

WEALTHJAR INVESTMENT ADVISORY, LLC

This brochure provides information about Wealthjar Investment Advisory, LLC's ("Wealthjar") qualifications and business practices. If you have any questions about the contents of this brochure, please contact us at 808-585-7788 or by email at clientservice@mywealthjar.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (SEC) or by any State Securities Authority.

Additional information about Wealthjar Investment Advisory, LLC is also available at the SEC's website www.adviserinfo.sec.gov (select "investment adviser firm" and type in our firm name). Results will provide you both Part 1 and 2 of our Form ADV.

We are a Registered Investment Advisor Firm. Our registration does not imply any level of skill or training. The oral and written communications we provide to you, including this brochure, are for you to evaluate us. Please use this information as factors in your decision to hire us or to continue our business relationship.

ITEM 1 – COVER PAGE ADV PART 2 A

March 28, 2024 CRD #: 288484

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ITEM 2 – MATERIAL CHANGES

This brochure, dated March 28, 2024, has been prepared by Wealthjar to meet SEC requirements. This section of the brochure will address only those “material changes” that have been incorporated since our last delivery or posting of this document on the public disclosure website (IAPD) www.adviserinfo.sec.gov.

It has changed materially since our last annual amendment in the following ways:

- Item 4: Updated to reflect our assets under management as of December 31, 2023.
- Item 5: Updated to reflect new fee structure, as well as further clarify sub-advisory services.
- Item 5: Updated to clarify that our minimum annual fee is per account.

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ITEM 4 – ADVISORY BUSINESS

4a: Firm Description

Wealthjar was established in April 2017. We are independent, fee only, privately held company wholly owned by The Rice Partnership, LLC (www.thericepartnership.com), a SEC registered investment advisory firm. Our goal is to help our clients be good stewards of their capital through suitable investments determined by our clients' investment objectives. Our main office is located in Honolulu, Hawaii.

4a1: Principal Members

- Bonnie F. Rice, CTFA®, ChFC®, Director of Private Client Services : Ms. Rice can be reached via phone (808) 585-7788 or email bonnie@thericepartnership.com
- Orest V. Saikevych, Chief Investment Officer: Mr. Saikevych can be reached via phone (808) 585-7788 or email orest@thericepartnership.com

4b: Types of Advisory Services

We provide portfolio management services through Institutional Intelligent Portfolios™, an automated, online investment management platform for use by independent investment advisors and sponsored by Schwab Wealth Investment Advisory, Inc. (the "Program" and "SWIA," respectively). Through the Program, we offer clients a range of investment strategies we have constructed and manage, each consisting of a portfolio of exchange traded funds ("ETF's") and a cash allocation. The Program is described in the Schwab Wealth Investment Advisory, Inc.

Institutional Intelligent Portfolios™ Disclosure Brochure (the "Program Disclosure Brochure"), which is attached as Addendum A for your convenience.

We also provide financial planning and estate planning services to clients on an individual basis. Factors that we take into consideration when making our recommendation(s) include, but are not limited to, the following: your financial needs, investment goals, cash flow, and expenditures. We will review your plan annually to ensure it remains aligned with your financial goals and objectives.

4c: Client Tailored Relationships and Restrictions

As a fiduciary, Wealthjar always acts solely in your best interests. Your portfolio is selected based on your investment risk capacity, investment risk tolerance, and investment time horizon. Clients should note that we will recommend a portfolio via the Program in response to the client's answers to the online questionnaire. The client may then indicate an interest in a portfolio that is one level less or more conservative or aggressive than the recommended portfolio. Additionally, the client may instruct us to exclude up to three ETF's from their portfolio. Notwithstanding the above, Wealthjar has discretion to select a portfolio based on all the information collected to determine the client's investment objectives.

The Program also includes an automated investment engine through which we manage the client's portfolio on an ongoing basis through automatic rebalancing and tax-loss harvesting (if the client is eligible and elects).

While clients are required to use Charles Schwab ("Schwab") as custodian/broker to enroll in the Program, the client decides whether to do so and opens its account with Schwab by entering into an account agreement directly with Schwab. We do not open the account for the client. If the client does not wish to place his or her assets with Schwab, then we cannot manage the client's account through the Program.

Financial Planning

Wealthjar offers financial planning services separate from its investment advisory services. The financial plan may include specific financial and investment strategies as well as specific/product recommendations, including equity, fixed income, insurance products, as well as asset allocation recommendations. At no time, however, is the client under any obligation to implement any of the suggestions outlined in the financial plan. Rather, implementation of a client's financial plan is solely at the client's discretion.

