

# Significant Wealth Partners, LLC Firm Brochure - Form ADV Part 2A

*This brochure provides information about the qualifications and business practices of Significant Wealth Partners, LLC. If you have any questions about the contents of this brochure, please contact us at (847) 639-7830 or by email at: [brian@swp360.com](mailto:brian@swp360.com). The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.*

*Additional information about Significant Wealth Partners, LLC is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). Significant Wealth Partners, LLC's CRD number is: 293060.*

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*Registration does not imply a certain level of skill or training.*

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## **Item 2: Material Changes**

The material changes in this brochure from the last annual updating amendment of Significant Wealth Partners, LLC on 01/16/2024 are described below. Material changes relate to Significant Wealth Partners, LLC's policies, practices or conflicts of interests.

- Significant Wealth Partners, LLC has updated its Assets Under Management (Item 4.E).

## **Item 3: Table of Contents**

Item 1: Cover Page	
Item 2: Material Changes.....	ii
Item 3: Table of Contents.....	ii
Item 4: Advisory Business .....	6
A. Description of the Advisory Firm .....	6
B. Types of Advisory Services .....	6
Selection of Other Advisers.....	7
Financial Planning.....	7
Educational Seminars/Workshops .....	7
Written Acknowledgement of Fiduciary Status.....	8
C. Client Tailored Services and Client Imposed Restrictions.....	8
D. Wrap Fee Programs.....	9
E. Assets Under Management.....	9
Item 5: Fees and Compensation.....	9
A. Fee Schedule.....	9
Financial Planning Fees .....	10
Educational Seminars/Workshops .....	11
B. Payment of Fees.....	11
Payment of Selection of Other Advisers Fees.....	11
Payment of Financial Planning Fees .....	11
C. Client Responsibility For Third Party Fees .....	11
D. Prepayment of Fees .....	12
E. Outside Compensation For the Sale of Securities to Clients.....	12
Item 6: Performance-Based Fees and Side-By-Side Management .....	12
Item 7: Types of Clients .....	12
Item 8: Methods of Analysis, Investment Strategies, & Risk of Loss .....	13
A. Methods of Analysis and Investment Strategies .....	13
B. Material Risks Involved .....	13
C. Risks of Specific Securities Utilized.....	15
Item 9: Disciplinary Information .....	17
A. Criminal or Civil Actions .....	17

B.	Administrative Proceedings .....	17
C.	Self-regulatory Organization (SRO) Proceedings.....	17
Item 10:	Other Financial Industry Activities and Affiliations.....	17
A.	Registration as a Broker/Dealer or Broker/Dealer Representative .....	17
B.	Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor .....	17
C.	Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests .....	17
D.	Selection of Other Advisers or Managers and How This Adviser is Compensated for Those Selections .....	19
Item 11:	Code of Ethics, Participation or Interest in Client Transactions and Personal Trading .....	20
A.	Code of Ethics.....	20
B.	Recommendations Involving Material Financial Interests .....	20
C.	Investing Personal Money in the Same Securities as Clients.....	20
D.	Trading Securities At/ Around the Same Time as Clients' Securities .....	21
Item 12:	Brokerage Practices .....	21
A.	Factors Used to Select Custodians and/or Broker/Dealers.....	21
1.	Research and Other Soft-Dollar Benefits.....	21
2.	Brokerage for Client Referrals .....	22
3.	Clients Directing Which Broker/Dealer/Custodian to Use.....	22
B.	Aggregating (Block) Trading for Multiple Client Accounts .....	22
Item 13:	Review of Accounts.....	22
A.	Frequency and Nature of Periodic Reviews and Who Makes Those Reviews .....	22
B.	Factors That Will Trigger a Non-Periodic Review of Client Accounts.....	22
C.	Content and Frequency of Regular Reports Provided to Clients.....	22
Item 14:	Client Referrals and Other Compensation.....	23
A.	Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes).....	23
B.	Compensation to Non - Advisory Personnel for Client Referrals.....	24
Item 15:	Custody .....	24
Item 16:	Investment Discretion.....	24
Item 17:	Voting Client Securities (Proxy Voting) .....	25

Item 18: Financial Information.....	25
A. Balance Sheet .....	25
B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients.....	25
C. Bankruptcy Petitions in Previous Ten Years .....	25

## **Item 4: Advisory Business**

### **A. Description of the Advisory Firm**

Significant Wealth Partners, LLC (hereinafter "SWPL") is a Limited Liability organized in the State of Illinois. The firm was formed in January 2018, and the principal owners are Brian William Atkins and Stephen Richard Smith.

### **B. Types of Advisory Services**

#### *Portfolio Management Services*

SWPL offers ongoing portfolio management services based on the individual goals, objectives, time horizon, and risk tolerance of each client. SWPL creates an Investment Policy Statement for each client, which outlines the client's current situation (income, tax levels, and risk tolerance levels) and then constructs a plan to aid in the selection of a portfolio that matches each client's specific situation. Portfolio management services include, but are not limited to, the following:

- Investment strategy
- Asset allocation
- Risk tolerance
- Personal investment policy
- Asset selection
- Regular portfolio monitoring

SWPL evaluates the current investments of each client with respect to their risk tolerance levels and time horizon. SWPL will request discretionary authority from clients in order to select securities and execute transactions without permission from the client prior to each transaction. Risk tolerance levels are documented in the Investment Policy Statement, which is given to each client.

