



UXWEALTH PARTNERS
FUELED BY TECHNOLOGY

PART 2A – FIRM BROCHURE
SEPTEMBER 18, 2020

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This brochure provides information about the qualifications and business practices of UX Wealth Partners, LLC (“UX Wealth”). If you have any questions about the contents of this brochure, please contact us at (216) 265-5325. 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. UX Wealth is a Registered Investment Adviser. Registration as an Investment Adviser with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

Additional information about UX Wealth Partners, LLC is available on the SEC’s website at www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as an IARD number. The IARD number for UX Wealth is IARD# 308983.

ITEM 2 – MATERIAL CHANGES

SUMMARY OF MATERIAL CHANGES

This section of the Brochure will address only those “material changes” that have been incorporated since our last delivery or posting of this document on the SEC’s public disclosure website (IAPD) www.adviserinfo.sec.gov. Our firm was approved by the SEC in May 2020.

Currently, a free copy of our Brochure may be requested by contacting Kyle Wiggs, Chief Compliance Officer of UX Wealth at (216) 265-5325. The Brochure is also available on our web site www.uxwp.com.

We encourage you to read this document in its entirety.

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ITEM 4 – ADVISORY BUSINESS

This Disclosure document is being offered to you by UX Wealth Partners, LLC (“UX Wealth” or “Firm”) about the investment advisory services we provide. It discloses information about our services and the way those services are made available to our clients.

Our Firm became a registered investment adviser in May 2020 and is owned by 5280 Capital, LLC and SIER Capital, LLC. Kyle Wiggs is the Chief Compliance Officer.

SUB-ADVISORY SERVICES PROVIDED TO INDEPENDENT REGISTERED INVESTMENT ADVISERS

Our Firm through its management platform division has entered into agreements with unaffiliated registered investment advisers (hereafter referred to as “Independent RIA”) whereby our Firm oversees and manages on a discretionary basis some or all of these Independent RIA’s client assets according to the investment strategy chosen by the client. In these situations, the client remains a client of the Independent RIA. The decision as to what investment strategy(s) client assets are invested in is based on suitability information gathered and reviewed by the Independent RIA. Our Firm will manage these assets based on its investment strategies and not based on overall client suitability. Strategies are managed on an ongoing basis. The Independent RIA is responsible for the administrative paperwork, servicing the accounts and account maintenance. UX Wealth grants the Independent RIA access to the performance software to enable performance reporting. UX Wealth facilitates the billing on behalf of the Independent RIA.

As defined in our Agreement with the Independent RIA, the investment management fees are collected by our Firm. Then, the Independent RIA’s portion is paid directly to the Independent RIA from the total management fees deducted from the client’s account. The authorization for use of sub advisory services will be part of the other Independent RIA’s Investment Advisory Agreement with the client.

All client accounts will be held at an independent Custodian recommended by the Independent RIA.

HELD AWAY DISCRETIONARY ACCOUNTS

Through our relationship with an unaffiliated firm, our Firm provides an additional service for accounts not directly held with our recommended Custodian but where our Firm does have discretion and leverages an Order Management System to implement asset allocation or rebalancing strategies on behalf of the client. These are primarily 401(k) accounts, 529 plans, variable annuities, and other assets not held with the recommended Custodian. Our Firm’s representatives regularly review the current holdings and available investment options in these accounts, monitors the account, rebalances and implements our strategies as necessary.

WRAP FEE PROGRAMS

Our Firm does not sponsor a Wrap Fee Program.

ASSETS

As of September 17, 2020, our Firm manages and oversees a total of \$527,915,913 in regulatory assets under management in a discretionary sub-advisor capacity. Discretionary assets are those accounts where our Firm has direct authority over an account and provides continuous and ongoing management of the account.

In addition, UX Wealth manages a limited number of friends and family accounts on a discretionary basis, totaling \$3,220,969.