Estate Planning

To the extent requested by the client, Wealthjar offers estate planning assistance as part of its investment advisory services. Wealthjar does not hold itself out as providing estate planning services separately from its primary service of investment management. Estate planning assistance generally includes an estate plan review in coordination with third-party service providers, specifically estate planning attorneys and online estate planning services. Wealthjar works with these service providers to develop a tailored estate plan which takes into consideration a client's risk profile and objectives and can include the following: creation of trust and transfer documents, drafting of power of attorney documents, property agreements, wills, and other documents. For select clients, Wealthjar also offers credits for reimbursement of estate planning legal work performed by the third-party service providers. Wealthjar will provide credits based on a number of extenuating circumstances including advisory agreement provisions, specific need, unique conditions, assets under management, client relationship, emotional state, and other qualitative and quantitative factors. The credits associated with these types of services have expanded since the firm's inception, and as such, not all clients have access to the same level of credits. The client is under no obligation to engage the services of any such recommended attorney or online platform. If the client engages any such recommended attorney or platform, and a dispute arises thereafter relative to such engagement, the Client agrees to seek recourse exclusively from and against the engaged attorney or online document prep platform. Wealthjar does not provide tax or legal advice as part of its estate planning services.

4d: Wrap Fee Program

Wealthjar does not sponsor or provide portfolio management services to a wrap fee program.

4e: Assets under Management (AUM)

Wealthjar, as of December 31, 2023, has \$4,403,040 in discretionary reportable Assets under Management.

ITEM 5 – FEES AND COMPENSATION

5a, b & d: Fee Schedules, Payments & Options

Asset Management

Assets Under Management	Annual Fee (%)	OR	Flat Fee
Assets above \$0.00	1.00%		\$500

Client accounts will be charged either an annual fee of 1.00% or a flat fee of \$500, whichever is greater.

For purposes of determining value, securities and other instruments traded on a market for which actual transaction prices are publicly reported are valued at the last reported sale price on the principal market in which they are traded (or, if there are no sales on that date, then at the mean between the closing bid and asked price on that date). Other readily marketable securities are priced using a pricing service or through quotations from one or more dealers. All other assets are valued at fair value by Wealthjar, whose determination should be conclusive. We may modify the terms in this section with at least 30 days prior written notice. Notwithstanding the above, fees are generally negotiable. There is also an annual fixed fee of \$50 per account.

Compensation for our services will be calculated in accordance with what is set in the client's agreement. We may modify the terms of any agreement with at least 30 days prior written notice. Wealthjar's agreement generally authorizes TRP to debit the client's brokerage account for the amount of Wealthjar's management fee and to directly remit the management fee to Wealthjar. The invoice we submit shows the amount of fees, the value of your assets on which the fees are based, and the specific manner in which the fees are calculated. If there is insufficient cash in your

account, securities may be sold. In addition to our fees there may be ETF expense fees or similar third party management fees and charges.

Financial Planning

We may offer projects for an initial fee of \$2,500 or more depending on the scope and complexity of the financial planning services provided, plus a monthly subscription fee of \$50 per month for ongoing planning services. In addition, we provide an annual plan or an annual plan update for \$600. Fixed fee services will also be defined and agreed upon by both parties via the financial planning agreement. Fees are negotiable.

Estate Planning

We may offer projects for a fee of \$1,200-\$2,500, depending on the scope and complexity of the estate planning services provided. Fees are negotiable for new and existing clients and will also be defined and agreed upon by both parties via the estate planning agreement.

5c: Third Party Fees

You are responsible for the payment of all third-party fees (i.e. ETF expenses (including management fees), transaction fees, subadvisory, etc.). Those fees are separate and distinct from the fees we charge. Regarding subadvisory fees, please see Section 10d below for additional information.

All ETF expense fees and other similar charges incurred in connection with transactions for the account will be paid out of the assets in the account and are in addition to the investment management fees paid to us. While we take measures to ensure the fees charged are accurate, it is your responsibility to ensure the amount of fee charged is correct. In addition to statements sent by us, you will receive statements directly from Schwab. We strongly urge you to compare these statements for accuracy.

As described in *Item 4 Advisory Business*, clients do not pay fees to SWIA or brokerage commissions or other fees to Schwab as part of the Program. Schwab does receive other revenues in connection with the Program, as described in the attached Program Disclosure Brochure. Brokerage arrangements are further described below in *Item 12 Brokerage Practices*.

