



COMPREHENSIVE

WEALTH MANAGEMENT

Form ADV Part 2A Brochure

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proVest® Platform Brochure Appendix 1

This proVest® Platform Brochure provides information about the qualifications and business practices of Comprehensive Wealth Management, LLC (hereafter referred to as “CWM”). If you have any questions about the contents of this brochure, please contact us at 425-778-6160 or e-mail us at Info@CWMnw.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (hereafter referred to as “SEC”) or by any state securities authority. Additional information about CWM also is available on the SEC’s website at www.adviserinfo.sec.gov. CWM is a registered investment advisor. Registration as an investment advisor does not require any certain level of skill or training.

Item 2: Material Changes

This section of the brochure helps you quickly identify material changes from the last annual update.

Summary of Material Changes – The following summary discusses the material changes that CWM has made to the brochure since March 29, 2024, the last annual update to the brochure.

CWM has made new investment strategies available to clients. See the section of the brochure entitled “Method of Analysis, Investment Strategies and Risk of Loss” for more information.

This section covers only material changes. Other amendments may have been made to this Brochure, which may not have been discussed in our summary, and consequently, we encourage you to read this Brochure in its entirety.

Brochure Availability - We will provide you with a new brochure any time, without charge. Currently, our brochure may be requested by contacting CWM at (425) 778-6160 or info@CWMnw.com. CWM also maintains a current copy of our ADV on the “Disclosures” page of our website at www.CWMnw.com/disclosures, a page also accessible via the footer of the site.

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Item 4: Advisory Business

This section of the brochure tells you about our business, including ownership and a description of the services we offer.

Comprehensive Wealth Management, LLC is referred to in this document as “CWM”, “the Company”, “us”, “we”, or “our”. In this document, we refer to current and prospective clients of CWM as “you”, “client”, or “your”. CWM was created in 2001 and is owned by several holding companies, FUPA, Inc., and B & S Lockett, Inc. FUPA, Inc. is owned and controlled by Morgan Arford. B & S Lockett, Inc. is owned and controlled by Brian and Shilo Lockett.

Types of Advisory Services

proVest® Platform

All of our clients receive our investment advice through the proVest® Platform. CWM is the only money manager in the proVest® Platform, that provides discretionary investment advisory services, and is responsible for all investment decisions in your account. You authorize CWM to manage your assets on a discretionary basis by purchasing and/or selling individual stocks, bonds, money market instruments, money market funds, or other instruments as and when we see fit without your approval of each transaction. In managing your account, we will employ various investment strategies as described in the Investment Strategies section of this document and any other material we may give to you. You grant us discretionary authority in the Investment Advisory Agreement that you enter into with us and it will remain in full force and effect, even if you become incompetent or disabled, unless revoked or terminated by you. We will collect information about your investment objectives. We regularly inquire about, and you are responsible for providing, information about your investment goals, time horizon, and risk tolerance. You are encouraged to contact CWM directly at its home office shown on the first page of this document. These investment supervisory services are generally not provided to all your holdings or net worth but rather only to assets specifically designated by you and agreed to by us as managed assets.

Advice on Matters Not Involving Securities

CWM from time-to-time provides advice on topics not involving securities. The fees for this advice may be included as part of an assets under management billing agreement, hourly charges, or a fixed fee agreement described in the written agreement between us. Non-securities-related advice is only provided to you upon request and agreement between us. Not all clients receive this type of advice.

Financial Planning

Some clients are provided a written plan that may include a personal balance sheet and certain projections. Any reports, financial statement projections, and analyses are intended exclusively for your use in developing and implementing your financial plan. In view of this limited purpose, the statements should not be considered complete financial statements. CWM will not audit, review or compile financial statements and, accordingly, we will not express an opinion or other form of assurance on them, including the reasonableness of assumptions and other data on which any prospective financial statements are based. It is likely that there will be material differences

between projected and actual results because events vary, and circumstances frequently do not occur as expected.

Our analyses will be highly dependent on certain economic assumptions about the future. Therefore, you should establish familiarity with historical data regarding key assumptions such as inflation and investment rates of return, as well as an understanding of how significantly these assumptions affect the results of our analyses. We may counsel you as to the consistency of your assumptions with relevant historical data, but we will not express any assurance as to the accuracy or reasonableness of your specific data and assumptions. You are ultimately responsible for the assumptions and personal data upon which our procedures and projections are based. The financial plan assumptions and reports are primarily a tool to alert you to certain possibilities. The reports are not intended to, nor do they provide any guarantee about future events including your investment returns. The implementation of the plan is solely your responsibility.

The financial plans provided for some of our clients do not address all potential aspects of financial planning. Typically, our plans address retirement planning, college funding, estate planning, and risk management issues such as life, disability, and long-term care insurance are typically addressed in every financial plan.

Types of Investments Used

We consider many different types of securities when formulating the investment advice we give to you. If you come to us with existing investments, we evaluate them with respect to your financial goals, risk tolerance, and investment time horizon. Depending upon your situation, your account(s) managed by us may contain individual stocks, corporate and/or government bonds, mutual funds, or exchange-traded funds (“ETFs”). In some situations, we may recommend that real estate be part of your investment portfolio.

Tailored Services and Investment Restrictions

We attempt to tailor your investment portfolio to your situation as you have described it to us. This is why it is so important that you let us know about changes to your financial situation, goals, or investment time horizon. You may impose restrictions on investing in certain securities or types of securities. You must clearly identify these restrictions in writing to CWM.

Potential Effect of the Company Paying Transaction Costs

On the proVest® Platform, we pay for costs associated with securities transactions and have the full discretionary power to decide if and when a securities transaction is made. Because of this, we have a financial incentive not to make securities transactions in your account, or choose securities that won’t incur a transaction fee. Paying for securities transactions in your investment portfolio creates a potential conflict of interest where we have the financial incentive not to make securities transactions in your account when it is in your best interests to do so. The proVest® Platform may cost you more or less than purchasing such services separately.