SWPL seeks to provide that investment decisions are made in accordance with the fiduciary duties owed to its accounts and without consideration of SWPL's economic, investment or other financial interests. To meet its fiduciary obligations, SWPL attempts to avoid, among other things, investment or trading practices that systematically advantage or disadvantage certain client portfolios, and accordingly, SWPL's policy is to seek fair and equitable allocation of investment opportunities/transactions among its clients to avoid favoring one client over another over time. It is SWPL's policy to allocate investment opportunities and transactions it identifies as being appropriate and prudent, including initial public offerings ("IPOs") and other investment opportunities that might have a limited supply, among its clients on a fair and equitable basis over time.

SWPL may direct clients to third-party investment advisers to manage all or a portion of the client's assets. Before selecting other advisers for clients, SWPL will always ensure those other advisers are properly licensed or registered as an investment adviser. SWPL conducts due diligence on any third-party investment adviser, which may involve one or

more of the following: phone calls, meetings and review of the third-party adviser's performance and investment strategy. SWPL then makes investments with a third-party investment adviser by referring the client to the third-party adviser. These investments may be allocated either through the third-party adviser's fund or through a separately managed account managed by such third party adviser on behalf of SWPL's client. SWPL may also allocate among one or more private equity funds or private equity fund advisers. SWPL will review the ongoing performance of the third-party adviser as a portion of the client's portfolio.

### ***Selection of Other Advisers***

SWPL may direct clients to third-party investment advisers. Before selecting other advisers for clients, SWPL will verify that all recommended advisers are properly licensed, notice filed, or exempt in the states where SWPL is recommending the adviser to clients.

### ***Financial Planning***

Financial plans and financial planning may include but are not limited to: investment planning; life insurance; tax concerns; retirement planning; education planning; debt/credit planning and profit sharing.

Investment planning involves working with clients to make sure their investments match their respective risk tolerance and goals. Tax concerns are addressed by working with the client to determine and compare effective tax rates for income, capital gains and other earnings or investments, then attempting to allocate the client's resources accordingly. Life insurance planning entails reviewing the life insurance and/or disability insurance needs of the client, together with any applicable dependents, spouse or other relatives, and assessing appropriate coverage for these individuals. College planning entails helping clients save for higher education, whether for the client or his/her children or other dependents, in the ideal manner to suit the client's overall financial goals and means. Financial planning to address retirement entails making sure clients are financially equipped for retirement in light of the client's anticipated income and expenses, investments, and other assets. Debt/credit planning consists of breaking down client budgets and aiding clients in decision-making as to current debt, anticipated significant expenses and potential debt, and avoiding excessive debt.

In offering financial planning, a conflict exists between the interests of the investment adviser and the interests of the client. The client is under no obligation to act upon the investment adviser's recommendation, and, if the client elects to act on any of the recommendations, the client is under no obligation to effect the transaction through the investment adviser. This statement is required by California Code of Regulations, 10 CCR Section 260.235.2.

### ***Educational Seminars/Workshops***

SWPL provides periodic educational seminars and workshops to prospective clients.

### ***Services Limited to Specific Types of Investments***

SWPL generally limits its investment advice to mutual funds, fixed income securities, real estate funds, insurance products including annuities, equities, hedge funds, private equity funds, ETFs (including ETFs in the gold and precious metal sectors), treasury inflation protected/inflation linked bonds and private placements. SWPL may use other securities as well to help diversify a portfolio when applicable. Brian is also principle owner of Atkins & Associates, LLC and any recommendations made to clients regarding insurance products will be offered by Mr. Atkins and any commissions paid for those services and products are made to Atkins & Associates, LLC. Please see item 10.C for more detail.

### ***Written Acknowledgement of Fiduciary Status***

When we provide investment advice to you regarding your retirement plan account or individual retirement account, we are fiduciaries within the meaning of Title I of the Employee Retirement Income Security Act and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. The way we make money creates some conflicts with your interests, so we operate under a special rule that requires us to act in your best interest and not put our interest ahead of yours. Under this special rule's provisions, we must:

- Meet a professional standard of care when making investment recommendations (give prudent advice);
- Never put our financial interests ahead of yours when making recommendations (give loyal advice);
- Avoid misleading statements about conflicts of interest, fees, and investments;
- Follow policies and procedures designed to ensure that we give advice that is in your best interest;
- Charge no more than is reasonable for our services; and
- Give you basic information about conflicts of interest.

### **C. Client Tailored Services and Client Imposed Restrictions**

SWPL offers the same suite of services to all of its clients. However, specific client investment strategies and their implementation are dependent upon the client Investment Policy Statement which outlines each client's current situation (income, tax levels, and risk tolerance levels). Clients may impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs. However, if the restrictions prevent SWPL from properly servicing the client account, or if the restrictions would require SWPL to deviate from its standard suite of services, SWPL reserves the right to end the relationship.



