

# **Wahed Invest Inc.**

## **Wrap Fee Brochure**

### **ADV Part 2A Appendix 1**



This wrap fee program brochure provides information about the qualifications and business practices of Wahed Invest Inc. If you have any questions about the contents of this brochure, please contact us by phone at +1 888 334 1272 or by email at: [info@wahedinvest.com](mailto:info@wahedinvest.com). The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (the “SEC”) or by any state securities authority.

**Additional information about Wahed Invest can be found on the Investment Adviser Public Disclosure Website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). Wahed Invest’s CRD number is 242793.**

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## Item 2: Material Changes

This version of our Form ADV, Part 2A Appendix 1, is commonly known as the “Wrap Fee Brochure” of Wahed Invest, Inc. This Wrap Fee Brochure is dated July 27, 2016 and is our annual update for the fiscal year that ended March, 2016.

The following changes have been made since our last annual update on June 27, 2016:

1. Wahed now accepts clients that reside outside of the United States. Please see Item 5 for more details.

The following changes have been made since our initial ADV filing in July 2015:

1. Wahed has updated its brochure to reflect that all Wahed services are currently offered through a Wrap Fee. For More information on the Wrap Fee Program, please see Item 4.
2. Wahed has clarified that its fees are paid daily in arrears based on the net liquidation value of the account on each day in which the qualified custodian is open for business.
3. Wahed has added additional information about its relationship with Interactive Brokers LLC, the custodian which Wahed recommends for custody, trade execution and clearing services. Please see Item 6 for more details.
4. Wahed has added additional information regarding the material risks of investing with Wahed. Please see Item 6 for more information.

In future versions of our Brochure, we will address only those “material changes” that have been incorporated since our last delivery or posting of this Brochure on the SEC’s public disclosure website (IAPD) at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

We may, at any time, update this Brochure and send a copy to you with a summary of material changes, or send you only a summary of material changes that includes an offer to send you a copy of the full brochure, either by electronic means (email) or in hard copy form.

If you would like another copy of this Disclosure Brochure, please download it from the SEC website as indicated above, download it from the Wahed Invest website at [www.wahedinvest.com](http://www.wahedinvest.com) or contact our Chief Compliance Officer, Dr. Sufyan Muhammad at +1 888 334-1272 or via email at [info@wahedinvest.com](mailto:info@wahedinvest.com).

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## Item 4: Services, Fees, and Compensation

Wahed Invest Inc. (“Wahed” or the “Firm”) charges a wrap fee to manage assets. A Wrap Fee (“Wrap Fee” or “Program Fee”) account is a professionally managed investment account in which expenses, including brokerage commissions, management fees, and administrative costs, are “wrapped” into a single charge. Clients will pay Wahed a management fee, from which Wahed will pay transaction and other charges to third party service providers such as the account custodian. This arrangement creates a conflict of interest in that Wahed has an incentive to avoid transactions in the wrap account in order to avoid transaction charges. We mitigate this risk by assuring that appropriate transactions for rebalancing and other purposes are undertaken, regardless of costs to us.

Wahed’s Wrap Fee program provides clients portfolio management and brokerage services for one comprehensive fee based on a percentage of individual account assets. Wahed may buy or sell securities consistent with analysis designed to seek an investment return suitable to the investment objectives and goals of each distinct client. Each account is managed based upon the individual needs of the client. Wahed manages the accounts on a discretionary basis, which means that transactions are implemented by us without first contacting the client.

Wahed determines a suitable proposed investment plan by performing a review of each client’s individual account and suitability parameters. This review may include type of account, investment objectives, overall financial condition, income and tax status, personal and business assets, risk tolerance, and other factors unique to the individual client’s situation. Based on client suitability parameters, Wahed will design, revise, and reallocate a client’s custom portfolio.

To invest with Wahed, a client must:

1. Complete an investor profile on Wahed’s interactive website that describes the client’s financial needs, investment objectives, time horizon, and risk tolerance, as well as any other factors relevant to the client’s specific financial situation and any other supporting documentation the Program requires;
2. Complete the investment advisory wrap fee agreement (the “Agreement”) with Wahed;
3. Complete a new account agreement with Interactive Brokers, LLC (“IB”), or another broker dealer Wahed approves for participation in the Program; and
4. Open a securities brokerage account with IB and deposit those assets designated for participation in the Program into the account.