Non-Transaction Fee (NTF) Mutual and Exchange Traded (ETF) Funds

When selecting investments for our clients’ portfolios we choose mutual and exchange-traded funds (mutual funds) on your account custodian’s Non-Transaction Fee (NTF) list. This means

that your account custodian will not charge a transaction fee or commission associated with the purchase or sale of the mutual fund.

The mutual fund companies that choose to participate in your custodians NTF fund program pay a fee to be included in the NTF program. The fee that a mutual fund company pays to participate in the program is ultimately borne by the owners of the mutual fund including clients of CWM.

As part of the proVest® program we pay for securities trading commissions for normal trades made in your account, we have a financial incentive to select mutual funds on the NTF list. This financial incentive creates a conflict of interest between you and us where our interests might not be aligned. Specifically, we have the incentive to choose a mutual fund that does not incur trading charges, which may result in the selection of a fund with a higher expense ratio. You, the owner of the fund, ultimately pay the fee by way of the fee charged by the mutual fund.

Some mutual funds also impose a short-term redemption fee if the mutual fund is purchased and then sold in less than a specified period (i.e. 180 days). You as the owner of the mutual fund will bear the cost of the mutual fund's redemption fee.

Assets Under Management

As of December 31, 2023, CWM manages approximately \$288,264,741 of client assets, on a discretionary basis and \$10,322,681 of client assets on a non-discretionary basis.

Item 5: Fees and Compensation

This section of the brochure describes how we are compensated for the services we offer.

proVest® Platform Fee

CWM charges an asset-based fee for services provided under the proVest® Platform. The maximum fee charged for the proVest® is set forth in the table below. The fees are negotiable based on a number of factors that could result in a particular client paying a fee greater or less than the standard fees. The exact fee you will pay is specified in your CWM Investment Advisory Agreement, specifically the proVest® Platform Agreement, Appendix A.

Dollar Value of Assets on Platform*	Annual Fee
First \$500,000	2%
Amounts over \$500,000	1%

**CWM bills on all assets under management, including cash positions.*

The platform fee is expressed as an annual rate. To calculate your platform fee, CWM multiplies the account value on the last day of the previous calendar quarter by the daily pro rata portion of the annual rate in advance of services being performed. The platform fee is billed to your account quarterly, which results in your paying a higher fee on an annual basis than the annual rate, due to the effects of compounding. The platform fee is blended, meaning that as the market value of your platform account reaches a higher breakpoint, as set forth above, the assets within each breakpoint are charged a lower rate. Your quarterly fee is adjusted for cash flows into and out of

your account(s) during the quarterly billing period. For example, if you withdraw funds from your account midway through the billing period, your next bill will reflect a refund of the fee that was charged in advance on the funds you withdrew. Likewise, if you deposit money into your account midway through the billing period, your next bill will reflect a charge for the new funds you deposited for the partial period those new funds were managed by us.

Householding of Accounts

If you have more than one account on the platform, your accounts are “householded” for purposes of calculating the fee. A “household” is generally a group of accounts having the same address of record or the same Social Security number. Individual Retirement Accounts (“IRAs”), Simplified Employee Pension IRAs (“SEP-IRAs”), SIMPLE IRAs, and other personal retirement accounts are generally combined for householding purposes. The accounts which may be householded are subject to negotiation and our approval. We calculate your household fee by totaling the market value of your accounts under each fee schedule and charging your accounts according to the fee schedule. The fee is then allocated on a pro-rata basis to each account. Each of your account’s pro-rata amounts is calculated by computing the market value of each account as a percentage of the total market value of all accounts under that fee schedule.

If the market value of your account falls significantly below the specified minimum due to your withdrawal of assets from the account, we may require you to deposit additional money or securities to bring the account up to the required minimum, close the account, or change it to another type of account.

Generally, members, employees and immediate family members of CWM are not charged a management fee.

Services Covered by the proVest® Platform

The proVest® Platform fee covers CWM’s asset management services, as well as the following services provided by Charles Schwab & Co.,: (referred to henceforth as “Schwab”):

- execution of transactions in equity securities
- custody of account assets

The platform fee covers trade execution for transactions in equity securities executed through Schwab. It does not include:

- execution of transactions in fixed-income securities by Schwab as principal
- execution of transactions in securities by other broker-dealers

Other Charges and Compensation

Trades in fixed-income securities executed by Schwab as principal and trades executed with other dealers involve transaction charges in addition to the platform fee. When a broker-dealer executes a trade as principal, the dealer will realize the customary dealer profits or losses on the trade. Schwab will also charge a markup or markdown on transactions executed as principal in fixed-income securities in the platform. When a trade is executed by us with another broker-dealer, you

will pay additional compensation to that broker-dealer, which will include markups, markdowns, commissions, and dealer profits. Any dealer profit, commission, markup, or markdown on principal trades will be separate from, and in addition to, and will not reduce or otherwise offset, the platform fee for your account. The platform fee does not cover certain costs or charges imposed by third parties, including, but not limited to:

- odd-lot differentials
- American Depositary Receipt fees
- exchange fees
- transfer taxes mandated by law
- short term redemption fees

Schwab also imposes additional charges for special services elected by you or CWM, including without limitation:

- periodic distribution fees
- electronic fund and wire transfer fees
- certificate delivery fees
- reorganization fees
- account transfer fees (outbound)
- returned check fees
- international security transfer
- overnight mail and check fees
- rule 144 transfer fees
- transfer agent fees

Payment of proVest® Platform Fees and Other Charges

Platform fees are deducted from your account(s) in the first month of the quarter for which the fees are to be earned. Other charges are deducted from your account when they are incurred. The platform fee and other charges are payable from free credit balances, if any, in your account(s). If there are no free credit balances in your account(s), we will redeem money market fund shares in your account to cover the charges or notify you to deposit additional funds into your account. We reserve the right to liquidate a portion of the other assets in your account to cover the platform fee or other charges at any time. Liquidation will affect the relative balance of your account and may also have tax consequences.