## **D. Wrap Fee Programs**

A wrap fee program is an investment program wherein the investor pays one stated fee that includes management fees, transaction costs, and certain other administrative fees. SWPL does not participate in any wrap fee programs.

## **E. Assets Under Management**

SWPL has the following assets under management:

Discretionary Amounts:	Non-discretionary Amounts:	Date Calculated:
\$ 210,000,000.00	\$ 0.00	March 2024

# **Item 5: Fees and Compensation**

## **A. Fee Schedule**

### *Portfolio Management Fees*

Total Assets Under Management	Annual Fees
\$0 - \$1,000,000	1.50%
\$1,000,001 - And Up	1.25%

Fees are based on a straight tier schedule.

Lower fees for comparable services may be available from other sources.

SWPL uses the value of the account as of the last business day of the billing period, after taking into account deposits and withdrawals, for purposes of determining the market value of the assets upon which the advisory fee is based.

These fees are generally negotiable and the final fee schedule will be memorialized in the client's advisory agreement. Clients may terminate the agreement without penalty for a full refund of SWPL's fees within five business days of signing the Investment Advisory Contract. Thereafter, clients may terminate the Investment Advisory Contract immediately upon written notice.

SWPL may direct clients to third-party investment advisers. SWPL will be compensated via a fee share from the advisers to which it directs those clients. The fees shared are negotiable and will not exceed any limit imposed by any regulatory agency. The notice of

termination requirement and payment of fees for third-party investment advisers will depend on the specific third-party adviser selected.

SWPL may specifically direct clients to 12th Street Asset Management and Confluence Investment Management. The annual fee schedule is as follows:

***12th Street Asset Management***

<b>Total Assets</b>	<b>SWPL's Fee</b>	<b>12<sup>th</sup> Street Asset Management</b>	<b>Total Fee</b>
<b>\$ 0 - \$1,000,000</b>	<b>1.00</b>	<b>0.65</b>	<b>1.65</b>

***Confluence Investment Management***

<b>Total Assets</b>	<b>SWPL's Fee</b>	<b>Confluence Investment Management</b>	<b>Total Fee</b>
<b>\$ 0 - \$1,000,000</b>	<b>1.00</b>	<b>0.60</b>	<b>1.60</b>

The total fees charged by both parties will not exceed 3% of assets under management per year.

***Goldman Management Inc***

<b>Total Assets</b>	<b>SWPL's Fee</b>	<b>Goldman Management Inc</b>	<b>Total Fee</b>
<b>\$ 0 - \$10,000,000</b>	<b>0.00</b>	<b>1.00</b>	<b>1.00</b>

SWPL does not share in management fees. SWPL receives 20% of third-party money management's incentive fee.

***Financial Planning Fees***

**Hourly Fees**

The hourly fee for these services is up to \$100.00 per hour.

The fees are negotiable, and the final fee schedule will be attached as Exhibit II of the Financial Planning Agreement.

**Fixed Fees**

The fixed rate for creating client financial plans is 1.00% of the plan assets.

The fees are negotiable, and the final fee schedule will be attached as Exhibit II of the Financial Planning Agreement.

### ***Educational Seminars/Workshops***

Educational seminars and workshops are offered free of charge.

## **B. Payment of Fees**

### ***Payment of Portfolio Management Fees***

Asset-based portfolio management fees are withdrawn directly from the client's accounts with client's written authorization on a quarterly basis or may be invoiced and billed directly to the client on a quarterly basis. Clients may select the method in which they are billed. Fees are paid in arrears.

### ***Payment of Selection of Other Advisers Fees***

The timing, frequency, and method of paying fees for selection of third-party managers will depend on the specific third-party adviser selected and will be disclosed to the client prior to entering into a relationship with the third-party advisor. Goldman Management Inc fees are paid quarterly and in arrears.

### ***Payment of Financial Planning Fees***

Hourly Financial Planning fees are paid via check, cash, or wire. These fees are charged in arrears upon completion / in advance, but never more than six months in advance. .

Fixed Financial Planning fees are paid via check, cash, or wire. These fees are charged in arrears upon completion / in advance, but never more than six months in advance.

## **C. Client Responsibility For Third Party Fees**

SWPL will wrap third party fees (i.e., custodian fees, brokerage fees, mutual fund fees, transaction fees, etc.). SWPL will charge clients one fee and pay all transaction fees using the fee collected from the client.

For non-wrap accounts, clients are responsible for the payment of all third party fees (i.e., custodian fees, commissions, brokerage fees, mutual fund fees, transaction fees, etc.). Those fees are separate and distinct from the fees and expenses charged by SWPL. Please see Item 12 of this brochure regarding broker-dealer/custodian.

## **D. Prepayment of Fees**

For all asset based fees paid in advance, the fee refunded will be equal to the balance of the fees collected in advance minus the daily rate\* times the number of days elapsed in the billing period up to and including the day of termination. (\*The daily rate is calculated by dividing the annual asset-based fee by 365.)

Refunds for fees paid in advance will be returned within fourteen days to the client via check or return deposit back into the client's account.

