

# **Nabers Wealth LLC**

## **Form ADV Part 2A**

**May 5, 2021**

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This Form ADV Part 2A ("Disclosure Brochure") provides information about the qualifications and business practices of Nabers Wealth LLC ("Nabers Wealth" or the "Adviser"). If you have any questions about the contents of this Disclosure Brochure, please contact us at 720-222-4751 or by email at [compliance@nabers.com](mailto:compliance@nabers.com).

Nabers Wealth is a state registered investment adviser located in the State of Arizona. The information in this Disclosure Brochure has not been approved or verified by the U.S. Securities and Exchange Commission ("SEC") or by any state securities authority. Registration of an investment adviser does not imply any specific level of skill or training. This Disclosure Brochure provides information about Nabers Wealth LLC to assist you in determining whether to retain the Adviser.

Additional information about Nabers Wealth LLC and its advisory persons are available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching for our firm name or by our IARD# 309846.

## **Item 2 – Material Changes**

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There have been no material changes since the Adviser's last filing.

## **Item 3 – Table of Contents**

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## **Item 4. Advisory Business**

### **A. Firm Information**

Nabers Wealth LLC (“Nabers Wealth” or the “Adviser”) is a registered investment adviser located in the State of Arizona, which is organized as a Limited Liability Company under the laws of the State of Wyoming. Nabers Wealth was founded in June 2020 and is owned and operated by Jeff Nabers (President). This Disclosure Brochure provides information regarding the qualifications, business practices, and the advisory services provided by Nabers Wealth.

### **B. Advisory Services Offered**

Nabers Wealth offers investment advisory services to individuals, high net worth individuals, and businesses (each referred to as a “Client”).

Nabers Wealth provides investment advisory solutions for its Clients. This is achieved through continuous personal Client contact and interaction while providing discretionary or non-discretionary investment management and related advisory services. Nabers Wealth works closely with each Client to identify their investment goals and objectives as well as risk tolerance and financial situation in order to create a portfolio strategy.

Nabers Wealth will construct a portfolio, consisting of publicly traded securities and alternative assets such as private investments, digital assets, and real estate to achieve the Client's investment goals. The Adviser may retain certain types of investments based on a Client's legacy portfolio construction.

Nabers Wealth's investment strategy is primarily long-term focused, but the Adviser may buy, sell or re-allocate positions that have been held less than one year to meet the objectives of the Client or due to market conditions. Nabers Wealth will construct, implement and monitor the portfolio to ensure it meets the goals, objectives, circumstances, and risk tolerance agreed to by the Client. Each Client will have the opportunity to place reasonable restrictions on the types of investments to be held in their respective portfolio, subject to acceptance by the Adviser.

Nabers Wealth evaluates and selects investments for inclusion in Client portfolios only after applying its internal due diligence process. Nabers Wealth may recommend, on occasion, redistributing investment allocations to diversify the portfolio. Nabers Wealth may recommend specific positions to increase sector or asset class weightings. The Adviser may recommend employing cash positions as a possible hedge against market movement. Nabers Wealth may recommend selling positions for reasons that include, but are not limited to, harvesting capital gains or losses, business or sector risk exposure to a specific security or class of securities, overweighting of the positions in the portfolio, change in risk tolerance of Client, generating cash to meet Client needs, or any risk deemed unacceptable for the Client's risk tolerance.

At no time will Nabers Wealth accept or maintain custody of a Client's funds or securities, except for authorized deduction of the Adviser's fees. All Client assets will be managed within their designated brokerage account or custodial account, pursuant to the Client investment advisory agreement. Please see Item 12.

### **C. Client Account Management**

Prior to engaging Nabers Wealth to provide investment advisory services, each Client is required to enter into an investment advisory agreement with the Adviser that defines the terms, conditions, authority and responsibilities of the Adviser and the Client. These services may include:

- Establishing an Investment Strategy – Nabers Wealth, in connection with the Client, may develop a statement that summarizes the Client's investment goals and objectives along with the broad strategy to be employed to meet the objectives.
- Asset Allocation – Nabers Wealth will develop a strategic asset allocation that is targeted to meet the investment objectives, time horizon, financial situation and tolerance of risk for each Client.