Thereafter, all clients are encouraged to discuss their needs, goals, and objectives with Wahed and to keep Wahed informed of any changes thereto. Wahed will contact clients quarterly to determine whether their financial situation or investment objectives have changed, or whether they want to reasonably modify their Account.

As of June 13, 2016, Wahed currently has \$9,622 assets under management.

### **Fees**

Accounts are custodied at Interactive Brokers, LLC and charged a Wrap Fee. This Wrap Fee includes all portfolio management costs, trading costs, custodial costs, and operational costs. There are no sales charges or commissions paid by the client. All portfolio management services offered in the program are provided by Wahed. Therefore, no portion of the annual fee is paid to outside portfolio managers. The Firm's fee schedule is listed below. Fees are charged on a daily basis in arrears based on a percent (listed below) of the net liquidation value of the account. Our fees are payable daily on each date on which the qualified custodian is open for business. Fees are charged on the client level, meaning the sum of all accounts managed under a unique Social Security or Employer Identification Number is considered when calculating fees. Fees may be negotiable. Other than as described above, Wahed does not allow clients to prepay fees.

#### **Wahed Wrap Fee Schedule**

Assets under mgmt.	Wahed Fee
\$7,500 - \$49,999	.99%
\$50,000 - \$249,999	.79%
\$250,000 - \$499,999	.49%
\$500,000 and over	.29%

### **Fee Comparison**

Under the Program, clients receive both investment advisory services and the execution of transactions for a single, combined annualized fee, the Program Fee. Participation in the Program may cost the client more or less than purchasing such services separately. The number of transactions made in the client's accounts, as well as the commissions charged for each transaction, determines the relative cost of the Program versus paying for execution on a per transaction basis and paying a separate fee for advisory services. The Program Fee may be higher or lower than fees charged by other sponsors of comparable investment advisory programs.

### **Other Charges**

Other than its advisory fee described above, neither the Firm nor its employees receive or accept any direct or indirect compensation related to investments that are purchased or sold for Client Accounts. Wahed's Wrap Fee is inclusive of all management fees, custodian fees, and transaction fees, except for any wiring, IRA, withdrawal or other miscellaneous Fees that are charged by the custodian, as more fully explained in the separate agreement between client and the custodian. Expense ratios charged by third-party ETF sponsors or mutual fund companies are not included in the wrap fee. The broker-dealers, mutual fund companies, and other custodians who provide services for your account charge these fees ("third party fees") and clients are responsible for payment of all third party fees and expenses. For these clients it is important to

note that the advisory fees paid to Wahed are separate and distinct from the maintenance fees and transaction expenses charged by these third parties.

In addition, IRA customers will be responsible for paying a \$7.50 quarterly fee charged by the trustee. This fee is charged to the account quarterly at the beginning of each calendar quarter.

## **Item 5: Account Requirements and Types of Clients**

We offer investment advisory services to all individuals that reside in a country where we conduct business.<sup>1</sup> Wahed offers an automated investment service based on modern portfolio theory. Wahed will endeavor to purchase only Shari'ah compliant securities for our clients. Wahed utilizes a Shari'ah compliance advisory to periodically assess whether the securities selected for our clients are Shari'ah compliant. Our mission is to provide an efficient, reliable and truly automated Shari'ah compliant investment platform to Islamic investors across the globe. Each portfolio is designed to be consistent with each client's risk tolerance and investment objectives. Wahed creates an investment plan and manages a Client's portfolio by seeking to identify subject to the requirements of Shari'ah: 1) the optimal asset classes in which to invest, 2) the most efficient ETFs or other investments to represent each of those asset classes, 3) the ideal mix of asset classes based on the client's specific risk tolerance.

The minimum investment needed to access the program is \$7,500 per client. Wahed only trades and manages United States Dollars and no other currencies. Wahed generally provides the program to the following Types of Clients:

- Individuals
- Retirement Accounts

Clients have real-time access to their Accounts through the Website, which is directly connected via Application Program Interface ("API") to the custodian. At any time, a Client may terminate an Account, or withdraw all or part of an Account, or update his or her investment profile. Unless otherwise directed by the Client and pursuant to the advisory agreement, in order to meet liquidation requests, Wahed will sell securities in the Client Account at market prices at the time of the termination, withdrawal or update.