## **E. Outside Compensation For the Sale of Securities to Clients**

Certain representatives of the firm in their outside business activities (see Item 10 below) are licensed to accept compensation for the sale of investment products to SWPL clients. This presents a conflict of interest and gives the supervised person an incentive to recommend products based on the compensation received rather than on the client's needs. When recommending the sale of securities or investment products for which the supervised persons receive compensation, SWPL will document the conflict of interest in the client file and inform the client of the conflict of interest. Clients always have the right to decide whether to purchase SWPL-recommended products and, if purchasing, have the right to purchase those products through other brokers or agents that are not affiliated with SWPL.

Commissions are not SWPL's primary source of compensation for advisory services. Advisory fees that are charged to clients are not reduced to offset the commissions or markups on securities or investment products recommended to clients.

## **Item 6: Performance-Based Fees and Side-By-Side Management**

SWPL does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

## **Item 7: Types of Clients**

SWPL generally provides advisory services to the following types of clients:

- ❖ Individuals
- ❖ High-Net-Worth Individuals

There is no account minimum for any of SWPL's services.

## Item 8: Methods of Analysis, Investment Strategies, & Risk of Loss

### A. Methods of Analysis and Investment Strategies

#### *Methods of Analysis*

SWPL's methods of analysis include Charting analysis, Fundamental analysis, Modern portfolio theory, Quantitative analysis and Technical analysis.

**Charting analysis** involves the use of patterns in performance charts. SWPL uses this technique to search for patterns used to help predict favorable conditions for buying and/or selling a security.

**Fundamental analysis** involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.

**Modern portfolio theory** is a theory of investment that attempts to maximize portfolio expected return for a given amount of portfolio risk, or equivalently minimize risk for a given level of expected return, each by carefully choosing the proportions of various asset.

**Quantitative analysis** deals with measurable factors as distinguished from qualitative considerations such as the character of management or the state of employee morale, such as the value of assets, the cost of capital, historical projections of sales, and so on.

**Technical analysis** involves the analysis of past market data; primarily price and volume.

#### *Investment Strategies*

SWPL uses long term trading and options trading (including covered options, uncovered options, or spreading strategies).

**Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.**

### B. Material Risks Involved

#### *Methods of Analysis*

**Charting analysis** strategy involves using and comparing various charts to predict long and short term performance or market trends. The risk involved in using this method is that only past performance data is considered without using other methods to crosscheck data. Using charting analysis without other methods of analysis would be making the assumption that past performance will be indicative of future performance. This may not be the case.

**Fundamental analysis** concentrates on factors that determine a company's value and expected future earnings. This strategy would normally encourage equity purchases in stocks that are undervalued or priced below their perceived value. The risk assumed is that the market will fail to reach expectations of perceived value.

**Modern portfolio theory** assumes that investors are risk averse, meaning that given two portfolios that offer the same expected return, investors will prefer the less risky one. Thus, an investor will take on increased risk only if compensated by higher expected returns. Conversely, an investor who wants higher expected returns must accept more risk. The exact trade-off will be the same for all investors, but different investors will evaluate the trade-off differently based on individual risk aversion characteristics. The implication is that a rational investor will not invest in a portfolio if a second portfolio exists with a more favorable risk-expected return profile – i.e., if for that level of risk an alternative portfolio exists which has better expected returns.

**Quantitative analysis** Investment strategies using quantitative models may perform differently than expected as a result of, among other things, the factors used in the models, the weight placed on each factor, changes from the factors' historical trends, and technical issues in the construction and implementation of the models.

**Technical analysis** attempts to predict a future stock price or direction based on market trends. The assumption is that the market follows discernible patterns and if these patterns can be identified then a prediction can be made. The risk is that markets do not always follow patterns and relying solely on this method may not take into account new patterns that emerge over time.

### ***Investment Strategies***

SWPL's use of options trading generally holds greater risk, and clients should be aware that there is a material risk of loss using any of those strategies.

**Long term trading** is designed to capture market rates of both return and risk. Due to its nature, the long-term investment strategy can expose clients to various types of risk that will typically surface at various intervals during the time the client owns the investments. These risks include but are not limited to inflation (purchasing power) risk, interest rate risk, economic risk, market risk, and political/regulatory risk.

**Options transactions** involve a contract to purchase a security at a given price, not necessarily at market value, depending on the market. This strategy includes the risk that an option may expire out of the money resulting in minimal or no value, as well as the possibility of leveraged loss of trading capital due to the leveraged nature of stock options.

**Selection of Other Advisers:** Although SWPL will seek to select only money managers who will invest clients' assets with the highest level of integrity, SWPL's selection process cannot ensure that money managers will perform as desired and SWPL will have no control over the day-to-day operations of any of its selected money managers. SWPL would not necessarily be aware of certain activities at the underlying money manager

level, including without limitation a money manager's engaging in unreported risks, investment "style drift" or even regulatory breaches or fraud.

**Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.**

### **C. Risks of Specific Securities Utilized**

SWPL's use of options trading generally holds greater risk of capital loss. Clients should be aware that there is a material risk of loss using any investment strategy. The investment types listed below (leaving aside Treasury Inflation Protected/Inflation Linked Bonds) are not guaranteed or insured by the FDIC or any other government agency.