- Portfolio Construction – Nabers Wealth will develop a portfolio for the Client that is intended to meet the stated goals and objectives of the Client.
- Investment Management and Supervision – Nabers Wealth will provide investment management and ongoing oversight of the Client's investment portfolio.

#### **D. Wrap Fee Programs**

Nabers Wealth does not employ a wrap fee program.

#### **E. Assets Under Management**

Nabers Wealth, as of December 31, 2020, has \$4,845,627 in assets under management. Clients may request more current information at any time by contacting the Adviser.

### **Item 5 – Fees and Compensation**

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The following paragraphs detail the fee structure and compensation methodology for services provided by the Adviser. Each Client engaging the Adviser for services described herein shall be required to enter into a written agreement with the Adviser. Neither Nabers Wealth nor its Supervised Persons accept compensation for the sale of securities or other investment products to Clients, including asset-based sales charges or service fees from the sale of mutual funds.

#### **A. Fees for Advisory Services**

Investment advisory fees are paid monthly in arrears pursuant to the terms of the investment advisory agreement. Investment advisory fees are based on the market value of assets under management at the end of the calendar quarter. Investment advisory fees are based on the following schedule:

<b>AUM</b>	<b>Percentage Fee</b>
\$0 - \$1,000,000	1.50%
\$1,000,001 - \$2,000,000	1.25%
\$2,000,001 - \$3,000,000	0.95%
\$3,000,001 - \$5,000,000	0.85%
\$5,000,001 - \$25,000,000	0.75%
\$25,000,001 and above	0.65%

Fees are negotiable based on the nature and complexity of each Client's case. The chart above represents a fee waterfall in which each AUM tier is billed incrementally. For example, if a Client has \$1,500,000 AUM, the Client is billed 1.50% up to \$1,000,000 and 1.25% for the remaining \$500,000. Nabers Wealth may institute a minimum fee on some accounts. The minimum yearly fee is \$2,000.

#### **B. Fee Billing**

Investment advisory fees are calculated by the Adviser or its delegate and deducted from the Client's account[s] at the Custodian. Alternatively, Nabers Wealth and the Client may agree to invoice the Client directly for payment via ACH. Nabers Wealth will use a Client's total assets invested with Adviser to determine the appropriate fee tier. Client fees will only be billed on assets covered by the investment advisory agreement. The Adviser shall send an invoice to the Custodian indicating the amount of the fees to be deducted from the Client's account[s] at the beginning of the respective month. The amount due is calculated by applying the quarterly rate (annual rate divided by 4) multiplied by the total assets under management with Nabers Wealth at the end of the prior quarter. Clients will be provided with a statement, at least quarterly, from the Custodian reflecting deduction of the investment advisory fee. In addition, the Adviser will provide the Client an invoice itemizing the fee, including the calculation period covered by the fee, the account value and the methodology used to calculate the fee. It is the responsibility of the Client to verify the accuracy of these fees as listed on the Custodian's brokerage statement as the Custodian does not assume this responsibility.

Clients provide written authorization permitting Nabers Wealth to be paid directly from their account[s] held by the Custodian as part of the investment advisory agreement and separate account forms provided by the Custodian.

#### **D. Other Fees and Expenses**

Clients are responsible for certain fees or charges imposed by third parties, other than Nabers Wealth, in connection with Client's account[s]. The Client is responsible for all custodial fees charged by the Custodian. The fees charged by Nabers Wealth are separate and distinct from these custodial fees.

In addition, all fees paid to Nabers Wealth for investment advisory services are separate and distinct from the expenses charged by any funds or underlying investments to their shareholders, if applicable. These fees and expenses are described in each investment's offering materials. These fees and expenses will generally be used to pay management fees for the funds, other fund expenses, account administration (e.g., custody, brokerage and account reporting), and a possible distribution fee. A Client could invest in these products directly, without the services of Nabers Wealth, but would not receive the services provided by Nabers Wealth which are designed, among other things, to assist the Client in determining which products or services are most appropriate for each Client's financial situation and objectives. Accordingly, the Client should review both the fees charged by the fund[s] and the fees charged by Nabers Wealth to fully understand the total fees to be paid. Please refer to Item 12 – Brokerage Practices for additional information.

