

Item 1. Cover Page

Unifimoney RIA, Inc.

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Part 2A of Form ADV: Firm Brochure

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This brochure (“*Brochure*”) provides information about the qualifications and business practices of Unifimoney RIA, Inc. If you have any questions about the contents of this Brochure, please contact us by calling 415-964-5877 or emailing us at info@unifi.money. 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 Unifimoney RIA, Inc. is available on the SEC’s website at www.adviserinfo.sec.gov. Investment adviser registration does not imply a certain level of skill or training.

Item 2. Material Changes

As this is an other-than-annual update to our brochure, we have nothing to report in response to this Item 2. In the future, Item 2 will summarize material changes made to our brochure from one annual update to the next.

Item 3. Table of Contents

Item 1.	Cover Page	- 1 -
Item 2.	Material Changes.....	- 2 -
Item 3.	Table of Contents	- 3 -
Item 4.	Advisory Business	- 4 -
Item 5.	Fees and Compensation.....	- 5 -
Item 6.	Performance-Based Fees and Side-By-Side Management	- 5 -
Item 7.	Types of Clients.....	- 5 -
Item 8.	Methods of Analysis, Investment Strategies and Risk of Loss	- 6 -
Item 9.	Disciplinary Information	- 12 -
Item 10.	Other Financial Industry Activities and Affiliations	- 12 -
Item 11.	Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	- 12 -
Item 12.	Brokerage Practices	- 13 -
Item 13.	Review of Accounts	- 14 -
Item 14.	Client Referrals and Other Compensation.....	- 14 -
Item 15.	Custody.....	- 15 -
Item 16.	Investment Discretion.....	- 15 -
Item 17.	Voting Client Securities	- 15 -
Item 18.	Financial Information	- 15 -
Item 19.	Requirements for State-Registered Advisers.....	- 15 -

Item 4. Advisory Business

Unifimoney RIA, Inc. (“Adviser” or “Unifimoney RIA”) is registered with the Securities and Exchange Commission (SEC) as an Investment Adviser, and is majority-owned by Unifimoney, Inc., with a minority stake owned by Benjamin Soppitt, founder and Chief Executive Officer. Unifimoney, Inc. is a Financial Technology company headquartered in San Francisco, California that offers clients a suite of financial products and services specifically curated to support the long-term growth of their wealth. The automated investment advisory service “Auto-Invest” is provided by Unifimoney RIA as one of the components of the overall product and service suite offered by Unifimoney, Inc. Unifimoney RIA provides advisory accounts and services rather than brokerage accounts and services.

Auto-Invest is an automated, mobile phone-based investment advisory service for retail investors (the “Program”) carried out on the Unifimoney App (the “App”). Adviser provides investment advice and delivers advisory services to clients with the support of a proprietary Artificial Intelligence (“AI”) powered Software-Based Algorithm, which is provided by our Technology Partner, TenjinAI Financial Technology, LLC. For all Auto-Invest accounts, Adviser generates a client investor risk profile using a risk score formula that is based on questions answered by the client, addressing topics such as financial situation, investment time horizon, risk tolerance, liquidity, and investment objectives. Adviser will invest client assets on a discretionary basis into a Model Portfolio (“Model Portfolio”) of exchange traded funds (“ETFs”) (the “Recommended Portfolio”) that reflect client’s risk profile. None of the ETFs are affiliated with Adviser.

The client can also override the recommended personalized allocations and choose a different one of the ten Model Portfolios, or may impose certain reasonable restrictions on their portfolio by excluding specific ETFs that are part of the Recommended Portfolio (in each case the client’s “Selected Portfolio”). Adviser does not invest client accounts in, or recommend, other investments. Adviser also does not make individual representatives available to discuss specific investment strategies with clients.