Fixed Fees

You may enter into an Investment Advisory Agreement where a fixed fee for services is determined through negotiations and agreement between you and CWM. Fixed fees are not necessarily based upon the value of assets managed or time expended providing services. Fixed fees are normally agreed to for one year, then renegotiated and agreed to for future periods. If you are paying a fixed fee you may pay a fee higher or lower than one based upon the value of assets managed. In the event a fixed fee engagement is terminated, unearned fees will be returned to you on a pro rata basis.

Hourly Fees

We may perform services for you outside our standard scope of work where the price of the service may be billed at an hourly rate for the amount of time required to complete the project or task. The rate per hour depends upon the level of complexity of the service and experience and expertise of the personnel used to do the work. This negotiable rate would normally not exceed \$300 per hour. The tasks and services to be performed are described in an engagement letter that is signed by you and CWM which also includes the hourly rate, an estimate of time to complete the project, and the procedure for refund or partial billing if the engagement is terminated before completion.

Investment Company Fees

Investment company funds that are held by you will bear their own internal transaction and execution costs, as well as directly compensate their investment managers along with internal administrative services. Some funds pay 12b-1 fees, distribution fees, and or shareholder service fees to broker-dealers that offer investment company funds to their clients. These fees affect the net asset value of the fund shares and are indirectly borne by fund shareholders such as you. Some fund companies impose a redemption fee. A redemption fee is another type of fee that some funds charge their shareholders when shares are sold and/or redeemed within a short period of time from the purchase. Although a redemption fee is deducted from redemption proceeds just like a deferred sales load, it is not considered to be a sales load. Unlike a sales load, which is generally used to compensate brokers, a redemption fee is typically used to defray fund costs associated with a shareholder's redemption and is paid directly to the fund, not to a broker. The SEC generally limits redemption fees to 2%. In most cases, the funds will use the "first-in, first-out" (FIFO) method to determine the holding period. Under this method, the date of the redemption will be compared with the earliest purchase date of shares held in the account. While it is not the general practice of CWM to sell client's securities in a period that would generate a redemption fee, we will do so if we believe the sale is in your best interests, or if fund shares must be redeemed to pay fees or cover withdrawals from the account.

A complete explanation of these charges is contained in the Prospectus and Statement of Additional Information for each investment company fund. You can get a prospectus through the investment company website, by telephone, or by mail.

Commission Based Compensation

Investment advisor representatives of CWM while acting as a Registered Representative of a broker-dealer will receive trailing 12b-1 distribution fees and other sales commissions from investment companies and product sponsors in connection with the placement of your funds in certain securities. In addition, the investment advisor representatives and CWM will receive a portion of the management and administration fees paid by you to third-party investment advisors. The amount of these fees and commissions vary between investment choices.

Investment advisor representatives of CWM, while acting as insurance agents, will receive sales commissions from insurance companies in connection with the sale of insurance products to you.

The receipt of the fees and commissions creates a financial incentive for the investment advisor representative(s) to recommend one investment choice or insurance product over another. This incentive creates a potential conflict of interest between you and CWM where the investment advisor representative has an incentive to recommend investment products based on the compensation received, rather than on your needs. You acknowledge that the investment advisor representatives and CWM will receive commissions in addition to any investment advisory or financial planning fees paid by you. To address these potential conflicts, we review the costs and expenses associated with investments selected for or recommended to you to ensure that the costs incurred are reasonable with respect to the services provided.

You have the option to purchase investment products that CWM may recommend through other brokers or agents not affiliated with us.

In situations where an investment advisor representative will earn commissions on investments recommended in addition to investment advisory fees charged by CWM, the advisory fee is not reduced to offset the securities sales commission or markup. You will authorize us to make any transaction where we will earn a sales commission.

Termination of Advisory Services

You may terminate the Advisory Agreement without fee or penalty by providing written notice to us at the address on the first page of this document within five (5) business days from your execution of the Agreement. After five (5) business days have passed, either you or we may terminate the Advisory Agreement by providing the other with written notice. Any fees collected in advance of services being performed will be returned to the client on a pro rata basis.

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

This section of the brochure explains any performance-based fees we may charge you for and how they may be different from other clients' charges.

Performance Based Fees

CWM does not charge fees that are based upon a share of capital gains or capital appreciation of client assets.

Side-By-Side Management

We provide investment advisory services to other clients in addition to you. Not all clients receive the same investment advice, nor do they pay the same fee. We strive to act in the best interests of each of our clients at all times.

Item 7: Types of Clients

This section of the brochure describes specific requirements to open and maintain an account and the types of clients we generally provide investment advice.

We generally require a minimum portfolio size of \$500,000 to participate in the CWM *Performance Targeting System (PTS®)* program and \$100,000 for the CWM *Wealth Accumulator* program under our proVest® Platform agreement. We will waive this minimum account size at our discretion.

We provide advisory services to a variety of types of clients including individuals, trusts, and individual pension plan accounts. The type of investment we choose for you will vary because of the size of your account.

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

This section of the brochure explains how we formulate our investment advice and manage client assets.

Methods of Analysis and Investment Strategies

All clients using the proVest® Platform will have the option to select between four investment methodologies for the management of their portfolio, the CWM Performance Targeting System (PTS®), CWM Wealth Accumulator Models, CWM Tactical Allocation Models or the CWM Global Allocation Models.