Wahed's internet-based financial adviser platform is different than "traditional" financial adviser platforms in the following ways:

1. Wahed is an internet-based financial adviser, which means each Client must acknowledge their ability and willingness to conduct their relationship with Wahed on an electronic basis. Under the terms of the Investment Management Agreement, each Client agrees to receive all Account information and Account documents (including this Brochure), and

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<sup>1</sup> Our custodian approves the countries in which clients can reside. Currently that list is located at <https://www.interactivebrokers.com/en/index.php?f=7021&nhf=T>. Wahed checks all potential clients against the specifically designated nationals list to ensure they do not conduct business with persons they are prohibited from doing business with.

any updates or changes to same, through their access to the Wahed website and electronic communications. Wahed's advisory service, the signature for the Account Agreement, and all documentation related to the advisory services are managed electronically. Wahed does make individual representatives available to discuss servicing matters with Clients via a customer service live chat function on its website and to discuss corporate and miscellaneous enquiries via telephone.

2. Wahed collects information from each Client, including specific information about their investing profile such as financial situation, investment experience, and investment objectives, to provide its advisory services and tailor its investment decisions to each Client's specific needs. Wahed solely relies on information from the Client in order to customize the Client's portfolio. Wahed maintains this information confidentially, subject to its Privacy Policy, which is provided on the Wahed website. Although Wahed contacts its Clients periodically as described further in Item 13 below, a Client must promptly notify Wahed of any change in her financial situation or investment objectives that might require a review or revision of their portfolio.
3. The internet-based financial adviser service includes ETFs or other securities for each asset class within the plan recommended to a Client. Wahed does not allow Clients to select their own securities because each security and asset class is considered to be part of the overall investment plan. Wahed will contact clients quarterly via e-mail to determine whether their financial situation or investment objectives have changed, or if they want to place reasonable restrictions on the Account.

## **Item 6: Portfolio Manager Selection and Evaluation**

### **Portfolio Management Services**

Wahed provides Clients with financial advice that is based on Modern Portfolio Theory ("MPT"). In MPT, the Adviser selects proportions of various asset classes rather than individual securities to attempt to maximize a portfolio's expected return for a given amount of portfolio risk, or equivalently minimize risk for a given level of expected return. MPT has its limitations, especially in the area of very low probability significant downside scenarios, but we believe it is the best framework on which to build a compelling investment management service.

Our investment methodology employs five steps:

1. Identify an ideal set of asset classes for the current investment environment
2. Select low cost ETFs and/or securities to represent each asset class
3. Determine your risk tolerance to create the appropriate portfolio for you
4. Apply Modern Portfolio Theory to allocate among the chosen asset classes for your risk tolerance
5. Monitor and periodically rebalance your portfolio

Specifically, Wahed must start with an accurate determination of the Client's objective and

subjective tolerance of risk. Wahed uses a questionnaire to ascertain the appropriate risk level for a specific client. Based on this risk analysis, Wahed seeks to create an individualized investment plan using the optimal asset classes in which to invest in Sharia'ah compliant products. Specifically, Wahed endeavors to recommend the most efficient and inexpensive ETFs and securities to represent each of the asset classes the client is suitable for and the ideal mix of asset classes based on the Client's specific risk tolerance.

Wahed uses Mean Variance Optimization ("MVO") to evaluate every possible combination of the following asset classes: US equities, foreign developed markets equities, emerging markets equities, real estate, commodities, and fixed income funds. Mean Variance Optimization uses the expected return and volatility for each asset class and the covariance among asset classes to find the combination that delivers the highest possible return for any given standard deviation of a portfolio's returns. In addition to portfolio construction, we also use MVO as an important quantitative tool to evaluate how many asset classes we should use in a portfolio. If adding an asset class to the mix raises the efficient frontier, then it improves the risk-return tradeoff of the portfolios, (i.e. it offers a higher return for the same risk level or lower risk for the same return level).

Wahed periodically reviews the population of all Shari'ah compliant securities, giving preference to ETFs, in order to identify the most appropriate securities to represent each asset class. The Firm looks for Shari'ah compliant securities that minimize cost and tracking error and offer market liquidity. We choose ETFs that are expected to have sufficient liquidity to allow Client withdrawals at any time.

