

Item 1 – Cover Page

**Part 2A of Form ADV
Brochure for:**

Goal Based Investors, Inc.

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This Brochure provides information about the qualifications and business practices of Goal Based Investors, Inc. (“the Firm” or “GBI”). If you have any questions about the contents of this Brochure, please contact the Firm at the address listed above. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any state securities authority.

GBI is a registered investment adviser with the SEC. Registration of an investment adviser does not imply any certain level of skill or training.

Additional information about GBI is also available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

This Brochure was prepared in connection with the Firm's initial application for investment adviser registration and, as such, there are no material changes to disclose. In the future, this Item will disclose a summary of any and all material changes that occur between annual updating amendments to the Form ADV.

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Item 4 – Advisory Business

A. Description of the Advisory Firm

Goal Based Investors, Inc. (the “**Firm**” or “**GBI**”) is a Delaware incorporation formed in February 2019. GBI enables investors and other users (the “**Investors**”) to receive assistance building financial plans and to connect with financial advisers that are registered with the U.S. Securities and Exchange Commission (the “**SEC**”) as investment advisers (the “**Advisers**”).

B. Types of Advisory Services

GBI maintains two mobile applications: (1) the “GoalBased Investor” iPhone application (“**GoalBased Investor**”) that allows Investors to build and manage plans to achieve their financial goals; and (2) the “GoalBased Advisor” iPad application (“**GoalBased Advisor**”) that allows Advisers to provide guidance and create proposals for Investors.

GoalBased Investor allows an Investor to generate a goal-based financial plan (“**Plan**”) that is customized for the Investor based on the automated analysis of information provided by the Investor to GBI through GoalBased Investor. The goal is based on a point system, and the Investor earns points through four categories: time, current capital, future savings, and investment returns. As part of the Plan, GBI’s algorithm will calculate and display to the Investor a “policy portfolio” with an allocation to stocks and bonds, which serves as a benchmark for an Adviser’s enhancement.

GoalBased Investor also allows an Investor to browse through the Advisers and connect with specific Advisers by sending them an Investor’s Plan through GoalBased Investor. Investors are not required to select an Adviser, and instead only use GoalBased Investor to track their goals or financial planning. If an Investor sends their Plan to an Adviser, then that Adviser, through GoalBased Advisor, may provide the Investor with one or more proposals outlining potential adjustments to their Plan (each, a “**Proposal**”). Advisers create Proposals by selecting one or more “passes” curated by GBI for use by Advisers on GoalBased Advisor (each, a “**Pass**”). Within each Pass are mutual funds and exchange-traded funds (“ETFs”) selected by and that are managed by third-party registered investment advisers, broker-dealers, or investment banks (collectively, “**Third-Party Content Providers**”). GBI is responsible for capital market forecasts for the mutual funds and ETFs on GoalBased Advisor that aid Advisers when they create Proposals for the Investor. GBI uses algorithms to analyze Investors’ goals and to show Advisers to Investors on GoalBased Investor that could help Investors achieve their goals.

If the Investor selects a Proposal built out by an Adviser, they have the option to call or email the Adviser if they choose to advance the Proposal. The Investors are ultimately free to choose a Proposal and an Adviser to use for their Plan on a non-discretionary basis.

The Plan and any Proposals an Investor receives rely on the information the Investor provides to GBI via GoalBased Investor. To the extent any of that information is incorrect, it could negatively affect the quality of an Investor's Plan and any Proposal they receive. GBI has no responsibility for any incorrect, false, or misleading information provided by an Investor or any Adviser or for any investment or financial decision an Investor makes based on that information.

