below.

Fountaindale charges each client a negotiable fee based on the percentage of assets under its management ("AUM"). For all AUM, we charge 1.5%. Fees are assessed on a quarterly basis in arrears based on the portfolio value. These fees are withdrawn directly from the client's account only with the client's express and written authorization. One potential conflict of interest is that the more assets there are in a client's advisory account, the more a client will pay in fees, and we may therefore have an incentive to encourage the client to increase the assets in the client's account.

Advisory fees are Fountaindale's only form of compensation from its clients that participate in the Wrap Fee Program. Fountaindale clients pay no sales charges or commissions. All portfolio management services offered in the program are provided by Fountaindale. For this reason, no portion of the annual fee is paid to outside portfolio managers.

Compensation received by Fountaindale for the Wrap Fee Program may be greater or less than the client's costs depending on factors like the trading activity in the client's account or whether the client paid separately for those fees included in the Wrap Fee Program. This may create an incentive for Fountaindale to recommend the wrap fee program to its clients.

Other Possible Fees

Certain fees are not included in the wrap fee and are paid for separately by the client. These may include, but are not limited to: mutual fund expenses; mark-ups, mark-downs, or spreads paid to market makers; taxes, duties, and other governmental charges; fees that the client pays when using different custodians or broker-dealers; foreign exchange transaction fees; charges by Sukuk ETFs (a type of fixed income instrument) or other exchange-traded funds; transfer and registration fees; wire transfer and electronic fund fees; and other fees and taxes.

Custodian Fees

For custodial services, Fountaindale may use a number of firms to meet our clients' needs. Fees that are charged by the custodian are more fully explained in the separate agreement between client and the custodian. Generally, however, clients may be charged the following fees from their account custodian or executing broker: odd-lot differentials; short term redemption costs; costs charged by the fund managers to shareholders of mutual funds and exchange traded funds; charges for transactions for those assets

not executed through the custodian; American Depositary Receipt costs; costs associated with currency exchange; or other costs required by law.

The client will be charged for non-standard service fees that result from any of the client's special requests, including overnight courier fees. Account custodians may also charge clients account transfer and/or termination fees. Administrative costs for retirement accounts and any platform (technology) fees are paid directly by the client, unless alternative arrangements have been made.

Item 5: Account Requirements and Types of Clients

Fountaindale is an investment adviser to a variety of clients. We provide our advisory services to individuals, high-net-worth individuals, small businesses, and nonprofit organizations.

There is an account minimum of \$1,000 for any of Fountaindale's services, unless otherwise stipulated by Fountaindale.

Item 6: Portfolio Manager Selection and Evaluation

Portfolio Manager Selection and Review

Fountaindale will be the sole manager for the Wrap Fee Program; we will not select outside portfolio managers, and no related persons act as a portfolio manager for our Wrap Fee Program. We calculate the portfolio manager's performance annually using industry standards. Fountaindale alone reviews performance information for its accuracy and compliance with presentation standards.

Our portfolio manager selection structure can create a conflict of interest in that no outside adviser assesses Fountaindale's management of the Wrap Fee Program. However, Fountaindale addresses this conflict by acting in our fiduciary duty as portfolio manager of the Wrap Fee Program and formalizing that duty to our clients in our Code of Ethics, which is discussed in Item 9 – Additional Information of our ADV Part 2A Brochure.

Performance Fees and Side-By-Side Management

Fountaindale does not accept performance-based fees nor other fees based on a share of capital gains or capital appreciation of the client's assets.

Methods of Analysis, Investment Strategies, and Risk of Loss

Analysis and Strategies

Fountaindale's methods of analysis include Modern Portfolio Theory ("MPT"), where an advisor selects proportions of various asset classes rather than focusing on individual securities. The framework assumes that investors are risk-averse, meaning they prefer a less risky portfolio to a riskier one for the same level of return. All methods of analysis have various strengths and weaknesses, though we believe that MPT provides a strong framework for portfolio management. This is in part because MPT is a practical methodology when selecting investments to maximize overall returns within an acceptable level of risk.

Fountaindale identifies investment strategies within the context of a client's needs. However, a guiding strategy for us is long-term trading. With this strategy, where a client has goals that align with this

strategy, such an approach will track with both the return and the risk of the market. For most client circumstances, diversification is another important strategy, where investments are allocated such that the exposure to one particular asset or risk is significantly reduced.