Using our online platform, Wahed continuously monitors our Clients' portfolios. Wahed receives an alert when a Client portfolio is outside the appropriate standard deviation for the client's risk tolerance. If necessary, Wahed periodically rebalances the portfolio back to the Clients' target mix in an effort to optimize returns for the intended level of risk. We consider the volatility associated with each of our chosen asset classes when deciding when and how to rebalance. We do not consider tax implications. Please consult a tax specialist to determine tax implications.

The investments offered at Wahed are integrated with the Wahed website where clients manage their Wahed account by setting an allocation between portfolios of Funds available through the program. When clients deposit to or withdraw money from their Wahed account, they are initiating transactions for the purchase or sale of proportional interests in the available Funds, in an amount that corresponds to their allocation.

Similarly, when clients adjust their allocation they are initiating transactions to exchange available Funds for one another to reflect the updated allocation.

A portfolio created using MPT-based techniques will not stay optimized over time. Wahed offers 'rebalancing' of client portfolios so that in the face of fluctuating market prices each client's portfolio remains controlled to within a narrow range of his or her allocation. Wahed recommends rebalancing because it has been shown to improve returns and because it simplifies account management for clients. Wahed's portfolio management services also include a dividend reinvestment plan. Dividend reinvestment means that dividends from the client's Funds



are used to purchase additional investments in accordance with a client's allocation. We continually monitor client portfolios as our platform is engineered to alert our investment management team when any portfolio steps outside its assigned standard deviation and/or assigned optimal asset allocation mix.

### **Investment Tools**

In addition, the Wahed website provides tools to help clients project their expected returns, understand their risks, access information related to transactions, and review their account's prior performance.

### **Trade Execution, Account Maintenance, and Asset Custody**

Wahed recommends Interactive Brokers LLC ("IB" or "Interactive Brokers") as a custodian for client accounts. IB provides custody, trade execution and clearing services. Wahed recommended IB primarily because they offer the types of securities Wahed needs to purchase in order to maintain Shari'ah compliance. Wahed recommends account custodians after evaluating several factors including but not limited to, fees and expenses, capability to execute, clear, and settle trades, reputation, breadth of investment products made available, access to securities markets and expertise in handling brokerage support processes. We may also select custodians based on dual registrations and/or other qualifications and/or experience. The Firm reviews the execution of trades at each custodian used to determine whether the clients are receiving the best execution for their transactions. We will consider whether the total costs to our clients, considering all factors, including any discounted commissions and other trading costs charged to our clients by virtue of our relationships with our existing broker-dealers, are significantly affected by poor execution or execution errors. If we determine it is in the best interests of our clients to do so, we will change broker-dealers. In addition, if during our review of the Broker-Dealer execution we determine that IB fails to provide the proper securities for Shari'ah compliance, we will change broker-dealers.

Interactive Brokers is a registered broker-dealer (member of FINRA and SIPC). We are independently owned and operated and not affiliated with Interactive Brokers. Interactive Brokers provides brokerage, operational support and other custodial services to our firm. Interactive Brokers will be recommended to our discretionary and non-discretionary investment management clients as a result of our established services agreement, cost implications, operational support, and custodial services provided.

Wahed receives research or other products or services from broker-dealers in exchange for placing trades or processing securities related transactions for clients. No client is charged directly for these services. Specifically, Interactive Brokers makes available to us other services intended to help us manage and further develop our business enterprise, such as software, compliance and business consulting, practice management publications and conferences, access to employee benefit providers, and other services. The products or services received may benefit all of our customers, not just those whose assets are custodied at the broker-dealer who provides

the products or services. This may result in higher transaction costs than those that would have been incurred but for the soft dollar benefits. We have determined that the transaction charges we incur and charge to you are reasonable in relation to the value of the services received.