GBI has not performed any diligence on any Adviser and neither guarantees nor takes any responsibility for the performance of any Adviser. Investors are solely responsible for reading and understanding the information contained in any Adviser's Form ADV. An Investor may choose to enter into an advisory agreement (each, an "Adviser Agreement") with one or more Advisers that an Investor has connected with through GoalBased Investor. Any investment advice given to an Investor by an Adviser will be provided to an Investor under the terms and conditions of the Adviser Agreement with that Adviser and not through GoalBased Investor or GBI. Investors are solely responsible for determining whether to enter into an Adviser Agreement with any Adviser that an Investor has connected with through GoalBased Investor and for reviewing and understanding the terms and conditions in any Adviser Agreement, and the Investor acknowledges and agrees that GBI will have no involvement in or responsibility for any services provided by any Adviser under any Adviser Agreement.

C. Client Tailored Services and Client Imposed Restrictions

As described above, the Plan for each Investor is based on the Investor's interaction and information provided on GoalBased Investor. An Adviser's Proposal for the Investor through GoalBased Advisor is based on information provided by the Investor and the Plan. GBI does not execute any trades or make any financial or investment decisions on the Investors' behalf. GBI is not a party to the Adviser Agreement between the Investor and the Adviser. To the extent an Investor has any restrictions, these will be negotiated between the Investor and the Adviser.

D. Wrap Fee Program

GBI does not participate in wrap fee programs.

E. Amounts Under Management

GBI does not currently have any assets under management.

Item 5 – Fees and Compensation

A. and B. Fee Schedule and Payment of Fees

GBI does not charge a fee for GoalBased Investor or for the Plans that Investors create in GoalBased Investor. GBI does not execute any trades or make any financial or investment

decisions on the Investors' behalf. GBI is not a party to the Adviser Agreement between the Investor and the Adviser. Any fees or expenses paid by the Investor will be negotiated between the Investor and the Adviser.

C. Other Compensation

GBI receives fees from the **Third-Party Content Providers** that select and manage the mutual funds and ETFs contained in the Passes. Each time an Adviser selects a Pass for use in a Proposal, GBI will receive compensation from the Third-Party Content Provider.

D. Prepayment of Fees

GBI does not charge Investors a fee for usage of GoalBased Investor or for the Plans that Investors create in GoalBased Investor. As such, GBI does not require prepayment of fees from Investors. However, as indicated above, GBI receives fees from Third-Party Content Providers for an Adviser's use of a Pass in a Proposal.

E. Compensation for the Sale of Securities

Neither GBI nor its supervised persons accepts compensation for the sale of securities or other investment products.

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

The Firm and its related persons do not charge performance-based fees.

Item 7 – Types of Clients

Investors are typically individuals and high net worth individuals.

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

A and B. Methods of Analysis and Investment Strategies

GBI uses proprietary algorithms to analyze information provided by Investors to construct, revise and recommend the Plans and underlying policy portfolios. In certain cases, the information used by Advisers to provide Proposals to Investors may be based on information collected and research conducted by GBI in cooperation with third Third-Party Content Providers. Enhancement to the Plans made by the Advisers and associated Plan risk and returns are also through GBI's proprietary algorithms.

C. Risks of Investments and of Strategies Utilized

Investing in securities involves risk of loss that Investors should be prepared to bear.

Investment and trading risk factors may include:

Risk of Loss. Investing in securities involves risk of loss that you should be prepared to bear. We do not represent or guarantee that the services or methods of analysis provided by the Advisers can or will predict future results, successfully identify market tops or bottoms, or insulate Investors from losses due to market corrections or declines. GBI cannot offer any guarantees or promises that the Investors' financial goals and objectives will be met.

Reliance on Algorithms: GBI uses proprietary algorithms, designed by its professionals, to analyze Investors' risk profiles to construct, revise and recommend Plans. The applications are complex computer programs incorporating various signals and factors with a view to construct, revise and recommend goals in pursuit of the Investors' objectives. The Firm cannot guarantee that the algorithms used will indeed function as intended or that they will produce profits on investments as implemented. The quantitative strategies utilized by the Firm have inherent limitations, including the possibility of human error in the design, data input or implementation process; imperfections of a model that may result in a failure to keep up with changes in the markets and the unpredictable behavior of market participants over time. The risk of errors, malfunctions and anomalies is inherent in each component of the programming process, how those components function together, and how the program absorbs data points provided by the Investor and interpreted by the Firm.