#### **E. Advance Payment of Fees and Termination**

Nabers Wealth is compensated for its services in arrears of investment advisory services rendered. Either party may terminate the investment advisory agreement, at any time, by providing advance written notice to the other party. The Client may terminate the investment advisory agreement within five (5) business days of signing the Adviser's agreement at no cost to the Client. After the five-day period, the Client will incur charges for bona fide advisory services rendered to the point of termination and such fees will be due and payable by the Client. The Adviser will refund any unearned, prepaid investment advisory fees from the effective date of termination to the end of the quarter. The Client's investment advisory agreement with the Adviser is non-transferable without the Client's prior approval.

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

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Nabers Wealth does not charge performance-based fees for its investment advisory services. The fees charged by Nabers Wealth are as described in "Item 5 – Fees and Compensation" above and are not based explicitly upon the capital appreciation of the funds or securities held by any Client.

Nabers Wealth does not manage any proprietary investment funds or limited partnerships (for example, a mutual fund or a hedge fund) and has no financial incentive to recommend any particular investment options to its Clients.

### **Item 7 – Types of Clients**

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Nabers Wealth offers investment advisory services to individuals, high net worth individuals and businesses. Nabers Wealth imposes a minimum account size for establishing a relationship.

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

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#### **A. Methods of Analysis**

Nabers Wealth primarily employs a fundamental method of analysis in developing investment strategies for its Clients. Research and analysis from Nabers Wealth is derived from numerous sources, including financial media companies, third-party research materials, Internet sources, and review of company activities, including annual reports, prospectuses, press releases and research prepared by others.

Fundamental analysis utilizes economic and business indicators as investment selection criteria. These criteria are generally ratios and trends that may indicate the overall strength and financial viability of the entity being analyzed. Assets are deemed suitable if they meet certain criteria to indicate that they are a strong investment with a value

discounted by the market. While this type of analysis helps the Adviser in evaluating a potential investment, it does not guarantee that the investment will increase in value. Assets meeting the investment criteria utilized in the fundamental analysis may lose value and may have negative investment performance. The Adviser monitors these economic indicators to determine if adjustments to strategic allocations are appropriate. More details on the Adviser's review process are included below in "Item 13 – Review of Accounts".

As noted above, Nabers Wealth generally employs a long-term investment strategy for its Clients, as consistent with the Clients' financial goals. Nabers Wealth will typically hold all or a portion of a security for more than a year but may hold for shorter periods for the purpose of rebalancing a portfolio or meeting the cash needs of Clients. At times, Nabers Wealth may also buy and sell positions that are more short-term in nature, depending on the goals of the Client and/or the fundamentals of the security, sector or asset class.

## **B. Risk of Loss**

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. Nabers Wealth will assist Clients in determining an appropriate strategy based on their tolerance for risk and other factors noted above. However, there is no guarantee that a Client will meet their investment goals.

While the methods of analysis help the Adviser in evaluating a potential investment, it does not guarantee that the investment will increase in value. Assets meeting the investment criteria utilized in these methods of analysis may lose value and may have negative investment performance. The Adviser monitors these economic indicators to determine if adjustments to strategic allocations are appropriate. More details on the Adviser's review process are included below in "Item 13 – Review of Accounts".

Each Client engagement will entail a review of the Client's investment goals, financial situation, time horizon, tolerance for risk and other factors to develop an appropriate strategy for managing a Client's account. Client participation in this process, including full and accurate disclosure of requested information, is essential for the analysis of a Client's account. The Adviser shall rely on financial and other information provided by the Client or their designees without the duty or obligation to validate the accuracy and completeness of the provided information. It is the responsibility of the Client to inform the Adviser of any changes in financial condition, goals or other factors that may affect this analysis.

The risks associated with a particular strategy are provided to each Client in advance of investing Client accounts. The Adviser will work with each Client to determine their tolerance for risk as part of the portfolio construction process.

### Management Risk

Nabers Wealth will be delegated the authority to buy and sell securities on your behalf. You must rely upon the managers' abilities and judgment and upon their investment abilities. There is no guarantee that the portfolio managers' investment techniques will be successful.

### Market Risk

The value of the investments held in Client portfolios is subject to market risk, including changes in economic conditions, growth rates, profits, interest rates and the market's perception of these investments.