Depending on the tier of Auto-Invest service selected – BASIC or ADVANCED, adviser will monitor and re-balance the client’s Selected Portfolio once per year or every quarter respectively. When re-balancing occurs any current holdings in client’s Auto-Invest account will be sold and reinvested in the most current applicable model allocation. The funds for the client’s Auto-Invest product will be sourced from their Unifimoney Cash Account, and are subject to a monthly minimum commitment of \$25. Client accounts will not be forced into overdraft due to the execution of your monthly commitment, however failure to keep the Unifimoney account in good standing may result in account termination. The selection and relative weighting of the ETFs in each of the Model Portfolios are intended to pursue specific investment objectives, including diversification. Although clients may select a different Model Portfolio for the client’s Investment Account, subject to certain limitations, a client cannot change the underlying ETFs that comprise each Model Portfolio, except by requesting a reasonable investment restriction on the management of their Investment Account. Clients may request reasonable investment restrictions for their Investment Account by contacting us at the email address or phone number found on the cover of this Brochure. Adviser is solely responsible for determining whether any requested investment restriction is reasonable.

Clients who choose a Model Portfolio other than the Recommended Portfolio should understand that such a Selected Portfolio may not be suitable based on their risk tolerance and investment time horizon information provided by the client through the Risk Tolerance Questionnaire, and that the Selected Model Portfolio may perform worse for the client over any time period than the Recommended Model Portfolio or any other investment.

Under the terms of the client's agreement with Adviser ("Investment Advisory Agreement"), the client authorizes Adviser to invest client's Investment Account in accordance with the Selected Portfolio and to periodically rebalance the Investment Account, and that any dividends will be received in cash and invested in accordance with the client's Selected Portfolio.

Item 5. Fees and Compensation

Program clients pay Adviser an annual fee of 0.15% or 0.30% (the "Advisory Fee") on the value of their Investment Account depending on the level of service as described below.

Unifimoney RIA currently offers 2 levels of service – BASIC and ADVANCED. The BASIC service includes an annual re-balancing frequency, whereas ADVANCED increases the frequency of re-balancing to once a quarter. BASIC is charged at 0.15% of Assets Under Management, whereas ADVANCED is charged at 0.30%. Fees are calculated daily by multiplying the Advisory Fee by the net market value of the Account as of the close of trading on the New York Stock Exchange ("NYSE") (herein, "close of markets") on such day, or as of the close of markets on the immediately preceding trading day for any day when the NYSE is closed, and then by dividing by 365 (except in any leap year, during which year the amount shall be divided by 366). The fees are due monthly (consisting of the aggregate of the daily fee for each day in that calendar month) and are payable in arrears. The fee is automatically deducted directly from the client's associated Unifimoney Checking Account. Because Unifimoney RIA charges an asset-based fee, the greater the value of your account managed by the adviser, the more the client will pay in management fees. We therefore have an incentive to encourage you to increase the amount of assets in your account. In addition, ETFs in which your account is invested may charge additional management fees and pay other expenses. The custodian maintaining the account may also charge a fee for its custodial and brokerage services. Client will pay fees and costs whether they make or lose money on their investments. Fees and costs will reduce any amount of money the client makes on their investments over time.

Unifimoney RIA will promptly notify Client of any increase or decrease in the Advisory Fee. The Advisory Fee is subject to any applicable discounts or waivers, but is generally not negotiable.

The Advisory Fee is separate and distinct from, and does not include, the fees and expenses charged by DriveWealth, such as transaction-based commissions and/or service fees. Clients should review their agreement with DriveWealth for additional information regarding these fees. The Advisory Fee also does not include fees and expenses paid to the ETFs in which Investment Accounts are invested, including fees charged by each ETF's investment manager. These fees and expenses are described in each applicable ETF's prospectus.

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

Adviser does not charge performance-based fees (*i.e.*, fees based on a share of capital gains or capital appreciation with respect to a client's Investment Account).

Item 7. Types of Clients

The Program is available to individuals who are citizens or other lawful residents of the United States who are located in the United States. There is currently no required minimum Investment Account size to participate in the Program, although Adviser may impose a required minimum account size in the future. There is, however, a minimum required commitment of \$25 invested in the Program per month.