ITEM 5 - FEES AND COMPENSATION

SUB-ADVISORY SERVICES PROVIDED TO UNAFFILIATED REGISTERED INVESTMENT ADVISERS

For sub-advisory services provided to Independent RIAs, our Firm bills investment management fees in arrears on a monthly basis based on the average daily balance of assets. Our fees are billed according to the following tiered schedule and as negotiated in the Management Agreement with our Firm:

<u>AUM</u>	<u>Annual Advisory Fee</u>
\$15-\$50 million	0.55%
\$50-\$75 million	0.50%
\$75-\$100 million	0.45%
Over \$100 million	0.40%

Either party may terminate the agreement for sub-advisory services with a 30-day written notice. Upon termination of the Agreement by either party and for any reason, our Firm will still make any payments of UX Wealth Fees due and already earned, and all such UXW Fees will be paid on a pro-rata basis up to and including the date of termination.

INVESTMENT MANAGEMENT HOUSE ACCOUNTS

For the limited number of accounts that UX Wealth manages for friends and family, our Firm receives an advisory fee as negotiated in the Agreement between the client and our Firm.

ADMINISTRATIVE SERVICES

We have contracted with an unaffiliated entity to utilize their technology platform which supports data reconciliation, performance reporting, fee calculation, client relationship maintenance, at least quarterly performance evaluations, and other functions related to the administrative tasks of managing client accounts. Due to this arrangement, this unaffiliated entity will have access to client accounts, but will not serve as an investment adviser to any clients. This firm bills our Firm an annual fee for each account administered by its software. Please note that the fee billed to our client, the Independent RIA, will not increase due to the annual fee UX Wealth pays to this unaffiliated firm. This annual fee is paid from the portion of the management fee retained by UX Wealth.

ADDITIONAL FEES AND EXPENSES:

In addition to the advisory fees paid to our Firm, you also incur certain charges imposed by other third parties, such as broker-dealers, custodians, trust companies, banks and other financial institutions (collectively “Financial Institutions”). These additional charges include custodial fees, charges imposed by a mutual fund or ETF in a client’s account, as disclosed in the fund’s prospectus (e.g., fund management fees and other fund expenses), deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Our brokerage practices are described at length in Item 12, below.

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

We do not charge advisory fees on a share of the capital appreciation of the funds or securities in a client account (so-called performance-based fees), nor engage side by side management.

ITEM 7 - TYPES OF CLIENTS

Our Firm provides sub-advisory asset management services to other Independent RIAs.

When our Firm acts in a sub-advisory capacity to other Independent RIAs, our Firm requires a minimum of \$25 million investable assets to engage in services. This minimum is negotiable.

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

Our investment management process includes the due diligence and oversight of a diverse set of signal providers with specifically targeted strategies to meet varying risk/return and tax aware expectations. We believe that successful investment management is a combination of skilled analytics and targeted portfolio guidelines. UX Wealth prioritizes (but is not exclusive to) investment strategies that are supported by rigorous data analytics and algorithmic intelligence. This intelligence is more important than traditional “theories” of investment performance such as “Modern Portfolio Theory.” While UX strongly believes in the power of asset allocation and diversification, we also believe that a tactical approach to the balancing of those diversified asset classes is preferred when possible. When tax efficiency priorities of the client preclude trading activity, those preferences may be prioritized. UXWP generally limits its investment advice and/or money management to mutual funds, equities, bonds, fixed income, and ETFs. UXWP may use other securities to help diversify a portfolio when applicable.

SIGNAL PROVIDERS

Our Firm does engage the services of “Signal Providers” to receive buy and sell signals, research, or other information that the Firm uses to manage a particular strategy/portfolio. Our Firm utilizes THOR Trading Advisors, LLC, an affiliated entity under partial ownership. Additionally, our Firm has engaged other unaffiliated Registered Investment Advisers. Such Signal Providers will not act as fiduciaries with respect to any client as they are engaged to provide market-related services to our Firm. All fees incurred by the subscription to various Signal Providers are paid by

our Firm (as a percentage of the fees generated within a particular strategy). Thus, a portion of the advisory fee paid by a client to our Firm may be used to compensate such third-party providers or consultants.