### Concentrated Portfolios

Concentrated portfolios are an aggressive and highly volatile approach to trading and investing and should be viewed as complementary to a stable, highly predictable investment approach. Concentrated portfolios hold fewer different stocks than a diversified portfolio and are much more likely to experience sudden dramatic price swings. In addition, the rise or drop in price of any given holding in the portfolio is likely to have a larger impact on portfolio performance, than a more broadly diversified portfolio.

### Real Estate Investment Trusts ("REITs")

Investing in Real Estate Investment Trusts ("REITs") involves certain distinct risks in addition to those risks associated with investing in the real estate industry in general. Equity REITs may be affected by changes in the

value of the underlying property owned by the REITs, while mortgage REITs may be affected by the quality of credit extended. REITs are subject to heavy cash flow dependency, default by borrowers and self-liquidation. REITs, especially mortgage REITs, are also subject to interest rate risk (i.e., as interest rates rise, the value of the REIT may decline).

#### Virtual Currency

Digital assets are a highly volatile form of investment. Unlike regular money, virtual currency relies on a system of trust and may not be issued by a central bank or other banking regulatory authority. They derive their value based on the underlying mechanism, like mining in cases of cryptocurrencies, or the backing by the underlying asset. In other words, due to their unregulated nature, digital assets experience dramatic price movements since the only real force behind trading is consumer sentiment. Clients should be prepared to lose a significant portion, or all of their capital invested in virtual currency. Investing in such a volatile asset may not fit with most Clients' risk tolerance.

**Past performance is not a guarantee of future returns. Investing in securities and other investments involve a risk of loss that each Client should understand and be willing to bear. Clients are reminded to discuss these risks with the Adviser.**

### **Item 9 – Disciplinary Information**

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There are no legal, regulatory or disciplinary events involving Nabers Wealth or any of its management persons. Nabers Wealth values the trust you place in us. As we advise all Clients, we encourage you to perform the requisite due diligence on any Adviser or service provider with whom you partner.

### **Item 10 – Other Financial Industry Activities and Affiliations**

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- A. None of the Nabers Wealth's management persons are registered, or have an application pending to register, as a broker-dealer or a registered representative of a broker dealer.
- B. None of the management persons of the Adviser are registered, or have an application pending to register, as a futures commission merchant, commodity trading Adviser or associated person of the foregoing entities.
- C. Neither Nabers Wealth nor any of its management persons have a relationship or arrangement that is material to the Adviser's advisory business with any of the entities below:
  - 1. Broker-dealer, municipal securities dealer, or government securities dealer or broker,
  - 2. Another investment adviser or financial advisor,
  - 3. Futures commission merchant, commodity pool operator, or commodity trading advisor,
  - 4. Thrift institution,
  - 5. Accountant or accounting firm,
  - 6. Lawyer or law firm,
  - 7. Pension consultant,
  - 8. Real estate broker or dealer,

Jeff Nabers is, however, the President of Coin Capital, LLC ("Coin Capital") (CRD# 289961) an exempt reporting adviser that manages a pooled investment vehicle. The entity offers different types of services and does not share any compensation arrangement whatsoever with Nabers Wealth. Mr. Nabers' relationship with Coin Capital, LLC creates a material conflict of interest. There is a possibility that Mr. Nabers would recommend Coin Capital to Clients of Nabers Wealth and vice versa. To mitigate this conflict of interest, Mr. Nabers only makes such recommendations if they are suitable and in the best interests of the Client.

Mr. Nabers is also actively engaged as CEO of the following entities:

1. Nabers Group LLC: Retirement plan document preparation and consulting.
2. Nabers Services LLC: Retirement plan document maintenance services.
3. Nabers Financial Group LLC: Life insurance production, consulting, precious metals brokerage. Mr. Nabers is also a licensed insurance agent for this firm.
4. Nabers Digital LLC: Software and digital asset consulting and facilitation.

The entities above offer different types of services and do not share any compensation arrangement whatsoever with Nabers Wealth. Nevertheless, Mr. Nabers' relationship with these entities may create a material conflict of interest because, although unlikely, there is a possibility that Mr. Nabers would recommend Nabers Wealth's services to his Clients in these other businesses, or vice versa. To mitigate this conflict of interest, Mr. Nabers only makes such recommendations if they are suitable and in the best interests of the Client.

