

Form ADV Part 2A
Annual Update for 2023
Effective Date: March 31, 2023

Weber Asset Management, Inc. is a Registered Investment Advisor with the United States Securities and Exchange Commission. This registration does not imply any special skill designations or training.

This brochure does contain certain amendments from the previous year. In addition, this brochure provides information about Weber Asset Management's qualifications and business practices. If you have any questions about the contents of this brochure, please contact Weber Asset Management at 516-326-3299 or at info@weberasset.com.

The United States Securities and Exchange Commission or any state securities authority does not approve or verify the information disclosed in this brochure. Additional information about Weber Asset Management, Inc. (SEC File #: 801-42886) is also available on the SEC's website at www.advisorinfo.sec.gov

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Item 4: Advisory Business

- Part A: Describe your advisory firm, including how long you have been in business. Identify the principal owners(s).

Weber Asset Management, Inc. (WAM) is a registered investment advisor firm which specializes in investing client assets in Fidelity mutual funds. WAM has been in business since 1992. Ken Weber is the president of the firm. He and his family are owners of WAM.

- Part B: Describe the types of advisory services you offer. If you hold yourself out as specializing in a particular type of advisory service, such as financial planning, quantitative analysis, or market timing, explain the nature of that service in greater detail. If you provide investment advice only with respect to limited types of investments, explain the type of investment advice you offer, and disclose that your advice is limited to those types of investments.

Weber Asset Management is a registered investment advisor and an investment management firm. WAM invests for individual and corporate clients in custom crafted portfolios which have been formulated by WAM.

In addition to overseeing client portfolios on a daily basis, WAM is obligated to follow the fiduciary standard and act in the client's best interest. WAM is given limited trading authorization by the client and has the discretionary authority to trade on behalf of its clients. WAM would also be the first line of communication should clients need any special servicing for their accounts.

The portfolios consist of Fidelity no-load mutual funds. In certain circumstances, other non-Fidelity mutual funds or exchange traded funds (ETF's) may be used. This can occur if the particular account type does not have the recommended fund on its platform (such as with particular retirement plans) or if it is deemed by WAM that another fund would be appropriate in attempting to achieve the portfolio's targeted risk objective.

WAM also offers financial planning services. The financial planning services are implemented via client request and/or utilized by WAM in order to assist the client in reaching his or her financial goals. This service is only available to current clients at no additional cost.

- Part C: Explain whether (and if so, how) you tailor your advisory services to the individual needs of clients. Explain whether clients may impose restrictions on investing in certain securities or types of securities.

WAM tailors its services to the needs of its clients. This is accomplished by managing an array of different types of custom crafted portfolios which range from aggressive to conservative. The variety of portfolios provides WAM with the ability to carefully recommend a portfolio which is more aligned to the client's risk tolerance level and investment objectives.

Although it is not of normal business practice, should a client wish to refrain from investing in a particular mutual fund or security, WAM would accommodate the client's request to the best of its ability. This is achieved by investing in an equivalent mutual fund or security which WAM deems appropriate while still attempting to match the portfolio's targeted risk level and investment objective.

- Part D: If you participate in wrap fee programs by providing portfolio management services, (1) describe the differences, if any, between how you manage wrap fee accounts and how you manage other accounts, and (2) explain that you receive a portion of the wrap fee for your services.

WAM does not utilize wrap fee programs.

- Part E: If you manage client assets, disclose the amount of client assets you manage on a discretionary basis and the amount of client assets you manage on a non-discretionary basis. Disclose the date "as of" which you calculated the amounts.

All accounts are managed on a discretionary basis. As of December 31, 2022, the total assets under management were \$421,574,039. There are no accounts which are managed on a non-discretionary basis.

Item 5: Fees and Compensation

Part A: Describe how you are compensated for your advisory services. Provide your fee schedule. Disclose whether the fees are negotiable.

WAM charges an annual management fee for its services. Fees are based on the assets under management as of the last business day of the previous quarter. Fees are based on a tiered scale. In some cases, management fees can be negotiated.

For Regular Managed Accounts

**1.2% for the first \$100,000,
1.0% for the next \$400,000,
0.8% for the next \$500,000,
0.7% for those assets over \$1,000,000.**

Part B: Describe whether you deduct fees from clients' assets or bill clients for fees incurred. If clients may select either method, disclose this fact. Explain how often you bill clients or deduct your fees.

WAM bills on a quarterly basis. WAM gives the client the choice of paying management fees in the form of a check or having the fees deducted from the respective account(s), providing that the particular account allows for this feature. In addition, the client can modify his or her choice at any time. WAM usually requests a letter or an email to confirm the client's change of method in payment of management fees.

Part C: Describe any other types of fees or expenses clients may pay in connection with your advisory services, such as custodian fees or mutual fund expenses. Disclose that clients will incur brokerage and other transaction costs, and direct clients to the section(s) of your brochure that discuss brokerage.

WAM receives no compensation from Fidelity nor from any other brokerage firm.

Part D: If your clients either may or must pay your fees in advance, disclose this fact. Explain how a client may obtain a refund of a pre-paid fee if the advisory contract is terminated before the end of the billing period. Explain how you will determine the amount of the refund.