**Mutual Funds:** Investing in mutual funds carries the risk of capital loss and thus you may lose money investing in mutual funds. All mutual funds have costs that lower investment returns. The funds can be of bond "fixed income" nature (lower risk) or stock "equity" nature.

**Equity** investment generally refers to buying shares of stocks in return for receiving a future payment of dividends and/or capital gains if the value of the stock increases. The value of equity securities may fluctuate in response to specific situations for each company, industry conditions and the general economic environments.

**Fixed income** investments generally pay a return on a fixed schedule, though the amount of the payments can vary. This type of investment can include corporate and government debt securities, leveraged loans, high yield, and investment grade debt and structured products, such as mortgage and other asset-backed securities, although individual bonds may be the best known type of fixed income security. In general, the fixed income market is volatile and fixed income securities carry interest rate risk. (As interest rates rise, bond prices usually fall, and vice versa. This effect is usually more pronounced for longer-term securities.) Fixed income securities also carry inflation risk, liquidity risk, call risk, and credit and default risks for both issuers and counterparties. The risk of default on treasury inflation protected/inflation linked bonds is dependent upon the U.S. Treasury defaulting (extremely unlikely); however, they carry a potential risk of losing share price value, albeit rather minimal. Risks of investing in foreign fixed income securities also include the general risk of non-U.S. investing described below.

**Exchange Traded Funds (ETFs):** An ETF is an investment fund traded on stock exchanges, similar to stocks. Investing in ETFs carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). Areas of concern include the lack of transparency in products and increasing complexity, conflicts of interest and the possibility of inadequate regulatory compliance. Precious Metal ETFs (e.g., Gold, Silver, or Palladium Bullion backed "electronic shares" not physical metal) specifically may be negatively impacted by several unique factors, among them (1) large sales by the official sector which own a significant portion of aggregate world holdings in gold and other precious metals, (2) a significant increase in hedging activities by producers of gold or other precious metals, (3) a significant change in the attitude of speculators and investors.

**Real estate** funds (including REITs) face several kinds of risk that are inherent in the real estate sector, which historically has experienced significant fluctuations and cycles in performance. Revenues and cash flows may be adversely affected by: changes in local real estate market conditions due to changes in national or local economic conditions or changes in local property market characteristics; competition from other properties offering the same or similar services; changes in interest rates and in the state of the debt and equity credit markets; the ongoing need for capital improvements; changes in real estate tax rates and other operating expenses; adverse changes in governmental rules and fiscal policies; adverse changes in zoning laws; the impact of present or future environmental legislation and compliance with environmental laws.

**Annuities** are a retirement product for those who may have the ability to pay a premium now and want to guarantee they receive certain monthly payments or a return on investment later in the future. Annuities are contracts issued by a life insurance company designed to meet requirement or other long-term goals. An annuity is not a life insurance policy. Variable annuities are designed to be long-term investments, to meet retirement and other long-range goals. Variable annuities are not suitable for meeting short-term goals because substantial taxes and insurance company charges may apply if you withdraw your money early. Variable annuities also involve investment risks, just as mutual funds do.

**Hedge funds** often engage in leveraging and other speculative investment practices that may increase the risk of loss; can be highly illiquid; are not required to provide periodic pricing or valuation information to investors; May involve complex tax structures and delays in distributing important tax information; are not subject to the same regulatory requirements as mutual funds; and often charge high fees. In addition, hedge funds may invest in risky securities and engage in risky strategies.

**Private equity** funds carry certain risks. Capital calls will be made on short notice, and the failure to meet capital calls can result in significant adverse consequences, including but not limited to a total loss of investment.

**Private placements** carry a substantial risk as they are subject to less regulation than are publicly offered securities, the market to resell these assets under applicable securities laws may be illiquid, due to restrictions, and the liquidation may be taken at a substantial discount to the underlying value or result in the entire loss of the value of such assets.

**Options** are contracts to purchase a security at a given price, risking that an option may expire out of the money resulting in minimal or no value. An uncovered option is a type of options contract that is not backed by an offsetting position that would help mitigate risk. The risk for a “naked” or uncovered put is not unlimited, whereas the potential loss for an uncovered call option is limitless. Spread option positions entail buying and selling multiple options on the same underlying security, but with different strike prices or expiration dates, which helps limit the risk of other option trading strategies. Option transactions also involve risks including but not limited to economic risk, market risk, sector risk, idiosyncratic risk, political/regulatory risk, inflation (purchasing power) risk and interest rate risk.



Past performance is not indicative of future results. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

## **Item 9: Disciplinary Information**

### **A. Criminal or Civil Actions**

There are no criminal or civil actions to report.

### **B. Administrative Proceedings**

There are no administrative proceedings to report.

### **C. Self-regulatory Organization (SRO) Proceedings**

There are no self-regulatory organization proceedings to report.

## **Item 10: Other Financial Industry Activities and Affiliations**

### **A. Registration as a Broker/Dealer or Broker/Dealer Representative**

Neither SWPL nor its representatives are registered as, or have pending applications to become, a broker/dealer or a representative of a broker/dealer.