5d: Fee Payments

Investment Management Fees

Wealthjar fees are paid quarterly in advance. Our fee is equal to the agreed upon rate per annum, times the market value of the account, divided by four (4). The market value is the sum of the values of all assets in the account, not adjusted by any margin debt. Fees for partial quarters at the commencement or termination of Wealth Management Agreement will be billed or refunded on a pro-rated basis contingent on the number of days the account was open during the quarter. Quarterly fee adjustments for additional assets received into the account during a quarter or for partial withdrawals will also be provided on the above pro rata basis.

Financial Planning Fees

If invoiced, financial planning fees are due within ten (10) days of invoice. Special arrangements may be made with clients wishing ongoing financial planning services.

5.d.1: Termination

Clients can terminate our agreement at any time.

When an agreement is terminated, we will refund any pre-paid, unearned wealth management fees based on the number of days remaining in the quarter after termination. Refunds will be made within 30 calendar days of the effective date of termination.

When an agreement is terminated, all assets may need to be transferred from the current custodian. You will be responsible for paying all fees including full quarterly custodial administrative fees, account closure fees, mutual fund

fees and all trading costs due to the termination. Custodian may assess additional fees for transfer of illiquid investments. If there is insufficient cash in the account, the liquidation of some securities may be used to pay the fees. Prior to termination of an agreement, we can provide a good-faith estimate of these fees.

5e: Other Investment Compensation

Wealthjar does not accept commission for the sale of securities or other investment products, including asset-based sales charges or service fees from the sale of mutual funds. In certain instances, Wealthjar receives discounts and other additional services because of its affiliation with The Rice Partnership.

ITEM 6 – PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

Wealthjar does not charge advisory fees on the performance of funds or securities in your account.

ITEM 7 – TYPES OF CLIENTS

Wealthjar generally provides asset management and financial planning services to the following types of clients:

- Individuals
- High-Net-Worth Individuals
- Individual Retirement Accounts
- Revocable living trusts

Clients that are organizations (such as corporations and partnerships) or government entities, and clients that are subject to the Employee Retirement Income Security Act of 1974, are not eligible for the Program.

Minimum Account Size

The minimum investment required to open an account in the Program is \$5,000. The attached Program Disclosure Brochure includes additional information related to the minimum account size for maintenance of the account, automatic rebalancing, and tax-loss harvesting.

ITEM 8 – METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

8a: Analysis

Wealthjar uses multiple sources of information to obtain analysis and strategies. They include sources such as financial newspapers, financial magazines, research prepared by others, corporate rating services, prospectuses, company press releases, annual reports, Wall Street Research, and filings with the SEC.

8b: Investment Strategies

Wealthjar uses multiple investment strategies to meet your investment objectives. You are placed into one of Wealthjar's strategies based on your investment time horizon, your investment risk tolerance, and your investment risk capacity. Ultimately, each strategy must maximize return within reasonable and prudent levels of risk. Also, the approach taken must provide exposure to a wide range of investment opportunities in various markets while limiting risk exposure through prudent diversification. Finally, the costs of administering and managing the investments related to the strategy cannot be excessive.

Our mission is to provide wealth management solutions to individuals. We focus on solutions to preserve, enhance; and, when possible, perpetuate our client's wealth.

Overview of Products & Services

ETF Portfolio

We utilize low cost exchange traded index funds (ETF's) to build inexpensive and liquid global portfolios for the following reasons:

- ETF's are inexpensive – The expense incurred in managing a fund directly impact the fund's performance. The lower the expense ratio, the less drag on a fund's performance. Low expense ratios are one of the screens we use in selecting our ETF's; our weighted average expense ratio is roughly 24 basispoints.
- ETF's are liquid – Because our strategy involves periodic rebalancing among assets classes, it is important that the instrument we use be liquid and easily tradable. ETF's trade actively on an exchange (the American) just like shares of common stock.
- ETF's provide diversification – Global diversification and asset allocation can be achieved in a very cost-effective manner for smaller portfolios as compared to individual securities.