- D. Nabers Wealth does not recommend or select other investment advisers for its investors. The Adviser does not have any other business relationships that would create a material conflict of interest.

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

### **A. Code of Ethics**

Nabers Wealth has implemented a Code of Ethics (the "Code") that defines our fiduciary commitment to each Client. This Code applies to all persons associated with Nabers Wealth (our "Supervised Persons"). The Code was developed to provide general ethical guidelines and specific instructions regarding our duties to you, our Client. Nabers Wealth and its Supervised Persons owe a duty of loyalty, fairness and good faith towards each Client. It is the obligation of Nabers Wealth's Supervised Persons to adhere not only to the specific provisions of the Code, but also to the general principles that guide the Code. The Code covers a range of topics that address employee ethics and conflicts of interest. To request a copy of our Code, please contact us at Phone: (720) 222-4751 or via email at [jeff@nabers.com](mailto:jeff@nabers.com).

### **B. Personal Trading with Material Interest**

Nabers Wealth allows our Supervised Persons to purchase or sell the same investments that may be recommended to and purchased on behalf of Clients. Nabers Wealth does not act as principal in any transactions. In addition, the Adviser does not act as the general partner of a fund or advise an investment company. Nabers Wealth does not have a material interest in any securities traded in Client accounts.

### **C. Personal Trading in Same Investments as Clients**

Nabers Wealth allows our Supervised Persons to purchase or sell the same instruments that may be recommended to and purchased on behalf of Clients. Owning the same investments that we recommend (purchase or sell) to you presents a conflict of interest that, as fiduciaries, we must disclose to you and mitigate through policies and procedures. As noted above, we have adopted the Code to address insider trading (material non-public information controls); gifts and entertainment; outside business activities and personal trading reporting. When trading for personal accounts, Supervised Persons may have a conflict of interest if trading in the same instruments. The fiduciary duty to act in the best interest of its Clients can potentially be violated if personal trades are made with more advantageous terms than Client trades, or by trading based on material non-public information. This risk is mitigated by Nabers Wealth requiring reporting of personal trades by its Supervised Persons for review by the Chief Compliance Officer ("CCO") or delegate/OR by conducting a coordinated review of personal accounts and the accounts of the Clients. We have also adopted written policies and procedures to detect the misuse of material, non-public information.

### **D. Personal Trading at Same Time as Client**

While Nabers Wealth allows our Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients, such trades are typically aggregated with Client orders or traded afterwards. **At no time will Nabers Wealth, or any Supervised Person of Nabers Wealth, transact in any investment to the detriment of any Client.**





## **Item 12 – Brokerage Practices**

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A. Nabers Wealth will select and recommend broker dealers or custodians based on a number of factors, including, but not limited to, availability of investment products, ease of administration, quality of execution, and commission rates.

1. Soft Dollars - Nabers Wealth does not participate in soft dollar programs sponsored or offered by any broker-dealer.
2. Brokerage for Client Referrals - Nabers Wealth does not receive referrals from broker-dealers or third parties.
3. Directed Brokerage – Nabers Wealth does not recommend, request, or require that a Client directs it to execute transactions through a specified broker-dealer. The Adviser also does not permit Clients to direct brokerage.

B. Aggregating and Allocating Trades – Nabers Wealth aggregates the purchase or sale of securities for its Client accounts. The Adviser purchases the shares for all accounts in one aggregate trade using a limit order. The limit order ensures that each Client purchase the shares at the same price. The total executed shares and commission of the trade are then allocated to each account proportionally by the number of shares in the block order.

## **Item 13 – Review of Accounts**

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- A. Securities in Client accounts the Adviser manages on a discretionary basis are monitored on a regular and continuous basis by Jeff Nabers, President of Nabers Wealth. Formal reviews are generally conducted at least annually or more or less frequently depending on the needs of the Client.

During each review, the Adviser analyzes the performance and allocation of the securities within the account. Occasionally, Client accounts may be rebalanced to bring them in line with the overall investment strategy. Notwithstanding the foregoing, the Adviser does not participate in principal transactions with or cross transactions between Client accounts.