In addition, CWM offers an **Extended Savings Program**, designed primarily for clients with a minimum CWM managed portfolio of \$250,000 who are interested in holding a static (unmanaged) allocation in money market investments issued by U.S. and foreign issuers. If you elect to participate in the Extended Saving Program your funds will be custodied at Charles Schwab and invested in a [Schwab Money Fund](#).

The following are examples of portfolio strategies that we use in managing your portfolio:

CWM Performance Targeting System (PTS®)

CWM PTS models are designed primarily for clients who are interested in an investment style that will tactically allocate asset exposures based on market data in an attempt to mitigate risk and seek better opportunity. This style seeks, in more extreme market data environments, to either overweight or underweight exposures (i.e. stock or bond exposure) dependent on each client's individual risk tolerance and assigned model normal bias (see descriptions below). These are proprietary CWM investment models that are held in custody at Charles Schwab.

These models will incorporate regular rebalancing methods (based on deviation from the original model) and will utilize both mutual funds and exchange-traded funds.

The models below display the normal (or starting position) biases of each model, which will be deviated from based on future investment outlooks derived from data analytics methods.

PTS® Strategic Income Model

The objective of the Strategic Income Model is to provide immediate income with very limited growth and risk. The model will normally invest 80-100% of its assets in fixed-income or other

assets with a low stock market correlation. All investments will be diversified over a variety of asset classes. Volatile markets may result in the majority, or all, of the portfolio being held in cash. The model may also invest up to 100% in equities in rare market settings where stocks are shown to be particularly undervalued relative to normal model assets, based on CWM's PTS® proprietary metrics, relative to normal environments.

PTS® Capital Preservation Model

The objective of the Capital Preservation Model is to maintain the current account value with limited growth and volatility. The model will normally invest 45-60% of its assets in fixed-income securities or other assets with a low stock market correlation and the remainder in equity securities. All investments will be diversified over a variety of asset classes. The model may also invest up to 100% in equities or 100% in low market-correlated assets, such as fixed income, in market settings where the respective asset classes are shown to be particularly undervalued/overvalued, based on CWM's PTS® proprietary metrics, relative to normal environments.

PTS® Balanced Income Model

The objective of the Balanced Income Model is to obtain some capital appreciation while limiting the amount of risk exposure. The model will normally invest 30-40% of its assets in fixed-income securities or other assets with a low stock market correlation and the remainder in equity securities. All investments will be diversified over a variety of asset classes. The model may also invest up to 100% in equities or 100% in low market-correlated assets, such as fixed income, in market settings where the respective asset classes are shown to be particularly undervalued/overvalued, based on CWM's PTS® proprietary metrics, relative to normal environments.

PTS® Growth Model

The objective of the Growth Model is to obtain capital appreciation while carefully managing risk. The model will normally invest 15-20% of its assets in fixed-income securities or other assets with a low stock market correlation and the remainder in equity securities. All investments will be diversified over a variety of asset classes. The model may also invest up to 100% in equities or 100% in low market-correlated assets, such as fixed income, in market settings where the respective asset classes are shown to be particularly undervalued/overvalued, based on CWM's PTS® proprietary metrics, relative to normal environments.

PTS® Aggressive Growth Model

The objective of the Aggressive Growth Model is the active pursuit of investments that increase the value of the portfolio. The model will normally invest 2% of its assets in fixed-income securities and the remainder in equity securities. All investments will be diversified over a variety of asset classes. The model may also invest up to 100% in low market correlated assets, such as fixed income, in market settings where the asset class is shown to be particularly undervalued/overvalued, based on CWM's PTS® proprietary metrics, relative to normal environments.

CWM Tactical Allocation Models

CWM Tactical Allocation Models are designed primarily for clients who are interested in a mixture of more traditional “buy and hold” investment style with an active management component that will tactically allocate underlying asset exposures based on market data in an attempt to mitigate risk and seek better opportunity. This style will establish static macro allocation exposures (stock versus strategic income assets) while having a dynamic weighting of the assets underlying those macro categories as assigned by CWM data analytics. These are proprietary CWM investment models that are held in custody at Charles Schwab.

These models will incorporate regular rebalancing methods (based on deviation from the original model).

The following are examples of portfolio strategies that we use in managing your portfolio, some slight variation or blending of these models can and may occur:

Balanced Income Model

The objective of the Balanced Income Model is to obtain some capital appreciation while limiting the amount of risk exposure. The model will invest 30-40% of its assets in fixed-income securities or other assets with a low stock market correlation and the remainder in equity securities. All investments will be diversified over a variety of asset classes. While the macro split between fixed income and equity securities will remain static, the underlying assets in those groups will fluctuate depending on the economic environment and related data.

Growth Model

The objective of the Growth Model is to obtain capital appreciation while carefully managing risk. The model will normally invest 15-20% of its assets in fixed-income securities or other assets with a low stock market correlation and the remainder in equity securities. All investments will be diversified over a variety of asset classes. While the macro split between fixed income and equity securities will remain static, the underlying assets in those groups will fluctuate depending on the economic environment and related data.

Aggressive Growth Model

The objective of the Aggressive Growth Model is active pursuit of investments that will increase the value of the portfolio with little risk management. The model will normally invest 1% of its assets in fixed-income securities and the remainder in equity securities. All investments will be diversified over a variety of asset classes. While the macro split between fixed income and equity securities will remain static, the underlying assets in those groups will fluctuate depending on the economic environment and related data.

CWM Global Allocation Models

CWM Global Allocation Model (GAM) is designed primarily for clients who seek the most responsive, unconstrained, and proactive strategy option available at CWM. GAM doesn't follow any macro or micro policy constraints but focuses on individual investment weightings, regardless of categorization, except for a targeted 1% cash or fixed income positions. All investments will be diversified over a variety of asset classes with dynamic portfolio weightings that will shift dependent on current market data conditions. Outside of the 1% cash position, the model may

invest up to 100% of the remaining balance in equities or in low market-correlated assets, such as fixed income, based on CWM's PTS® proprietary metrics.