Strategies

Wealthjar's ETF portfolios compromise a spectrum of strategies ranging from conservative to aggressive. In addition, Wealthjar offers clients the ability to invest in a range of socially responsible strategies and income producing strategies. Criteria for ETF's within the strategies include:

- 1) All ETFs chosen must be in existence for at least five years
- 2) All ETFs have good liquidity, with market capitalization of at least \$500 million
- 3) Performance of each ETF reasonable approximates that of the asset category that it emulates
- 4) All ETFs have reasonably low expense ratios
- 5) All ETFs chosen have minimal duplication of holdings with other ETFs
- 6) An exception is for ESG (Environmental, Social and Governance) ETFs, which presently are a small portion of portfolios and are generally more recently launched ETFs, whose growth and performance will be closely monitored over time.

Conventional

- Micro – seeks to maximize large cap equity exposure, with a small position in cash
- Aggressive - seeks to maximize equity exposure, with a small position in a gold ETF and cash
- Growth - primarily in equity ETFs, with roughly a quarter in fixed income portion as a diversifier
- Balanced - half in equity ETFs and the balance in fixed income, gold ETF and cash
- Conservative - 25% in equities and the balance primarily in fixed income, gold and cash
- Income - predominately fixed income, with the balance in cash

Environmental, Social and Governance ("ESG")

- Micro – seeks to maximize large cap ESG equity exposure, with a small position in cash
- Aggressive - seeks to maximize exposure to ESG equity ETFs, with a small position in cash
- Growth - primarily in ESG equity ETFs, with some fixed income exposure, and cash
- Balanced - half in ESG equity ETFs and the balance in fixed income and cash
- Conservative - 25% in ESG equity ETFs and the balance in fixed income, and cash
- Income - predominately fixed income with the balance in cash

8c: Risk of Loss

All investments include a risk of loss. In addition, as recent global and domestic economic events have indicated, performance of any investment is not guaranteed. As a result, there is a risk of loss of the assets we manage that may be out of our control. We use our best efforts and expertise to manage your assets. However, we cannot guarantee any level of performance or that you will not experience financial loss.

Wealthjar will use our best judgment and good faith efforts in rendering services to you. We cannot warrant or guarantee any particular level of account performance, or that the account will be profitable over time. Not every investment decision or recommendation made by us will be profitable. You assume all market risk involved in the investment of account assets under the Investment Advisory Agreement and understand that investment decisions made for this account are subject to various market, currency, economic, political and business risks. Except as may otherwise be provided by law, we will not be liable to you for (a) any loss that you may suffer by reason of any investment decision made or other action taken or omitted in good faith by Wealthjar with that degree of care, skill, prudence and diligence under the circumstances that a prudent person acting in a fiduciary capacity would use; (b)

any loss arising from our adherence to your instructions; or (c) any act or failure to act by a custodian of your account. Nothing in this document shall relieve us from any responsibility or liability we may have under state or federal statutes.

The IIP Program Disclosure Brochure includes a discussion of various risks associated with the Program, including the risks of investing in ETF's, as well as risks related to the underlying securities in which ETF's invest. In addition, the attached Brochure also discusses market/systemic risks, asset allocation/strategy/diversification risks, investment strategy risks, trading/liquidity risks, and large investment risks. Specific risks are outlined in more detail below:

Management Risks. While Wealthjar manages client investment portfolios based on Wealthjar's experience, research and proprietary methods, the value of client investment portfolios will change daily based on the performance of the underlying securities in which they are invested. Accordingly, client investment portfolios are subject to the risk that Wealthjar allocates client assets to individual securities and/or asset classes that are adversely affected by unanticipated market movements, and the risk that Wealthjar's specific investment choices could underperform their relevant indexes.

Risks of Investments in Mutual Funds, ETFs and Other Investment Pools. As described above, Wealthjar may invest client portfolios in mutual funds, ETFs and other investment pools ("pooled investment funds"). Investments in pooled investment funds are often considered less risky than investing in individual securities because of their diversified portfolios; however, these investments are still subject to risks associated with the markets in which they invest. In addition, pooled investment funds' success will be related to the skills of their particular managers and their performance in managing their funds. Pooled investment funds are also subject to risks due to regulatory restrictions applicable to registered investment companies under the Investment Company Act of 1940.

ETF Risk: Wealthjar may invest client assets in the securities of exchange-traded funds ("ETFs"). Those clients invested through the Program sponsored by SWIA will be exclusively invested in exchange-traded funds. ETF securities are traded on an exchange, like shares of common stock, and the value of the ETF securities fluctuates in relation to changes in the value of the underlying portfolio of securities. The market price of the ETF securities may not be equivalent to the pro rata value of the underlying portfolio of securities. Wealthjar may invest in broad-based ETFs and industry specific ETFs, and there may be certain risks to the extent a particular ETF is concentrated in a particular sector and is not as diversified as the market as a whole.