Clients evaluating Unifimoney RIA's "Auto-Invest" product should be aware that their relationship with Unifimoney RIA is likely to be different from the "traditional" investment adviser relationship in several respects. For example:

- Adviser is an internet-based financial adviser, which means each client will conduct a relationship with Adviser on an electronic basis through the app. Under the terms of the Investment Advisory Agreement, each client agrees to receive all account information and account documents (including this Brochure), and any updates or changes to the same, through the app and electronic communications.
- To provide its investment advisory services, Adviser requires each client to provide Adviser with certain information through the app and to complete the Risk Tolerance Questionnaire.
- When creating its recommendations, Adviser uses solely the information inputted by the client through the app to generate the Recommended Portfolio for the client. The Software-Based Algorithm does not consider information regarding any other accounts or investments that client may hold, or any other information about the client, in recommending a Recommended Portfolio.
- Although Adviser contacts its clients periodically (typically through e-mail or the app), clients must promptly update their responses to the Risk Tolerance Questionnaire through the app if any of this information changes. A client's failure to timely update this information could materially impact the suitability of the Recommended Portfolio.
- While the Software-Based Algorithm is overseen, monitored, and updated by Adviser's investment advisory personnel, clients will generally not interact directly with such investment advisory personnel.

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

Methods of Analysis and Investment Strategies

As discussed in Items 4 and 7, Adviser, through the Program, uses a Software-Based Algorithm to recommend a portfolio to the client based on the client's responses submitted through the Risk Tolerance Questionnaire. Clients are strongly encouraged to conduct their own analysis and to consider their own individual circumstances, financial situation, risk tolerance, and needs prior to accepting the Recommended Portfolio. The Software-Based Algorithm's recommendation of a Recommended Portfolio cannot be interpreted as a guarantee of future performance of the Recommended Portfolio. Investing in securities involves risk of loss that clients should be prepared to bear.

Each Model Portfolio is comprised of ETFs—*i.e.*, our Portfolios do not currently invest in individual stocks, bonds, or mutual funds. The selection and relative weighting of the ETFs in each of the Model Portfolios are intended to pursue specific investment objectives, including diversification. The ETFs that comprise the Model Portfolios invest primarily in, or are designed to obtain exposure to, some or all of the following types of investments:

- U.S. and non-U.S. stocks of any market capitalization (small-, mid- and large-cap companies)
- foreign stocks, including emerging markets

- fixed income securities
- U.S. government and government agency securities
- real estate investment trusts (“REITs”)
- corporate debt securities and certificates of deposit
- municipal securities

Risk Factors

This Brochure does not include every potential risk associated with the Program, or all of the risks applicable to a particular Investment Account, portfolio, or investing in ETFs. Rather, it is a general description of certain risks inherent in the Program. Clients should refer to the underlying prospectuses for the ETFs offered through the Program for additional information regarding the risks of each ETF.

Clients must understand that all investment strategies and the investments made when implementing those investment strategies involve risk of loss, and clients should be prepared to bear the loss of assets invested. The investment performance and the success of any investment strategy or particular investment cannot be predicted or guaranteed, and the value of a client’s investments will fluctuate due to market conditions and other factors. The investment decisions made and the actions taken for Investment Accounts are subject to various market, liquidity, currency, economic, and political risks, and will not necessarily be profitable. The risks to which an Investment Account are subject, and the degree to which any particular risk impacts an Investment Account, may change over time depending on various factors, including the investment strategies, investment techniques, and asset classes used by the Investment Account, the timing of the Investment Account’s investments, prevailing market and economic conditions, reputational considerations, and the occurrence of adverse social, political, regulatory, or other developments. Past performance of Investment Accounts, or of any particular security held in an Investment Account, is not indicative of future performance.

Below are some more specific risks of participating in the Program:

- Market Risk. Clients should have a long-term perspective and be able to tolerate potentially sharp declines in market value. The value of the assets in which Investment Accounts invest may decline dramatically in response to certain events taking place around the world, including those directly involving the companies whose securities are owned by the ETFs held by the Investment Account; conditions affecting the general economy; overall market changes; local, regional or global political, social or economic instability; and currency, interest rate and commodity price fluctuations.
- Model Portfolio Risk. The management of a client’s Investment Account by Adviser in its advisory capacity includes the use of various quantitative or investment models – the Model Portfolios. There may be deficiencies in the design or operation of these Model Portfolios, including as a result of shortcomings or failures of processes, people or systems. Investments selected using the Model Portfolios may perform differently than expected as a result of the factors used in designing the Model Portfolios, the weight placed on each factor, changes from the factors’ historical trends, and technical issues in the construction and implementation of the Model Portfolios (including, for example, data problems and/or software issues). Moreover, the effectiveness of a Model Portfolio may diminish over time, including as a result of changes in the market and/or changes in the behavior of other