RISK OF LOSS

A client's investment portfolio is affected by general economic and market conditions, such as interest rates, availability of credit, inflation rates, economic conditions, changes in laws and national and international political circumstances.

Investing in securities involves certain investment risks. Securities may fluctuate in value or lose value. Clients should be prepared to bear the potential risk of loss.

Our methods rely on the assumption that the underlying companies within our security allocations are accurately reviewed by the rating agencies and other publicly available sources of information about these securities, are providing accurate and unbiased data. While we are alert to indications that data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information.

Risks that apply to both fixed income and equity strategies include, but are not limited to, the following:

- **Active Management Risk:** Due to its active management, a portfolio could underperform other portfolios with similar investment objectives and/or strategies.
- **Allocation Risk:** A portfolio may use an asset allocation strategy in pursuit of its investment objective. There is a risk that a portfolio's allocation among asset classes or investments will cause a portfolio to lose value or cause it to underperform other portfolios with a similar investment objective and/or strategy, or that the investments themselves will not produce the returns expected.
- **Cybersecurity Risk.** Cybersecurity risks include both intentional and unintentional events at our Firm or one of its third-party counterparties or service providers, that may result in a loss or corruption of data, result in the unauthorized release or other misuse of confidential information, and generally compromise our Firm's ability to conduct its business. A cybersecurity breach may also result in a third-party obtaining unauthorized access to our clients' information, including social security numbers, home addresses, account numbers, account balances, and account holdings. Our Firm has established business continuity plans and risk management systems designed to reduce the risks associated with cybersecurity breaches. However, there are inherent limitations in these plans and systems, including that certain risks may not have been identified, in large part because different or unknown threats may emerge in the future. As such, there is no guarantee that such efforts will succeed, especially because our Firm does not directly control the cybersecurity systems of our third-party service providers. There is also a risk that cybersecurity breaches may not be detected.
- **Liquidity Risk:** The risk that exists when a security's limited marketability prevents it from being bought or sold quickly enough to avoid or minimize a loss. This risk is particularly

relevant in the bond market, although it can also be a risk when transacting in small cap securities and certain other stocks.

- **Market and Timing Risk:** Prices of securities may become more volatile due to general market conditions that are not specifically related to a particular company, such as adverse economic conditions or outlooks, adverse investor sentiment, changes in the outlook for corporate earnings, or changes in interest rates.
- **Sector/Region Risk:** The risk that the strategy's concentration in equities or bonds in a specific sector or industry will cause the strategy to be more exposed to the price movements in and developments affecting that sector.
- **Event Risk:** The possibility that an unforeseen event will negatively affect a company or industry, and thus, increase the volatility of the security.

Risks associated with our fixed income strategies include, but are not limited to, the following:

- **Asset-Backed Securities Risk:** Payment of principal and interest on asset-backed securities is dependent largely on the cash flows generated by the assets backing the securities. Further, some asset backed securities may not have the benefit of any security interest in the related assets. There is also the possibility that recoveries in the underlying collateral may not be available to support the payments on these securities. Downturns in the economy could cause the value of asset backed securities to fall, thus, negatively impacting account performance.
- **Call Risk:** Some bonds give the issuer the option to redeem the bond before its maturity date. If an issuer exercises this option during a time of declining interest rates, the proceeds from the bond may have to be reinvested in an investment offering a lower yield and may not benefit from an increase in value as a result of declining rates. Callable bonds also are subject to increased price fluctuations during periods of market illiquidity or rising interest rates. Finally, the capital appreciation potential of a bond will be reduced because the price of a callable bond may not rise much above the price at which the issuer may call the bond.
- **Corporate Debt Risk:** The rate of interest on a corporate debt security may be fixed, floating, variable, or may vary inversely with respect to a reference rate. Corporate debt securities are subject to the risk of the issuer's inability to meet principal and interest payments on the obligation. They also may be subject to price volatility due to interest rate sensitivity, market perception of the creditworthiness of the issuer and general market liquidity. When interest rates rise, the value of a corporate debt security can be expected to decline. Debt securities with longer maturities tend to be more sensitive to interest rate movements than those with shorter maturities. A company default can reduce income and capital value of a corporate debt security. Moreover, market expectations regarding economic conditions and the likely number of corporate defaults may impact the value of these securities.
- **Credit Default Risk:** The risk of loss of principal due to the borrower's failure to repay the loan or risk of liquidity from the decline in the borrower's financial strength.