Whatever methods and strategies are ultimately deployed, Fountaindale will act in the best interests of its clients. That directive informs our main goal of seeking consistent and positive returns through an investment approach that is suitable for our clients' goals and objectives. Methods and strategies are together captured in an investment policy statement that is created for each client and may be adjusted as a client's circumstances change.

Risk Factors

The value of a client's investments will vary due to market conditions and other factors. That these conditions and factors exist must be understood by clients because all investment involves at least some risk of loss, including the potential loss of the assets invested. There can be no guarantee that clients will meet their investment objectives or that investments will be profitable. Fountaindale does not represent that its investment advisory services are low-risk or risk-free. All investments are subject to a number of risks, and some of these are described below.

- **Business Risk.** This term is a catchall for anything that may prevent a company from reaching its financial targets. This varies from business to business. A pharmaceutical company, for example, must spend much money on research before a drug ever comes to market. Unexpected side-effects discovered during research, an increase in the costs of the materials to make a drug, and many other factors comprise the business risks that such a company would face.
- **Inflation Risk.** This is a risk that the rate at which the costs of a good rises will outpace the rate of returns that are created by investments. Any asset or security that is bought and sold using money is subject to this type of risk. Sometimes referred to as purchasing power risk, inflation is a part of modern economic systems, and it is caused by several factors.
- **Exchange Rate Risk.** Investments made in different countries are exposed to swings in the value of the US dollar against the currency of the investment's country. A company's profitability can therefore be impacted by changes in the exchange rates between these countries' currencies.
- **Liquidity Risk.** Liquidity risk refers to the potential risk caused by difficulties in exchanging an asset for cash because investors cannot find another party to buy their assets. Different factors can impact liquidity. For example, there may be a higher liquidity risk for complicated investment products where there is little understanding of how the products work.
- **Financial Risk.** Excessive borrowing to finance a business's operations decreases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.
- **Default Risk.** The likelihood that a company will default on its debt is reflected in the default risk. Independent services are available to assess this risk by applying ratings to companies. These ratings correspond to the calculated risk they pose for default.
- **Political Risks.** Political risk refers to possibility that changes in the political or legal environment of a country can impact a company's investment value. This may even include domestic companies.

- **Foreign Investing and Developing Markets Risk.** When investing directly in foreign markets, one can find risks that are different in from U.S. investments. For example, because different countries have different laws, their requirements for disclosing information about companies can be much less than in the United States. This make take the form of less transparent accounting standards or lax enforcement. Further, swings in the value of foreign currencies relative to the US dollar can impact the prices of goods in one country versus another, which can affect the value of the companies doing business in those countries. Political risks can be considered a part of these developments that impact foreign countries. The less developed a nation, generally, the more risk one will find, and the indicators of risk, like erratic price behavior, will also be present. These factors can run in parallel with risks seen in developed economies, and the result is significantly riskier securities.
- **Regulatory Risk.** A change in the legislation or regulations of a given country can affect a company, the industry it is in, and securities connected to both. Not all industries are impacted in the same way by regulation, and some are more sensitive to changes in regulation. Rule changes can increase the costs of compliance, favor certain companies over others, and generally impact the value of a company.
- **Short Term Trading Taxation Risk.** Fountaindale may engage in short-term trading activities to meet the needs of its clients. The profitability of such activities is impacted by federal and state tax laws, since the tax rate is impacted by how long one owns a given security before selling it. Depending on a client's circumstances, this can create a risk for higher taxation. Tax-efficiency is an important consideration for Fountaindale, and it is important that clients seek advice from taxation professionals to understand the impact of such transactions on the client's individual circumstances.
- **Environmental, Social, Governance (ESG) Risk.** Investing with ESG principles considers how value is created for all organizational stakeholders and not just a company and its owners. Whenever choosing securities based on ESG principles, securities that are otherwise a suitable for a client's needs are not selected for investment. This can negatively impact returns depending on the client's current allocation, market conditions, and other factors.

Fountaindale utilizes risk management principles when crafting its investment advice, and these principles are subject to periodic review by the Chief Compliance Officer and investment professionals. Risks, some of which are identified above, are evaluated with an eye towards their applicability to a client's circumstances. Combined with other areas of ongoing investment review, they comprise a part of Fountaindale's general compliance measures.