WAM clients pay for quarterly management fees in advance. The value of the management fee is based on the account's value as of the last business day of the previous quarter.

If the account closes and has not yet paid the management fee, the fee would be done on a prorated basis up until the time of cancellation. The below calculation would be as follows:

$$\text{Amount of Bill} \quad \times \quad \left[\frac{\text{The number of days active until cancellation date}}{\text{The total Days left in the current quarter}} \right]$$

Should an account have paid the management fee and close before the end of the current quarter, a prorated refund check would be issued. The calculation of the refund is as follows:

$$\text{Amount of Paid Management Fee} \quad \times \quad \left[\frac{\text{The number of days left in the current quarter from time of cancellation}}{\text{The total days in the current quarter}} \right]$$

Part E: If you or any of your supervised persons accepts compensation for the sale of securities or other investment products, including asset-based sales charges or service fees from the sale of mutual funds, disclose this fact and respond to Items 5.E.1, 5.E.2, 5.E.3 and 5.E.4.

WAM does not accept compensation for the sale of securities or other investment products. Items 1 through 4 are not applicable.

1. Explain that this practice presents a conflict of interest and gives you or your supervised persons an incentive to recommend investment products based on the compensation received than on a client's needs. Describe how you address conflicts that arise, including your procedures for disclosing the conflicts to clients. If you primarily recommend mutual funds, disclose whether you will recommend "no-load" mutual funds.

- 2. Explain that clients have the option to purchase investment products that you recommend through other brokers or agents that are not affiliated with you.*
- 3. If more than 50% of your revenue from advisory clients results from commissions and other compensation for the sale of investment products you recommend to your clients, including asset-based distribution fees from the sale of mutual funds, disclose that commissions provide your primary or, if applicable, your exclusive compensation.*
- 4. If you charge advisory fees in addition to commissions or markups, disclose whether you Reduce your advisory fees to offset the commissions or markups.*

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

If you or any of your supervised persons accepts performance-based fees- that is, fees based on a share of capital gains on or capital appreciation of the assets of a client (such as a client that is a hedge fund or other pooled investment vehicle) - disclose this fact. If you or any of your supervised persons manage both accounts that are charged a performance-based fee and accounts that are charged another type of fee, such as an hourly or flat fee or an asset-based fee, disclose this fact. Explain the conflicts of interests that you or you or your supervised persons face by managing these accounts at the same time, including that you or your supervised persons have an incentive to favor accounts for which you or your supervised persons receive a performance-based fee, and describe generally how you address these conflicts.

Weber Asset Management does not engage in performance-based fee programs.

Item 7: Types of Clients

Describe the types of clients to whom you generally provide investment advice, such as individuals, trusts, investment companies, or pension plans. If you have any requirements for opening or maintaining an account, such as a minimum account size, disclose the requirements.

WAM provides investment advice to individuals, corporations, and retirement plans. WAM does not manage any retirement plan's record keeping.

For account management, WAM requires a minimum investment of \$200,000 per account. Exceptions to this requirement are done on a case-by-case basis.

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

Part A: Describe the methods of analysis and investment strategies you use in formulating investment advice or managing assets. Explain that investing in securities involves risk of loss that clients should be prepared to bear.

Weber Asset Management outsources its market and fund analysis to Independent Fidelity Investors, Inc. (IFI), operated by John (Jack) Bowers. He is an independent consultant to WAM, and is WAM's Chief Investment Strategist. Jack utilizes his own technical market analysis tools in researching market segments and trends when providing his investment and trade recommendations. The overall focus is comparing the portfolio's intended overall risk factor in relation to the general market conditions, while looking at the longer-term picture.

After a detailed conversation with the client, Ken Weber would recommend a portfolio which is deemed most appropriate to the client's risk tolerance level and investing objectives. In making his investment recommendations, Ken would refer to key information such as the Confidential Investor Profile which is a comprehensive questionnaire completed by the client. WAM also offers and utilizes its own financial planning services to further ensure the appropriateness of the investment recommendation.

In the conversation, Ken Weber reminds clients that past performance is not a guarantee of future results. The risk of loss is also found in WAM's Letter of Agreement with clients, which states the following: *"I (the client) understand that all investments in stocks and/or bonds entail risk, and some investment decisions may result in profits and others in losses, and that Weber Asset Management cannot guarantee that my investment objective will be realized."*

Part B: For each significant investment strategy or method of analysis you use, explain the material risk involved. If the method of analysis or strategy involves significant or unusual risks, discuss these risks in detail. If your primary strategy involves frequent trading of securities, explain how frequent trading can affect investment performance, particularly through increased brokerage and other transaction costs and taxes.

WAM portfolios fluctuate with the broad stock and bond markets. Although WAM's portfolios are targeted towards certain performance goals, the results cannot be guaranteed.

WAM does not excessively trade its accounts and makes trades only when Jack Bowers, through the use of his analysis, warrants it. No commissions are generated when processing trades.

For trades in taxable accounts, potential taxable realized gains from the sale of funds or capital gains fund distributions might be a factor in determining the timing of a trade. Although WAM tries to limit the impact of taxable consequences (for taxable accounts) as much as possible, WAM's overall business focus is portfolio growth.