### **B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor**

Brian William Atkins and Stephen Richard Smith are associated persons at Wiens Walk (commodity).

### **C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests**

Brian William Atkins is 100% owner of Atkins & Associates, LLC. Atkins & Associates is the general partner of one exempt hedge fund; Global Currency Reserve, LP; a fund of funds. Significant Wealth Partners, LLC does not manage Global Currency Reserve, LP. From time to time, he may offer clients advice or products from those activities and clients should be aware that these services may involve a conflict of interest. SWPL always acts in the best interest of the client and clients always have the right to decide whether or not to utilize the services of any SWPL representative in such individuals outside capacities.

Brian William Atkins operates as a commodity pool for Global Currency Reserve, LP.; a fund of funds. From time to time, he may offer clients advice or products from those activities. SWPL always acts in the best interest of the client. Clients are in no way required to utilize the services of any representative of SWPL in their capacity as a futures commission merchant, commodity pool operator, or commodity trading adviser.

Brian William Atkins is a licensed insurance agent. From time to time, he will offer clients advice or products from this activity. Clients should be aware that these services pay a commission and involve a possible conflict of interest, as commissionable products can conflict with the fiduciary duties of a registered investment adviser. SWPL always acts in the best interest of the client; including in the sale of commissionable products to advisory clients. The commissions earned by Mr. Atkins are paid to Atkins & Associates, LLC. This is the only role Atkins & Associates, LLC plays in any insurance business that Mr. Atkins conducts. Clients are in no way required to implement the plan through any representative of SWPL in their capacity as a licensed insurance agent.

Stephen Richard Smith is an investment adviser representative with another investment advisory firm, Capital Management Consultants, and from time to time, may offer clients advice or products from those activities and clients should be aware that these services may involve a conflict of interest. SWPL always acts in the best interest of the client and clients are in no way required to use the services of any representative of SWPL in connection with such individual's activities outside of SWPL.

Stephen Richard Smith is an independent licensed insurance agent, and from time to time, will offer clients advice or products from those activities. Clients should be aware that these services pay a commission or other compensation and involve a conflict of interest, as commissionable products conflict with the fiduciary duties of a registered investment adviser. SWPL always acts in the best interest of the client; including the sale of commissionable products to advisory clients. Clients are in no way required to utilize the services of any representative of SWPL in connection with such individual's activities outside of SWPL.

Scott Robert Smith does insurance and fixed annuity sales. From time to time, he may offer clients advice or products from those activities and clients should be aware that these services may involve a conflict of interest. SWPL always acts in the best interest of the client and clients always have the right to decide whether or not to utilize the services of any representative of SWPL in such individuals outside capacities.

Alayna Leuze and David Christopher Leuze are licensed insurance agents. These activities create a conflict of interest since there is an incentive to recommend insurance products based on commissions or other benefits received from the insurance company, rather than on the client's needs. Additionally, the offer and sale of insurance products by supervised persons of SWPL are not made in their capacity as a fiduciary, and products are limited to only those offered by certain insurance providers. SWPL addresses this conflict of interest by requiring its supervised persons to act in the best interest of the client at all times, including when acting as an insurance agent. SWPL periodically reviews recommendations by its supervised persons to assess whether they are based on

an objective evaluation of each client's risk profile and investment objectives rather than on the receipt of any commissions or other benefits. SWPL will disclose in advance how it or its supervised persons are compensated and will disclose conflicts of interest involving any advice or service provided. At no time will there be tying between business practices and/or services (a condition where a client or prospective client would be required to accept one product or service conditioned upon the selection of a second, distinctive tied product or service). No client is ever under any obligation to purchase any insurance product. Insurance products recommended by SWPL's supervised persons may also be available from other providers on more favorable terms, and clients can purchase insurance products recommended through other unaffiliated insurance agencies.

Joshua Lynn Lang is a licensed insurance agent. From time to time, he will offer clients advice or products from this activity. Clients should be aware that these services pay a commission and involve a possible conflict of interest, as commissionable products can conflict with the fiduciary duties of a registered investment adviser. SWPL always acts in the best interest of the client; including in the sale of commissionable products to advisory clients. Clients are in no way required to implement the plan through any representative of SWPL in their capacity as a licensed insurance agent.

All material conflicts of interest under California Code of Regulations Section 260.238(k) are disclosed regarding the investment adviser, its representatives or any of its employees, which could be reasonable expected to impair the rendering of unbiased and objective advice.

#### **D. Selection of Other Advisers or Managers and How This Adviser is Compensated for Those Selections**

SWPL may direct clients to third-party investment advisers. SWPL will be compensated via a fee share from the advisers to which it directs those clients. The fees shared will not exceed any limit imposed by any regulatory agency. This creates a conflict of interest in that SWPL has an incentive to direct clients to the third-party investment advisers that provide SWPL with a larger fee split. SWPL will always act in the best interests of the client, including when determining which third-party investment adviser to recommend to clients. SWPL will verify that all recommended advisers are properly licensed, notice filed, or exempt in the states where SWPL is recommending the adviser to clients.