Automated Investment Recommendations: GBI relies on information consisting of a limited number of data points provided by the Investor that serves as a basis for its investment recommendations. Such items are limited in nature and may not accurately capture an Investor's needs.

Market Risk: The price of a security, mutual fund and/or exchange-traded fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.

Equity Securities: Investing in individual companies involves investments in common stocks and is subject to the volatility and individual risks associated with those stocks.

Mutual Funds and Exchange Traded Funds: Mutual funds and ETFs are professionally managed collective investment systems that pool money from many investors and invest in stocks, bonds, short-term money market instruments, other mutual funds, other securities, or any combination thereof. The fund will have a manager that trades the fund's investments in accordance with the fund's investment objective. While mutual funds and ETFs generally provide diversification, risks can be significantly increased if the fund is concentrated in a particular sector of the market, primarily invests in small cap or speculative companies, uses leverage (i.e., borrows money) to a significant degree, or concentrates in a particular type of security (i.e., equities) rather than balancing the fund with different types of securities. ETFs

differ from mutual funds since they can be bought and sold throughout the day like stock and their price can fluctuate throughout the day. The returns on mutual funds and ETFs can be reduced by the costs to manage the funds. Also, while some mutual funds are "no load" and charge no fee to buy into, or sell out of, the fund, other types of mutual funds do charge such fees which can also reduce returns. Mutual funds can also be "closed end" or "open end". So-called "open end" mutual funds continue to allow in new investors indefinitely whereas "closed end" funds have a fixed number of shares to sell which can limit their availability to new investors.

Exchange Traded Funds Specifically: ETFs are designed to track the performance of a benchmark index. Shareholders are subject to the risks stemming from the individual issuers of the fund's underlying portfolio securities. Shares of ETFs are listed on securities exchanges and transacted at negotiated prices in the secondary market. Generally, ETF shares trade at or near their most recent net asset value ("NAV"), which is generally calculated at least once daily for indexed based ETFs and potentially more frequently for actively managed ETFs.

The foregoing risks do not purport to be a complete explanation of all the risks involved when Investors utilize GoalBased Investor, create a Plan, and/or receive a Proposal from Advisers. Investors should read GBI's and the Advisers' Brochures, read all other materials that may be provided by GBI and Advisers and consult with their own advisers prior to utilizing GoalBased Investor or engaging an Adviser's services.

Item 9 – Disciplinary Information

The Firm and its management persons have not been a party to any legal or disciplinary events that would be material to an Investor's evaluation of the Firm's investment advisory business or the integrity of its management.

Item 10 – Other Financial Industry Activities and Affiliations

A. Registration as a Broker-Dealer or Broker-Dealer Representative

The Firm will not be registering as a broker-dealer, nor will the Firm have a broker-dealer representative.

B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Adviser

Neither the Firm nor its management persons is registered, nor has an application pending for registration as a futures commission merchant, commodity pool operator, or commodity trading adviser.

C. Relationships Material to this Advisory Business and Possible Conflicts of Interest

As indicated above, the information used by Advisers to provide proposals may be based on information and research collected by GBI in connection with Third-Party Providers. These

Third-Party Providers may offer and sell their own products and services to Advisers. They may also provide information to GBI in order to market to Advisers. This may create a conflict of interest if an Investor and Adviser enters into an Adviser Agreement, and that Adviser receives investment products and services from a Third-Party provider. Advisers are solely responsible for disclosing specific conflicts of interest that may arise in those cases. The Firm has internal policies and procedures to address actual and potential conflicts of interest that may arise from the foregoing relationships and affiliations.

D. Selection of Other Investment Advisers or Managers

The Firm does not select other investment advisers or managers on the Investors' behalf. GBI will curate a list of active and passive mutual funds and ETFs managed by Third-Party Providers for the Advisers to utilize for Plan enhancements and Proposals.