ETF Tracking Risk: ETFs will not be able to replicate exactly the performance of the indices they track because the total return generated by the securities will be reduced by transaction costs incurred in adjusting the actual balance of the securities. In addition, the ETFs incur expenses not incurred by their applicable indices. Certain securities comprising the indices tracked by the ETFs may, from time to time, temporarily be unavailable, which may further impede the ETFs' ability to track their applicable indices.

Equity Market Risks. Wealthjar will generally invest portions of client assets directly into equity investments, primarily stocks, or into pooled investment funds that invest in the stock market. The value of equity securities will decline from time-to-time due to daily fluctuation in the market. Stock prices change daily as a result of many factors, including developments affecting the condition of both individual companies and the market in general. General market decline in the stock prices for all companies may cause stock values to decline over longer periods (e.g. bear markets), regardless of an individual security's long-term prospects.

ITEM 9 – DISCIPLINARY INFORMATION

9a: Civil or Criminal Actions

Wealthjar and its managers have never been found guilty, convicted or plead no contest to a criminal or civil action in a domestic, foreign or military court.

9b: Administrative Enforcement Proceedings

Wealthjar and its managers have never been found by the SEC, any other state or federal agency or any foreign regulatory agency to have caused loss of the ability of an investment-related business to do business or been sanctioned, barred or limited in investment-related activities.

9c: Self-Regulatory Organization Enforcement Proceedings

Wealthjar and its managers have never been found by a self-regulatory agency to have caused loss of the ability of an investment-related business to do business. Additionally, Wealthjar and its managers have never been found in violation of self-regulatory agencies rules such that they were barred, suspended, limited in advisory functions or fined.

ITEM 10 – OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

10a: Broker Dealers and Registered Representatives

Some members of Wealthjar may also be investment advisor representatives of The Rice Partnership, LLC.

10b: Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor

Neither Wealthjar nor our employees hold any of the above registrations.

10c: Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests

Some members of Wealthjar may also be Investment Advisor Representatives of The Rice Partnership, LLC. Wealthjar will disclose any material conflict of interest relating to Wealthjar, our representatives, or any of our employees which could reasonably be expected to impair the rendering of unbiased and objective advice.

10d: Selection of Other Advisors and How this Advisor is Compensated for those Selections

Wealthjar has no sub-advisory relationships with other registered investment advisors. In certain instances, Wealthjar clients may simultaneously be clients of The Rice Partnership. Similarly, depending on the client's investment objectives a client's account may be entirely moved from one entity to another. As indicated under Section 5c, the client will be responsible for paying all fees associated with any sub-advisor services being performed.

ITEM 11 – CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

11a: Code of Ethics Description

Wealthjar has adopted the Code of Ethics for Certified Financial Analysts, which is considered the highest possible professional standard. A copy of the code can be found at <http://www.cfp.net/learn/codeofethics.asp>. Wealthjar has adopted a Code of Ethics that governs a number of potential conflicts of interest we have when providing our advisory services to you. This Code of Ethics is designed to ensure we meet our fiduciary obligation to you and to stress the importance of a culture of compliance within our firm.

11b, c & d: Participation or Interest in Client Transactions

Wealthjar, or its employees, may buy and sell some of the same securities for our own accounts that we buy and sell for our clients. In this occurrence, employees will trade alongside client accounts by participating in Prime Broker Aggregate trades, or after all of our clients' accounts have been traded. In some cases, Wealthjar or its employees may buy or sell securities for our own accounts and not for clients' accounts, as it may not meet the objectives or plans for the client.

Wealthjar will always maintain full disclosure with our clients so that you can make informed decisions. We will always evaluate our activity from the view of our clients to ensure that any and all required disclosures are made. For example, we will disclose anything that would cause you to be unfairly influenced to make any decision regarding actions or inactions in your account.

ITEM 12 – BROKERAGE PRACTICES

12a: Selecting Brokerage Firms

Wealthjar does not maintain custody of your assets that we manage. Your assets must be maintained in an account at a "qualified custodian", generally a broker-dealer or bank. We are independently owned and operated and not affiliated with any of the custodians that we work with.