- **Duration Risk:** The risk associated with the sensitivity of a bond's price to a change in interest rates. The higher a bond's (or portfolio's) duration, the greater its sensitivity to interest rate changes.
- **Government Securities Risk:** Not all U.S. government securities are backed by the full faith and credit of the U.S. government. It is possible that the U.S. government would not provide financial support to certain of its agencies or instrumentalities if it is not required to do so by law. If a U.S. government agency or instrumentality defaults and the U.S. government does not stand behind the obligation, returns could be negatively impacted. The U.S. government guarantees payment of principal and timely payment of interest on certain U.S. government securities.
- **Interest Rate Risk:** Prices of fixed income securities tend to move inversely with changes in interest rates. As interest rates rise, bond prices typically fall and vice versa. The longer the effective maturity and duration of a strategy's portfolio, the more the performance of the investment is likely to react to interest rates.
- **Municipal Bond Risk:** Investments in municipal bonds are affected by the municipal market as a whole and the various factors in the particular cities, states or regions in which the strategy invests. Issues such as legislative changes, litigation, business and political conditions relating to a particular municipal project, municipality, state or territory, and fiscal challenges can impact the value of municipal bonds. These matters can also impact the ability of the issuer to make payments. Also, the amount of public information available about municipal bonds is generally less than that for corporate equities or bonds. Additionally, supply and demand imbalances in the municipal bond market can cause deterioration in liquidity and lack of price transparency.
- **Performance of Underlying Managers:** We select the mutual funds and ETFs in the asset allocation portfolios. However, we depend on the manager of such funds to select individual investments in accordance with their stated investment strategy.
- **Prepayment Risk:** Similar to call risk, this risk is associated with the early unscheduled repayment of principal on a fixed income security. When principal is returned early, future interest payments will not be paid. The proceeds from the repayment may be reinvested in securities at a lower, prevailing rate.
- **Reinvestment Risk:** The risk that future cash flows, either coupons or the final return of principal, will need to be reinvested in lower-yielding securities.
- **Securities Lending Risk:** Securities lending involves the risk that the fund loses money because the borrower fails to return the securities in a timely manner or at all. The fund could also lose money if the value of the collateral provided for loaned securities, or the value of the investments made with the cash collateral, falls. These events could also trigger adverse tax consequences for the fund.
- **State Risk:** Portfolios with state or region-specific customizations will be more sensitive to the events that affect that state's economy and stability. Portfolios with a higher concentration of bonds in a state or region may have higher credit risk exposure, especially if the percentage of assets dedicated to the state is invested in fewer issuers.

- **Tax Liability Risk:** The risk that the distributions of municipal securities become taxable to the investor due to noncompliant conduct by the municipal bond issuer or changes to federal and state laws. These adverse actions would likely negatively impact the prices of the securities.
- **Valuation Risk:** The lack of an active trading market and/or volatile market conditions can make it difficult to obtain an accurate price for a fixed income security. There are uncertainties associated with pricing a security without a reliable market quotation, and the resulting value may be very different than the value of what the security would have been if readily available market quotations had been available.