market participants. A Model Portfolio's risk and return mapping is based on historical data regarding particular asset classes, which may not be predictive of future price movements, particularly if unusual or disruptive events cause market movements, the nature or size of which are inconsistent with the historical performance of individual markets and their relationship to one another or to other macroeconomic events. Operation of a Model Portfolio may result in negative performance, including returns that deviate materially from historical performance, both actual and *pro forma*. Additionally, commonality of holdings across Model Portfolios may amplify losses. There is no guarantee that the use of the Model Portfolios will result in effective investment decisions for a client's Investment Account.

- Limited Nature of the Software-based Algorithm and Portfolio Management Systems. The use of algorithms carries the risk that changes to the algorithm's code, although subject to certain controls and testing, may not have the desired effect with respect to client Investment Accounts. While this risk increases if changes to an algorithm are insufficiently tested prior to implementation, even extensively tested changes may not produce the desired effect over time. The Software-Based Algorithm uses a limited universe of inputs to recommend a Recommended Portfolio for each Investment Account maintained by a client from a limited universe of possible outputs. In particular, the Software-Based Algorithm currently recommends a Recommended Portfolio based on a client's responses to questions submitted through the Risk Tolerance Questionnaire relating to the client's investment time horizon and risk tolerance. The Software-Based Algorithm does not verify the completeness or accuracy of the information submitted by the client through the Risk Tolerance Questionnaire, or consider any information regarding the client's outside assets, concentration, debt, or other investment accounts a client may have with Adviser or with any third party. The Software-Based Algorithm uses the client's responses submitted through the Risk Tolerance Questionnaire to recommend a Recommended Portfolio for the client's Investment Account from a limited number of asset allocation models (*i.e.*, the Model Portfolios). The Software-Based Algorithm assumes that each combination of relevant responses to the questions included in the Risk Tolerance Questionnaire maps to one of the Model Portfolios available in the Program. The Software-Based Algorithm does not take into account changes in market conditions, and Adviser does not override the Software-Based Algorithm's recommendation of a Recommended Portfolio under any circumstances, whether due to market conditions or otherwise, although each client may, subject to the procedures and limitations described elsewhere in this Brochure, select a different portfolio for an Investment Account. The functionality of Adviser's Software-Based Algorithm largely reliant upon information provided by third parties, and other external sources, meaning that performance of Adviser's portfolio management systems could be impacted by issues with the delivery or the accuracy of the information provided.
- Limited Nature of the Program. The Program is designed to offer individuals the ability to invest in various asset classes through their Investment Account by providing a simple, efficient solution. The Program does not provide comprehensive financial, tax planning, legal advice, and clients are advised and encouraged to seek the advice and counsel of their own tax, financial, and legal advisers. Neither Unifimoney RIA, Unifimoney, Inc. nor any of their affiliates are responsible for withholding any tax penalties that may apply to clients' Investment Accounts or for any state or federal income tax withholding, except as may otherwise be required by applicable law. Adviser's recommendations are limited based on the information clients provide through the Risk Tolerance Questionnaire, available through the App, and the Program's use of the Software-Based Algorithm, the limitations of which are further discussed above. Clients should take into consideration the limited

nature of the Program in evaluating the investment advice and recommendations provided through the App. Furthermore, the Program: (a) is not a complete investment program; (b) does not account for multiple investment goals within an Investment Account; (c) does not consider outside assets, concentration, debt, or other accounts a client may have with Adviser or with any third party; (d) offers a limited number of asset allocation models, profiles, and underlying instruments (*i.e.*, through a limited number of Model Portfolios); (e) is not suitable for all investors; and (f) relies on the information provided by clients through the Risk Tolerance Questionnaire in providing investment advice, and does not verify the completeness or accuracy of any such information. There could be one or more products available in the investment community that are more appropriate for a client than the investment products made available through the Program. Given the inherent limitations of the Program, clients should carefully consider whether the Program is the right investment solution for their needs.