- B. In addition to the investment monitoring noted in Item 13.A., each Client account shall be reviewed at least annually. Reviews may be conducted more or less frequently at the Client's request. Accounts may be reviewed as a result of major changes in economic conditions, known changes in the Client financial situation, and/or large deposits or withdrawals in the Client's account. The Client's is encouraged to notify the Adviser if changes occur in the Client's personal financial situation that might adversely affect the Client's investment plan. Additional reviews may be triggered by material market, economic or political events.
- C. The Client will receive written brokerage statements no less than quarterly from the Custodian. These brokerage statements are sent directly from the Custodian to the Client. Client brokerage statements will include all positions, transactions and fees relating to the Client's account[s]. The Advisor may also provide Clients with periodic reports regarding their holdings, allocations, and performance.

## **Item 14 - Client Referrals and Other Compensation**

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### **A. Compensation Received by Nabers Wealth**

Nabers Wealth is a fee-based advisory firm, that is compensated solely by its Clients and not from any investment product for advisory services. Nabers Wealth does not receive commissions or other compensation from product sponsors, broker-dealers or any un-related third party for advisory services.

### **B. Client Referrals from Solicitors**

Nabers Wealth does not engage paid solicitors for referrals.

## **Item 15 – Custody**

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For Client accounts the Adviser manages on a discretionary basis, all Client funds and securities are maintained at a qualified custodian; Nabers Wealth does not act as a custodian for any Client accounts. However, certain securities laws (including Ariz. Admin. Code § R14-6-206) deem Nabers Wealth to have custody due solely to the fact that it deducts advisory fees directly from Client accounts.

Account statements are sent to Clients at least quarterly by the qualified custodian. Clients are encouraged to review these statements. Nabers Wealth also sends account statements to Clients on a quarterly basis. Clients are encouraged to compare both account statements to check for discrepancies.

## **Item 16 – Investment Discretion**

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Nabers Wealth manages some Client accounts on a discretionary basis, which means Clients provide the Adviser with permission to determine which securities are bought and sold and the amounts which are bought or sold. To accomplish this, Clients must execute the Discretionary Trading Authorization/Power of Attorney for Financial form. If a Client wishes to limit this authority it may do so in writing. The Client may also terminate or amend this agreement at any time.

## **Item 17 – Voting Client Securities**

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Nabers Wealth does not accept proxy-voting responsibility for any Client.

## **Item 18 – Financial Information**

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Neither Nabers Wealth, nor its management, have any adverse financial situations that would reasonably impair the ability of Nabers Wealth to meet all obligations to its Clients. Neither Nabers Wealth, nor any of its advisory persons, has been subject to a bankruptcy or financial compromise. Nabers Wealth is not required to deliver a balance sheet along with this Disclosure Brochure as the Adviser does not collect advance fees of \$500 or more for services to be performed six months or more in the future.

## **Item 19 – Requirements for State Registered Advisors**

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### **A. Educational Background and Business Experience of Principal Officer**

The Principal Officer of Nabers Wealth is Jeff Nabers. Information regarding his formal education and background is included in Item 2 of his Part 2B, which is separate from this document.

### **B. Other Business Activities of Principal Officer**

Mr. Nabers has additional business activities that are detailed in Item 4 of his Part 2B.

### **C. Performance Fee Calculations**

Nabers Wealth does not charge performance-based fees for its investment advisory services. The fees charged by Nabers Wealth are as described in “Item 5 – Fees and Compensation” above and are not based explicitly upon the capital appreciation of the funds or securities held by any Client.

### **D. Disciplinary Information**

There are no legal, civil or disciplinary events to disclose regarding Nabers Wealth or Jeff Nabers, the Principal Officer of Nabers Wealth. Neither Nabers Wealth nor Jeff Nabers have ever been involved in any regulatory, civil or criminal action. There have been no complaints, lawsuits, arbitration claims or administrative proceedings against Nabers Wealth or Jeff Nabers.

Securities laws require an Adviser to disclose any instances where the Adviser or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. As previously noted, there are no legal, civil or disciplinary events to disclose regarding Nabers Wealth or Jeff Nabers, the Principal Officer of Nabers Wealth.

#### E. Material Relationships with Issuers of Securities

Neither Nabers Wealth nor Jeff Nabers, the Principal Officer of Nabers Wealth, have any relationships or arrangements with issuers of securities other than as described in Item 10 above.