CWM Wealth Accumulator Models

CWM Wealth Accumulator Models are designed primarily for clients who are interested in a more traditional "buy and hold" investment style. This style typically involves the selection of a static investment allocation, dependent on each client's individual risk tolerance (see descriptions below). These are proprietary CWM investment models that are held in custody at Charles Schwab.

These models will incorporate regular rebalancing methods (based on deviation from the original model). Only exchange-traded fund products will be utilized for these models.

The following are examples of portfolio strategies that we use in managing your portfolio, some slight variation or blending of these models can and may occur:

Balanced Income Model

The objective of the Balanced Income Model is to obtain some capital appreciation while limiting the amount of risk exposure. The model will normally invest 30-40% of its assets in fixed-income securities or other assets with a low stock market correlation and the remainder in equity securities. All investments will be diversified over a variety of asset classes. This model will remain statically invested regardless of market environment. Limited trading activity will occur as necessary for investment of contributions, divesting for distribution, model rebalancing, etc.

Growth Model

The objective of the Growth Model is to obtain capital appreciation while carefully managing risk. The model will normally invest 15-20% of its assets in fixed-income securities or other assets with a low stock market correlation and the remainder in equity securities. All investments will be diversified over a variety of asset classes. This model will remain statically invested regardless of market environment. Limited trading activity will occur as necessary for the investment of contributions, divesting for distribution, model rebalancing, etc.

Aggressive Growth Model

The objective of the Aggressive Growth Model is active pursuit of investments that will increase the value of the portfolio with little risk management. The model will normally invest 1% of its assets in fixed-income securities and the remainder in equity securities. All investments will be diversified over a variety of asset classes. This model will remain statically invested regardless of market environment. Limited trading activity will occur as necessary for the investment of contributions, divesting for distribution, model rebalancing, etc.

Risk of Loss

General Risks to Investing

Investing is not without risk, and involves the risk of loss of principal which you should be prepared to bear. We try to reduce risk by diversifying a portfolio across multiple asset classes.

Despite these strategies, historical evidence clearly shows that every asset class has experienced severe declines in value-sometimes sustained over many years-throughout several periods of time this century. Our strategies to minimize risk may not achieve that goal, as the benefits of diversification decline if asset classes become more correlated.

As with any investment, you could lose all or part of your investments managed by CWM, and your account's performance could trail that of other investments.

Asset Class Risk

Securities in your portfolio(s) or in underlying investments such as mutual funds may underperform in comparison to the general securities markets or other asset classes.

Concentration Risk

To the extent that CWM recommends portfolio allocations that are concentrated in a particular market, industry, or asset class, your portfolio may be susceptible to loss due to adverse occurrences affecting that market, industry, or asset class.

Equity Securities Risk

Equity securities are subject to changes in value that may be attributable to market perception of a particular issuer or general stock market fluctuations that affect all issuers. Investments in equity securities may be more volatile than other types of investments.

Growth Securities Risk

Growth companies are companies whose earnings growth potential appears to be greater than the market, in general, and whose revenue growth is expected to continue over an extended period. Stocks of growth companies or "growth securities" have market values that may be more volatile than those of other types of investments. Growth securities typically do not pay a dividend.

Issuer Risk

Your account's performance depends on the performance of individual securities in which your account invests. Any issuer may perform poorly, causing the value of its securities to decline. Poor performance may be caused by poor management decisions, competitive pressures, changes in technology, disruptions in supply, labor problems or shortages, corporate restructurings, fraudulent disclosures, or other factors. Changes to the financial condition or credit rating of an issuer of those securities may cause the value of their securities to decline.

Management Risk

The performance of your account is subject to the risk that our investment management strategy may not produce the intended results.

Market Risk

Your account could lose money over short periods due to short-term market movements and over longer periods during market downturns. The value of a security may decline due to general market conditions, economic trends, or events that are not specifically related to the issuer of the security or to factors that affect a particular industry or industries. During a general downturn in the securities markets, multiple asset classes may be negatively affected.

Market Trading Risk

Your investment account faces numerous market trading risks, including the potential lack of an active market for investments held in your account and losses from trading in secondary markets.

Passive Investment Risk

CWM may use a passive investment strategy that is not actively managed where we do not attempt to take defensive positions in declining markets.

Larger Company Securities Risk

Securities of companies with larger market capitalizations may underperform securities of companies with smaller and mid-sized market capitalizations in certain economic environments. Larger, more established companies might be unable to react as quickly to new competitive challenges, such as changes in technology and consumer tastes. Some larger companies may be unable to grow at rates higher than the fastest growing smaller companies, especially during extended periods of economic expansion.

Leverage Risk

Certain transactions may give rise to a form of leveraging, including borrowing. Such transactions may include, among others, reverse repurchase agreements, loans of portfolio securities, and the use of when-issued, delayed-delivery or forward-commitment transactions. The use of derivatives may also create leverage. The use of leverage may cause a portfolio to liquidate portfolio positions when it may not be advantageous to do so. Leveraging may make a portfolio more volatile than if the portfolio had not been leveraged. This is because leverage tends to increase a portfolio's exposure to market risk, interest rate risk, or other risks by increasing assets available for investment.

Liquidity Risk

A security may not be able to be sold at the time desired without adversely affecting the price.

Regulatory Risk

Changes in government regulations may adversely affect the value of a security. An insufficiently regulated industry or market might also permit inappropriate practices that adversely affect an investment.

Smaller Company Securities Risk

Securities of companies with smaller market capitalizations, historically, tend to be more volatile and less liquid than larger company stocks. Smaller companies may have no or relatively short operating histories, or be newly public companies. Some of these companies have aggressive capital structures, including high debt levels, or are involved in rapidly growing or changing industries and/or new technologies, which pose additional risks.