As a fiduciary, we endeavor to act in our client's best interests. The above-described arrangement may create a conflict of interest as we may want to place more client accounts with a broker-dealer/custodian such as Interactive Brokers, solely or primarily because of these added benefits. As such, Wahed may have an incentive to select or recommend a broker-dealer based on interests in receiving the research or other products or services, rather than on clients' interest in receiving most favorable execution. Wahed attempts to mitigate this potential conflict by performing regular reviews of execution services and the value clients receive to ensure clients are receiving the best possible value for costs paid. However, the value to all of our clients of these benefits is included in our evaluation of custodians. These benefits provide additional value, and are accordingly considered in determining which broker-dealer or custodian to utilize as part of our best execution analysis. However, we monitor and periodically assess the totality of these benefits, including particularly those that inure directly or indirectly to our clients, to assure that the continued recommendation of Interactive Brokers, such other broker-dealer or such other third party manager is in our clients' best interests.

Wahed also does not use Client transaction fees to compensate or otherwise reward any third-parties for client referrals. In the interest of better trade execution, Wahed may enter trades as a block where possible and when advantageous to clients whose accounts have a need to buy or sell shares of the same security. This blocking of trades permits the trading of aggregate blocks of securities composed of assets from multiple client accounts, so long as transaction costs are shared equally and on a pro-rata basis between all accounts included in any such block. Block trading allows Wahed to execute equity trades in a timelier, equitable manner, and may reduce overall costs to clients. As a result, however, the price may be less favorable to the Client than it would be if similar transactions were not being executed concurrently for other Accounts.

Generally, when clients make changes to their accounts during normal stock market hours transactions will be processed at the end of day while changes clients make to their accounts when markets are closed will be processed the next business day. Transactions are sometimes subject to processing delays which can cause significant time lapses between the time clients have initiated a change to an account and execution. In particular, processing delays may mean that account changes initiated less than thirty minutes before markets close may not transact until the next business day. Markets close at different times considering the global reach of our chosen securities basket which is traded on multiple stock exchanges around the world. Further, deposits are automatically subject to a processing period that may be up to five business days or longer; deposit related transactions will not occur until the next business day after this processing period is complete.

To treat all customers fairly and improve execution, Wahed effects aggregated block transactions involving multiple Wahed Accounts. These transactions are not subject to any mark-ups, mark-downs, or dealer spreads. In conducting these transactions no client is favored over any other client and each client that participates in an aggregated transaction will participate at the average share price for transactions in the aggregated order. If market conditions show that these large

orders will negatively impact the security prices and create an inefficient investment for our clients, we will use a technology that allows for maximum efficiency by slicing block orders into smaller, non-uniform increments and executing them at random intervals over time. Prices are equalized for all clients that are included in a block order.

There are never any separate fees for any trade execution or custody service.

### **Material Risks of Investing**

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

**Political Risks.** Most investments have a global component, even domestic stocks. Political events anywhere in the world may have unforeseen consequences to markets around the world.

**Foreign Investing and Emerging Markets Risk.** Foreign investing involves risks not typically associated with U.S. investments, and the risks may be exacerbated further in emerging market countries. These risks may include, among others, adverse fluctuations in foreign currency values, as well as adverse political, social and economic developments affecting one or more foreign countries. In addition, foreign investing may involve less publicly available information and more volatile or less liquid securities markets, particularly in markets that trade a small number of securities, have unstable governments, or involve limited industry. Investments in foreign countries could be affected by factors not present in the U.S., such as restrictions on receiving the investment proceeds from a foreign country, foreign tax laws or tax withholding requirements, unique trade clearance or settlement procedures, and potential difficulties in enforcing contractual obligations or other legal rules that jeopardize shareholder protection. Foreign accounting may be less transparent than U.S. accounting practices and foreign regulation may be inadequate or irregular.

**General Market Risks.** Markets can, as a whole, go up or down on various news releases or for no understandable reason at all. This sometimes means that the price of specific securities could go up or down without real reason, and may take some time to recover any lost value. Adding additional securities does not help to minimize this risk since all securities may be affected by market fluctuations.

**Currency Risk.** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.

**Regulatory Risk.** Changes in laws and regulations from any government can change the value of a given company and its accompanying securities. Certain industries are more susceptible to government regulation. Changes in zoning, tax structure or laws impact the return on these investments.

**Tax Risks Related to Short Term Trading.** Clients should note that Wahed may engage in short-term trading transactions. These transactions may result in short term gains or losses for federal and state tax purposes, which may be taxed at a higher rate than long term strategies.

Wahed endeavors to invest client assets in a tax efficient manner, but all clients are advised to consult with their tax professionals regarding the transactions in client accounts.