- ETF Investment Risk. Each Model Portfolio is comprised of ETFs. Accordingly, client Investment Accounts will indirectly bear the fees and expenses payable directly by the ETFs, including management fees and operational expenses. These ETF fees and expenses are in addition to the Advisory Fee payable to Adviser, and any brokerage and similar fees charged by DriveWealth. In addition: (a) ETFs may trade at a discount or premium to their underlying net asset value; (b) ETFs may not fully track the market segment or index that underlies their investment objective, resulting in performance that differs from expectations; (c) investors purchasing an ETF at a premium may underperform the ETF's net asset value; (d) an active trading market for an ETF's shares may not develop or be maintained; and (e) the requirements of the exchange necessary to maintain the listing of an ETF may be changed or otherwise not met.

Investments in ETFs are also subject to all of the risks of the underlying investments and asset classes in which those ETFs invest, which may include, as applicable:

- *Equity Risk.* Equity securities may be more volatile than other investment choices. The value of a company's stock generally increases or decreases in value based on factors directly relating to that company, such as demand for the company's products or decisions by management. The value of a company's stock is also affected by other factors not directly affecting the company, such as general industry and market conditions. The value of a company's stock can be more volatile than the market as a whole. Small- and mid- cap companies are subject to additional risks. Smaller companies may experience greater volatility, higher failure rates, more limited markets, product lines, financial resources, and less management experience than larger companies. Smaller companies may have a lower trading volume, which may disproportionately affect their market price, tending to make them fall more in response to selling pressure than is the case with larger companies. Investing in individual companies involves inherent risk.
- *Fixed Income Risk.* The issuer of a fixed income security may be unable or unwilling to make interest and principal payments when due. Generally, the lower the credit rating of a security, the greater the risk that the issuer of the security will default on its obligation. If this occurs, or is perceived as likely to occur, the value of the fixed income security may fall significantly. In addition, if a rating agency gives a fixed income security a lower rating, the value of the security may decline because investors will demand a higher rate of return. As nominal interest rates rise, the value of fixed income securities is likely to decrease. This risk is

especially high given the current historically low interest rate environment in the United States.

- *REIT Risk.* REITs are subject to risks generally associated with investing in real estate, such as (i) possible declines in the value of real estate, (ii) adverse general and local economic conditions, (iii) possible lack of availability of mortgage funds, (iv) changes in interest rates, and (v) environmental problems. In addition, REITs are subject to certain other risks related specifically to their structure and focus such as: dependency upon management skills; limited diversification; the risks of locating and managing financing for projects; heavy cash flow dependency; possible default by borrowers; the costs and potential losses of self-liquidation of one or more holdings; the possibility of failing to maintain exemptions from securities registration; and, in many cases, relatively small market capitalization, which may result in less market liquidity and greater price volatility.
- *Foreign Securities Risk.* Foreign securities are subject to additional risks not typically associated with investments in U.S. securities. These risks may include, among others, currency risk, country risks (political, diplomatic, regional conflicts, terrorism, war, social and economic instability, currency devaluations and policies that have the effect of limiting or restricting foreign investment or the movement of assets), different trading practices, less government supervision, less publicly available information, limited trading markets and greater volatility. These risks may be heightened by political changes, changes in taxation, or currency controls that could adversely affect the values of these investments. Emerging markets have traditionally been more volatile than the markets of developed countries with more mature economies.
- *Municipal Securities Risk.* Municipal securities carry certain different risks than those of corporate government- and bank-sponsored debt securities. These risks include the municipality's ability to raise additional tax revenue or other revenue (in the event the bonds are revenue bonds) to pay interest on its debt and to retire its debt at maturity. Municipal bonds are generally tax-free at the federal level, but may be taxable in individual states other than the state in which both the investor and municipal issuer are domiciled.
- *U.S. Government Securities Risk.* Securities of U.S. government sponsored entities, such as Freddie Mac or Fannie Mae, are neither issued nor guaranteed by the U.S. government. It is possible that the U.S. government would not provide financial support to its agencies or instrumentalities if it is not required to do so by law. If a U.S. government agency or instrumentality in which an underlying fund invests defaults and the U.S. government does not stand behind the obligation, the value and yield of the security would be expected to fall.
- Diversification Risk. While certain of the Model Portfolios may be designed to diversify assets across various asset classes, or within asset classes, diversification does not guarantee better performance and cannot eliminate the risk of investment losses. The returns of a diversified portfolio during any given time period may be lower than the returns on one or more investments concentrated in any particular industry, sector, or geographic region that was profitable during that time period.