How We Select Brokers/Custodians to Recommend

In addition to our portfolio management and other services, the Program includes the brokerage services of Charles Schwab & Co. ("CS&Co"), a broker-dealer registered with the Securities and Exchange Commission and a member of FINRA and SIPC. While clients are required to use Charles Schwab & Co. ("CS&Co") as custodian/broker to enroll in the Program, the client decides whether to do so and opens its account with CS&Co by entering into an account agreement directly with CS&Co. We do not open the account for the client. If the client does not wish to place his or her assets with CS&Co, then we cannot manage the client's account through the Program. As described in the Program Disclosure Brochure, SWIA may aggregate purchase and sale orders for ETFs across accounts enrolled in the Program, including both accounts for our clients and accounts for clients of other independent investment advisory firms using the Program.

Schwab Advisor Services (formerly called Schwab Institutional) is Schwab's business serving independent investment advisory firms like us. Through Schwab Advisor Services, CS&Co provides us and our clients, both those enrolled in the Program and our clients not enrolled in the Program, with access to its institutional brokerage services – trading, custody, reporting and related services – many of which are not typically available to CS&Co retail customers. CS&Co also makes available various support services. Some of those services help us manage or administer our clients' accounts while others help us manage and grow our business. CS&Co's support services described below are generally available on an unsolicited basis (we don't have to request them) and at no charge to us. The availability to us of CS&Co's products and services is not based on us giving particular investment advice, such as buying particular securities for our clients. Here is a more detailed description of CS&Co's support services:

CS&Co's institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of client assets. The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients. CS&Co's services described in this paragraph generally benefit the client and the client's account.

CS&Co also makes available to us other products and services that benefit us but may not directly benefit the client or its account. These products and services assist us in managing and administering our clients' accounts. They include investment research, both Schwab's own and that of third parties. We may use this research to service all or some substantial number of our clients' accounts, including accounts not maintained at CS&Co. In addition to investment research, CS&Co also makes available software and other technology that:

- provide access to client account data (such as duplicate trade confirmations and account statements);
- facilitate trade execution and allocate aggregated trade orders for multiple client accounts;
- provide pricing and other market data;
- facilitate payment of our fees from our clients' accounts; and
- assist with back-office functions, recordkeeping and client reporting.

CS&Co also offers other services intended to help us manage and further develop our business enterprise. 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.

CS&Co may provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. CS&Co may also discount or waive its fees for some of these services or pay all or a part of a third party's fees. CS&Co may also provide us with other benefits such as occasional business entertainment of our personnel.

Wealthjar uses services provided by CS&Co. and described in the preceding paragraphs to better serve our clients. Furthermore, the availability of services from CS&Co benefits us because we do not have to produce or purchase them. We don't have to pay for these services, and they are not contingent upon us committing any specific amount of business to CS&Co in trading commissions or assets in custody. With respect to the Program, as described above under

Item 4 Advisory Business, we do not pay SWIA fees for its services in connection with the Program so long as we maintain \$100 Million in client assets in accounts at CS&Co that are *not* enrolled in the Program. In light of our arrangements with Schwab, we may have an incentive to [recommend/require] that our clients maintain their accounts with CS&Co based on our interest in receiving Schwab's services that benefit our business rather than based on the client's interest in receiving the best value in custody services and the most favorable execution of transactions. This is a potential conflict of interest. We believe, however, that our selection of CS&Co as custodian and broker is in the best interests of our clients. It is primarily supported by the scope, quality and price of CS&Co's services and not Schwab's services that benefit only us. We have adopted policies and procedures designed to ensure that our use of Schwab's services is appropriate for each of our clients.

12.b: Sales Aggregation

Wealthjar is authorized to aggregate purchases and sales and other transactions made for your account with purchases and sales and other transactions in the same or similar securities or instruments for other clients of ours. When we aggregate transactions, the actual prices applicable to the aggregated transactions will be averaged, and the account will be deemed to have purchased or sold its proportionate share of the securities or instruments involved at the average price obtained. Stock exchange regulations may in certain instances prevent the executing broker-dealer from delivering to the account a confirmation slip with respect to its participation in the aggregated transaction and, in such event, we will advise you in writing of any purchase or disposition of instruments for the account with respect to any such aggregated transaction. We will direct that confirmations of any transactions effected for the account will be sent, in conformity with applicable law, to you.

ITEM 13 – REVIEW OF ACCOUNTS

13a: Periodic Reviews

Accounts are reviewed by the wealth manager assigned to the client account, and the process is supervised by Orest V. Saikevych or Bonnie Rice. The frequency of reviews is determined based on your investment objectives, but no less than annually. Generally, the maximum number of accounts assigned to a reviewer is 150.

