Part 2A of Form ADV: Firm *Brochure*

Item 1 Cover Page

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November 3, 2014
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This brochure provides information about the qualifications and business practices of Weinstat Wealth Management, Inc. If you have any questions about the contents of this brochure, please contact us at 516-621-3507 and or MWeinstat@WeinstatWealthManagement.com. The information in this brochure has not been approved or verified by the Unites States Securities and Exchange Commission or by any State Securities authority.
Additional information is available at www.adviserinfo.sec.gov

Item 2 Material Changes

Not applicable

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Item 4 Advisory Business

Weinstat Wealth Management, which will in the future be referred to as WWM for this brochure, is an independent, fee only, investment advisory firm. The firm started as WWM on January 1, 2011 but is a successor organization from Weinstat and Weinstat CPA's. W&W started on June 30, 1984. The reason for the succession was to greater reflect the true nature of the firm which is now investment advising. Michael Weinstat is the 99% shareholder. H. Arnold Weinstat owns 1%.

WWM advises on purchasing no load mutual funds and equities which are managed in separately managed accounts. WWM also advises on fixed income.

WWM services are tailored to the needs of individuals. This is done by discussions with the clients on a when needed basis. Clients do not impose restrictions on investing in certain securities. WWM has discretionary authority on all accounts. While WWM has discretionary authority to do what is best for the client, WWM will always take each individuals needs and concerns into account. As an example, while WWM has discretionary authority, there is a verbal understanding between clients that WWM may not go on margin. WWM will also discuss with each client if WWM wants to take a short position, before the position is taken, since this is rarely done.

There are no wrap fee programs.

All assets are managed on a discretionary basis, 100%. No client assets are managed on a non-discretionary basis, 0.

Assets under management as of February 5, 2014 are $ 36,867,175

Item 5 Fees and Compensation

WWM is compensated strictly on a fee only basis. The fees are 1% of assets under management for equity and mutual fund assets. The fees are calculated on a quarterly basis. In the vast majority of cases, the fees are not negotiable. If a client has assets under management in excess of $ 10 million, then the fee can be negotiated. For fixed income, the fee is 1/2 of 1% of assets under management.

Fees can either be paid by the clients directly or deducted from the clients account. The method is decided by the client. Client fees are either paid directly by the client or deducted from the account every three months.

No other fees are paid to WWM by the client or received from any other party. Certain other expenses are incurred by the client. Certain no load mutual funds have a transaction fee of either $25 or $45. These transaction fees were disclosed to the client prior to accepting them as a client. Mutual fund expenses are incurred such as management fees of the fund and its operating expenses. A transaction fee of $ 7.95 is incurred on trades of equities of the separately managed accounts. This was also disclosed to the client prior to them becoming a client.

All transaction fees are paid to Fidelity Investments. WWM does not receive any compensation for sales of securities or any referral fees.

Please see item 12 where brokerage practices are discussed.

All fees are paid after services are provided.

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

Historically, WWM (or to be precise, the firm that WWM succeeded) did on rare occasion receive performance based fees.
This was totally at the request of the client. Performance based fees by WWM are only agreed upon at the request of the client. There is one client who has a performance based fee at his request. His fee is two tents of one percent annualized of his assets under management paid each quarter. In addition, each year following June 30 a performance based fee of 3% of profits is paid to WWM. On July 1, a new baseline is established. This client satisfies the SEC requirement for high net worth. As a general disclosure, this one client is performance based versus all other clients which are only fee based. In theory, there is an incentive to perform riskier strategies with respect to this account. However, in reality, since WWM has an investment philosophy for its owner to own everything that their clients own for equities and equity mutual funds, this incentive does not translate to any conflicts of interest or riskier strategy.
There is no side by side management.

Item 7 Types of *Clients*

Generally, WWM provides Advisory services to individuals. Trusts and Estates can be done if the opportunity arises.
The minimum is $ 100,000 for mutual funds and $ 250,000 for separately managed accounts.
Exceptions to the minimum can be made for family members of current clients.

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

Multiple methods of analysis are used as well as strategies. The most general strategy is to maximize clients returns over the long term. For the mutual funds WWM seeks managers who can over the long term, provide a solid absolute return while at the same time, beating the market averages as well as being significantly better than their categories. WWM prefers managers who will go anywhere and are less constricted by style boxes. WWM also seeks mutual funds that are not as large as the average fund.
Part of the analysis involves interviewing the fund managers either in person or over the telephone. Previous annual and quarterly reports are reviewed prior to these meetings. Since separately managed accounts are also provided as a service, WWM also reviews the holdings of the mutual fund holdings on a quarterly basis. When given the opportunity, WWM participates in conference calls of the mutual funds and attends meetings when held in New York City. The risk of my analysis with mutual funds is primarily market risk. That is one of the advantages of being with a mutual fund is that you have some built in diversification within the fund itself. There is a risk that even with my research, the mutual fund will not do well relative to the market so that even in a strong market, in one particular year or even over several years, the fund may not do well. There is also a risk that during a down market, the mutual fund will do worse than the market. I will state that over a given amount of time, when fund does not perform well, either relative to its peers or the market, the fund is sold.
For equities held in SMA, each equity is thoroughly researched. The starting point is generally doing statistical research on Yahoo Finance. Then if the stock passes the first test, the next step is reading the value line report and on occasion Morningstar. Barron's is also read as part of the research process. Depending on the equity, WWM will also read the SEC reports which entails the companies financial reports as well as the footnotes. Also depending on the equity, WWM will listen in on conference calls after earnings are announced. Despite WWM extensive research, there are risks to owning individual securities, both market risk and the risk that even with my extensive research, things will not go as expected. As an example, there are negative earnings surprises which will cause the stock price to fall over night before WWM has a chance to sell it. As another example, on occasion when a Wall Street analyst downgrades a security, the stock can fall by a significant amount over the short term.
It is explained to the clients that investing in securities and mutual funds entails loss of principal.
In some cases, the loss of principal will be permanent. Clients should be willing to bear the risk of a total loss of principal for individual securities. During bear markets, clients should be prepared to lose a portion of their assets for several years. Even during bull markets, there is a risk of loss and clients should be able to bear the extreme volatility that the equity market presents. Even during bull markets, there is a risk that many securities purchased will have paper losses for an extended period of time.