WAM might also perform an exchange when the fund position is at a loss in anticipation that the re-allocation to the new fund will produce eventual portfolio growth. Again, WAM cannot guarantee that this described scenario will culminate with the intended goal.

Part C: *If you recommend primarily a particular type of security, explain the material risks involved. If the type of security involves significant or unusual risks, discuss these risks in detail.*

WAM primarily recommends and invests in Fidelity mutual funds. These mutual funds, depending on the fund strategy and composition, can be more or less risky than the overall market. WAM's philosophy is that the recommended Fidelity mutual funds have appropriate degrees of diversification thus limiting, to variable degrees, the client's overall risk exposure.

WAM may use Exchange Traded Funds (ETFs) for its clients. These ETF's are usually part of Fidelity Investments, although other ETF fund families may be considered. The chosen ETF typically mimics a particular market segment and has a risk which is similar to the underlying index.

Item 9: Disciplinary Information

If there are legal or disciplinary events that are material to a client's or prospective client's evaluation of your advisory business or the integrity of your management, disclose all material facts regarding those events.

WAM does not have any history of legal disputes nor is involved in any disciplinary actions. Items 9.A, 9.B, and 9.C, are not applicable.

Items 9.A, 9.B, and 9.C list specific legal and disciplinary events presumed to be material for this Item. If your advisory firm or a management person has been involved in one of these events, you must disclose it under this Item for ten years following the date of the event, unless (1) the event was resolved in your or the management person's favor, or was reversed, suspended or vacated, or (2) you have rebutted the presumption of materiality to determine that the event is not material (see Note below). For purposes of calculating this ten-year period, the "date" of an

event is the date that the final order, judgment, or decree was entered, or the date that any rights of appeal from preliminary orders, judgments or decrees lapsed.

Items 9.A, 9.B, and 9.C do not contain an exclusive list of material disciplinary events. If your advisory firm or a management person has been involved in a legal or disciplinary event that is not listed in Items 9.A, 9.B, or 9.C, but nonetheless is material to a client's or prospective client's evaluation of your advisory business or the integrity of its management, you must disclose the event. Similarly, even if more than ten years have passed since the date of the event, you must disclose the event if it is so serious that it remains material to a client's or prospective client's evaluation.

A. A criminal or civil action in a domestic, foreign or military court of competent jurisdiction in which your firm or a management person

1. was convicted of, or pled guilty or nolo contendere ("no contest") to (a) any felony; (b) a misdemeanor that involved investments or an investment-related business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, or extortion; or (c) a conspiracy to commit any of these offenses;

2. is the named subject of a pending criminal proceeding that involves an investment-related business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses;

3. was found to have been involved in a violation of an investment-related statute or regulation; or

4. was the subject of any order, judgment, or decree permanently or temporarily enjoining, or otherwise limiting, your firm or a management person from engaging in any investment-related activity, or from violating any investment-related statute, rule, or order.

B. An administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority in which your firm or a management person

1. was found to have caused an investment-related business to lose its authorization to do business; or

2. was found to have been involved in a violation of an investment-related statute or regulation and was the subject of an order by the agency or authority

(a) denying, suspending, or revoking the authorization of your firm or a management person to act in an investment-related business;

(b) barring or suspending your firm's or a management person's association with an investment-related business;

(c) otherwise significantly limiting your firm's or a management person's investment-related activities; or

(d) imposing a civil money penalty of more than \$2,500 on your firm or a management person.

C. A self-regulatory organization (SRO) proceeding in which your firm or a management person

1. was found to have caused an investment-related business to lose its authorization to do business; or

2. was found to have been involved in a violation of the SRO's rules and was: (i) barred or suspended from membership or from association with other members, or was expelled from membership; (ii) otherwise significantly limited from investment-related activities; or (iii) fined more than \$2,500.

Item 10: Other Financial Industry Activities and Affiliations

A. If you or any of your management persons are registered, or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer, disclose this fact.

WAM is not registered as a broker-dealer and is not a registered representative of a broker-dealer.

B. If you or any of your management persons are registered, or have an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing entities, disclose this fact.

WAM is not registered in the areas as described above.

C. Describe any relationship or arrangement that is material to your advisory business or to your clients that you or any of your management persons have with any related person listed below. Identify the related person and if the relationship or arrangement creates a material conflict of interest with clients, describe the nature of the conflict and how you address it.

- 1. broker-dealer, municipal securities dealer, or government securities dealer or broker.*
- 2. investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or "hedge fund," and offshore fund)*
- 3. other investment advisor or financial planner*
- 4. futures commission merchant, commodity pool operator, or commodity trading advisor*
- 5. banking or thrift institution*
- 6. accountant or accounting firm*
- 7. lawyer or law firm*
- 8. insurance company or agency*
- 9. pension consultant*
- 10. real estate broker or dealer*
- 11. sponsor or syndicator of limited partnerships.*

WAM does not have any arrangement with related persons at any firm. Items 1 through 11 do not apply.

D. If you recommend or select other investment advisors for your clients and you receive compensation directly or indirectly from those advisors that creates a material conflict of interest, or if you have other business relationships with those advisors that create a material conflict of interest, describe these practices and discuss the material conflicts of interest these practices create and how you address them.