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

A. Code of Ethics

The Firm has adopted a Code of Ethics (the “**Code**”) pursuant to Rule 204A-1 under the Advisers Act, as amended. The Code governs the activities of each member, officer, director and employee of the Firm (collectively, “**Employees**”). The Firm holds its Employees to a high standard of integrity and business practices that reflects its fiduciary duty to Investors. The Firm strives to avoid conflicts of interest or the appearance of conflicts of interest in connection with the personal trading activities of its Employees. When persons covered by the Code engage in personal securities transactions, they must adhere to the following general principles as well as to the Code's specific provisions: (a) at all times the interests of Investors must be paramount; (b) personal transactions must be conducted consistent with the Code in manner that avoids any actual or potential conflict of interest; and (c) no advantage should be taken of any position of trust and responsibility. Employees covered by the Code have certain trading restrictions and reporting obligations of their personal securities transactions. Each Employee is provided with a copy of the Code and must annually certify that he or she has received it and has complied with its provisions. In addition, any Employee who becomes aware of any potential violation of the Code is obligated to report the potential violation to the Chief Compliance Officer.

The Firm will provide a copy of its Code to Investors and prospective Investors upon request. Such a request may be made by submitting a request to the Firm via email at the email address listed on the cover page to this Brochure.

B. Recommendations Involving Material Financial Interests

Neither the Firm nor its related persons recommends to Investors, or buys or sells for Investor accounts, securities in which the Firm or a related person has a material financial interest.

C. Investing Personal Money in the Same Securities as Clients

GBI may invest in the same mutual funds or ETFs that are part of Advisers' Proposals for Investors it creates for an Investor. GBI believes this incentive is limited because the mutual funds or ETFs in the Proposals are highly liquid mutual funds and ETFs, and because GBI's transactions are unlikely to materially impact the price of such products. To address this potential conflict of interest, the Firm requires Employees designated as Access Persons to sign and adhere to the Code and to report personal securities holdings and transactions to the Firm. The Chief Compliance Officer is responsible for conducting a review of and documenting situations that could be construed as conflicts of interest.

Item 12 – Brokerage Practices

GBI does not execute any trades or make any financial or investment decisions on the Investors' behalf. Therefore, GBI does not recommend a broker-dealer to Investors. GBI is not a party to the Adviser Agreement between the Investor and the Adviser.

GBI does not generate "soft dollar" credits through commissions in Investor accounts.

GBI does not accept directed brokerage arrangements.

Item 13 – Review of Accounts

The Investor has discretion to review and make changes to the Plan and adjust their financial profile at any time via GoalBased Investor. When Plans drift off course, the Firm will send a notification to the Investor via GoalBased Investor to review their Plan. As stated above, GBI is not a party to the Adviser Agreement between the Investor and the Adviser. GBI does not execute any trades or make any financial or investment decisions on the Investors' behalf.

Item 14 – Client Referrals and Other Compensation

The Firm does not directly or indirectly compensate any person for Investor referrals.

Item 15 – Custody

The Firm does not maintain custody of Investor assets. As stated above, GBI is not a party to the Adviser Agreement between the Investor and the Adviser. GBI does not execute any trades or make any financial or investment decisions on the Investors' behalf.

Item 16 – Investment Discretion

GBI does not execute any trades or make any financial or investment decisions on the Investors' behalf. GBI is not a party to the Adviser Agreement between the Investor and the Adviser.

Item 17 – Voting Client Securities

The Firm does not vote proxies on behalf of Investor accounts.

Item 18 – Financial Information

A. Balance Sheet

The Firm does not require nor solicit prepayment of more than \$1,200 fees in advance per Investor, and therefore does not need to include a balance sheet with this Brochure.

B. Financial Condition

At this time, neither the Firm nor the Advisers have any financial conditions that are reasonably likely to impair its ability to meet contractual commitments to Investors.

C. Bankruptcy Petitions in Previous Years

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

Item 19 – Requirements for State-Registered Advisers

Not applicable.