Risks associated with our equity strategies include, but are not limited to, the following:

- **Capitalization Risk:** Small-cap and mid-cap companies may be hindered as a result of limited resources or less diverse products or services. Their stocks have historically been more volatile than the stocks of larger, more established companies.
- **Exchange-Traded Fund (“ETF”) and Mutual Fund Risk:** Investments in ETFs and mutual funds have unique characteristics, including, but not limited to, the ETF or mutual fund’s expense structure. Investors of ETFs and mutual funds held within UX Wealth client accounts bear both their UX Wealth portfolio’s advisory expenses and, indirectly, the ETF’s or mutual fund’s expenses. Because the expenses and costs of an underlying ETF or mutual fund are shared by its investors, redemptions by other investors in the ETF or mutual fund could result in decreased economies of scale and increased operating expenses for such ETF or mutual fund. Additionally, the ETF or mutual fund may not achieve its investment objective. Actively managed ETFs or mutual funds may experience significant drift from their stated benchmark.
- **Foreign Securities Risk:** Investments in or exposure to foreign securities involve certain risks not associated with investments in or exposure to securities of U.S. companies. Foreign securities subject a portfolio to the risks associated with investing in the particular country of an issuer, including the political, regulatory, economic, social, diplomatic and other conditions or events (including, for example, military confrontations, war and terrorism), occurring in the country or region, as well as risks associated with less developed custody and settlement practices. Foreign securities may be more volatile and less liquid than securities of U.S. companies, and are subject to the risks associated with potential imposition of economic and other sanctions against a particular foreign country, its nationals or industries or businesses within the country. In addition, foreign governments may impose withholding or other taxes on income, capital gains or proceeds from the disposition of foreign securities, which could reduce a portfolio’s return on such securities.
- **Frequent Trading Risk:** A portfolio manager may actively and frequently trade investments in a portfolio to carry out its investment strategies. Frequent trading of investments increases the possibility that a portfolio, as relevant, will realize taxable capital gains (including short-term capital gains, which are generally taxable at higher

rates than long-term capital gains for U.S. federal income tax purposes), which could reduce a portfolio's after-tax return.

- **Issuer Risk:** The risk that an issuer of a security may perform poorly, and therefore, the value of its securities may decline. Poor performance may be caused by poor management decisions, competitive pressures, breakthroughs in technology, reliance on suppliers, labor problems or shortages, corporate restructurings, fraudulent disclosures, natural disasters or other events, conditions or factors.
- **Market Risk:** When the stock market strongly favors a particular style of equity investing, some or all of UX Wealth's equity strategies could underperform. The performance of clients' accounts could suffer when UX Wealth's particular investment style(s) are out of favor. For example, UX Wealth's large cap equity strategies could underperform when the market favors smaller capitalization stocks. UX Wealth's strategies with exposure to small/mid cap stocks could underperform when the market favors larger cap stocks. Additionally, growth securities could underperform when the market favors value securities.
- **Sector Risk:** At times, a portfolio may have a significant portion of its assets invested in securities of companies conducting business in a related group of industries within an economic sector. Companies in the same economic sector may be similarly affected by economic, regulatory, political or market events or conditions, which make a portfolio more vulnerable to unfavorable developments in that economic sector than portfolios that invest more broadly. Generally, the more a portfolio diversifies its investments, the more it spreads risk and potentially reduces the risks of loss and volatility.

Generally, the more a portfolio diversifies its investments, the more it spreads risk and potentially reduces the risks of loss and volatility. Investors should be aware that accounts are subject to the following risks:

- **COMMODITIES RISK** - If the commodity is purchased in physical form, such as gold bars and coins, for example, there are risks associated with transporting it from the place of purchase and of storing it securely over time. There are also risks that the transaction costs of buying or selling the physical commodity may be high. Additionally, there may be liquidity risks (one-half of a gold coin cannot be sold, for example). If the commodity is purchased in non-physical form, such as unallocated gold accounts, ETFs or other unit and investment trusts, there are risks associated with the movement in gold prices and the ability of the fund or trust manager to respond or deal with those price movements. There also may be initial charges as well as annual management fees associated with the fund or trust.

ITEM 9 - DISCIPLINARY INFORMATION

Our Firm does not have any legal, financial or other "disciplinary" item to report.