**Risks Related to Investment Term.** If you require us to liquidate your portfolio during a period in which the price of the security is low, you will not realize as much value as you would have had the investment had the opportunity to regain its value, as investments frequently do, or had we been able to reinvest in another security.

**Purchasing Power Risk.** Purchasing power risk is the risk that your investment's value will decline as the price of goods rises (inflation). The investment's value itself does not decline, but its relative value does, which is the same thing. Inflation can happen for a variety of complex reasons, including a growing economy and a rising money supply.

**Business Risk.** These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.

**Liquidity Risk:** Liquidity is the ability to readily convert an investment into cash. For example, Treasury Bills are highly liquid, while real estate properties are not. Some securities are highly liquid while others are highly illiquid. Illiquid investments carry more risk because it can be difficult to sell them.

**Financial Risk.** Excessive borrowing to finance a business' operations decreases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

**Default Risk.** This risk pertains to the ability of a company to service their debt. Ratings provided by several rating services help to identify those companies with more risk. Obligations of the U.S. government are said to be free of default risk.

### **Other Information about Wahed's Portfolio Management**

Wahed's fees are not charged on the basis of a share of capital gains upon or capital appreciation of the Funds or any portion of the assets of an advisory client.

Our ethical compliance advisor is Straightway Ethical Advisory LLC ("Straightway"). Straightway is a boutique consulting group that specializes in providing Shari'ah compliance services to the financial services sector. The Managing Partner of Straightway, Taha Abdul-Basser, has served as a financial ethicist for investment funds and banks for more than 15 years, has been a course instructor at the Harvard Business School and was a staff member at the Harvard Islamic Finance Program for 19 years. As per our agreement with Straightway, the latter will establish and manage a panel of three financial ethicists--consisting of Mr. Abdul-Basser and two Straightway associates--that will act as our Ethical Compliance Review Panel. Our

Ethical Compliance Review Panel will advise, review and monitor the design and implementation of our products for compliance with Islamic financial ethics. Mr. Abdul-Basser is a minority shareholder in Wahed Invest. This is a potential conflict of interest as he has an incentive to recommend investments that are profitable for Wahed Invest. Wahed manages this conflict by reviewing the suitability of investments for specific clients and through its administration of its written policies and procedures.

Wahed does not participate in proxy voting on behalf of clients. Our clients are responsible for directing their own proxies solicited by issuers of securities. Clients are responsible for making elections relative to mergers, acquisitions, tender offers, bankruptcy proceedings and other type events pertaining to the securities in your account. Proxy and other solicitation information will be mailed to clients from the account custodian. Please follow the instructions for proxy voting included in the mailing.

## **Item 7: Client Information Provided to Portfolio Managers**

Because Wahed manages all client portfolios directly, we do not share client information with other portfolio managers.

## **Item 8: Client Contact with Portfolio Managers**

Clients may contact Wahed by phone during our support telephone hours and via email at all times.

## **Item 9: Additional Information**

### **Wahed's Disciplinary History**

Wahed has not been subject to any disciplinary events by regulators nor is it party to any legal events that are material to client evaluation of our advisory business.

### **Wahed's Financial Industry Activities and Affiliations**

Wahed has no other industry affiliations to disclose.

### **Wahed's Code of Ethics**

Wahed and its management and supervised persons (collectively, "personnel") subscribe to a strict code of ethics. Our Code of Ethics is constructed to comply with the investment advisory

laws and regulations that require firms to act as fiduciaries in transactions with their clients. Our inherent fiduciary duty requires that we act solely in your best interest and adhere to standards of utmost integrity in our communications and transactions. These standards ensure that your interests are given precedence.

Accordingly, we have implemented extensive policies, guidelines, and procedures that promote ethical practices and conduct by all of our firm's personnel. The foregoing has been compiled and is collectively referred to as our Code of Ethics. We adopted our Code of Ethics to specify and prohibit certain types of transactions deemed to create conflicts of interest (or perceived conflicts of interest), as well as to establish reporting requirements and enforcement procedures relating to personal transactions by our personnel. Wahed's Code of Ethics, which specifically deals with professional standards, insider trading, personal trading, gifts and entertainment, and fiduciary duties, establishes our ideals for ethical conduct based upon fundamental principles of openness, integrity, honesty, and trust. We will provide a copy of our complete Code of Ethics to any client or prospective client upon request.