The methods of analysis, investment principles, and risks summarized above are not intended to be comprehensive. For more information regarding these issues, a client should carefully review their investment policy statement and other investment documents. Further information and clarification may also be sought by e-mailing info@fountaindale.co.

Past performance does not foretell future performance. Investors and advisory clients are urged to ask questions and engage a team of legal, tax, and other professionals to make the best possible investment decisions.

Voting Client Securities

Voting for a client's securities is also known as 'proxy voting.' We do not vote for client securities, nor will we accept voting authority on a client's behalf. Fountaindale clients will receive proxies directly from the issuer of the security or the custodian. Fountaindale clients are responsible for their own voting across all issues, and should direct all proxy questions to the issuer of the security.

Item 7: Client Information Provided to Portfolio Managers

We do not share client information with outside portfolio managers, as Fountaindale manages all of its portfolios directly.

Item 8: Client Contact with Portfolio Managers

Investment advice for Fountaindale clients is delivered exclusively through our interactive website. All other client inquiries and concerns may be sent via e-mail to info@fountaindale.co. These inquiries may be sent at any time.

Item 9: Additional Information

Disciplinary Information

Fountaindale, as an investment adviser, is required to disclose all material facts with respect to legal or disciplinary events. We have no such information to report.

Other Financial Industry Activities and Affiliations

We have no such information to report.

Code of Ethics

Fountaindale maintains a strict Code of Ethics to comply with the provisions of applicable federal securities laws which require us to act as a fiduciary, meaning that Fountaindale must act in the best interest of its clients by providing continuous and unbiased investment advisory services when we act as your investment adviser. This also means we cannot put our interest ahead of yours. Conflicts of interest can influence investment advice, so Fountaindale clients should always inquire about them. For example, our fee-structure may create some conflicts with your interests, as discussed in Item 6 – Services, Fees, and Compensation of our ADV Part 2A Brochure.

To ensure that we act as a fiduciary, Fountaindale abides by policies and procedures that apply to its employees and management. Fountaindale's Code of Ethics covers topics like insider trading, gifts, fiduciary duties, and the prohibition of some transactions that create a conflict of interest. Our Code of Ethics is clear that all employees and management comply with the law, put client interests above that of Fountaindale, and that they have read and will abide by our Code of Ethics. Fountaindale will provide a copy to its clients upon request.

The Code of Ethics also requires Fountaindale's employees and management to comply with laws governing the investment advisory business. Should any activity create an actual or potential conflict of interest between employees and management of Fountaindale and the client, it requires that these conflicts are clearly disclosed.

Further, Fountaindale recognizes that its employees or management may buy or sell the same securities that they recommend to clients in their personal trading activity, thus creating a potential conflict of interest. By prohibiting trades that put the client at a disadvantage when dealing with same or similar securities as clients, the Fountaindale Code of Ethics ensures that this conflict of interest is mitigated.

Review of Client Accounts and Regular Reports

Fountaindale continuously and regularly monitors client accounts as a standard service. As part of our Wrap Fee Program, we are also generally responsible for investing and re-investing client assets account in harmony with the client's investment objectives and policies.

In addition, client accounts are reviewed as special situations arise, such investment strategy changes. Account reviews may be undertaken for other matters that include, but are not limited to:

- cashflow and liquidity;
- tax objectives;
- distribution strategies;
- government compliance;
- account performance in relation to appropriate benchmarks; and
- issues and inquiries raised by the client.

Generally, a written quarterly report is sent to all clients. This report shall include management fees, assets held, and amounts held in a given account. Should there be any updates to Fountaindale's investment strategy or analysis of the investment environment, this information may also be included.

Client Referrals and Other Compensation

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

Fountaindale may offer compensation to current clients, solicitors, affiliate marketers, and other strategic partners who invite new clients. For existing clients, such promotions may include reduced advisory fees for some period of time, exclusive services or products, and/or cash bonuses. Fountaindale will compensate the efforts of unrelated third parties, including solicitors, affiliate marketers, and other strategic partners, that result in a client that opens and funds an account. These efforts will be compensated with a flat fee, and an affected potential Client is provided a copy of this brochure as well as the terms of the specific referral arrangement.

Financial Information

Fountaindale is required to provide clients with declarations about its financial condition in this item.

Neither Fountaindale nor its management has any financial condition that is likely to impair its current or future ability to meet its contractual and fiduciary commitments to its clients.