ITEM 10 - OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

OTHER FINANCIAL AFFILIATIONS

The following is a list of other affiliated companies under common ownership with UX Wealth Partners, LLC:

- **5280 Capital, LLC (“5280”)** is wholly owned by Kyle Wiggs. 5280 is direct owner of UX Wealth Partners, LLC.
- **SIER Capital, LLC (“SIER”)** is wholly owned by Kevin Ramsier. SIER is direct owner of UX Wealth Partners, LLC.
- **Exact Strategies, LLC (“Exact”) (CRD# 288366)** is a Registered Investment Advisor with the State of Ohio. Exact is investment research licensing company and is affiliated by partial ownership with UX Wealth Partners, LLC. Exact provides tech-stack agnostic trading signals to independent registered investment advisers. For independent firms seeking sub-advisory services, Exact will direct those firms to UX Wealth for which there is no revenue sharing in place.
- **THOR Analytics, LLC (“THOR Analytics”)** is affiliated by partial ownership with UX Wealth Partners, LLC. Kyle Wiggs and Kevin Ramsier are Managing Partners of THOR Analytics through their aforementioned entities, 5280 Capital, LLC and SIER Capital, LLC. THOR Analytics is the General Partner for Regulation D investment product(s) to accredited investors which are focused on alternative investment space (THOR Metals I. L.P., THOR Treasuries I, L.P.) The Firm is also registered with the National Futures Association as Commodity Trading Advisors (“CTA”). A CTA is a firm who provides individualized advice regarding the buying and selling of futures contracts.
- **THOR Trading Advisors, LLC (“THOR Trading Advisors”)** is a Registered Investment Adviser in the State of Pennsylvania. This entity is affiliated by partial ownership with UX Wealth Partners, LLC. Kyle Wiggs and Kevin Ramsier are Managing Partners of THOR Trading Advisors, LLC through their aforementioned entities, 5280 Capital, LLC and SIER Capital, LLC. THOR Trading Advisors is an investment research company that provides trading signals on ETFs, mutual funds, individual stocks and separate accounts. There is direct compensation received on the services offered through THOR Trading Advisors through the partial common ownership structure of UX Wealth and THOR Trading Advisors. Our Firm utilizes THOR’s Trading Advisors’ signals as described in Item 8.
- **ETF Advisors, LLC (“ETF Advisors”)** is affiliated by partial ownership with UX Wealth Partners, LLC. Kyle Wiggs and Kevin Ramsier are Managing Members of ETF Advisors, LLC. ETF Advisors is currently a dormant entity.

Clients should be aware that the ability to receive additional compensation by our Firm and its management persons or employees creates conflicts of interest that impair the objectivity of the Firm and these individuals when making advisory recommendations. Our Firm endeavors at all times to put the interest of its clients first as part of our fiduciary duty as a registered investment adviser. We disclose to clients the existence of all material conflicts of interest, including the

potential for the Firm and our employees to earn compensation from advisory clients in addition to the Firm's advisory fees. We require that our employees seek prior approval of any outside employment activity so that we may ensure that any conflicts of interests in such activities are properly addressed. We periodically monitor these outside employment activities to verify that any conflicts of interest continue to be properly addressed by the Firm. We educate our employees regarding the responsibilities of a fiduciary.

Our Firm does not have an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading adviser, or an associated person of the foregoing entities.

Our firm nor any of its management persons are registered or have an application pending to register as a broker-dealer or a registered representative of a broker-dealer.

ITEM 11 - CODE OF ETHICS

Our Firm and persons associated with us are allowed to invest for their own accounts, or to have a financial investment in the same securities or other investments that we recommend or acquire for your account, and may engage in transactions that are the same as or different than transactions recommended to or made for your account. This creates a conflict of interest. We recognize the fiduciary responsibility to act in your best interest and have established policies to mitigate conflicts of interest.