WAM does not recommend other investment advisors to its clients nor does it have any business relationships with other investment firms. Therefore, no conflict of interest exists in this situation.

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

A. If you are an SEC-registered advisor, briefly describe your code of ethics adopted pursuant to SEC rule 204A-1 or similar state rules. Explain that you will provide a copy of your code of ethics to any client or prospective client upon request.

Weber Asset Management provides a copy of its Code of Ethics to any client or prospective client upon request. Below are WAM's main guidelines in its Code of Ethics.

- Be objective in rendering advice to clients.**
- Respond to client requests promptly.**
- Always be courteous and professional while interacting with clients.**
- Provide a level of fairness to all clients in services rendered.**
- Always attend to the needs of the client first.**
- Do not engage in activities which might cause a conflict of interest.**
- Protect the client's privacy by not sharing any unauthorized information.**
- Respect the privacy rights amongst WAM staff members.**

B. If you or a related person recommends to clients, or buys or sells for client accounts, securities in which you or a related person has a material financial interest, describe your practice and discuss the conflicts of interest it presents. Describe generally how you address conflicts that arise.

Examples: (1) You or a related person, as principal, buys securities from (or sells securities to) your clients; (2) you or a related person acts as general partner in a partnership in which you solicit client investments; or (3) you or a related person acts as an investment advisor to an investment company that you recommend to clients.

C. If you or a related person invests in the same securities (or related securities, e.g., warrants, options or futures) that you or a related person recommends to clients, describe your practice and discuss the conflicts of interest this presents and generally how you address the conflicts that arise in connection with personal trading.

D. If you or a related person recommends securities to clients, or buys or sells securities for client accounts, at or about the same time that you or a related person buys or sells the same securities for your own (or the related person's own) account, describe your practice and discuss the conflicts of interest it presents. Describe generally how you address conflicts that arise.

In response to sections B, C, and D, WAM staff members can invest in the same mutual funds as the ones recommended to its clients. When a fund trade is recommended for a particular portfolio, all accounts which follow that portfolio are traded at the same time. This prevents one particular account, whether a client or a WAM staff member, from having any material advantage over the other accounts. WAM staff members are aware that the client's needs always come first.

Item 12: Brokerage Practices

Part A: Describe the factors that you consider in selecting or recommending broker-dealers for client transactions and determining the reasonableness of their compensation (e.g., commissions).

Since company inception, WAM has been utilizing Fidelity Investments because of its solid reputation, lower expense ratios, excellent research capabilities, and a broad spectrum of no-load mutual funds and ETF's from which to choose. WAM and its clients do not pay any commissions to Fidelity Investments for utilizing its services.

1. *Research and Other Soft Dollar Benefits.* If you receive research or other products or services other than execution from a broker-dealer or a third party in connection with client securities transactions ("soft dollar benefits"), disclose your practices and discuss the conflicts of interest they create.

WAM does not have any soft dollar arrangements with Fidelity Investments nor with any other institution.

a. *Explain that when you use client brokerage commissions (or markups or markdowns) to obtain research or other products or services, you receive a benefit because you do not have to produce or pay for the research, products or services.*

b. *Disclose that you may have an incentive to select or recommend a broker-dealer based on your interest in receiving the research or other products or services, rather than on your clients' interest in receiving most favorable execution.*

Regarding items a) and b), neither WAM nor its clients pay brokerage commissions. Also, WAM receives no additional incentives or economic benefit for utilizing Fidelity Investments' services.

c. *If you may cause clients to pay commissions (or markups or markdowns) higher than those charged by other broker-dealers in return for soft dollar benefits (known as paying-up), disclose this fact.*

d. *Disclose whether you use soft dollar benefits to service all of your clients' accounts or only those that paid for the benefits. Disclose whether you seek to allocate soft dollar benefits to client accounts proportionately to the soft dollar credits the accounts generate.*

e. *Describe the types of products and services you or any of your related persons acquired with client brokerage commissions (or markups or markdowns) within your last fiscal year.*

f. *Explain the procedures you used during your last fiscal year to direct client transactions to a particular broker-dealer in return for soft dollar benefits you received.*

Items c), d), e), and f) are not applicable to WAM's services.

2. *Brokerage for Client Referrals.* If you consider, in selecting or recommending broker-dealers, whether you or a related person receives client referrals from a broker-dealer or third party, disclose this practice and discuss the conflicts of interest it creates.

a. *Disclose that you may have an incentive to select or recommend a broker-dealer based on your interest in receiving client referrals, rather than on your clients' interest in receiving most favorable execution.*

b. *Explain the procedures you used during your last fiscal year to direct client transactions to a particular broker-dealer in return for client referrals.*

WAM does not receive client referrals from Fidelity Investments. Therefore, this section is not applicable.

3. Directed Brokerage.

a. If you routinely recommend, request or require that a client direct you to execute transactions through a specified broker-dealer, describe your practice or policy. Explain that not all advisors require their clients to direct brokerage. If you and the broker-dealer are affiliates or have another economic relationship that creates a material conflict of interest, describe the relationship and discuss the conflicts of interest it presents. Explain that by directing brokerage you may be unable to achieve most favorable execution of client transactions, and that this practice may cost clients more money.

b. If you permit a client to direct brokerage, describe your practice. If applicable, explain that you may be unable to achieve most favorable execution of client transactions. Explain that directing brokerage may cost clients more money. For example, in a directed brokerage account, the client may pay higher brokerage commissions because you may not be able to aggregate orders to reduce transaction costs, or the client may receive less favorable prices.