- Asset Allocation and Rebalancing Risk. An Investment Account's assets may be out of balance with the Selected Portfolio allocation for a myriad of reasons, including the timing and frequency of deposits and withdrawals, market volatility and disruptions, the timing and frequency of a client's choice of or changes to their Selected Portfolio, reasonable restrictions, access interruptions, and hardware or software failures. Any rebalancing of such assets may be infrequent and, even if achieved, may have an adverse effect on the performance of the Investment Account's assets. The rebalancing process is currently effected through Adviser's portfolio management systems, which is overseen by Adviser's investment advisory personnel who have the ability to override the system's determination whether to rebalance under certain circumstances, and is thus subject to both technological and human error. Adviser's rebalancing of an Investment Account may result in transaction costs which will reduce the client's returns. Additionally, while the Adviser is not providing tax related advice, such rebalancing may also result in adverse tax consequences, including short-term and long-term gains or losses, which may also reduce the client's returns. Such tax consequences are not taken into consideration when rebalancing the portfolio.
- Frequent Trading and Portfolio Turnover Risks. Frequent trading in an Investment Account, including as the result of deposits, withdrawals, and rebalancing the account, could result in higher transaction costs (including brokerage expenses) and adverse tax consequences, including but not limited to short-term and long-term gains or losses, among other things.
- Technology Risk. Technology and software malfunctions, programming inaccuracies, inadvertent system and human errors, and similar circumstances could impair the performance of the systems and technology used by Adviser, including systems and technology used to generate a Recommended Portfolio and used to manage Investment Accounts, which may negatively affect the investment services provided by Adviser and cause losses in investment portfolios.
- Cybersecurity and Technology Risk. Adviser depends on its computer and technological systems to provide investment recommendations (*i.e.*, the Recommended Portfolio), reporting, and other services to clients. These systems are vulnerable to information security, operational, and related risks resulting from third-party cyberattacks and/or other technological malfunctions. Cyber- attacks may involve hackers and other unauthorized individuals gaining access to or misappropriating client information, stealing or corrupting data, releasing confidential information (including confidential client information) without authorization, preventing legitimate users from accessing their information or services through the App, or causing other operational disruptions. Successful cyber-attacks against or technological breakdowns of Adviser's systems, or those of other service that Adviser relies on in managing client accounts (such as Tenjin, DriveWealth), may adversely affect clients and their Investment Accounts. For example, cyber-attacks may interfere with or prevent Adviser from executing transactions for client Investment Accounts, may cause the unauthorized release of client confidential information, and may prevent clients from accessing information about their accounts through the App. While Adviser has security systems and business continuity plans intended to prevent or reduce the impact of such cyber-attacks and technological malfunctions, these systems and plans are subject to inherent limitations and may not be successful in preventing or reducing the impact of cyber-attacks or technological malfunctions. In addition, Technology and software malfunctions, programming inaccuracies, inadvertent system and human errors, and similar circumstances could impair the performance of the systems and technology used

by Adviser, including systems and technology used to generate a Recommended Portfolio and used to manage Investment Accounts, which may negatively affect the investment services provided by Adviser and cause losses in client Investment Accounts.

- Natural Disaster/Epidemic Risk. Natural or environmental disasters, such as earthquakes, fires, floods, hurricanes, tsunamis and other severe weather-related phenomena generally, and widespread disease, including pandemics and epidemics, have been and can be highly disruptive to economies and markets, adversely impacting individual companies, sectors, industries, markets, currencies, interest and inflation rates, credit ratings, investor sentiment, and other factors affecting the value of the ETFs in which Investment Accounts invest.