None of the investment strategies that WWM uses involves any unusual risk. WWM does not use margin, only cash transactions. On extremely rare occasions, at the clients request only, WWM has had to go on margin because the client need a cash withdrawal for a short period of time. WWM only invests in liquid securities listed on major exchanges so there is no liquidity risk.
WWM does not use frequent trading strategies so the transaction costs are minimal. WWM looks to maximize after tax performance.

Item 9 Disciplinary Information

There has never been any disciplinary action taken against WWM or its predecessor, Weinstat and Weinstat.

Item 10 Other Financial Industry Activities and Affiliations

WWM has a relationship and affiliation with H. Arnold Weinstat & Co. H. Arnold Weinstat is the 1% shareholder of WWM and the father of the 99% shareholder, Michael Weinstat.
There are no conflicts of interest as a result of this affiliation.
H. Arnold Weinstat & Co. is an accounting firm. H. Arnold Weinstat only does accounting, specializing in taxation. H. Arnold Weinstat is a sole practitioner with no employees. H. Arnold Weinstat & Co. shares the same office space as WWM.

There are no other relationships or affiliations.

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

There are no conflicts of interests as an independent, fee only adviser.
The 99% shareholder, Michael Weinstat owns for his own accounts, all no load mutual funds and with one exception, all equities that WWM advises for his clients. The exception is one equity that is held in one clients account that is deemed to be more suitable for her specifically. Other than the one exception which is Verizon communications, Michael Weinstat owns all the equities and mutual funds that the clients owns to demonstrate the confidence that WWM has in the mutual funds and the equities that are recommended to the clients. The NAV/price for the mutual funds purchased for the clients is identical to that purchased by Michael Weinstat at the time of the initial purchase of the mutual fund. Equities are purchased and sold with stop loss orders which are placed at a specific price so the price paid by Michael Weinstat is the same as that of the clients. On rare occasions, due only to market fluctuations, the price paid by Michael Weinstat for an equity can be 1-3 cents per share different than those paid by a selective client.
All equities are public companies listed on a major stock exchange.
WWM has a code of ethics and will provide a copy to any client upon request.

Item 12 Brokerage Practices

The factors that are considered are price and service.
No compensation is received by WWM by anyone other than the clients.
Fidelity Investments is the brokerage that WWM uses. In addition to the cheap price provided by Fidelity, it is very convenient for WWM since there is a retail branch within a ten minute drive from the office of WWM. This convenience benefits the clients of WWM.
WWM purchases securities individually for each and every client. For equities, stop loss orders are used which means that each client gets the same price. The only exception is when the stop loss order does not execute for a particular client at exactly that price. This is very rare but does happen on occasion. When this happens, the client's price will only differ by 1-3 cents per share. Not aggregating may cost the clients more in transaction costs.

Item 13 Review of Accounts

Reviews of the mutual fund accounts are done on a monthly basis by Michael Weinstat.
Reviews of the equity/separately managed accounts are done on a daily basis and on occasion, many times a day by Michael Weinstat.
The factors that require a review are a combination of the market volatility and a companies earnings.
Each time an equity holding reports earnings, Michael Weinstat will thoroughly review the holding and decide whether to keep the holding and if yes, whether to either trim the position or whether to add to the position.
All clients receive quarterly reports from WWM in addition to the monthly statements received from the custodian of the assets. High Net Worth clients receive mid quarter updates which go into the details of the earnings of the equity holdings.
The quarterly reports contain numerical information that gives details of the clients performance. A personalized letter is enclosed. The letter describes what is going on in the stock market and the economy. The letter also goes into details about why things are why they are. In the past, the letter has touched on topics as the Real Estate bubble, political situations and the tech. bubble.

Item 14 *Client* Referrals and Other Compensation

WWM does not receive any compensation from anyone else other than from clients. WWM does not compensation anyone for referrals, either directly or indirectly.

Item 15 *Custody*

Custody of client assets is maintained by Fidelity Investments. Statements are sent to clients on a monthly basis. Clients should review the statements each month and compare them to the statements that are received from WWM.

Item 16 Investment Discretion

WWM has full discretionary authority for all, 100% of clients. WWM will not accept a client without this authorization. This is discussed at length before accepting any client. Clients do not maintain any limitations on WWM with one exception. One client asked WWM to put in writing that WWM will not purchase securities on margin. WWM has a policy that it does not purchase securities on margin but this client felt comfortable with the additional letter. It is not necessary to have a separate power of attorney since as part of the Fidelity Investments Institutional adviser agreement, it states that its advisers have full discretionary authority. WWM encourages its clients to read the instructions to the adviser agreement thoroughly before signing it.

Item 17 Voting *Client* Securities

WWM will not vote client securities unless asked to do so. Clients receive the proxies directly from the custodian. Clients can contact WWM at any time if they have any questions on how to vote.

Item 18 Financial Information

There are no financial conditions that will preclude WWM doing any of its commitments to its clients.

WWM nor its shareholder has ever been part of a bankruptcy procedure.

Item 19 Requirements for State-Registered Advisers