Value Style Investment Risk

Value stocks can perform differently from the market as a whole and from other types of stocks. Value stocks may be purchased based upon the belief that a given security may be out of favor. Value investing seeks to identify stocks that have depressed valuations, based upon a number of factors which are thought to be temporary in nature, and to sell them at superior profits when their prices rise when the issues which caused the valuation of the stock to be depressed are resolved. While certain value stocks may increase in value more quickly during periods of

anticipated economic upturn, they may also lose value more quickly in periods of anticipated economic downturn. Furthermore, there is a risk that the factors which caused the depressed valuations are longer term or even permanent in nature, and that there will not be any rise in value. Finally, there is the increased risk in such situations that such companies may not have sufficient resources to continue as ongoing businesses, which may result in the stock of such companies becoming worthless.

Derivatives Risk

The use of derivatives such as futures, options, and swap agreements can lead to losses, including those magnified by leverage, particularly when derivatives are used to enhance return rather than offset risk.

Small Firm Risk

We are reliant on research from Wall Street's leading firms to help us in our investment decisions. In addition, we do not have the financial resources that other, larger firms have to invest in market data systems or industry consultants to provide insight on specific companies or industries in which we may invest.

Item 9: Disciplinary Information

This section of the brochure provides you with legal and disciplinary information about CWM and our owners and management team.

All advisors are required to disclose specific civil, criminal, and regulatory matters, if they apply to the firm or the firm's "management persons," as well as other matters, if they would be material to a client or prospective client's evaluation of the firm. Neither CWM nor any of our current owners or management team members have civil or criminal events to disclose. One of our manager/owners, however, has a FINRA disclosure.

FINRA regulates broker-dealers and their representatives; CWM is an investment advisor regulated by the SEC. In November 2019, FINRA entered into an Acceptance, Waiver and Consent involving owner and management team member Brian J. Lockett. Without admitting or denying FINRA's findings, Brian settled the matter by consenting to the sanctions and to the entry of findings that he participated in a private securities transaction without providing prior written notice to his former broker-dealer (Geneos), in breach of NASD Rule 3040(b) and FINRA Rule 2010. Brian consented to a \$5,000 fine and a 45-calendar day suspension from association with any FINRA member firm in any capacity. Since CWM is not a FINRA member firm, Brian was able to continue serving as a CWM investment advisor representative during the suspension period. The findings stated that Brian introduced a private placement offering to an individual in July 2012, summarized the reasons he liked the investment, met with the client to review and sign paperwork, and caused the paperwork to be submitted. The findings also noted that Brian did not receive compensation for his participation in the transaction. In addition, FINRA found that Brian attempted to prevent Geneos from discovering his assistance in the transaction by suggesting to the individual that future communications about the security take place via his personal email address. FINRA also noted that "Lockett does not have any disciplinary history with the Securities and Exchange Commission, any state securities regulators, FINRA, or any other self-regulatory organization." Because other regulatory and oversight bodies have independent powers to

impose sanctions, even where those sanctions are duplicative, Mr. Lockett has other disclosures related to the original issue described above. Brian is a resident of Washington State and Washington's Department of Financial Institutions (DFI) has a general practice of responding to the actions of other regulatory bodies by imposing their own parallel sanctions; accordingly, they entered an order in November 2020 to retroactively suspend Brian as an investment advisor representative for 45-days plus levy a fine of \$5,000 because of the previously-disclosed FINRA suspension. Without admitting or denying the findings, Brian consented to the fine and retroactive suspension.

Additional information about individual investment advisor representatives is available on the ADV 2B for that representative, as well as by visiting the SEC's investment advisor disclosure website at www.adviserinfo.sec.gov.

Item 10: Other Financial Industry Activities and Affiliations

This section of the brochure describes other financial services industry affiliations we may have that could present a conflict of interest with you.

CWM does not have any material business affiliations within the financial services industry. Brian Lockett, Chase Ferderer and Jason Heid are Registered Representatives of Independent Financial Group, LLC, a broker-dealer and a licensed insurance agent.

CWM's investment advisor representatives (IARs) provide advice about matters other than securities. Our IARs also act as insurance agents. As insurance agents, they will receive compensation based upon whether or not, and in what amount, clients purchase insurance products through them.

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

This section of the brochure describes our code of ethics, adopted pursuant to SEC rule 204A-1, and how we deal with client and related person trading.

Code of Ethics

We have adopted a code of ethics designed to prevent and detect violations of securities rules by our employees and affiliated persons. Our controls in this area focus upon securities transactions made by our employees that have access to material information about the trading of CWM. We will provide a copy of our code of ethics to clients or prospective clients upon request.

Material Financial Interest

From time-to-time the interests of the principals and employees of CWM will coincide with yours and other clients. Individual securities will be bought, held, or sold by a principal or employee of CWM that is also recommended to or held by you or another client. If potential insider information is inadvertently provided or learned by a principal or employee, it is our policy to strictly prohibit its use.

It is the policy of CWM to permit the firm, its employees and investment advisor representatives to buy, sell and hold the same securities that the investment advisor representatives also recommend to clients. It is acknowledged and understood that we perform investment services for different types of clients with varying investment goals, risk profiles, and time horizons. As such, the investment advice offered to you will differ from other clients and investments made by our investment advisor representatives. We have no obligation to recommend for purchase or sale a security that CWM, its principals, affiliates, employees, or investment advisor representatives may purchase, sell, or hold.

When a decision is made to liquidate a security from all applicable accounts, the trades of the clients and advisory personnel will be combined in a single block trade, and all trades will receive the average price. When client orders are not combined with advisory personnel priority will be given to client orders.

We have procedures for dealing with insider trading, employee-related accounts, “front running” and other issues that may present a potential conflict when buy/sell recommendations are made. These procedures include reviewing employee security transactions and holdings to eliminate, to the extent possible, the adverse effects of potential conflicts of interest on clients.