An outbreak of respiratory disease caused by a novel coronavirus designated as COVID-19 was first detected in China in December 2019 and subsequently spread internationally. The transmission of COVID-19 and efforts to contain its spread have resulted in, among other things, border closings and other significant travel restrictions and disruptions, significant disruptions to business operations, supply chains and customer activity, lower consumer demand for goods and services, event cancellations and restrictions, service cancellations, significant challenges in healthcare service preparation and delivery, and prolonged quarantines, as well as general concern and uncertainty. The impact of the COVID-19 outbreak could negatively affect the global economy, the economies of individual countries, and the financial performance of individual issuers, sectors, industries, asset classes, and markets in significant and unforeseen ways and may continue to do so in the future. Health crises caused by the outbreak of COVID-19 may also exacerbate other pre-existing political, social, economic, market and financial risks. The COVID-19 pandemic and its effects may be short term or may last for an extended period of time, and in either case could result in significant market volatility, exchange trading suspensions and closures, declines in global financial markets, higher default rates, and a substantial economic downturn or recession. The foregoing could impair Adviser's ability to maintain operational standards, disrupt the operations of an Investment Account's other service providers, adversely affect the value and liquidity of an Investment Account's investments in underlying ETFs, and negatively impact the overall performance of Investment Accounts. Other epidemics and pandemics that may arise in the future could have similar adverse effects.

Item 9. Disciplinary Information

No material items to report.

Item 10. Other Financial Industry Activities and Affiliations

Not applicable.

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

Adviser has adopted a Code of Ethics (the "Code") that applies to Adviser's officers and employees, as well as to every natural person who is subject to Adviser's supervision and control who (i) has access to nonpublic information regarding an Investment Account's purchase or sale of securities, (ii) who is involved in making securities recommendations to a client, or (iii) who has access to recommendations to a client that are nonpublic (collectively, "Covered Persons"). The Code, which is designed to comply with Rule 204A-1 under the Investment Advisers Act of 1940 (the "Advisers Act"), establishes guidelines for

professional conduct and personal trading procedures, including certain pre-clearance and reporting obligations. Under the Code, Covered Persons are required to comply with applicable federal securities laws, and to provide certain periodic reports to Advisers' Chief Compliance Officer. Covered Persons are also required to promptly report any violation of the Code of which they become aware to Adviser's Chief Compliance Officer.

Adviser's Covered Persons may from time to time buy or sell securities for their personal accounts that are also held by or bought or sold on behalf of client Investment Accounts. Potential conflicts of interest may arise in these situations to the extent that Adviser's Covered Persons are able to use their knowledge about pending or currently considered securities transactions for client Investment Accounts to profit personally. To address potential conflicts, and as required by Rule 204A-1 of the Advisers Act, Adviser's Covered Persons must provide Adviser's Chief Compliance Officer with a list of their personal accounts and an initial holdings report within 10 days of becoming a Covered Person. The Code also requires Covered Persons to report their securities transactions on a quarterly basis thereafter and disclose their securities holdings on an annual basis. Adviser has also adopted insider trading policies and procedures designed to prevent the improper use of material, non-public information by Adviser and its supervised persons. Adviser and its supervised persons are prohibited from trading for their personal account, or recommending trading in, any securities while in possession of material, non-public information about such securities or their issuer, and from disclosing such information to any person not entitled to receive it. Adviser and its personnel may at times give advice and take action in the performance of their duties for some clients or their own accounts that may differ from the advice given, or the timing or nature of actions taken, for other clients or for their proprietary or personal accounts.

A copy of Adviser's Code of Ethics is available to any client or prospective client upon request by calling 415-964-5877 or e-mailing info@unifi.money.

Item 12. Brokerage Practices

In order to participate in the Program, clients must enter into an agreement directly with DriveWealth to serve as the custodian for client's Investment Account and to provide brokerage services. Under the terms of each client's Investment Advisory Agreement, the client authorizes and directs Adviser to execute all orders to buy and sell ETFs for the client's Investment Account through DriveWealth.

Not all investment advisers require clients to direct the adviser to use a particular broker-dealer for custodial and brokerage services. By directing Adviser to use DriveWealth, Adviser is limited in its ability to negotiate best price and best execution for client transactions, and clients therefore may pay higher costs and receive less favorable execution than if Adviser were authorized to negotiate with other broker-dealers.

Adviser has negotiated with DriveWealth to provide custodial and brokerage services to Program clients for a fixed set of fees. Certain of these fees are payable by Program clients. Please review your agreement with DriveWealth for additional information regarding these fees. Clients will also be responsible for any applicable SEC fees, Trading Activity Fees, and taxes with respect to transactions in their Investment Accounts.