We have developed and implemented a Code of Ethics that sets forth standards of conduct expected of our advisory personnel to mitigate this conflict of interest. The Code of Ethics addresses, among other things, personal trading, gifts, and the prohibition against the use of inside information.

The Code of Ethics is designed to protect our clients to detect and deter misconduct, educate personnel regarding the Firm's expectations and laws governing their conduct, remind personnel that they are in a position of trust and must act with complete propriety at all times, protect the reputation of UX Wealth, safeguard against the violation of the securities laws, and establish procedures for personnel to follow so that we may determine whether their personnel are complying with the Firm's ethical principles.

We have established the following restrictions in order to ensure our Firm's fiduciary responsibilities:

- A director, officer, or employee of UX Wealth shall not buy or sell any securities for their personal portfolio(s) where their decision is substantially derived, in whole or in part, by reason of his or her employment unless the information is also available to the investing public on reasonable inquiry. No supervised employee of UX Wealth shall prefer his or her own interest to that of the advisory client. Trades for supervised employees are traded alongside client accounts
- We maintain a list of all securities holdings of anyone associated with this advisory practice with access to advisory recommendations. These holdings are reviewed on a regular basis by an appropriate officer/individual of UX Wealth

- We emphasize the unrestricted right of the client to decline implementation of any advice rendered, except in situations where we are granted discretionary authority of the client's account
- We require that all supervised employees must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices
- Any supervised employee not in observance of the above may be subject to termination

None of our associated persons may affect for himself/herself or for accounts in which he/she holds a beneficial interest, any transactions in a security which is being actively recommended to any of our clients, unless in accordance with the Firm's procedures.

You may request a complete copy of our Code by contacting us at the address, telephone, or email on the cover page of this Part 2; ATTN: Kyle Wiggs, Chief Compliance Officer.

ITEM 12 - BROKERAGE PRACTICES

Our Firm has adopted trading policies and procedures to help ensure that it lives up to its fiduciary duties. Our policies and procedures serve as guidelines for the management and trading of discretionary accounts and model investment strategies. As stated in our Agreement with Independent RIAs, our Firm executes the trades in our strategies internally as part of our investment management oversight and responsibilities. We make no effort to time the market or guess the direction of the market in the execution of trades. When advisors provide specific trading instructions relating to an account, we use reasonable efforts to execute them as directed.

The Independent RIAs will recommend the custodian and brokerage services (the "Custodians") for investment management accounts to their clients. These Custodians are independent and unaffiliated FINRA-registered broker-dealers. UX Wealth has entered into agreements and been approved to offer sub-advisory services with certain Custodians. Independent RIAs establish accounts with Custodians to maintain custody of their client's assets. Through our Agreement with the Independent RIA, UX Wealth facilitates the trades through the Custodian that is designated by the Independent RIA's client.

All mutual funds purchased for accounts will be purchased without any "sales load" or commission. This means our Firm does not receive any payment from the mutual fund company in connection with the purchase of mutual fund shares. Some mutual funds purchased for client accounts are purchased on a "no-transaction fee" basis. That means they can be purchased and sold without the imposition of any transaction fee. We call these "no-transaction fee funds." Because ETFs price intraday, unlike mutual funds, our Firm handles the trading of these accounts in a different manner. When applicable, our Firm uses limit orders based on the most recent quoted bid /ask spread provided by the custodian in an effort to protect against market movements that may affect executed order prices negatively. The use of limit orders depends on the size of the order as well as the volume of the security that is being traded. Our Firm uses block orders when trading a security across multiple accounts in order to allow that all accounts receive the same execution price. If a block order is not filled, it is prorated across accounts and then our Firm attempts to fill the remainder of the block the following day. Our Firm does not have the

authority to determine which brokers or qualified custodians its clients use or the fees that they charge.

We place trades for your account subject to our duty to seek best execution and other fiduciary duties. Clients may be able to obtain lower commissions and fees from other brokers and the value of products, research and services given to us is not a factor in determining the selection of broker/dealer or the reasonableness of their commissions. The Custodian's execution quality may be different than other broker-dealers.