WAM does not conduct directed brokerage transactions. Therefore, items a) and b) are not applicable.

Part B: *Discuss whether and under what conditions you aggregate the purchase or sale of securities for various client accounts. If you do not aggregate orders when you have the opportunity to do so, explain your practice and describe the costs to clients of not aggregating.*

For trading of mutual funds, WAM does not need to perform security aggregation in its transactions because all mutual funds receive the same 4:00 PM (Eastern Time) NAV price.

Any Exchange Traded Funds (ETF) trades are done as a block order so that each client receives the same price. After the block order has been filled, the shares would be allocated accordingly to the accounts within the particular risk portfolio. There is no additional cost to the client for the allocation.

Item 13: Review of Accounts

Part A: *Indicate whether you periodically review client accounts or financial plans. If you do, describe the frequency and nature of the review, and the titles of the supervised persons who conduct the review.*

On a daily basis, WAM receives a reconciliation report from Envestnet Tamarac, Weber Asset Management's portfolio management software. All WAM Staff members receive and review the report. If a discrepancy is indicated, the appropriate WAM staff member would promptly investigate to resolve the issue.

In addition, in the last month of each quarter, all of the WAM portfolio managers review their assigned accounts. The primary purpose is to ensure that the account is invested according to the guidelines established between Ken Weber and the client. The review is done by comparing the account's most recent investment allocation with the daily investment allocation guidelines for WAM's portfolios. Should the comparison be satisfactory, each portfolio manager would indicate that the review was successful within the respective client file. Should a significant discrepancy be noticed, the portfolio manager would investigate the cause and rectify the problem immediately or within a reasonable period of time.

Part B: If you review client accounts on other than a periodic basis, describe the factors that trigger a review.

Part C: Describe the content and indicate the frequency of regular reports you provide to clients regarding their accounts. State whether these reports are written.

WAM clients receive written reports concerning their accounts at least on a quarterly basis. An internal rate of return (IRR) and Time Weighted Return (TWR) quarterly statement, net of WAM management fees, is generated from Envestnet Tamarac, WAM's portfolio management software. In addition, an invoice of current management fees is provided. Clients receive these reports during the first month of each new quarter. At the beginning of the new year, clients also receive the previous year's full performance report.

WAM clients also have the ability to view their accounts via an online client portal. Login privileges are given through Envestnet Tamarac to enable clients, at their option, to view their accounts 24/7.

WAM also provides a quarterly outlook to its clients. This written report discusses Ken and Jack's insights as to the current market conditions. The report also provides their observations and insights about previous quarterly and year-to-date performance of its portfolios.

Fidelity Investments also provides trade confirmation statements directly to WAM clients whenever trades are conducted. Fidelity also provides monthly statements to its clients.

Item 14: Client Referrals and Other Compensation

Part A. If someone, who is not a client, provides an economic benefit to you for providing investment advice or other advisory services to your clients, generally describe the arrangement, explain the conflicts of interest, and describe how you address the conflicts of interest. For purposes of this item, economic benefits include any sales awards or other prizes.

Part A is not applicable to Weber Asset Management

Part B. *If you or a related person directly or indirectly compensates any person who is not your supervised person for client referrals, describe the arrangement and the compensation.*

WAM does not have any specific arrangements to provide compensation for client referrals. However, WAM, on occasion, has provided a nominal non-cash gift for the referral.

Item 15: Client Referrals and Other Compensation

If you have custody of client funds or securities and a qualified custodian sends quarterly, or more frequent, account statements directly to your clients, explain that clients will receive account statements from the broker-dealer, bank or other qualified custodian and that clients should carefully review those statements. If your clients also receive account statements from you, your explanation must include a statement urging clients to compare the account statements they receive from the qualified custodian with those they receive from you.

WAM only has limited trading authorization. Fidelity Investments is the custodian of WAM client accounts. Clients receive monthly account statements, year-end statements (if applicable), and trade confirmations directly from Fidelity Investments.

WAM does send its own net of fee performance statements to clients at least on a quarterly basis. These statements are generated through Envestnet Tamarac, WAM's portfolio management software. In WAM's disclosure statement, clients are advised to refer to their Fidelity statements, especially if it involves tax reporting purposes.

Item 16: Investment Discretion

If you accept discretionary authority to manage securities accounts on behalf of clients, disclose this fact and describe any limitations clients may (or customarily do) place on this authority. Describe the procedures you follow before you assume this authority (e.g., execution of a power of attorney).

The client grants WAM limited trading authorization. This authorization gives WAM the discretion to choose the appropriate funds to invest and when to make the appropriate trades. The limited trading authorization is established through Fidelity Investments by using the appropriate Fidelity application (Individual, IRA, etc.) or a Fidelity add an advisor form to an existing account.

Before investment management services are initiated, the client completes and signs the Weber Asset Management Letter of Agreement. This document specifies the terms as to what the client and WAM can expect from each other.