Item 12: Brokerage Practices

This sub-section of the brochure describes how we recommend broker-dealers for client transactions.

Factors Considered When Recommending Broker-Dealers

We suggest or recommend that clients use a particular qualified custodian and/or broker-dealer. When we make this recommendation, we consider:

- reasonableness of commissions, and other costs of trading
- ability to facilitate trades
- access to client records
- computer trading support
- other operational considerations

These factors are reviewed from time to time to assure the best interests of our clients are upheld.

Research and Other Benefits

We recommend that clients investing in the proVest® Platform establish brokerage accounts with a specific custodian, Charles Schwab & Co., Inc., (referred to henceforth as “Schwab”), or NuView IRA, Inc. to maintain custody of your assets and to execute trades for your account(s). Schwab provides us with access to its institutional trading and operations services, which are typically not available to retail investors. These services are offered to independent investment advisors at no charge in exchange for keeping a minimum amount of account assets at Schwab. Schwab’s services include research, brokerage, and custody. Schwab offers access to mutual funds and other investments that are available only to institutional investors or require a significantly higher minimum investment. Schwab also makes available to us other products and services that benefit us but may not benefit our clients. Some of these other products and services help us manage and administer client accounts, and include software and other technology that:

- provide access to client account data (such as trade confirmations and account statements);
- facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts);
- provide research, pricing information, and other market data;
- facilitate payment of our fees from your account(s);
- assist with back-office functions, recordkeeping, and client reporting;

Schwab also offers other services intended to help us manage and further develop our business. These services include:

- educational conferences and events;
- technology, compliance, legal and business consulting;
- publications and conferences on practice management and business succession; and
- access to employee benefits providers, human capital consultants and insurance providers.

These services may be used with all or even a substantial number of clients' accounts, including accounts not maintained at Schwab. We do not attempt to allocate the benefit to accounts proportionately to the accounts that generate the benefit.

Some of the products or services provided by Schwab do not qualify for the safe harbor in section 28(e) of the Securities Exchange Act of 1934, including those services that do not aid in investment decision-making or trade execution. These business management and development services, in addition to those listed above, may include consulting, publications and presentations on practice management, information technology, business succession, regulatory compliance, and marketing. In addition, Schwab may use independent third parties to offer these services to CWM. Schwab may discount or waive fees it would otherwise charge for some of these business management and development services or pay all or a part of the fees of a third-party providing these services to us. Because we receive discounts, research, products, or services we may have an incentive to select or recommend Schwab based on our interest in receiving the research, products, or services, rather than on the client's interest in receiving most favorable execution. Schwab may charge commissions (or markups or markdowns) higher than those charged by other broker-dealers in return for services and benefits.

Schwab will not act as a custodian for certain types of assets. If you own these alternative types of assets, we recommend that you establish an account with NuView IRA, Inc.

Brokerage for Client Referrals

CWM does not have any agreements in place where securities transactions are directed to particular broker-dealers in exchange for client referrals.

Directed Brokerage

If you direct CWM to execute securities transactions at a broker other than the one we use for our other clients you will forgo any benefit from savings on execution costs that we have obtained through its negotiation of volume discounts or batched orders. In directing the use of a particular

broker or dealer, it should be understood that we will not have authority to negotiate commissions or obtain volume discounts and best execution may not be achieved. You may incur higher commissions, other transaction costs, greater spreads, or receive less favorable net prices, on transactions for your account than would otherwise be the case had you used a brokerage relationship we prefer.

Aggregated Orders

When we decide to purchase or sell a specific security for multiple clients at the same time, we will consider aggregating, or combining the orders. This procedure will result in a single average price for all client transactions in the aggregated order. Your account custodian charges for each transaction as if it were placed individually.

Item 13: Review of Accounts

This section of the brochure describes how often client accounts are reviewed and by whom.

Reviews

CWM periodically reviews the securities held in its clients' investment supervisory accounts. The reviews are conducted by our investment and trading team and investment advisor representatives. Your accounts are reviewed at least quarterly for proper asset allocation to ensure they comply with your investment objectives and mandates. We also attempt to meet with you periodically to review changes in your financial situation, needs, or investment objectives, as well as the performance of the portfolio.

Financial plans are reviewed periodically and upon request.

Reports

CWM does not prepare or send written reports to all clients. We have arranged for your independent qualified account custodians to prepare and distribute account statements directly to you not less than quarterly, detailing positions and activity in your account during the preceding statement reporting period. The statement will include a summary of all transactions made on your behalf, all contributions and withdrawals made to or from your account, all fees and expenses charged to your account, and the reported value of your account at the beginning and end of the period. The statement may be based upon information obtained from third parties.

Item 14: Client Referrals and Other Compensation

This section of our brochure discloses our arrangements with people who are compensated for referring us business.

From time to time, clients require services that are outside the scope of the services provided by CWM (e.g., legal counsel, accounting, estate planners) and ask us for a referral. We can refer our clients to third parties, including persons or entities that provide professional services directly to our firm. These providers may also refer clients to us when their clients need the types of services we provide. Clients have no obligation to engage the services of any such introduced professionals. CWM does not receive compensation for any recommendation or endorsement and neither organization is liable for any product or service provided by outside professionals.

We receive economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment advisors whose clients maintain their accounts at Schwab. These products and services, how they benefit us, and the related conflicts of interest are described above (see *Item 12-Brokerage Practices*).

Item 15: Custody

This section of the brochure encourages you to check the statements sent to you by your account custodian to ensure the accuracy of the fee calculation.

Under Government regulations, we are deemed to have custody of your assets if, for example, you authorize us to instruct Schwab to deduct advisory fees directly from your account or if you grant us authority to move your money to another person's account. You have authorized us to deduct periodic investment advisory fees directly from one or more of your accounts managed by CWM.