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

### **A. Code of Ethics**

SWPL has a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. SWPL's Code of Ethics is available free upon request to any client or prospective client.

### **B. Recommendations Involving Material Financial Interests**

SWPL and its associated persons may have material financial interests in issuers of securities that SWPL may recommend for purchase or sale by clients.

For example: Brian William Atkins is 100% owner of Atkins & Associates, LLC. Atkins & Associates is the general partner of one exempt hedge fund; Global Currency Reserve, LP; a fund of funds. Significant Wealth Partners, LLC does not manage Global Currency Reserve, LP. However, SWPL will recommend investments in these private funds to those clients for which investment in the fund is suitable. Also, related persons of SWPL may invest in the funds personally while also recommending clients invest in the funds.

This presents a conflict of interest in that SWPL or its related persons may receive more compensation from investment in a security in which SWPL or a related person has a material financial interest than from other investments. Client approval will be sought for client investment in such recommendations and, if granted, such approval will be binding. SWPL always acts in the best interest of the client consistent with its fiduciary duties and clients are not required to invest in such investments if they do not wish to do so.

### **C. Investing Personal Money in the Same Securities as Clients**

From time to time, representatives of SWPL may buy or sell securities for themselves that they also recommend to clients. This may provide an opportunity for representatives of SWPL to buy or sell the same securities before or after recommending the same securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. SWPL will always document any transactions that could be construed as conflicts of interest and will never engage in trading that operates to the client's disadvantage when similar securities are being bought or sold.

## **D. Trading Securities At/Around the Same Time as Clients' Securities**

From time to time, representatives of SWPL may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of SWPL to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest; however, SWPL will never engage in trading that operates to the client's disadvantage if representatives of SWPL buy or sell securities at or around the same time as clients.

## **Item 12: Brokerage Practices**

### **A. Factors Used to Select Custodians and/or Broker/Dealers**

Custodians/broker-dealers will be recommended based on SWPL's duty to seek "best execution," which is the obligation to seek execution of securities transactions for a client on the most favorable terms for the client under the circumstances. Clients will not necessarily pay the lowest commission or commission equivalent, and SWPL may also consider the market expertise and research access provided by the broker-dealer/custodian, including but not limited to access to written research, oral communication with analysts, admittance to research conferences and other resources provided by the brokers that may aid in SWPL's research efforts. SWPL will never charge a premium or commission on transactions beyond the actual cost imposed by the broker-dealer/custodian.

SWPL will require clients to use Charles Schwab & Co., Inc. Advisor Services.

#### ***1. Research and Other Soft-Dollar Benefits***

While SWPL has no formal soft dollars program in which soft dollars are used to pay for third party services, SWPL may receive research, products, or other services from custodians and broker-dealers in connection with client securities transactions ("soft dollar benefits"). SWPL may enter into soft-dollar arrangements consistent with (and not outside of) the safe harbor contained in Section 28(e) of the Securities Exchange Act of 1934, as amended. There can be no assurance that any particular client will benefit from soft dollar research, whether or not the client's transactions paid for it, and SWPL does not seek to allocate benefits to client accounts proportionate to any soft dollar credits generated by the accounts. SWPL benefits by not having to produce or pay for the research, products or services, and SWPL will have an incentive to recommend a broker-dealer based on receiving research or services. Clients should be aware that SWPL's acceptance of soft dollar benefits may result in higher commissions charged to the client.

## ***2. Brokerage for Client Referrals***

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

## ***3. Clients Directing Which Broker/Dealer/Custodian to Use***

SWPL will require clients to use a specific broker-dealer to execute transactions. Not all advisers require clients to use a particular broker-dealer.

### **B. Aggregating (Block) Trading for Multiple Client Accounts**

If SWPL buys or sells the same securities on behalf of more than one client, then it may (but would be under no obligation to) aggregate or bunch such securities in a single transaction for multiple clients in order to seek more favorable prices, lower brokerage commissions, or more efficient execution. In such case, SWPL would place an aggregate order with the broker on behalf of all such clients in order to ensure fairness for all clients; provided, however, that trades would be reviewed periodically to ensure that accounts are not systematically disadvantaged by this policy. SWPL would determine the appropriate number of shares and select the appropriate brokers consistent with its duty to seek best execution, except for those accounts with specific brokerage direction (if any).

## **Item 13: Review of Accounts**

### **A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews**

All client accounts for SWPL's advisory services provided on an ongoing basis are reviewed at least Quarterly by Brian Atkins, Owner, with regard to clients' respective investment policies and risk tolerance levels. All accounts at SWPL are assigned to this reviewer.

### **B. Factors That Will Trigger a Non-Periodic Review of Client Accounts**

Reviews may be triggered by material market, economic or political events, or by changes in client's financial situations (such as retirement, termination of employment, physical move, or inheritance).

### **C. Content and Frequency of Regular Reports Provided to Clients**

Each client of SWPL's advisory services provided on an ongoing basis will receive a quarterly report detailing the client's account, including assets held, asset value, and calculation of fees. This written report will come from the custodian.