Clients still have the ability to conduct trades in their accounts. If a client wishes WAM to stop trading the entire account or refrain from conducting certain trades, the request will be honored. However, WAM would require the directive to be in writing in a form of a letter or e-mail.

Item 17: Voting Client Securities

Part A: *If you have, or will accept, authority to vote client securities, briefly describe your voting policies and procedures, including those adopted pursuant to SEC rule 206(4)-6. Describe whether (and, if so, how) your clients can direct your vote in a particular solicitation. Describe how you address conflicts of interest between you and your clients with respect to voting their securities. Describe how clients may obtain information from you about how you*

voted their securities. Explain to clients that they may obtain a copy of your proxy voting policies and procedures upon request.

Part B: *If you do not have authority to vote client securities, disclose this fact. Explain whether clients will receive their proxies or other solicitations directly from their custodian or a transfer agent or from you, and discuss whether (and, if so, how) clients can contact you with questions about a particular solicitation.*

For a) and b), WAM does not vote on securities on behalf of its clients. Instead, clients receive voting proxies and other applicable forms of solicitation directly from Fidelity Investments.

Item 18: Financial Information

Part A: *If you require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance, include a balance sheet for your most recent fiscal year.*

1. *The balance sheet must be prepared in accordance with generally accepted accounting principles, audited by an independent public accountant, and accompanied by a note stating the principles used to prepare it, the basis of securities included, and any other explanations required for clarity.*

2. *Show parenthetically the market or fair value of securities included at cost.*

3. *Qualifications of the independent public accountant and any accompanying independent public accountant's report must conform to Article 2 of SEC Regulation S-X.*

Part A does not apply to WAM

Part B: *If you have discretionary authority or custody of client funds or securities, or you require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance, disclose any financial condition that is reasonably likely to impair your ability to meet contractual commitments to clients.*

There is no foreseen financial condition which would impair WAM's ability to service its clients. Should WAM be unable to provide services, clients would still have the ability to trade and manage their own accounts.

Part C: *If you have been the subject of a bankruptcy petition at any time during the past ten years, disclose this fact, the date the petition was first brought, and the current status.*

WAM has never been subject to a bankruptcy petition.

Item 19: Requirements for State-Registered Advisors

Part A: *Identify each of your principal executive officers and management persons, and describe their formal education and business background. If you have supplied this information elsewhere in your Form ADV, you do not need to repeat it in response to this Item.*

Kenneth S. Weber, President

MS, Brooklyn College - 1971

BA, Hofstra University - 1969

President, Ken Weber, Inc., 1983 - 1999

President, Weber Asset Management, Inc., 1992 - present

John W. Bowers, Chief Investment Strategist

BS, Washington State University - 1980

President, Independent Fidelity Investors (a.k.a. Fidelity Monitor & Insight), 1986 - present

President, Bowers Wealth Management, 2008 - present

Kathleen M. Daly, Vice President

BS, Bryant College - 1984

Portfolio Manager/Director of Marketing, Ken Weber Inc., 1986-1992

Vice President, Weber Asset Management, 1992 - Present

Jennifer Weber, Vice President of Financial Planning

MBA, Stern School of Business at New York University – 2013

BA, Columbia University – 2005

CERTIFIED FINANCIAL PLANNER™ - 2015

Vice President of Financial Planning, Weber Asset Management – 2019 – Present

Stuart E. Markowitz, Chief Compliance Officer and Portfolio Manager

MBA, St. John's University - 1996

BA, New York University - 1992

Certificate in Financial Planning - 2004

Registered Financial Consultant (RFC®) Designation - 2005

Portfolio Manager, Weber Asset Management - 1999 to Present

Chief Compliance Officer, Weber Asset Management - 2000 to Present

Leonard A. Fazio, Portfolio Manager

MBA, St. John's University - 1996

BS, St. John's University - 1986

Portfolio Manager, Weber Asset Management - 2000 to Present

Antonio S. Chiarelli, Portfolio Manager

Associates Degree, SUNY Farmingdale - 1985

Portfolio Manager, Weber Asset Management - 2002 to Present

Part B: *Describe any business in which you are actively engaged (other than giving investment advice) and the approximate amount of time spent on that business. If you have supplied this information elsewhere in your Form ADV, you do not need to repeat it in response to this Item.*

Other than WAM, no staff member is actively engaged in any other types of business.

Part C: *In addition to the description of your fees in response to Item 5 of Part 2A, if you or a supervised person are compensated for advisory services with performance-based fees, explain how these fees will be calculated. Disclose specifically that performance-based compensation may create an incentive for the advisor to recommend an investment that may carry a higher degree of risk to the client.*

WAM is not engaged in performance-based fee advisory services.

Part D: *If you or a management person has been involved in one of the events listed below, disclose all material facts regarding the event.*

1. *An award or otherwise being found liable in an arbitration claim alleging damages in excess of \$2,500, involving any of the following:*

(a) an investment or an investment-related business or activity; (b) fraud, false statement(s), or omissions;

(c) theft, embezzlement, or other wrongful taking of property; (d) bribery, forgery, counterfeiting, or extortion; or

(e) dishonest, unfair, or unethical practices.