### **Participation in Client Transactions and Potential Conflicts of Interest**

We may at times buy or sell securities for our own account that we have also recommended to clients. Wahed will always document any transactions that could be construed as a conflict of interest. To mitigate or remedy any actual or potential conflicts of interest, we will monitor trading reports for adherence to our Code of Ethics.

From time to time, the Firm and its representatives may buy or sell securities for their own accounts at or around the same time as clients. In any instance in which such securities are purchased or sold we will uphold our fiduciary duty by always ensuring that transactions are beneficial to the interest of our clients and that neither the sequence nor timing of execution or any other factor results in a benefit to Wahed or our representatives.

### **Review of Accounts**

Wahed provides all Clients with continuous access via the website to reporting information updated daily about Account status, securities positions and balances. Clients may also receive periodic e-mail communications describing portfolio performance, account information, and product features.

Wahed's internet-based financial adviser service assumes that a portfolio created using MPT-based techniques will not stay optimized over time, and must be periodically rebalanced back to its original targets to maintain the intended risk level and asset allocations. Wahed reviews each Client's Account when it is opened, and continuously monitors and periodically rebalances each Client's portfolio to seek to maintain a Client's targeted risk tolerance and optimal return for the Client's risk level. Wahed also conducts reviews when material changes may have occurred to a Client's portfolio or investment objectives. We consider the volatility and timing associated with each of our chosen asset classes when deciding when and how to rebalance.

On a quarterly basis, Wahed contacts each Client to remind her to review and update the profile

information they previously provided. Wahed also requests that Clients reconfirm the same information on an annual basis. These notifications and confirmations include a link to the Client's current information and contact information for the Wahed support team. The Wahed team members whose tasks include supervising, arranging and responding to these notifications, confirmations and reviews are the Chief Compliance Officer and its Investment Adviser Representative.

Wahed conducts separate reviews related to the ETFs and securities used for Client portfolios. These reviews are approved by Wahed's Investment Committee, which has the authority, if necessary, to take action up to and including the removal, addition or replacement of a security, from the portfolios advised by Wahed.

### **Client Referrals**

Wahed does not receive any economic benefit, directly or indirectly from any third party for advice rendered to Wahed clients.

Wahed may enter into solicitation agreements with Registered Investment Advisers (RIAs) or other licensed financial or legal professionals, as sanctioned by the state in which the professional does business, but has not done so at this time.

### **Termination of Advisory Relationship**

Either party may terminate Investment Management Agreement any time upon written notice, said notice to be effective upon receipt. Upon termination, Advisory Fees will be calculated through the date of termination and assessed in accordance with the agreed upon rate. Unearned portions of prepaid fees will be refunded and any earned but unpaid fees will be assessed prior to the final disbursement of refunds, if any. Refund disbursements or fee invoices will be mailed to Client within fourteen (14) business days of termination.

### **Fund Fees and Expenses**

All fees paid to Wahed for investment advisory services are separate and distinct from the fees and expenses charged by Funds to their shareholders. These fees and expenses are described in each Fund's prospectus. These fees are generally composed of a management fee and other Fund expenses.

### **Privacy Policy**

Wahed is committed to protecting our clients' private information. Wahed has instituted policies and procedures to ensure that customer information is kept private and secure. Wahed does not disclose any non-public personal information about its customers or former customers to any non-affiliated third parties except as required by or permitted by law or agreed to by the client. In the course of servicing a client account, Wahed may share some information with its service

providers, such as transfer agents, custodians, broker-dealers, accountants, and attorneys. Wahed restricts internal access to non-public personal information to those employees who need access to such information in order to provide products or services to a particular client. Wahed also maintains physical, electronic, and procedural safeguards to protect client information. A copy of the Wahed's Privacy Policy is available on the Wahed website.

## **Financial Information**

### **A. Balance Sheet**

Wahed does not require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance and therefore does not need to include a balance sheet with this brochure.

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

Neither Wahed nor its management have any financial conditions that are likely to reasonably impair our ability to meet contractual commitments to clients.

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

Neither Wahed nor its management have been the subject of a bankruptcy petition in the last ten years.