Financial planning clients receive an initial financial plan at the time they begin working with Wealthjar. Depending on the type of financial planning service requested, we may meet on a regular basis with you to discuss any potential changes to your financial plan.

13b: Review Triggers

More frequent reviews are triggered by a change in your investment objectives; tax considerations; large deposits or withdrawals; large sales or purchases; loss of confidence in corporate management; or, changes in economic climate.

13c: Regular Reports

All investment advisory clients with internet access may view information about their accounts and assets managed by Wealthjar via a web-based client portal. Statements for these accounts are available through the client portal. Investment advisory clients also receive standard account statements from the custodian of their accounts on a quarterly basis.

ITEM 14 – CLIENT REFERRALS AND OTHER COMPENSATION

14a: Economic Benefits Provided by Third Parties for Advice Rendered to Clients

Schwab Advisor Services (formerly called Schwab Institutional) is in the business serving independent investment advisory firms like us. Through Schwab Advisor Services, Schwab provides us and our clients, both those enrolled in the Program and our clients not enrolled in the Program, with access to its institutional brokerage services – trading, custody, reporting and related services – many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us manage or administer our clients' accounts while others help us manage and grow our business. Schwab's support services described below are generally available on an unsolicited basis (we don't have to request them) and at no charge to

us. The availability to us of Schwab's products and services is not based on us giving particular investment advice, such as buying particular securities for our clients.

Schwab's institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of client assets. The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients. Schwab's services described in this paragraph generally benefit the client and the client's account.

Schwab also makes available to us other products and services that benefit us but may not directly benefit the client or its account. These products and services assist us in managing and administering our clients' accounts. They include investment research, both Schwab's own and that of third parties. We may use this research to service all or some substantial number of our clients' accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that:

- provide access to client account data (such as duplicate trade confirmations and account statements);
- facilitate trade execution and allocate aggregated trade orders for multiple client accounts;
- provide pricing and other market data;
- facilitate payment of our fees from our clients' accounts; and
- assist with back-office functions, recordkeeping and client reporting.

Schwab also offers other research related services intended to help us manage and further develop our business enterprise. 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.

Schwab may provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. Schwab may also discount or waive its fees for some of these services or pay all or a part of a third party's fees. Schwab may also provide us with other benefits such as occasional business entertainment of our personnel.

Wealthjar uses services provided by Schwab, and described in the preceding paragraphs to better serve our clients. Furthermore, the availability of services from Schwab benefits us because we do not have to produce or purchase them. We don't have to pay for these services, and they are not contingent upon us committing any specific amount of business to Schwab in trading commissions or assets in custody. With respect to the Program, as described above under *Item 4 Advisory Business*, we do not pay SWIA fees for its services in connection with the Program so long as we or affiliates maintain \$100 Million in client assets in accounts at Schwab that are *not* enrolled in the Program.

We participate in the Schwab Advisor Network program of Charles Schwab & Co., which provides client referrals to Wealthjar based on select criteria. Please see Item 14 for a further explanation of this program.

The above benefits are commonly referred to as "soft dollars." Because of the receipt of soft dollars, we have an incentive to recommend/require that our clients maintain their accounts with Schwab based on our interest in receiving Schwab's services that benefit our business. This is a conflict of interest. We believe, however, that our selection of Schwab as custodian and broker is in the best interests of our clients. It is primarily supported by the scope, quality and price of Schwab's services and not Schwab's services that benefit only us. We have adopted policies and procedures designed to ensure that our use of Schwab's services is appropriate for each of our clients.

Wealthjar receives client referrals from through our participation Schwab Advisor Network. The Service is designed to help investors find an independent investment advisor. Schwab is a broker-dealer independent of and unaffiliated with Wealthjar. Schwab does not supervise us and has no responsibility for Wealthjar management of clients'

portfolios or Advisor's other advice or services. Wealthjar pays Schwab fees to receive client referrals through the Schwab Advisor Network. Our participation in the Service may raise potential conflicts of interest described below.