2. *An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:*

(a) an investment or an investment-related business or activity; (b) fraud, false statement(s), or omissions;

(c) theft, embezzlement, or other wrongful taking of property; (d) bribery, forgery, counterfeiting, or extortion; or

(e) dishonest, unfair, or unethical practices.

Part D, sections 1 and 2 are not applicable to Weber Asset Management.

Part E: *In addition to any relationship or arrangement described in response to Item 10.C of Part 2A, describe any relationship or arrangement that you or any of your management persons have with any issuer of securities that is not listed in Item 10.C of Part 2A.*

WAM nor its staff members have any relationship with any issuer of securities.

Form ADV Part 2B
Annual Update for 2023
Effective Date: March 31, 2023

This brochure supplement provides information about the Weber Asset Management staff which supplements the Weber Asset Management, Inc. brochure. Please contact Weber Asset Management, Inc. at 516-326-3299 or at info@weberasset.com if you have any questions about the contents of this supplement. Additional information may be found at www.weberasset.com.

The United States Securities and Exchange Commission or any state securities authority does not approve or verify the information disclosed in this brochure. Additional information about Weber Asset Management, Inc. (SEC File #: 801-42886) is also available on the SEC's website at www.adviserinfo.sec.gov

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Item 2: Educational Background and Business Experience

Disclose the supervised person's name, age (or year of birth), formal education after high school, and business background (including an identification of the specific positions held) for the preceding five years. If the supervised person has no high school education, no formal education after high school, or no business background, disclose this fact. You may list any professional designations held by the supervised person, but if you do so, you must provide a sufficient explanation of the minimum qualifications required for each designation to allow clients to understand the value of the designation.

Kenneth S. Weber, President

Year of Birth, 1947

BA, Hofstra University - 1969

MS, Brooklyn College - 1971

President, Ken Weber, Inc., 1983 - 1999

President, Weber Asset Management, Inc., 1992 - present

Kathleen M. Daly, Vice President

Year of Birth, 1961

BS, Bryant College - 1984

Portfolio Manager/Director of Marketing, Ken Weber Inc., 1986-1992

Vice President, Weber Asset Management, 1992 – Present

Jennifer Weber, Vice President, Financial Planning

Year of Birth, 1982

BA, Columbia University – 2005

MBA, Stern School of Business at New York University – 2013

CERTIFIED FINANCIAL PLANNER™ - 2015 (*)

Vice President, Financial Planning- Weber Asset Management – 2018 – Present

Director of Business Strategy, Morgan Stanley – 2017-2018

Wealth Management Associate, Morgan Stanley – 2014 – 2017

Client Service Associate, Morgan Stanley – 2012 – 2014

Associate, Goldman Sachs – 2008 – 2012

Analyst, Goldman Sachs – 2006 – 2008

(*) CFP® designation was obtained after completion of comprehensive exam and application to CFP board.

Stuart E. Markowitz, Chief Compliance Officer and Portfolio Manager

Year of Birth, 1970

MBA, St. John's University - 1996

BA, New York University - 1992

Certificate in Financial Planning - 2004

Registered Financial Consultant (RFC®) Designation – 2005 (*)

Portfolio Manager, Weber Asset Management - 1999 to Present

Chief Compliance Officer, Weber Asset Management - 2000 to Present

(*) RFC® designation was obtained after receiving certificate in financial planning and application is made to The International Association of Registered Financial Consultants (IARFC).

Leonard A. Fazio, Portfolio Manager

Year of Birth, 1963

MBA, St. John's University - 1996

BS, St. John's University - 1985

Portfolio Manager, Weber Asset Management - 2000 to Present

Antonio S. Chiarelli, Portfolio Manager

Year of Birth, 1964

Associates Degree, SUNY Farmingdale - 1985

Portfolio Manager, Weber Asset Management - 2002 to Present

Item 3: Disciplinary Information

Part A: *A criminal or civil action in a domestic, foreign or military court of competent jurisdiction in which the supervised person:*

1. was convicted of, or pled guilty or nolo contendere ("no contest") to (a) any felony; (b) a misdemeanor that involved investments or an investment-related business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, or extortion; or (c) a conspiracy to commit any of these offenses;

2. is the named subject of a pending criminal proceeding that involves an investment-related business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses;

3. was found to have been involved in a violation of an investment-related statute or regulation; or

4. was the subject of any order, judgment, or decree permanently or temporarily enjoining, or otherwise limiting, the supervised person from engaging in any investment-related activity, or from violating any investment-related statute, rule, or order.

No staff member has ever been subject to any criminal or civil actions as stated in the above.

Part B: *An administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority in which the supervised person*

- 1. was found to have caused an investment-related business to lose its authorization to do business; or*
- 2. was found to have been involved in a violation of an investment-related statute or regulation and was the subject of an order by the agency or authority*
 - (a) denying, suspending, or revoking the authorization of the supervised person to act in an investment-related business;*
 - (b) barring or suspending the supervised person's association with an investment-related business;*
 - (c) otherwise significantly limiting the supervised person's investment-related activities; or*
 - (d) imposing a civil money penalty of more than \$2,500 on the supervised person.*

No staff member has ever been subject to any administrative proceeding as stated in the above.