BROKERAGE FOR CLIENT REFERRALS

Our Firm does not receive client referrals from any Custodian or third party in exchange for using that broker-dealer or third party.

TRADE ERRORS

We have implemented procedures designed to prevent trade errors; however, trade errors in client accounts cannot always be avoided. In all situations, our Firm will absorb any loss resulting from the trade error if the error was caused by the firm. If the error is caused by the Custodian, the Custodian will be responsible for covering all trade error costs. If an investment gain results from the correcting trade, the gain will be donated to charity. We will never benefit or profit from trade errors.

DIRECTED BROKERAGE

We do not routinely recommend, request or require that Independent RIAs direct us to execute transaction through a specified broker dealer. Our Firm will place trades for accounts subject to our duty to seek best execution and other fiduciary duties.

ITEM 13 - REVIEW OF ACCOUNTS

ACCOUNT REVIEWS AND REVIEWERS – INVESTMENT SUPERVISORY SERVICES

Our Firm monitors our portfolios and strategies on a regular basis for consistency with investment asset allocation, risk tolerance, and performance relative to the appropriate benchmark. More frequent reviews may be triggered by changes in geopolitical and macroeconomic specific events.

STATEMENTS AND REPORTS

The custodian for the individual client's account will provide clients with an account statement at least monthly. Through our written Agreement with the Independent RIAs, Independent RIAs will have access to an online portal that provides report detailing their current positions, asset allocation, and year-to-date performance provided by our Firm.

You are urged to compare the reports provided by UX Wealth against the account statements you receive directly from your account custodian.

ITEM 14 – CLIENT REFERRALS AND OTHER COMPENSATION

UX Wealth enters into relationships with Independent RIAs who have been granted authorization to utilize a sub-advisor for management of their client assets.

UX Wealth has not entered into any agreements to pay or receive compensation for referring clients to our Firm.

ITEM 15 – CUSTODY

Our Firm does not have physical custody, as it applies to investment advisors. Custody has been defined by regulators as having access or control over client funds and/or securities.

DEDUCTION OF ADVISORY FEES

Through our written Advisory Agreement, our Firm has been given the authority to have fees deducted directly from client accounts. Our Firm has established procedures to ensure all client funds and securities are held at a qualified custodian in a separate account for each client under that client's name. Clients of the Independent RIAs will direct, in writing, the establishment of all accounts and therefore are aware of the qualified custodian's name, address, and the way the funds or securities are maintained. Finally, account statements are delivered directly from the qualified custodian to each client, or the client's independent representative, at least quarterly. You should carefully review those statements and are urged to compare the statements against reports received from the Independent RIAs or UX Wealth. When you have questions about your account statements, you should contact UX Wealth or the qualified custodian preparing the statement.

Please refer to Item 5 for more information about the deduction of adviser fees.

ITEM 16 – INVESTMENT DISCRETION

UX Wealth manages assets on a discretionary basis. Our Firm has the authority to purchase and sell securities for the account without obtaining prior approval from the client. Through our Agreement with other Independent RIAs, we are granted discretionary authority to manage client accounts in a sub advisor capacity. We are authorized, in our discretion and without prior consultation to: (1) buy, sell, exchange and trade any stocks, bonds or other securities or assets and (2) determine the amount of securities to be bought or sold, and (3) place orders directly with the custodian. Any limitations to such discretionary authority will be communicated to our Firm in writing to UX Wealth.

ITEM 17 – VOTING YOUR SECURITIES

We will not vote proxies on your behalf. You can contact our office with questions about a particular solicitation by phone at (216) 265-5325.

ITEM 18 – FINANCIAL INFORMATION

We do not require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance. Therefore, we are not required to include a balance sheet for our most recent fiscal year. We are not subject to a financial condition that is reasonably likely to impair our

ability to meet contractual commitments to clients. Finally, we have not been the subject of a bankruptcy petition at any time.