Wealthjar pays Schwab a "participation fee" on all referred clients' accounts that are maintained in custody at Schwab and a Non-Schwab Custody Fee on all accounts that are maintained at, or transferred to, another custodian. The Participation Fee paid by Wealthjar is a percentage of the fees the client owes to Wealthjar or a percentage of the value of the assets in the client's account, subject to a minimum Participation Fee. Wealthjar pays Schwab the Participation Fee for so long as the referred client's account remains in custody at Schwab. The Participation Fee is billed to us quarterly and may be increased, decreased or waived by Schwab from time to time. The Participation Fee is paid by Wealthjar and not by the client. We have agreed not to charge clients referred through the Service fees or costs greater than the fees or costs we charge clients with similar portfolios who were not referred through the Service.

Wealthjar generally pays Schwab a Non-Schwab Custody Fee if custody of a referred client's account is not maintained by, or assets in the account are transferred from Schwab. This Fee does not apply if the client was solely responsible for the decision not to maintain custody at Schwab. The Non-Schwab Custody Fee is a one-time payment equal to a percentage of the assets placed with a custodian other than Schwab. The Non-Schwab Custody Fee is higher than the Participation Fees Advisor generally would pay in a single year. Thus, Wealthjar will have an incentive to recommend that client accounts be held in custody at Schwab.

The Participation and Non-Schwab Custody Fees will be based on assets in accounts of Wealthjar's clients who were referred by Schwab and those referred clients' family members living in the same household. Thus, Wealthjar will have incentives to encourage household members of clients referred through the Service to maintain custody of their accounts and execute transactions at Schwab and to instruct Schwab to debit our fees directly from the accounts.

For accounts of Wealthjar's clients maintained in custody at Schwab, Schwab will not charge the client separately for custody but will receive compensation from our clients in the form of commissions or other transaction-related compensation on securities trades executed through Schwab. Schwab also will receive a fee (generally lower than the applicable commission on trades it executes) for clearance and settlement of trades executed through broker-dealers other than Schwab. Schwab's fees for trades executed at other broker-dealers are in addition to the other broker-dealer's fees. Thus, Wealthjar may have an incentive to cause trades to be executed through Schwab rather than another broker-dealer. Wealthjar nevertheless, acknowledges its duty to seek best execution of trades for client accounts. Trades for client accounts held in custody at Schwab may be executed through a different broker-dealer than trades for our other clients. Thus, trades for accounts custodied at Schwab may be executed at different times and different prices than trades for other accounts that are executed at other broker-dealers.

14b: Compensation to Non-Advisory Personnel for Client Referrals

Other than our relationship with Schwab as described above in 14a, Wealthjar does not directly or indirectly compensate any person for client referrals.

ITEM 15 – CUSTODY

In certain instances, our clients may grant written authorization to a qualified custodian which results in Wealthjar having custody of client assets. In such instances, Wealthjar has limited authority to withdraw client assets upon our instruction to the custodian. With the exception of the aforementioned custody, Wealthjar clients' accounts are held by Schwab, a qualified custodian. In general, except to withdraw fees, Wealthjar does not have custody of the assets in the account and shall have no liability for any loss or other harm to any property in the account. This includes harm resulting from the insolvency of the custodian or any acts of the agents or employees of the custodian. We cannot ensure that when harm is caused whether or not the full amount of loss is covered by the Securities Investor Protection Corporation ("SIPC") or any other insurance which may be carried by the custodian. SIPC provides only limited protection for the loss of property held by a broker-dealer.

ITEM 16 – INVESTMENT DISCRETION

Wealthjar asks our clients to give us discretionary authority to execute transactions without our client's prior approval. These transactions may include the purchase and sale of securities, arranging for payments or generally acting on behalf of our clients in most matters necessary to the handling of the account.

ITEM 17 – VOTING CLIENT SECURITIES

As described in the attached Program Disclosure Brochure, clients enrolled in the Program designate SWIA to vote proxies for the ETF's held in their accounts. We have directed SWIA to process proxy votes and corporate actions through and in accordance with the policies and recommendations of a third party proxy voting service provider retained by SWIA for this purpose. Additional information about this arrangement is available in the attached Program Disclosure Brochure. Clients may retain the ability to vote proxies themselves by signing a special Schwab form available from us. We do not vote proxies.

ITEM 18 – FINANCIAL INFORMATION

18a: Balance Sheet

Wealthjar does not solicit prepayment of more than \$1,200 in fees per client six (6) months in advance.

18b: Financial Conditions

Wealthjar has no financial issues that could impair our ability to carry out our fiduciary duty to our clients.

18c: Bankruptcy Petition

Wealthjar has never been the subject of a bankruptcy petition.