Schwab maintains actual custody of your assets. You will receive account statements directly from Schwab at least quarterly. They will be sent to the email or postal mailing address you provided to Schwab. You should carefully review those statements promptly when you receive them. We also urge you to compare Schwab's account statement with the portfolio report you receive from us to compare amounts and the fee schedule outlined in your Investment Advisory Agreement.

Some clients have authorized CWM to manage their outside accounts to which we hold access credentials. In these situations, we are deemed to have custody of client funds or securities. As an internal control procedure, we have engaged an independent certified public accounting firm to conduct a surprise audit on those outside investment accounts for which we have access.

Item 16: Investment Discretion

This section of the brochure discloses the power we have to make trades in your account.

CWM clients grant a limited power of attorney to select, purchase, or sell securities without obtaining your specific consent within the account(s) you have under our management. The limited powers of attorney are granted in the written proVest® Platform Investment Management Agreement entered into between us. There are no restrictions upon the securities that may be purchased, sold, or held in your account, unless you provide these restrictions to us in writing.

Item 17: Voting Client Securities

This section of the brochure explains our proxy voting and your ability to get proxy voting information from us.

CWM 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 the logistics of proxy filing; however, the Client retains the sole responsibility for proxy decisions and voting.

If the investment account is for a pension or other employee benefit plan governed by ERISA, you direct us not to vote proxies for securities held in the account, because the right to vote such proxies is expressly reserved for you or your plan fiduciary, not CWM.

Item 18: Financial Information

This section of the brochure is where investment advisors that collect more than \$1200 in fees per client, six months or more in advance would include a balance sheet.

CWM is not aware of any circumstance that is reasonably likely to impair our ability to meet contractual commitments to you or our other clients.

We do not require pre-payment of investment advisory fees greater than \$1,200. We never require payment of fees more than six months in advance.

In the ordinary course of business, CWM, its owners, and its affiliated companies are routinely the recipient of questions, and complaints, or are defendants in, or parties to, threatened legal actions and proceedings.

Certain of these actions and proceedings are based on alleged securities violations, other laws, or breaches of contract. In certain of these complaints, claims for substantial monetary damages are asserted against us our owners, and our affiliated companies.

In view of the inherent difficulty of predicting the outcome of such complaints, and particularly where the claimants seek very large or indeterminate damages or where the matters present novel legal theories, we cannot state with confidence what the eventual outcome of the pending matters will be, what the timing of the ultimate resolution of these matters will be, or what the eventual loss, fines, or penalties related to each pending matter may be.

In accordance with applicable accounting guidance, we establish reserves for litigation and regulatory matters when those matters present loss contingencies that are both probable and estimable. When loss contingencies are not both probable and estimable, we do not establish reserves. Loss contingencies are not both probable and estimable in the view of management, and accordingly, reserves have not been established for those matters. Based on current knowledge, we do not believe that loss contingencies, if any, arising from pending litigation and regulatory matters will have a material adverse effect on the consolidated financial position or liquidity of the Company.

PRIVACY POLICY

Effective: April 25, 2023

Our Commitment to You

Comprehensive Wealth Management, LLC. ("CWM" 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. CWM (also referred to as "we," "our" and "us") protects the security and confidentiality of the personal information in our possession 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.

CWM 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 to 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 do 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.

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.

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 and other financial institutions) as necessary for us to provide agreed upon services to you, consistent with applicable law, including but not limited to: (i) processing transactions, (ii) general account maintenance, (iii) responding to regulators or legal investigations and (iv) credit reporting.	Yes	No
Marketing Purposes CWM 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 CWM 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 and Trusted Contacts Your non-public personal information may be disclosed to you and persons that we believe to be your authorized agent[s] or representative[s]. CWM will not market its services to anyone you designate as an Authorized Agent or Trusted Contact.	Yes	Yes
Information About Former Clients CWM 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

Privacy Practices of Third Parties

Our website may feature links to third-party sites that offer goods, services, or information. We are not responsible for content or privacy policies or practices of any linked sites of any third parties. We encourage you to review each privacy policy before providing any personal information.

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 information sharing.

If you elect to receive this notice electronically from our website, any modifications will be incorporated into the language of the Policy immediately upon change.

Steps you can take to help protect your confidential information:

- **Protect your Social Security number.** Provide your Social Security number only when absolutely necessary, and do not carry your Social Security card or any documents with your number with you.
- **Treat your mail and trash carefully.** To thwart an identity thief who may pick through your trash or recycling bins to capture your personal information, always shred your charge receipts, copies of credit applications, insurance forms, physician statements, checks, bank statements, credit and/or charge cards that you are discarding, and credit offers you get in the mail.
- **Be on guard when using the internet.** The internet can leave you vulnerable to online scammers, identity thieves, and more. For practical tips to help you be on guard against Internet fraud, securing your computer, and protecting your personal information visit www.OnGuardOnline.gov.
- **Verify a source before sharing information.** Do not give out personal information on the phone, through the mail, or over the Internet unless you have initiated the contact or have verified the individual who is asking. Identity thieves are clever and may pose as representatives of banks, Internet Service Providers (ISPs), and even government agencies to get people to reveal their Social Security number, mother's maiden name, account numbers, and other identifying information.
- **Avoid email hack attacks.** In the most serious cases, a compromised email account can lead not only to identity theft, but also to theft of your money. That is why one of the most important first steps you should take if your email account has been hacked is to notify CWM and other financial institutions. Information regarding steps you can take if your email is hacked is located at [Hacked Email | FTC Consumer Information](#).

Any Questions?

You may contact CWM by e-mailing info@CWMnw.com, calling (425) 778-6160, via the [Contact Us](#) page on our website, or by writing to:

CWM
Attn: Compliance
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Lynnwood, WA 98037