## **Item 14: Client Referrals and Other Compensation**

### **A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)**

Charles Schwab & Co., Inc. Advisor Services provides SWPL with access to Charles Schwab & Co., Inc. Advisor Services' institutional trading and custody services, which are typically not available to Charles Schwab & Co., Inc. Advisor Services retail investors. These services generally are available to independent investment advisers on an unsolicited basis, at no charge to them so long as a total of at least \$10 million of the adviser's clients' assets are maintained in accounts at Charles Schwab & Co., Inc. Advisor Services. Charles Schwab & Co., Inc. Advisor Services includes brokerage services that are related to the execution of securities transactions, custody, research, including that in the form of advice, analyses and reports, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment. For SWPL client accounts maintained in its custody, Charles Schwab & Co., Inc. Advisor Services generally does not charge separately for custody services but is compensated by account holders through commissions or other transaction-related or asset-based fees for securities trades that are executed through Charles Schwab & Co., Inc. Advisor Services or that settle into Charles Schwab & Co., Inc. Advisor Services accounts.

Charles Schwab & Co., Inc. Advisor Services also makes available to SWPL other products and services that benefit SWPL but may not benefit its clients' accounts. These benefits may include national, regional or SWPL specific educational events organized and/or sponsored by Charles Schwab & Co., Inc. Advisor Services. Other potential benefits may include occasional business entertainment of personnel of SWPL by Charles Schwab & Co., Inc. Advisor Services personnel, including meals, invitations to sporting events, including golf tournaments, and other forms of entertainment, some of which may accompany educational opportunities. Other of these products and services assist SWPL in managing and administering clients' accounts. These include software and other technology (and related technological training) 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, if applicable), provide research, pricing information and other market data, facilitate payment of SWPL's fees from its clients' accounts (if applicable), and assist with back-office training and support functions, recordkeeping and client reporting. Many of these services generally may be used to service all or some substantial number of SWPL's accounts. Charles Schwab & Co., Inc. Advisor Services also makes available to SWPL other services intended to help SWPL manage and further develop its business enterprise. These services may include professional compliance, legal and business consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance, employee benefits providers, and human capital consultants, insurance and marketing. In addition, Charles Schwab & Co., Inc. Advisor Services may make available, arrange and/or pay vendors for these types of services rendered to SWPL by independent



third parties. Charles Schwab & Co., Inc. Advisor Services may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to SWPL. SWPL is independently owned and operated and not affiliated with Charles Schwab & Co., Inc. Advisor Services.

#### **B. Compensation to Non – Advisory Personnel for Client Referrals**

SWPL may, via written arrangement, retain third parties to act as solicitors for, SWPL's investment management services. All compensation with respect to the foregoing will be fully disclosed to each client to the extent required by applicable law., SWPL will ensure each solicitor is properly registered in all appropriate jurisdictions. , SWPL will ensure that the compensated person will be properly registered as a solicitor and follow CCR 260.236(c)(2) requirements.

### **Item 15: Custody**

When advisory fees are deducted directly from client accounts at client's custodian, SWPL will be deemed to have limited custody of client's assets. Because client fees will be withdrawn directly from client accounts, in states that require it, SWPL will:

- (A) Possess written authorization from the client to deduct advisory fees from an account held by a qualified custodian.
- (B) Send the qualified custodian written notice of the amount of the fee to be deducted from the client's account and verify that the qualified custodian sends invoices to the client.
- (C) Send the client a written invoice itemizing the fee upon or prior to fee deduction, including the formula used to calculate the fee, the time period covered by the fee and the amount of assets under management on which the fee was based.

Clients will receive all account statements and billing invoices that are required in each jurisdiction, and they should carefully review those statements for accuracy. Clients are urged to compare the account statements they received from custodian with those they received from SWPL.

Atkins & Associates, LLC a related person of SWPL may also have custody over client assets when clients invest in the fund managed by Atkins & Associates, LLC.

### **Item 16: Investment Discretion**

SWPL provides discretionary and non-discretionary investment advisory services to clients. The advisory contract established with each client sets forth the discretionary authority for trading. Where investment discretion has been granted, SWPL generally manages the client's account and



makes investment decisions without consultation with the client as to when the securities are to be bought or sold for the account, the total amount of the securities to be bought/sold, what securities to buy or sell, or the price per share. In some instances, SWPL's discretionary authority in making these determinations may be limited by conditions imposed by a client (in investment guidelines or objectives, or client instructions otherwise provided to SWPL).

### **Item 17: Voting Client Securities (Proxy Voting)**

SWPL will not ask for, nor accept voting authority for client securities. Clients will receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of security.

### **Item 18: Financial Information**

#### **A. Balance Sheet**

SWPL neither requires nor solicits prepayment of more than \$1200 in fees per client, six months or more in advance, and therefore is not required to include a balance sheet with this brochure.

#### **B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients**

Neither SWPL nor its management has any financial condition that is likely to reasonably impair SWPL's ability to meet contractual commitments to clients.

#### **C. Bankruptcy Petitions in Previous Ten Years**

SWPL has not been the subject of a bankruptcy petition in the last ten years.