While we believe that DriveWealth provides high quality services at a competitive price, we cannot promise or guarantee that its platform is the best value in the industry. There may be other custodial and brokerage platforms and service providers with lower costs or that provide a similar level and quality of services for a similar cost. When considering the costs of participating in the Program, you should consider the Advisory Fee, the fees and expenses of the ETFs in which your Investment Account may be invested, and the brokerage and custodial fees charged by DriveWealth.

Adviser recommends and requires Program clients to use DriveWealth as custodian and broker-dealer based on, among other things, DriveWealth's:

- reputation, financial strength and stability;
- transaction execution services along with asset custody services;
- capabilities to facilitate transfers to and from accounts;
- quality of services and the competitiveness of the price of those services; and
- access to tools and services that assist Adviser in managing and administering clients' Investment Accounts (as discussed below).

DriveWealth provides Adviser with software and technology that:

- provides access to client Investment Account data;
- provides access to an electronic communication network for client order entry and account information;
- provides systems for Adviser to invest client Investment Account assets in accordance with the Selected Portfolio and to automatically rebalance Investment Accounts; and
- provides access to block trading (which provides the ability to aggregate transactions in ETFs for execution and then allocate the aggregated trade order to multiple client Investment Accounts).

Adviser may aggregate orders for purchases or sales of ETFs for multiple Investment Accounts when it believes this is in the best interests of clients.

Item 13. Review of Accounts

Adviser's investment personnel periodically review Investment Accounts to determine whether the Investment Account holdings significantly deviate from the Selected Portfolios. Clients are provided with periodic reports through the App or website that include information relating to their Investment Account's holdings and balances.

Clients must understand that Adviser relies on the information they provide through the App to provide advisory services under the Program. Clients should notify Adviser immediately in the event of material changes to their financial circumstances or any other information that might affect the recommendation of a Recommended Portfolio. Adviser will, at least annually, contact clients via e-mail or other electronic means to determine whether there have been any changes to the information submitted through the Risk Tolerance Questionnaire and whether the client would like to impose or change any reasonable restrictions. Adviser will also, at least quarterly, notify clients that they should contact Adviser if there have been any changes to their account profile information or if they would like to impose or change any reasonable restrictions on their account. In addition, clients may update their Risk Tolerance Questionnaire at any time through the App.

Item 14. Client Referrals and Other Compensation

Adviser may, from time to time, make cash payments for client referrals to third parties consistent with applicable laws, including Rule 206(4)-3 under the Advisers Act, although Adviser has no such arrangements as of the date of this Brochure. Any such compensation arrangements may include a flat fee calculated paid on a periodic basis or a fee based on a percentage of the Advisory Fees paid to Adviser by the referred clients. In any case, these fees would be disclosed to referred clients.

In addition, from time to time, Adviser may compensate its personnel and personnel of its affiliates for client referrals pursuant to applicable laws.

Item 15. Custody

Program clients will receive account statements, at least quarterly, from their Investment Account custodian, DriveWealth. Clients are encouraged to carefully review the account statements provided by DriveWealth and to compare these to any statements provided by Adviser or its affiliates.

Item 16. Investment Discretion

Program clients grant Adviser the discretionary authority to determine the securities to be bought and sold for their Investment Accounts. This discretionary authority is set forth in the client's Investment Advisory Agreement.

As discussed in Item 4, Program clients may request reasonable investment restrictions for their Investment Account, and modify these restrictions at any time. Adviser is solely responsible for determining whether any requested investment restriction is reasonable.

Item 17. Voting Client Securities

Adviser has no authority to and will not vote proxies, consent to corporate actions, or exercise similar rights with respect to securities held in client Investment Accounts. Adviser similarly has no authority to and will not take any action or provide any advice with respect to legal actions, including but not limited to class action lawsuits, involving securities held in client Investment Accounts. Rather, clients retain this authority with respect to securities held in their Investment Accounts.

Item 18. Financial Information

Adviser is not currently aware of any financial condition that is reasonably likely to impair its ability to meet contractual commitments to its clients.

Item 19. Requirements for State-Registered Advisers

Item 19 is not applicable to Adviser.