Part C: *A self-regulatory organization (SRO) proceeding in which the supervised person*

- 1. was found to have caused an investment-related business to lose its authorization to do business; or*
- 2. was found to have been involved in a violation of the SRO's rules and was: (i) barred or suspended from membership or from association with other members, or was expelled from membership; (ii) otherwise significantly limited from investment-related activities; or (iii) fined more than \$2,500.*

No staff member has ever been subject to any SRO proceedings as stated in the above.

Part D: Any other proceeding in which a professional attainment, designation, or license of the supervised person was revoked or suspended because of a violation of rules relating to professional conduct. If the supervised person resigned (or otherwise relinquished his attainment, designation, or license) in anticipation of such a proceeding (and the adviser knows, or should have known, of such resignation or relinquishment), disclose the event.

No staff member has ever been subject to the revocation of professional licenses.

Item 4: Other Business Activities

Part A. If the supervised person is actively engaged in any investment-related business or occupation, including if the supervised person is registered, or has an application pending to register, as a broker-dealer, registered representative of a broker-dealer, futures commission merchant ("FCM"), commodity pool operator ("CPO"), commodity trading advisor ("CTA"), or an associated person of an FCM, CPO, or CTA, disclose this fact and describe the business relationship, if any, between the advisory business and the other business.

1. If a relationship between the advisory business and the supervised person's other financial industry activities creates a material conflict of interest with clients, describe the nature of the conflict and generally how you address it.

2. If the supervised person receives commissions, bonuses or other compensation based on the sale of securities or other investment products, including as a broker-dealer or registered representative, and including distribution or service ("trail") fees from the sale of mutual funds, disclose this fact. If this compensation is not cash, explain what type of compensation the supervised person receives. Explain that this practice gives the supervised person an incentive to recommend investment products based on the compensation received, rather than on the client's needs.

Statements 1) and 2) do not apply to any staff member.

Part B. If the supervised person is actively engaged in any business or occupation for compensation not discussed in response to Item 4.A, above, and the other business activity or activities provide a substantial source of the supervised person's income or involve a substantial amount of the supervised person's time, disclose this fact and describe the nature of that business. If the other business activities represent less than 10 percent of the supervised person's time and income, you may presume that they are not substantial.

Part B is not applicable to any staff member.

Item 5: Additional Compensation

If someone who is not a client provides an economic benefit to the supervised person for providing advisory services, generally describe the arrangement. For purposes of this Item, economic benefits include sales awards and other prizes, but do not include the supervised person's regular salary. Any bonus that is based, at least in part, on the number or amount of sales, client referrals, or new accounts should be considered an economic benefit, but other regular bonuses should not.

No staff member under Weber Asset Management receives additional economic benefits from non-Weber Asset Management clients for providing advisory services.

Item 6: Supervision

Explain how you supervise the supervised person, including how you monitor the advice the supervised person provides to clients. Provide the name, title and telephone number of the person responsible for supervising the supervised person's advisory activities on behalf of your firm.

Ken Weber is the chief supervisor and is responsible for approving all investment recommendations and office operations.

Procedures are in place in utilizing the office staff to ensure that WAM's practices are conducted legally, ethically, and professionally. Ken Weber does incorporate staff discussions on investment decisions to ensure the level of appropriateness of the intended investment recommendation. This procedure is enhanced by Jennifer Weber, CFP®, WAM's financial planner, by providing additional financial analysis before the intended investment recommendation is implemented. Should the analysis provide enough data to warrant a modification in the investment recommendation, discussions would commence and the appropriate adjustment would occur before the initial investing or investment change is started.

For office operations, Stuart Markowitz, RFC®, WAM's Chief Compliance Officer, is responsible for ensuring that all office operations adhere to legal and ethical compliance guidelines. Should Stuart notice any compliance issues, he would promptly notify Ken Weber and the office staff. The situation would be promptly discussed and a resolution would be formulated to rectify the issue. If anyone requires additional information about these procedures, Stuart Markowitz may be contacted at 516-326-3299 or at info@weberasset.com.

Item 7: Requirements for State-Registered Advisors

Part A. *In addition to the events listed in Item 3 of Part 2B, if the supervised person has been involved in one of the events listed below, disclose all material facts regarding the event.*

1. An award or otherwise being found liable in an arbitration claim alleging damages in excess of \$2,500, involving any of the following:

- (a) an investment or an investment-related business or activity;*
- (b) fraud, false statement(s), or omissions;*
- (c) theft, embezzlement, or other wrongful taking of property; (d) bribery, forgery, counterfeiting, or extortion; or*
- (e) dishonest, unfair, or unethical practices.*

2. An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:

- (a) an investment or an investment-related business or activity;*
- (b) fraud, false statement(s), or omissions;*
- (c) theft, embezzlement, or other wrongful taking of property;*
- (d) bribery, forgery, counterfeiting, or extortion; or*
- (e) dishonest, unfair, or unethical practices.*

No staff member has ever been subject to items 1) and 2).

Part B. *If the supervised person has been the subject of a bankruptcy petition, disclose that fact, the date the petition was first brought, and the current status.*

No staff member has ever been subject to the situation as described in Part B.